

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 27, 1995

Shenandoah Telecommunications Company
(Exact name of registrant as specified in charter)

Virginia (State or other jurisdiction of incorporation)	0-9881 (Commission File Number)	54-1162807 (IRS Employer Identification Number)
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124 South Main Street, Edinburg, Virginia 22824
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (703) 984-4141

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Item 5. Other Events.

On March 27, 1995, the Registrant entered into a memorandum of understanding with American Personal Communications ("APC") pursuant to which the Registrant will act as manager of a portion of APC's personal communications service ("PCS") system in portions of rural northwestern Virginia, West Virginia, Maryland, and south central Pennsylvania located along the Interstate Route No. 81 corridor. The Registrant anticipates making capital investments of approximately \$10 million to \$15 million within the next three years in connection with its role as manager of APC's PCS services for that region.

The Registrant is currently evaluating the possible purchase of cable television systems within its local telephone service area. It is not clear whether the Registrant will be able to reach a definitive agreement for such a purchase, or if it will be able to obtain the necessary regulatory approvals.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

April 5, 1995

SHENANDOAH TELECOMMUNICATIONS COMPANY

BY: CHRISTOPHER E. FRENCH
President