
**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): **July 31, 2017**

ASPEN GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
*(State or Other Jurisdiction
of Incorporation)*

000-55107
*(Commission
File Number)*

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

1660 South Albion Street, Suite 525, Denver, CO 80222

(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 satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by checkmark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

On July 31, 2017, Aspen Group, Inc. (the “Company”) issued a press release that its common stock has been approved for listing on The Nasdaq Stock Market, effective with the start of trading on Wednesday, August 2, 2017. A copy of the press release is furnished as Exhibit 99.1 to this report. The information contained in the press release attached as Exhibit 99.1 to this report 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 contained in the press release attached as Exhibit 99.1 to this report shall not be deemed to be incorporated by reference in the filings of the Company under the Securities Act of 1933.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Exhibit
<u>99.1</u>	Press Release dated July 31, 2017



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: July 31, 2017

By: /s/ Michael Mathews

Name: Michael Mathews

Title: Chief Executive Officer



FOR IMMEDIATE RELEASE: July 31, 2017

Nasdaq Approves Listing of Aspen Group, Starting Wednesday, August 2, 2017

NEW YORK, NY – July 31, 2017 - Aspen Group, Inc. (OTCQB: ASPU), a post-secondary education company, announced today that its Common Stock has been approved for listing on The Nasdaq Capital Market, effective with the start of trading on Wednesday, August 2, 2017. Aspen Group’s shares will continue to trade under the symbol ASPU.

Michael Mathews, Chairman & CEO of Aspen, commented, “We are thrilled to have been granted approval to trade on the Nasdaq. The move to a national exchange should provide expanded visibility for Aspen Group, improved liquidity for our stock, and greater value for our shareholders.”

Mr. Mathews added, “I’m so proud of the entire Aspen Group team involved in achieving this milestone, from our faculty members, to our academic operations personnel, to our marketing and enrollment staff, to finally our stellar management team. This accomplishment is a testament to all of you who bring great talent, work ethic and a tight-knit, can-do culture to the workplace each and every day.”

Aspen Group was advised by Donohoe Advisory Associates LLC and Nason, Yeager, Gerson, White & Lioce, P.A. in its Nasdaq listing process.

About Aspen Group, Inc.:

Aspen Group, Inc. is a post-secondary education company. Aspen University’s mission is to offer any motivated college-worthy student the opportunity to receive a high quality, responsibly priced distance-learning education for the purpose of achieving sustainable economic and social benefits for themselves and their families. Aspen is dedicated to providing the highest quality education experiences taught by top-tier faculty; 54% of Aspen University’s faculty hold doctoral degrees. To learn more about Aspen, visit www.aspen.edu.

Company Contact:

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