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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant \boxtimes

Filed by a Party other than the Registrant \Box

Check the appropriate box:

- □ Preliminary Proxy Statement
- □ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- □ Definitive Proxy Statement
- Definitive Additional Materials
- □ Soliciting Material Under Rule 14a-12

USA TECHNOLOGIES, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ⊠ No fee required.
- \Box Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

□ Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

USA Technologies to Hold Virtual-Only 2020 Annual Meeting of Shareholders

MALVERN, Pa. – April 13, 2020 – USA Technologies, Inc. (OTC:USAT) ("USAT" or the "Company"), a cashless payments and software services company that provides end-to-end technology solutions for the self-service retail market, today announced that due to the public health impact of the coronavirus outbreak (COVID-19), and to support the health and safety of the Company's employees, directors and shareholders, its 2020 Annual Meeting of Shareholders (the "Annual Meeting") will be conducted in a virtual-only format.

As previously announced, the meeting will be held at 9:30 a.m., Eastern Time, on April 30, 2020. Shareholders of record as of the close of business on April 17, 2020, and their duly appointed proxies, can attend the Annual Meeting virtually. In order to attend the Annual Meeting, shareholders and their duly appointed proxies must register in advance. To register, please e-mail USAT@okapipartners.com or call (877) 566-1922 no later than 5:00 p.m., Eastern Time, on April 27, 2020. Following registration, attendees will receive further instructions as to how to access the meeting, vote and submit questions.

About USA Technologies, Inc.

USA Technologies, Inc. is a cashless payments and software services company that provides end-to-end technology solutions for the self-service retail market. With approximately 1.2 million connections, USAT is transforming the unattended retail community by offering one integrated solution for payments processing, logistics, and back-office management. The company's enterprise-wide platform is designed to increase consumer engagement and sales revenue through digital payments, digital advertising and customer loyalty programs, while providing retailers with control and visibility over their operations and inventory. As a result, customers ranging from vending machine companies, to operators of micro-markets, gas and car charging stations, laundromats, metered parking terminals, kiosks, amusements and more, can run their businesses more proactively, predictably, and competitively.

Contacts

Investors: Monica Gould The Blueshirt Group Tel: +1 212-871-3927 monica@blueshirtgroup.com

Lindsay Savarese The Blueshirt Group Tel: +1 212-331-8417 lindsay@blueshirtgroup.com

Media:

Joele Frank, Wilkinson Brimmer Katcher Tim Lynch / Meaghan Repko 212-355-4449

Source: USA Technologies, Inc.

2