FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 $^*$ $\underline{BURCH\ KEN\ L}$						2. Issuer Name <b>and</b> Ticker or Trading Symbol SHENANDOAH TELECOMMUNICATIONS CO/VA/ [									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last) (First) (Middle)					SH	SHEN ]										Office below	er (give title v)		Other below)	(specify
PO BOX 459						3. Date of Earliest Transaction (Month/Day/Year) 09/07/2010														
(Street) EDINBURG VA 22824					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 Form filed by More than One Reporting					
(City)	(State) (Zip)														Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day					Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction D Code (Instr. 5		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)				and Secur Benef		cially Following	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	Ti	Transaction(s) (Instr. 3 and 4)				(111501.4)
Common 09/07/2						:010			A <sup>(1)</sup>		8.881		A	\$16	.89 2	226,800.8671		D		
Common															567		I		Spouse	
		Та									osed of, onvertib				y Owr	ned				
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date Execution or Exercise (Month/Day/Year) if any			n Date,	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)			t		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Own Form Direc or In (I) (Ir		11. Nature of Indirect Beneficial Ownership (Instr. 4)

### **Explanation of Responses:**

1. Shares received in lieu of director fees.

## Remarks:

Ken L Burch\*\* Signature of Reporting Person

09/07/2010

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.