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DOMINION RESOURCES INC /VA/

Form 5

February 11, 2002

- 1. Name and Address of Reporting Person $\,$
 - Barrack, William, Jr. S.
 - 781 Weed Street
 - New Canaan, CT 06840
- 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)
 - (X) Director () 10% Owner
 - () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) 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- 3. Tr | | 1 ' | 5. Amou |
| | action ac | ction or Dispos | ed of (D) | Secu |
| I | Date Co | ode | | Bene |
| I | | I | | Owne |
| 1 | (Month/ | I | 1 | End |
| 1 | Day/ | ++ | + | Year |
| | Year) | Amount | A/D Price | |
| + | + | + | + | |
| | | | | |

Common Stock
Common Stock

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

| 1. | | • | • | 5. | | 6. | | 7. | |
|------------|----------|-----------|-----------|---------|-------|-------------|-----------|---------|------------|
| | | 1 | | | | | | | 1 |
| 1 | 1 | 1 | 1 | 1 | | 1 | | | |
| | 1 | 1 | | | | 1 | | • | and Amount |
| | 1 | | | | | | | of Unde | <u> </u> |
| | Conver- | | | Number | of | | | Securit | .ies |
| | sion or | | | Derivat | cive | Date Exerci | isable | + | .++ |
| | Exercise | | | Securi | cies | and Expirat | cion Date | | Amount |
| | Price of | Transac- | Transac- | Acquir | ed(A) | (Month/Day/ | /Year) | 1 | or |
| Title of | Deriv- | tion Date | tion Code | Dispose | ed(D) | ++ | + | + | Number |
| Derivative | ative | (Month/ | | ++- | | +Date Exer- | Expira- | 1 | of : |
| Security | Security | Day/Year) | 1 | (A) | (D) | cisable | tion Date | Title | Shares |
| + | + | + | + | ++- | | ++ | + | + | ++ |

Phantom Stock \$0 12/31/2001 A 476 Common 476

1807

905