

# SHENANDOAH TELECOMMUNICATIONS CO/VA

Reported by  
**FRENCH CHRISTOPHER E**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 01/30/18 for the Period Ending 01/29/18

Address	PO BOX 459 124 SOUTH MAIN ST EDINBURG, VA, 22824
Telephone	5409844141
CIK	0000354963
Symbol	SHEN
SIC Code	4813 - Telephone Communications (No Radiotelephone)
Industry	Integrated Telecommunications Services
Sector	Telecommunication Services
Fiscal Year	12/31

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

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subject to Section 16. Form 4 or  
Form 5 obligations may  
continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>FRENCH CHRISTOPHER E</b>			<b>SHENANDOAH TELECOMMUNICATIONS CO/VA/ [</b>			<input checked="" type="checkbox"/> Director _____ 10% Owner		
(Last) (First) (Middle)			<b>SHEN ]</b>			<input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)		
<b>PO BOX 459</b>			3. Date of Earliest Transaction (MM/DD/YYYY)			<b>President</b>		
(Street)			<b>1/29/2018</b>					
<b>EDINBURG, VA 22824</b>			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(City) (State) (Zip)						<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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	1/29/2018		A		16256 (1)	A	\$0	162469	D	
Common Stock	1/29/2018		D		4988	D	\$32.80	157481	D	
Common Stock								64296	I	By Spouse
Common Stock								13668	I	By Son
Common Stock								137984	I	TTEE French Grandchildren Trust (2)
Common Stock								316484	I	TTEE U/A WBF fbo Grandchildren (2)
Common Stock								345000	I	By Son as TTEE of French Family Trust (2)
Common Stock								339966	I	TTEE WBF fbo Anne (2)
Common Stock								146249	I	TTEE WBF fbo Cynthia (2)
Common Stock								339966	I	TTEE WBF fbo Christopher (2)
Common Stock								6480	I	TTEE Gladys H Teale Trust (2)

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

### Explanation of Responses:

(1) Represents the vesting of performance-based Restricted Stock Units granted February 18, 2015. Performance for this award was measured based on the Issuer's relative total stockholder return (TSR) compared to the TSR of a group of companies in the NASDAQ Telecom Index with a Market Cap within a factor of 3 of the Issuer's market cap.

(2) These shares are held in trust for the benefit of certain relatives of Mr. French. Mr. French disclaims beneficial ownership of the shares as to which he has no pecuniary interest and this filing is not an admission that Mr. French is the beneficial owner of such shares.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>FRENCH CHRISTOPHER E PO BOX 459 EDINBURG, VA 22824</b>	<b>X</b>		<b>President</b>	

### Signatures

**Christopher E French**

**1/30/2018**

—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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