

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>SELLERS WILLIAM W</u> (Last) (First) (Middle) (Street) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>USA TECHNOLOGIES INC [USTT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/31/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/15/2003		A		60,000	A	0.1	1,425,478	D	
Common Stock	04/02/2003		M		31,250	A	0.1	1,425,478	D	
Common Stock	01/07/2003		M		50,000	A	0.1	1,425,478	D	
Common Stock	01/07/2003		M		26,667	A	0.1	1,425,478	D	
Common Stock	05/22/2003		A		600,000	A	0.1	1,425,478	D	
Common Stock	05/30/2003		J ⁽¹⁾		27,460	D	0.00	1,425,478	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Note Warrants	0.1	05/15/2003		J ⁽²⁾			60,000	10/31/2002	05/31/2003	Common Stock	60,000	\$0.1	0	D	
Note Warrants	0.1	04/02/2003		M			31,250	10/31/2002	05/31/2003	Common Stock	31,250	\$0.1	0	D	
Warrants 2001-C	0.1	01/07/2003		M			50,000	12/01/2001	05/31/2003	Common Stock	50,000	\$0.1	0	D	
Warrants 2001-B	0.1	01/07/2003		M			26,667	12/01/2001	05/31/2003	Common Stock	26,667	\$0.1	0	D	
2000-C Sr Note	0.2	03/17/2003		A ⁽³⁾			210,000	03/17/2003	12/31/2006	Common Stock	210,000	\$0.2	250,000	D	
2001-D Sr Note	0.2	03/20/2003		A ⁽⁴⁾			79,164	03/17/2003	12/31/2007	Common Stock	79,164	\$0.2	158,334	D	

Explanation of Responses:

- code transaction represents deletion of shares erroneously shown in prior disclosure of Mr. Sellers common shares.
- code transaction represents deletion of warrants erroneously shown in prior disclosure.
- Represents additional shares arising from the extension of the \$50,000 note, and the reduction of the conversion price from \$1.25 to \$0.20 per share.
- Represents additional shares arising from the extension of the \$31,666.75 note, and the reduction of the conversion price from \$0.40 to \$0.20 per share.

William W. Sellers

06/06/2003

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.