FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D.C. 20549 |
|------------------------|
|------------------------|

| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See | STATEMENT OF CH |
|---|----------------------|
| Instruction 1(b). | Filed nursuant to Se |

IANGES IN BENEFICIAL OWNERSHIP

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

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

| Name and Address of Reporting Person* Koontz Richard L Jr | | | | | | 2. Issuer Name and Ticker or Trading Symbol SHENANDOAH TELECOMMUNICATIONS CO/VA/ | | | | | | | | | lationship ck all app Direc | , | ng Per | rson(s) to Is | |
|---|--|---------|------|---|----------------|---|---------------------------|---------------|---|------|--|------------|--------------------------------|---|--|----------------------------|--|---------------------------------------|---|
| (Last) | (Last) (First) (Middle) | | | | | | SHEN] | | | | | | | | Office below | er (give title /) | | Other (s | specify |
| PO BOX 459 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/01/2022 | | | | | | | | | | | | | |
| (Street) | JRG VA | . 2 | 2824 | | 4. If <i>I</i> | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | Line) | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | |
| (City) | (St | ate) (Ž | Zip) | | | | | | | | | | | | Form Perso | filed by Mo | re tha | n One Repo | orting |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day | | | | | | Execution Date, | | | 3. Transaction Code (Instr. 8) 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5) | | | | | | 5. Amo Securit Benefic Owned Report | ies cially Following | Form (D) o | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | Code | v | Amount | (A) (D) | or | Price | Transa | ction(s) 3 and 4) | | | (111341. 4) |
| Common 08/01 | | | | 08/01/2 | 2022 | | | | A ⁽¹⁾ 22.42 | | 22.4215 | 5 A \$2 | | \$22.3 | 2.3 32,919.5008 | | | D | |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | ivative Conversion Date Execution Date, urity or Exercise (Month/Day/Year) if any | | | 4. Transaction Code (Instr. 8) | | of Deriv | r osed) r. 3, 4 | Expiration Da | | ite | 7. Title and Amount of Securities Underlying Derivative Security (Insti 3 and 4) | | De Se (Ir | Price of erivative ecurity astr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | y | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercis | able | Expiration Date | Title | Amo or Num of Shar | ber | | | | | |

Explanation of Responses:

1. Shares received in lieu of director fees.

Christopher E French Attorney in Fact for Richard L 08/01/2022 Koontz Jr

** 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.

Know all by these present that the undersigned hereby constitutes and appoints each of Christopher E. French and Raymond B. Ostroski, 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 a Director 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 a Director 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 16th day of April, 2013.

Signature: /s/ Richard L Koontz Jr

Print Name: Richard L Koont Jr