

**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

| 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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

|   |   |   |
|---|---|---|
| 1. Name and Address of Reporting Person*<br><u>Cunningham Todd Alan</u><br><br>(Last) (First) (Middle)<br>C/O AVIDXCHANGE HOLDINGS, INC.<br>1210 AVIDXCHANGE LANE<br><br>(Street)<br>CHARLOTTE NC 28206<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>AvidXchange Holdings, Inc. [ AVDX ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br><input type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><br>See Remarks |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/28/2025                            |   |
| 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|-----|---|------------|------------------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D) | Price                  |   |  |   |
| Common Stock                    | 02/28/2025                           |  | M                              |     | 2,680   | A          | (1)                    | 515,119   | D  |   |
| Common Stock                    | 02/28/2025                           |  | M                              |     | 6,530   | A          | (1)                    | 521,649   | D  |   |
| Common Stock                    | 02/28/2025                           |  | S                              | (2) | 770   | D          | \$7.594 <sup>(3)</sup> | 520,879   | D  |   |
| Common Stock                    | 02/28/2025                           |  | S                              | (2) | 1,874   | D          | \$7.594 <sup>(3)</sup> | 519,005   | D  |   |
| Common Stock                    | 02/28/2025                           |  | S                              | (2) | 2,213   | D          | \$7.594 <sup>(3)</sup> | 516,792   | D  |   |
| Common Stock                    | 02/28/2025                           |  | S                              | (2) | 10,463  | D          | \$7.594 <sup>(3)</sup> | 506,329   | 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 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                     | (1)  | 02/28/2025                           |  | M                              |   |  | 2,680 | (4)  | (4)             | Common Stock   | 2,680                                      | \$0  | 0   | D  |       |
| Restricted Stock Units                     | (1)  | 02/28/2025                           |  | M                              |   |  | 6,530 | (5)  | (5)             | Common Stock   | 6,530                                      | \$0  | 26,120  | D  |       |

**Explanation of Responses:**

- Upon vesting, restricted stock units convert into common stock on a one-for-one-basis.
- 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.
- This transaction was executed in multiple trades at prices ranging from \$7.53 to \$7.70. 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.
- On February 19, 2021, the reporting person was granted 42,848 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.
- On March 16, 2022, the reporting person was granted 104,477 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 People Officer, Senior Vice President

/s/ Ryan Stahl, Attorney-in-Fact for Todd Cunningham

03/04/2025

\*\* 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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