

SHENANDOAH TELECOMMUNICATIONS CO/VA/  
Form 8-K  
March 01, 2007

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): February 19, 2007

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**Shenandoah Telecommunications Company**

(Exact name of registrant as specified in its charter)

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**Virginia**  
(State or other jurisdiction of  
incorporation)

**0-9881**  
(Commission File Number)

**54-1162807**  
(IRS Employer Identification No.)

**500 Shentel Way**

**P.O. Box 459**

**Edinburg, VA**

(Address of principal executive offices)

**22824**  
(Zip Code)

**Registrant's telephone number, including area code(540) 984-4141**

Not applicable

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(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2-(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02(e) Compensatory Arrangements of Certain Officers**

At its meeting on February 19, 2007, the Board of Directors of the Company, acting pursuant to a recommendation of its personnel committee, approved cash bonuses for fiscal year 2006 performance for the Company's Chief Executive Officer, Chief Financial Officer and Named Executive Officers, subject to certain conditions. On March 1, 2007, the final condition was removed, and the following cash bonus amounts were approved for the indicated officers:

| <u>Name and Principal Position</u>       | <u>Bonus</u> |
|--|--------------|
| Christopher E French<br><i>President</i> | \$82,203     |

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| <u>Name and Principal Position</u>   | <u>Bonus</u> |
|--|--------------|
| Earle A MacKenzie<br><i>Executive Vice President<br/>and Chief Financial Officer</i> | \$56,856     |
| Jonathan R Spencer<br><i>Vice President<br/>and General Counsel</i>                  | \$24,061     |
| David E Ferguson<br><i>Vice President, Customer Services</i>                         | \$31,442     |
| William L Pirtle<br><i>Vice President, Sales</i>                                     | \$37,841     |

The Board of Directors awarded the cash bonuses to each of the executive officers pursuant to the Company's cash incentive plan for fiscal year 2006.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SHENANDOAH TELECOMMUNICATIONS COMPANY

(Registrant)

March 1, 2007  
Executive Vice President and

/s/ Earle A. MacKenzie

Chief Financial Officer

(Duly Authorized Officer and Principal Financial Officer)