

DOMINION RESOURCES INC /VA/

Form 5/A

March 14, 2002

1. Name and Address of Reporting Person  
Davidson, George, Jr. A.  
Dominion Tower  
625 Liberty Avenue  
Pittsburgh, PA 15222-3199
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 R1
5. If Amendment, Date of Original (Month/Day/Year)  
02/11/2002
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director ( ) 10% Owner  
( ) Officer (give title below) ( ) Other (specify below)
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. Amou Secu Bene Owne End Year
			Amount	A/D	Price	
Common Stock	03/09/2001	D	-392	D	\$66.8900	
Common Stock	03/09/2001	M	392	A	\$66.8900	103938
Common Stock						1391
Common Stock						17985

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

1.	2.	3.	4.	5.	6.	7.	8.
Title of Derivative Security	Deriv- ative Security	tion Date (Month/ Day/Year)	tion Code	Acquired (A) Disposed (D) (A)   (D)	Derivative Securities Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities or Number of Shares	P D S

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Phantom Stock	\$0	03/09/2001	M	392			Common Stock	392	\$
Stock Option	\$59.96	07/01/2001	A	4000	01/01/2003	01/01/2008	Common Stock	4000	\$
Stock Option	\$59.96	07/01/2001	A	4000	01/01/2004	01/01/2009	Common Stock	4000	\$
Stock Option	\$59.96	07/01/2001	A	4000	01/01/2005	01/01/2010	Common Stock	4000	\$

Explanation of Responses:

SIGNATURE OF REPORTING PERSON  
/s/ George, Jr. A. Davidson

DATE  
03/14/2002