FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL										
ľ	OMB Number: 3235-0287										
	Estimated average burden										
II	hours per response:	0.5									

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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	ss of Reporting Perso	2. Issuer Name and Ticker or Trading Symbol AvidXchange Holdings, Inc. [AVDX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Drees Daniel	i								Director	10% (Owner			
	75 . 0	(Middle)		2 Pate of Facility of Tanasa disa (Marsh (Pau))							Officer (give title below)	Other below	(specify	
(Last)	(First)	3. Date of Earliest Transaction (Month/Day/Year) 03/06/2023							See Remarks					
C/O AVIDXCH	ANGE HOLDING													
1210 AVIDXCH	IANGE LANE													
		4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line)					
(Street)									X	Form filed by One Reporting Person				
CHARLOTTE	NC	28206									Form filed by More than One Reporting			
(City)	(State)	(Zip)									Person			
(City)	(State)	(ΖΙΡ)												
	Ta	able I - N	on-Deriva	ative	Securities Ac	quire	d, Di	sposed of	, or Be	eneficially	Owned			
Date			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(111301. 4)		
Common Stock			03/06/20	023		M		1,784	A	(1)	129,893	D		
Common Stock			03/06/20	023		M		5,100	A	(1)	134,993	D		
Common Stock			03/06/20	023		M		65,298	A	(1)	200,291	D		
Common Stock			03/06/20	023		S ⁽²⁾		284	D	\$9.5923(3)	200,007	D		
Common Stock			03/06/20	023		S ⁽²⁾		812	D	\$9.5923(3)	199,195	D		
Common Stock 03/06/2						S ⁽²⁾		10,492	D	\$9.5923(3)	188,703	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

S⁽²⁾

S⁽²⁾

S⁽²⁾

310

884

11,422

D

D

D

03/07/2023

03/07/2023

03/07/2023

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	03/06/2023		M			1,784	(5)	(5)	Common Stock	1,784	\$0.00	7,144	D	
Restricted Stock Units	(1)	03/06/2023		M			5,100	(6)	(6)	Common Stock	5,100	\$0.00	40,808	D	
Restricted Stock Units	(1)	03/06/2023		M			65,298	(7)	(7)	Common Stock	65,298	\$0.00	195,896	D	

Explanation of Responses:

Common Stock

Common Stock

Common Stock

- 1. Upon vesting, restricted stock units convert into common stock on a one-for-one-basis.
- 2. The sales reported on this Form 4 represent shares sold by the reporting person to cover tax withholding obligations in connection with the vesting and settlement of restricted stock units. The sales were to satisfy tax withholding obligations to be funded by a "sell to cover" transaction.
- 3. This transaction was executed in multiple trades at prices ranging from \$9.49 to \$9.99. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected
- 4. This transaction was executed in multiple trades at prices ranging from \$9.02 to \$9.63. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected
- 5. On October 1, 2020, the reporting person was granted 28,564 restricted stock units, vesting 25% on the first anniversary of the vesting commencement date and quarterly thereafter. The vesting commencement date was February 15, 2020.
- 6. On February 19, 2021, the reporting person was granted 81,612 restricted stock units, vesting 25% on the first anniversary of the vesting commencement date and quarterly thereafter. The vesting commencement date was February 15, 2021.
- 7. On March 16, 2022, the reporting person was granted 261,194 restricted stock units, vesting 25% on the first anniversary of the vesting commencement date and quarterly thereafter. The vesting commencement date was February 15, 2022.

Remarks:

Chief Growth Officer, Senior Vice President

\$9.2109(4)

\$9.2109(4)

\$9.2109(4)

188,393

187,509

176,087

D

D

D

** Signature of Reporting Person

Date

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

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.