FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									

0.5

hours per response:

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* MACDONALD DAVID K					2. Issuer Name and Ticker or Trading Symbol SHENANDOAH TELECOMMUNICATIONS CO/VA/[5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				Owner	
(Last) (First) (Mid				-	SHEN]										N) .	below	(specify)	
459	,		3. Date of Earliest Transaction (Month/Day/Year) 01/06/2005								VP-Operations							
RG V	A :	22824		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								ridual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person					
(St	ate) (Zip)													Form filed by More than One Reporting Person			
	Tab	le I - No	on-Deriv	ative	Sec	uritie	s Ac	quired	l, Di	sposed o	f, or B	enefic	ially	Owne	ed			
Date			Date	te		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					nd 5) Secur Benef Owne		ities icially d Following	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		Trans	action(s)		(instr. 4)	
Common				2005				J ⁽¹⁾		1	A	\$33.	0287		22	I	BY SON	
Common 01/0				2005	005			J ⁽¹⁾		1	A \$33		0287)287 22		I	BY SON	
Common														1,572	D			
	Ta	able II -												wned				
ve Conversion Date Execution Date, or Exercise (Month/Day/Year) if any						of Deriv Secu Acqu (A) or Dispo of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)			Amoun		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Fig. 459) RG VA (St. 22) Conversion or Exercise Price of Derivative	(First) (459 RG VA (State) (Table curity (Instr. 3) Table curity (Instr. 3) Table curity (Instr. 3)	(First) (Middle) (First) (Middle) (ASG VA 22824 (State) (Zip) Table I - Note curity (Instr. 3) Table II - Conversion or Exercise (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (First) (Middle) (ASG VA 22824 (State) (Zip) Table I - Non-Derive (Month/Date) Table II - Derivate (e.g., point (e.g., point (e.g., point (month/Day/Year)) 2. Table II - Derivate (e.g., point (e.g., point (month/Day/Year))	(First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative (Month/Day/Year) (Conversion or Exercise Price of Derivative (Month/Day/Year) (First) (Middle) 3. Dio 01/04 4. If TE SHI 3. Dio 01/06/2005 01/06/2005 01/06/2005 3. Transaction Date (Leg., puts, c. Code (I. g.)) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (First) (Middle) (Shen] 3. Date of 01/06/20 4. If Amen Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls, fany (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (First) (Middle) (RG VA 22824 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) (Conversion of Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) SHENAND TELECOM SHEN] 3. Date of Earlies 01/06/2005 4. If Amendment 2A. Deeme Execution if any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) (Month/Day/Year) SHENAND TELECOM SHEN] 3. Date of Earlies 01/06/2005 4. If Amendment Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) (Month/Day/Year)	SHENANDOAF TELECOMMUN SHEN] 3. Date of Earliest Trans 01/06/2005 4. If Amendment, Date of Executity (Instr. 3) Table I - Non-Derivative Securities Accurity (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, 2. Transaction Date (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, 3. Transaction Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) SHENANDOAF TELECOMMUN SHEN] 3. Date of Earliest Trans 01/06/2005 4. If Amendment, Date of Execution Date, if any (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, 01/06/2005	SHENANDOAH TELECOMMUNICAL SHEN	SHENANDOAH TELECOMMUNICATIO SHEN	SHENANDOAH TELECOMMUNICATIONS CO/\(\) SHEN	Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year) Shear (Month	SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN] 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2005 4. If Amendment, Date of Original Filed (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficate (Month/Day/Year) Code [Instr. 3] Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Benefician (E.g., puts, calls, warrants, options, convertible securities) Amount or Disposed of, or Benefician (E.g., puts, calls, warrants, options, convertible securities) Amount or Disposed of, or Benefician (E.g., puts, calls, warrants, options, convertible securities) Amount or Disposed of (D) (Instr. 3, 4 and 5) Amount or Disposed of (D) (Instr. 3, 4 and 5) Amount or Disposed of (D) (Instr. 3, 4 and 5) Amount or Disposed of (D) (Instr. 3, 4 and 5) Amount or Disposed of (D) (Instr. 3, 4 and 5) Amount or Disposed of (D) (Instr. 3, 4 and 5)	SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN] 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2005 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Inditine) X Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Scurity (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) 01/06/2005 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Oxocode (Instr. 8) 1. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Oxocode (Instr. 8) 1. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Oxocode (Instr. 8) 1. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Oxocode (Instr. 8) 2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Oxocode (Instr. 8) 2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Oxocode (Instr. 8) 3. Transaction Date (E.g., puts, calls, warrants, options, convertible securities) 2. Code v Amount (A) or Price (Instr. 9) 4. \$33.0287 Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Oxocode (Instr. 8) 2. Derivative Securities Acquired (Month/Day/Year) 3. Transaction Date (Instr. 9) 4. Total A \$33.0287 Table II - Derivative Securities Acquired (Month/Day/Year) 2. Derivative Securities Acquired (Month/Day/Year) 3. Transaction Date (Instr. 9) 4. Total A \$33.0287 4. Securities Acquired (A) or Disposed of, Or Beneficially Oxocode (Instr. 8) 5. Number (Month/Day/Year) 6. Date Exercisable and Expiration Date (Instr. 9) 8. Price of Oxocode (Instr. 9) 8. Date of Exercisable and Expiration Date (Instr. 9) 8. Price of Oxocode (Instr. 9) 8. Price of Oxocode (Instr. 9) 8. Price of	SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN] 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2005 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) (Month/Day/Year) (Month/Day/Year) A S33.0287 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) (Instr. 5) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) (Instr. 5) A Say, Deemed Execution Date, If any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A Derivative Securities Acquired (A) or Disposed of (Instr. 3) (Instr. 5) A Deemed Execution Date, If any (Month/Day/Year) (Instr. 5) A Dependence X Derivative Securities Acquired (A) or Disposed of (Instr. 3) A Dependence X Derivative Securities Acquired (A) or Disposed of (Instr. 3) A Dependence X Derivative Securities Acquired (A) or Disposed of (Instr. 3) A Dependence X Derivative Securities Acquired (Instr. 3) A Dependence X Derivati	SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN] 3. Date of Earliest Transaction (Month/Day/Year) Oli/06/2005 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Person (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (P.) Table II - Derivative Securities Acquired, Disposed of, or Benefici	SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN] (Check all applicable) NP-Operations Officer (give title below) VP-Operations State (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) Outloof 2005 Table I - Non-Derivative Securities Acquired, Disposed of (P) (Instr. 3, 4 and 5) Outloof 2005 Jill I A \$33.0287 Z I I Outloof 2005 Jill I A \$33.0287 Z I I Outloof 2005 Jill I A \$33.0287 Z I I Outloof 2005 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction (Instr. 4) Transaction Date (e.g., puts, calls, warrants, options, convertible securities) A Securities Securities Outloof 2005 Jill I A \$33.0287 Z I I Outloof 2005 Jill I A \$33.0287 Z I I Outloof 2005 Jill I A \$33.0287 Jiprice of Ordinate of	

Explanation of Responses:

1. Shares acquired through Dividend Reinvestment Plan.

/s/ David K. MacDonald

01/07/2005

** 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.