## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

heck this box if no longer subject to
ection 16. Form 4 or Form 5
oligations may continue. See

1. Name and Address of Reporting Person\*

**OSTROSKI RAYMOND B** 

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol

**SHENANDOAH** 

OSTROSKI RAYMOND B							TELECOMMUNICATIONS CO/VA/ [								or 10% Own (give title Other (sp			
(Last)	,	irst)		SHEN ]  3. Date of Earliest Transaction (Month/Day/Year)									^ below	below) The Selow S		below) General Counsel		
PO BOX	PO BOX 459					02/15/2018												
(Street)	JRG V		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person						
(City)											Form filed by More than One Reporting Person							
		Tab	le I - No	n-Deri\	/ative	Se	curit	ies Ac	quired	Dis	posed (	of, or Be	neficia	Ily Owne	d			
1. Title of Security (Instr. 3)					2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)		Benefic Owned	es ially Following	Form (D) o	vnership n: Direct r Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
										v	Amount	(A) or (D) Pr		Reporte Transac (Instr. 3	ction(s)			(Instr. 4)
Common	02/15/2018					A		2,224	4 A	\$0	27,02	27,023.3838		D				
Common Stock 0					/15/2018				F		665	D	\$31.	05 26,3	26,358.3838		D	
Common Stock 02/19						/2018					1,367	7 A	\$0	27,72	27,725.3838		D	
Common Stock 02/19/3						3			F		411	D	\$32.	85 27,3	14.3838		D	
		٦	able II -						,			, or Ben ble secu		y Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transactio Code (Inst 8)		5. Number 6		Expiratio	5. Date Exercisa Expiration Date Month/Day/Yea		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4		Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares					
Restricted Stock Unit	(1)	02/15/2018			M			756	(2)	0	02/21/2019	Common Stock	756	\$0	37,18	2	D	
Restricted Stock Unit	(1)	02/15/2018			М			816	(2)	C	02/20/2020	Common Stock	816	\$0	36,36	66	D	
Restricted Stock Unit	(1)	02/15/2018			M			652	(2)	0	02/18/2021	Common Stock	652	\$0	35,71	4	D	
Describeral												C		1	T			1

## **Explanation of Responses:**

(1)

Restricted

Stock Unit

- 1. Each restricted stock unit represents a contingent right to receive one share of common stock.
- 2. The option vests one-fourth on each the first, second, third and fourth anniversary. The options (and shares issuable upon exercise of the option) are subject to cancellation and forfeiture in accordance with the Company's executive compensation recovery policy.

02/19/2018

Raymond B Ostroski

02/20/2018

34.347

\*\* Signature of Reporting Person

1,367

Stock

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).

02/19/2018

\*\* 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.