FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
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Name and Address of Reporting Person* VOLV IA MES I					2. Issuer Name and Ticker or Trading Symbol SHENANDOAH									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>VOLK JAMES J</u>						TELECOMMUNICATIONS CO/VA/									Directo			10% Ov	vner
(Last) (First) (Middle)						SHEN]									X Officer below)			Other (s below)	specify
PO BOX 459						3. Date of Earliest Transaction (Month/Day/Year) 02/13/2024								SVP Finance & CFO					
(Street)					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
EDINBU	JRG V	Ά	22824												X Form filed by One Reporting Person				
(City) (State) (Zip)					-									Form filed by More than One Reporting Person				rting	
Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												I to							
		lat	ole I - Noi	n-Deri	vativ	e Se	curities	AC	quired,	Dis	posed o	ot, or	r Bene	eticiali	y Owned				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D						action 2A. Deemed Execution Date, if any (Month/Day/Year)			Code (Instr. 5)					ities Form icially (D) o d Following (I) (In		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
										v	Amount		(A) or (D)	Price	Transact	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)
			Table II -								osed of, convertil				Owned				
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date Execution Date, cecurity or Exercise (Month/Day/Year) if any				4. Transa Code (8)	saction of			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		ecurity	Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	i is illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	N O	Amount or Number of Shares					

Explanation of Responses:

(1)

Restricted

Stock Unit

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

02/13/2024

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 policy

(2)

02/17/2028

Christopher E French Attorney in Fact for James J Volk Sr

19,101

Stock

\$<mark>0</mark>

02/15/2024

57,645

D

** 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).

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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.

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