424B2 1 d32397d424b2.htm 424B2

Filed Pursuant to Rule 424(b)(2) Registration Statement No. 333-269879

PROSPECTUS SUPPLEMENT (To prospectus dated February 21, 2023)

\$1,525,000,000



## **Dominion Energy, Inc.**

\$825,000,000 2025 Series A Junior Subordinated Notes due 2056 \$700,000,000 2025 Series B Junior Subordinated Notes due 2056

The 2025 Series A Junior Subordinated Notes (the Series A Junior Subordinated Notes) will bear interest (i) from and including the original issuance date to, but excluding, February 15, 2031 (the First Series A Reset Date) at the rate of 6.000% per year and (ii) from and including the First Series A Reset Date, during each Reset Period (as defined herein), at a rate per year equal to the Five-year U.S. Treasury Rate (as defined herein) as of the most recent Reset Interest Determination Date (as defined herein) plus a spread of 2.262%, to be reset on each Series A Reset Date (as defined herein); provided, that the interest rate during any Reset Period will not reset below 6.000% (which equals the initial interest rate on the Series A Junior Subordinated Notes).

The 2025 Series B Junior Subordinated Notes (the Series B Junior Subordinated Notes and, collectively with the Series A Junior Subordinated Notes, the Junior Subordinated Notes) will bear interest (i) from and including the original issuance date to, but excluding, February 15, 2036 (the First Series B Reset Date) at the rate of 6.200% per year and (ii) from and including the First Series B Reset Date, during each Reset Period, at a rate per year equal to the Five-year U.S. Treasury Rate as of the most recent Reset Interest Determination Date plus a spread of 2.006%, to be reset on each Series B Reset Date (as defined herein); provided, that the interest rate during any Reset Period will not reset below 6.200% (which equals the initial interest rate on the Series B Junior Subordinated Notes).

Subject to our right to defer interest payments as described below, we will pay interest on each series of Junior Subordinated Notes semi-annually in arrears on February 15 and August 15 of each year, beginning February 15, 2026. Each series of Junior Subordinated Notes will mature on February 15, 2056.

We may defer interest payments on either or both series of the Junior Subordinated Notes on one or more occasions for up to 10 consecutive years per deferral period as described in this prospectus supplement. Deferred interest payments with respect to a given series of the Junior Subordinated Notes will accumulate additional interest at a rate equal to the interest rate then applicable to that series of Junior Subordinated Notes, to the extent permitted by law.

We may redeem the Junior Subordinated Notes at our option at the times and at the redemption prices described in this prospectus supplement.

Each series of the Junior Subordinated Notes is a new issue of securities with no established trading market. No application is being or is intended to be made for the listing or trading of either series of Junior Subordinated Notes on any securities exchange or trading facility or to include either series in any automated quotation system.

Investing in the Junior Subordinated Notes involves risks. For a description of these risks, see <u>RISK FACTORS</u> beginning on page S-12 of this prospectus supplement and the Risk Factors section of our most recent Annual Report on Form 10-K and in our other reports filed with the Securities and Exchange Commission.

	Public Offering	Underwriting	Proceeds to Company Before Expenses(1)	
	Price(1)	Discount		
Per Series A Junior Subordinated Note	100.000%	1.000%	<u></u>	99.000%
Series A Junior Subordinated Notes Total	\$ 825,000,000	\$ 8,250,000	\$	816,750,000
Per Series B Junior Subordinated Note	100.000%	1.000%		99.000%
Series B Junior Subordinated Notes Total	\$ 700,000,000	\$ 7,000,000	\$	693,000,000

<sup>(1)</sup> Plus accrued interest from August 6, 2025, if settlement occurs after that date.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus supplement or the accompanying base prospectus. Any representation to the contrary is a criminal offense.

The Junior Subordinated Notes will be ready for delivery in book-entry only form through The Depository Trust Company and its direct participants, including Euroclear Bank SA/NV (Euroclear) and Clearstream Banking, S.A. (Clearstream), on or about August 6, 2025.

Joint Book-Running Managers

Citigroup
CIBC Capital Markets

Morgan Stanley

Santander

Mizuho

The date of this prospectus supplement is August 4, 2025.

Co-Manager

Great Pacific Securities