



Third Quarter 2018 Earnings Call

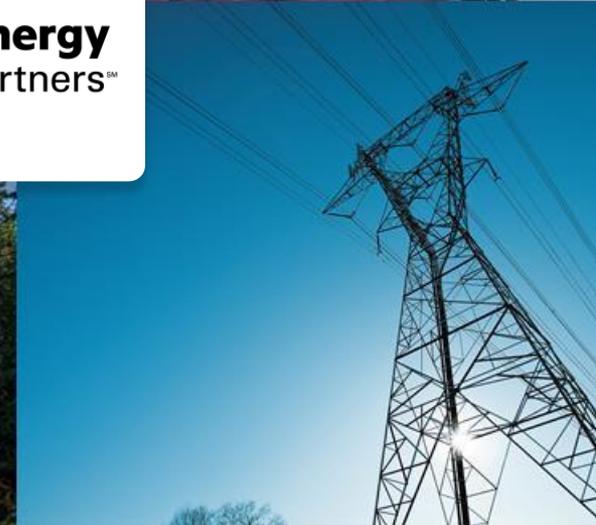
November 1, 2018



**Dominion
Energy**[®]



Dominion Energy
Midstream PartnersSM



Important note to investors



This presentation contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 regarding Dominion Energy and Dominion Energy Midstream Partners. The statements relate to, among other things, expectations, estimates and projections concerning the business and operations of Dominion Energy and Dominion Energy Midstream Partners. We have used the words "anticipate", "believe", "could", "estimate", "expect", "intend", "may", "plan", "outlook", "predict", "project", "should", "strategy", "target", "will", "potential" and similar terms and phrases to identify forward-looking statements in this presentation. As outlined in our SEC filings, factors that could cause actual results to differ include, but are not limited to: unusual weather conditions and their effect on energy sales to customers and energy commodity prices; extreme weather events and other natural disasters; federal, state and local legislative and regulatory developments; changes to federal, state and local environmental laws and regulations, including proposed carbon regulations; cost of environmental compliance; changes in enforcement practices of regulators relating to environmental standards and litigation exposure for remedial activities; capital market conditions, including the availability of credit and the ability to obtain financing on reasonable terms; fluctuations in interest rates; changes in rating agency requirements or credit ratings and their effect on availability and cost of capital; impacts of acquisitions, divestitures, transfers of assets by Dominion Energy to joint ventures or to Dominion Energy Midstream Partners, and retirements of assets based on asset portfolio reviews; the expected timing and likelihood of completion of the proposed acquisition of SCANA Corporation, including the timing, receipt and terms and conditions of required regulatory approvals; receipt of approvals for, and timing of, closing dates for other acquisitions and divestitures; changes in demand for Dominion Energy's services; additional competition in Dominion Energy's industries; changes to regulated rates collected by Dominion Energy; changes in operating, maintenance and construction costs; timing and receipt of regulatory approvals necessary for planned construction or expansion projects and compliance with conditions associated with such regulatory approvals; the inability to complete planned construction projects within time frames initially anticipated; and the ability of Dominion Energy Midstream Partners to negotiate, obtain necessary approvals and consummate acquisitions from Dominion Energy and third-parties, and the impacts of such acquisitions. Other risk factors are detailed from time to time in Dominion Energy's and Dominion Energy Midstream Partners' quarterly reports on Form 10-Q or most recent annual reports on Form 10-K filed with the Securities and Exchange Commission.

The information in this presentation was prepared as of November 1, 2018. Dominion Energy and Dominion Energy Midstream Partners undertake no obligation to update any forward-looking information statement to reflect developments after the statement is made. Projections or forecasts shown in this document are based on the assumptions listed in this document and are subject to change at any time. In addition, certain information presented in this document incorporates planned capital expenditures reviewed and endorsed by Dominion Energy's Board of Directors in late 2017. Actual capital expenditures may be subject to regulatory and/or Board of Directors' approval and may vary from these estimates.

This presentation shall not constitute an offer to sell or the solicitation of an offer to buy securities. Any offers, solicitations or offers to buy, or any sales of securities will be made in accordance with the requirements of the Securities Act of 1933, as amended. This presentation has been prepared primarily for security analysts and investors in the hope that it will serve as a convenient and useful reference document. The format of this document may change in the future as we continue to try to meet the needs of security analysts and investors. This document is not intended for use in connection with any sale, offer to sell, or solicitation of any offer to buy securities.

This presentation includes various estimates of EBITDA which is a non-GAAP financial measure. Please see the third quarter 2018 Dominion Energy earnings release kit and the Dominion Energy Midstream Press Release for a reconciliation to GAAP. Please continue to regularly check Dominion Energy's website at www.dominionenergy.com/investors and Dominion Energy Midstream Partners' website at www.dominionenergymidstream.com/investors.

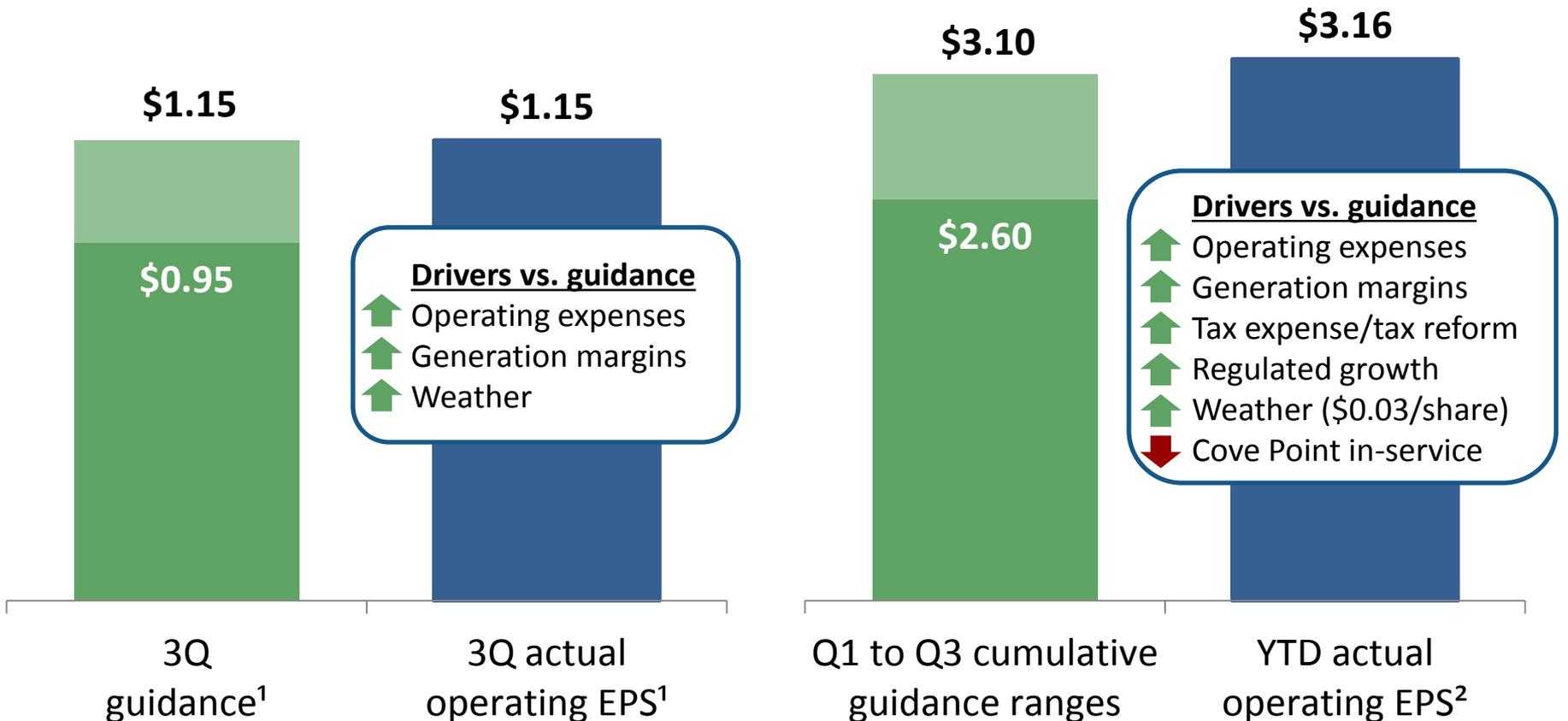
Operating earnings summary

Actual versus guidance (\$ per share)



Third quarter 2018

Year-to-date 2018



¹ See pages 28 and 30 of the third quarter 2018 Earnings Release Kit for supporting information and a reconciliation to GAAP.

² See page 30 of the third quarter 2018 Earnings Release Kit a reconciliation to GAAP.

Operating EBITDA summary



Third quarter 2018 versus guidance (\$ millions)

Operating segment	Guidance range (midpoint)	Actual ¹
Power Generation	\$750—\$820 (\$785)	\$820
Power Delivery	\$420—\$455 (\$438)	\$434
Gas Infrastructure	\$565—\$605 (\$585)	\$598

¹ See page 34 of the third quarter 2018 Earnings Release Kit for a reconciliation to GAAP.

- **Third quarter 2018 financial results in line with management expectations**
 - Adjusted EBITDA: \$76.0 million¹
 - Distributable cash flow: \$50.1 million¹
- **Distributions**
 - Board approved 3Q 2018 cash distribution of \$0.3690 per unit
 - 5% increase over second-quarter 2018
 - Plan to recommend 4Q 2018 distribution payable at or prior to merger close
 - Expected to be equal to 3Q 2018 distribution of \$0.3690 per unit
- **Dominion Energy offer to acquire DM**
 - Stock-for-unit offer at a fixed exchange ratio of 0.2468
 - DM Board conflicts committee review underway
 - Expect definitive agreement by year-end with early 2019 closing
 - Consent of third party unitholders is not required to approve the transaction

¹ See the third quarter 2018 Dominion Energy Midstream Partners press release for a reconciliation to GAAP.

Financing and related activities

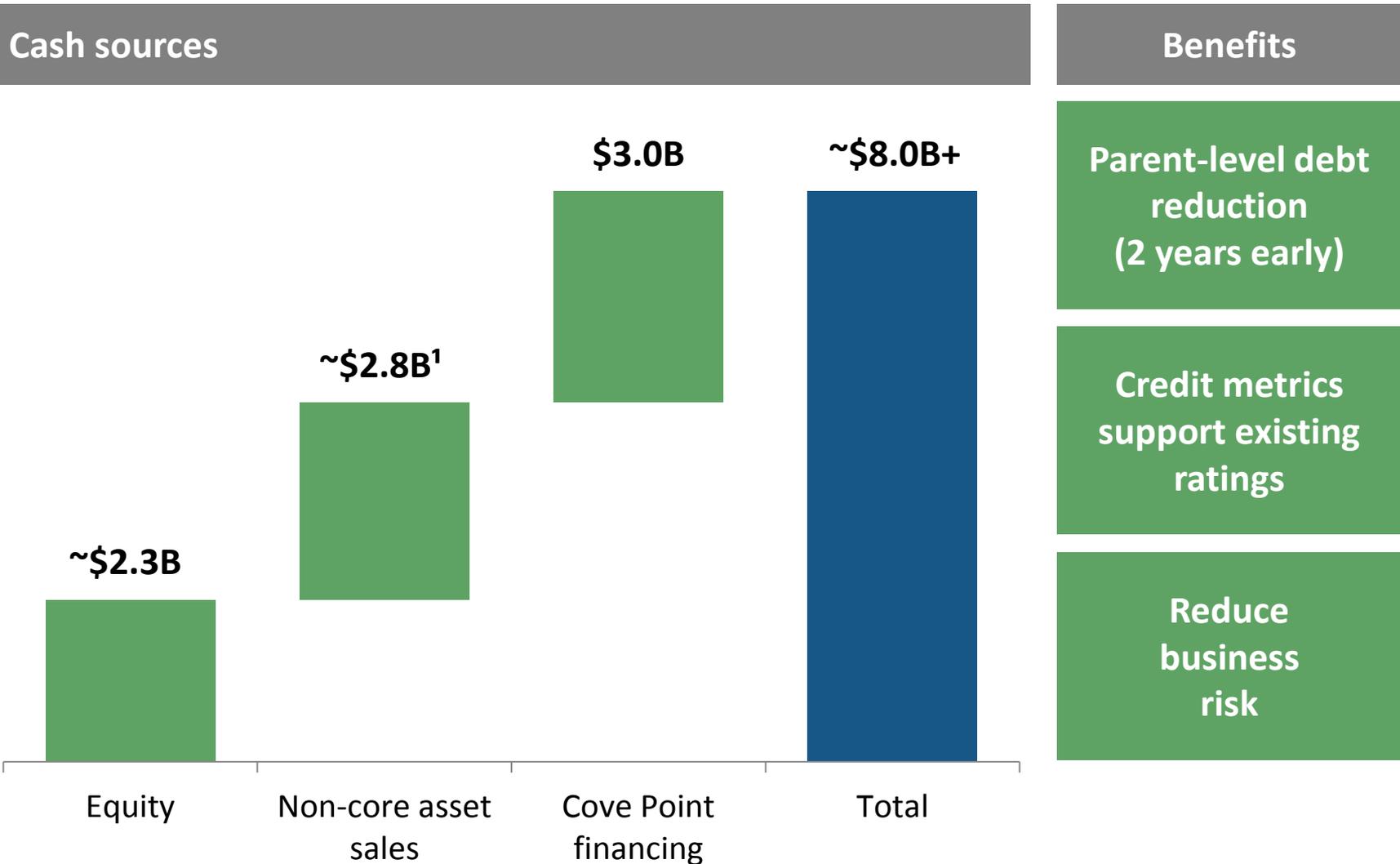
Credit improvement initiatives complete



	Status	Commentary	Use of proceeds
Cove Point financing	<ul style="list-style-type: none"> ▪ Closed and initial funding completed 	<ul style="list-style-type: none"> ▪ \$3 billion non-recourse term loan ▪ Strong demand ▪ Attractive pricing and terms 	Reduce parent-level debt
Merchant generation asset sales	<ul style="list-style-type: none"> ▪ Agreements executed ▪ Expect close by year-end 	<ul style="list-style-type: none"> ▪ \$1.3 billion cash proceeds ▪ 1.8GW (3 facilities) in PA, RI, and LA 	Reduce parent-level debt
Blue Racer JV interest sale	<ul style="list-style-type: none"> ▪ Agreement executed ▪ Expect close by year-end 	<ul style="list-style-type: none"> ▪ Up to \$1.5 billion cash consideration including \$300M of earn-out payments through 2021 ▪ Compelling valuation/structure <ul style="list-style-type: none"> ▪ ~14x—16x 2018E EBITDA¹ 	Reduce parent-level debt

¹ Including pro-rata portion of Blue Racer Midstream net debt; Low and high end of valuation multiple range represents exclusion and inclusion of earn-out payments, respectively.

Financing and related activities



¹ Including value of up to \$300M of on-going earn-out payments through 2021 associated with the sale of interest in Blue Racer Midstream

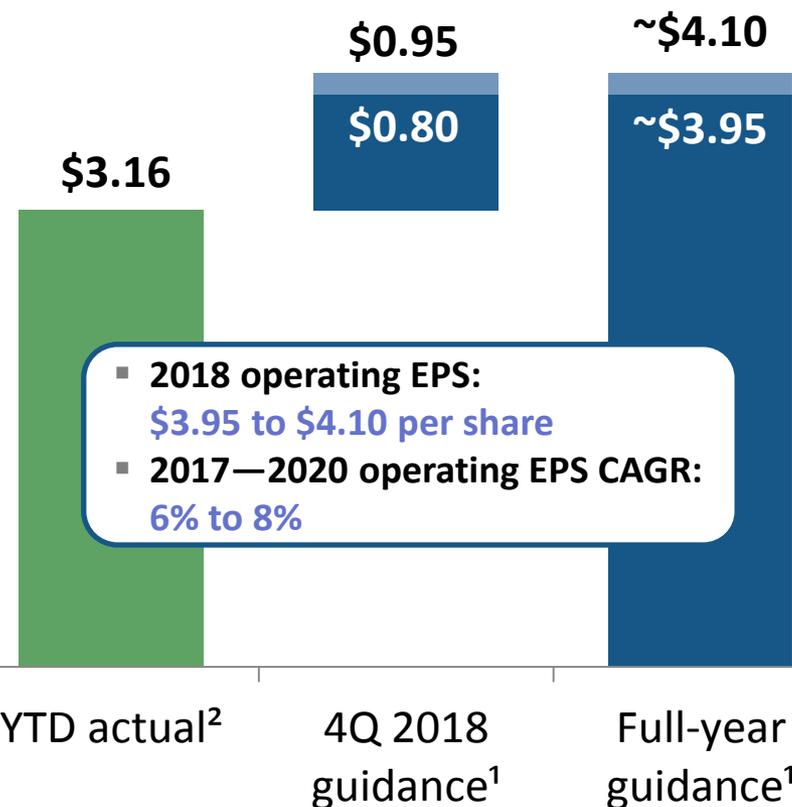
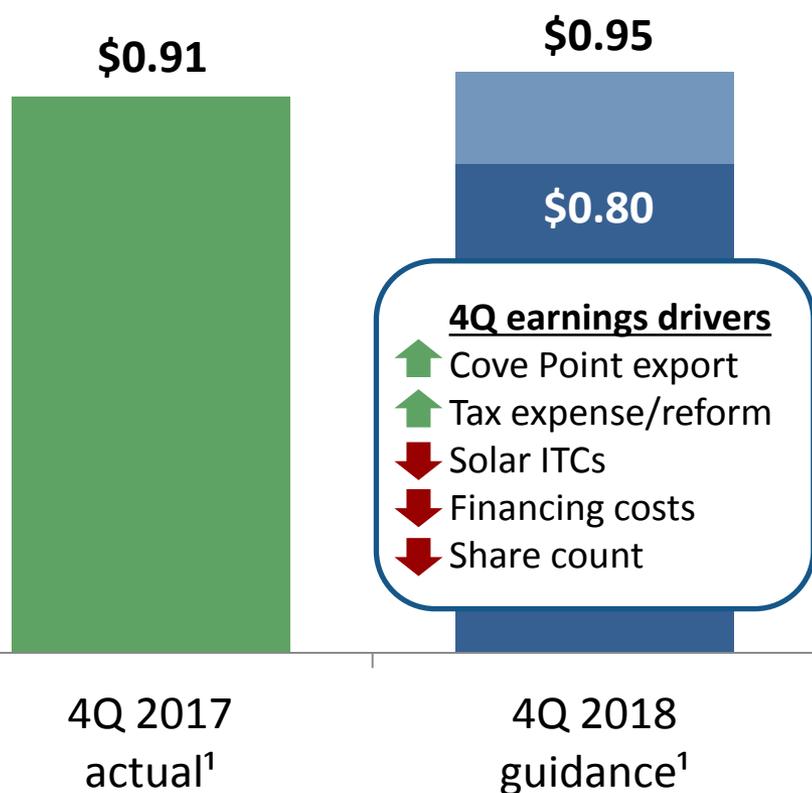
Operating earnings guidance



Fourth quarter and full-year (\$ per share)

Fourth quarter 2018

Full-year 2018



¹ See page 36 and 37 of the third quarter 2018 Earnings Release Kit for a reconciliation to GAAP.

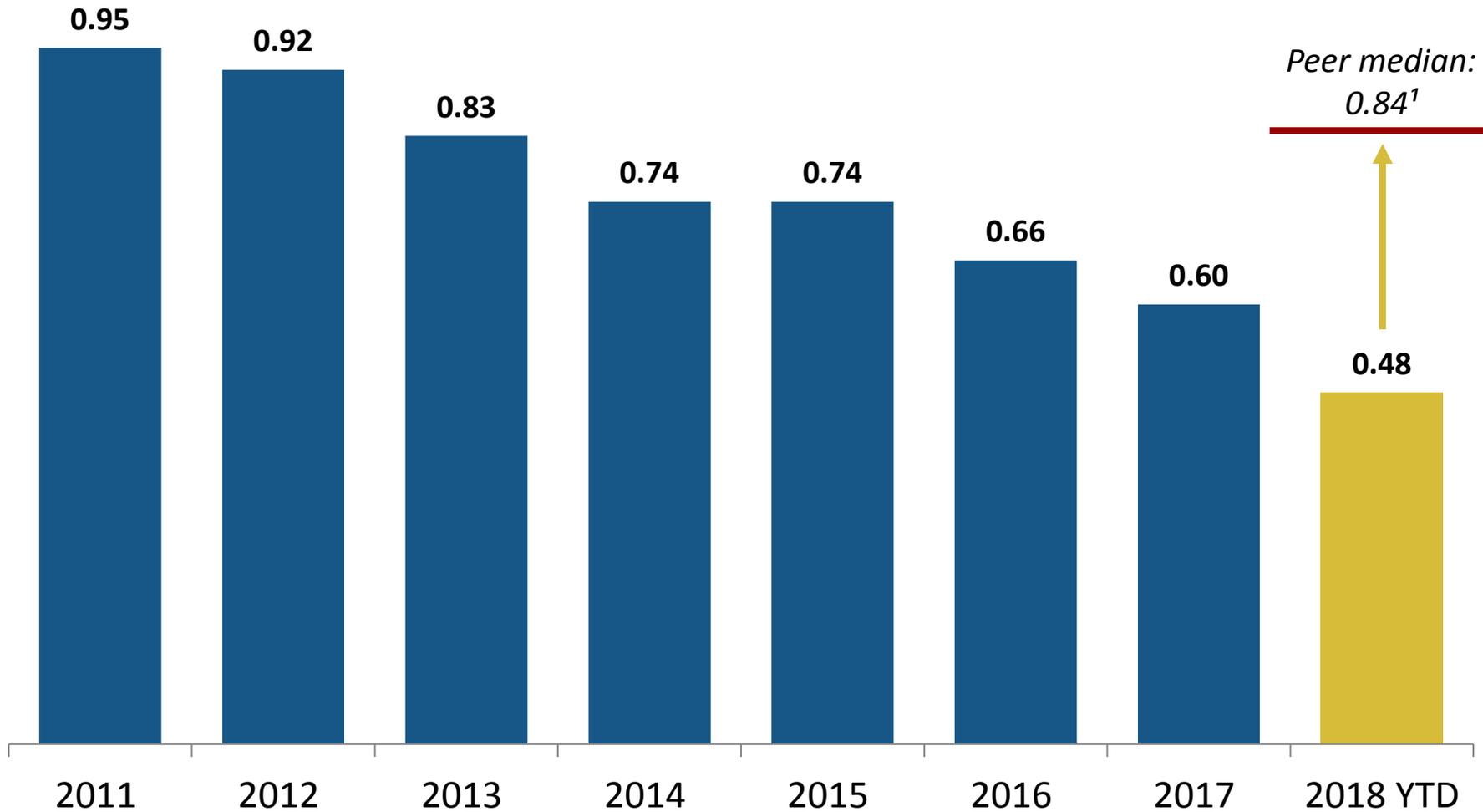
¹ See page 36 and 37 of the third quarter 2018 Earnings Release Kit for a reconciliation to GAAP.

² See page 30 of the third quarter 2018 Earnings Release Kit for a reconciliation to GAAP.

Safety performance



OSHA recordable cases incidence rate



¹ Represents the median 2018 YTD OSHA recordable cases incidence rate for 17 peers included in the Southeastern Electric Exchange industry group

Operating segment		Highlights
Power Generation Group 	<ul style="list-style-type: none"> ✓ Record-setting reliability ✓ Industry-leading performance 	
Power Delivery Group 	<ul style="list-style-type: none"> ✓ Effective and timely response to 6th largest outage event in company history 	
Gas Infrastructure Group 	<ul style="list-style-type: none"> ✓ Nearly 100 Bcf liquefied since commercial ISD ✓ Zero injuries¹ during planned outage 	
Corporate 	<ul style="list-style-type: none"> ✓ New Board committee focused on Sustainability & Corporate Responsibility ✓ Enhanced ESG disclosures 	

¹ OSHA recordable injuries

Operating segment

Power Generation Group



Highlights

- **Greenville:** 98% complete; December in-service
 - **VA solar:** 4th largest utility owner of solar in U.S.
 - **Nuclear relicensing:** ~\$4B investment program
 - **Offshore wind:** \$300M pilot project
 - **Millstone:** CT zero-carbon process advancing
-
- **Sales growth¹:** 2.4% year-over-year (YTD)
 - **Electric transmission:** YTD investment of ~\$600M
 - **GridMod:** Petition pending for 3-year, \$900M phase 1
 - **Strategic undergrounding:** Completed 1,000th mile

Power Delivery Group



¹ Weather-normalized

Operating segment

Highlights

Gas Infrastructure Group

Atlantic
Coast
Pipeline®



- Constructing in WV and NC
- **VA DEQ permit received**
 - FERC Notice to Proceed for VA requested
- Anticipated project cost:
 - \$6.5B—\$7.0B (100% of project)
 - ~\$500M increase from prior estimate
- Pursuing phased in-service with customers:
 - Key segments in-service in late 2019—Critical to meet winter demand in constrained regions
 - Remaining mileage in-service by mid-2020
- Supply Header in-service remains late 2019

— Key approvals

- ✓ SCANA shareholders
- ✓ Georgia
- ✓ FERC
- ✓ FTC clearance
- ✓ NRC
- **North Carolina**
 - Settlement reached
 - Commission approval expected in December
- **South Carolina**

5 of 7 approvals complete

Earnings and operational highlights



- ✓ Successful execution of credit improvement initiatives
- ✓ Improved business risk profile
- ✓ Three consecutive quarters of very strong earnings results
- ✓ Expect to be above the midpoint of full-year operating earnings guidance range
- ✓ Continued excellence in safety and operating performance
- ✓ Embracing enhanced ESG disclosure and engagement
- ✓ Diverse growth capital investment programs
- ✓ Continued progress on Atlantic Coast Pipeline and Supply Header
- ✓ Optimistic that SCANA merger will be completed late this year