

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 20, 2013

ASPEN GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

333-165685
(Commission
File Number)

27-1933597
(I.R.S. Employer
Identification No.)

720 South Colorado Boulevard, Suite 1150N, Denver, CO 80246

(Address of Principal Executive Office) (Zip Code)

(303) 333-4224

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously

ITEM 7.01 REGULATION FD DISCLOSURE.

On May 20, 2013, Michael Mathews, the Chief Executive Officer and Chairman of Aspen Group, Inc., gave a presentation at the B. Riley & Co. investor conference. The PowerPoint presentation which was displayed at the meeting is furnished as Exhibit 99.1. The Exhibit 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.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

Exhibit No. Exhibit

[99.1](#) Investor Presentation

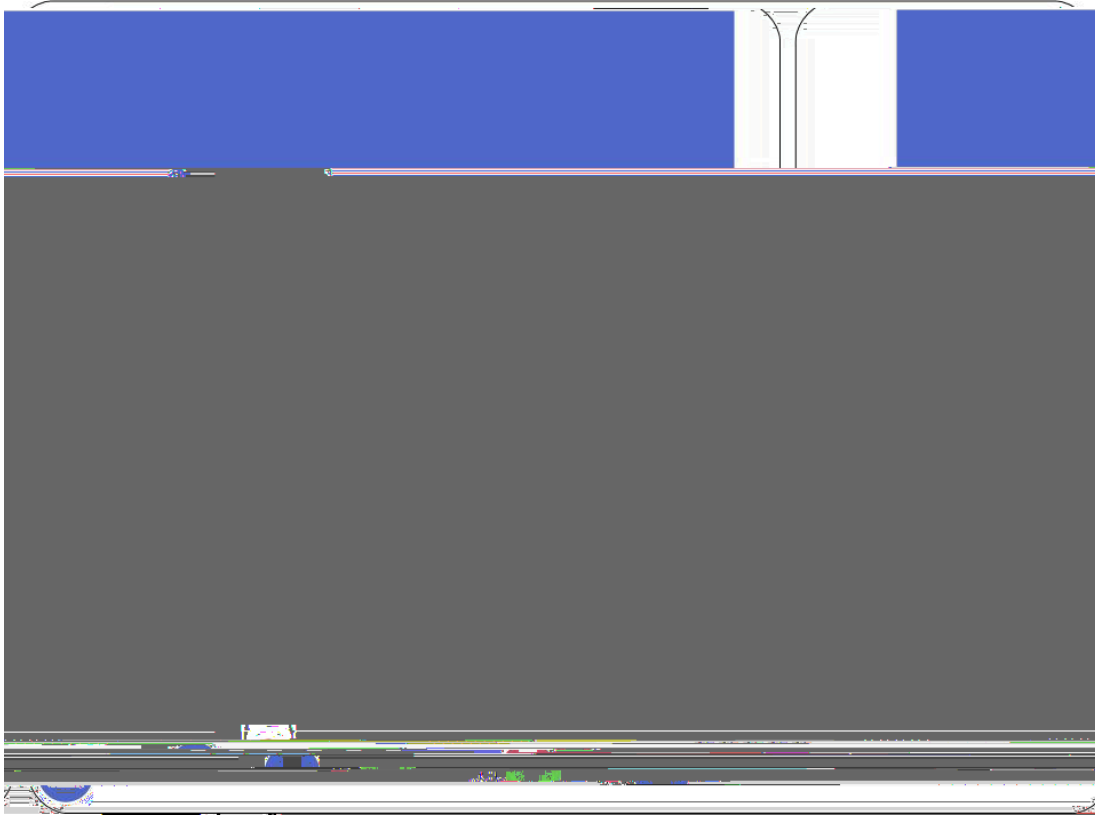


Aspen Group, Inc.



OTCBB: ASPU

May 20, 2013



Aspen University Snapshot

- ▣ Nationally Recognized & Accredited Online University
- ▣ Highly differentiated Graduate University (87% Graduate Students*)
 - ▣ Nursing and Business Schools key to future growth
- ▣ Offers breadth and depth of academic disciplines
- ▣ DOE Title V Provisional Status (Doctorate, Master, Bachelor, Associate, Certificates)
- ▣ Selected G.I. Jobs Military friendly school including part-time students

What Are The Criticisms The For-

Profit Education Sector?

- Weak Graduation Rates
- High Tuition Rates
- High Cohort Default Rates
- Reliance on 3rd party lead generation firms which
- drives lower quality students and high enrollment costs

Many fear that student debt combined with lack of economic benefit is the next great bubble

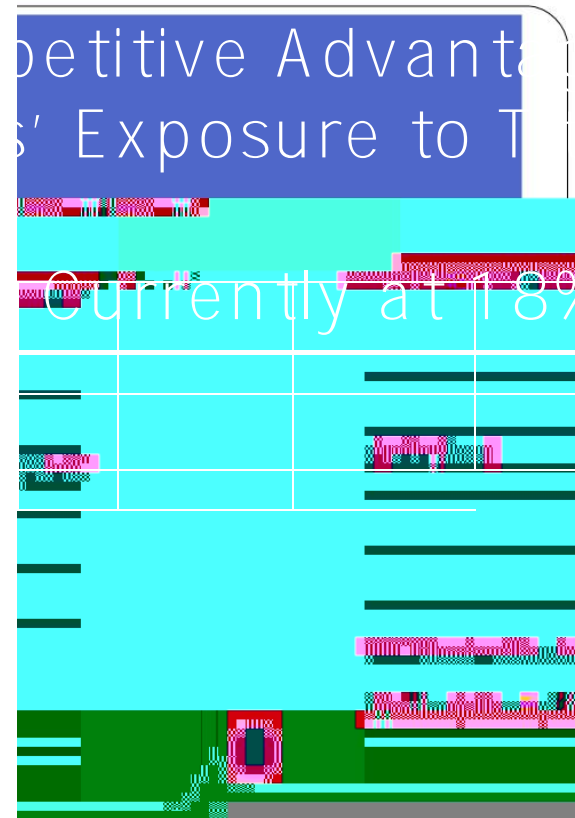
Aspen's Differentiated Business

Model

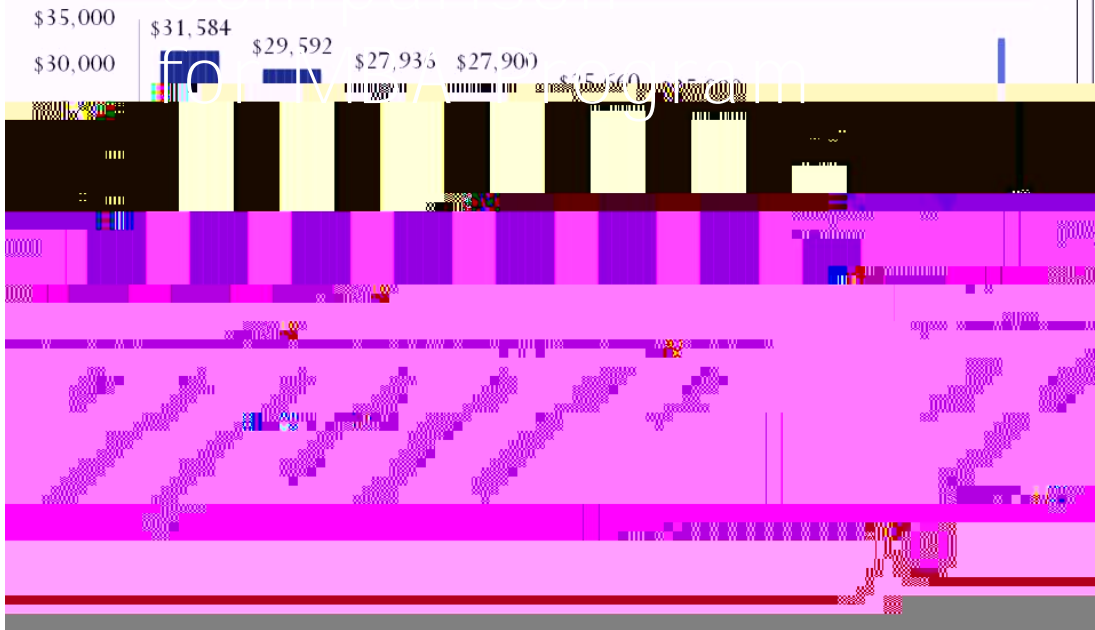
Post-Graduat

8

9



Aspen University Cost Comparison



\$12,000*

*Effective June 1, 2013

Aspen Announces Innovative

Graduate Students now have
opportunity to pursue their
advanced degree without being
compelled to rely on
student loans to fund their education



Aspen's Nursing Program An ROI

Story

Aspen offers RNs the ability to obtain an MSN for less than \$20,000:

- ▣ RNs begin with 7-course RN-to-MSN Bridge Program (\$7,200)
 - ▣ thereby bypassing requirement for BSN degree
- ▣ Upon Bridge Program completion, matriculate to 12-course MSN Program (\$10,800)
- ▣ Compensation for Nurses is defined state-by-state; studies indicate that Nurses with an MSN earn between \$30K - \$90K more annually than RNs
- ▣ 40% of Aspen's full-time, degree-seeking enrollments in Q4 were Nursing students

Aspen MSN Graduates Achieve an ROI on their Academic

Investment in Less Than 1 Year!

*Not including part-time students

1Q13 Was A Record

- ▣ In 1Q13 Aspen achieved a 7% conversion rate; meaning our cost per enrollment was below \$225
- ▣ In 1Q13, our cost per lead dropped below \$65 for the first time
- ▣ Full-time degree seeking enrollments for 1Q13 of 260 marked a new Aspen record
- ▣ Class Starts in 1Q13 = 1,174 (average of 391/month)* checked +13% vs. trailing four-quarter average of 1,042

*Does not include retake courses

2013-2015 Projections

	<u>CY13</u>	<u>CY14</u>	<u>CY15</u>
F-T Degree Students	2,300	3,500	5,000
Total Student Body	3,500	5,000	7,000
Total Revenue (minimum 50% growth)	> \$4m m	> \$7m m	> \$11m m

Aspen expects to break even on an adjusted EBITDA* basis when the full-time degree-

- At 4,000 full-time degree-seeking students Aspen expects to generate ~15% adjusted EBITDA profit margin.
- At 5,250 full-time degree-seeking students Aspen expects to generate ~30% adjusted EBITDA profit margin.

* Adjusted EBITDA excludes

Cap Table

Aspen Group, Inc.
Capitalization Table (5/9/12)

	Outstanding	% Total
Shares	58,573,223	78%
Warrants	9,090,292	12%
Options	7,614,381	10%
Fully Diluted Shares	75,277,896	100%
of which Directors & Officers	11,752,904	16%
Free trading Shares	7,118,604	9%

Questions & Answers

