USA TECHNOLOGIES INC Form 8-K May 02, 2012

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 2, 2012

USA TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Pennsylvania 001-33365 23-2679963

(State or other jurisdiction of incorporation or organization) (Commission File Number)

(I.R.S. Employer Identification No.)

100 Deerfield Lane, Suite 140
Malvern, Pennsylvania 19355
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: 610-989-0340

n/a

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- r Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- x Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01. Other Events

Attached hereto as Exhibit 99.1 are excerpts from the Company's earnings call of May 2, 2012.

Item 9.01. Financial Statements and Exhibits

ExhibitExcerpts from the Company's earnings call of May 2, 2012 99.1

SIGNATURES

Pursuant to the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

USA TECHNOLOGIES, INC.

Dated: May 2, 2012 By: /s/ Stephen P. Herbert

Stephen P. Herbert,

Chairman and Chief Executive

Officer

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Index to Exhibits

Exhibit Description of Exhibit

No.

99.1 Excerpts from the Company's earnings call of May 2, 2012