

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Morris John C.</u>			2. Issuer Name and Ticker or Trading Symbol <u>AvidXchange Holdings, Inc. [ AVDX ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/15/2021			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O AVIDXCHANGE HOLDINGS, INC. 1210 AVIDXCHANGE LANE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) CHARLOTTE NC 28206								
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	10/15/2021		M		352,024	A	\$2.04 <sup>(1)</sup>	352,024	I	By Nyca Investment Partnership, LP
Common Stock	10/15/2021		F		28,726	D	\$25 <sup>(1)</sup>	323,298	I	By Nyca Investment Partnership, LP
Common Stock	10/15/2021		C		668,096	A	<sup>(2)</sup>	991,394	I	By Nyca Investment Partnership, LP

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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				
Warrant (right to buy)	\$2.04 <sup>(3)</sup>	10/15/2021		M		352,024 <sup>(3)</sup>		12/11/2015	12/11/2025	Common Stock	352,024 <sup>(3)</sup>	\$0.00	0	I	By Nyca Investment Partnership, LP
Series E Preferred Stock	<sup>(2)</sup>	10/15/2021		C		167,024		<sup>(2)</sup>	<sup>(2)</sup>	Common Stock	668,096	\$0.00	0	I	By Nyca Investment Partnership, LP

**Explanation of Responses:**

- In connection with the issuer's initial public offering of common stock, these warrants were automatically converted into shares of the issuer's common stock on a net exercise basis.
- In connection with the issuer's initial public offering of common stock, all shares of Series E Preferred Stock were automatically converted into shares of the issuer's common stock on a 4-for-1 basis. The preferred stock was perpetual and therefore had no expiration date.
- The number of underlying shares of common stock and the exercise price reflect the 4-for-1 forward stock split which was effected on September 30, 2021.

**Remarks:**

/s/ Ryan Stahl, Attorney-in-Fact for John C. Morris 10/19/2021

\*\* 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.

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