

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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>Drees Daniel</u>  (Last) (First) (Middle) C/O AVIDXCHANGE HOLDINGS, INC. 1210 AVIDXCHANGE LANE  (Street) CHARLOTTE NC 28206  (City) (State) (Zip)	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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 03/16/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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				
Employee Stock Option (right to buy)	\$8.04	03/16/2022		A		291,262		(1)	03/16/2032	Common Stock	291,262	\$0.00	291,262	D	
Employee Stock Option (right to buy)	\$3.22							(2)	06/13/2028	Common Stock	67,744		67,744	D	
Employee Stock Option (right to buy)	\$3.79							(3)	03/20/2029	Common Stock	38,600		38,600	D	
Employee Stock Option (right to buy)	\$10.42							(4)	10/01/2030	Common Stock	75,024		75,024	D	
Employee Stock Option (right to buy)	\$12.11							(5)	02/19/2031	Common Stock	192,304		192,304	D	
Restricted Stock Units	(6)	03/16/2022		A		261,194		(7)	(7)	Common Stock	261,194	\$0.00	261,194	D	
Restricted Stock Units	(6)							(8)	(8)	Common Stock	14,284		14,284	D	
Restricted Stock Units	(6)							(9)	(9)	Common Stock	61,212		61,212	D	
Restricted Stock Units	(6)							(10)	(10)	Common Stock	40		40	D	

**Explanation of Responses:**

- The option vests 25% on the first anniversary of the vesting commencement date and quarterly thereafter over 12 quarters. The vesting commencement date was February 15, 2022.
- The option vests 25% on the first anniversary of the grant date and monthly thereafter over 36 months. The grant date was June 14, 2018.
- The option vests 25% on the first anniversary of the grant date and monthly thereafter over 36 months. The grant date was March 20, 2019.
- The option vests 25% on the first anniversary of the vesting commencement date and quarterly thereafter over 12 quarters. The vesting commencement date was February 15, 2020.
- The option vests 25% on the first anniversary of the vesting commencement date and quarterly thereafter over 12 quarters. The vesting commencement date was February 15, 2021.
- Upon vesting, restricted stock units convert into common stock on a one-for-one-basis.
- The restricted stock unit vests 25% on the first anniversary of the vesting commencement date and quarterly thereafter over 12 quarters. The vesting commencement date was February 15, 2022.
- 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.
- 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.

10. The restricted stock units will vest on November 15, 2022.

**Remarks:**

Chief Growth Officer, Senior Vice President

/s/ Ryan Stahl, Attorney-in-Fact 03/28/2022  
for Daniel Drees

\*\* 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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