## Edgar Filing: USA TECHNOLOGIES INC - Form 4

USA TECHNO Form 4 July 16, 2007	DLOGIES INC	C									
FORM	Л								OMB AF	PROVAL	
-	UNITED	STATES		TIES AN ington, D			GE C	OMMISSION	OMB Number:	3235-0287	
Check this				0 /					Expires:	January 31, 2005	
Subject to				GES IN BENEFICIAL OWN SECURITIES				ERSHIP OF	Estimated average burden hours per response		
Form 5 obligations may continu <i>See</i> Instruct 1(b).	ue. Section 17	(a) of the l		ity Holdir	ng Compa	any A	ct of	Act of 1934, 1935 or Sectior 0	1		
(Print or Type Res	sponses)										
		Symbol				5. Relationship of Reporting Person(s) to Issuer					
			USA TEC [USAT]	USA TECHNOLOGIES INC [USAT]				(Check all applicable)			
(Last)			3. Date of Earliest Transaction (Month/Day/Year)				X Director 10% Owner X Officer (give title Other (specify below) below) Chief Executive Officer				
517 LEGION RD			07/13/2007								
				Amendment, Date Original Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
WEST CHES	TER, PA 1938	32						Person	ore than One Re	porting	
(City)	(State)	(Zip)	Table 1	I - Non-Der	ivative Sec	curitie	s Acqu	iired, Disposed of,	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Execut any	ion Date, if	Date, if Transaction(A) or Disposed of Code (D) y/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)			of	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
COMMON STOCK	07/13/2007			Р	1,000	А	\$ 9.7	68,290	D		
COMMON STOCK	07/13/2007			J <u>(1)</u>	20,634	А	\$0	88,924	D		
COMMON STOCK	07/13/2007			J <u>(1)</u>	20,634	D	\$ 0	39,366	I	BY TRUST	
COMMON STOCK								2,000	I	BY SPOUSE	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### 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)	4. Transacti Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Am Underlying Sec (Instr. 3 and 4)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
NON-QUALIFIED STOCK OPTION	\$ 7.5				(3)	(3)	COMMON STOCK	75,0

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JENSEN GEORGE R JR 517 LEGION RD WEST CHESTER, PA 19382	Х		Chief Executive Officer			
Signatures						
CEODCE D						

GEORGE R.	
JENSEN, JR	07/16/2007
<b><u>**</u>Signature of Reporting</b>	Date

#### Person

# **Explanation of Responses:**

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). \*\*

- Represents shares distributed to Mr. Jensen from the George R. Jensen, Jr. Grantor Retained Unitrust dated July 16, 2003 pursuant to the (1) terms thereof. The distribution represents an exempt transaction that is soley a change in the form of ownership of the shares, and not an acquistion or sale of any shares for value.
- (2) Right to Buy
- (3) The options may be exercised at any time within 5 years of vesting

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

### **Reporting Owners**

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