

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2021 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2021 or fiscal plan year beginning <u>07/01/2021</u> and ending <u>06/30/2022</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here.	☐

Part II	Basic Plan Information—enter all requested information				
1a Name of plan <u>CANTALOUPE, INC. 401(K) PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>07/01/1997</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>07/01/1997</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>07/01/1997</u>					
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>CANTALOUPE, INC.</u> <u>100 DEERFIELD LANE - SUITE 300</u> <u>MALVERN, PA 19355</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>23-2679963</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>800-633-0340</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>541519</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>23-2679963</u>	2c Plan Sponsor's telephone number <u>800-633-0340</u>	2d Business code (see instructions) <u>541519</u>	
2b Employer Identification Number (EIN) <u>23-2679963</u>					
2c Plan Sponsor's telephone number <u>800-633-0340</u>					
2d Business code (see instructions) <u>541519</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	04/05/2023	ALYSON CONROY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2021)
v. 210624

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name <u>USA TECHNOLOGIES, INC.</u> c Plan Name <u>USA TECHNOLOGIES, INC. 401(K) PLAN</u>	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 247
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year..... a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 192 6a(2) 224 6b 12 6c 46 6d 282 6e 0 6f 282 6g 201 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: <u>2A 2E 2F 2G 2J 2K 2T 3D</u> b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2021 Form M-1 annual report. If the plan was not required to file the 2021 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 07/01/2021 and ending 06/30/2022	
A Name of plan CANTALOUPE, INC. 401(K) PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 CANTALOUPE, INC.	D Employer Identification Number (EIN) 23-2679963

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier
JOHN HANCOCK LIFE INSURANCE COMPANY (U.S.A.) (JOHN HANCOCK USA)

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
01-0233346	65838	56816	201	07/01/2021	06/30/2022

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid 32581	(b) Total amount of fees paid 9890
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3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
WELLS FARGO ADVISORS INS AGENCY LLC ONE NORTH JEFFERSON AVE.
ST. LOUIS, MO 63103

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
32581	0	BROKER COMMISSION	3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
THE MANDMARBLESTONE GROUP, LLC ONE RAYMOND DRIVE
SUITE 7
HAVERTOWN, PA 19083

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
	9890	TPA FEES	5

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4	Current value of plan's interest under this contract in the general account at year end	4	0
5	Current value of plan's interest under this contract in separate accounts at year end.....	5	11367636

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year	7b	0
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c	Additions: (1) Contributions deposited during the year	7c(1)		
	(2) Dividends and credits.....	7c(2)	0	
	(3) Interest credited during the year.....	7c(3)		
	(4) Transferred from separate account.....	7c(4)		
	(5) Other (specify below)	7c(5)		
	▶			

(6) Total additions	7c(6)	0
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d Total of balance and additions (add lines 7b and 7c(6))	7d	0
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e Deductions:			
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)		
(2) Administration charge made by carrier.....	7e(2)		
(3) Transferred to separate account.....	7e(3)		
(4) Other (specify below)	7e(4)		
▶			

(5) Total deductions	7e(5)	0
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	0
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Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3))		9a(4)	0
b Benefit charges (1) Claims paid	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2))		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount. Specify nature of costs.	10b	

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2021
		This Form is Open to Public Inspection.
For calendar plan year 2021 or fiscal plan year beginning 07/01/2021 and ending 06/30/2022		
A Name of plan CANTALOUPE, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 CANTALOUPE, INC.	D Employer Identification Number (EIN) 23-2679963	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

JOHN HANCOCK LIFE INSURANCE CO USA

01-0233346

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15	RECORDKEEPER	2872	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 07/01/2021 and ending 06/30/2022		
A Name of plan CANTALOUPE, INC. 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 CANTALOUPE, INC.	D Employer Identification Number (EIN) 23-2679963	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash.....	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions.....	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	41547	42344
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	12889324	11367636
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	0	0
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	0	0
(15) Other.....	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)	0	0
(2) Employer real property.....	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	12930871	11409980

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness.....	1i	0	0
j Other liabilities.....	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	12930871	11409980
---	-----------	----------	----------

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	691065	
(B) Participants	2a(1)(B)	1644983	
(C) Others (including rollovers).....	2a(1)(C)	250534	
(2) Noncash contributions.....	2a(2)	0	2586582
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans.....	2b(1)(E)	1836	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1836
(2) Dividends: (A) Preferred stock.....	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	0	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		-2138231
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		0
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		450187
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	1890256	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		1890256
f Corrective distributions (see instructions).....	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		4738
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	3300	
(2) Contract administrator fees.....	2i(2)	72784	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other.....	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		76084
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1971078
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		-1520891
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☒ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☐ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: BDO USA, LLP

(2) EIN: 13-5381590

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

	Yes	No	Amount
4a		X	

	Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)			
4b		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)			
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)			
4d		X	
e Was this plan covered by a fidelity bond?	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k		X	
l Has the plan failed to provide any benefit when due under the plan?			
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			
5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☒ No If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.			
5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)			
5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)	
5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.			

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 07/01/2021 and ending 06/30/2022

A Name of plan <u>CANTALOUPE, INC. 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CANTALOUPE, INC.</u>	D Employer Identification Number (EIN) <u>23-2679963</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>01-0233346</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
----------------	---

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2021
v. 201209

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....

14a

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14b

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14c

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year.....

15a

b The corresponding number for the second preceding plan year.....

15b

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year.....

16a

b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....

16b

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

- 20 PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation _____

**Cantaloupe, Inc. 401(k) Plan
(Formerly USAT Technologies, Inc.
401(k) Plan)**

**Financial Statements and
ERISA-Required Supplemental Schedules
As of June 30, 2022 and 2021
and for the Year Ended June 30, 2022**

Cantaloupe, Inc. 401(k) Plan
(Formerly USAT Technologies, Inc. 401(k) Plan)

Financial Statements and ERISA-Required Supplemental Schedules

As of June 30, 2022 and 2021
and for the Year Ended June 30, 2022

Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)
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Independent Auditor's Report

To the Plan Administrator
Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)
Malvern, Pennsylvania

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit

We have performed audits of the financial statements of the Cantaloupe, Inc. 401(k) Plan (formerly USA Technologies, Inc. 401(k) Plan) (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C). The financial statements comprise the statements of net assets available for benefits as of June 30, 2022 and 2021, and the related statement of changes in net assets available for benefits for the year ended June 30, 2022, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the Plan ("investment information") by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency ("qualified institution"), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained a certification from a qualified institution as of June 30, 2022 and 2021, and for the year ended June 30, 2022, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audits and the procedures performed as described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report

- the amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America ("GAAP"); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).



Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or available to be issued.

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for administering the Plan and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the *Scope and Nature of the ERISA Section 103(a)(3)(C) Audit* section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.



In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter – Supplemental Schedules Required by ERISA

The supplemental schedule of delinquent participant contributions for the year ended June 30, 2022 and schedule of assets (held at end of year) as of June 30, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures,



including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, other than the information agreed to or derived from the certified investment information, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, is presented, in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.
- the certified investment information in the supplemental schedule agree to, or is derived from, in all material respects, the information prepared and certified by a qualified institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

BDO USA, LLP

Philadelphia, Pennsylvania
April 17, 2023

Financial Statements

**Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)**

Statements of Net Assets Available for Benefits

<i>June 30,</i>	2022	2021
Assets		
Investments, at fair value		
Pooled separate account	\$ 11,367,636	\$ 12,889,324
Receivables		
Notes receivable from participants	42,344	41,547
Net Assets Available for Benefits	\$ 11,409,980	\$ 12,930,871

See accompanying notes to financial statements.

Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)

Statement of Changes in Net Assets Available for Benefits

Year ended June 30, 2022

Additions

Investment income (loss)	
Interest income	\$ 1,836
Net depreciation of fair value in investments	(2,138,231)

Total Investment Loss	(2,136,395)
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Contributions

Participants	1,644,983
Employer	691,065
Rollovers	250,534

Total Contributions	2,586,582
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Total Additions	450,187
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Deductions

Benefits paid to participants	1,894,994
Administrative expenses	76,084

Total Deductions	1,971,078
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Net Decrease	(1,520,891)
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Net Assets Available for Benefits, beginning of year	12,930,871
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Net Assets Available for Benefits, end of year	\$ 11,409,980
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See accompanying notes to financial statements.

Cantaloupe, Inc. 401(k) Plan (Formerly USA Technologies, Inc. 401(k) Plan)

Notes to Financial Statements

1. Description of Plan

The following description of the Cantaloupe, Inc. 401(k) Plan (formerly USA Technologies, Inc. 401(k) Plan) (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan that was established effective July 1, 1997 covering all eligible employees of USA Technologies, Inc. (the “Plan Sponsor”). Effective April 15, 2021, the Plan Sponsor amended and restated its articles of incorporation to change its name from USA Technologies, Inc. to Cantaloupe, Inc. and effective July 1, 2021, the Plan changed its name to Cantaloupe, Inc. 401(k) Plan.

As of April 16, 2020, there is no service requirement to participate in the Plan and the entry date into the Plan is daily. Prior to April 16, 2020, an employee had to complete six months of credited service to be eligible for the Plan and the entry date into the Plan was the first day of each quarter of the plan year. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

Contributions

Once eligible, participants may enroll in the Plan and change their deferral at any time subject to certain Internal Revenue Code (“IRC”) limitations. Each year, participants may contribute up to 100 percent of their eligible compensation, as defined in the Plan. These deferrals may be made as either pretax or Roth contributions. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). Participants direct the investment of their contributions into various investment options offered by the Plan.

The Plan Sponsor may contribute a discretionary matching contribution or a discretionary profit-sharing contribution to the Plan. The matching or profit-sharing contributions may be established at any level or omitted if so chosen. The Plan Sponsor may also elect to contribute a safe harbor matching contribution for any Plan Year. The safe harbor matching contribution will be equal to 100 percent of the participant’s contribution up to the first three percent of compensation and 50 percent of the next two percent of compensation. During the year ended June 30, 2022, the Plan Sponsor elected to make a safe harbor matching contribution to the Plan. No discretionary matching contribution or profit-sharing contribution was made to the Plan. Contributions are subject to certain Internal Revenue Service (“IRS”) limitations.

Participant Accounts

Each participant’s account is credited with the participant’s contributions and the Plan Sponsor’s contributions (matching, profit sharing and safe harbor matching), as well as allocations of Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account.

**Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)**

Notes to Financial Statements

Vesting and Forfeitures

Participants are vested immediately in their contributions and the Plan Sponsor's safe harbor matching contributions plus actual earnings thereon. A participant is 100 percent vested in the Plan Sponsor's matching and profit-sharing contributions after one year of credited service.

Forfeitures resulting from the non-vested portion of the Plan Sponsor's contributions shall be used to restore account balances, used to pay Plan expenses or used to reduce future Plan Sponsor contributions. There was no forfeiture balance as of June 30, 2022 and 2021.

Notes Receivable from Participants

Participants may borrow from their account a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at prime plus 1 percent at the date of origination. There is no maximum number of loans at any time. Payments (principal and interest) are made through payroll deduction from each regular paycheck over a period of 5 years or less with the exception of loans to purchase a primary residence, which may have a longer term.

Benefits Paid to Participants

On termination of service due to death, disability, retirement, or other reasons, a participant or his or her beneficiary will receive a lump sum payment equal to the value of the participant's vested interest in his or her account. Additionally, if the participant reaches age 59 ½, or under certain circumstances of financial hardship, the participant is allowed to withdraw funds from the Plan.

2. Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan have been prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America ("GAAP") requires management to make estimates and assumptions that affect the reports amounts of assets and liabilities, and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value (see Note 4). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date.

The Plan's investments in pooled separate accounts are valued based on the net asset value ("NAV") of the units held by the Plan at the end of the year. The NAV is determined by John Hancock Life Insurance Company ("John Hancock") and is not publicly quoted. The NAV is primarily based on the quoted market prices of the underlying mutual funds and is adjusted for certain contract charges and fees. The NAV per unit is used as the practical expedient to estimate fair value.

**Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)**

Notes to Financial Statements

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Net depreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred.

Benefits Paid to Participants

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Plan Sponsor. Expenses that are paid by the Plan Sponsor are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in the net depreciation of fair value of investments.

3. Certified Investments

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and ERISA-required supplemental schedule of assets (held at end of year), including investments and notes receivable from participants held at June 30, 2022 and 2021, and net depreciation in fair value of investments and interest income for the year ended June 30, 2022, was obtained by management and agreed to or derived from information certified as complete and accurate by John Hancock, a qualified institution and the Plan's recordkeeper.

4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). The pooled separate accounts are using NAV as the practical expedient to measure fair value; therefore, the fair value hierarchy is not presented (See Note 2).

Cantaloupe, Inc. 401(k) Plan (Formerly USA Technologies, Inc. 401(k) Plan)

Notes to Financial Statements

The following tables set forth, by level within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2022 and 2021:

<i>June 30, 2022</i>	<i>Total</i>
Pooled separate accounts at NAV	\$ 11,367,636

<i>June 30, 2021</i>	<i>Total</i>
Pooled separate accounts at NAV	\$ 12,889,324

*Certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in these tables are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statements of Net Assets Available for Benefits.

Fair Value of Investments that Calculate NAV

The following table summarizes the pooled separate accounts measured at fair value based on NAV per unit as of June 30, 2022 and 2021.

	Fair Value at June 30, 2022	Fair Value at June 30, 2021	Redemption Frequency (if currently eligible)	Redemption Notice Period
Asset allocation	\$ 7,759,095	\$ 7,932,017	Daily+1	Daily
Equity	3,367,429	4,516,174	Daily+1	Daily
Fixed income	241,112	441,133	Daily+1	Daily

There are no unfunded commitments. Participants may redeem their investments daily and all redemptions are settled one day after redemption notice.

5. Tax Status

Effective July 1, 2021, the Plan adopted the MandMarblestone Non-Standardized Pre-Approved Profit Sharing Plan with CODA ("MandMarblestone Plan"), which received an opinion letter from the IRS dated June 30, 2020, stating that the MandMarblestone Plan was designed in accordance with the provisions of the IRC. The Plan has been amended since adopting the MandMarblestone Plan. The Plan Sponsor believes that the Plan is designed and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

Prior to July 1, 2021, the Plan had adopted the MandMarblestone PC Volume Submitter Profit Sharing Plan with CODA ("MandMarblestone PC Plan"), which received an opinion letter from the IRS dated March 31, 2014, stating that the MandMarblestone PC Plan was designed in accordance with the provisions of the IRC.

**Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)**

Notes to Financial Statements

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the federal, state and/or local taxing authorities. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

6. Plan Termination

Although it has not expressed any intent to do so, the Plan Sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants would become 100 percent vested in their accounts.

7. Party-In-Interest Transactions

John Hancock manages certain Plan investments. Therefore, these transactions qualify as party-in-interest transactions. Notes receivable from participants also qualify as party-in-interest transactions.

Fees paid by the Plan for investment management services are included as a reduction of the return earned on each pooled separate account. Fees paid by the Plan for certain record keeping services and administrative services amounted to \$76,084 for the year ended June 30, 2022. Certain employees of the Plan Sponsor who are involved in the administration of the Plan are participants in the Plan. No such employees receive compensation from the Plan.

8. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as, interest rate, credit and market risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near future and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

9. Late Remittances

During the years ended June 30, 2022, 2021 and 2020, participant contributions and loan repayments totaling \$90,612, \$38,929 and \$258,200, respectively, were not remitted by the Plan Sponsor within the appropriate time period as prescribed by the Department of Labor Regulations. These transactions constitute prohibited transactions as defined by ERISA. The Company corrected these transactions during the year ended June 30, 2022.

10. Subsequent Events

The Plan has evaluated subsequent events through April 17, 2023, the date the financial statements were available to be issued.

ERISA-Required Supplemental Schedules

Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)

Schedule H, Line 4(a) - Schedule of Delinquent Participant Contributions
for the Year Ended June 30, 2022

Employer Identification Number 23-2679963 - Plan Number 001

Year	Participant Contributions Transferred Late to the Plan	Total That Constitutes Nonexempt Prohibited Transactions	Totally Fully Corrected Under VFCP and PTE** 2002-51
	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside of VFCP* Contributions Pending Correction in VFCP*
2022	X	\$ -	\$ 90,612
2021	X	-	38,929
2020	X	-	258,200

* Voluntary Fiduciary Correction Program - VFCP (DOL)

**Prohibited Transaction Exemption - PTE (DOL)

Cantaloupe, Inc. 401(k) Plan (Formerly USA Technologies, Inc. 401(k) Plan)

Schedule H, Line 4(i) - Schedule of Assets (Held at Year End) as of June 30, 2022 Employer Identification Number 23-2679963 - Plan Number 001

(a)	(b)	(c)	(d)	(e)
Party-in-interest	Identity of issuer, borrower or similar party	Description of investment, including maturity date, rate of interest, collateral, par or maturity value***	Cost	Current value
*	JH Multimanager 2065 Lifetime	Pooled separate account	**	\$ 3,897
*	JH Multimanager 2060 Lifetime	Pooled separate account	**	71,937
*	JH Multimanager 2055 Lifetime	Pooled separate account	**	129,573
*	JH Multimanager 2050 Lifetime	Pooled separate account	**	158,149
*	JH Multimanager 2045 Lifetime	Pooled separate account	**	353,794
*	JH Multimanager 2040 Lifetime	Pooled separate account	**	52,866
*	JH Multimanager 2035 Lifetime	Pooled separate account	**	101,572
*	JH Multimanager 2030 Lifetime	Pooled separate account	**	2,341
*	JH Multimanager 2025 Lifetime	Pooled separate account	**	8,505
*	JH Multimanager 2020 Lifetime	Pooled separate account	**	4,598
*	JH Multi-Index 2065 Preserv	Pooled separate account	**	25,467
*	JH Multi-Index 2060 Preserv	Pooled separate account	**	245,327
*	JH Multi-Index 2055 Preserv	Pooled separate account	**	246,400
*	JH Multi-Index 2050 Preserv	Pooled separate account	**	198,211
*	JH Multi-Index 2045 Preserv	Pooled separate account	**	1,007,241
*	JH Multi-Index 2040 Preserv	Pooled separate account	**	500,817
*	JH Multi-Index 2035 Preserv	Pooled separate account	**	229,185
*	JH Multi-Index 2030 Preserv	Pooled separate account	**	425,440
*	JH Multi-Index 2025 Preserv	Pooled separate account	**	450,896
*	JH Multi-Index Income Preserv	Pooled separate account	**	81,704
*	JH Multimanager Aggressive LS	Pooled separate account	**	53,245
*	JH Multimanager Growth LS	Pooled separate account	**	2,099,203
*	JH Multimanager Balanced LS	Pooled separate account	**	964,944
*	JH Multimanager Moderate LS	Pooled separate account	**	37
*	JH Multimanager Conserv LS	Pooled separate account	**	343,744
	American Century Heritage	Pooled separate account	**	1,896
	American Funds New World Fund	Pooled separate account	**	126
	American Funds SMALLCAP World	Pooled separate account	**	12,577
	AMG River Road Mid Cap Value	Pooled separate account	**	33
	DFA Emerging Markets Value	Pooled separate account	**	5,118
	DFA International Value	Pooled separate account	**	6,626
	DFA US Targeted Value Fund	Pooled separate account	**	23,036
	Dodge & Cox International St	Pooled separate account	**	5,579
	Franklin Small-Mid Growth	Pooled separate account	**	10,979
	Invesco Developing Markets	Pooled separate account	**	1,426
	Invesco Small Cap Growth	Pooled separate account	**	40,991
*	JH Disciplined Value Intl Fund	Pooled separate account	**	5,282
*	John Hancock Mid Cap Growth	Pooled separate account	**	1,734
	JPMorgan MidCap Value Fund	Pooled separate account	**	28,563
	Mid Cap Index Fund	Pooled separate account	**	212,996
	PIMCO Commodity Real Return	Pooled separate account	**	1,905
	Real Est. Securities Fund	Pooled separate account	**	94,379
	Royce Opportunity	Pooled separate account	**	51
	Science & Technology Fund	Pooled separate account	**	10,622
	Small Cap Index Fund	Pooled separate account	**	64,305
	Small Cap Stock Fund	Pooled separate account	**	49,457
	Small Cap Value Fund	Pooled separate account	**	15,912
	Sprott Gold Equity Fund	Pooled separate account	**	46
	T. Rowe Price Health Sci	Pooled separate account	**	25,803
	T. Rowe Price New Era Fund	Pooled separate account	**	7,860
	T. Rowe Price Sci & Tech	Pooled separate account	**	33,577
	T. Rowe Price Sml Cap Val	Pooled separate account	**	20
	Templeton Foreign Smaller Co	Pooled separate account	**	5,414

Cantaloupe, Inc. 401(k) Plan (Formerly USA Technologies, Inc. 401(k) Plan)

Schedule H, Line 4(i) - Schedule of Assets (Held at Year End) as of June 30, 2022 Employer Identification Number 23-2679963 - Plan Number 001

(a)	BlackRock Large Cap Focus Val	(c)	(d)	(e)
Party-in- interest	Identity of issuer, borrower or similar party	Description of investment, including maturity date, rate of interest, collateral, par or maturity value***	Cost	Current value
	Vanguard Energy Fund	Pooled separate account	**	1,318
	Vanguard Explorer Fund	Pooled separate account	**	76,492
	Vanguard Mid-Cap Growth ETF	Pooled separate account	**	138,851
	Vanguard Mid-Cap Value ETF	Pooled separate account	**	107,191
	Vanguard Small Cap Grow Index	Pooled separate account	**	153,538
	Vanguard Small Cap Value Index	Pooled separate account	**	13,179
	500 Index Fund	Pooled separate account	**	339,309
	Capital World Growth & Income	Pooled separate account	**	4,318
	American Funds EuroPac Growth	Pooled separate account	**	6,673
	American Funds Fundamental Inv	Pooled separate account	**	4,333
	American Funds New Perspective	Pooled separate account	**	124
	AF The Growth Fund of America	Pooled separate account	**	6,347
	Investment Company of America	Pooled separate account	**	11,375
	BlackRock Large Cap Focus Val	Pooled separate account	**	66,553
	Blue Chip Growth Fund	Pooled separate account	**	64,092
	Capital Appreciation Fund	Pooled separate account	**	156,776
	ClearBridge Aggressive Growth	Pooled separate account	**	159
	Dodge & Cox Stock Fund	Pooled separate account	**	6,813
	Equity Income Fund	Pooled separate account	**	19,504
	Fidelity Adv Leveraged Co Stk	Pooled separate account	**	3,060
	Fidelity Adv New Insights	Pooled separate account	**	606
	Fidelity ContraFund	Pooled separate account	**	50,860
	Mutual Global Discovery	Pooled separate account	**	22,014
	Fundamental Large Cap Value	Pooled separate account	**	452
	Intl Equity Index Fund	Pooled separate account	**	29,776
	Invesco EQV Intl Equity Fund	Pooled separate account	**	3,602
	Invesco Global Fund	Pooled separate account	**	3,784
	Invesco Opp Intl Growth Fund	Pooled separate account	**	131
*	John Hancock Disciplined Value	Pooled separate account	**	1,787
*	John Hancock Intl Growth	Pooled separate account	**	12,400
*	John Hancock U.S. Growth Fund	Pooled separate account	**	7,451
	JPMorgan U.S. Equity Fund	Pooled separate account	**	80,594
	MFS Massachusetts Investors	Pooled separate account	**	7,543
	Parnassus Core Equity Fund	Pooled separate account	**	4,588
	T. Rowe Price Equity Inc	Pooled separate account	**	133,950
	Templeton World	Pooled separate account	**	4,706
	Total Stock Market Index Fund	Pooled separate account	**	171,518
	Vanguard Growth Index Fund	Pooled separate account	**	733,280
	Vanguard Value Index Fund	Pooled separate account	**	202,232
	AF American Balanced Fund	Pooled separate account	**	23,361
	AF The Income Fund of America	Pooled separate account	**	151
	MFS Utilities Fund	Pooled separate account	**	11,805
	T. Rowe Price Cap Appreciation	Pooled separate account	**	14,523
	AF US Government Securities	Pooled separate account	**	2,432
	DFA Inflation-Protected Sec	Pooled separate account	**	5,687
	Federated High Yield Bond	Pooled separate account	**	21
	Fidelity Advisor Total Bond	Pooled separate account	**	177
	High Yield Fund	Pooled separate account	**	5,250
	Invesco International Bond	Pooled separate account	**	233
*	John Hancock Bond Fund	Pooled separate account	**	2,472
	PIMCO Real Return	Pooled separate account	**	204
	Total Bond Market Fund	Pooled separate account	**	12,453
*	John Hancock Stable Val	Pooled separate account	**	212,182
*	Participant Loans	Interest rates - 4.25% to 6.50%	-	42,344
Total Investments per the Form 5500				\$ 11,409,980

* Denotes a party-in-interest as defined by ERISA.

** The cost of participant-directed investments is not required to be disclosed.

*** There is no maturity date, rate of interest, collateral, par or maturity value for the investments in the Plan, unless provided.

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2021 This Form is Open to Public Inspection
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Part I Annual Report Identification Information	
For calendar plan year 2021 or fiscal plan year beginning <u>07/01/2021</u> and ending <u>06/30/2022</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here. ☐	
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ☐	

Part II Basic Plan Information—enter all requested information		
1a Name of plan Cantaloupe, Inc. 401(k) Plan	1b	Three-digit plan number (PN) ▶ <u>001</u>
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) Cantaloupe, Inc. 100 Deerfield Lane - Suite 300 Malvern PA 19355	1c	Effective date of plan <u>07/01/1997</u>
	2b	Employer Identification Number (EIN) <u>23-2679963</u>
	2c	Plan Sponsor's telephone number <u>800-633-0340</u>
	2d	Business code (see instructions) <u>541519</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE		4/5/23	Alyson Conroy
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE		Date	Enter name of individual signing as employer or plan sponsor
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE		Date	Enter name of individual signing as DFE
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2021)
v. 201209

Cantaloupe, Inc. 401(k) Plan
(Formerly USA Technologies, Inc. 401(k) Plan)

Schedule H, Line 4(a) - Schedule of Delinquent Participant Contributions
for the Year Ended June 30, 2022

Employer Identification Number 23-2679963 - Plan Number 001

Year	Participant Contributions Transferred Late to the Plan	Total That Constitutes Nonexempt Prohibited Transactions	Totally Fully Corrected Under VFCP and PTE** 2002-51
	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside of VFCP* Contributions Pending Correction in VFCP*
2022	X	\$ -	\$ 90,612
2021	X	-	38,929
2020	X	-	258,200

* Voluntary Fiduciary Correction Program - VFCP (DOL)

**Prohibited Transaction Exemption - PTE (DOL)

Cantaloupe, Inc. 401(k) Plan (Formerly USA Technologies, Inc. 401(k) Plan)

Schedule H, Line 4(i) - Schedule of Assets (Held at Year End) as of June 30, 2022 Employer Identification Number 23-2679963 - Plan Number 001

(a)	(b)	(c)	(d)	(e)
Party-in-interest	Identity of issuer, borrower or similar party	Description of investment, including maturity date, rate of interest, collateral, par or maturity value***	Cost	Current value
*	JH Multimanager 2065 Lifetime	Pooled separate account	**	\$ 3,897
*	JH Multimanager 2060 Lifetime	Pooled separate account	**	71,937
*	JH Multimanager 2055 Lifetime	Pooled separate account	**	129,573
*	JH Multimanager 2050 Lifetime	Pooled separate account	**	158,149
*	JH Multimanager 2045 Lifetime	Pooled separate account	**	353,794
*	JH Multimanager 2040 Lifetime	Pooled separate account	**	52,866
*	JH Multimanager 2035 Lifetime	Pooled separate account	**	101,572
*	JH Multimanager 2030 Lifetime	Pooled separate account	**	2,341
*	JH Multimanager 2025 Lifetime	Pooled separate account	**	8,505
*	JH Multimanager 2020 Lifetime	Pooled separate account	**	4,598
*	JH Multi-Index 2065 Preserv	Pooled separate account	**	25,467
*	JH Multi-Index 2060 Preserv	Pooled separate account	**	245,327
*	JH Multi-Index 2055 Preserv	Pooled separate account	**	246,400
*	JH Multi-Index 2050 Preserv	Pooled separate account	**	198,211
*	JH Multi-Index 2045 Preserv	Pooled separate account	**	1,007,241
*	JH Multi-Index 2040 Preserv	Pooled separate account	**	500,817
*	JH Multi-Index 2035 Preserv	Pooled separate account	**	229,185
*	JH Multi-Index 2030 Preserv	Pooled separate account	**	425,440
*	JH Multi-Index 2025 Preserv	Pooled separate account	**	450,896
*	JH Multi-Index Income Preserv	Pooled separate account	**	81,704
*	JH Multimanager Aggressive LS	Pooled separate account	**	53,245
*	JH Multimanager Growth LS	Pooled separate account	**	2,099,203
*	JH Multimanager Balanced LS	Pooled separate account	**	964,944
*	JH Multimanager Moderate LS	Pooled separate account	**	37
*	JH Multimanager Conserv LS	Pooled separate account	**	343,744
	American Century Heritage	Pooled separate account	**	1,896
	American Funds New World Fund	Pooled separate account	**	126
	American Funds SMALLCAP World	Pooled separate account	**	12,577
	AMG River Road Mid Cap Value	Pooled separate account	**	33
	DFA Emerging Markets Value	Pooled separate account	**	5,118
	DFA International Value	Pooled separate account	**	6,626
	DFA US Targeted Value Fund	Pooled separate account	**	23,036
	Dodge & Cox International St	Pooled separate account	**	5,579
	Franklin Small-Mid Growth	Pooled separate account	**	10,979
	Invesco Developing Markets	Pooled separate account	**	1,426
	Invesco Small Cap Growth	Pooled separate account	**	40,991
*	JH Disciplined Value Intl Fund	Pooled separate account	**	5,282
*	John Hancock Mid Cap Growth	Pooled separate account	**	1,734
	JPMorgan MidCap Value Fund	Pooled separate account	**	28,563
	Mid Cap Index Fund	Pooled separate account	**	212,996
	PIMCO Commodity Real Return	Pooled separate account	**	1,905
	Real Est. Securities Fund	Pooled separate account	**	94,379
	Royce Opportunity	Pooled separate account	**	51
	Science & Technology Fund	Pooled separate account	**	10,622
	Small Cap Index Fund	Pooled separate account	**	64,305
	Small Cap Stock Fund	Pooled separate account	**	49,457
	Small Cap Value Fund	Pooled separate account	**	15,912
	Sprott Gold Equity Fund	Pooled separate account	**	46
	T. Rowe Price Health Sci	Pooled separate account	**	25,803
	T. Rowe Price New Era Fund	Pooled separate account	**	7,860
	T. Rowe Price Sci & Tech	Pooled separate account	**	33,577
	T. Rowe Price Sml Cap Val	Pooled separate account	**	20
	Templeton Foreign Smaller Co	Pooled separate account	**	5,414

Cantaloupe, Inc. 401(k) Plan (Formerly USA Technologies, Inc. 401(k) Plan)

Schedule H, Line 4(i) - Schedule of Assets (Held at Year End) as of June 30, 2022 Employer Identification Number 23-2679963 - Plan Number 001

(a)	BlackRock Large Cap Focus Val	(c)	(d)	(e)
Party-in- interest	Identity of issuer, borrower or similar party	Description of investment, including maturity date, rate of interest, collateral, par or maturity value***	Cost	Current value
	Vanguard Energy Fund	Pooled separate account	**	1,318
	Vanguard Explorer Fund	Pooled separate account	**	76,492
	Vanguard Mid-Cap Growth ETF	Pooled separate account	**	138,851
	Vanguard Mid-Cap Value ETF	Pooled separate account	**	107,191
	Vanguard Small Cap Grow Index	Pooled separate account	**	153,538
	Vanguard Small Cap Value Index	Pooled separate account	**	13,179
	500 Index Fund	Pooled separate account	**	339,309
	Capital World Growth & Income	Pooled separate account	**	4,318
	American Funds EuroPac Growth	Pooled separate account	**	6,673
	American Funds Fundamental Inv	Pooled separate account	**	4,333
	American Funds New Perspective	Pooled separate account	**	124
	AF The Growth Fund of America	Pooled separate account	**	6,347
	Investment Company of America	Pooled separate account	**	11,375
	BlackRock Large Cap Focus Val	Pooled separate account	**	66,553
	Blue Chip Growth Fund	Pooled separate account	**	64,092
	Capital Appreciation Fund	Pooled separate account	**	156,776
	ClearBridge Aggressive Growth	Pooled separate account	**	159
	Dodge & Cox Stock Fund	Pooled separate account	**	6,813
	Equity Income Fund	Pooled separate account	**	19,504
	Fidelity Adv Leveraged Co Stk	Pooled separate account	**	3,060
	Fidelity Adv New Insights	Pooled separate account	**	606
	Fidelity ContraFund	Pooled separate account	**	50,860
	Mutual Global Discovery	Pooled separate account	**	22,014
	Fundamental Large Cap Value	Pooled separate account	**	452
	Intl Equity Index Fund	Pooled separate account	**	29,776
	Invesco EQV Intl Equity Fund	Pooled separate account	**	3,602
	Invesco Global Fund	Pooled separate account	**	3,784
	Invesco Opp Intl Growth Fund	Pooled separate account	**	131
*	John Hancock Disciplined Value	Pooled separate account	**	1,787
*	John Hancock Intl Growth	Pooled separate account	**	12,400
*	John Hancock U.S. Growth Fund	Pooled separate account	**	7,451
	JPMorgan U.S. Equity Fund	Pooled separate account	**	80,594
	MFS Massachusetts Investors	Pooled separate account	**	7,543
	Parnassus Core Equity Fund	Pooled separate account	**	4,588
	T. Rowe Price Equity Inc	Pooled separate account	**	133,950
	Templeton World	Pooled separate account	**	4,706
	Total Stock Market Index Fund	Pooled separate account	**	171,518
	Vanguard Growth Index Fund	Pooled separate account	**	733,280
	Vanguard Value Index Fund	Pooled separate account	**	202,232
	AF American Balanced Fund	Pooled separate account	**	23,361
	AF The Income Fund of America	Pooled separate account	**	151
	MFS Utilities Fund	Pooled separate account	**	11,805
	T. Rowe Price Cap Appreciation	Pooled separate account	**	14,523
	AF US Government Securities	Pooled separate account	**	2,432
	DFA Inflation-Protected Sec	Pooled separate account	**	5,687
	Federated High Yield Bond	Pooled separate account	**	21
	Fidelity Advisor Total Bond	Pooled separate account	**	177
	High Yield Fund	Pooled separate account	**	5,250
	Invesco International Bond	Pooled separate account	**	233
*	John Hancock Bond Fund	Pooled separate account	**	2,472
	PIMCO Real Return	Pooled separate account	**	204
	Total Bond Market Fund	Pooled separate account	**	12,453
*	John Hancock Stable Val	Pooled separate account	**	212,182
*	Participant Loans	Interest rates - 4.25% to 6.50%	-	42,344
Total Investments per the Form 5500				\$ 11,409,980

* Denotes a party-in-interest as defined by ERISA.

** The cost of participant-directed investments is not required to be disclosed.

*** There is no maturity date, rate of interest, collateral, par or maturity value for the investments in the Plan, unless provided.