

COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO-SABESP

Form 6-K

March 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 March 27, 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**

**PROPOSAL OF THE BOARD OF DIRECTORS**

Dear Shareholders,

The Board of Directors of Companhia de Saneamento Básico do Estado de São Paulo (SABESP) is pleased to submit to the appreciation of the Annual and Extraordinary General Meetings, pursuant to the Company's Bylaws and to article 131 of Law 6,404/76 and amendments, the present Proposal, which is included in the Call Notice to the Meetings to be held on April 29, 2009, to discuss the following matters:

**Annual General Meeting**

I. Analyze the Management's Accounts and the Financial Statements supported by the Fiscal Council's and External Auditors' Reports related to the fiscal year of 2008, in conformity with the Management's Report, Balance Sheets and the corresponding Explanatory Notes.

II. Resolve on the allocation of net income for the fiscal year.

The proposal for net income allocation for the fiscal year of 2008 is in accordance with article 192 of Law 6,404/76 and amendments:

<i>Net income for the Fiscal Year</i>	R\$	1,008,084,989.05
<i>(+) Realization of Revaluation Reserve</i>	R\$	86,816,329.02
<i>(-) Interest on Own Capital</i>	R\$	296,187,609.90
<i>(-) 5% Legal Reserve</i>	R\$	50,404,249.45
Retained Earnings	R\$	748,309,458.72

In order to fulfill the Company's investment needs envisaged in the Lei Orçamentária Anual (Annual Budget Law) 13,289, of December 22, 2008, for the fiscal year of 2009, in the amount of R\$964.2 million, we propose the transfer of R\$748,309,458.72 from the Retained Earnings balance to the Investment Reserve.

III. Elect the sitting and deputy members of the Fiscal Council.

### **Extraordinary General Meeting**

I. Ratify CODEC Opinion 200/2008, which addresses the annual vacation of executive officers of companies controlled by the State.

The Board of Directors remains at the Shareholders' entire disposal for any additional clarifications.

São Paulo, March 26, 2009.

**Dilma Seli Pena**  
Chairman of the Board of Directors

