

DOMINION RESOURCES INC /VA/  
Form 8-K  
May 27, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported) May 20, 2015**

**Dominion Resources, Inc.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Virginia**  
**(State or other jurisdiction**

**of incorporation)**

**001-08489**  
**(Commission**

**File Number)**

**54-1229715**  
**(IRS Employer**

**Identification No.)**

**120 Tredegar Street**

**Richmond, Virginia**  
**(Address of Principal Executive Offices)**

**23219**  
**(Zip Code)**

**Registrant's Telephone Number, Including Area Code (804) 819-2000**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On May 20, 2015, Dominion Resources, Inc. (the Company) entered into an underwriting agreement (the Underwriting Agreement) with UBS Securities LLC as sole underwriter for the sale of 2,800,000 shares of its common stock (the Shares). The Shares were registered by the Company under the Securities Act of 1933, as amended, pursuant to a registration statement on Form S-3 that became effective on December 19, 2014 (File No. 333-201149). A copy of the Underwriting Agreement, including the schedules thereto, is filed as Exhibit 1.1 to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

Exhibits

- 1.1 Underwriting Agreement, dated May 20, 2015, between the Company and UBS Securities LLC as sole underwriter.\*
- 5.1 Opinion of McGuireWoods LLP.\*

\* Filed herewith.

**SIGNATURE**

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 hereunto duly authorized.

**DOMINION RESOURCES, INC.**  
**Registrant**

/s/ G. Scott Hetzer  
Name: G. Scott Hetzer  
Title: Senior Vice President and Treasurer

Date: May 27, 2015