



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

*(b) Departure of Principal Accounting Officer*

On February 3, 2023, Ankit Varia, the Company's Chief Accounting Officer and Principal Accounting Officer, announced his resignation from his role at Cantaloupe, Inc. (the "Company") and its subsidiaries, effective February 10, 2023, in order to pursue other opportunities. Scott Stewart, the Company's Chief Financial Officer, will perform the functions of the Company's Principal Accounting Officer from the date of Mr. Varia's resignation until a successor is appointed. Mr. Stewart will continue to serve as the Company's Chief Financial Officer.

Information regarding Mr. Stewart's age, background, and experience is incorporated by reference to the Company's Definitive Proxy Statement filed on October 28, 2022. Mr. Stewart will not receive any additional compensation for performing the functions of Principal Accounting Officer, and no changes have been made to any plans or arrangements in which Mr. Stewart participates as a result of this appointment. There are no family relationships between Mr. Stewart and any director or executive officer. Additionally, there have been no transactions involving Mr. Stewart that would require disclosure under Item 404(a) of Regulation S-K.

**Item 9.01 Financial Statements and Exhibits**

<b>Exhibit Number</b>	<b>Ex. Description</b>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**SIGNATURE**

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.

**Cantaloupe, Inc.**

Date: February 9, 2023

By: /s/ Anna Novoseletsky  
Anna Novoseletsky  
Chief Legal & Compliance Officer and General Counsel