FRENCH CHRISTOPHER E

Form 4

February 25, 2019

FORM 4

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

2. Issuer Name and Ticker or Trading

TELECOMMUNICATIONS

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

SHENANDOAH

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

FRENCH CHRISTOPHER E

				CO/VA/ [SHEN]			_X_ Director		_ 10% Owner		
(Last) (First) PO BOX 459		(Middle) 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2019			Officer (give title Other (specify below) President						
(Street) EDINBURG, VA 22824			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed	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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	Common Stock	02/21/2019			A	10,222	A	\$0	216,544	D	
	Common Stock	02/21/2019			F	3,500	D	\$ 50.79	213,044	D	
	Common Stock								64,296	I	By Spouse
	Common Stock								13,668	I	By Son
	Common Stock								137,984	I	TTEE French Grandchildren

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			Trust (1)
Common Stock	316,484	I	TTEE U/A WBF fbo Grandchildren
Common Stock	345,000	I	By Son as TTEE of French Family Trust (1)
Common Stock	339,966	I	TTEE WBF fbo Anne (1)
Common Stock	146,249	I	TTEE WBF fbo Cynthia (1)
Common Stock	339,966	I	TTEE WBF fbo Christopher (1)
Common Stock	6,480	I	TTEE Gladys H Teale Trust

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

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SEC 1474 (9-02)

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. Transac Code (Instr. 8	ransaction of Derivative ode Securities		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 Unit	<u>(2)</u>	02/21/2019		M			2,710	<u>(3)</u>	02/21/2019	Common Stock	2,710
Restricted Stock Unit	<u>(2)</u>	02/21/2019		M			2,474	<u>(3)</u>	02/20/2020	Common Stock	2,474
	<u>(2)</u>	02/21/2019		M			2,371	(3)	02/18/2021		2,371

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Restricted Stock Unit							Common Stock	
Restricted Stock Unit	<u>(2)</u>	02/21/2019	M	2,667	(3)	02/17/2022	Common Stock	2,667

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FRENCH CHRISTOPHER E PO BOX 459	X		President					
EDINBURG, VA 22824								

Signatures

Chirstopher E

French 02/25/2019

**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 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.
- (3) The option vests one-fourth on each the first, second, third and fourth anniversary. The options (and shares issuable upon exercise of the option) are subject to cancellation and 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.

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