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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

*(b) and (c)*

On February 25, 2021, Frank J. Cotroneo, Chief Financial Officer and director of Aspen Group, Inc. (the “Company”), resigned from his positions as an officer and director of the Company and terminated his employment with the Company. In connection with Mr. Cotroneo’s resignation, the Company entered into a Confidential Severance Agreement with Mr. Cotroneo (the “Agreement”). Mr. Cotroneo’s ~~Entire~~

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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: February 26, 2021

By: /s/ Michael Mathews

Name: Michael Mathews

Title: Chief Executive Officer