FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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>Barnhart Steven</u>							2. Issuer Name and Ticker or Trading Symbol USA TECHNOLOGIES INC [ USAT ]									p of Reportin blicable) ctor	g Person(s) to Issuer 10% Owner		
(Last) 1 W. ON	ast) (First) (Middle) W. ONWENTSIA ROAD						3. Date of Earliest Transaction (Month/Day/Year) 04/02/2014									er (give title w)		Other (specify below)	
(Street) LAKE FOREST IL 60045 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									Forn Forn	al or Joint/Group Filing (Check Applicable form filed by One Reporting Person form filed by More than One Reporting Person			
		Tabl	e I - Nor	n-Deriv	ative	Sec	curitie	s Ac	quired,	Dis	posed o	f, or E	3ene	ficially	Owne	ed			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Execution Dat			Transaction   Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)				Secur Benef	icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
						Code	v	Amount	(A) (D)	or	Price	Trans	action(s) 3 and 4)			(msu. 4)			
Common	Stock	/2014	2014		A <sup>(1)</sup>		8,454		A :	\$2.07 <sup>(1)</sup>	2	31,903	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. Deeme Execution if any (Month/Da	Date, Transac Code (Ir					6. Date E Expiratio (Month/E	n Dat	е	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Dei Sec (Ins	Price of ivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	(D) rect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amor or Numl of Share	per					

## Explanation of Responses:

1. Represents shares of common stock issued by the Company to Mr. Barnhart for director fees attributable to the quarter ended March 31, 2014.

## Remarks:

Steven D. Barnhart

04/03/2014

\*\* 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.