
Item 1.02 Termination of a Material Definitive Agreement.

On February 25, 2019, Aspen Group, Inc. (the “Company”) paid \$1,080,000 to the holder of the Convertible Promissory Note (the “Convertible Note”) issued on December 1, 2017 in connection with the Company’s acquisition of United States University. The amount paid represents the remaining outstanding principal amount of the Convertible Note (\$1,000,000) and the interest thereon which would have accrued as of December 1, 2019, the final maturity date of the Convertible Note (\$80,000). Following the receipt of the payment, the Convertible Note was terminated.

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: March 1, 2019

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