### Edgar Filing: SHENANDOAH TELECOMMUNICATIONS CO/VA/ - Form 4

SHENANI Form 4 June 24, 20	DOAH TELECON	MMUNIC	ATION	S CO/VA	./								
FOR	ЛЛ									OM	1B APP	ROVAL	
	UNITEL	) STATES		RITIES				COMMISSI	ON	OMB Numbe	er:	3235-0287	7
Check if no lo								Expire	es: January 3				
subject	MENTO	F CHANGES IN BENEFICIAL OWNERSHIP OI SECURITIES							Estimated average burden hours per				
abligations				on 16(a) of the Securities Exchange Act of 1934, c Utility Holding Company Act of 1935 or Sectio						burder respon		per 0.5	5
may co <i>See</i> Ins 1(b).	ntinue. Section 17 truction			Investmer	•	-	•						
(Print or Type	e Responses)												
FRENCH CHRISTOPHER E Symbol SHEN TELE					or Tra	nding	5. Relationship of Reporting Person(s) to Issuer						
			SHENANDOAH TELECOMMUNICATIONS CO/VA/ [SHEN]					(Check all applicable) X Director 10% Owner				wner	
(Last)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			X Officer ( below)	(give t	itle below President	_ Other ( v)	specify			
PO BOX 459 06/21/2013													
				nendment, I Ionth/Day/Ye	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>								
EDINBU	RG, VA 22824							Person	by Mc	ore than C	пе керо	rting	
(City)	(State)	(Zip)	Та	ble I - Non	-Derivati	ve Sec	urities A	cquired, Dispose	d of,	or Bene	ficially	Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5) ) (Instr. 8) (A)				BeneficiallyForOwnedDirFollowingor IReported(I)		vnership Indi rm: Owr	Indired	ature of rect Beneficial tership tr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)					
Common Stock	06/21/2013			А	1,055	А	\$ 16.91	153,800	D				
Common Stock	06/21/2013			F	349	D	\$ 16.91	153,451	D				
Common Stock								55,230	Ι		By Sj	pouse	
Common Stock								6,834	Ι		By D	aughter	
Common Stock								6,834	Ι		By Se	on	

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Common Stock	6,834	Ι	By Son
Common Stock	92,387 <u>(1)</u>	I	TTEE French Grandchildren Trust
Common Stock	223,776 <u>(1)</u>	I	TTEE U/A WBF fbo Grandchildren
Common Stock	169,983 <u>(1)</u>	Ι	TTEE WBF fbo Anne
Common Stock	169,983	I	TTEE WBF fbo Christopher
Common Stock	75,432 <u>(1)</u>	Ι	TTEE WBF fbo Cynthia
Common Stock	3,240 <u>(1)</u>	Ι	TTEE Gladys H Teale Trust

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

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 control number.

# 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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Transaction f Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	06/21/2013		М	1,055	(3)	06/21/2014	Common Stock	1,055	

# **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

8 I S (

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10% Owner Other Director Officer

FRENCH CHRISTOPHEI PO BOX 459 EDINBURG, VA 22824	R E X	President
Signatures		
Christopher E		
French	06/24/2013	

French

\*\*Signature of **Reporting Person** 

#### Date

## **Explanation of Responses:**

- \* 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).
- These shares are held in trust for the benefit of certain relatives of Mr. French. Mr. French disclaims beneficial ownership of the shares as (1)to which he has no pecuniary interest and this filing is not an admission that Mr. French is the beneficial owner of such shares.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock.
- The restricted stock units vest 1/4 on each the first, second, third and fourth anniversary subject to the continuous employment by the (3) Company or one of its affiliates until the date of vesting. Vested shares will be delivered to the reporting person on the vesting date. The restricted stock units are subject to forfeiture in accordance with the Company's executive compensation recovery policy.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.