SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Check this box if no long Section 16. Form 4 or F obligations may continu Instruction 1(b).	orm 5	Filed pur	•
1 Name and Address of R	enorting Person*	2.	Issuer

CHANGES IN BENEFICIAL OWNERSHIP

t to Section 16(a) of the Securities Exchange Act of 1934 ion 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] LESLIE DARA				er Name and Ticke <u>NANDOAH</u> ECOMMUN	0		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)	(First)	(Middle)	SHEN	-	ICATION	<u>3 CO/VA/</u> [X	Officer (give title below)	below	(specify)		
PO BOX 459			3. Date 02/22	of Earliest Transa /2023	ction (Month/E)ay/Year)	- SVP Sales & Marketing					
(Street)	VA	22824	4. If An	nendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line)	ridual or Joint/Grou	p Filing (Check A	Applicable		
EDINBURG	VA	22824					X	Form filed by On	e Reporting Pers	son		
(City)	(State)	(Zip)						Form filed by Mo Person	ore than One Rep	porting		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security	y (Instr. 3)	I	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date,	3. Transaction			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		

			(Month/		f any Month/Day/Yea	r) 8)	Instr.	5)		Beneficially Owned Following Reported		(I) (Instr. 4)		eneficial wnership nstr. 4)		
						Code	v	Amount	(A) or (D)	Price	Transact (Instr. 3 a	tion(s)			iisu. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative	2. Conversion	3. Transaction		4. Transaction		6. Date Ex			7. Title and Amount of			9. Number		shin	11. Nature	

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. Derivative		Expiration Da (Month/Day/Y	Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D)	of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(1)	02/22/2023		Α		8,245		(2)	02/18/2027	Common Stock	8,245	\$ 0	10,513	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of common stock.

2. The restricted stock unit award vests one-fourth on each the first, second, third and fourth anniversary. The restricted stock unit award (and shares issuable upon exercise of the restricted stock unit award) are

subject to cancellation and forfeiture in accordance with the Company's executive compensation recovery policy.

Christopher E French Attorney 02/23/2023

in Fact for Dara Leslie

** 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.

POWER OF ATTORNEY

Know all by these present that the undersigned hereby constitutes and appoints each of Christopher E. French and Derek Rieger, as the undersigned's true and lawful attorney-in-fact to: 1) Execute for and on behalf of the undersigned, in the undersigned's capacity as an Officer of Shenandoah Telecommunications Company (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities and Exchange Act, and the Form 10-K or any other Securities Exchange Act filings as may be required by the rules thereunder ("SEC Filings"); 2) Do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such SEC Filings, complete and execute any amendment or amendments thereto, and timely file such forms with the United States Securities and Exchange Commission ("SEC") and any stock exchange or similar authority; and 3) Take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned?s responsibilities to comply with SEC rules or associated SEC Filings.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to execute SEC Filings of the Company in his/her role as an Officer of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 19th day of July, 2022.

Signature: /s/ Dara Leslie

Print Name: Elaine Cheng