



USA Technologies Announces Results of Annual Meeting of Shareholders

June 18, 2014

Shareholders Re-Elect Board of Director Nominees

MALVERN, Pa.--(BUSINESS WIRE)-- [USA Technologies, Inc.](http://www.usatech.com) (NASDAQ: USAT), a leader of wireless, cashless payment and M2M telemetry solutions for small-ticket, self-serve retailing industries, today announced the results of its Annual Meeting of Shareholders, held earlier today.

At the meeting:

- all USA Technologies' director nominees (Deborah G. Arnold, Steven D. Barnhart, Joel Brooks, Stephen P. Herbert, Albin F. Moschner, William J. Reilly, Jr., and William J. Schoch) were re-elected for an annual term;
- USA Technologies' 2014 Stock Option Incentive Plan was approved;
- USA Technologies' advisory vote on named executive officer compensation was approved; and
- the appointment of McGladrey LLP as the independent registered public accounting firm of USA Technologies for fiscal year ending June 30, 2014 was ratified.

In addition, USA Technologies' chairman and chief executive officer, Stephen P. Herbert, provided an overview of USA Technologies' financial progress, strategic priorities and growth strategies. His overview included the following information:

- Steps taken that USA Technologies' believes would position USA Technologies to achieve its targets over the next three to four years of approximately 500,000 connections to its ePort Connect[®] service, \$100 million in revenues and double digit operating margins;
- Achievement of a milestone 250,000 connections to the ePort Connect service during the June 30, 2014 quarter. Herbert indicated that, assuming the full realization in revenues of all related billings for these connections, USA Technologies anticipates that these connections would contribute to an annualized total revenue run rate of approximately \$50 million, thus marking a halfway point with respect to the three to four year goals described above;
- Achievement of six consecutive quarters of non-GAAP net income through its latest fiscal quarter ended March 31, 2014. Non-GAAP net income, as used by USA Technologies during this period, represents GAAP net income (loss) excluding any benefit from reduction of the deferred tax asset valuation allowance and any adjustment for fair value of warrant liabilities; and
- Achievement of what USA Technologies anticipates will be sustainable cash flows from operations.

Mr. Herbert indicated that USA Technologies' strategy for growth has been straightforward and consistent—to continue to increase the number of new connections to its ePort Connect service and, to continue to create more value for every connection to its service, for both customers and shareholders. Interested parties may view the slide presentation on the investor relations section of USA Technologies' website www.usatech.com, under [Events and Presentations](#).

About USA Technologies:

USA Technologies is a leader of wireless, cashless payment and M2M telemetry solutions for small-ticket, self-serve retailing industries. ePort Connect[®] is the company's flagship service platform, a PCI-compliant, end-to-end suite of cashless payment and telemetry services specially tailored to fit the needs of small ticket, self-service retailing industries. USA Technologies also provides a broad line of cashless acceptance technologies including its NFC-ready ePort[®] G-series, ePort Mobile[™] for customers on the go, and QuickConnect, an API Web service for developers. USA Technologies has been granted 87 patents; and has agreements with Verizon, Visa, Elavon and customers such as Compass, Crane, AMI Entertainment and others. Visit the website at www.usatech.com.

Forward-looking Statements:

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: All statements, other than statements of historical fact included in this release, are forward-looking statements. When used in this release, words such as "anticipate", "believe", "estimate", "expect", "intend", and similar expressions, as they relate to USA Technologies or its management, identify forward-looking statements. Such forward-looking statements are based on the beliefs of USA Technologies' management, as well as assumptions made by and information currently available to USA Technologies' management. Actual results could differ materially from those contemplated by the forward-looking statements as a result of certain factors, including but not limited to, business, financial market and economic conditions; the incurrance by us of any unanticipated or unusual non-operating expenses which would require us to divert our cash resources from achieving our business plan; the ability of USA Technologies to predict or estimate its future quarterly or annual revenues and expenses given the developing and unpredictable market for its products; the ability of USA Technologies to retain key customers from whom a significant portion of its revenues are derived; the ability of a key customer to reduce or delay purchasing products from

USA Technologies; whether USA Technologies' suppliers would increase their prices, reduce their output or change their terms of sale; whether, and the promptness with which, customers install new connections; whether, and the extent to which, new connections will generate new revenues for USA Technologies in future quarters; the ability of USA Technologies to accurately predict the level of cashless usage on connections that have not yet commenced revenue generation; whether USA Technologies' customers continue to utilize USA Technologies' transaction processing and related services, as our customer agreements are generally cancelable by the customer on thirty to sixty days' notice; the ability of USA Technologies to accurately predict future market conditions and customer behavior; and whether customers will increase their purchases of USA Technologies' products and services in the future. Readers are cautioned not to place undue reliance on these forward-looking statements. Any forward-looking statement made by us in this release speaks only as of the date of this release. Unless required by law, USA Technologies does not undertake to release publicly any revisions to these forward-looking statements to reflect future events or circumstances or to reflect the occurrence of unanticipated events.

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