

DOMINION RESOURCES INC /VA/
Form DEFA14A
March 26, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Dominion Resources, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

IMPORTANT ANNUAL SHAREHOLDERS MEETING INFORMATION - YOUR VOTE COUNTS!

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Important Notice Regarding the Availability of Proxy Materials

for the Dominion Resources, Inc.

Annual Meeting of Shareholders to be Held on May 7, 2014

You are receiving this notice because you owned shares of Dominion common stock as of the proxy record date and are therefore eligible to vote at the Annual Meeting of Shareholders to be held on May 7, 2014. Follow the instructions below to view the proxy materials and submit your vote online or to request a paper or email copy. The items to be voted on and location of the Annual Meeting are on the reverse side of this notice.

This notice is not a form for voting and presents only an overview of the more complete proxy materials that are available to you on the Internet or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting. Dominion's 2014 Proxy Statement, 2013 Summary Annual Report and 2013 Annual Report on Form 10-K are available at www.ViewMaterial.com/D.

[View Proxy Materials and Vote Online](#)

- Step 1:** Go to www.ViewMaterial.com/D.
- Step 2:** Click the VIEW button next to the document you wish to review.
- Step 3:** Click on VOTE.
- Step 4:** Enter the 11-Digit Control Number (located by the arrow above).
- Step 5:** Follow the instructions to record your vote. Votes will be accepted until 6:00 a.m. Eastern Time on the day of the meeting.

Request a Copy of Proxy Materials

If you want to receive a paper or email copy of the documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before April 23, 2014 to facilitate timely delivery.

Shareholder Meeting Notice

On Wednesday, May 7, 2014, Dominion Resources, Inc. will hold its 2014 Annual Meeting of Shareholders at the InterContinental Cleveland Conference Center, 9801 Carnegie Avenue, Cleveland, OH 44106. The meeting will begin at 9:30 a.m. Eastern Time. Only shareholders who owned stock at the close of business on March 21, 2014 may vote at this meeting or any adjournments that may take place.

Matters to be voted on at this meeting are as follows:

- Election of the 11 director nominees named in Dominion's 2014 Proxy Statement;
- Ratification of the appointment of Deloitte & Touche LLP as our independent auditors for 2014;
- An advisory vote on approval of executive compensation (Say on Pay);
- Approval of the 2014 Incentive Compensation Plan;
- Six shareholder proposals, if presented; and
- Consideration of other business properly presented at the meeting.

The Board of Directors recommends a vote **FOR** the election of the 11 director nominees named in Dominion's 2014 Proxy Statement, **FOR** the ratification of the appointment of Deloitte & Touche LLP as our independent auditors for 2014, **FOR** approving, on a non-binding advisory basis, the executive compensation of those officers named in Dominion's 2014 Proxy Statement and **FOR** the approval of the 2014 Incentive Compensation Plan. The Board recommends that you vote **AGAINST** the six shareholder proposals.

Information About Attending the Annual Meeting and Voting in Person

If you attend the 2014 Annual Meeting, you may vote your shares in person. In order to expedite the registration process, shareholders who attend the meeting will be asked to present an Admission Ticket and valid picture identification, such as a driver's license or passport. An Admission Ticket can be requested by contacting Dominion Shareholder Services at 1-800-552-4034 or by emailing shareholder.services@dom.com. For more information on what to bring to be admitted to the Annual Meeting, please see page 7 of the Proxy Statement.

Directions to the 2014 Annual Meeting are available at www.dom.com/proxy.

How to Request a Copy of Proxy Materials

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Contact us by Internet, telephone or email to request a paper or email copy of current proxy materials and to submit your preference for email or paper delivery of future meeting materials. You will be asked to provide the control number located on the front side (next to the arrow) of this notice.

Internet Access www.SendMaterial.com

Telephone Call 1-800-516-1564 toll free

Email Send an email to papercopy@SendMaterial.com and include your control number in the subject line. Unless you instruct us otherwise, we will reply to your email with a copy of the proxy materials in PDF format for this meeting only.