(City)

FORM 4

(State)

(Zip)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

			washington, D.C. 20049	OMB	OMB APPROVAL		
Section 16. For		STATEMEN	IT OF CHANGES IN BENEFICIAL OWNE	ERSHIP	OMB Number	verage burden	
obligations may Instruction 1(b).		Filed	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940			sponse: 0.5	
	ess of Reporting Person		2. Issuer Name and Ticker or Trading Symbol SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN]	(Check all ap X Dire	ector icer (give title	10% Owner Other (specify	
(Last) PO BOX 459	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/18/2017	beli	ow) Presiden	below) t	
Street) EDINBURG	VA	22824	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	or Joint/Group Filino		

Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)			
Common Stock	02/18/2017		A		2,988	A	\$0	143,320	D		
Common Stock	02/18/2017		F		1,049	D	\$29	142,271	D		
Common Stock	02/19/2017		A		5,691	A	\$0	147,962	D		
Common Stock	02/19/2017		F		1,749	D	\$29	146,213	D		
Common Stock								64,296	I	By Spouse	
Common Stock								13,668	I	By Son	
Common Stock								152,620	I	TTEE French Grandchildren Trust ⁽¹⁾	
Common Stock								397,812	I	TTEE U/A WBF fbo Grandchildren ⁽¹⁾	
Common Stock								339,966	I	TTEE WBF fbo Anne ⁽¹⁾	
Common Stock								146,249	I	TTEE WBF fbo Cynthia ⁽¹⁾	
Common Stock								339,966	I	TTEE WBF fbo Christopher ⁽¹⁾	
Common Stock								6,480	I	TTEE Gladys H Teale Trust ⁽¹⁾	

(e.g., puts, calls, warrants, options, convertible securities) 8. Price of Derivative Security (Instr. 5) 1. Title of Derivative Security (Instr. 3) 2. Conversion 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 9. Number of 10. 11. Nature Transaction Code (Instr. 8) Execution Date, if any (Month/Day/Year) Expiration Date (Month/Day/Year) Amount of Securities Underlying derivative Securities Ownership Form: Direct (D) of Indirect Beneficial or Exercise Price of Derivative (Month/Day/Year) Derivative Beneficially Owned Following Securities Ownership Acquired (A) or Disposed of (D) (Instr. 3, 4 Derivative Security (Instr. 3 and 4) or Indirect (I) (Instr. 4) (Instr. 4) Security Reported Transaction(s) (Instr. 4) and 5) Amount Number Date Exercisable Expiration Date of Shares (A) (D) Title Code Restricted Common 2,988 (2) 02/18/2017 M 2,988 (3) 02/18/2017 \$<mark>0</mark> 83,158 D Stock Units Restricted (3) 2,473 02/16/2017 2,473 02/20/2020 86,146 Stock Units M \$<mark>0</mark> D Stock

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

Explanation of Responses:

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

3. The option vests? 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.

Christopher E French 02/22/2017

Date

** Signature of Reporting Person 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.