FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person* MOSCHNER ALBIN F						2. Issuer Name and Ticker or Trading Symbol USA TECHNOLOGIES INC [USAT]											all appl Direct	icable) or	•	rson(s) to Iss 10% O	wner	
(Last) (First) (Middle) 1400 GULF SHORE BLVD. N UNIT 206						3. Date of Earliest Transaction (Month/Day/Year) 10/16/2019											Officer (give title X Other (special below) Former Director					
(Street) NAPLES FL 34102 (City) (State) (Zip)					- 4. II	4. If Amendment, Date of Original Filed (Month/Day/Year)											Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tab	le I - No	n-Deri	vativ	e Se	ecuriti	es A	cqı	uired,	Dis	posed	of, o	r Bei	nefic	ially	Owne	d				
Date					Transaction te onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Ĺ	3. Transac Code (II 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4				4 and 5) Securit		ies cially Following	For (D)	ownership m: Direct or Indirect Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Code	v	Amount		(A) or (D)	Pri	rico Transa		ction(s) 3 and 4)			(э 4)	
Common Stock 10/16/					6/2019	2019			A		13,216(1)		A		\$ <mark>0</mark>	366,482 ⁽²⁾			D			
Common Stock																	20,000			I	By Moschner Family LLC	
		T	able II - I									sed of onverti					wned					
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,	Code (Inst					Date Exe piration onth/Day	Date	of S Und Der		7. Title and Amoun of Securities Underlying Derivative Security (Instr. 3 and 4)		De Se	Price of rivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Da:	ite ercisable		xpiration ate	Title		Amour or Numbe of Shares	r						
Series A Convertible Preferred	(3)									(3)		(3)	Comr		795			4,000		D		

Explanation of Responses:

- 1. The shares were to vest as follows: 6,608 shares on 10/16/19 and 6,608 shares on 10/16/20. On November 22, 2019, the vesting schedule was revised so that all of the shares vest on 11/8/19.
- 2. Pursuant to a Form 4 filed on July 5, 2018, Mr. Moschner reported that an award to him of 6,677 shares of common stock dated 7/2/18 was to vest ratably over a period of twenty-four (24) months, starting 8/1/18. On November 22, 2019, the vesting schedule for such shares was revised so that all of the shares that had not vested as of 11/8/19, would vest as of such date.
- 3. As of June 30, 2018, each share of series A convertible preferred stock was convertible into 0.1988 of a share of common stock at the option of the holder and is subject to further adjustment as provided in the Articles of Incorporation. The shares do not have an expiration date.

<u>/s/ Albin F. Moschner</u>

** Signature of Reporting Person Date

11/22/2019

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.

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