

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
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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>BAIN CAPITAL VENTURE INVESTORS, LLC</u> <hr/> (Last) (First) (Middle) <u>200 CLARENDON STREET</u> <hr/> (Street) <u>BOSTON MA 02116</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/12/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>AvidXchange Holdings, Inc. [ AVDX ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series E Preferred Stock	(1)	(1)	Common Stock	23,383,240	(1)	I	See footnotes <sup>(2)(3)(4)(5)(6)(7)</sup>

1. Name and Address of Reporting Person* <u>BAIN CAPITAL VENTURE INVESTORS, LLC</u> <hr/> (Last) (First) (Middle) <u>200 CLARENDON STREET</u> <hr/> (Street) <u>BOSTON MA 02116</u> <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>BAIN CAPITAL VENTURE COINVESTMENT FUND, L.P.</u> <hr/> (Last) (First) (Middle) <u>200 CLARENDON STREET</u> <hr/> (Street) <u>BOSTON MA 02116</u> <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>Bain Capital Venture Coinvestment</u>
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Partners, L.P.

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

BAIN CAPITAL VENTURE FUND  
2014, L.P.

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Bain Capital Venture Partners 2014, L.P.

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

BCV AX Investors, L.P.

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

BCIP Venture Associates

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

BCIP VENTURE ASSOCIATES-B

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Salem Enrique T](#)

(Last) (First) (Middle)

C/O BAIN CAPITAL VENTURE INVESTORS,  
200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Agarwal Ajay](#)

(Last) (First) (Middle)

C/O BAIN CAPITAL VENTURE INVESTORS  
200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

**Explanation of Responses:**

1. Each share of Series E Preferred Stock is convertible into four shares of Common Stock at the holder's election and will automatically convert immediately prior to the closing of the Issuer's initial public offering. These shares have no expiration date.
2. Bain Capital Venture Investors, LLC ("BCVI") is the general partner of Bain Capital Venture Partners 2014, L.P. ("BCV Partners 2014"), which is the general partner of Bain Capital Venture Fund 2014, L.P. ("BCV Fund 2014"). As a result, BCV Partners 2014 may be deemed to share voting and dispositive power with respect to the securities held by BCV Fund 2014. BCV Partners 2014 disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. BCV Fund 2014 holds 1,807,597 shares of Series E Preferred Stock.
3. BCVI is the general partner of Bain Capital Venture Coinvestment Partners, L.P. ("BCV Coinvest Partners"), which is the general partner of Bain Capital Venture Coinvestment Fund, L.P. ("BCV Coinvest Fund"). As a result, BCV Coinvest Partners may be deemed to share voting and dispositive power with respect to the securities held by BCV Coinvest Fund. BCV Coinvest Partners disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. BCV Coinvest Fund holds 2,437,790 shares of Series E Preferred Stock.
4. BCV AX Investors, L.P. ("BCV AX"), whose general partner is BCVI, holds 1,113,487 shares of Series E Preferred Stock.
5. BCIP Venture Associates ("BCIP Venture"), whose managing partner is Boylston Coinvestors, LLC ("Boylston"), holds 460,899 shares of Series E Preferred Stock.
6. BCIP Venture Associates-B ("BCIP Venture-B" and, together with BCV Fund 2014, BCV Coinvest Fund, BCV AX and BCIP Venture, the "Bain Capital Venture Entities"), whose managing partner is Boylston, holds 26,037 shares of Series E Preferred Stock.
7. The governance, investment strategy and decision-making process with respect to the investments held by the Bain Capital Venture Entities is directed by the Executive Committee of BCVI, which consists of Enrique Salem and Ajay Agarwal. As a result, BCVI and Messrs. Salem and Agarwal may be deemed to share voting and dispositive power with respect to the securities held by the Bain Capital Venture Entities. BCVI and Messrs. Salem and Agarwal disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

**Remarks:**

[Bain Capital Venture Investors, LLC, By: /s/ Matthew C. Harris, Title: Managing Director](#) [10/12/2021](#)

[Bain Capital Venture Fund 2014, L.P., By: Bain Capital Venture Partners 2014, L.P., its general partner, By: Bain Capital Venture Investors, LLC, its general partner, By: /s/ Matthew C. Harris, Title: Managing Director](#) [10/12/2021](#)

[Bain Capital Venture Partners 2014, L.P., By: Bain Capital Venture Investors, LLC, its general partner, By: /s/ Matthew C. Harris, Title: Managing Director](#) [10/12/2021](#)

[Bain Capital Venture](#) [10/12/2021](#)

Coinvestment Fund, L.P.,  
By: Bain Capital Venture  
Coinvestment Partners,  
L.P., its general partner,  
By: Bain Capital Venture  
Investors, LLC, its general  
partner, By: /s/ Matthew C.  
Harris, Title: Managing  
Director

Bain Capital Venture  
Coinvestment Partners,  
L.P., By: Bain Capital  
Venture Investors, LLC, its 10/12/2021  
general partner, By: /s/  
Matthew C. Harris, Title:  
Managing Director

BCV AX Investors, L.P.,  
By: Bain Capital Venture  
Investors, LLC, its general  
partner, By: /s/ Matthew C. 10/12/2021  
Harris, Title: Managing  
Director

BCIP Venture Associates,  
By: Boylston Coinvestors,  
LLC, its managing partner, 10/12/2021  
By: /s/ Matthew C. Harris,  
Title: Authorized  
Signatory

BCIP Venture Associates-  
B, By: Boylston  
Coinvestors, LLC, its 10/12/2021  
managing partner, By: /s/  
Matthew C. Harris, Title:  
Authorized Signatory

/s/ Enrique T. Salem 10/12/2021  
/s/ Ajay Agarwal 10/12/2021

\*\* 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 5 (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.**