

SHENANDOAH TELECOMMUNICATIONS CO/VA/

Form S-8 POS

July 09, 2014

As filed with the Securities and Exchange Commission on July 9, 2014

Registration No. 333-21733

---

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

---

POST-EFFECTIVE AMENDMENT NO. 1 TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

---

SHENANDOAH TELECOMMUNICATIONS COMPANY

(Exact name of registrant as specified in its charter)

Virginia	54-1162807
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

500 Shentel Way	22824
P.O. Box 459	(Zip Code)
Edinburg, VA 22824	
(Address of Principal Executive Offices)	

---

Shenandoah Telecommunications Company  
Stock Incentive Plan  
(Full title of the plan)

---

Raymond B. Ostroski  
General Counsel and Secretary  
500 Shentel Way  
P.O. Box 459  
Edinburg, VA 22824  
(Name and address of agent for service)  
(540) 984-5040  
(Telephone number, including area code, of agent for service)

---

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

---

---

EXPLANATORY STATEMENT

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-8 (Registration No. 333-21733) filed by the Registrant with the Securities and Exchange Commission on February 13, 1997, pertaining to the registration of 240,000 shares of the Registrant's common stock, no par value per share, issuable under the Shenandoah Telecommunications Company Stock Incentive Plan (the "Plan"). The Registrant is filing this Post-Effective Amendment No. 1 to deregister all shares of common stock that have not been sold or otherwise issued under the Plan.

---

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and that it has duly caused this Post-Effective Amendment No. 1 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Edinburg, Commonwealth of Virginia, on July 8, 2014.

SHENANDOAH TELECOMMUNICATIONS  
COMPANY

By: /s/ Christopher E. French  
Name: Christopher E. French  
Title: President and Chief Executive Officer

---