McGUIREWOODS

December 28, 2020

VIA E-MAIL (shareholderproposals@sec.gov)

U.S. Securities and Exchange Commission

Division of Corporation Finance
Office of Chief Counsel
100 F. Street, N.E.
Washington, D.C. 20549

Re: Dominion Energy, Inc. – Exclusion of Shareholder Proposal Submitted by As You Sow Pursuant to Rule 14a-8

Ladies and Gentlemen:

On behalf of our client Dominion Energy, Inc., a Virginia corporation (the "Company" or "Dominion Energy"), we hereby respectfully request that the staff of the Division of Corporation Finance (the "Staff") of the Securities and Exchange Commission (the "Commission" or "SEC") advise the Company that it will not recommend any enforcement action to the SEC if the Company omits from its proxy materials to be distributed in connection with its 2021 annual meeting of shareholders (the "Proxy Materials") a proposal (the "Proposal") and supporting statement submitted to the Company on November 24, 2020 by As You Sow ("As You Sow") on behalf of John B & Linda C Mason Comm Prop (S) and the Jennifer Perini Trust (together with As You Sow, the "Proponent"). References to a "Rule" or to "Rules" in this letter refer to rules promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Pursuant to Rule 14a-8(j), we have:

- filed this letter with the Commission no later than eighty (80) calendar days before the Company intends to file its definitive 2021 Proxy Materials with the Commission; and

- concurrently sent a copy of this correspondence to the Proponent.

The Company anticipates that its Proxy Materials will be available for mailing on or about March 18, 2021. We respectfully request that the Staff, to the extent possible, advise the Company with respect to the Proposal consistent with this timing.

The Company agrees to forward promptly to the Proponent any response from the Staff to this no-action request that the Staff transmits by e-mail or facsimile to the Company only.

Rule 14a-8(k) and Staff Legal Bulletin No. 14D ("SLB 14D") provide that shareholder proponents are required to send companies a copy of any correspondence that the proponents elect to submit to the SEC or Staff. Accordingly, we are taking this opportunity to inform the Proponent that if the Proponent elects to submit additional correspondence to the SEC or the Staff with respect to the Proposal, a copy of that correspondence should be furnished concurrently to the undersigned on behalf of the Company pursuant to Rule 14a-8(k) and SLB 14D.

THE PROPOSAL

The resolution portion of the Proposal reads as follows: "Shareholders request the Board of Directors prepare a report (at reasonable cost and omitting proprietary information) exploring options as to whether and how the Company could reduce its total contribution to climate change by encouraging electrification of the built environment within the company's service areas as part of a Company transition toward enterprise-wide alignment with the Paris Climate Agreement."

The supporting statement states that "Shareholders seek information, at board and management discretion, on the relative benefits and drawbacks of integrating the following actions:

- Providing expertise and financial support or incentives for commercial and residential electrification efforts;

- Supporting public policies that encourage new building construction to utilize electricity rather than gas for heating and cooking, and to transition buildings currently served by gas;

- Setting time bound targets related to the actions above."

A copy of the Proposal and supporting statement, as well as the related correspondence regarding the share ownership of the Proponent, is attached to this letter as Exhibit A.

BASIS FOR EXCLUSION

The Company believes that the Proposal may be properly excluded from the Proxy Materials pursuant to:

- Rule 14a-8(i)(7) because the Proposal deals with matters relating to the Company's ordinary business operations, and
- Rule 14a-8(i)(10) because the Proposal has been substantially implemented by the Company, which has addressed the subject matter of the Proposal in existing reports and public disclosures.

DISCUSSION

I. Rule 14a-8(i)(7) – the Proposal may be excluded because it deals with matters relating to the Company's ordinary business operations.

Rule 14a-8(i)(7) permits a company to exclude from its proxy materials a shareholder proposal that relates to the company's "ordinary business operations." According to the SEC release accompanying the 1998 amendments to Rule 14a-8, the term "ordinary business" refers to matters that are not necessarily "ordinary" in the common meaning of the word, but instead the term "is rooted in the corporate law concept of providing management with the flexibility in directing certain core matters involving the company's business and operations." (Exchange Act Release No. 34-40018 (May 21, 1998)) (the "1998 Release").

In Staff Legal Bulletin No. 14J (CF) (Oct. 23, 2018) ("SLB 14J"), the Staff provided additional insight into its analysis of ordinary business exclusion requests. SLB 14J describes the Commission's two central conditions underlying the ordinary business exception as relating to (i) the subject matter of the proposal and (ii) the degree to which the proposal seeks to micromanage. Under the subject matter prong, the Staff looks to whether a proposal relates to the company's ordinary business. Beyond that, even if the proposal involves a matter that might otherwise be thought to relate to a company's ordinary business, the Staff has declined to provide no action relief if the proposal involves an issue that transcends ordinary business matters, *i.e.*, a significant social policy issue. However, as is relevant here, under the second consideration, a proposal that attempts to micromanage the company is excludable even if it touches upon a significant social policy issue. "Unlike the first consideration, which looks to a proposal's subject matter, the second consideration looks only to the degree to which a proposal seeks to micromanage. Thus, a proposal that may not be excludable under the first consideration may be excludable under the second if it micromanages the company." (SLB 14J).

The Staff has also explained that presenting a proposal as a request for a report does not change the framework of the analysis under Rule 14a-8(i)(7):

> This framework also applies to proposals that call for a study or a report. For example, a proposal that seeks an intricately detailed study or report may be excluded on micromanagement grounds. Additionally, the staff would, consistent with Commission guidance, consider the underlying substance of the matters addressed by the study or report. Thus, for example, a proposal calling for a report may be excludable if the substance of the report relates to the imposition or assumption of specific timeframes or methods for implementing complex policies. (SLB 14J)

In its most recent guidance on the topic, the Staff has stated that, in evaluating whether a shareholder proposal may be excluded under the micromanagement prong of Rule 14a-8(i)(7), the Staff will "look to whether the proposal seeks intricate detail or imposes a specific strategy, method, action, outcome or timeline for addressing an issue, thereby supplanting the judgment of management and the board." Staff Legal Bulletin No. 14K (CF) (Oct. 16, 2019) ("SLB 14K"). Thus, the micromanagement analysis focuses not on the subject matter of the proposal but upon the approach to that subject matter requested by the shareholder proponent.

The Staff also noted in SLB 14K that "if the method or strategy for implementing the action requested by the proposal is overly prescriptive, thereby potentially limiting the judgment and discretion of the board and management, the proposal may be viewed as micromanaging the company," and would, therefore, be excludable under Rule 14a-8(i)(7).

The Company believes the Proposal may be excluded under Rule 14a-8(i)(7) because (a) it seeks a report on matters of day-to-day operations that are too complex for direct shareholder oversight, (b) it is overly prescriptive and thereby seeks to limit the judgment and discretion of management and the Company's Board of Directors ("Board"), (c) it relates to the products offered for sale by the Company, (d) it relates to the Company's choice of technologies (e) and, as such, even though it touches upon a significant social policy issue, its primary focus is ordinary business matters.

A. The Proposal seeks a report on matters of day-to-day operations that are too complex for direct shareholder oversight.

On February 11, 2020, the Company announced "a significant expansion of its greenhouse gas emissions-reduction goals, establishing a new commitment to achieve net zero emissions by 2050 (the Company's "Net Zero Goal").[1] The Net Zero Goal covers carbon dioxide and methane emissions from the Company's electricity generation and gas infrastructure operations. The Company is also working to go beyond its Net Zero Goal by helping other sectors of the economy reduce their emissions, from transportation and industry to agriculture.

This is a very aggressive commitment, in particular given the size and complexity of the Company, and accomplishing it will involve a variety of complex issues, strategies and considerations, including the extension of licenses for its zero-carbon nuclear generation fleet and the promotion of customer energy efficiency programs, as well as significant investment in wind and solar power, lower-carbon natural gas, and carbon-beneficial renewable natural gas. Achieving these goals will also require supportive legislative and regulatory policies, technological advancements and broader investments across the economy. This includes support for the testing and deployment of such technologies as large-scale energy storage, hydrogen, advanced nuclear and carbon capture, all of which have the potential to significantly reduce greenhouse gas emissions.

The Company has also committed to being transparent in how it is planning to achieve its Net Zero Goal and on its progress, stating in its 2019 Sustainability & Corporate Responsibility Report (released Oct. 27, 2020) (the "2019 Sustainability Report")[2], that "a more refined pathway will be laid out in Dominion Energy's next Climate Report, development of which is in process" (p. 19) and announcing that the Company intends to be fully accountable for its performance. "As we work toward the 2050 goal, we will be open and transparent about the progress we are making through regular public disclosures" (p. 20).[3]

The Proposal requests a report analyzing whether the Company should reduce its overall carbon emissions specifically by encouraging the electrification of commercial and residential buildings within the Company's service areas and the particular methods by which the Company could encourage such electrification. The Company's strategic plans regarding the deployment of resources to and strategic methods on how to achieve its Net Zero Goals involves ordinary business matters that are central to the Board's oversight and management's conduct of the Company's day-to-day operations. These decisions involve an interwoven complex of assessments, including, but not limited to, regulations governing customer rates, analysis of customer behavior, including current usage as well as the impact of different incentives on future behavior, the costs and benefits of other approaches to reducing carbon emissions, such as the use of carbon-beneficial renewable natural gas and improvements in energy efficiency, technological issues and limitations in reducing

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[1] https://news.dominionenergy.com/2020-02-11-Dominion-Energy-Sets-New-Goal-of-Net-Zero-Emissions-by-2050.

[2] Available at https://sustainability.dominionenergy.com/downloads/.

[3] For example, see the Company's investor ESG presentation posted December 1, 2020 on the Company's investor relations page, for a discussion of specific medium-term and long-term plans for achieving its Net Zero goalspecific plans and progress. Available at: https://s2.q4cdn.com/510812146/files/doc_presentations/2020/12/2020-11-30-DE-IR-ESG-engagement-presentation-vTCIII.pdf

carbon emissions as well as a variety of market conditions. As described in the 2019 Sustainability Report, 2018 Climate Report[4] and numerous public statements, the Company is pursuing a multi-pronged decarbonization strategy that involves a variety of zero- and low-carbon generation resources, energy efficiency initiatives, storage and other technologies, electric grid modernization as well as greening the natural gas delivery grid. However, the Proposal seeks to narrow the Company's analysis of how best to promote economy-wide decarbonization to a single method, encouraging building electrification, or the shift to electricity rather than fossil fuels for heating and cooking, by its customers in its service areas, and to hold the Company accountable for progress towards achieving this specific method.

Two recent Staff responses to no-action letter requests highlight why the Proposal is therefore excludable. In *Apple Inc.* (Dec. 21, 2017), the Staff found that a shareholder proposal was excludable that sought a report that "evaluates the potential for the Company to achieve "net-zero" emissions of greenhouse gases relative to operations directly owned by the Company and major suppliers." Apple Inc. argued that the proposal would require it to develop complex processes and policies to comply with the proposal, and that it would "involve replacing management's judgment on complex operational and business decisions and strategies with those favored by the Proponent." As noted by Apple Inc., "the Company cannot accurately assess the feasibility of achieving the specific quantitative goal of net zero greenhouse gas emissions without first developing a sufficiently detailed technological plan to allow for such a determination." As such, the proposal "fundamentally interfere(s) with management's ability to run the Company and operate its business on a day-to-day basis."

In *McDonald's Corp.* (Mar. 22, 2019), the Staff permitted the company to exclude a proposal that requested that it disclose economic risks it faces as a result of campaigns targeting the company over concerns about the treatment of chickens. McDonald's successfully argued that "the sale of chicken products and the management of the economic challenges related to those products is part of its ordinary business operations." It stated that in addition to the proposal addressing "the potential economic consequences of consumer campaigns concerning [its] products, implementation of the [p]roposal would necessarily involve shareholders in the [c]ompany's operations involving customer relations."

As in these two no-action letter responses, the current Proposal delves into complex areas of the Company's day-to-day operations involving incentives for customers to facilitate net zero emissions, customer relations and choice of technologies for generating and delivering energy to the Company's customers, areas that are so fundamental to management's ability to run the Company and the Board's oversight thereof that they should not be subject to direct shareholder oversight.

Furthermore, the current Proposal overrides the judgment of management and the Board by dictating the Company focus on specific steps to accomplish the Company's Net Zero Goal, instead of the more broad-based and context-sensitive approach the Company identified when it announced its Net Zero Goal. In short, the level of involvement sought by the Proposal with respect to this aspect of the Company's business constitutes micro-management and the Proposal is, therefore, excludable.

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[4] Available at https://www.dominionenergy.com/-/media/pdfs/global/company/esg/2018-dominion-energy-climate-report.pdf.

B. The Proposal is overly prescriptive and therefore seeks to supplant the judgment of management and the Board.

The Staff has noted that, in considering whether a shareholder proposal may be excluded under Rule 14a-8(i)(7), it will consider if "the proposal…imposes a specific strategy, method…or timeline for addressing an issue." (SLB 14K). Although the Proposal is styled as a request for a report from Company's management, it seeks to impose a specific strategy under which the Company is to evaluate its approach to decarbonization and to achieving its Net Zero Goal.

In addition to the specific request in the resolution, the supporting statement further identifies express methods that the Company should analyze as means to encourage electrification of the Company's customers: by (i) providing financial support or incentives for residential and commercial electrification; (ii) supporting public policies that encourage new building construction utilizing electricity and that transition existing buildings from gas to electricity; and (iii) setting time-bound targets for the actions in clauses (i) and (ii). Far from deferring to "management's discretion to consider if and how the Company plans to reduce its carbon footprint" (SLB 14K), the Proposal attempts to prescribe a specific method by which the Company should achieve its Net Zero Goal.

The Staff has allowed the exclusion of shareholder proposals when such proposals micromanage the affairs of the company by requesting action that is overly prescriptive. In *Devon Energy Corp.* (Mar. 4, 2019), the Staff permitted the company to exclude a shareholder proposal that requested the company's board of directors include with its 2020 annual reporting a "disclosure of short-, medium- and long-term greenhouse gas targets aligned with the greenhouse gas reduction goals established by the Paris Climate Agreement to keep the increase in global average temperature to well below 2°C and to pursue efforts to limit the increase to 1.5°C." The Staff noted in SLB 14K that the proposal at issue in the *Devon Energy Corp.* no-action letter request "micromanaged the company by prescribing the method for addressing reduction of greenhouse gas emissions…thereby imposing a specific method for implementing a complex policy" (*See* SLB 14K).

Like the excludable proposal in *Devon Energy Corp.*, the Proposal seeks to prescribe specific methods for implementing complex policies; specifically, it directs management and the Board to take a narrow, specific approach to decarbonization by focusing on one possible solution - encouraging electrification of the built environment within its service areas. This is not only a narrow approach to decarbonization, it is also a narrow approach to electrification. While building electrification would further decarbonization goals, electrification of the transportation sector would address a much larger source of carbon dioxide emissions. Managing the methods to achieving its Net Zero Goal—especially on a customer-by-customer or regional basis—requires ongoing judgments by management, and the Proposal (like the proposal in *Devon Energy Corp.*) impermissibly seeks to dictate specific strategies and methods by which these goals to be achieved.

The Proposal and supporting statement suggest two specific topics for the requested report as to how the Company can encourage electrification by its customers in its service areas: (1) by supporting specific public policies and legislation and (2) by providing "financial support or incentives" to its customers. Notably, both are also areas the Staff has consistently determined are not appropriate for shareholder oversight, further indicating that the proposal seeks to inappropriately impose specific strategies for achieving its Net Zero Goal.

The supporting statement suggests the requested report include a discussion of the relative benefits and drawbacks of encouraging electrification by "supporting public policies that encourage new building construction to utilize electricity rather than gas for heating and cooking, and to transition buildings currently served by gas." The Proposal also refers to how "cities nationwide" are "introducing building codes to incentivize electrification over gas." The Staff has consistently concurred that shareholder proposals that seek to direct a company's involvement in the political or legislative process on a specific issue related to the company's business is excludable, and as a utility company, legislation and building codes designed to encourage electrification over gas is clearly related to the Company's business. See, for example, *Chevron Corp.* (Mar. 6, 2020), *WEC Energy Group, Inc.* (Jan. 10, 2017) and *Duke Energy Corp.* (Jan. 19, 2017).

In addition, electric rates charged by utilities, including the Company, are heavily regulated, and any efforts to alter pricing in order to encourage electrification will need to comply with the network of regulations governing the Company. For example, one of the Company's largest service areas, the Commonwealth of Virginia, has a fuel-switching regulation that would apply to promotional allowances aimed at encouraging a switch to electrification (20 VA. ADMIN. CODE § 5-303-10 *et seq*). Under this rule, an incentive program would not be permitted to vary the rates, charges and schedules of the tariff under which service is rendered to customers; or directly or indirectly, offer or grant to a customer any form of incentive except as is uniformly and contemporaneously extended to all customers in the same reasonably defined class. In addition, under the rule, such program would have to be designed in such a manner so as to minimize the potential for placing private businesses at an undue competitive disadvantage and, any appliances or equipment promoted by a utility under an incentive program would be required to have energy efficiency ratings which meet or exceed current federal standards. Finally, under this particular regulation, before instituting an incentive program that would have a significant effect on the sales levels of an alternative energy supplier, the Company must consider the effect of the program on that supplier, and demonstrate that the program serves the overall public interest. Additionally, depending on the nature of the incentives offered to customers, other statutes might be relevant.

Another suggested topic for the report is a discussion of the relative benefits and drawbacks of providing "financial support or incentives" to adopt electrification. The Proposal also states that "peer companies…are actively promoting electrification through incentives," suggesting that this would be an important element to encouraging electrification. The Staff has generally concurred that proposals that relate to prices charged or discounts offered by a company for its products and services in order to incentivize behavior are excludable under Rule 14a-8(i)(7). See, for example, *Verizon Communications Inc.* (Jan. 29, 2019), *Empire State Realty Trust, Inc.* (Sep 14, 2017) and *Verizon Communications Inc.* (Dec. 16, 2016).

The negotiation of pricing policies, including financial support or incentives aimed at encouraging customers to adopt certain behaviors or technologies, and determining whether such policies are compliant with applicable regulation, such as the aforementioned fuel-switching statute, requires management to consider intricate details involving data from many different areas. Shareholders cannot be expected to possess the expertise to make knowledgeable decisions concerning such matters.

Because the Proposal is overly prescriptive by directing the Company to pursue a specific method to acheiving its Net Zero Goal, and because it delves into a complex area of the Company's day-to-day operations that is so fundamental to management's ability to run the Company and the

Board's oversight thereof that it should not be subject to direct shareholder oversight, it is properly excludable under Rule 14a-8(i)(7).

C. The Proposal relates to the products offered for sale by the Company.

The Proposal's primary focus is on how the Company markets its products and also directs the Company to offer a specific product/service mix to its customers. In announcing the Company's Net Zero Goal, the Company noted that adopting this goal was "a recognition of the increased expectations and interest, among customers as well as employees, in building a clean energy future." As such, the assessment requested by the Proponent ultimately involves the same issues that the management of any company must consider when making decisions regarding how it markets its products and cultivates its product/service mix to meet customer expectations.

In the "Whereas" clauses, the Proposal states that "[e]lectrification of heating and cooking has emerged as a cost-effective approach to decarbonize buildings." It also asserts that peer utilities are actively promoting electrification and that "investors are concerned [continued reliance on gas] will lead to overinvestment in gas distribution, and related stranded asset risk, and to missed opportunities to grow clean power demand." This is, in essence, an attempt to direct the Company to focus on a particular product/service mix to meet the Company's Net Zero Goal based on the Proponent's assessment of investor concerns.

The Proponent is requesting that the Company's management and Board—rather than relying on their good faith business judgment of the Company's best interest (consistent with the standard of conduct applicable to them under Virginia law) and their experience in dealing with their customers to identify what products will be best suited to meet customers' needs and expectations (including their expectations with regard to building a clean energy future)—instead defer to the Proponent as to the relative mix of products that the Company should offer (less natural gas, more electricity). The Company has determined that, given the complexities of the problem, the best path to realizing its Net Zero Goal is a broad-based strategy that makes use of several different approaches instead of focusing on one particular approach to reducing greenhouse emissions. As the Proponent noted in a prior shareholder proposal regarding climate change (*Dominion Energy, Inc.* (Mar. 6, 2020)), "energy efficiency, renewables plus storage, and electrification are all increasingly cost-effective means of serving energy needs while reducing fossil fuel use and climate impacts."

The Staff recognizes that the products or services offered by a company are ordinary business matters and, therefore, has frequently allowed companies to exclude shareholder proposals relating to such products or services. The recent Staff no-action response to *JPMorgan Chase & Co.* (Mar. 19, 2019) is instructive. In that instance, the company sought no-action relief from a shareholder proposal requesting a report "examining the politics, economics and engineering for the construction of a sea-based canal through the Tehuantepec isthmus of Mexico." As the company argued, the report was in fact an attempt to have the company finance a certain project (a sea-based canal in Mexico), and which projects the company finances (or to whom it offers products and services) is an ordinary business matter. The Staff agreed and allowed the proposal to be excluded. The Staff has recognized that products and services are ordinary business matters even when the proposal seeks to implement a specific policy that touches on a significant social policy issue. *See The Wendy's Company* (March 2, 2017) (concurring in the exclusion of a proposal that the company join the Fair Food Program as promptly as feasible for the purpose of protecting and enhancing consumer and investor confidence in the Wendy's brand with respect to human rights issues on the grounds of micromanagement). Like *JPMorgan Chase* and *The Wendy's Company*, the Proposal pushes the Company towards implementing a particular approach to its Net Zero Goal, even though the Staff has consistently found that the specific implementation of policies should be an ordinary business matter.

Similarly, the Staff previously permitted the Company to exclude a shareholder proposal concerning its choice to purchase its renewable energy credits ("RECs") from biomass power generating facilities rather than solar power facilities. In effect, the proponent of this proposal wanted the Company to increase its purchases of RECs from solar power generating facilities and to decrease purchases of RECs from biomass power generating facilities (*see Dominion Resources, Inc.* (Feb. 19, 2014)). The Staff agreed that the Company's choice to purchase RECs from biomass facilities versus solar power facilities related to the products and services of the Company. Similarly, the choice should be left to the Company between encouraging building electrification and the other approaches that the Company has identified for implementing its Net Zero Goal.

More recently, the Staff found that a request to prepare a report on the impact of overdraft fees on low-income customers was excludable on this rationale (*see JPMorgan Chase & Co.* (Feb. 21, 2019)), as was a proposal requesting a report on a company's progress to providing internet to low-income customers (*see AT&T Inc.* (Jan. 4, 2017)). Just like *JPMorgan Chase* and *AT&T Inc.*, the Proposal is requesting a report focused on a specific business practice related to customer behavior and should also be excludable.

Additionally, the requested report would require the Company to monitor and report on the utilization of its services by its customers in order to identify those customers that have not yet pursued full electrification and the impact if such customers were to fully electrify their residence or commercial property. The Staff consistently has concurred in the exclusion of proposals relating to how a company interacts with its customers and administers its customers' accounts. For example, in *J.P. Morgan Chase & Co.* (Mar. 7, 2013), the Staff concurred with the exclusion of a proposal requesting, among other things, monitoring the company's clients for compliance with Company's banking policies and U.S. laws on the grounds that it related to principles regarding the products and services the company offers where the company argued that "determinations regarding the sort of information to require of new customers and safeguards put in place to monitor customer accounts" are ordinary business matters. *See also Amazon, Inc.* (Apr. 1, 2020) (concurring with the exclusion of a proposal that the Company disclose the process of reviewing the material risk to the company of Amazon Web Services Users' violations of the Company's Terms of Service in which the company argued it is a "fundamental responsibility of management to decide how best to monitor customer compliance with contractual obligations under its customer agreements"); *Wells Fargo & Co.* (Feb. 27, 2019) (concurring in exclusion of a proposal requesting an independent study for amendments to the company's governance documents to enhance oversight of customer service and satisfaction finding that the proposal related to ordinary business operations regarding "decisions concerning the [c]ompany's customer relations"); *OfficeMax, Inc.* (Feb. 13, 2006) (concurring with exclusion of proposal requesting the establishment of a task force to benchmark policies used for handling promotional rebates provided to customers where the company argued that its rebate program necessarily deal[s] with customer relations"); and *Citicorp* (Jan. 8, 1997) (concurring in the exclusion of a proposal seeking a report on internal company policies regarding the monitoring of illegal transfers through customer accounts on the grounds it relates to ordinary business matters).

Because the report requested by the Proponent is an attempt to direct the Company to favor a certain product/service mix to further its Net Zero Goal and also touches on how the Company markets its products and utilizes its services with its customers, the Proposal may be excluded as relating to the products or services offered by the Company.

D. The Proposal relates to the Company's choice of technologies.

Although the Proposal is styled as a request for a report, it intends to influence the Company's choice of technology and resources in providing products and services to its customers.

The Company is one of the nation's largest producers and transporters of energy, with a combined portfolio of approximately 30,700 megawatts of electric generating capacity, 10,400 miles of electric transmission lines, 85,000 miles of electric distribution lines and 103,400 miles of gas distribution pipeline, exclusive of service lines. The Company serves retail energy customers in 16 states. Because of this, the Company management's robust and careful evaluation process for determining the right fuel types and mix of generation resources and technologies used to supply the energy needs of the customers in its various service territories are the subject of a multi-layered approach, aimed at securing the right type and balance of generation needs to serve customers in a safe and reliable manner at a reasonable cost, taking into account developing technologies. Decision-making in this area is a complex process and requires substantial business expertise and experience, as well as intimate knowledge of the technologies available and related regulatory, cost and safety considerations, e.g., the impact of encouraging electrification on the reliability of the grid and on lightly or heavily loaded circuits. These decisions involve operational and business matters that require the judgment of experienced management, engineers and scientists, among others. Such matters are properly within the purview of management, which has the necessary skills, knowledge, and resources to make informed decisions, and are not the type of matters that shareholders are in a position to appropriately evaluate.

The Staff has on multiple occasions concluded that shareholder "[p]roposals that concern a company's choice of technologies for use in its operations are generally excludable under rule 14a-8(i)(7)" as related to ordinary business matters (*see FirstEnergy Corp.* (Mar. 8, 2013)). *See also Amazon, Inc.* (Mar. 28, 2019) (concurring in exclusion of a proposal seeking to establish a committee to provide an ongoing review of "societal ramifications and potential ethical issues regarding the [c]ompany's technologies and relationships"); *Dominion Resources, Inc.* (Feb. 14, 2014) (concurring in exclusion of a proposal seeking a report on the risks of the company's solar generation plan and the "benefits of increased solar generation"); and *AT&T Inc.* (Feb. 13, 2012) (concurring in exclusion of a proposal requesting a report on financial and reputational risks posed by continuing to use technology that inefficiently consumed electricity).

When determining which technologies to utilize to provide energy in a manner that reduces carbon emissions in order to achieve its Net Zero Goal, the Company must take into account a wide variety of complex and variable considerations, such as operational and cost considerations; cost, availability and reliability of fuel sources; future power capacity and prices; siting requirements for different forms of generation; fuel supply (availability and diversity); new and emerging technologies; customer rate impacts; reliability, including environmental operating limits, transmission availability and constraints, intermittency of the generation resource and the need for, and availability of, back-up resources; technical issues and limitations, such as start-up time, capacity factor and minimum and maximum generation limits; ability to adjust ramp generation output to match or follow energy demand as it changes during the day; applicable regulations and policies of Company's regulators; customer and community needs and desires; and anticipated changes in all these factors.

The Proposal and the supporting statement make clear that the Proponent intends that the requested report cover determinations regarding the Company's choice of technologies to achieve its Net Zero Goal. Choices of technology cannot "as a practical matter, be subject to direct shareholder oversight." (1998 Release). Thus, because the underlying subject matter of the requested review addresses the Company's choice of technologies the Proposal is excludable under Rule 14a-8(i)(7).

E. Even though the Proposal touches upon a significant social policy issue, its primary focus is ordinary business matters.

Although the Proposal is drafted in reference to climate change, at its core it is an attempt to influence the ordinary business operations of the Company. It would require the Board and management to adopt a single view on how best to approach its Net Zero Goal, how it makes capital expenditure decisions, how best to deploy its resources with respect to public policy advocacy, what products and services the Company should offer and its choice in technology for delivering such products and services. Thus, under the standards articulated in SLB 14J and SLB 14K described above, the Proposal attempts to micromanage the Company by probing too deeply into a complex topic not suitable for shareholder oversight and by supplanting the judgment of management. Therefore, notwithstanding its connection to a social policy issue (climate change), the Proposal is appropriately excludable.

II. Rule 14a-8(i)(10) – The Proposal may be excluded because the Company has already substantially implemented the Proposal.

A. Background

Rule 14a-8(i)(10) permits a company to exclude a shareholder proposal from its proxy materials if the company has substantially implemented the proposal. The SEC's view of the purpose of this exclusion was stated with respect to the predecessor to Rule 14a-8(i)(10); the rule was "designed to avoid the possibility of shareholders having to consider matters which already have been favorably acted upon by the management." SEC Release No. 34-12598 (Jul. 7, 1976). To be excluded, the proposal does not need to be implemented in full or exactly as presented by the proponent. Instead, the standard for exclusion is substantial implementation. (1998 Release)

The Staff has stated that, in determining whether a shareholder proposal has been substantially implemented, it will consider if a company's particular policies, practices, and procedures "compare favorably with the guidelines of the proposal." See, e.g., *Oshkosh Corp*. (Nov. 4, 2016); *NetApp, Inc.* (Jun. 10, 2015); and *Peabody Energy Corp*. (Feb. 25, 2014).

The Staff has permitted companies to exclude proposals from their proxy materials pursuant to Rule 14a-8(i)(10) where a company satisfied the essential objective of the proposal, even if the company did not take the exact action requested by the proponent or implement the proposal in every detail or if the company exercised discretion in determining how to implement the proposal. See, e.g., *Cisco Systems, Inc*. (Sept. 27, 2016); *Walgreen Company* (Sept. 26, 2013); and *Johnson & Johnson* (Feb. 19, 2008). Further, when a company can demonstrate that it has already taken actions to address each element of a shareholder proposal, the Staff has concurred that the proposal has been "substantially implemented." See, e.g., *WD-40 Company* (Sept. 27, 2016); *Oracle Corp*. (Aug. 11, 2016); *Exxon Mobil Corp.* (Mar. 17, 2015); *Deere & Company* (Nov. 13, 2012); *Exxon Mobil Corp.* (Mar. 23, 2009); *Exxon Mobil Corp.* (Jan. 24, 2001); and *The Gap, Inc.* (Mar. 8, 1996).

In *PNM Resources, Inc.* (Mar. 30, 2018), the Staff allowed the company to exclude a proposal that requested a report identifying generation assets that may become stranded due to global climate change. In *Hess Corp.* (Apr. 11, 2019), the Staff permitted the company to exclude a proposal requesting a report on how it could reduce its carbon footprint in alignment with greenhouse gas reductions necessary to achieve the Paris Agreement's goals. Similarly in *AutoZone Inc*. (Oct. 9, 2019), the Staff permitted the company to exclude a proposal calling for a sustainability report that was prepared in consideration of certain industry targets. And in *Exxon Mobil Corp.* (Mar. 23, 2018), the company was allowed to exclude a proposal that requested a report "describing how the [c]ompany could adapt its business model to align with a decarbonizing economy by altering its energy mix." In each of *PNM Resources, Inc.*, *Hess Corp.*, *AutoZone Inc.* and *Exxon Mobil Corp.*, the Staff agreed the companies' existing public disclosures compared favorably with the guidelines of proposals submitted by shareholders.

B. The Company's existing disclosures in publicly available reports equate to substantial implementation of the Proposal.

As described above, the Proposal asks the Board to produce a report describing whether and how the Company could reduce its total contribution to climate change by encouraging electrification of the built environment within its service area. The underlying goal of the Proposal is to have the Company describe how it is implementing a strategy of decarbonization in an era of increased concern about climate change, by asking the Board to focus specifically on encouraging a shift from fossil fuels to electricity in residential and commercial buildings, which is just one of a number of potential approaches to reducing carbon emissions.

Under the supervision of the Sustainability & Corporate Responsibility Committee of the Board, the Company already makes extensive disclosures regarding its comprehensive strategy to promote economy-wide decarbonization by encouraging the shift to least cost and low- and zero-carbon energy sources and has specifically addressed its plans to meet its Net Zero Goal. Numerous reports are posted on its website, including its 2019 Sustainability & Corporate Responsibility Report (released Oct. 27, 2020) (the "2019 Sustainability Report")[5].

Additionally, in December the Company posted on its website additional disclosure with respect to its current plans on encouraging electrification of homes and buildings by its customers as a part of its overall strategy to achieve its Net Zero Goal. This information has been posted on its investor relations page at https://www.dominionenergy.com/our-promise/environmental-and-social-stewardship/esg under the heading "Governance – Data and Performance – About Electrification". A copy of the new disclosure is also attached as Exhibit B. Such disclosure has been reviewed by the Board, and the Company will soon be incorporating this disclosure directly into its 2019 Sustainability Report (the "Supplementary Disclosure"). It is the Company's intention to include similar disclosure in its future sustainability reports. Such disclosure will be updated by management under the supervision of the Board's Sustainability & Corporate Responsibility Committee on a yearly basis. The new disclosures, combined with the

[5] Available at https://sustainability.dominionenergy.com/downloads/.

disclosures previously made available by the Company, substantially implement the Proposal because they compare favorably with, and satisfy the essential objectives of, the Proposal's request for the Company to disclose how the Company can reduce its total contribution to climate change by encouraging electrification.

In the 2019 Sustainability Report, the Company addresses the work it has done with respect to electrification, noting that "[m]any of [its] programs focus on the electrification of different sectors of the economy, where [the Company] see[s] considerable opportunity both to reduce emissions and to advance the use of energy storage" (p. 34). In addition to the Company's efforts to reduce emissions related to its energy grid, the Company is also helping its customers reduce their emissions. The Supplementary Disclosure provides examples of the programs the Company has participated in or developed in order to encourage electrification of the built environment within its service areas. For example, it provides additional detail regarding the Company's state commission-approved rebate programs to encourage customers to purchase Energy Star-qualified efficient heat pumps and other appliances and, thus, shift from fossil fuels to electricity for heating, cooking and numerous industrial processes. This disclosure addresses the element of the Proposal's supporting statement requesting disclosure about financial support or incentives for encouraging electrification. The Supplementary Disclosure also addresses constraints on this approach to electrification, such as how Virginia regulations restrict utilities from offering rebates that would have a significant effect on the sales of an alternative energy supplier.

The Proposal and the requested report focus entirely on the built environment, but as previously mentioned in this letter and as discussed in the Supplementary Disclosure, electrification of the built environment does not meet the needs of every customer. The Supplementary Disclosure provides additional detail on the limitations of electrification of the built environment, noting that "[i]n colder climates, such as [the Company's] Utah service area, electric heat pumps are far less effective than natural gas heaters." In addition, "independent analysis demonstrates that in areas where the electric utility has not transitioned (or is not transitioning) its generation fleet to less carbon-intensive fuel sources such as natural gas and renewables, building electrification results in *greater* carbon emissions than natural gas heat sources."

While the Proposal requests a report focused on electrification of only the built environment, the Company also promotes electrification of the transportation sector, as disclosed in both Supplementary Disclosure and in the 2019 Sustainability Report (p. 158-159). Transportation electrification is a foundational element of the amended Grid Transformation Plan that was approved by the Virginia State Corporation Commission in 2020. The Company is also prioritizing transportation electrification by investing in a variety of programs and initiatives designed to promote and support the use of electric vehicles, including "one of the most ambitious electric school bus initiatives in the country." As noted in the Supplementary Disclosure, "[w]hile the decarbonization opportunities associated with building electrification are significant, the transportation sector offers the greatest opportunity to reduce emissions through electrification: In 2019, the transportation sector represented the largest source of carbon dioxide emissions in the United States."

Additionally, the Supplementary Disclosure addresses the feasibility of encouraging electrification of residential and commercial buildings, noting: "[t]he total cost of aggressive residential electrification would be $590 billion to $1.2 trillion by 2035. Significant increases in peak electric demand also would require major new investments in electric generation, transmission, and distribution, totaling $155 billion to $426 billion by 2035." The Supplementary Disclosure also contains the results of a July 2020 survey of the Company's natural gas utility customers in Utah, Idaho and South Carolina, showing that 74 percent of those surveyed oppose policies banning new natural gas connections or requiring customers to convert to all-electric appliances, which includes over 60 percent of those surveyed who identify as environmentalists.

Given the challenges of reducing carbon emissions by just focusing on electrification of residential and commercial buildings, the Company has supported other measures to reduce carbon emissions as part of its Net Zero Goal. Many of these initiatives are already disclosed in the 2019 Sustainability Report, including GreenTherm, which supports carbon-beneficial renewable natural gas (p. 149), and ThermWise, which provides visits from experts to design in-home energy conservation plans (p. 148). The sections of the 2019 Sustainability Report entitled “Net Zero” (pp. 18-20), “Grid and Gas Transformation” (pp. 109-113), “Clean Energy Diversity & Security” (pp. 114-123) and “Cleaner Air/Beyond Net Zero” (pp. 158-160) address not only electrification, but a multitude of other ways the Company is working to reduce carbon emissions. Additionally, the Supplementary Disclosure specifically addresses the Proposal’s request to analyze the options for electrification of the built environment and addresses the challenges of electrification and provides the context necessary to understand why building electrification does not play a more prominent role in the Company’s approach to decarbonization.

The supporting statement also requested that the report address setting time bound goals for providing incentives and support for built electrification. While the 2019 Sustainability Report tracks progress towards discrete goals, the Company notes in the Supplementary Disclosure that “notwithstanding the significant efforts of [the Company] and others to resolve the technical and financial hurdles to decarbonization, a fully decarbonized grid is likely decades away.” While the Company has been clear in setting its Net Zero Goal for 2050, including earlier targets for methane emissions reductions, at this stage, it is difficult to set time bound goals for particular actions concerning the electrification of the built environment specifically. Rather than setting time-bound goals for a specific and narrow strategy, as requested by the Proposal, the Company believes it has taken the better approach, which is to set time-bound goals for achieving results. The tools for decarbanization are many, and such tools will continue to change and evolve over time with further developments in government policies and advancement in technologies. Limiting time-bound goals to electrification of the built environment only, as requested by the Proposal, is far too narrow of an approach, especially when such efforts have limited results as compared to alternative strategies (including, for example, transportation electrification), and because of the limitations created by the necessity of meeting the needs of customers in a variety of different climates.

The 2019 Sustainability Report, as amended by the Supplementary Disclosure, provides precisely the information requested by the Proponent, as it describes the role built electrification plays in a larger plan to realize the Company’s Net Zero Goal, the competing policy goals that need to be balanced when considering electrification projects, and the particular projects that the Company has embarked on to encourage built electrification. The Proposal is premised on the idea that built electrification is an approach that should be the subject of a focused report, but the Company’s disclosures show that, while it is laudable to encourage built electrification, it is not an approach that merits the same focus and resources as a number of other initiatives disclosed in the 2019 Sustainability Report. In sum, the 2019 Sustainability Report together with the Supplementary Disclosure provide investors with sufficient information to show that the Company has “assessed opportunities for transitioning towards building electrification to meet urgent climate goals,” which is the underlying request of the Proposal.

While the Company believes that the 2019 Sustainability Report, as amended by the Supplementary Disclosure, meets the essential objectives of the Proposal, we do note that the Company need not take the exact action requested by a shareholder in order to be able to exclude the proposal under Rule 14a-8(i)(10); rather, the Company must substantially implement the shareholder proposal. As the Commission described in an earlier release noting the distinction between the prior rule:

> In the past, the staff has permitted the exclusion of proposals under Rule 14a-8(c)(10) [the predecessor to current Rule 14a-8(i)(10)] only in those cases where the action requested by the proposal has been fully effected. The Commission proposed an interpretive change to permit the omission of proposals that have been 'substantially implemented by the issuer.' While the new interpretive position will add more subjectivity to the application of the provision, the Commission has determined that the previous formalistic application of this provision defeated its purpose. Accordingly, the Commission is adopting the proposed interpretive change. Amendments to Rule 14a-8 Under the Securities Exchange Act of 1934 Relating to Proposals by Security Holders, Exchange Act Release No. 34-20091 (Aug. 16, 1983).

While the Company may not provide the level of detail requested by the Proponent, such as the relative benefits and drawbacks of supporting public policies that encourage new building construction to utilize electricity rather than gas for heating and cooking, and to transition buildings currently served by gas, and does not set time bound targets for all such actions concerning its efforts to encourage the electrification of residential and commercial buildings, the Company believes that in the 2019 Sustainability Report and the Supplementary Disclosure it has provided appropriate disclosures to investors to enable them to understand the options available to the Company for promoting built electrification. The overall disclosure requested by the Proponent is focused on assessing the value of encouraging electrification of the built environment to reach the ultimate goal of reducing carbon emissions, which the Company has provided.

In fact, the Company believes its disclosures are more meaningful than those requested by the Proponent. In the 2019 Sustainability Report and in the Supplemental Disclosure, the Company provides its assessment of the value of built electrification and a number of other measures critical to its overall plan to achieve its Net Zero Goal. In its disclosures, the Company has presented a multi-faceted plan for reaching its Net Zero Goal and the role assigned to building electrification based on the Company's assessment of the importance of building electrification in reaching that goal. The Supplementary Disclosure helps to flesh out why building electrification does not have as prominent a role as other approaches to reducing carbon emissions. Therefore, a separate report focused on building electrification as a specific means of reducing carbon emissions would not add anything meaningful to the information already publicly available describing the Company's overall plan for reducing carbon emissions. As the Commission has recognized, there is no need to present shareholders a proposal regarding a matter on which the Company's management or Board has already acted upon favorably.

Accordingly, because the Company has substantially implemented the Proposal, the Company may properly exclude the Proposal from the Proxy Materials pursuant to Rule 14a-8(i)(10).

CONCLUSION

For the reasons stated above, we believe that the Proposal may be properly excluded from the Proxy Materials. If you have any questions or need any additional information with regard to the enclosed or the foregoing, please contact me at (804) 775-4385 or kdeluca@mcguirewoods.com or Meredith Sanderlin Thrower, the Company's Senior Assistant General Counsel – Securities, M&A and Project Development at (804) 819-2139 or meredith.s.thrower@dominionenergy.com.

Sincerely,

Katherine K DeLuca

Katherine K. DeLuca

Enclosures

cc: Meredith Sanderlin Thrower, Senior Assistant General Counsel – Securities, M&A and Project Development
Karen W. Doggett, Assistant Corporate Secretary and Director – Governance
Hannah Frank, Esquire, McGuireWoods LLP
Lila Holzman, As You Sow, Proponent
John Mason, Proponent (c/o Ms. Holzman)
Linda Mason, Proponent (c/o Ms. Holzman)

Exhibit A
Proposal Submission and Related Correspondence

Please see attached.

AS YOU SOW

2150 Kittredge St. Suite 450
Berkeley, CA 94704

www.asyousow.org
BUILDING A SAFE, JUST, AND SUSTAINABLE WORLD SINCE 1992

VIA FEDEX & EMAIL

November 24, 2020

Carter M. Reid
Executive Vice President, Chief of Staff and Corporate Secretary
Dominion Energy, Inc.
600 East Canal Street
Richmond, Virginia 23219
Carter.Reid@dom.com

Dear Mr. Reid,

As You Sow is filing a shareholder proposal on behalf of John B & Linda C Mason Comm Prop (S) ("Proponent"), a shareholder of Dominion Energy, Inc. for inclusion in Dominion Energy's 2021 proxy statement and for consideration by shareholders in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

A letter from the Proponent authorizing *As You Sow* to act on its behalf is enclosed. A representative of the Proponent will attend the stockholder meeting to move the resolution as required.

We are available to discuss this issue and are optimistic that such a discussion could result in resolution of the Proponent's concerns.

To schedule a dialogue, please contact me at lholzman@asyousow.org. Please send all correspondence **with a copy to shareholderengagement@asyousow.org**.

Sincerely,

Lila Holzman

Lila Holzman
Energy Program Manager

Enclosures
- Shareholder Proposal
- Shareholder Authorization

cc: investor.relations@dominionenergy.com

WHEREAS: The Intergovernmental Panel on Climate Change reports "rapid, far-reaching" changes are necessary in the next decade to avoid catastrophic global warming.[1] The energy sector must play a critical role in mitigating this risk. Already, the sector is transitioning away from coal, yet its growing reliance on natural gas creates new risk, locking in long-term emissions.

Natural gas use contributes to climate change throughout its supply chain, from upstream methane leaks to downstream combustion in buildings.[2] Gas combustion for heating and cooking is a primary reason commercial and residential buildings account for 12.3% of greenhouse gas (GHG) emissions nationwide.[3] Approximately 30% of emissions disclosed by Dominion are from customer gas use. This does not include gas' upstream emissions, which Dominion does not report.[4]

Electrification of heating and cooking has emerged as a cost-effective approach to decarbonize buildings.[5] Related technologies are becoming more economical and studies show increased climate benefits as electric grids transition off fossil fuels.[6] Growing support is evidenced by cities nationwide introducing building codes to incentivize electrification over gas.[7] Recognizing this disruptive trend, multiple states have launched official investigations into the future of gas distribution systems.[8] As electrification becomes more cost-competitive, supportive policies gain traction, and utilities face pressure to reduce GHGs, hybrid power and gas utilities like Dominion face transition challenges and opportunities.

While some utilities and industry groups defend continued reliance on gas,[9] investors are concerned this will lead to overinvestment in gas distribution, and related stranded asset risk, and to missed opportunities to grow clean power demand. Recently, Dominion lost billions after abandoning the Atlantic Coast Pipeline project.[10] Meanwhile, peers like Entergy and PG&E are actively promoting electrification through incentives and public statements.[11,12]

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[1] https://www.ipcc.ch/2018/10/08/summary-for-policymakers-of-ipcc-special-report-on-global-warming-of-1-5c-approved-by-governments/

[2] https://www.nytimes.com/2020/08/13/climate/trump-methane.html

[3] https://www.epa.gov/ghgemissions/sources-greenhouse-gas-emissions#commercial-and-residential

[4] https://cdn-dominionenergy-prd-001.azureedge.net/-/media/pdfs/global/company/esg/climate-cdp-2018.pdf?la=en&rev=1c798dbd9c1f42d7b6528492c3dd5c89&hash=5F8F6EF90BC4A13B2BFB45839650CAB1

[5] https://www.greentechmedia.com/articles/read/so-what-exactly-is-building-electrification

[6] https://rmi.org/all-electric-new-homes-a-win-for-the-climate-and-the-economy/

[7] https://e360.yale.edu/features/to-cut-carbon-emissions-a-movement-grows-to-electrify-everything

[8] https://www.greentechmedia.com/articles/read/massachusetts-to-follow-california-and-new-york-in-planning-for-natural-gas-phase-down

[9] https://www.spglobal.com/marketintelligence/en/news-insights/latest-news-headlines/no-one-is-insulated-gas-utility-group-issues-warning-on-electrification-61239315

[10] https://www.greentechmedia.com/articles/read/dominion-energy-ceo-to-step-down-as-utility-marks-massive-loss-from-pipeline-cancellation

[11] https://entergyetech.com/

[12] https://www.greentechmedia.com/articles/read/pge-gets-on-board-with-all-electric-new-buildings-in-california

Dominion's current GHG reduction commitments for gas use are commendable[13] but insufficient to meet Paris goals. Its disclosures lack information about whether Dominion has fully reported the climate impacts of continuing to invest in gas distribution or assessed opportunities for transitioning toward building electrification to meet urgent climate goals.

RESOLVED: Shareholders request the Board of Directors prepare a report (at reasonable cost and omitting proprietary information) exploring options as to whether and how the Company could reduce its total contribution to climate change by encouraging electrification of the built environment within the company's service areas as part of a Company transition toward enterprise-wide alignment with the Paris Climate Agreement.

SUPPORTING STATEMENT: Shareholders seek information, at board and management discretion, on the relative benefits and drawbacks of integrating the following actions:

- Providing expertise and financial support or incentives for commercial and residential electrification efforts;
- Supporting public policies that encourage new building construction to utilize electricity rather than gas for heating and cooking, and to transition buildings currently served by gas;
- Setting time bound targets related to the actions above.

[13] https://news.dominionenergy.com/2020-02-11-Dominion-Energy-Sets-New-Goal-of-Net-Zero-Emissions-by-2050

10/14/2020 | 3:07:48 PM PDT

Andrew Behar
CEO
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

As of the date of this letter, the undersigned authorizes As You Sow (AYS) to file, co-file, or endorse the shareholder resolution identified below on Stockholder's behalf with the identified company, and that it be included in the proxy statement as specified below, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder: John B & Linda C Mason Comm Prop (S)
Company: Dominion Resources
Annual Meeting/Proxy Statement Year: 2021
Resolution Subject: Climate disclosures or other measures to reduce GHG emissions

The Stockholder has continuously owned over $2,000 worth of company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2021.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

DocuSigned by:
John Mason
191DD2334FC743D...

Name: John Mason

Title: Stockholder

DocuSigned by:
Linda Mason
1A2546F5C31941A...

Linda Mason

Ms.

AS YOU SOW
2150 Kittredge St. Suite 450
Berkeley, CA 94704
www.asyousow.org
BUILDING A SAFE, JUST, AND SUSTAINABLE WORLD SINCE 1992

VIA FEDEX & EMAIL

November 24, 2020

Carter M. Reid
Executive Vice President, Chief of Staff and Corporate Secretary
Dominion Energy, Inc.
600 East Canal Street
Richmond, Virginia 23219
Carter.Reid@dom.com

Dear Mr. Reid,

As You Sow is co-filing a shareholder proposal on behalf of the following shareholders for action at the next annual meeting of Dominion Energy, Inc.

- Jennifer Perini Trust
- Somerton Trust

Shareholders are co-filers of the enclosed proposal with John B & Linda C Mason Comm Prop (S), who is the Proponent of the proposal. *As You Sow* has submitted the enclosed shareholder proposal on behalf of Proponent for inclusion in the 2021 proxy statement in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. *As You Sow* is authorized to act on Jennifer Perini Trust's or Somerton Trust's behalf with regard to withdrawal of the proposal.

Letters authorizing *As You Sow* to act on co-filers' behalf are enclosed. A representative of the lead filer will attend the stockholders' meeting to move the resolution as required.

To schedule a dialogue, please contact me at lholzman@asyousow.org. Please send all correspondence **with a copy to shareholderengagement@asyousow.org**.

Sincerely,

Lila Holzman

Lila Holzman
Energy Program Manager

Enclosures
- Shareholder Proposal
- Shareholder Authorization

cc: investor.relations@dominionenergy.com

WHEREAS: The Intergovernmental Panel on Climate Change reports "rapid, far-reaching" changes are necessary in the next decade to avoid catastrophic global warming.[1] The energy sector must play a critical role in mitigating this risk. Already, the sector is transitioning away from coal, yet its growing reliance on natural gas creates new risk, locking in long-term emissions.

Natural gas use contributes to climate change throughout its supply chain, from upstream methane leaks to downstream combustion in buildings.[2] Gas combustion for heating and cooking is a primary reason commercial and residential buildings account for 12.3% of greenhouse gas (GHG) emissions nationwide.[3] Approximately 30% of emissions disclosed by Dominion are from customer gas use. This does not include gas' upstream emissions, which Dominion does not report.[4]

Electrification of heating and cooking has emerged as a cost-effective approach to decarbonize buildings.[5] Related technologies are becoming more economical and studies show increased climate benefits as electric grids transition off fossil fuels.[6] Growing support is evidenced by cities nationwide introducing building codes to incentivize electrification over gas.[7] Recognizing this disruptive trend, multiple states have launched official investigations into the future of gas distribution systems.[8] As electrification becomes more cost-competitive, supportive policies gain traction, and utilities face pressure to reduce GHGs, hybrid power and gas utilities like Dominion face transition challenges and opportunities.

While some utilities and industry groups defend continued reliance on gas,[9] investors are concerned this will lead to overinvestment in gas distribution, and related stranded asset risk, and to missed opportunities to grow clean power demand. Recently, Dominion lost billions after abandoning the Atlantic Coast Pipeline project.[10] Meanwhile, peers like Entergy and PG&E are actively promoting electrification through incentives and public statements.[11,12]

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[1] https://www.ipcc.ch/2018/10/08/summary-for-policymakers-of-ipcc-special-report-on-global-warming-of-1-5c-approved-by-governments/
[2] https://www.nytimes.com/2020/08/13/climate/trump-methane.html
[3] https://www.epa.gov/ghgemissions/sources-greenhouse-gas-emissions#commercial-and-residential
[4] https://cdn-dominionenergy-prd-001.azureedge.net/-/media/pdfs/global/company/esg/climate-cdp-2018.pdf?la=en&rev=1c798dbd9c1f42d7b6528492c3dd5c89&hash=5F8F6EF90BC4A13B2BFB45839650CAB1
[5] https://www.greentechmedia.com/articles/read/so-what-exactly-is-building-electrification
[6] https://rmi.org/all-electric-new-homes-a-win-for-the-climate-and-the-economy/
[7] https://e360.yale.edu/features/to-cut-carbon-emissions-a-movement-grows-to-electrify-everything
[8] https://www.greentechmedia.com/articles/read/massachusetts-to-follow-california-and-new-york-in-planning-for-natural-gas-phase-down
[9] https://www.spglobal.com/marketintelligence/en/news-insights/latest-news-headlines/no-one-is-insulated-gas-utility-group-issues-warning-on-electrification-61239315
[10] https://www.greentechmedia.com/articles/read/dominion-energy-ceo-to-step-down-as-utility-marks-massive-loss-from-pipeline-cancellation
[11] https://entergyetech.com/
[12] https://www.greentechmedia.com/articles/read/pge-gets-on-board-with-all-electric-new-buildings-in-california

Dominion's current GHG reduction commitments for gas use are commendable[13] but insufficient to meet Paris goals. Its disclosures lack information about whether Dominion has fully reported the climate impacts of continuing to invest in gas distribution or assessed opportunities for transitioning toward building electrification to meet urgent climate goals.

RESOLVED: Shareholders request the Board of Directors prepare a report (at reasonable cost and omitting proprietary information) exploring options as to whether and how the Company could reduce its total contribution to climate change by encouraging electrification of the built environment within the company's service areas as part of a Company transition toward enterprise-wide alignment with the Paris Climate Agreement.

SUPPORTING STATEMENT: Shareholders seek information, at board and management discretion, on the relative benefits and drawbacks of integrating the following actions:

- Providing expertise and financial support or incentives for commercial and residential electrification efforts;
- Supporting public policies that encourage new building construction to utilize electricity rather than gas for heating and cooking, and to transition buildings currently served by gas;
- Setting time bound targets related to the actions above.

[13] https://news.dominionenergy.com/2020-02-11-Dominion-Energy-Sets-New-Goal-of-Net-Zero-Emissions-by-2050

11/16/2020 | 7:27:43 AM HAST

Andrew Behar
CEO
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

As of the date of this letter, the undersigned authorizes As You Sow (AYS) to co-file or endorse the shareholder resolution identified below on Stockholder's behalf with the identified company, and that it be included in the proxy statement as specified below, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder: Jennifer Perini Trust
Company: Dominion Resources
Annual Meeting/Proxy Statement Year: 2021
Resolution Subject: Climate disclosures or other measures to reduce GHG emissions

The Stockholder has continuously owned over $2,000 worth of company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2021.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

DocuSigned by:
Jennifer Perini
7BF096F7AC3D417...

Name: Jennifer Perini

Title: Ms.

November 18, 2020

Andrew Behar
CEO
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

As of the date of this letter, the undersigned authorizes As You Sow (AYS) to co-file or endorse the shareholder resolution identified below on Stockholder's behalf with the identified company, and that it be included in the proxy statement as specified below, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder: Somerton Trust

Company: Dominion Resources

Annual Meeting/Proxy Statement Year: 2021

Resolution Subject: Climate disclosures or other measures to reduce GHG emissions

The Stockholder has continuously owned over $2,000 worth of company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2021.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

DocuSigned by:
Melissa Fairgrieve
3F945853341048E...

Name: Melissa Fairgrieve

Title: Trustee

Dominion Energy, Inc.
600 East Canal Street, Richmond, VA 23219
DominionEnergy.com

December 2, 2020

Sent via Electronic Mail

John B & Linda C Mason Comm Prop (S)

c/o As You Sow
Attn: Lila Holzman
2150 Kittredge Street, Suite 450
Berkeley, CA 94704

Dear Ms. Holzman:

This letter confirms receipt on November 24, 2020, via email, of the shareholder proposal submitted on behalf of John B & Linda C Mason Comm Prop (S) by As You Sow for inclusion in Dominion Energy, Inc.'s (Dominion Energy) proxy statement for the 2021 Annual Meeting of Shareholders (2021 Annual Meeting).

In accordance with Securities and Exchange Commission (SEC) regulations, we are required to notify you of any eligibility or procedural deficiencies related to your proposal. Rule 14a-8(b) under the Securities Exchange Act of 1934, as amended, states that in order to be eligible to submit your proposal, you must submit proof of continuous ownership of at least $2,000 in market value, or 1%, of Dominion Energy's common stock for the one-year period preceding and including the date you submitted your proposal.

As of the date of this letter, we have not received your proof of ownership of Dominion Energy common stock.

According to Dominion Energy's records, you are not a registered holder of Dominion Energy common stock. As explained in Rule 14a-8(b), if you are not a registered holder of Dominion Energy common stock, you may provide proof of ownership by submitting either:

- a written statement from the record holder of your Dominion Energy common stock (usually a bank or broker that is a Depository Trust Company (DTC) participant) verifying that, at the time you submitted your proposal, you continuously held the requisite number of shares of Dominion Energy common stock for at least one year; or

- if you have filed a Schedule 13D, Schedule 13G, Form 3, Form 4 and/or Form 5 with the SEC, or amendments to those documents or updated forms, reflecting your ownership of the shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in your ownership level and your written statement that you continuously held the required number of shares for the one-year period as of the date of the statement.

Please note that, pursuant to Staff Legal Bulletins 14F and 14G issued by the SEC (SLB 14F and SLB 14G, respectively), only DTC participants or affiliated DTC participants should be viewed as record holders of the securities deposited at DTC.

In order for your proposal to be eligible, you must provide proof of beneficial ownership of Dominion Energy common stock from the record holder of your shares verifying continuous ownership of at least $2,000 in market value, or 1%, of Dominion Energy's common stock for the one-year period preceding and including November 24, 2020, the date you submitted your proposal.

The SEC's Rule 14a-8 requires that your proof of ownership that satisfies the requirements of Rule 14a-8 must be postmarked or transmitted electronically to Dominion Energy no later than 14 calendar days from the date on which you receive this letter. Your documentation and/or response may be sent via electronic mail to me (karen.doggett@dominionenergy.com) or Jordan Saltzberg (jordan.c.saltzberg@dominionenergy.com) or by postal or overnight mail to Karen Doggett, Dominion Energy, Inc., 600 East Canal Street, 20th Floor, Richmond, VA 23219.

Finally, please note that in addition to the eligibility deficiencies cited above, Dominion Energy reserves the right in the future to raise any further bases upon which the proposal may be properly excluded under Rule 14a-8 of the Securities Exchange Act of 1934.

If you should have any questions regarding this matter, I can be reached at (804) 819-2123. For your reference, I have enclosed a copy of Rule 14a-8, SLB 14F and SLB 14G.

Sincerely,

Karen Doggett

Karen W. Doggett
Assistant Corporate Secretary

Enclosures

Dominion Energy, Inc.
600 East Canal Street, Richmond, VA 23219
DominionEnergy.com

December 2, 2020

Sent via Electronic Mail

Jennifer Perini Trust

c/o As You Sow
Attn: Lila Holzman
2150 Kittredge Street, Suite 450
Berkeley, CA 94704

Dear Ms. Holzman:

This letter confirms receipt on November 24, 2020, via email, of the shareholder proposal submitted on behalf of Jennifer Perini Trust by As You Sow for inclusion in Dominion Energy, Inc.'s (Dominion Energy) proxy statement for the 2021 Annual Meeting of Shareholders (2021 Annual Meeting).

In accordance with Securities and Exchange Commission (SEC) regulations, we are required to notify you of any eligibility or procedural deficiencies related to your proposal. Rule 14a-8(b) under the Securities Exchange Act of 1934, as amended, states that in order to be eligible to submit your proposal, you must submit proof of continuous ownership of at least $2,000 in market value, or 1%, of Dominion Energy's common stock for the one-year period preceding and including the date you submitted your proposal.

As of the date of this letter, we have not received your proof of ownership of Dominion Energy common stock.

According to Dominion Energy's records, you are not a registered holder of Dominion Energy common stock. As explained in Rule 14a-8(b), if you are not a registered holder of Dominion Energy common stock, you may provide proof of ownership by submitting either:

- a written statement from the record holder of your Dominion Energy common stock (usually a bank or broker that is a Depository Trust Company (DTC) participant) verifying that, at the time you submitted your proposal, you continuously held the requisite number of shares of Dominion Energy common stock for at least one year; or

- if you have filed a Schedule 13D, Schedule 13G, Form 3, Form 4 and/or Form 5 with the SEC, or amendments to those documents or updated forms, reflecting your ownership of the shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in your ownership level and your written statement that you continuously held the required number of shares for the one-year period as of the date of the statement.

Please note that, pursuant to Staff Legal Bulletins 14F and 14G issued by the SEC (SLB 14F and SLB 14G, respectively), only DTC participants or affiliated DTC participants should be viewed as record holders of the securities deposited at DTC.

In order for your proposal to be eligible, you must provide proof of beneficial ownership of Dominion Energy common stock from the record holder of your shares verifying continuous ownership of at least $2,000 in market value, or 1%, of Dominion Energy's common stock for the one-year period preceding and including November 24, 2020, the date you submitted your proposal.

The SEC's Rule 14a-8 requires that your proof of ownership that satisfies the requirements of Rule 14a-8 must be postmarked or transmitted electronically to Dominion Energy no later than 14 calendar days from the date on which you receive this letter. Your documentation and/or response may be sent via electronic mail to me (karen.doggett@dominionenergy.com) or Jordan Saltzberg (jordan.c.saltzberg@dominionenergy.com) or by postal or overnight mail to Karen Doggett, Dominion Energy, Inc., 600 East Canal Street, 20th Floor, Richmond, VA 23219.

Finally, please note that in addition to the eligibility deficiencies cited above, Dominion Energy reserves the right in the future to raise any further bases upon which the proposal may be properly excluded under Rule 14a-8 of the Securities Exchange Act of 1934.

If you should have any questions regarding this matter, I can be reached at (804) 819-2123. For your reference, I have enclosed a copy of Rule 14a-8, SLB 14F and SLB 14G.

Sincerely,

Karen Doggett

Karen W. Doggett
Assistant Corporate Secretary

Enclosures

Dominion Energy, Inc.
600 East Canal Street, Richmond, VA 23219
DominionEnergy.com

December 2, 2020

Sent via Electronic Mail

Somerton Trust

c/o As You Sow
Attn: Lila Holzman
2150 Kittredge Street, Suite 450
Berkeley, CA 94704

Dear Ms. Holzman:

This letter confirms receipt on November 24, 2020, via email, of the shareholder proposal submitted on behalf of Somerton Trust by As You Sow for inclusion in Dominion Energy, Inc.'s (Dominion Energy) proxy statement for the 2021 Annual Meeting of Shareholders (2021 Annual Meeting).

In accordance with Securities and Exchange Commission (SEC) regulations, we are required to notify you of any eligibility or procedural deficiencies related to your proposal. Rule 14a-8(b) under the Securities Exchange Act of 1934, as amended, states that in order to be eligible to submit your proposal, you must submit proof of continuous ownership of at least $2,000 in market value, or 1%, of Dominion Energy's common stock for the one-year period preceding and including the date you submitted your proposal.

As of the date of this letter, we have not received your proof of ownership of Dominion Energy common stock.

According to Dominion Energy's records, you are not a registered holder of Dominion Energy common stock. As explained in Rule 14a-8(b), if you are not a registered holder of Dominion Energy common stock, you may provide proof of ownership by submitting either:

- a written statement from the record holder of your Dominion Energy common stock (usually a bank or broker that is a Depository Trust Company (DTC) participant) verifying that, at the time you submitted your proposal, you continuously held the requisite number of shares of Dominion Energy common stock for at least one year; or

- if you have filed a Schedule 13D, Schedule 13G, Form 3, Form 4 and/or Form 5 with the SEC, or amendments to those documents or updated forms, reflecting your ownership of the shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in your ownership level and your written statement that you continuously held the required number of shares for the one-year period as of the date of the statement.

Please note that, pursuant to Staff Legal Bulletins 14F and 14G issued by the SEC (SLB 14F and SLB 14G, respectively), only DTC participants or affiliated DTC participants should be viewed as record holders of the securities deposited at DTC.

In order for your proposal to be eligible, you must provide proof of beneficial ownership of Dominion Energy common stock from the record holder of your shares verifying continuous ownership of at least $2,000 in market value, or 1%, of Dominion Energy's common stock for the one-year period preceding and including November 24, 2020, the date you submitted your proposal.

The SEC's Rule 14a-8 requires that your proof of ownership that satisfies the requirements of Rule 14a-8 must be postmarked or transmitted electronically to Dominion Energy no later than 14 calendar days from the date on which you receive this letter. Your documentation and/or response may be sent via electronic mail to me (karen.doggett@dominionenergy.com) or Jordan Saltzberg (jordan.c.saltzberg@dominionenergy.com) or by postal or overnight mail to Karen Doggett, Dominion Energy, Inc., 600 East Canal Street, 20th Floor, Richmond, VA 23219.

Finally, please note that in addition to the eligibility deficiencies cited above, Dominion Energy reserves the right in the future to raise any further bases upon which the proposal may be properly excluded under Rule 14a-8 of the Securities Exchange Act of 1934.

If you should have any questions regarding this matter, I can be reached at (804) 819-2123. For your reference, I have enclosed a copy of Rule 14a-8, SLB 14F and SLB 14G.

Sincerely,

Karen Doggett

Karen W. Doggett
Assistant Corporate Secretary

Enclosures

Jordan C Saltzberg (Services - 6)

From: Shareholder Engagement <shareholderengagement@asyousow.org>
Sent: Wednesday, December 16, 2020 10:33 PM
To: Jordan C Saltzberg (Services - 6)
Cc: Karen Doggett (Services - 6); Lila Holzman
Subject: [EXTERNAL] Re: Dominion Energy - Shareholder Proposal
Attachments: Proof_Mason_Dominion_20201216.pdf; JENNIFER PERINI TRUST D 12.16.20.pdf

This is an EXTERNAL email that was NOT sent from Dominion Energy. Are you expecting this message? Are you expecting a link or attachment? DO NOT click links or open attachments until you verify them

Hello Jordan,

Please see attached the Proof of Ownership documentation of Dominion Energy for 118 shares from John B & Linda C Mason
Also attached is the Proof of Ownership documentation of Dominion Energy for 46 shares from Jennifer Perini Trust

We note that Somerton Trust is no longer a named co-filer.

Please confirm receipt and let us know if any deficiencies remain.

Thank you so much,
Gail

Gail Follansbee (she/her)
Coordinator, Shareholder Relations
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704
(510) 735-8139 (direct line) ~ (650) 868-9828 (cell)
gail@asyousow.org | www.asyousow.org

From: "Jordan.C.Saltzberg@dominionenergy.com" <Jordan.C.Saltzberg@dominionenergy.com>
Date: Wednesday, December 2, 2020 at 1:10 PM
To: Lila Holzman <lholzman@asyousow.org>, Gail Follansbee <gail@asyousow.org>, Shareholder Engagement <shareholderengagement@asyousow.org>
Cc: "karen.doggett@dominionenergy.com" <karen.doggett@dominionenergy.com>, "Jordan.C.Saltzberg@dominionenergy.com" <Jordan.C.Saltzberg@dominionenergy.com>
Subject: RE: Dominion Energy - Shareholder Proposal

Dear Ms. Holzman,

Please see the attached letters regarding the proposal you submitted for inclusion in Dominion Energy, Inc.'s proxy statement for the 2021 Annual Meeting of Shareholders. Also attached for your reference are copies of Rule 14a-8 of the Securities Exchange Act of 1934 and Staff Legal Bulletins 14F and 14G issued by the Securities and Exchange Commission.

If you have any questions, you can reach me and Karen Doggett by email or phone as listed below.

Sincerely,

Jordan Saltzberg

Jordan C. Saltzberg
Corporate & Subsidiary Governance Strategic Advisor

Dominion Energy Services, Inc.
600 Canal Place, 20th Floor, Richmond, VA 23219
O: 804-819-2386   C: 804-241-6005

Karen W. Doggett
Assistant Corporate Secretary and Director-Governance
Dominion Energy Services, Inc.
600 East Canal Street, Richmond, VA 23219
Office: 804.819.2123 | **Mobile:** 804.337.0826
karen.doggett@dominionenergy.com

Dominion Energy
Actions Speak Louder™

From: Gail Follansbee <gail@asyousow.org>
Sent: Monday, November 30, 2020 10:58 AM
To: Karen Doggett (Services - 6) <karen.doggett@dominionenergy.com>
Cc: Shareholder Engagement <shareholderengagement@asyousow.org>; Lila Holzman <lholzman@asyousow.org>; Jordan C Saltzberg (Services - 6) <Jordan.C.Saltzberg@dominionenergy.com>
Subject: [EXTERNAL] Re: Dominion Energy - Shareholder Proposal

This is an EXTERNAL email that was NOT sent from Dominion Energy. Are you expecting this message? Are you expecting a link or attachment? DO NOT click links or open attachments until you verify them

Hi Karen-

Thank you for re-sending. I hadn't gotten your email message.
I had however received a confirmation email from Ms. Reid on 11/25.

Best,
Gail

Gail Follansbee (she/her)
Coordinator, Shareholder Relations
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704
(510) 735-8139 (direct line) ~ (650) 868-9828 (cell)
gail@asyousow.org | www.asyousow.org

From: "karen.doggett@dominionenergy.com" <karen.doggett@dominionenergy.com>
Date: Monday, November 30, 2020 at 4:37 AM
To: Gail Follansbee <gail@asyousow.org>

Cc: Shareholder Engagement <shareholderengagement@asyousow.org>, Lila Holzman <lholzman@asyousow.org>, "Jordan.C.Saltzberg@dominionenergy.com" <Jordan.C.Saltzberg@dominionenergy.com>
Subject: FW: Dominion Energy - Shareholder Proposal

Dear Ms. Follansbee,

I'm resending my confirmation of receipt. I received notification that my November 25 email was not delivered to you.

Sincerely,

Karen Doggett

Karen W. Doggett
Assistant Corporate Secretary and Director-Governance
Dominion Energy Services, Inc.
600 East Canal Street, Richmond, VA 23219
Mobile: 804.337.0826
karen.doggett@dominionenergy.com

From: Karen Doggett (Services - 6)
Sent: Wednesday, November 25, 2020 7:04 AM
To: gail@asyousow.com; Shareholder Engagement <shareholderengagement@asyousow.org>
Cc: Jordan C Saltzberg (Services - 6) <Jordan.C.Saltzberg@dominionenergy.com>
Subject: RE: Dominion Energy - Shareholder Proposal

Dear Ms. Follansbee,

On behalf of Ms. Reid, I am confirming receipt of your email and proposal.

Sincerely,

Karen Doggett

Karen W. Doggett
Dominion Energy Services, Inc.
600 East Canal Street, Richmond, VA 23219
Mobile: 804.337.0826
karen.doggett@dominionenergy.com

From: Gail Follansbee <gail@asyousow.org>
Sent: Tuesday, November 24, 2020 9:43 PM
To: Carter Reid (Services - 6); Dominion Energy Investor Relations
Cc: Lila Holzman; Danielle Fugere
Subject: [EXTERNAL] Dominion Energy - Shareholder Proposal

This is an EXTERNAL email that was NOT sent from Dominion Energy. Are you expecting this message? Are you expecting a link or attachment? DO NOT click links or open attachments until you verify them

Dear Mr. Reid,

Attached please find filing documents submitting a shareholder proposal for inclusion in the company's 2021 proxy statement. A paper copy of these documents was sent by FedEx today, Tuesday 11/24 and will be received at your office tomorrow morning Wednesday 11/25.

It would be much appreciated if you could please confirm receipt of this email.

Thank you very much,
Gail

Gail Follansbee (she/her)
Coordinator, Shareholder Relations
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704
(510) 735-8139 (direct line) ~ (650) 868-9828 (cell)
gail@asyousow.org | www.asyousow.org

CONFIDENTIALITY NOTICE: This electronic message contains information which may be legally confidential and or privileged and does not in any case represent a firm ENERGY COMMODITY bid or offer relating thereto which binds the sender without an additional express written confirmation to that effect. The information is intended solely for the individual or entity named above and access by anyone else is unauthorized. If you are not the intended recipient, any disclosure, copying, distribution, or use of the contents of this information is prohibited and may be unlawful. If you have received this electronic transmission in error, please reply immediately to the sender that you have received the message in error, and delete it. Thank you.

Advisor Services

Advisor Family Office
P.O. Box 628290
Orlando FL 62829

December 16, 2020
John B. and Linda C. Mason Revocable Trust
PO Box 2400
Park City UT 84060

Verification of Account Position

Charles Schwab & Co., a DTC participant, acts as the custodian for John B. and Linda C. Mason Revocable Trust. As of the date of this letter, John B. and Linda C. Mason Revocable Trust held, and has held continuously for at least 13 months the following:

118 shares of Dominion Energy Inc., cusip 25746U109

Thank you for investing with Schwab. We appreciate your business and look forward to serving the needs of you and your investment advisor.

Best Regards,

James Aboltin

James Aboltin
Service Relationship Manager

charles SCHWAB

December 16, 2020

JENNIFER MARY PERINI TTEE
JENNIFER PERINI TRUST
***

[redacted]

Questions: Contact your advisor or call Schwab Alliance at 1-800-515-2157.

As requested, we're confirming a stock holding in your account.

Dear Jennifer Perini,

As requested, we're writing to confirm that the above account holds in trust 46 shares of DOMINION ENERGY INC (D) common stock. These shares have been held in the account continuously for at least one year since November 24, 2019.

These shares are held at Depository Trust Company under Charles Schwab & Co., Inc., which serves as custodian for the account.

Thank you for choosing Schwab. If you have questions, please contact your advisor or Schwab Alliance at 1-800-515-2157. We appreciate your business and look forward to serving you in the future.

Sincerely,

Seth Deibel

Seth Deibel
Manager, Institutional
IST PHOENIX SERVICE
2423 E Lincoln Dr
Phoenix, AZ 85016-1215

Independent investment advisors are not owned by, affiliated with, or supervised by Charles Schwab & Co., Inc. ("Schwab").

Exhibit B
Supplementary Disclosure

Please see attached.

About Electrification

Overview

From swiftly expanding renewable energy and slashing emissions to developing innovative transportation alternatives, Dominion Energy is among the leaders in decarbonization across the country. We intend to reach net zero emissions across our gas and electric businesses by 2050. We believe in a balanced approach that achieves dramatic decarbonization while giving proper weight to cost, technology, and customer choice.

As we work to build a cleaner and more sustainable future, we are pursuing a comprehensive strategy to promote economy-wide decarbonization by encouraging the shift to least-cost, low- and zero- carbon energy sources. To that end, we are greening our own grid through investments in offshore wind, solar generation, nuclear relicensing, energy storage, hydrogen, energy efficiency, pipeline replacement, and carbon-beneficial renewable natural gas. (For more on those topics, see this report's sections on "Investing in Infrastructure for Clean Energy," "Clean Energy Diversity and Security," "Carbon Reduction," and "Methane Emissions Reduction.") Through such efforts, we have cut carbon emissions 57 percent since 2005 and methane emissions 25 percent since 2010. We intend to reach net zero emissions across both our gas and electric businesses by 2050.

In addition, we are helping our customers and other sectors of the economy reduce their emissions. The optimal solutions and technologies will vary by climate, region, and over time, and are not predetermined. However, one way we are limiting our total contribution to climate change is by launching a suite of initiatives to reduce company and customer footprints — *i.e.*, Scope 3 emissions. Those initiatives include electrification of transportation and, where appropriate, the built environment (also known as building electrification).

We are also investing in complementary grid modernization projects to accommodate increased load associated with electrification efforts and facilitate the integration of distributed energy resources.

Our Approach

Electrification lowers overall emissions when electricity is generated by low- or zero-carbon sources. However, as illustrated in this report's "Net Zero" section, notwithstanding the significant efforts of Dominion Energy and others to resolve the technical and financial hurdles to decarbonization, a fully decarbonized grid is likely decades away. Until storage can be deployed cost-effectively at utility scale and other technologies reach commercial maturity, natural gas remains a critical enabler of grid reliability.

Dominion Energy is committed to leading the clean-energy transition while maintaining both customer reliability and affordability. Accordingly, the company supports decarbonizing both the electric grid, as described in this section, and the natural gas delivery grid through the initiatives described in the "Methane Emissions Reduction" section of this report.

Electrification of the Built Environment

Most residential and commercial buildings run on fuel and electricity. They use electricity to power lights, refrigerators, and electronic devices, and they consume fuels such as natural gas or propane to power furnaces, boilers, and water heaters.

Building electrification involves shifting from fossil fuels to electricity for heating (primarily through heat pumps), cooking, and numerous industrial processes. In the company's regulated electric service territory, there is already significant heat pump deployment, along with some limited use of heating oil that electric solutions could beneficially replace.

To encourage customers to purchase Energy Star-qualified efficient heat pumps and other appliances, the company offers a variety of state commission-approved rebate programs. However, Virginia law restricts utilities from operating promotional allowance programs that would have a significant effect on the sales of an alternative energy supplier. In addition, Dominion Energy South Carolina is substantially expanding demand-side management programs, currently in their 11th year of operation. Following approval in late 2019 by the Public Service Commission of South Carolina, from 2020-2024 the portfolio of programs was broadened to seven residential programs and three commercial and industrial programs.

At the same time, we recognize that building electrification does not meet the needs of every customer. In colder climates, such as our Utah service territory, electric heat pumps are far less effective than natural gas heaters. Further, independent analysis demonstrates that in areas where the electric utility has not transitioned (or is not transitioning) its generation fleet to less carbon-intensive fuel sources such as natural gas and renewables, building electrification results in *greater* carbon emissions than natural gas heat sources.

Nearly 180 million Americans use natural gas directly in their homes and businesses every day, and more than 600,000 Americans sign up for new natural gas service each year. Consumers choose natural gas because they like the affordability, reliability, and experience of gas space and water heating, gas cooking, gas fireplaces, and other household appliances. The total cost of aggressive residential electrification would be $590 billion to $1.2 trillion by 2035. Significant increases in peak electric demand also would require major new investments in electric generation, transmission, and distribution, totaling $155 billion to $426 billion by 2035.

Given those realities, it is not surprising that policy-driven electrification is deeply unpopular. According to a July 2020 survey, Dominion Energy's natural gas utility customers in Utah, Ohio, and South Carolina strongly oppose policy-driven electrification: 74 percent oppose policies banning new natural gas connections or requiring customers to convert to all-electric appliances, and more than 60 percent of those who identify as environmentalists oppose such policies.

For these reasons, our decarbonization efforts include GreenTherm, a voluntary program that empowers customers to purchase RNG, as well as ThermWise and other energy-efficiency programs that encourage consumers to use less energy. (For more, see the section on "Energy Value.") Other initiatives to decarbonize the gas delivery grid, including reducing or eliminating gas venting during planned maintenance and inspections, replacing targeted infrastructure and equipment with new, lower-emission equipment, and expanding leak detection and repair programs are described in "Methane Emissions Reduction" section of this report.

Electrification of Industry

Heavy industry accounts for more than a fifth of carbon-dioxide emissions. Much of those emissions come from the burning of fossil fuels, because many industrial processes — from steel production to incineration — require high temperatures for sustained periods, and carbon-based fuels often provide the heat source. Switching from coal and oil to natural gas could reduce emissions in some instances. Further reductions could be achieved through the use of hydrogen.

While electrification is not practical for some processes, it may be applicable in others. Dominion Energy is working with industrial customers to keep them connected to the grid, which can maximize emissions cuts through economies of scale.

Electrification of Transportation

While the decarbonization opportunities associated with building electrification are significant, the transportation sector offers the greatest opportunity to reduce emissions through electrification: In 2019, the transportation sector represented the largest source of carbon dioxide emissions in the United States. Accordingly, Dominion Energy is prioritizing transportation decarbonization through (1) investments in vehicle charging infrastructure (in Virginia, we have received approval of our Smart Charging Infrastructure Pilot Program and are seeking approval of other EV-supportive programs); (2) support for the use of compressed natural gas in vehicles in North Carolina and Utah (for more on that, see this report's section on "Natural Gas Diversity"); (3) robust educational resources for customers; and (4) our electric school bus initiative and autonomous electric shuttle pilot (for more on those, see this report's section, "Beyond Net Zero").

Grid Transformation

Finally, the company is transforming the grid to enable the increased load associated with electrification and facilitate the integration of distributed energy resources. Our 2020 Virginia Integrated Resource Plan describes the foundational elements of the Grid Transformation Plan, including advanced metering infrastructure, deployment of intelligent grid devices, advanced control systems, and a robust and secure telecommunications network — all of which will support the increased load and distribution grid complexity associated with building electrification and electric vehicle adoption.

Time Frame

As noted above, the time frame for electrification of other economic sectors depends on numerous factors beyond the company's control. See the Commitments section of this SCR Report a comprehensive list of our sustainability targets and timelines.