

---

**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): **November 5, 2015**

**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)*

**720 South Colorado Boulevard, Suite 1150N, Denver, CO 80246**  
*(Former name or former address, if changed since last report)*

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))
- 
-

**Item 7.01 Regulation FD Disclosure**

On November 5, 2015, Mr. Michael Mathews, the Chairman of the Board and Chief Executive Officer of Aspen Group, Inc. will present at The MicroCap Conference in Philadelphia. A copy of the presentation is furnished as Exhibit 99.1 to this report.

The information in Item 7.01 of this report, including the information in the presentation 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 presentation 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.

<u>Exhibit No.</u>	<u>Exhibit</u>
<a href="#"><u>99.1</u></a>	Presentation dated November 5, 2015

## **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: November 5, 2015

By: /s/ Michael Mathews

Name: Michael Mathews

Title: Chief Executive Officer



## ASPEN GROUP, INC.

The MicroCap Conference

November 5, 2015

OTCQB: ASPU

[www.aspen.edu](http://www.aspen.edu)



# SAFE HARBOR STATEMENT & NON-GAAP



Certain statements in this presentation and responses to various questions include forward-looking statements including statements regarding our opportunities and expectations from the nursing education sector, future liquidity, and our strategic plans and financial forecasts and projections. The words "believe," "may," "estimate," "continue," "anticipate," "intend," "should," "plan," "could," "target," "potential," "is likely," "will," "expect" and similar expressions, as they relate to us, are intended to identify forward-looking statements. We have based these forward-looking statements largely on our current expectations and projections about future events and financial trends that we believe may affect our financial condition, results of operations, business strategy and financial needs.

Important factors that could cause actual results to differ from those in the forward-looking statements include competition, ineffective media and/or marketing, changes in the nursing industry which make having a degree less attractive, failure to maintain growth in degree seeking students, and failure to generate sufficient revenue. Further information on our risk factors is contained in our filings with the SEC, including the 10-K dated July 30, 2015. Any forward-looking statement made by us herein speaks only as of the date on which it is made.

Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.

## **Regulation G - Non-GAAP Financial Measures**

This presentation includes a discussion of Adjusted EBITDA and Adjusted Gross Margins, non-GAAP financial measures. Certain information regarding these non-GAAP financial measures (including reconciliations to GAAP) is provided on the Investor Relations section of the Aspen website at [www.ir.aspen.edu](http://www.ir.aspen.edu).



- **The for-profit education business model is broken; industry is ripe for change**

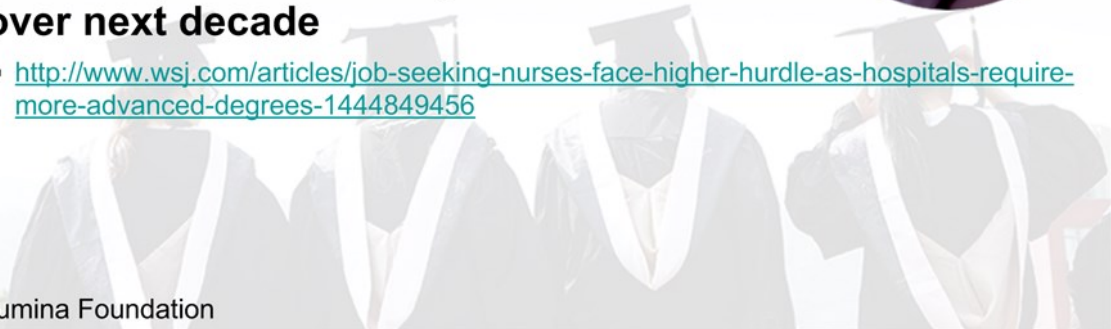
- \$1.3 Trillion Student Debt Bubble
- Tuition rates have increased by 500%+ since 1980's

- **This is an enormous business**

- \$23 Billion for-profit education sector

- **Nursing expected to be a critical growth driver in post-secondary education sector over next decade**

- <http://www.wsj.com/articles/job-seeking-nurses-face-higher-hurdle-as-hospitals-require-more-advanced-degrees-1444849456>





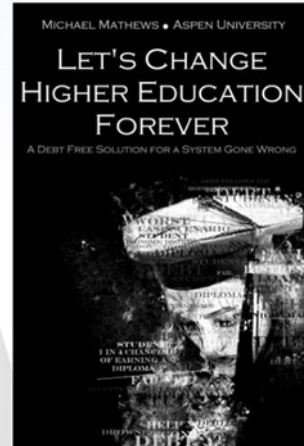
# ASPEN UNIVERSITY HAS BUILT A NEW BUSINESS MODEL



- Aspen University offers world class online education at half the cost of its competitors; committed to cash-based, pay-as-you-go education
- Announced the 'debtless' education vision in 2014

## "Let's Change Higher Education Forever"

- Students can pay \$325/month for a Master's degree = \$11,700 (36 monthly payments)
- Students can pay \$250/month for a Bachelor's Degree = \$18,000 (72 monthly payments)





- **Critical Nursing shortage projected next decade (260,000 RN shortage by 2025)**
  - More than 1 million RNs will reach retirement age within next 10-15 years (average age of RNs is 47 years old); 525,000 replacement Nurses expected, bringing the job openings growth to 1.05mm by 2022
- **Nursing expected to be among fastest growing occupations in U.S. through 2022 -- RN workforce expected to grow from 2.71mm RNs in 2012 to 3.24mm in 2022 (19%)\***
- **U.S. Nursing schools turned away 79,659 qualified applicants from Baccalaureate and Graduate programs in 2012 due to insufficient number of Faculty and classroom sites\*\***





# NURSING: \$17 BILLION TOTAL AVAILABLE MARKET TO 2022



- **ONLY 55% OF RNs HAVE A BACHELOR OF SCIENCE IN NURSING (BSN) DEGREE OR HIGHER**
  - 1.75mm RNs is the total targetable market size to 2022 (3.24mm workforce, minus 1.49mm of RNs that currently have BSN or higher degree)



**$\$9,750^* \times 1,750,000 = \$17 \text{ Billion Opportunity}$**

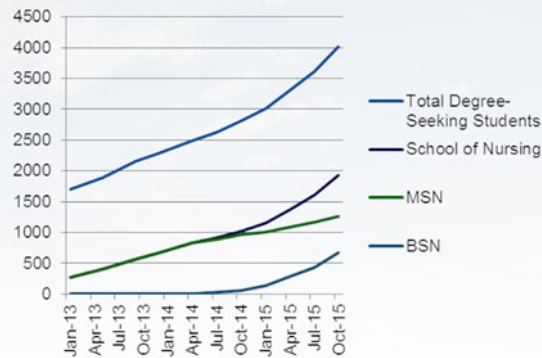
\*Aspen's BSN program tuition

# ASPEN'S PROGRESS IN NURSING; BSN PROGRAM EXPLODING



- Aspen's CCNE-Accredited Master of Science in Nursing (MSN) program has grown to 1,165 students since marketing began in 2012
- Since BSN program was accredited by CCNE last November, the BSN student body grew to 439 students in 8 months (or +55/month - net)
- BSN enrollments accelerated in Q2 FY'16 (ending October 31); BSN program is now pacing to grow on an annualized basis by +1,080 – net (or +90/month – net)
- Aspen achieved a record number of new enrollments (557) in Q2 FY'16 – up 110% y/o/y

School of Nursing (ending October 31, 2015)



**School of Nursing now pacing to grow on annualized basis by +1,500 (or +125/month – net)**

# DEBTLESS EDUCATION SOLUTION NOW THE MAJORITY



## Tuition Revenues by Payment Type (September):

Debtless Education Solution	52%
-Monthly Payment Plan	40%
-Monthly Installment Plan	12%
Cash	19%
Federal Financial Aid	20%
Other (Corporate Tuition Reimbursement/Military)	<u>9%</u>
Total	100%

- **Recurring Monthly Tuition Billing Now Exceeds \$275,000**

- 1,345 degree-seeking students enrolled in a monthly payment method

# HOW ASPEN OFFERS LOW TUITION WHILE ACHIEVING HIGH MARGINS



- **Best-in-class customer acquisition**

- Management's expertise in Internet marketing and lead generation led to vertically-integrating marketing
  - Do not utilize third-party lead gen firms
  - All Aspen branded ads
  - Average customer acquisition costs <\$900 is 1/5<sup>th</sup> the cost of competitors (~\$4,000 - \$5,000)
  - Can continue to scale at low customer acquisition costs

- **Completely variable teaching costs**

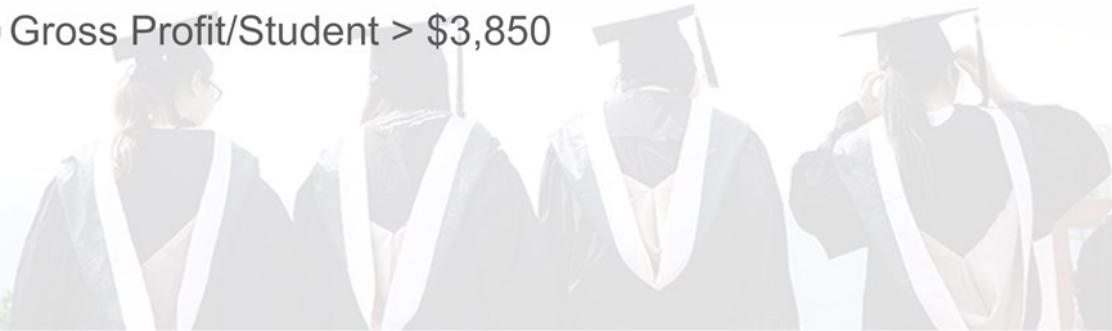
- \$160 per student course completion
- High-quality faculty – 61% hold Doctorate

# UNIT ECONOMICS AMONG BEST IN SECTOR



- **Low customer acquisition costs and variable teaching costs create highly attractive unit economics – projecting 65%+ Adjusted Gross Margins at scale**

- Average course completions per student enrollment is 7.5 = \$6,000 revenue (average \$800 tuition/course today and rising), earned over 3 years
- Student acquisition cost < \$900
- Teaching cost < \$1,250
- Gross Profit/Student > \$3,850





# INNOVATIVE BUSINESS MODEL NOW PROVEN, TIME TO SCALE



## Financial Forecast FY' 2016 – 2018 (50% CAGR Forecast)

	<b>Q4'FY 2016*</b> <b><u>(Target)</u></b>	<b>Q4'FY 2018*</b> <b><u>(Target)</u></b>
<b>Annual Revenue Run Rate</b>	<b>\$9mm</b>	<b>\$20mm</b>
<b>Adjusted Gross Margin**</b>	<b>59%</b>	<b>65%</b>
<b>Adjusted EBITDA**</b>	<b>B/E</b>	<b>30%</b>
<b>Degree-Seeking Student Body</b>	<b>5,000</b>	<b>10,000</b>

\*Fiscal Fourth Quarter Ending April 30

\*\* These are Non-GAAP financial measures. Adjusted Gross Margin is exclusive of depreciation and amortization.



# PROVEN MANAGEMENT TEAM



**Experienced team can deliver sustainable growth and strong results while maintaining high quality**

**CEO: Michael Mathews**

- Built revenues from run rate of \$6 Million in 2007 to \$100+ Million in 2010 as CEO of Interclick (NASDAQ: ICLK)
- In 2011, Interclick sold to Yahoo for \$270 Million
- Held officer/senior exec positions at two other public companies (ACOM, CKSG)
- Extensive knowledge of internet marketing industry



**CAO: Cheri St. Arnauld**

- Former Provost/CAO of Grand Canyon University (NASDAQ:LOPE)

**CFO: Janet Gill**

- Former CFO of Athena Schools, Asst. Controller of NYNEX Corporation

**COO: Gerard Wendolowski**

- Former VP, Marketing of Atrinsic (Digital Marketing firm)

# EQUITY SNAPSHOT



**As of 11/2/15**

Ticker on OTCQB:	ASPU
Share Price:	\$0.15
52 Week Range:	\$0.09 - \$0.29
Market Cap:	\$19.3 Million
Shares Outstanding :	128.3 Million
Mgmt & BOD Ownership:	19%





**ASPEN GROUP, INC.**

## **QUESTIONS & ANSWERS**

---

# GAAP P&L RECONCILIATION

Financial Forecast FY' 2016 – 2018 (50% CAGR Forecast)

	Q4'FY 2016* (Target)	Q4'FY 2018* (Target)
Net Income (Loss) - GAAP	(\$356K)	\$1,095K
Interest Expense - Net	28K	20K
Depreciation & Amortization	143K	150K
Stock Compensation	80K	150K
Allowance for Bad Debt	32K	50K
One-Time Charges	77K	-
Income Taxes	-	45K
Quarterly Adjusted EBITDA Projection	B/E	\$1.51mm
Quarterly Revenue Projection	\$2.25mm	\$5mm

\*Fiscal Fourth Quarter Ending April 30

