

COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO-SABESP

Form 6-K

July 17, 2017

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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 July 7, 2017**  
**(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

Board of Directors

# COMPANHIA DE SANEAMENTO BÁSICO DO ESTADO DE SÃO PAULO - SABESP

Corporate Taxpayer's ID (CNPJ): 43.776.517/0001-80 Company Registry (NIRE):  
35.3000.1683-1

## EXCERPT OF THE EIGHT HUNDRED AND FORTY-FIRST BOARD OF DIRECTORS' MEETING

The undersigned members of the Board of Directors of Companhia de Saneamento Básico do Estado de São Paulo – SABESP listed below met at the meeting room in the Company's headquarters, at Rua Costa Carvalho nº 300, São Paulo, at 9:00 a.m. on June 22, 2017, at the call of the Chairman of the Board of Directors, Benedito Pinto Ferreira Braga Junior, on an ordinary basis, pursuant to the *caput* of article 12 of the Bylaws.

(...)

Proceeding with the meeting, the Chairman of the Board of Directors moved on to **item 2** of the agenda "**Election of the Executive Board for the 2017/2019 term of office**" (time: 20'). The Board of Directors **approved by a unanimous vote the Election of Sabesp's Executive Board for a two(2)-year term of office**, pursuant to the statement of the State Capital Defense Council – CODEC in CODEC Report 067/2017, the Company's Bylaws, item II of article 142 of Law 6,404/76 and other current regulatory provisions, with compensation fixed in accordance with CODEC's guidelines, noting that whenever an Executive Officer holds two or more Executive Officer positions, he or she will only receive compensation for one of these positions. In light of said approval, the Board of Directors elected the following persons:

**JERSON KELMAN**, as Chief Executive Officer, a Brazilian citizen, married, civil engineer,

holder of identity card (RG) number 59.995.351-2 SSP/SP, inscribed in the register of individual taxpayers (CPF) under number 155.082.937-87 and domiciled at Rua Costa Carvalho, 300, Pinheiros, São Paulo – SP, CEP: 05429-000;

**RUI DE BRITTO ÁLVARES AFFONSO**, as Chief Financial Officer and Investor Relations Officer, a Brazilian citizen, married, economist, holder of identity card (RG) number 7.867.051 SSP/SP, inscribed in the register of individual taxpayers (CPF) under number 013.982.348-42 and domiciled at Rua Costa Carvalho, 300, Pinheiros, São Paulo – SP, CEP: 05429-000;

**MANUELITO PEREIRA MAGALHÃES JÚNIOR**, as Corporate Management Officer, a Brazilian citizen, married, economist, holder of identity card (RG) number 2.162.807-61 SSP/BA, inscribed in the register of individual taxpayers (CPF) under number 478.682.525-53 and domiciled at Rua Costa Carvalho, 300, Pinheiros, São Paulo – SP, CEP: 05429-000;

**PAULO MASSATO YOSHIMOTO**, as Metropolitan Officer, a Brazilian citizen, single, civil engineer, holder of identity card (RG) number 5.288.540 SSP/SP, inscribed in the register of individual taxpayers (CPF) under number 898.271.128-72 and domiciled at Rua Costa Carvalho, 300, Pinheiros, São Paulo – SP, CEP: 05429-000;

Companhia de Saneamento Básico do Estado de São Paulo

Board of Directors

**LUIZ PAULO DE ALMEIDA NETO**, as Regional Systems Officer, a Brazilian citizen, single, civil engineer and business administrator, holder of identity card (RG) number 7.292.399-4 SSP/SP, inscribed in the register of individual taxpayers (CPF) under number 018.762.858-00 and domiciled at Rua Costa Carvalho, 300, Pinheiros, São Paulo – SP, CEP: 05429-000; and

**EDISON AIROLDI**, as Technology, Enterprises and Environment Officer, a Brazilian citizen, married, mechanical engineer, holder of identity card (RG) number 7.547.284 SSP/SP, inscribed in the register of individual taxpayers (CPF) under number 925.664.998-53 and domiciled at Rua Costa Carvalho, 300, Pinheiros, São Paulo – SP, CEP: 05429-000.

(...)

These minutes, after being approved, will be signed by the members of the Board of Directors: Benedito Pinto Ferreira Braga Junior, Francisco Luiz Sibut Gomide, Francisco Vidal Luna, Jerônimo Antunes, Jerson Kelman, Luis Eduardo Alves de Assis and Reinaldo Guerreiro.

This is a free translation of the faithful transcription of the excerpt of the minutes that will be drawn up in the book of minutes of Board of Directors' meetings.

São Paulo, June 29, 2017.

**Benedito Pinto Ferreira Braga Junior**  
Chairman of the Board of Directors

**Marialve de S. Martins**  
Secretary of the Board of Directors

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# COMPANHIA DE SANEAMENTO BÁSICO DO ESTADO DE SÃO PAULO - SABESP

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(...)

Proceeding with the meeting, Chairman Benedito Braga moved on to **item 3** of the agenda **“Authorization to contract credit operations with Caixa Econômica Federal – CEF, Ministry of Cities selection process (Normative Instruction 19/2017), to finance the project for the “Use of water from the Itapanhaú River to supply the São Paulo Metropolitan Region” in the amount of up to R\$147,928,500.00 and with a 24-year term”(time: 30’)**, giving the floor to the Chief Financial Officer and Investor Relations Officer, Rui de Britto Álvares Affonso, the Funding and Investor Relations Superintendent, Mario A. de Arruda Sampaio, and the Manager of the National Funding Department, Marcelo de Assis Rampone, who, together with the Manager of the International Funding Department, Marília P. de Almeida Ayrosa, began explaining the matter based on Executive Board Resolution 0146/2017, of June 14, 2017, FIN Internal Communication 12/2017, of June 7, 2017, and a PowerPoint presentation; all these documents have been filed in the meeting's electronic folder. The matter was discussed and then voted on, **and the Board of Director unanimously approved the Authorization to contract credit operations with Caixa Econômica Federal – CEF, Ministry of Cities selection process (Normative Instruction 19/2017), to finance the project for the “Use of water from the Itapanhaú River to supply the São Paulo Metropolitan Region”** in accordance with the chart and conditions described below:

## **a. Amount**

Up to one hundred and forty-seven million, nine hundred and twenty-eight thousand, five hundred reais (R\$147,928,500.00).

## **b. Financial charges**

|                |                     |
|----------------|---------------------|
| Interest       | 6.00% p.a.          |
| Management Fee | Up to 2.00% p.a.    |
| Risk Rate      | Up to 1.00% p.a.    |
| Index          | TR - Reference Rate |

## **c. Terms**

|              |                  |
|--------------|------------------|
| Grace period | Up to four years |
| Amortization | 20 years         |
| Total        | Up to 24 years   |

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**d. Selected Projects**

| PlaceProject   | Investment–R\$ | Funding–R\$    | Consideration–R\$ |
|--|----------------|----------------|-------------------|
| Use of Water from<br>the Itapanhaú River<br>São Pauloto Supply the São<br>MetropolitanPaulo Metropolitan<br>RegionRegion | 164,365,000.00 | 147,928,500.00 | 16,436,500.00     |

**e. Guarantee**

**Funding Account**

Maintain in the Funding Account a monthly tariff revenue flow totaling an amount corresponding to at least the monthly average of three (3) times the amount of a Restated Monthly Installment.

**Reserve Account**

Maintain deposited in the Reserve Account an amount equivalent to a monthly installment not yet due, calculated based on the debt’s restated outstanding amount.

The Chief Financial and Investor Relations Officer was authorized to proceed with all the necessary processes and measures to complete the negotiations and execute the agreements. (...).

These minutes, after being approved, will be signed by the members of the Board of Directors: Benedito Pinto Ferreira Braga Junior, Francisco Luiz Sibut Gomide, Francisco Vidal Luna, Jerônimo Antunes, Jerson Kelman, Luis Eduardo Alves de Assis and Reinaldo Guerreiro.

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São Paulo, June 29, 2017.

Benedito Pinto Ferreira Braga Junior

Chairman of the Board of Directors

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