

SECURITIES AND EXCHANGE COMMISSION  
Washington, D. C. 20549

Form 10-Q/A

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For Quarter and Nine Months Ended September 30, 2001

Commission File Number 0-9881

SHENANDOAH TELECOMMUNICATIONS COMPANY  
(Exact name of registrant as specified in its charter)

Virginia  
(State or other jurisdiction of  
incorporation or organization)

54-1162807  
(IRS Employer  
Identification Number)

PO Box 459, Edinburg, Virginia 22824  
(Address of principal executive office and zip code)

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

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES

NO

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of the close of the period covered by this report.

Class	Outstanding at October 31, 2001
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Common Stock, No Par Value	3,764,873 Shares

SHENANDOAH TELECOMMUNICATIONS COMPANY AND SUBSIDIARY COMPANIES

EXPLANATORY NOTE

This Amendment No. 1 to the Registrant's Quarterly Report on Form 10-Q for the Quarter ended September 30, 2001, is being filed to revise the presentation of the EBITDA results by segment, for the three months and nine months ended September 30, 2000. This information was presented in Note 4 to the Unaudited Condensed Consolidated Financial Statements. The tables below are a restatement of the segment results for the three month and nine month periods ended September 30, 2000. The EBITDA values originally reported for the three month and nine month periods ended September 30, 2001 were not impacted by this revision.

In thousands  
(unaudited)

	For the three months ended September 30, 2000			Net Income (Loss)
	External Revenues	Internal Revenues	EBITDA	
-----	-----	-----	-----	-----
Holding	\$ --	\$ --	\$ 9	\$ 147
Telephone	4,757	658	3,353	1,480
Cable TV	923	1	384	(36)
ShenTel	1,260	56	67	(78)

Leasing	6	--	1	1
Mobile	4,602	245	2,048	1,116
PCS	3,912	8	(472)	(804)
Long Distance	278	90	64	40
Network	144	49	155	66
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Combined totals	\$15,882	\$1,107	\$5,609	\$1,932
Inter-segment eliminations	--	(1,107)	--	--
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Consolidated totals	\$15,882	--	\$5,609	\$1,932
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In thousands  
(unaudited)

For the nine months ended  
September 30, 2000

	External Revenues	Internal Revenues	EBITDA	Net Income (Loss)
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Holding	\$ --	\$ --	\$ 197	\$ 425
Telephone	14,041	1,778	10,091	4,487
Cable TV	2,708	2	1,068	(104)
ShenTel	3,871	170	531	(19)
Leasing	11	-	2	10
Mobile	12,728	650	12,605	7,401
PCS	9,057	20	(2,317)	(2,748)
Long Distance	808	285	215	135
Network	434	143	486	233
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Combined totals	\$43,658	\$3,048	\$22,878	\$9,820
Inter-segment eliminations	--	(3,048)	--	--
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Consolidated totals	\$43,658	--	\$22,878	\$9,820
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SHENANDOAH TELECOMMUNICATIONS COMPANY AND SUBSIDIARY COMPANIES

SIGNATURES

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)

December 6, 2001      /s/ CHRISTOPHER E. FRENCH  
Christopher E. French  
President

December 6, 2001      /s/ LAURENCE F. PAXTON  
Laurence F. Paxton  
Vice President - Finance