

DOMINION RESOURCES INC /VA/

Form 5

February 13, 2002

1. Name and Address of Reporting Person  
Trueheart, James L.  
One James River Plaza  
701 East Cary Street  
21st Floor  
Richmond, VA 23219
2. Issuer Name and Ticker or Trading Symbol  
DOMINION RESOURCES, INC. (D)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Group Vice President and Chief Administrative Officer
7. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Underlying Securities
			Amount	A/D	Price	
Common Stock	01/22/2001	F	-434	D	\$0.0000	
Common Stock	01/26/2001	A	6667	A	\$0.0000	97594
Common Stock						7322
Common Stock						127

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Deriv- ative Security	3. Transac- tion Date (Month/ Day/Year)	4. Transac- tion Code	5. Acquired (A) or Disposed (D) (A) (D)	6. Number of Derivative Securities Acquired (A) or Disposed (D)	7. Date Exer- cisable and Expiration Date (Month/Day/Year)	8. Title and Amount of Underlying Securities or Number of Shares
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Stock Option	\$41.25					05/17/2009	Common		
							Stock		
Stock Option	\$42.3125	01/01/2001	A 4	13800		12/17/2001	01/21/2010	Common	138000
				0				Stock	
Stock Option	\$59.96	07/01/2001	A	66666		03/01/2002	01/01/2008	Common	66666
								Stock	
Stock Option	\$59.96	07/01/2001	A	66667		03/01/2002	01/01/2009	Common	66667
								Stock	
Stock Option	\$59.96	07/01/2001	A	66667		03/01/2002	01/01/2010	Common	66667
								Stock	

Explanation of Responses:

SIGNATURE OF REPORTING PERSON  
/s/ James L. Trueheart

DATE  
02/13/2002