FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

ashington, D.C. 20549	
-----------------------	--

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* BARNES VICTOR CHRISTOPHER						2. Issuer Name and Ticker or Trading Symbol SHENANDOAH TELECOMMUNICATIONS CO/VA/									ck all appli Directo	cable)		o Issuer % Owner ler (specify
(Last) (First) (Middle) PO BOX 459					3. [SHEN] 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2024									below)			ow)
(Street) EDINBURG VA 22824 (City) (State) (Zip)					4. I	f Amer	ndmer	nt, Date	of Origina	Filed	d (Month/D	ay/Year)		6. Indi Line) X	Form f	filed by One	o Filing (Chec e Reporting P re than One F	erson
				n Doriy		Check	k this t y the a	oox to inc	dicate that a	trans	action was i	10b5-1(c). S	ant to a c See Instru	uction	10.		plan that is int	ended to
1. Title of Security (Instr. 3) 2. Trans Date			2. Trans	action	2/ Ei	2A. Deemed Execution Date, f any (Month/Day/Year)		3. Transa Code (3. 4. Se Transaction Disponded (Instr. 5)		ecurities Acquired (A) posed Of (D) (Instr. 3, 4			5. Amou Securitie Benefici	nt of es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirec	
Common Stock 02/22/2 Common Stock 02/22/2						\perp			Code	v	Amount	(A) or (D)	Price	е	Transact (Instr. 3	tion(s)		(11150: 4)
								M F		6,893 1,894	_	+	1.12	12,213.9322 12 10,319.9322		D D		
		7	able II -									, or Ben			Owned		1	
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deem Execution if any (Month/Da	Date,		ransaction ode (Instr.				ercis n Date ny/Yea		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		S	S. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owner Form: Direct or Indi (I) (Inst	(D) Benefic Owners rect (Instr. 4
D					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amour or Number of Shares	er				
Restricted	(1)	02/22/2024			D			6,893	02/22/202	24 (02/22/2024	Common	6,89	3	\$ <mark>0</mark>	6,298	D	

Explanation of Responses:

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

/s/ Christopher E French Attorney in Fact for Victor C

02/22/2024

Barnes

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

^{*} 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).