

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>Praeger Michael</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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 10/15/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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		C		1,051,373	A	(1)(2)	8,562,817	D	
Common Stock	10/15/2021		C		603,651	A	(1)(2)	660,627	I	By Michael Praeger and Cindy Praeger, Joint Tenants with Right of Survivorship
Common Stock	10/15/2021		C		743,848	A	(2)	743,848	I	By MP 2021 GRAT
Common Stock								1,888,652	I	By Green and Gold 2014 GRAT
Common Stock								1,328,276	I	By Green and Gold 2015 GRAT
Common Stock								720,000	I	By MP Charitable Trust

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
Restricted Stock Units	(3)	10/15/2021		A		73,452		(4)	(4)	Common Stock	73,452	\$0.00	73,452	D	
Restricted Stock Units	(3)	10/15/2021		A		285,652		(5)	(5)	Common Stock	285,652	\$0.00	285,652	D	
Restricted Stock Units	(3)	10/15/2021		A		40		(6)	(6)	Common Stock	40	\$0.00	40	D	
Series A Preferred Stock	(1)	10/15/2021		C			67,409	(1)	(7)	Common Stock	453,169	\$0.00	0	D	
Series B Preferred Stock	(2)	10/15/2021		C			120,226	(2)	(7)	Common Stock	480,904	\$0.00	0	D	
Series D Preferred Stock	(2)	10/15/2021		C			29,325	(2)	(7)	Common Stock	117,300	\$0.00	0	D	

**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				
Series A Preferred Stock	(1)	10/15/2021		C			25,695	(1)	(7)	Common Stock	172,739	\$0.00	0	I	By Michael Praeger and Cindy Praeger, Joint Tenants with Right of Survivorship
Series B Preferred Stock	(2)	10/15/2021		C			56,833	(2)	(7)	Common Stock	227,332	\$0.00	0	I	By Michael Praeger and Cindy Praeger, Joint Tenants with Right of Survivorship
Series C Preferred Stock	(2)	10/15/2021		C			43,564	(2)	(7)	Common Stock	174,256	\$0.00	0	I	By Michael Praeger and Cindy Praeger, Joint Tenants with Right of Survivorship
Series D Preferred Stock	(2)	10/15/2021		C			7,331	(2)	(7)	Common Stock	29,324	\$0.00	0	I	By Michael Praeger and Cindy Praeger, Joint Tenants with Right of Survivorship
Series C Preferred Stock	(2)	10/15/2021		C			185,962	(2)	(7)	Common Stock	743,848	\$0.00	0	I	By MP 2021 GRAT

**Explanation of Responses:**

- In connection with the issuer's initial public offering of common stock, all shares of Series A Preferred Stock were automatically converted into shares of the issuer's common stock on a 6.7227-for-1 basis.
- In connection with the issuer's initial public offering of common stock, all shares of Series B Preferred Stock, Series C Preferred Stock and Series D Preferred Stock were automatically converted into shares of the issuer's common stock on a 4-for-1 basis.
- Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. For grants made prior to September 30, 2021, the number of shares gives effect to the 4-for-1 stock split that was effected on September 30, 2021.
- The restricted stock units vest 25% on the first anniversary of the vesting commencement date and quarterly thereafter over 12 quarters. The vesting commencement date was February 15, 2020. Vested shares will be delivered to the reporting person on or after the six month anniversary of the initial public offering or, if earlier, on the subsequent March 15.
- The restricted stock units vest 25% on the first anniversary of the vesting commencement date and quarterly thereafter over 12 quarters. The vesting commencement date was February 15, 2021. Vested shares will be delivered to the reporting person on or after the six month anniversary of the initial public offering or, if earlier, on the subsequent March 15.
- The restricted stock units will vest on November 15, 2022.
- The preferred stock was perpetual and therefore had no expiration date.

**Remarks:**

President and Chief Executive Officer

/s/ Ryan Stahl, Attorney-in-Fact  
for Michael Praeger

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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