

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 31, 2015

Shenandoah Telecommunications Company

(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction of incorporation)

0-9881
(Commission File Number)

54-1162807
(IRS Employer Identification No.)

500 Shentel Way
P.O. Box 459
Edinburg, VA
(Address of principal executive offices)

22824
(Zip Code)

Registrant's telephone number, including area code: (540) 984-4141

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2-(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

The following information is furnished pursuant to Regulation FD: On July 31, 2015, Shenandoah Telecommunications Company held its second quarter 2015 earnings release conference call. The materials attached hereto as Exhibit 99.1 were utilized during the conference call. These materials are also available on the Company's website.

These materials may contain forward-looking statements about Shenandoah Telecommunications regarding, among other things, our business strategy, our prospects and our financial position. These statements can be identified by the use of forward-looking terminology such as "believes," "estimates," "expects," "intends," "may," "will," "should," "could," or "anticipates" or the negative or other variation of these or similar words, or by discussions of strategy or risks and uncertainties. Shenandoah Telecommunications undertakes no obligation to revise or update such statements to reflect current events or circumstances after the date hereof, or to reflect the occurrence of unanticipated events.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

The following exhibit is furnished with this Current Report on Form 8-K.

99.1 Second Quarter 2015 Earnings Release Conference Call Slides

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SHENANDOAH TELECOMMUNICATIONS COMPANY
(Registrant)

July 31, 2015

/s/ Adele M. Skolits
Adele M. Skolits
Vice President - Finance and
Chief Financial Officer
(Duly Authorized Officer)

Exhibit 99.1



**2Q 2015
Earnings Conference Call**

July 31, 2015

Safe Harbor Statement

This presentation includes “forward-looking statements” within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended, regarding, among other things, our business strategy, our prospects and our financial position. These statements can be identified by the use of forward-looking terminology such as “believes,” “estimates,” “expects,” “intends,” “may,” “will,” “should,” “could,” or “anticipates” or the negative or other variation of these similar words, or by discussions of strategy or risks and uncertainties. These statements are based on current expectations of future events. If underlying assumptions prove inaccurate or unknown risks or uncertainties materialize, actual results could vary materially from the Company’s expectations and projections. Important factors that could cause actual results to differ materially from such forward-looking statements include, without limitation, risks related to the following:

- Increasing competition in the communications industry; and
- A complex and uncertain regulatory environment.

A further list and description of these risks, uncertainties and other factors can be found in the Company’s SEC filings which are available online at www.sec.gov, www.shentel.com or on request from the Company. The Company does not undertake to update any forward-looking statements as a result of new information or future events or developments.

Use of Non-GAAP Financial Measures

Included in this presentation are certain non-GAAP financial measures that are not determined in accordance with US generally accepted accounting principles. These financial performance measures are not indicative of cash provided or used by operating activities and exclude the effects of certain operating, capital and financing costs and may differ from comparable information provided by other companies, and they should not be considered in isolation, as an alternative to, or more meaningful than measures of financial performance determined in accordance with US generally accepted accounting principles. These financial performance measures are commonly used in the industry and are presented because Shentel believes they provide relevant and useful information to investors. Shentel utilizes these financial performance measures to assess its ability to meet future capital expenditure and working capital requirements, to incur indebtedness if necessary, return investment to shareholders and to fund continued growth. Shentel also uses these financial performance measures to evaluate the performance of its businesses and for budget planning purposes.



Chris French

President and CEO

Second Quarter 2015 Highlights

■ Net Income Growth – Q2'15 v. Q2'14

- Increased 21.6% over Q2'14 to \$10.5 million
- Adjusted OIBDA increased 12.7% to \$37.2 million

■ Revenue Growth

- Revenue grew 5.3% over Q2'14 to \$85.7 million

■ Customer Growth

	<u>6/30/14</u>	<u>6/30/15</u>	<u>Change</u>
Wireless	415,849	441,923	+26,074
Cable (RGUs)	116,221	123,390	+7,169

Wireless Highlights

❑ Postpaid Growth

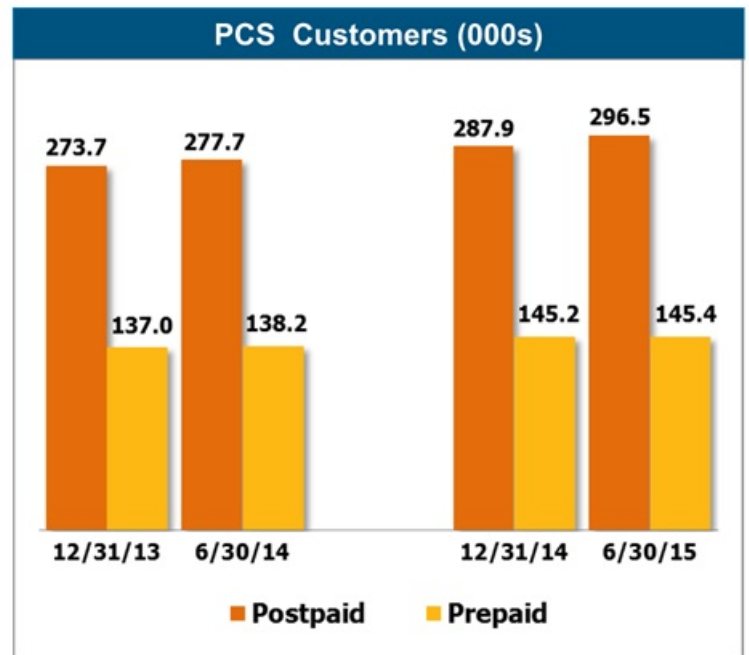
Postpaid customers up 6.8% over last 12 months

❑ Prepaid Growth

Prepaid customers up 5.3% over last 12 months

❑ Operating Income Increase

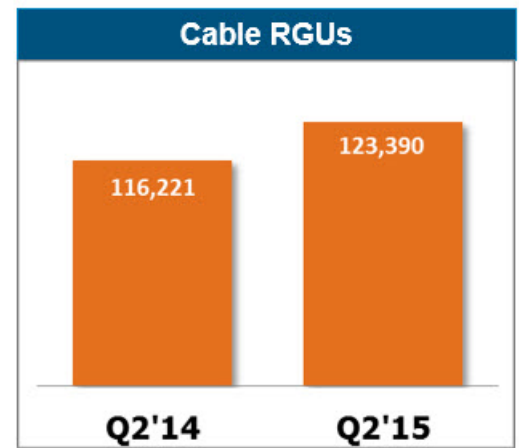
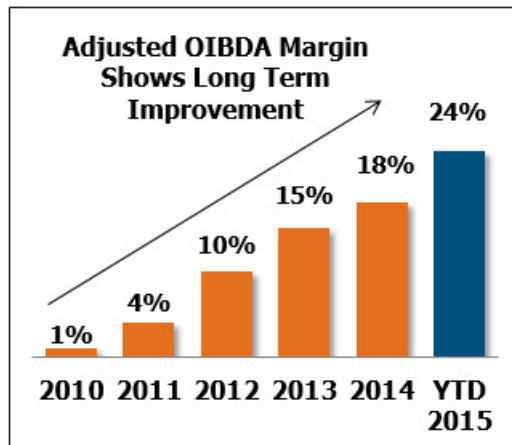
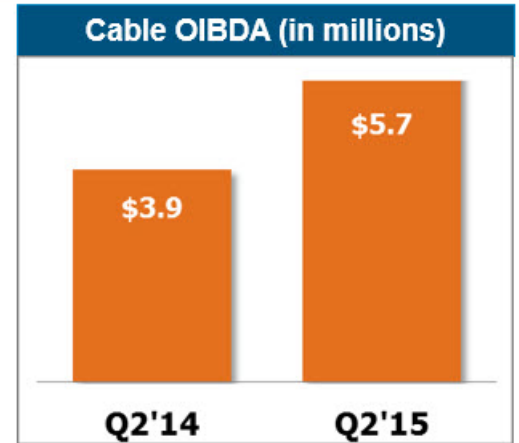
Improvement of \$1.7 million, or 9.7%



Cable Highlights

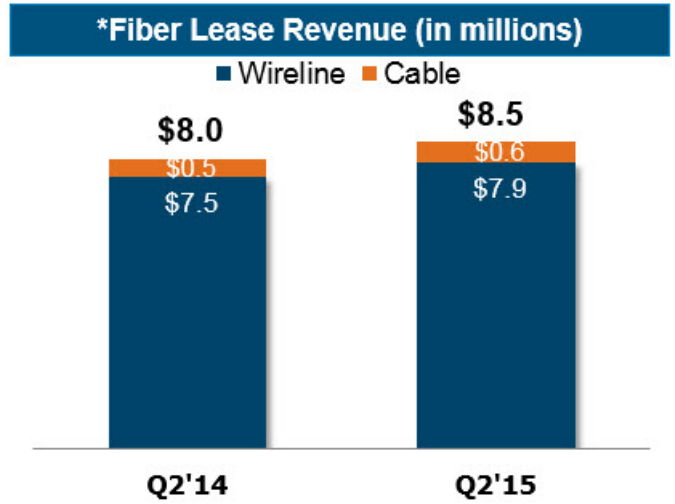
■ Revenue Growth

- Operating revenues \$24.2 million, growth of 15.9% over Q2'14
- Q2'15 Adjusted OIBDA \$5.7 million, up 46.0% from Q2'14
- 123,390 RGUs at Q2'15, up 6.2% over Q2'14



Other Highlights

- Wireline and Cable - Fiber lease revenues of \$8.5 million, up 6.0% from Q2'14
- 154 towers generated \$1.6 million of OIBDA, down 3.9% over Q2'15



*Includes both Affiliate and Non-affiliate revenues

Mobile Tower OIBDA (\$ thousands)

<i>(in thousands)</i>	Q2'14	Q2'15
Operating Income	\$1,324	\$1,201
Deprec. and Amort.	387	442
Share Based Compensation	4	5
Adjusted OIBDA	\$1,715	\$1,648



Adele Skolits

VP of Finance and CFO

Profitability

Consolidated Results
(\$ in thousands, except per share amounts)

	<u>For the Quarter Ended:</u>		
	6/30/14	6/30/15	Change
Operating Income	\$ 15,793	\$ 18,750	19%
Net Income	\$ 8,615	\$ 10,474	22%
Earnings Per Share:			
Basic	\$ 0.36	\$ 0.43	19%
Diluted	\$ 0.35	\$ 0.43	23%

Profitability

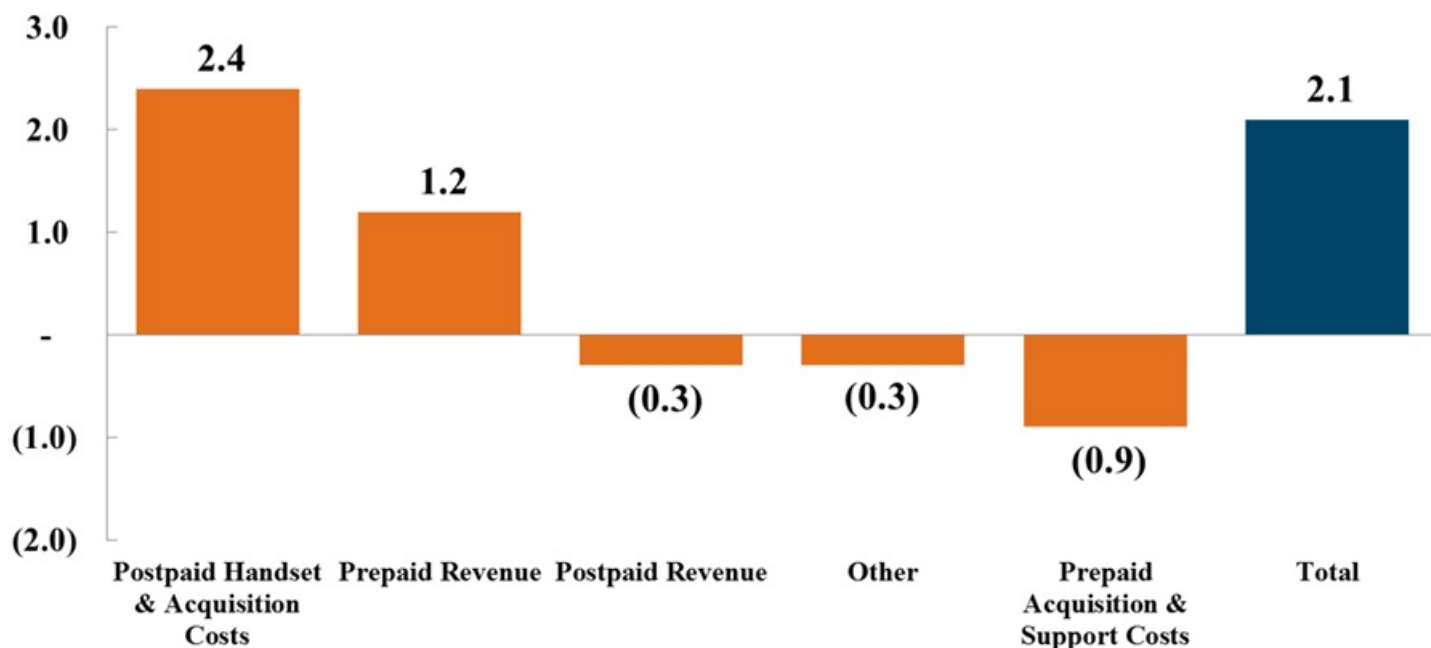
Adjusted OIBDA (\$ thousands)

	For the Quarter Ended:		
	6/30/14	6/30/15	Change
Operating Income	15,793	18,750	19%
Depreciation and Amortization	16,595	17,663	6%
Share Based Compensation	532	608	14%
Loss on Asset Disposals	123	218	77%
Adjusted OIBDA	33,043	37,239	13%

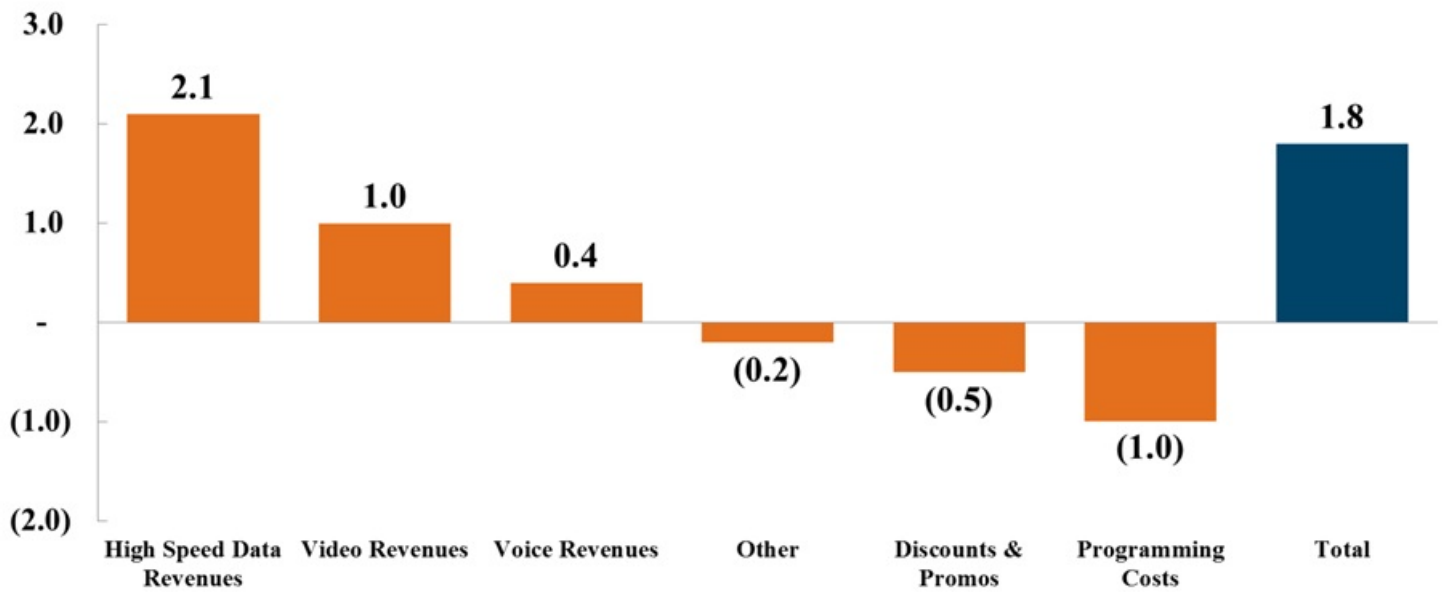
Adjusted OIBDA by Segment (\$ millions)

	<u>Wireless</u>		<u>Cable</u>		<u>Wireline</u>	
	<u>Q2'14</u>	<u>Q2'15</u>	<u>Q2'14</u>	<u>Q2'15</u>	<u>Q2'14</u>	<u>Q2'15</u>
Operating Income	\$ 17.6	\$ 19.3	\$ (2.1)	\$ (0.4)	\$ 3.8	\$ 4.0
Depreciation and amortization	8.1	8.6	5.8	5.8	2.6	3.1
Loss on asset sales	-	-	-	0.1	-	0.1
Share based compensation	0.1	0.1	0.2	0.2	0.1	0.1
Adjusted OIBDA	\$25.8	\$28.0	\$ 3.9	\$ 5.7	\$6.5	\$ 7.3
Percent Change		9%		46%		12%
Adjusted OIBDA Margin	50%	53%	19%	24%	42%	44%

Wireless Segment – Change in Adjusted OIBDA Q2'15 vs. Q2'14 (\$ millions)



Cable Segment – Change in Adjusted OIBDA Q2'15 vs. Q2'14 (\$ millions)

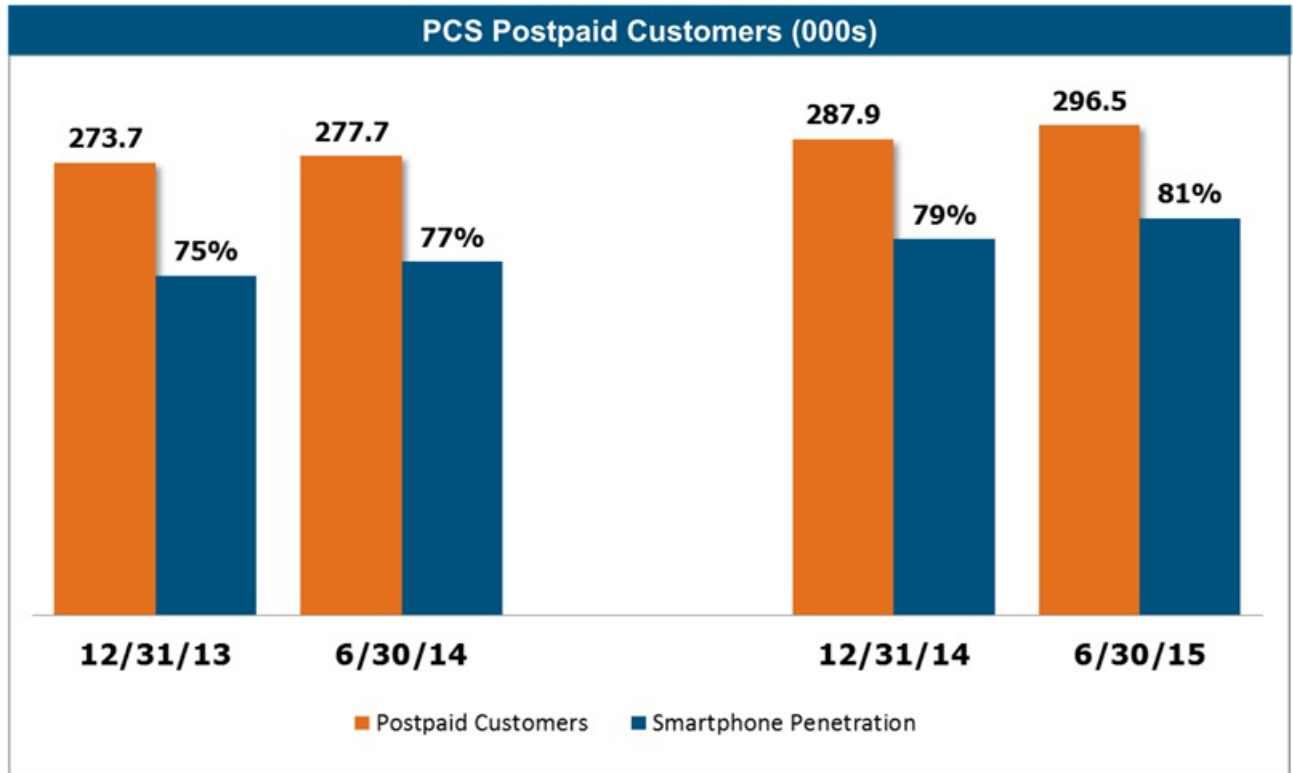




Earle MacKenzie

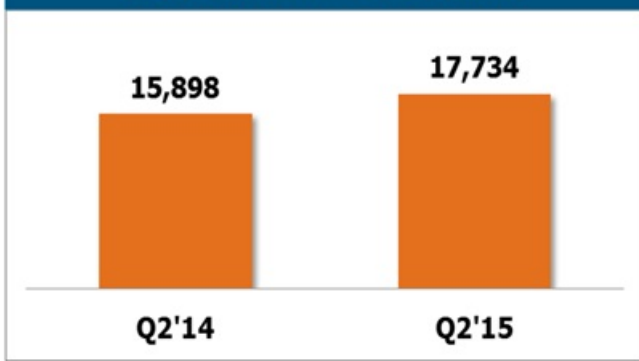
EVP and COO

Postpaid Customer Growth



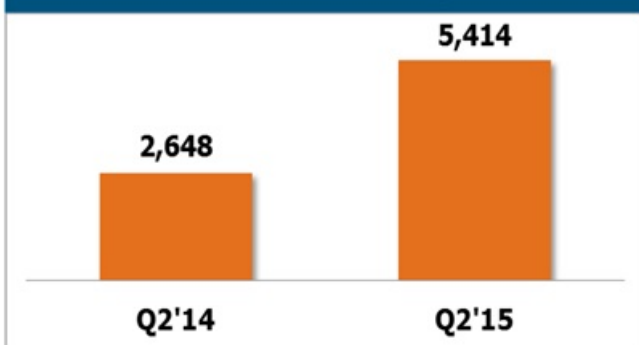
Postpaid Customer Additions

Gross Additions - Postpaid



- Net adds of 5,414 in Q2 2015 versus 2,648 in Q2 2014
- Shentel-controlled channels produced 36% of gross adds in Q2 2015 and 47% in Q2 2014
- Q2 2015 churn of 1.40%, down from 1.60% in Q2 2014

Net Additions - Postpaid

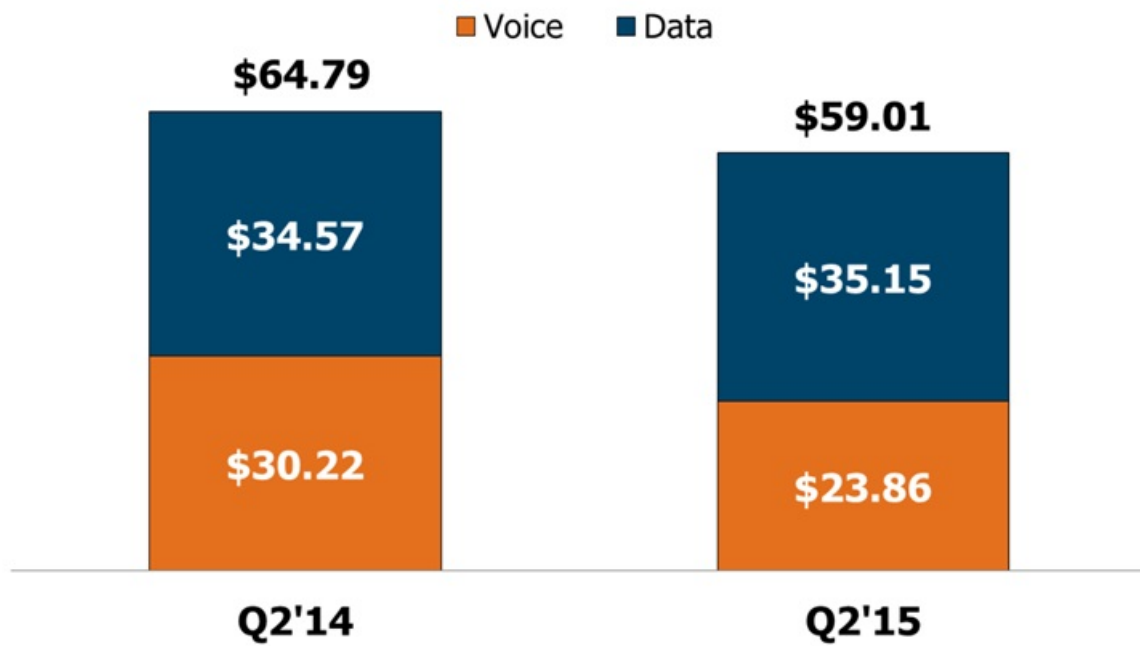


Postpaid Churn



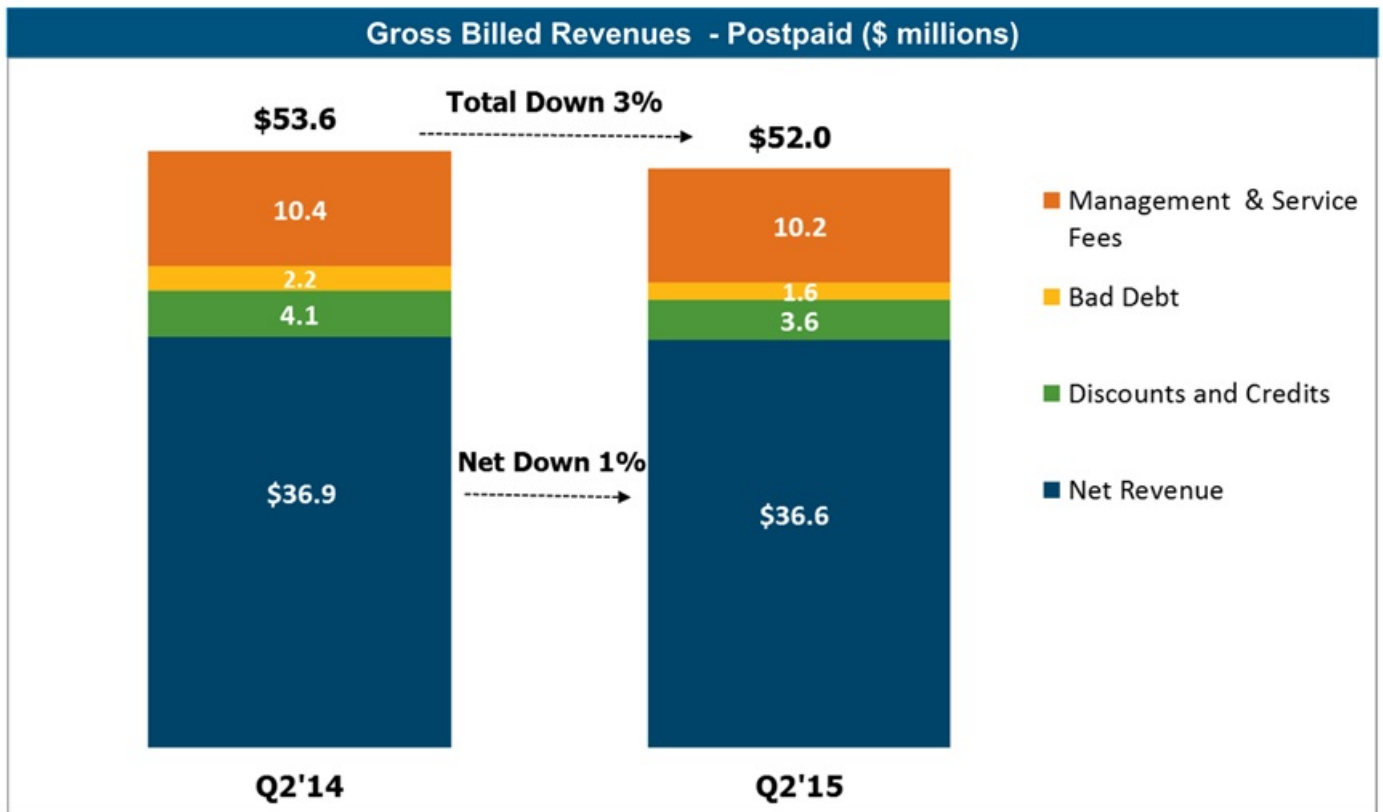
Billed Revenue per Customer Down; Data Usage Increasing

Gross Billed Service Revenue per Postpaid User – Data & Voice ¹

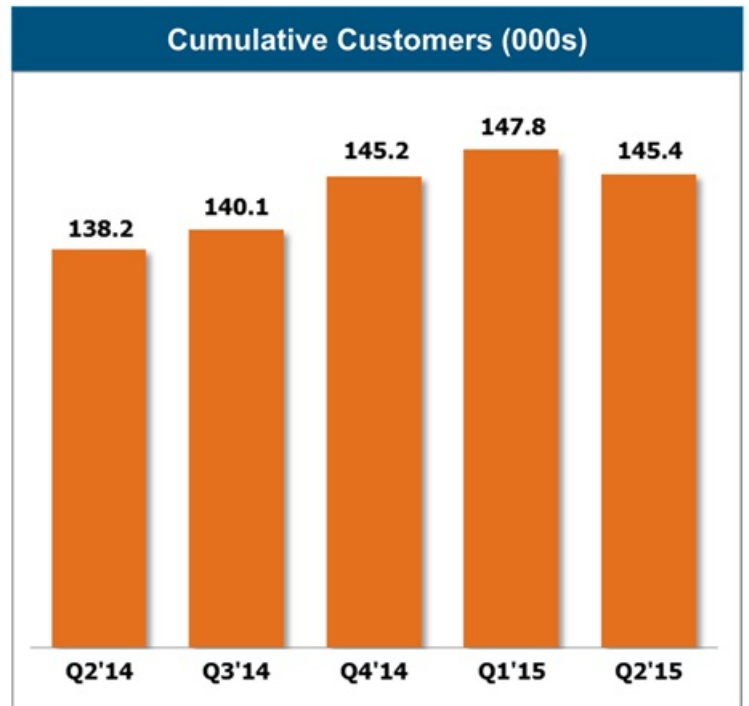
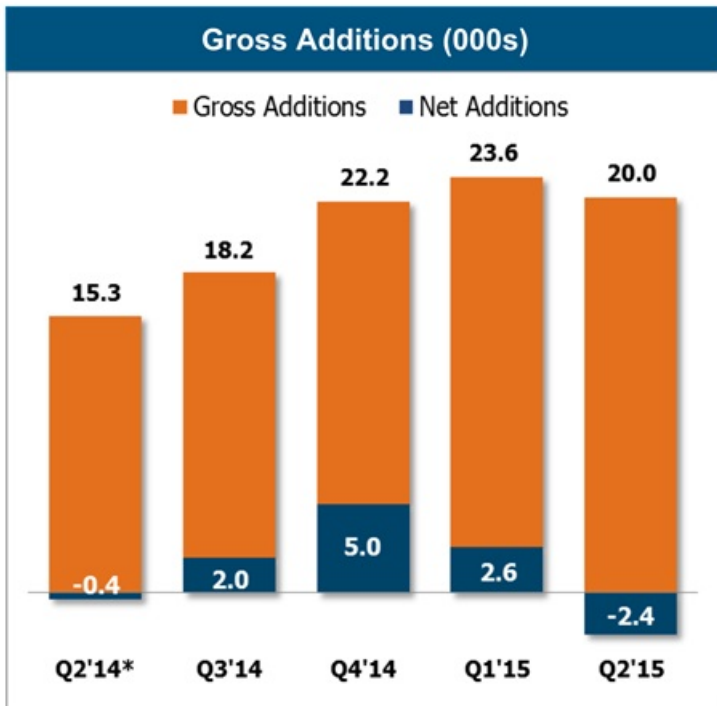


¹ – Before Service credits, bad debt, Sprint Nextel fees.

PCS Revenues

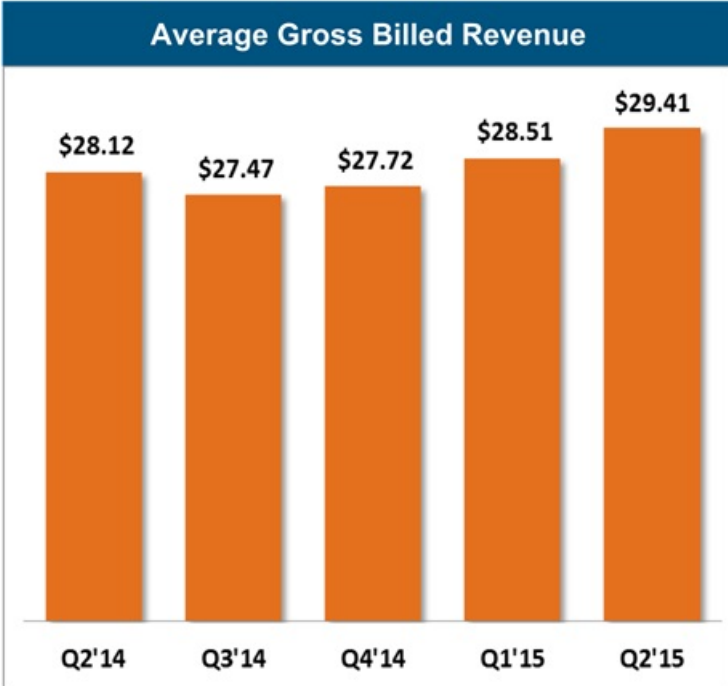
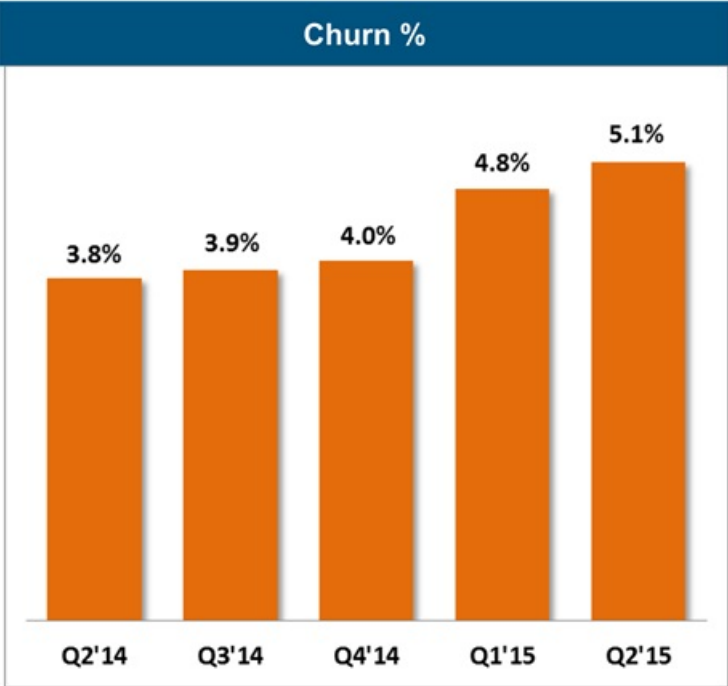


PCS Prepaid Statistics



*The losses of customers in Q2'14 and Q2'15 largely relate to more stringent governmental requirements for customers renewing their eligibility for the government subsidized Assurance program.

PCS Prepaid Statistics



Network Statistics at 6/30/15

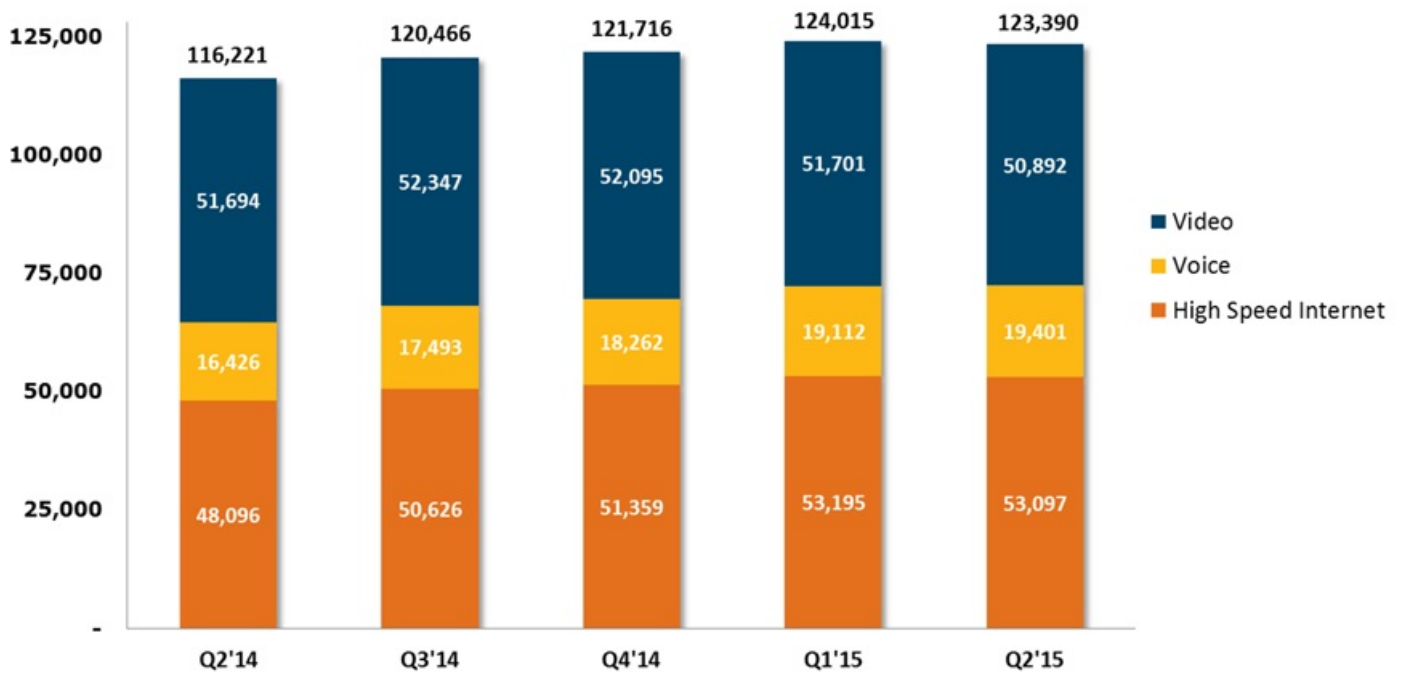
■ 546 Cell Sites

- 94% have a second LTE carrier at 800 MHz
- 166 sites have three carriers, including a second carrier at 1900 MHz

■ Traffic

- 86% of data traffic is on LTE, with 34% on 800 MHz
- Average speeds of approximately 5 Mbps
- Data usage grew 11% in Q2'15
- Average customer uses approximately 4.0 GB per month
- Dropped calls - 0.6%
- Blocked calls - 0.3%

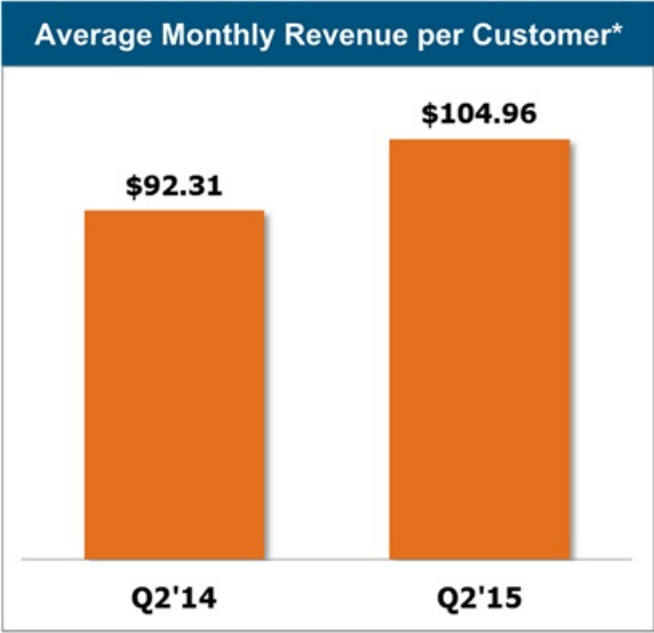
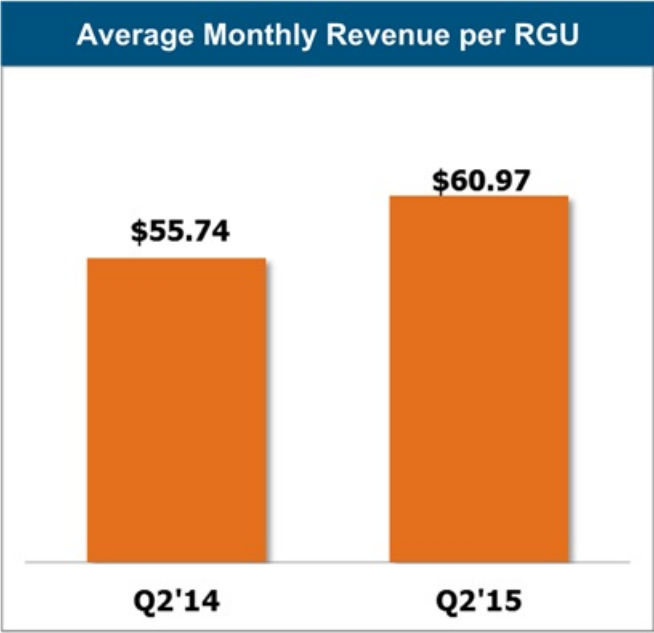
Cable - RGU Growth by Quarter



Customers	69,889 ⁽¹⁾	71,302	71,298	72,192	71,469 ⁽¹⁾
RGU's/Customer	1.66	1.69	1.71	1.72	1.73

1. College students disconnect during summer

Increasing Average Monthly Cable Revenue



*Average monthly revenue per video subscriber was \$124.32 and \$147.12 for Q2 2014 and Q2 2015, respectively.

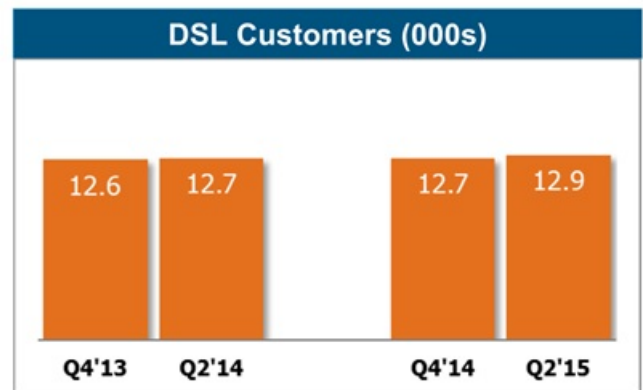
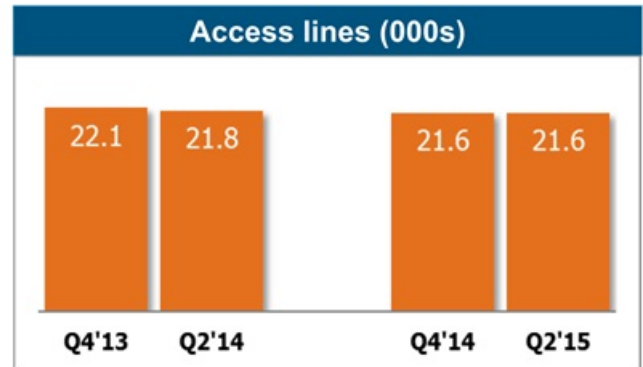
Key Operational Results – Cable*

	Q2 2014	Q2 2015
Homes Passed	171,147	172,144
Total Revenue Generating Units	116,221	123,390
Customer Relationships	69,889	71,469
RGUs per Customer Relationship	1.66	1.73
Video		
Revenue generating units	51,699	50,892
Penetration	30.2%	29.6%
Digital video penetration	63.6%	73.8%
High-speed Internet		
Available Homes	168,923	172,144
Revenue generating units	48,096	53,097
Penetration	28.5%	30.8%
Voice		
Available Homes	166,186	169,407
Revenue generating units	16,426	19,401
Penetration	9.9%	11.5%

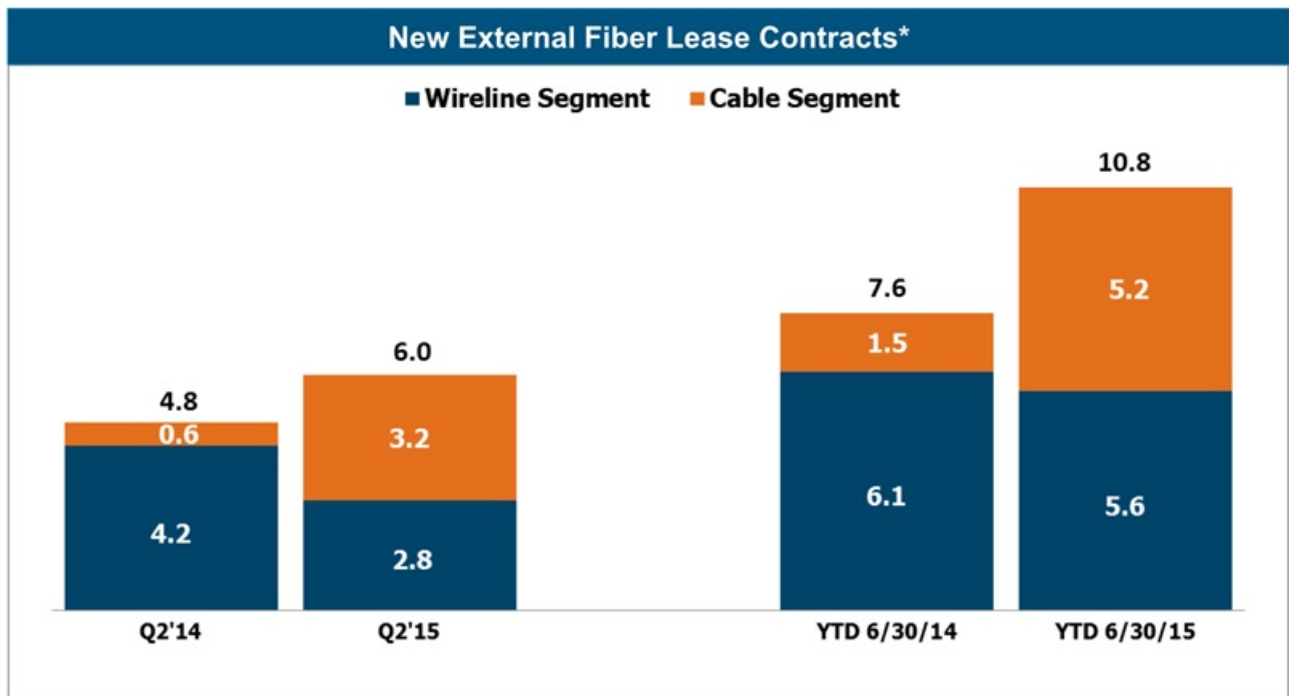
*Excludes cable operations in Shenandoah County, VA which are included in the Wireline segment.

Key Operational Results - Wireline

- Access line loss of 1.0% in past 12 months
- Broadband penetration in LEC area at 59.5%
- Total connections at 6/30/15 of 34.5 thousand
- 5,473 video subscribers at 6/30/15

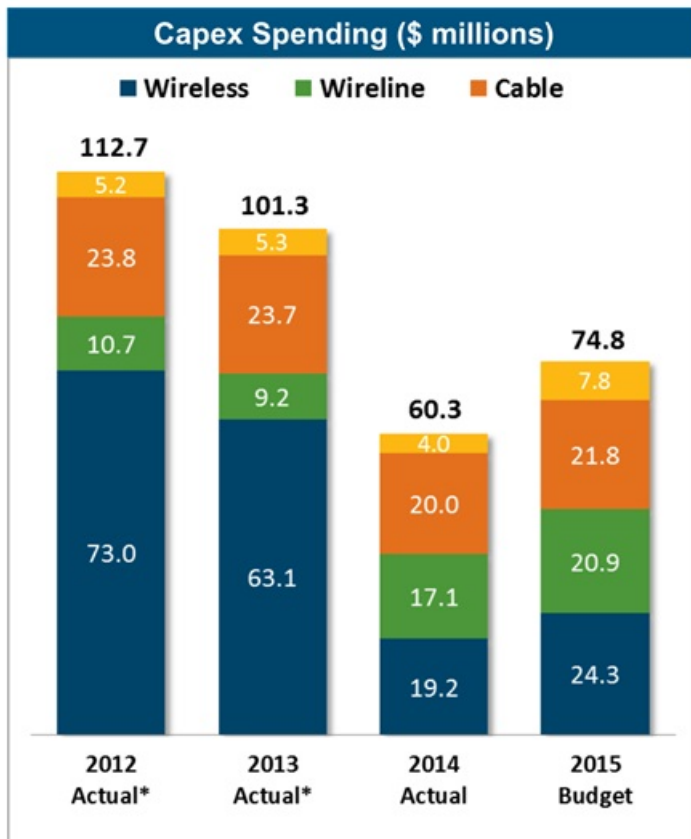


Wireline and Cable Fiber Sales (\$ millions)



*Amounts shown represent the total contract value. Contract Terms range from 36 to 120 months.

Investing in the Future



- 2015 Capex Budget:
 - 33% Network Capacity
 - 30% Network Maintenance
 - 20% Network Expansion
 - 17% Success-Based

* Accounts payable at December 31, 2013 and 2012 included \$6.5 million and \$24.7 million associated with PCS Network Vision capital expenditures.

Q&A

Appendix

Non-GAAP Financial Measures – Billed Revenue per Prepaid & Postpaid Subscriber

Dollars in thousands (except subscribers and revenue per subscriber)

	<u>2Q 2014</u>	<u>2Q 2015</u>
Gross billed revenue		
Wireless segment total operating revenues	\$ 51,774	\$ 52,702
Equipment revenue	(1,306)	(1,286)
Tower lease revenue	(2,466)	(2,592)
Gross billed revenue – prepaid	(11,648)	(12,945)
Prepaid service fee	705	783
Other revenue	(135)	(75)
Wireless service revenue – postpaid	36,924	36,587
Service credits	4,058	3,587
Write-offs	2,241	1,593
Management fee	3,786	3,705
Service fee	6,626	6,485
Gross billed revenue – postpaid	<u>\$ 53,635</u>	<u>\$ 51,957</u>
Average Prepaid subscribers	138,053	146,696
Billed revenue per Prepaid subscriber	\$ 28.12	\$ 29.41
Average Postpaid subscribers	275,949	293,488
Billed revenue per Postpaid subscriber	\$ 64.79	\$ 59.01

Calculation of Billed revenue per subscriber = Gross billed revenue / Average subscribers / 3 months



Postpaid PCS Customers Top Picks Q2 2015

■ Top Service Plans – 54% of Gross Adds

Family Unlimited, Talk/Text/Data	20%
Unlimited, Talk/Text	11%
\$50 Unlimited Plan	10%
Unlimited, My Way	7%
Data Share, Unlimited Talk/Text	6%

■ Top Devices – New Activations – All Channels

iPhone	36%
Samsung Galaxy S	21%
LG G Pad	9%
LG G3	7%

Smartphones made up 81% of the Postpaid base in Q2'15, up from 80% in Q1'15 and 77% in Q2'14.

iPhone Statistics – Q2'15

- 36% of Q2 Gross Adds
- 31% of iPhones were sold or upgraded in Shentel-controlled channels
- 37.3% of 6/30/15 Postpaid customers had the iPhone, up from 36.5% at 3/31/15 and 31.6% at 6/30/14.
- iPhone Base – 6/30/15
 - 43% iPhone 5, 5C & 5S
 - 40% iPhone 6, 6 Plus
 - 17% iPhone 4 & 4S

Non-GAAP Financial Measure – Average Monthly Cable Revenue

Dollars in thousands (except subscribers and revenue per user)

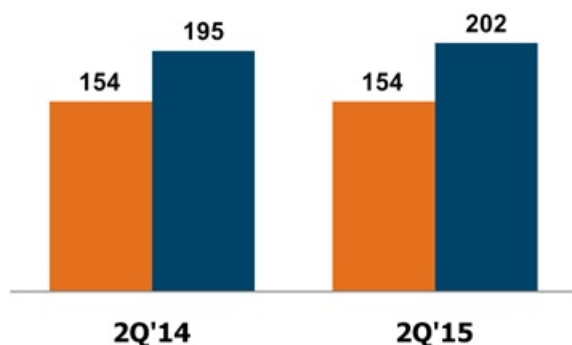
	Q2 2014	Q2 2015
Net Service Revenue	\$ 17,417	\$ 20,280
Set-top box rentals	1,752	1,963
FUSC and pass-through fees	338	410
Video, Internet & Voice Revenue	19,507	22,653
Other miscellaneous revenue	1,330	1,500
Total Operating Revenue	20,837	24,153
Video revenue	11,695	12,725
Internet revenue	6,319	8,123
Voice revenue	1,493	1,805
Video, Internet & Voice Revenue	\$ 19,507	\$ 22,653
<u>Average Subscribers</u>		
Video	52,304	51,327
Internet	48,218	53,239
Voice	16,133	19,280
Revenue Generating Units (RGUs)	116,655	123,845
Average Customer Relationships	70,442	71,940
<u>Average Revenue Per User (ARPU)</u>		
Revenue Generating Units (RGUs)	\$ 55.74	\$ 60.97
Customer Relationships	92.31	104.96
Video	124.32	147.12



Key Operational Results – Mobile Company

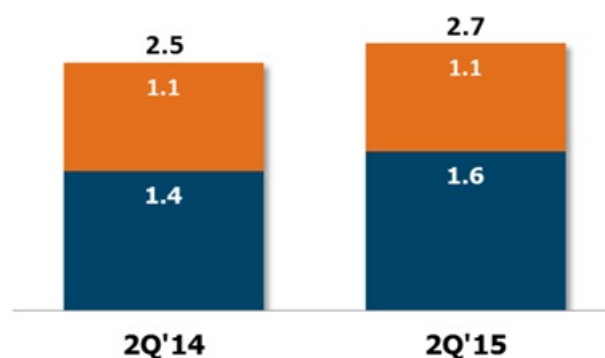
Towers and Leases

■ Towers ■ Non-affiliate Leases



Mobile Tower Revenue (\$ millions)

■ Non-affiliate Revenue ■ Affiliate Revenue



(in thousands)

	<u>Q2'14</u>	<u>Q2'15</u>
Operating Income	\$1,324	\$1,201
Deprec. and Amort.	387	442
Share Based Compensation	4	5
Adjusted OIBDA	\$1,715	\$1,648