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

SHENANDO Form 4 June 22, 2012	DAH TELECO 2	OMMUNICA	ATIONS	CO/VA/							
				RITIES AND EXCHANGE COMMISSION shington, D.C. 20549					OMB AF	PROVAL	
								OMMISSION	OMB Number:	3235-0287	
Subject to Section 16. Form 4 or				CHANGES IN BENEFICIAL OWNERSHIP OF					Expires:	January 31,	
			F CHAN						Estimated a	2005 verage	
				SECURITIES						burden hours per	
				on 16(a) of the Securities Exchange Act of 19					response	0.5	
obligation	• • • • • • • • • • • • • • • • • • • •	-					-				
may cont	inue.			vestment	•	· ·		1935 or Section	1		
See Instru 1(b).	iction	50(11)	or the m	vestment	Compan	y 110	101174	0			
(Print or Type F	Responses)										
			r Name <b>and</b> Ticker or Trading			5. Relationship of Reporting Person(s) to Issuer					
John W Flor	a		Symbol	<sup>ymbol</sup> HENANDOAH ELECOMMUNICATIONS CO/VA/ [SHEN]				ISSUEI			
								(Check all applicable)			
								Officer (give title Other (specify			
(Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)			below) below)						
PO BOX 459		06/21/2012									
	(Street)		4. If Ame	ndment, Da	te Origina			6. Individual or Jo	int/Group Filin	g(Check	
				th/Day/Year)	-			Applicable Line)			
							_X_ Form filed by One Reporting Person Form filed by More than One Reporting				
EDINBURC	э, VA 22824							Person		porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution any		3. Transactio Code (Instr. 8) Code V	(Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	06/21/2012			А	303	A	\$ 11.97	2,498	D		

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)	4. Transacti Code (Instr. 8)	5. Number onof 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 Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	06/21/2012		М	303	(2)	06/21/2013	Common Stock	303	

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## **Reporting Owners**

Reporting Owner Name / Addres	<b>SS</b>	Relationships							
1 0	Director	10% Owner	Officer	Other					
John W Flora PO BOX 459 EDINBURG, VA 22824	Х								
Signatures									
John W Flora	06/21/2012								
****	D .								

\*\*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).
- (1) Each restricted stock unit represents a contingent right to receive one share of common stock.

The restricted stock unit vest 1/3 on each the first, second and third anniversary subject to the continuous service on the Board of (2) Directors of the Company or one of its affiliates until the date of vesting. Vested shares will be delivered to the reporting person on the vesting date.

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.