FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| wasnington, | D.C. | 20549 | |
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| STATEMENT OF CHANGES IN BENEFICIAL OWNERS | SHIP |
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| l | OMB APPRO | DVAL |
|---|------------------------|-----------|
| | OMB Number: | 3235-0287 |
| l | Estimated average burd | len |
| | 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).

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 and Ticker or Trading Symbol SHENANDOAH TELECOMMUNICATIONS CO/VA/ | | | | | | | | | 5. Relationsh (Check all ap X Dire | | ' ' | | rson(s) to Issuer 10% Owner | |
|--|--|--------|---------|---|--------|---|---|--|---|----------|---|----------|-----------------|----------------------|--|---|---|---|--|---|
| (Last) | (Fi | rst) (| Middle) | | - | SHEN] | | | | | | | | | | Office belov | er (give title v) | | her (low) | specify |
| PO BOX 459 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2015 | | | | | | | | | | | | | | |
| (Street) | RG V | A 2 | 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 | | | | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | orting |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) | | | | Date (Month/Day/Year) if | | Ex) if a | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | | | | | and Securi | | cially I Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | Code | v | Amount | (A (D |) or) | Price | | Transa | ction(s) 3 and 4) | | | (| | |
| Common | | | | | /2015 | | | | A ⁽¹⁾ | | 4.3821 | A \$34.3 | | .23 | 23 231,904.5042 | | D | | | |
| Common | | | | | | | | | | | | | | | | | 567 | I | | Spouse |
| | | Та | | | | | | | | | sed of, onvertib | | | | y Oı | wned | | | | |
| 1. Title of Derivative Security (Instr. 3) | ative Conversion Date rity or Exercise (Month/Day/Year) Execution Date, if any | | | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | | | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) |) ect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code V | | (A) | (D) | Date Exercisa | | | Title | or Nui of | ount mber ares | | | | | | |

Explanation of Responses:

1. Shares received in lieu of director fees.

Remarks:

Ken L Burch

07/02/2015

** Signature of Reporting Person

Date

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

- * 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.