

VIRGINIA ELECTRIC & POWER CO  
Form FWP  
November 10, 2016

Filed pursuant to Rule 433

Relating to Preliminary Prospectus Supplement dated November 10, 2016

to Prospectus dated December 19, 2014

Registration No. 333-201153

**VIRGINIA ELECTRIC AND POWER COMPANY****FINAL TERM SHEET****November 10, 2016**

|  | <b>2016 Series B 2.95% Senior Notes</b>   | <b>2016 Series C 4.00% Senior Notes</b>                              |
|--|---|--|
|  | <b>Due 2026</b>   | <b>Due 2046</b>  |
| Principal Amount:                      | \$400,000,000   | \$500,000,000  |
| Expected Ratings (Moody's/S&P/Fitch)*: | A2 (stable outlook)/<br>BBB+ (stable outlook)/<br>A (stable outlook)  | A2 (stable outlook)/<br>BBB+ (stable outlook)/<br>A (stable outlook) |
| Trade Date:                            | November 10, 2016   | November 10, 2016  |
| Settlement Date:                       | November 16, 2016   | November 16, 2016  |
| Final Maturity Date:                   | November 15, 2026   | November 15, 2046  |
| Interest Payment Dates:                | May 15 and November 15  | May 15 and November 15   |
| First Interest Payment Date:           | May 15, 2017  | May 15, 2017   |
| Make-Whole Call:                       | T+15 bps prior to August 15, 2026   | T+20 bps prior to May 15, 2046                                       |
| Par Call:                              | On or after August 15, 2026   | On or after May 15, 2046   |
| Treasury Benchmark:                    | 1.50% due August 15, 2026   | 2.50% due May 15, 2046   |
| Benchmark Yield:                       | 2.134%  | 2.927%   |
| Spread to Benchmark:                   | +85 bps   | +110 bps   |
| Reoffer Yield:                         | 2.984%  | 4.027%   |
| Coupon:                                | 2.95%   | 4.00%  |
| Price to Public:                       | 99.708%   | 99.532%  |
| Proceeds to Company Before Expenses:   | 99.058%   | 98.657%  |
| CUSIP/ISIN:                            | 927804 FV1/US927804FV18   | 927804 FW9/US927804FW90  |
| Joint Book-Running Managers:           | BNP Paribas Securities Corp., MUFG Securities Americas Inc., Scotia Capital (USA) Inc., SunTrust Robinson Humphrey, Inc. and U.S. Bancorp Investments, Inc. |  |
| Co-Managers:                           | Academy Securities, Inc. and Drexel Hamilton, LLC   |  |

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC, including the

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preliminary prospectus supplement dated November 10, 2016, for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer

participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request them by calling:

|                                  |                            |
|----------------------------------|----------------------------|
| BNP Paribas Securities Corp.     | 1-800-854-5674 (toll-free) |
| MUFG Securities Americas Inc.    | 1-877-649-6848 (toll-free) |
| Scotia Capital (USA) Inc.        | 1-800-372-3930 (toll-free) |
| SunTrust Robinson Humphrey, Inc. | 1-800-685-4786 (toll-free) |
| U.S. Bancorp Investments, Inc.   | 1-877-558-2607 (toll-free) |
| Academy Securities, Inc.         | 1-646-736-3995             |
| Drexel Hamilton, LLC             | 1-646-412-1524             |

\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.