

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 ☒
Filed by a Party other than the Registrant ☐
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.
☐ 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 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: December 7, 2009

The following slide presentation was presented to certain shareholders on December 4, 2009 by USA Technologies, Inc. (the "Company"), and may be used by the Company to make presentations to other Company shareholders or corporate governance organizations in the future:



**A Leader in Cashless Transactions,
Networked Services, and Energy Management**



Forward Looking Statement

With the exception of the historical information contained in this presentation, the matters described herein contain forward-looking statements that involve risk and uncertainties that may individually or mutually impact the matters herein described, including but not limited to the ability of the Company to increase revenues in the future due to the developing and unpredictable markets for its products, the ability to achieve a positive cash flow, the ability to obtain orders for or install its products, the ability to obtain new customers and the ability to commercialize its products, which could cause actual results or revenues to differ materially from those contemplated by these statements.

Significant Market Opportunity



Product	U.S. Market (Number Placements)	Transaction Volume
ePort	8M vending machines* 1,15M kiosks** 1M office coffee service***	\$57B \$600B \$4B
eSuds	7.5M multi-family housing 700,000 in universities	—
BUSINESS EXPRESS	30,000 hotels	—
VENDINGMISER® COOLERMISER™	4M beverage venders 10M coolers	—

* "Vending Times" Census

** IHL Group

*** "Automatic Merchandiser" magazine

USAT believes that it has a significant opportunity to penetrate several large markets, particularly the vending market.

Investment Highlights



Significant Market Opportunity – Vending industry and other unattended markets are large, global and underpenetrated

Market is Positioned for Rapid Growth – Driven by technology improvements, consumer demand, improvements in payment card regulations, and vending industry dynamics

Market Leader – USAT is a market leader in all of its markets

- Vending
- Self Serve Business Center
- Energy Products

Significant Barriers to Entry

- Patent portfolio -- 71 patents issued
- Technology/product leadership
- Industry relationships (e.g., MasterCard, First Data, Coke, Pepsi, Starbucks, Sony, many others)

Attractive Long-term Financial Model

- Significant revenue growth
- Unique recurring revenue streams

ePort® for Cashless Vending



- Enables cashless payments including credit/debit
- Designed for rapid retrofit – 10 minutes or less
- Instantly on network
 - Turnkey wireless connection
 - Provides operators with online access to sales data
- Multiple forms of cashless payment including credit/debit cards

Customer Economics

- Increase sales by approximately 20%
- Increase in average purchase by 32% vs. cash
- Less than 1 year payback
- Hardware cost \$329/unit
- \$9.95/month/unit network services fee
- 5% credit card processing fee

ePort Connect Service



A PCI compliant, end-to-end, suite of cashless payment and telemetry services tailored to fit the needs of self-service retail industries.



Card
Processing
Services



Wireless
Connectivity



Online Sales
Reporting



Consumer
Services



Settlement



Data
Security



Over the Air
Updates &
DEX Data
Management



Machine
Health
Alerts

ePort Connect Service



Attained Certification for Card Industry's highest
level of security – PCI Level One Service Provider



VISA
CISP Compliant

P.T.C.R.B.
Certified

Web-Based Reporting for Distributed Assets



ACTIVITY

General

- Logout
- My Homepage
- Contact Us

Reports

- Saved Reports
- Build a Report
- Diagnostics
- Payment Detail

Administration

- Terminals
- Users
- Report Register
- Regions
- Preferences

Setup

- Activate Device
- New Bank Acct

Amount By Region By Make/Model By Transaction Type

Beginning Date Range: Sunday, 1/06/2008

Ending Date Range: Saturday, 1/12/2008

Transaction Type: All

Terminal(s): 18 of 448

Run Date: 1/12/2008 02:41:02 PM

[Save This Report](#)

[Download Data](#)

[Change Dates](#)

[Change Terminals](#)

* - Contains unsettled transactions

Region: San Francisco Intl Airport [View Details](#)

Make/Model	Device	Asset Nbr	Terminal	Cash Amount	Credit Amount	Total Amount
Coke/Maytag (DN5000)	E4072981	594	E4072981	\$743.50	\$209.50	\$953.00
Coke/Maytag (DN5000)	E4073035	590	E4081977		\$131.50	\$131.50
Coke/Maytag (DN5000)	E4073358	591	E4073358	\$552.00	\$212.00	\$764.00
Coke/Maytag (DN5000)	E4073518	4823	E4073518	\$681.00	\$384.00	\$1,065.00
Coke/Maytag (DN5000)	E4073528	595	E4083030	\$80.00	\$55.00	\$135.00
Coke/Maytag (DN5000)	E4073689	598	E4073689	\$363.50	\$101.00	\$464.50
National (157)	E4072939	7523	E4083031		\$2.00	\$2.00
National (157)	E4072978	8683	E4073509	\$501.50	\$39.00	\$540.50
National (157)	E4073427	9674	E4081991		\$6.00	\$6.00
National (157)	E4073507	5422	E4073507	\$351.54	\$37.75	\$389.29
National (157)	E4073688	1754	E4073688		\$13.75	\$13.75
National (167 Snack)	E4073002	4437	E4073002	\$104.00	\$4.25	\$108.25
Snack (N157)	E4073508	5738	E4073508	\$495.50	\$71.75	\$567.25
Totals:				\$3,872.54	\$1,267.50	\$5,140.04

Summary:	Amount
Cash Total:	\$3,872.54
Credit Total:	\$1,267.50
Grand Total:	\$5,140.04

24/7 Customer Service



Cardmember Statement Page 2 of 3

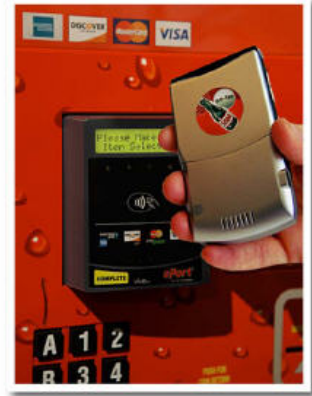
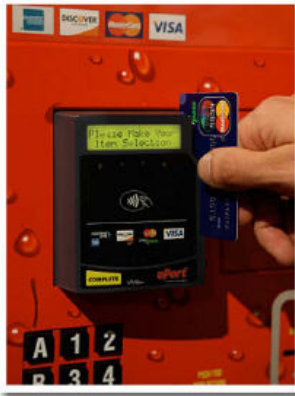
ALL OTHER TRANSACTIONS

Transaction Date	Post Date	Electronic Payment	Description	Debit	Credit	OVER
02/05	02/05	2440241E18209WMD	ATLANTA BREAD COMPANY FRAZER PA	\$4.57		
02/07	02/07	2440242EAC018WHP7	JET ROCK BAR & GRILL 922 PHILADELPHIA PA	\$20.00		
02/07	02/07	2421442E02140BDA	WESTERNBOOK MORGANTOWN OH OH	\$75.00		
02/07	02/07	2430332E4A4H1YGT	ADVANCED VETERINARY HOSPITAL DAY FL	\$150.70		
02/07	02/07	2430338E02020PFA	GARAGE FORDA PUB HUDSON FL	\$30.30		
02/07	02/07	2439902E448V3523	WALGREEN 0204008 HUDSON FL	\$43.07		
02/07	02/07	2440240E01803H13	FARMWAY LIQUORS HUDSON FL	\$115.11		
02/07	02/07	2444002E01803H13	PUBLIC KEEF SA HUDSON FL	\$36.16		
02/07	02/07	2444002E01803H13	LOWE'S #1802 SPRING HILL FL	\$21.05		
02/07	02/07	2444002E01803H13	HUDSON 0100 HUDSON FL	\$27.55		
02/07	02/07	2444002E01803H13	EXXONMOBILE SERVICE 0204 800-848-8900 VA	\$24.02		
02/07	02/07	2444002E01803H13	CRUISE SHACK FORT RICHEY FL	\$27.55		
02/07	02/07	2444002E01803H13	STAPLES #111 FORT RICHEY FL	\$45.51		
02/07	02/07	2444002E01803H13	VEND AT PEP CO LA 188-561744 PA	\$1.21		
02/07	02/07	2444002E01803H13	ATLANTA BREAD COMPANY FRAZER PA	\$9.61		
02/07	02/07	2444002E01803H13	DOCKERS DRUGS #01803H13 FL	\$20.87		
02/07	02/07	2444002E01803H13	WYNN DRIVE 0710 881 HUDSON FL	\$52.64		
02/07	02/07	2444002E01803H13	DAYNET PVT OLA MED HUDSON FL	\$21.54		
02/07	02/07	2444002E01803H13	CLEMENS MARKET FRAZER PA	\$1.65		
02/07	02/07	2444002E01803H13	ATLANTA BREAD COMPANY FRAZER PA	\$1.65		
02/07	02/07	2444002E01803H13	PAYMENT-THANK YOU		\$4,700.00	
02/07	02/07	2444002E01803H13	ATLANTA BREAD COMPANY FRAZER PA	\$1.65		
02/07	02/07	2444002E01803H13	US AIRWAYS 0076903-189 MILTON FL	\$202.70		
02/07	02/07	2444002E01803H13	BOSTON BOSTON			
02/07	02/07	2444002E01803H13	PO MAGIC SOFTWARE 800-279-0079 WA	\$30.00		
02/07	02/07	2444002E01803H13	BLISS JARD PA	\$150.00		
02/07	02/07	2444002E01803H13	FARMACEUTICALS OF PHILADELPHIA PA	\$300.00		
02/07	02/07	2444002E01803H13	DEFINITE HAWK CHOCOLATES KING OF PHILADELPHIA PA	\$20.13		
02/07	02/07	2444002E01803H13	LEONARDO'S #01803H13 PHILADELPHIA PA	\$20.19		
02/07	02/07	2444002E01803H13	BOSTON MANHATTAN PHILADELPHIA PA	\$59.19		
02/07	02/07	2444002E01803H13	RED BATHA BEYOND #01803H13 PHILADELPHIA PA	\$106.39		
02/07	02/07	2444002E01803H13	MULTICA OF PHILADELPHIA PHILADELPHIA PA	\$20.19		
02/07	02/07	2444002E01803H13	BURLINGTON 0000000000 PHILADELPHIA PA	\$45.86		
02/07	02/07	2444002E01803H13	MALDEN 0000000000 PHILADELPHIA PA	\$51.94		
02/07	02/07	2444002E01803H13	ACHIEVE MATHS 0762011 PAOLI PA	\$112.34		
02/07	02/07	2444002E01803H13	EXXONMOBILE 07101818 MALVERN PA	\$17.43		
02/07	02/07	2444002E01803H13	INTER-ENHANCED PHILADELPHIA PA	\$19.12		
02/07	02/07	2444002E01803H13	ATLANTA BREAD COMPANY FRAZER PA	\$8.84		
02/07	02/07	2444002E01803H13	OUTBACK #9911 FRAZER PA	\$51.00		
02/07	02/07	2444002E01803H13	CHOWHUTS 0762011 PAOLI PA	\$205.69		
02/07	02/07	2444002E01803H13	GB FOUND STERLING			

Cashless Transactions



Takes all forms of cashless





New ePort G8

- Wireless, cashless transaction system
- Compatible with many more unattended point-of-sale appliances
- 65% smaller than G7 making it easier to install
- Compatible with pre-pay and GoTag program available through First Data
- Combines traditional mag-stripe and RF payment capabilities
- Lower cost





New ePort EDGE™



- Wireless, cashless transaction system
- Fully integrated one-piece design
- Compatible with pre-pay program available through First Data
- Faster transaction processing due to a more powerful processor
- Easier installation - 5 minutes
- Lower cost - designed to accelerate adoption

\$199

New ePort SDK



The SDK enables kiosks, toll booths, gaming units, venders, photo booths and other devices to accept cashless payment.



- End-to-end encryption
- Compatible with any Windows or Unix platform parent applications
- PCI DSS compliant.
- Alternative to traditional Point-Of-Sale (POS) devices.

New eSuds Credit



Multi-family Housing

- eSuds Credit on all washers and dryers
- eSuds credit differentiates MFH complex and Coinmach from competition
- Increase in resident satisfaction due to laundry service
- Reduced downtime via machine health alerts



Global Customers



Unattended Kiosks



Sony PictureStation



Fantasy Photobooth



Merit Megatouch



AIR-serv



600 Billion in transaction volume 2008.

1.7 Trillion transactions will pass through kiosks by 2012.

– IHL Group, June 19, 2008

Key Customers



- ePort is driving increased sales
- Provides consumers with speed and convenience
- Driving process efficiencies via on-line reporting for sales and accounting
- Alerts increase operational efficiencies and sales



Key Customers



- Installing ePort SDK on new countertop touch screen gaming systems
- Cashless capability driving increased "plays"
- Provides transaction and participation activity reports



Key Customers



AIR-serv®

- Cashless and remote management capability
"point of difference" for AIR-serv
- Speed and convenience in an "on-the-go" market
- Provides sales accountability
- Health alerts reducing downtime



Key Customers



Market opportunity: \$4 billion office coffee market
1 million office coffee placements*

*"Automatic Merchandiser" magazine



Product Overview

ENERGYMISERS®

VendingMiser® CoolerMiser™ SnackMiser™
PlugMiser™ VM2iQ® CM2iQ®



Customer Economics

- Less than 1 year payback
- Saves 40% of electric bill per unit
- Average electric bill/unit ~ \$300 per year
- Average sales price of \$90.00
- Initial market is U.S. install base of 4 million refrigerated beverage vending machines

eSuds™ Product Overview



Online availability of washers and dryers

Payments via student ID or PIN

"Cycle Done" notification

- Email
- Cell Phone
- Pager



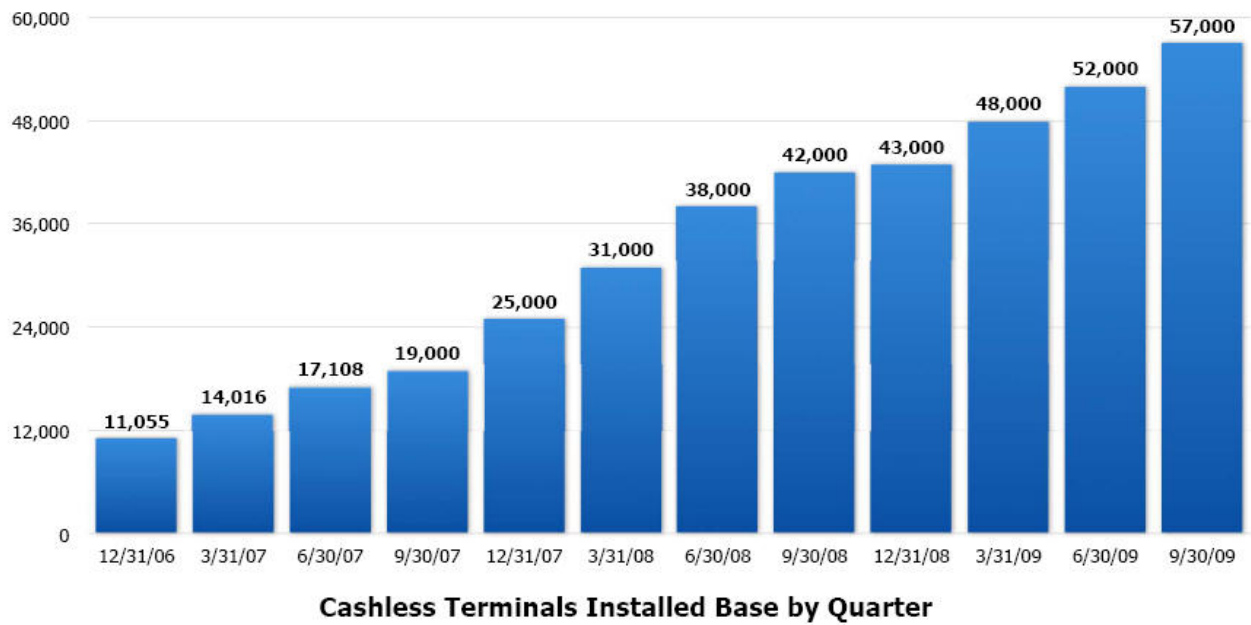
Customer Economics

- Less than 1 year payback
- 15% increase in sales
- Insulate contracts/gain share
- Hardware cost \$200/unit
- \$2.50/month/unit network service contract per washer and dryer

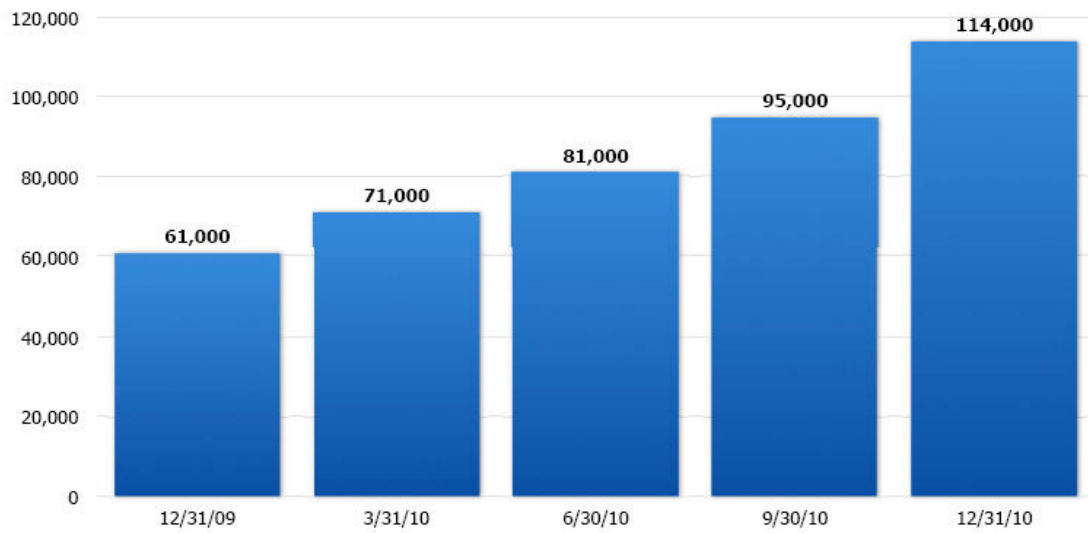
USAT Results to Date



USA Technologies has nearly 600 distinct customers (e.g. bottlers, operators) with 57,000 terminals on the ePort Connect Service.



Roadmap to Profitability



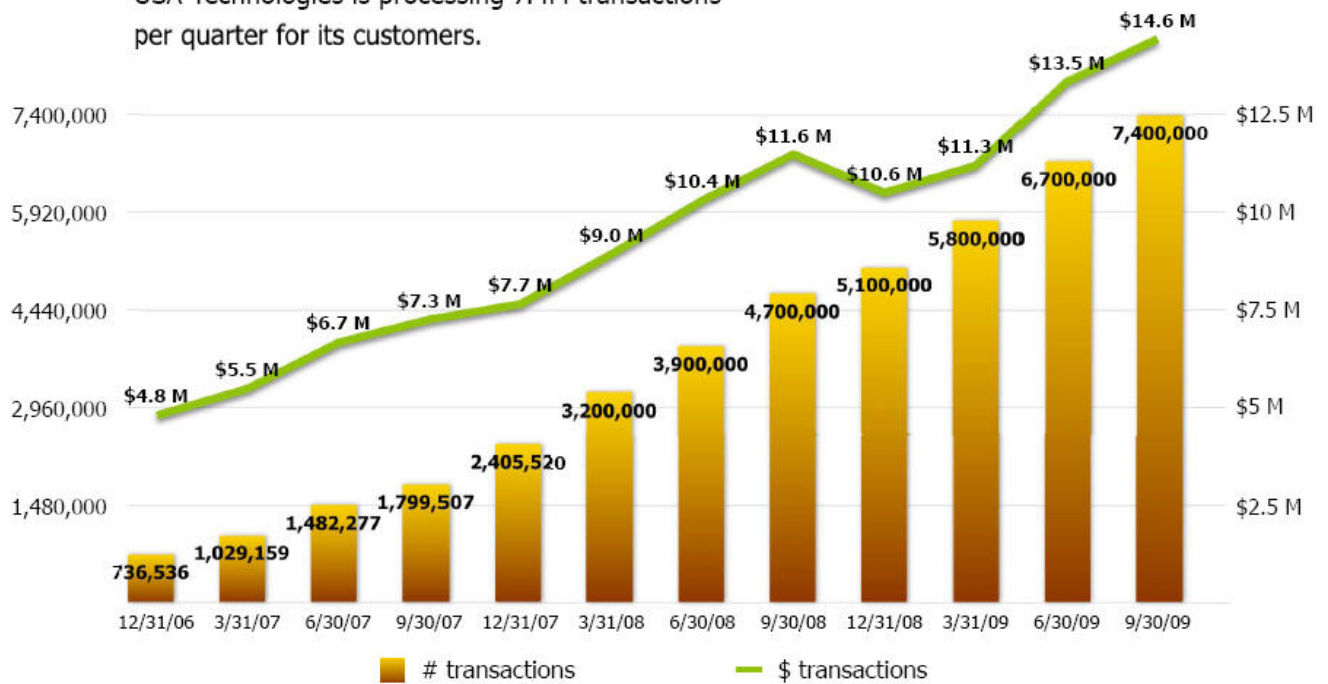
Projected Cashless Terminals Installed Base by Quarter

Positive Net Income Projected by December 31, 2010

USAT Results to Date



USA Technologies is processing 7.4M transactions per quarter for its customers.



Transaction Volume by Quarter

USAT Results



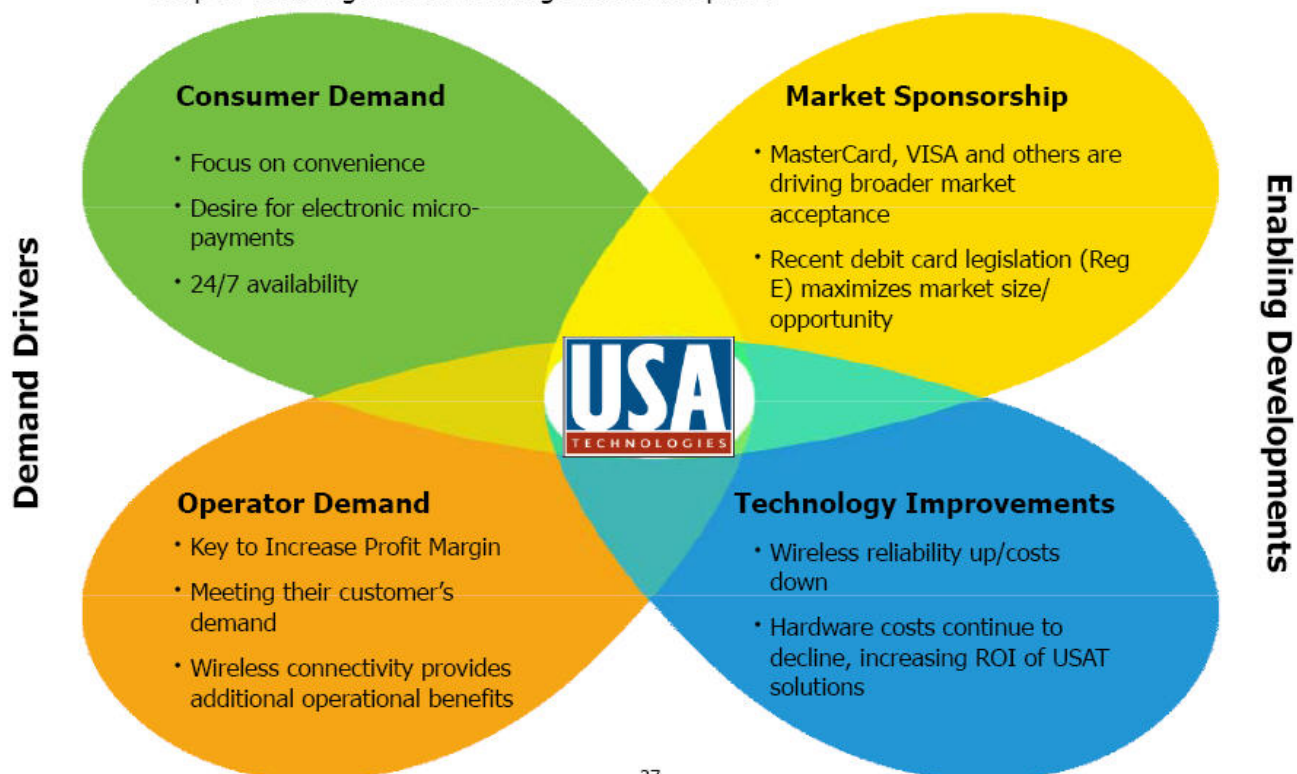
Nilson Report named USAT as #6 in U.S. for Point of Sale Terminal shipments.

POS Terminal Shipments 2008 - US		
Rank	Manufacturer	Units
1	VeriFone*	1,240,000
2	Ingenico	590,000
3	Hypercom*	460,000
4	First Data/LinkPoint	85,000
5	Wav Systems	16,400
6	USA Technologies	12,611
7	ExaDigm	10,550
8	Gemalto	6,000
9	Castles Technology	4,500
10	Hangzhou Sunyard	3,400
11	Bluebird Soft	3,237
12	LinkFlex	1,500
13	Blue Bamboo	1,500
14	M.POS	950
15	Mobitron	500
16	Bitel	300
17	New POS Technology	300
18	Iris Corporation	250
19	SZZT Electronics	156
20	MaxID	4
Some prior year figures have been restated.		
*Estimate © 2009 The Nilson Report		

©2009 The Nilson Report

Key Industry Trends

USAT believes that the confluence of several compelling drivers will help to drive significant vending market adoption.



Key Industry Trends

Consumer Drivers

- Generation Plastic (or Generation "P") represents a paradigm shift in how we buy
- 60% of 18-25 year olds use their Credit or Debit card for "everyday purchases"
- 80% of them cite "convenience" as the primary reason
- 70% of 18-25 year olds routinely use their payment cards for purchases under \$2.00
- College students nationwide have \$172 billion in spending power



Source: Harris Interactive

Key Industry Trends



The customers in our target markets are striving to...

- Decrease labor costs
- Increase operating efficiencies
- Increase profit margins
- Offset rising costs
- Make their product or service available to larger customer base
- Explore new sales channels without adding operational expenses
- Maximize returns (ROI) on capital investments
- Differentiate themselves from competition

Strategic Partnerships



at&t





Experienced Management Team

George R. Jensen, Jr., Chairman and Chief Executive Officer

Mr. Jensen has been the Chief Executive Officer and Director of USA Technologies since January 1992. He is the founder, and was Chairman, Director, and Chief Executive Officer of American Film Technologies, Inc. ("AFT") from 1985 until 1992. AFT was in the business of creating color imaged versions of black-and-white films. From 1979 to 1985, Mr. Jensen was Chief Executive Officer and President of International Film Productions, Inc. He served as Executive Producer of the twelve-hour miniseries, "A.D.", a \$35 million dollar production filmed in Tunisia. Procter and Gamble, Inc., the primary source of funds, co-produced and sponsored the epic, which aired in March 1985 for five consecutive nights on the NBC network. Mr. Jensen was also the Executive Producer for the 1983 special for public television, "A Tribute to Princess Grace." From 1971 to 1978, Mr. Jensen was a securities broker, primarily for the firm of Smith Barney, Harris Upham. He was chosen 1989 Entrepreneur of the Year in the high technology category for the Philadelphia, Pennsylvania area by Ernst & Young LLP and Inc. Magazine. Mr. Jensen received his Bachelor of Science Degree from the University of Tennessee and is a graduate of the Advanced Management Program at the Wharton School of the University of Pennsylvania.

Stephen P. Herbert, President and Chief Operating Officer

Mr. Herbert was elected a Director of USA Technologies in April 1996. He joined USA Technologies on May 6, 1996. Prior to joining USA Technologies he had been employed by Pepsi-Cola, the beverage division of PepsiCo, Inc. since 1986. From 1994 to April 1996, he was a Manager of Market Strategy. In that position, he was responsible for directing development of market strategy for the vending channel and subsequently the supermarket channel for Pepsi-Cola in North America. Prior to that, Mr. Herbert held various sales and management positions with the Pepsi-Cola Company. He graduated with a Bachelor of Science degree from Louisiana State University.

David M. DeMedio, Chief Financial Officer

Mr. DeMedio joined USA Technologies in March 1999. Prior to being named Chief Financial Officer in April 2005, Mr. DeMedio served as Controller and Director of Network and Financial Services at USA. From 1996 to March 1999, Mr. DeMedio had been employed by Elko, Fischer, Cunnane and Associates, LLC as a supervisor in its accounting and auditing and consulting practice. Prior thereto, Mr. DeMedio held various accounting positions with Intelligent Electronics, Inc., a multi-billion reseller of computer hardware and configuration services. Mr. DeMedio received his Bachelor of Science in Business Administration from Shippensburg University and is a Certified Public Accountant.



Committed and Engaged Board

George R. Jensen, Jr., Chairman of the Board and Chief Executive Officer

Mr. Jensen has been the Chief Executive Officer and Director of USA Technologies since January 1992. He is the founder, and was Chairman, Director, and Chief Executive Officer of American Film Technologies, Inc. ("AFT") from 1985 until 1992. AFT was in the business of creating color imaged versions of black-and-white films. From 1979 to 1985, Mr. Jensen was Chief Executive Officer and President of International Film Productions, Inc. From 1971 to 1978, Mr. Jensen was a securities broker, primarily for the firm of Smith Barney, Harris Upham. He was chosen 1989 Entrepreneur of the Year in the high technology category for the Philadelphia, Pennsylvania area by Ernst & Young LLP and Inc. Magazine. Mr. Jensen received his Bachelor of Science Degree from the University of Tennessee and is a graduate of the Advanced Management Program at the Wharton School of the University of Pennsylvania.

Stephen P. Herbert, President and Chief Operating Officer

Mr. Herbert was elected a Director of USA Technologies in April 1996, and joined USA Technologies on a full-time basis on May 6, 1996. Prior to joining USA Technologies and since 1986, Mr. Herbert had been employed by Pepsi-Cola, the beverage division of PepsiCo, Inc. From 1994 to April 1996, he was a Manager of Market Strategy. In that position he was responsible for directing development of market strategy for the vending channel and subsequently the supermarket channel for Pepsi-Cola in North America. Prior to that, Mr. Herbert held various sales and management positions with the Pepsi-Cola Company. Mr. Herbert graduated with a Bachelor of Science degree from Louisiana State University.

William L. VanAlen, Jr., Director

Mr. VanAlen joined the Board of Directors in May 1993. He is President of Cornerstone Entertainment, Inc., an organization engaged in the production of feature films, of which he was a founder in 1985. Since 1996, Mr. VanAlen has been President and a Director of The Noah Fund, a publicly traded mutual fund. Prior to 1985, Mr. VanAlen practiced law in Pennsylvania for twenty-two years. He received his undergraduate degree in Economics from the University of Pennsylvania and his law degree from Villanova Law School.

Steven Katz, Director

Mr. Katz joined the Board of Directors in May 1999. He is President of Steven Katz & Associates, Inc., a management consulting firm specializing in strategic planning and corporate development for technology and service-based companies in the health care, environmental, telecommunications and Internet markets. Mr. Katz's prior experience includes management positions with Price Waterhouse & Co., Revlon, Inc., National Patent Development Corporation (NPDC) and two years as a Vice President and General Manager of a non-banking division of Citicorp, N.A.



Committed and Engaged Board

Douglas M. Lurio, Director

Mr. Lurio joined the Board of Directors in June 1999. He is President of Lurio & Associates, P.C., attorneys-at-law, which he founded in 1991. He specializes in the practice of corporate and securities law. Previously he was a partner with Dilworth, Paxson LLP. Mr. Lurio received a Bachelor of Arts Degree in Government from Franklin & Marshall College, a Juris Doctor Degree from Villanova Law School, and a Masters in Law (Taxation) from Temple Law School.

Joel Brooks, Director

Joel Brooks joined the Board of Directors of the Company in March 2007. Since December 2000, he has served as the Chief Financial Officer and Treasurer of Senesco Technologies, Inc., a biotechnology company whose shares are traded on the American Stock Exchange. From September 1998 until November 2000, Mr. Brooks was the Chief Financial Officer of Blades Board and Skate, LLC, a retail establishment specializing in the action sports industry. Mr. Brooks received his Bachelor of Science degree in Commerce with a major in Accounting from Rider University.

Steven D. Barnhart, Director

Steven D. Barnhart joined the Board of Directors in October 2009. Mr. Barnhart was Chief Executive Officer and President of Orbitz Worldwide from 2007 to January 2009, after holding other executive positions since 2003, when he joined the company. Prior to Orbitz Worldwide, he worked for PepsiCo and the Pepsi Bottling Group from 1990 to 2003, where he was Finance Director for the Southeast Business Unit of the Pepsi Bottling Group, and also held other regional and strategic positions for PepsiCo and Frito-Lay. Mr. Barnhart received a Bachelor of Science degree in Economics in 1984 from the University of Chicago and a Masters in Business Administration in 1988 from the University of Chicago.

Jack E. Price, Director

Jack E. Price joined the Board of Directors in October 2000. Mr. Price was President and Chief Executive Officer of NovaRay Medical Inc. from 2007 to March 2009. Prior to that, he was President and Chief Executive Officer of VSM MedTech Ltd. from 2003 to 2006, and was President and Division Chief Executive Officer of Philips Medical Systems, North America from 1996 to 2003, having joined Philips Medical Systems in 1993 as Vice President and General Manager. He was also with General Electric Medical Systems from 1988 to 1993, where he held Vice President and General Manager positions. Mr. Price received his undergraduate degree from the University of Oregon. Mr. Price is also a Director of Health Systems Solutions, Inc.

Financial Snapshot

(as of 9/30/2009)



NASDAQ: USAT

Industry: Business Services/Technology

Operations based in: Malvern, PA

Shares Outstanding: 22.7 million

Fully-Diluted Shares Outstanding: 33.5 million

52-Week Range: \$.90 - \$4.20 per share

Average Daily Trading Volume: 46,000 shares

Insider Ownership: 2%

Institutional Ownership: 33%

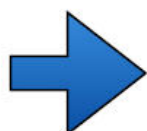
Fiscal Year End: June 30

No. of Employees: 43



Our Company is Exceptionally Well Positioned for a Bright Future

- Vastly expanded market with limited competition
- World class products and services to address market needs
- Getting results for partners and customers
- Rising revenues, margins and reduced SG&A
- 71 patents issued to protect the Company's IP
- Diversified product line, customer base and revenue streams
- A dedicated and talented team on a mission



All leading to a highly profitable, world class company



USA Technologies Inc. (NASDAQ: USAT)
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gjensen@usatech.com

Stephen P. Herbert
President and COO
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Important Additional Information

USA Technologies, Inc. (“USAT” or the “Company”) filed a definitive proxy statement with the Securities and Exchange Commission (the “SEC”) on October 27, 2009 in connection with the Annual Meeting of Shareholders to be held on December 15, 2009, and mailed the definitive proxy statement and a WHITE proxy card to shareholders, as well as additional soliciting materials and a proxy statement supplement dated December 2, 2009. USAT and its directors and executive officers may be deemed to be participants in the solicitation of proxies in connection with such meeting. The Company’s shareholders are strongly advised to read USAT’s proxy statement and supplement as these documents contain important information. Shareholders may obtain an additional copy of USAT’s definitive proxy statement and supplement as well as any other documents filed by the Company with the SEC for free at the SEC’s website at <http://www.sec.gov>. Copies of the definitive proxy statement and supplement are available for free at [http://www.amstock.com/Proxy Services/ViewMaterial.asp?Co Number=14591](http://www.amstock.com/Proxy%20Services/ViewMaterial.asp?Co%20Number=14591). In addition, copies of the Company’s proxy materials may be requested at no charge by contacting MacKenzie Partners, Inc. at 1-800-322-2885 or via email at USAT@mackenziepartners.com. Detailed information regarding the names, affiliations and interests of individuals who are participants in the solicitation of proxies of USAT’s shareholders is available in USAT’s definitive proxy statement filed with SEC on October 27, 2009 and in USAT’s supplement to proxy statement filed with the SEC on December 2, 2009.
