

HOW WILL DOMINION FINANCE THE MERGER?

At Announcement	Prior to Closing	At Closing	Permanent Financing
Existing Credit Facility \$0.50	DRI Senior Notes \$1.45	DRI Senior Notes \$1.45	DRI Senior Notes \$1.45
Bridge Commitment \$2.70	Mandatory Convertible (converts to equity) \$1.25	Mandatory Convertible (converts to equity) \$1.25	Mandatory Convertible (converts to equity) \$1.25
	D equity (complete) \$0.50	D Equity (complete) \$0.50	D Equity (complete) \$0.50
Term Loan Commitment \$1.20	Term Loan Commitment \$1.20	<u>Funded</u> Term Loan (364 day) \$1.20	MLP Drop Proceeds (Equity funded) \$1.20

Equity content of 67%

Note: All amounts in \$ billion