

DOMINION RESOURCES INC /VA/  
Form 8-K  
June 17, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of report (Date of earliest event reported) June 15, 2005

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**Dominion Resources, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

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**Virginia**  
(State or other jurisdiction  
of incorporation)

**1-8489**  
(Commission File Number)

**54-1229715**  
(IRS Employer  
Identification No.)

**120 Tredegar Street**  
**Richmond, Virginia**  
(Address of Principal Executive Offices)

**232219**  
(Zip Code)

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

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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))
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**Item 8.01 Other Events.**

On June 15, 2005, Dominion Resources, Inc. (the Company) entered into an underwriting agreement (the Underwriting Agreement) with Citigroup Global Markets Inc. and Goldman, Sachs & Co., as Representatives named in the Underwriting Agreement for the sale of \$300,000,000 aggregate principal amount of the Company's 2005 Series A 4.75% Senior Notes Due 2010 and \$300,000,000 aggregate principal amount of the Company's 2005 Series B 5.95% Senior Notes Due 2035. Such Senior Notes, which are designated the 2005 Series A 4.75% Senior Notes Due 2010 and the 2005 Series B 5.95% Senior Notes Due 2035, are a portion of the \$3.0 billion aggregate principal amount of securities that were registered by the Company pursuant to a registration statement on Form S-3 under Rule 415 under the Securities Act of 1933, as amended, which registration statement was declared effective on July 11, 2003 (File No. 333-106790). A copy of the Underwriting Agreement including exhibits thereto, is filed as Exhibit 1 to this Form 8-K.

The forms of the Twenty-Eighth and Twenty-Ninth Supplemental Indentures to the Company's June 1, 2000 Senior Indenture, pursuant to which the 2005 Series A 4.75% Senior Notes Due 2010 and the 2005 Series B 5.95% Senior Notes Due 2035 will be issued, are filed as Exhibits 4.2 and 4.3 to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.****Exhibits**

- 1 Underwriting Agreement, dated June 15, 2005, between the Company and Citigroup Global Markets Inc. and Goldman, Sachs & Co., as Representatives for the underwriters named in the Underwriting Agreement.
- 4.1 Form of Senior Indenture, dated June 1, 2000, between Dominion Resources, Inc. and JP Morgan Chase Bank (formerly The Chase Manhattan Bank), as Trustee (Exhibit 4 (iii)), Form S-3, Registration Statement, File No. 333-93187, incorporated by reference); First Supplemental Indenture, dated June 1, 2000 (Exhibit 4.2, Form 8-K, dated June 21, 2000, File No. 1-8489, incorporated by reference); Second Supplemental Indenture, dated July 1, 2000 (Exhibit 4.2, Form 8-K, dated July 11, 2000, File No. 1-8489, incorporated by reference); Third Supplemental Indenture, dated July 1, 2000 (Exhibit 4.3, Form 8-K dated July 11, 2000, incorporated by reference); Fourth Supplemental Indenture and Fifth Supplemental Indenture dated September 1, 2000 (Exhibit 4.2, Form 8-K, dated September 8, 2000, incorporated by reference); Sixth Supplemental Indenture, dated September 1, 2000 (Exhibit 4.3, Form 8-K, dated September 8, 2000, incorporated by reference); Seventh Supplemental Indenture, dated October 1, 2000 (Exhibit 4.2, Form 8-K, dated October 11, 2000, incorporated by reference); Eighth Supplemental Indenture, dated January 1, 2001 (Exhibit 4.2, Form 8-K, dated January 23, 2001, incorporated by reference); Ninth Supplemental Indenture, dated May 1, 2001 (Exhibit 4.4, Form 8-K, dated May 25, 2001, incorporated by reference); Form of Tenth Supplemental Indenture (Exhibit 4.2, Form 8-K filed March 18, 2002, File No. 1-8489, incorporated by reference); Form of Eleventh Supplemental Indenture (Exhibit 4.2, Form 8-K filed June 25, 2002, File No. 1-8489, incorporated by reference); Form of Twelfth Supplemental Indenture (Exhibit 4.2, Form 8-K filed September 11, 2002, File No. 1-8489, incorporated by reference); Thirteenth Supplemental Indenture dated September 16, 2002 (Exhibit 4.1, Form 8-K filed September 17, 2002, File No. 1-8489, incorporated by reference); Fourteenth Supplemental Indenture, dated August 20, 2003 (Exhibit 4.4, Form 8-K filed August 20, 2003, File No. 1-8489, incorporated by reference); Forms of Fifteenth and Sixteenth Supplemental Indentures (Exhibits 4.2 and 4.3 to Form 8-K filed December 12, 2002, File No. 1-8489, incorporated by reference); Forms of Seventeenth and Eighteenth Supplemental Indentures (Exhibits 4.2 and 4.3 to Form 8-K filed February 11, 2003, File No. 1-8489, incorporated by reference); Forms of Twentieth and Twenty-first Supplemental Indentures (Exhibits 4.2 and 4.3 to Form 8-K filed March 4, 2003, File No. 1-8489, incorporated by reference); Form of Twenty-second Supplemental Indenture (Exhibit 4.2 to Form 8-K filed July 22, 2003, File No. 1-8489, incorporated by reference); Form of Twenty-Third Supplemental Indenture (Exhibit 4.2, Form 8-K filed December 9, 2003, File No. 1-8489, incorporated by reference); Form of Twenty-Fifth Supplemental Indenture (Exhibit 4.2, Form 8-K filed January 14, 2004, File No. 1-8489, incorporated by reference); Form of Twenty-Sixth Supplemental Indenture (Exhibit 4.3, Form 8-K filed January 14, 2004, File No. 1-8489, incorporated by reference); Form of Twenty-Seventh Supplemental Indenture (Exhibit 4.2, Form S-4 Registration Statement, File No. 333-120339, incorporated by reference).
- 4.2 Form of Twenty-Eighth Supplemental Indenture to the Senior Indenture pursuant to which the 2005 Series A 4.75% Senior Notes Due 2010 will be issued. The form of the 2005 Series A 4.75% Senior Note Due 2010 is included as Exhibit A to the form of the Twenty-Eighth Supplemental Indenture.

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- 4.3 Form of Twenty-Ninth Supplemental Indenture to the Senior Indenture pursuant to which the 2005 Series B 5.95% Senior Notes Due 2035 will be issued. The form of the 2005 Series B 5.95% Senior Note Due 2035 is included as Exhibit A to the form of the Twenty-Ninth Supplemental Indenture.
- 5.1 Opinion of McGuirewoods LLP.
- 12 Ratio of Earnings to Fixed Charges (incorporated by reference to Exhibit 12 to the Company's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2005, File No. 1-8489).

**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*

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G. Scott Hetzer

Senior Vice President and Treasurer

Date: June 17, 2005