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SHENANDOAH TELE	COMMUNICATIONS CO/VA/
Form NT 10-K	
March 17, 2006	
UNITED STATES	
UNITED STATES	
SECURITIES AND EXCH	ANGE COMMISSION
Washington, D.C. 20549	
FORM 12b-25	
NOTIFICATION OF LAT	E FILING
CEC EIL E MUMBED	
SEC FILE NUMBER	
000-09881	
CUSIP NUMBER	
82312B106	
(Check one): x Form 10-K o	Form 20-F o Form 11-K o Form 10-Q o Form N-SAR o Form N-CSR
For Period Ended: December	31, 2005
o Ti	ransition Report on Form 10-K
	ransition Report on Form 20-F
	ransition Report on Form 11-K
	ransition Report on Form 10-Q
	ransition Report on Form N-SAR
For the Transition Period End	led:

PART I REGISTRANT INFORMATION

SHENANDOAH TELECOMMUNICATIONS COMPANY

Full Name of Registrant

500 Shentel Way,

Address of Principal Executive Office (Street and Number)

Edinburg, VA 22824

City, State and Zip Code

X

PART II RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
 - (c) The accountant s statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

(Attach extra Sheets if Needed)

As previously announced on February 28, 2006, the Company disclosed that it would restate its financial statements for the years ended December 31, 2004 and 2003, including the beginning retained earnings for the year ended December 31, 2003, all quarters of the year ended December 31, 2004 and the first three quarters of the year ended December 31, 2005 to correct errors relating to the Company s accounting for operating leases. As a result, the Company has not been able to conclude all the processes and procedures required for it to complete the preparation of its 2005 consolidated financial statements and its assessment as of December 31, 2005 of its internal control over financial reporting under Section 404 of the Sarbanes-Oxley Act of 2002 necessary to file its Annual Report on Form 10-K for the year ended December 31, 2005 within the time period prescribed for such report without unreasonable effort or expense.

PART IV OTHER INFORMATION

Earle MacKenzie	(Anna Carla)	984-4141 (Talashara Namahara)	_
(Name)	(Area Code)	(Telephone Number)	
Company Act of 1940 during? If answer is no, identify rep	g the preceding 12 months or for	or 15(d) of the Securities Exchange Act of 1934 or such shorter period that the registrant was required	
Yes x No o			
	significant change in results of op e included in the subject report or	perations from the corresponding period for the last portion thereof?	fiscal year will be reflected by
If so, attach an explanation of the results canno		rratively and quantitatively, and, if appropriate, stat	e the reasons why a reasonable
press release was furnished a financial results for the year year ended December 31, 20 diluted share in 2004. The C	as Exhibit 99.1 to the Current Rep and quarter ended December 31, 005, net income was \$10.7 million company s total revenues for 200.	oults for its fourth quarter and fiscal year ended Decoport on Form 8-K filed on March 17, 2006. The Cor 2005 will be as reflected in such press release. As part or \$1.39 per fully diluted share, compared to \$10.05 were \$146.4 million, compared to \$121.0 million as primarily driven by its PCS and NTC	mpany anticipates that the previously announced, for the 0 million or \$1.31 per fully

business units. Operating income for 2005 was \$19.4 million, an increase of \$1.4 million or 7.6% from 2004. The increase is a result of growth in PCS and Telephone offset by operating losses in NTC. The 2004 results have been restated for corrections in errors related to the Company s accounting for leases as reported in a press release furnished as Exhibit 99.1 to the Current Report on Form 8-K filed on February 28 2006.

Shenandoah Telecommunio	cations Company
(Name of Registrant as Spec	ified in Charter)
has caused this notification to	o be signed on its behalf by the undersigned hereunto duly authorized.
Date: March 17, 2006 Earle Mackenzie Executive Vice President	/s/ Earle Mackenzie