

DOMINION RESOURCES INC /VA/  
Form FWP  
August 04, 2016

Filed pursuant to Rule 433

Relating to Preliminary Prospectus Supplement dated August 4, 2016

to Prospectus dated December 19, 2014

Registration No. 333-201149

**DOMINION RESOURCES, INC.**

**FINAL TERM SHEET**

**August 4, 2016**

|   | <b>2016 Series B 1.60%</b>   | <b>2016 Series C 2.00%</b>  | <b>2016 Series D 2.85%</b>  |
|---|--|---|---|
|   | <b>Senior Notes due 2019</b>   | <b>Senior Notes due 2021</b>  | <b>Senior Notes due 2026</b>  |
|   | <hr/>  | <hr/>   | <hr/>   |
| Issuer:                                   | Dominion Resources, Inc.   | Dominion Resources, Inc.  | Dominion Resources, Inc.  |
| Principal Amount:                         | \$500,000,000  | \$400,000,000   | \$400,000,000   |
| Expected Ratings*<br>(Moody s/S&P/Fitch): | Baa2 (stable outlook)/ BBB<br>(stable outlook)/ BBB+ (stable<br>outlook) | Baa2 (stable outlook)/<br>BBB (stable outlook)/<br>BBB+ (stable outlook)                        | Baa2 (stable outlook)/<br>BBB (stable outlook)/<br>BBB+ (stable outlook)                      |
| Trade Date:                               | August 4, 2016   | August 4, 2016  | August 4, 2016  |
| Settlement Date:                          | August 9, 2016   | August 9, 2016  | August 9, 2016  |
| Final Maturity Date:                      | August 15, 2019  | August 15, 2021   | August 15, 2026   |
| Interest Payment Dates:                   | February 15 and<br><br>August 15   | February 15 and<br><br>August 15  | February 15 and<br><br>August 15  |
| First Interest Payment Date:              | February 15, 2017  | February 15, 2017   | February 15, 2017   |
| Optional Redemption:                      | Make Whole Call at T+12.5 bps  | Make Whole Call at<br>T+15 bps prior to July<br>15, 2021; Par Call on<br>or after July 15, 2021 | Make Whole Call at<br>T+20 bps prior to May<br>15, 2026; Par Call on<br>or after May 15, 2026 |
| Treasury Benchmark:                       | 0.750% due July 15, 2019   | 1.125% due July 31,<br>2021   | 1.625% due May 15,<br>2026  |
| Benchmark Yield:                          | 0.753%   | 1.030%  | 1.504%  |
| Spread to Benchmark:                      | +85 bps  | +100 bps  | +135 bps  |
| Reoffer Yield:                            | 1.603%   | 2.030%  | 2.854%  |
| Coupon:                                   | 1.60%  | 2.00%   | 2.85%   |

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|  |  |                             |                            |
|--|--|-----------------------------|----------------------------|
| Price to Public:                         | 99.991%  | 99.857%                     | 99.965%                    |
| Proceeds to the Company Before Expenses: | 99.641%  | 99.257%                     | 99.315%                    |
| CUSIP/ISIN:                              | 25746U CH0/ US25746UCH05   | 25746U CJ6/<br>US25746UCJ60 | 25746UCK3/<br>US25746UCK34 |
| Joint Book-Running Managers:             | Mizuho Securities USA Inc., RBC Capital Markets, LLC, BNP Paribas Securities Corp., Deutsche Bank Securities Inc., MUFG Securities Americas Inc., Scotia Capital (USA) Inc., SunTrust Robinson Humphrey, Inc. and U.S. Bancorp Investments, Inc. |                             |                            |

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC, including the preliminary prospectus supplement dated August 4, 2016, for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request them by calling:

|                            |                            |
|----------------------------|----------------------------|
| Mizuho Securities USA Inc. | 1-866-271-7403 (toll free) |
| RBC Capital Markets, LLC   | 1-866-375-6829 (toll free) |

\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.