

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

**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>Gibson Angelic</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) 03/10/2022	
	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/10/2022		M		10,200	A	(1)	10,200	D	
Common Stock	03/10/2022		M		18,872	A	(1)	29,072	D	
Common Stock	03/10/2022		S		3,261(2)	D	\$7.2507(3)	25,811	D	
Common Stock	03/10/2022		S		6,601(4)	D	\$7.2507(5)	19,210	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
Restricted Stock Units	(1)	03/10/2022		M			10,200	(6)	(6)	Common Stock	10,200	\$0.00	10,200	D	
Restricted Stock Units	(1)	03/10/2022		M			18,872	(7)	(7)	Common Stock	18,872	\$0.00	56,620	D	
Restricted Stock Units	(1)							(8)	(8)	Common Stock	40		40	D	

**Explanation of Responses:**

- Upon vesting, restricted stock units convert into common stock on a one-for-one-basis.
- Represents the disposition of shares that were sold to pay withholding taxes upon the vesting of 10,200 restricted stock units.
- This transaction was executed in multiple trades at prices ranging from \$6.94 to \$7.52. The price reported above reflects the weighted average purchase 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.
- Represents the disposition of shares that were sold to pay withholding taxes upon the vesting of 18,872 restricted stock units.
- This transaction was executed in multiple trades at prices ranging from \$6.94 to \$7.52. The price reported above reflects the weighted average purchase 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 October 1, 2020, the reporting person was granted 20,400 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 75,492 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.
- The restricted stock units will vest on November 15, 2022.

**Remarks:**

Chief Information Officer, Senior Vice President

/s/ Ryan Stahl, Attorney-in-Fact for Angelic Gibson

03/14/2022

\*\* 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.

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.