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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D

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**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

On April 24, 2018, Aspen Group, Inc. (the “Company”) paid approximately \$8.1 million to Runway Growth Credit Fund (“Runway”) which represents all of the amounts due under its credit facility with Runway (“Credit Facility”), including \$7.5 million in principal and approximately \$600,000 in early termination and closing fees. The Credit Facility has been terminated.

**Item 7.01 Regulation FD Disclosure.**

On April 24, 2018, the Company issued a press release announcing the payoff of the Credit Facility. A copy of such press release is furnished as Exhibit 99.1 to this report.

The information in Item 7.01 of this report, including the information attached as Exhibit 99.1 to this report, is furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. Furthermore, the information in Item 7.01 of this report, including the information in the release attached as Exhibit 99.1 to this report, shall not be deemed to be incorporated by reference in the filings of the registrant under the Securities Act of 1933.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

99.1 [Press Release Dated April 24, 2018](#)

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ASPEN GROUP, INC.**

Date: April 24, 2018

By: /s/ Michael Mathews  
Name: Michael Mathews  
Title: Chief Executive Officer

