

COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO-SABESP

Form 6-K

September 30, 2009

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**SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

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**FORM 6-K**

**REPORT OF FOREIGN ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**For September 28, 2009**

**(Commission File No. 1-31317)**

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**Companhia de Saneamento Básico do Estado de São Paulo - SABESP**  
*(Exact name of registrant as specified in its charter)*

**Basic Sanitation Company of the State of Sao Paulo - SABESP**  
*(Translation of Registrant's name into English)*

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**Rua Costa Carvalho, 300  
São Paulo, S.P., 05429-900  
Federative Republic of Brazil**  
*(Address of Registrant's principal executive offices)*

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Indicate by check mark whether the registrant files or will file  
annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K  
in paper as permitted by Regulation S-T Rule 101(b)(1).

Indicate by check mark if the registrant is submitting the Form 6-K  
in paper as permitted by Regulation S-T Rule 101(b)(7).

Indicate by check mark whether the registrant by furnishing the  
information contained in this Form is also thereby furnishing the  
information to the Commission pursuant to Rule 12g3-2(b) under  
the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicated below the file number assigned to the  
registrant in connection with Rule 12g3-2(b):

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**COMPANHIA DE SANEAMENTO BÁSICO DO ESTADO DE SÃO PAULO SABESP**

**Publicly-Held Company**  
**Corporate Taxpayer's ID (CNPJ) 43.776.517/0001 -80**  
**Corporate Registry ID (NIRE) 35.3000.1683 -1**  
**SUBSCRIBED AND PAID-UP CAPITAL: R\$6,203,688,565.23**

**EXTRAORDINARY GENERAL MEETING**  
**BOARD OF DIRECTORS PROPOSAL**

Dear shareholders,

Companhia de Saneamento Básico do Estado de São Paulo SABESP is pleased to submit to you at the Extraordinary General Meeting, in compliance with its Bylaws, the Proposal mentioned in the Call Notice of the Meeting, which shall be held on October 29, 2009, to discuss the following matters:

I. Election of a member of the Board of Directors;

II. Authorization for holding and establishing the conditions of three (3) Private Issues of Simple Debentures of the Company, secured, non-convertible into shares, for subscription by Banco Nacional de Desenvolvimento Econômico e Social BNDES ( BNDES ) and BNDES Participações S.A. BNDESPAR, in the total amount of eight hundred, twenty-six million and one hundred and ten thousand reais (R\$826,110,000.00), each issue in the amount of two hundred, seventy-five million and three hundred and seventy thousand reais (R\$275,370,000.00) . Up to three hundred (300) debentures shall be issued, with an Unit Face Value of two million, seven hundred and fifty-three thousand and seven hundred reais (R\$2,753,700.00);

III. Establishment of the conditions applicable to the first of the three (3) Issues of Debentures pursuant to item (II) above;

IV. Delegation of powers to the Company's Board of Directors to resolve on the establishment and possible amendments of the conditions addressed by items VI to VIII of Article 59 of Law 6,404/76, related to the three (3) Issues of debentures, pursuant to item (II) above, as well as on the opportunity of the Issues;

V. Authorizing the Company to practice any and all acts, pursuant to the legal and statutory provisions, related to the three (3) Issues of debentures, particularly, the execution of the Commitment Agreement for Subscription of Simple Debentures, in Private Issues and of the Fiduciary Assignment Agreement of Receivables and Other Covenants and of the Issue Deeds .

The Board of Directors remains at your disposal for any further clarifications deemed necessary.

São Paulo, September 24, 2009.

**Dilma Seli Pena**

Chairwoman of the Board of Directors

