Kyle Christopher S Form 3 June 22, 2010

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement SHENANDOAH TELECOMMUNICATIONS CO/VA/ Kyle Christopher S (Month/Day/Year) [SHEN] 06/22/2010 (First) (Middle) 4. Relationship of Reporting (Last) 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **PO BOX 459** (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% Owner _X_ Form filed by One Reporting X_ Officer Other Person EDINBURG, Â VAÂ 22824 (give title below) (specify below) _ Form filed by More than One **VP-Information Technology** Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common 3,813 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisab Expiration Date (Month/Day/Year)	ele and	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
					Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security Direct (I		
						or Indirect	

Edgar Filing: Kyle Christopher S - Form 3

				Shares		(I) (Instr. 5)	
Performance Shares	(2)	09/17/2015	Common	934	\$ <u>(1)</u>	D	Â
Incentive Stock Option	02/16/2010(3)	02/16/2016	Common	3,039	\$ 25.26	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director 10% Owner Officer		Officer	Other		
Kyle Christopher S PO BOX 459 EDINBURG, VA 22824	Â	Â	VP-Information Technology	Â		

Signatures

Christopher S
Kyle

**Signature of Reporting Person

O6/22/2010

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- **(1)** 1-for-1
 - Vesting is subject to market and time-based conditions, both of which must be met for vesting to occur. The time-based condition requires that a recipient must remain in the continuous employement of the Company or one of its Affiliates until the date upon which the
- (2) Performance Shares vest. All of the shares will fully vest on September 17, 2012, 2013, 2014 or 2015 if the average closing price for the common stock for the 30 day period ending on the day prior to such date is greater than or equal to \$28.70, \$30.34, \$31.98, and \$33.62 respectively. If the Performance Shares do not vest on or prior to September 17, 2015 they will be forfeited.
- (3) The option vests 1/5 on each the first, second, third, fourth and fifth anniversary.

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.

Reporting Owners 2