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February 13, 2018

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FEB 13 2018

PUBLIC SERVICE
COMMISSION

Ms. Gwen Pinson
Executive Director
Kentucky Public Service Commission
211 Sower Blvd.
P.O. Box 615
Frankfort, KY 40602

**Re: Notification of the Assignment of Assets from Sprint to Shenandoah
Telecommunications Company**

Dear Ms. Pinson:

Pursuant to the Commission's Order issued in Administrative Case No. 370 on January 8, 1998, Shenandoah Personal Communications, LLC ("Shentel PC") and SprintCom, Inc. ("Sprint") hereby notify the Commission that Shentel and Sprint have entered into an agreement pursuant to which Shentel acquired direct ownership and control of certain Sprint assets described more fully below (the "Transaction"). The transaction closed on February 1, 2018.

The Parties

Shentel. Shentel's parent company, Shenandoah Telecommunications Company ("Shenandoah"), is a holding company that provides, through its operating subsidiaries, a broad range of telecommunications services. Shenandoah is traded on the NASDAQ Global Select Market under the symbol "SHEN." Shenandoah has a long, successful history of providing a broad range of communications services in rural markets in the mid-Atlantic United States. Through its affiliates Shenandoah provides: wireless voice and data services; voice, video, and Internet services (delivered over hybrid-fiber coaxial cable networks); fiber network services; and traditional local and long-distance telephone services. Shenandoah has been providing telephone service in rural Shenandoah County, Virginia since 1902. Shenandoah began building its fiber optic network, which now totals more than 4,400 route miles serving rural communities in Virginia, West Virginia, Maryland and Pennsylvania, in 1984. In 1990, Shenandoah's wireless subsidiary, Shentel PC began offering rural cellular service, and it became the first rural PCS provider in the United States (through an agreement with American Personal Communications) in 1995.

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Since 1999, Shentel PC has been the exclusive wireless communications affiliate of Sprint in primarily rural portions of West Virginia, Pennsylvania, Maryland and Virginia. Under their longstanding partnership in providing Sprint-branded wireless service in these areas, Shentel PC deploys and operates the wireless network and manages local retail operations, while Sprint holds and controls the spectrum used in the network, provides customer handsets, and provides customer service and other managed services.

Sprint. Sprint is one of the nation's leading mobile broadband providers. Sprint and its affiliates served more than 57 million connections and is widely recognized for developing, engineering and deploying innovative technologies, including the first wireless 4G service from a national carrier in the United States; leading no-contract brands including Virgin Mobile USA, Boost Mobile, and Assurance Wireless; instant national and international push-to-talk capabilities; and a global Tier 1 Internet backbone. A more detailed description of Sprint's operations can be found at: <http://newsroom.sprint.com/about-us/>.

The Transaction

Shentel PC and Sprint recently entered into an agreement pursuant to which Shentel PC acquired a portion of Sprint's wireless network assets, including some assets in Kentucky. Shentel will continue to offer Sprint-branded wireless service, including to existing customers in Kentucky and elsewhere, in the areas in which Shentel currently acts as Sprint's affiliate. No subscribers will lose service as a result of this transaction. Subscribers will have access to a broad array of handsets and service plans, including the many options that are available to Shentel PC customers through its affiliation with Sprint.

The transaction will serve the public interest of Kentucky consumers and, indeed, the state in general, in a variety of ways. Subscribers, including those in rural areas, will benefit greatly from this transaction. These customers will be able to avail themselves of infrastructure investments, wireless coverage, service quality, variety in service plans and handsets, and expanded roaming opportunities all available today. These benefits will continue to enhance wireless competition as well as mobile broadband services offered in Kentucky. In addition, this transaction will enable Shentel and Sprint to continue their partnership's history of deploying high-capacity wireless networks to serve rural markets.

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Please do not hesitate to contact the undersigned if you have any questions.

Sincerely,



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and

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