

COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO-SABESP

Form 6-K

November 30, 2015

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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 November 24, 2015**  
**(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/MF):  
43.776.517/0001-80**

**COMPANY REGISTRY (NIRE): 35.3000.1683 -1**

**SUBSCRIBED AND PAID-IN CAPITAL -  
R\$10.000.000.000,00**

**MINUTES OF THE EXTRAORDINARY SHAREHOLDERS’ MEETING**

**HELD ON NOVEMBER 10, 2015**

**DATE, TIME AND VENUE:** November 10, 2015, at 11:00 a.m., at the headquarters of Companhia de Saneamento Básico do Estado de São Paulo (“Company”), located at Rua Costa Carvalho, nº 300, Pinheiros, CEP 05429-000, in the city and state of São Paulo.

**CALL NOTICE:** The Call Notice was published in the October 10, 14 and 15, 2015 editions of the newspapers *Diário Oficial do Estado de São Paulo* and *Valor Econômico*.

**ATTENDANCE:** Shareholders representing more than two-thirds of the capital stock attended the meeting, as per the signatures in the Shareholders’ Attendance Book.

Also present were Jerônimo Antunes, member of the Board of Directors and Coordinator of the Audit Committee, Galileu Domingues de Brito Filho, representing Priori Serviços e Soluções Contabilidade EIRELI-ME, Flavio Fernandes Naccache, Executive Assistant of the CEO, Angela Beatriz Aioldi, Investor Relations Manager, Priscila Costa da Silva, Investor Relations Analyst, Beatriz Helena de Almeida e Silva Lorenzi and Ieda Nigro Nunes Chereim, Legal Department attorneys.

**PRESIDING BOARD:** Chairman: Jerônimo Antunes. Secretary: Marialve S. Martins.

**PUBLICATIONS:** The Management Proposal and other relevant documents were made available to shareholders at the Company’s headquarters and on its website, as well as on the websites of the Brazilian Securities and Exchange Commission – CVM and BM&FBOVESPA S.A. – Securities, Commodities and Futures Exchange.



**Agenda:** **I.** Election of an alternate member of the Fiscal Council, with term of office running through 2016; **II.** Resolution on the terms and conditions of the Protocol and Justification of the Merger of EMPRESA DE ÁGUA E ESGOTO DE DIADEMA S.A. (“**EAED**” the Company’s wholly-owned subsidiary); **III.** Ratification of the appointment and contract of Priori Serviços e Soluções Contabilidade EIRELI-ME, company responsible for preparing the Report of Appraisal on the assets of EAED (“**Report of Appraisal**”); **IV.** Approval of the Report of Appraisal; and **V.** Resolution on the merger of EAED into the Company.

**CLARIFICATIONS:** 1) The matters were appreciated by the State Capital Defense Council – CODEC, as per Qualified Opinion No 173/2015, of November 05, 2015, whose voting intention was presented by the representative of the shareholder São Paulo State Finance Department.

**RESOLUTIONS:** After being submitted to discussion and vote, the following matters on the agenda were **approved by a majority vote**:

**I.** Election of **Sandra Maria Giannella**, Brazilian, married, economist, resident at Rua Bela Cintra, 847, Cerqueira Cesar, in the city and state of São Paulo, Identification Card (RG) No 8.539.613-8 SSP/SP and Individual Taxpayer’s ID (CPF) No 901.639.078-20, as an **alternate** member of the Fiscal Council, to replace Marcio Rea, with term of office running through 2016, the same as the other members of the Fiscal Council, elected at the Company’s Annual Shareholders’ Meeting held on April 30, 2015. Consequently, the Fiscal Council is composed as follows: **Sitting members: Humberto Macedo Puccinelli, Joaldir Reynaldo Machado, Horácio José Ferragino, Rui Brasil Assis and Massao Fabio Oya. Alternate members, respectively, Tomás Bruginski de Paula, José Rubens Gozzo Pereira, Enio Marrano Lopes, Sandra Maria Giannella and Maria Elvira Lopes Gimenez.** The elected fiscal council member, Sandra Maria Giannella, shall perform her duties until the next Ordinary General Meeting and, under an impossible attendance of the respective sitting member, shall be called to attend the meetings. The investiture of the member hereby elected shall comply with the requirements and procedures contained in the Brazilian Corporate Law and all other legal provisions in effect, including the submission of Declaration of Assets, which shall be subject to applicable state regulations, and signing of Clearance Certificate and Statement of Consent as set forth in BM&FBOVESPA’s Novo Mercado Listing Rules.

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**II.** The terms and conditions of the PROTOCOL AND JUSTIFICATION OF THE MERGER OF EMPRESA DE ÁGUA E ESGOTO DE DIADEMA S.A. INTO COMPANHIA DE SANEAMENTO BÁSICO DO ESTADO DE SÃO PAULO – SABESP, of September 23, 2015;

**III.** Ratification of the appointment and contract, by the Company’s management, of Priori Serviços e Soluções Contabilidade EIRELI-ME, professional partnership, headquartered at Avenida Conselheiro Carrão, 1861, Conj. 35, Vila Carrão, CEP 03403-001, in the city and state of São Paulo, inscribed in the roll of corporate taxpayers (CNPJ/MF) under number 11.385.969/0001-44 and registered at the Regional Accounting Council of the State of São Paulo (CRC-SP) under number 2SP032444, to prepare the Report of Appraisal on the assets of EMPRESA DE ÁGUA E ESGOTO DE DIADEMA S.A. (“**EAED**”) on the reference date June 30, 2015 (“**Report of Appraisal**”);

**IV.** The Report of Appraisal prepared by experts of the specialized company Priori Serviços e Soluções Contabilidade EIRELI-ME, qualified above, which concluded that the net book equity for the purposes of the merger of EAED into the Company is one million, two hundred sixty-eight thousand, seven hundred twenty-one reais and eighty-five cents (R\$1,268,721.85).

**V.** The merger of EAED into the Company, with the extinction of EAED and the Company being the successor of all rights and obligations, pursuant to Article 227 of Federal Law 6,404/76 and updates. The merger will not result in any increases in the Company’s capital stock, since the Company is the only shareholder of EAED, i.e. its wholly-owned subsidiary. There will not be a swap ratio between the shares of the Company and EAED, nor any changes in the composition of the Company’s capital stock due to the merger. Additionally, the merger will not entail any changes in the Company’s Bylaws.

The drawing up of these minutes in summary format and their publication with the omission of the attending shareholders’ signatures. pursuant to Article 130, paragraphs 1 and 2, of Law 6404/76, **was unanimously approved.**

**CLOSURE AND DRAWING UP OF THE MINUTES:** There being no further business to address, the Chairman thanked the shareholders for their attendance and the Extraordinary Shareholders’ Meeting was adjourned for the drawing up of these minutes, which were then read, approved and signed by the Chairman, the Secretary and the attending shareholders, who constituted the necessary quorum for the resolutions taken.

**DOCUMENTS FILED:** The proxy instruments of the shareholders representatives listed below, accompanied by their voting records, are filed at the Company's headquarters, duly initialed by the Secretary, as the other documents mentioned above.

São Paulo, November 10, 2015.

**JERÔNIMO ANTUNES**

Chairman

**MARIALVE S. MARTINS**

Secretary

**ANDERSON CARLOS KOCH**

(representative of the shareholder: HSBC CTVM S.A.)

FIRST STATE GLOBAL UMBRELLA FUND PLC RE FIRST STATE GLOBAL LISTED INFRASTRUCTURE FUND

SMITH & WILLIAMSON EMERGING MARKETS VALUE FUND

**VINICIUS TELES SANCHES**

(representative of the shareholder State Treasury Office)

**CAMILA PUPO PALOMARES**

(representative of the shareholder: The Bank Of New York Mellon ADR Department)

**ANDERSON CARLOS KOCH**

(representative of the shareholder Itaú Unibanco S.A.)

ARROWSTREET  
CAPITAL  
GLOBAL  
EQUITY  
LONG/SHORT  
FUND LIMITED

PUBLIC  
EMPLOYEES  
RETIREMENT  
ASSOCIATION  
OF NEW  
MEXICO

**ANDERSON CARLOS KOCH**

(representative of the shareholder, J. P. Morgan S.A. Distribuidora de Títulos e Valores  
Imobiliários)

BRITISH COAL STAFF SUPERANNUATION SCHEME	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045829
BUREAU OF LABOR FUNDS - LABOR RETIREMENT FUND	
BUREAU OF LABOR FUNDS - LABOR RETIREMENT FUND	
BUREAU OF LABOR FUNDS - LABOR RETIREMENT FUND	
FIDELITY INVESTMENT FUNDS - FIDELITY INDEX EMERGING MARKETS FUND	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045835
JNL/MELLON CAPITAL EMERGING MARKETS INDEX FUND	
MISSOURI EDUCATION PENSION TRUST	
NEW YORK STATE COMMON RETIREMENT FUND	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB400045792
NVIT DEVELOPING MARKETS FUND	
NVIT EMERGING MARKETS FUND	
STATE OF NEW MEXICO STATE INVESTMENT COUNCIL	
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045828	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB400045795
	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB400045796

VANGUARD  
INVESTMENT  
SERIES, PLC

VANGUARD  
TOTAL  
INTERNATIONAL  
STOCK INDEX  
FUND, A SERIES  
OF VANGUARD  
STAR FUNDS

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**ANDERSON CARLOS KOCH**

(representative of the shareholder Citibank N.A)

ACADIAN EMERGING  
MARKETS EQUITY FUND

MDPIM EMERGING MARKETS EQUITY  
POOL

ACADIAN EMERGING  
MARKETS EQUITY II FUND,  
LLC

MELLON BANK N.A EMPLOYEE  
BENEFIT COLLECTIVE INVESTMENT  
FUND PLAN

ADVANCED SERIES TRUST -  
AST PARAMETRIC EMERGING  
MARKETS EQUITY PORTFOLIO

MERCER QIF FUND PLC

ALASKA PERMANENT FUND

MINISTRY OF STRATEGY AND FINANCE

ALLIANCEBERNSTEIN  
DELAWARE BUSINESS TRUST  
- ALLIANCEBERNSTEIN  
INTERNATIONAL  
ALL-COUNTRY PASSIVE  
SERIES

MINISTRY OF STRATEGY AND FINANCE

MONTANA BOARD OF INVESTMENTS

ARIZONA PSPRS TRUST

MOUNT WILSON GLOBAL FUND L.P.

NATIONAL COUNCIL FOR SOCIAL  
SECURITY FUND

ARROWSTREET (CANADA)  
GLOBAL ALL-COUNTRY FUND  
I

NATIONAL COUNCIL FOR SOCIAL  
SECURITY FUND

ARROWSTREET (CANADA)  
GLOBAL ALL-COUNTRY FUND  
II

NATIONAL WESTMINSTER BANK PLC  
AS DEPOSITARY OF FIRST STATE  
INVESTMENTS ICVC - FIRST STATE  
GLOBAL LI

ASCENSION HEALTH MASTER  
PENSION TRUST

NATIONAL WESTMINSTER BANK PLC  
AS TRUSTEE OF LEGAL AND GENERAL  
GLOBAL EMERGING MARKETS INDEX  
FUND

AT&T UNION WELFARE  
BENEFIT TRUST

BELL ATLANTIC MASTER  
TRUST

NATIONAL WESTMINSTER BANK PLC  
AS TRUSTEE OF THE LEGAL &  
GENERAL INTERNATIONAL INDEX  
TRUST

BELLSOUTH CORPORATION  
RFA VEBA TRUST

NAV CANADA PENSION PLAN

BLACKROCK CDN MSCI  
EMERGING MARKETS INDEX

NEW YORK STATE TEACHERS  
RETIREMENT SYSTEM

VINICIUS TELESSANCHES

FUND

NEW YORK STATE TEACHERS  
RETIREMENT SYSTEM

BLACKROCK INSTITUTIONAL  
TRUST COMPANY, N.A.

NEW YORK STATE TEACHERS  
RETIREMENT SYSTEM

BNY MELLON FUNDS TRUST -  
BNY MELLON EMERGING  
MARKETS FUND

NEW ZEALAND SUPERANNUATION  
FUND

BRANDES CANADA  
EMERGING MARKETS EQUITY  
UNIT TRUST

NORGES BANK

NORTHERN EMERGING MARKETS  
EQUITY FUND

BRANDES CANADA  
INTERNATIONAL EQUITY UNIT  
TRUST

NORTHERN MULTI - MANAGER  
EMERGING MARKETS EQUITY FUND

BRANDES INSTITUTIONAL  
EQUITY TRUST

NORTHERN TRUST COLLECTIVE ALL  
COUNTRY WORLD INDEX (ACWI)  
EX-US FUND-LENDING

BRANDES INVESTMENT  
FUNDS PUBLIC LIMITED  
COMPANY/ BRANDES  
EMERGING MARKETS  
EQUITIES FUND

NORTHERN TRUST COLLECTIVE  
EMERGING MARKETS INDEX  
FUND-LENDING

BRANDES INVESTMENT  
PARTNERS, LP 401(K) PLAN

NORTHERN TRUST INVESTMENT  
FUNDS PLC

BRUNEI INVESTMENT  
AGENCY

NORTHWEST NATURAL GAS COMPANY  
RETIREMENT TRUST

BRUNEI INVESTMENT  
AGENCY

NTCC COLLECTIVE FUNDS FOR  
EMPLOYEE BENEFIT TRUSTS

CAISSE DE DEPOT ET  
PLACEMENT DU QUEBEC

NTGI - QM COMMON DAILY ALL  
COUNTRY WORLD EX-US EQUITY  
INDEX FUND - LENDING

CALIFORNIA PUBLIC  
EMPLOYEES RETIREMENT  
SYSTEM

NTGI - QM COMMON DAILY ALL  
COUNTRY WORLD EX-US INVESTABLE  
MARKET INDEX FUND - LENDING

CF DV EMERGING MARKETS  
STOCK INDEX FUND

NTGI - QM COMMON DAILY EMERGING  
MARKETS EQUITY INDEX FUND -  
LENDING

CHEVRON MASTER PENSION  
TRUST

NTGI - QM COMMON DAILY  
EMERGINGMARKETS EQUITY INDEX  
FUND-NON LENDING

CIBC EMERGING MARKETS  
INDEX FUND

VINICIUS TELESSANCHES

CITY OF BALTIMORE EMPLOYEES RETIREMENT SYSTEM	NTGI - QUANTITATIVE MANAGEMENT COLLECTIVE FUNDS TRUST
CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	NZAM EM8 EQUITY PASSIVE FUND
CITY OF NEW YORK GROUP TRUST	PENSION FUND OF THE CHRISTIAN CHURCH (DISCIPLES OF CHRIST)
CITY OF NEW YORK GROUP TRUST	PICTET - EMERGING MARKETS INDEX
CITY OF NEW YORK GROUP TRUST	PICTET FUNDS S.A RE: PI(CH)-EMERGING MARKETS TRACKER
CITY OF NEW YORK GROUP TRUST	POWERSHARES FTSE RAFI EMERGING MARKETS PORTFOLIO
COLLEGE RETIREMENT EQUITIES FUND	POWERSHARES GLOBAL WATER PORTFOLIO
COLONIAL FIRST STATE WHOLESALE GLOBAL LISTED INFRASTRUCTURE SECURITIES FUND	POWERSHARES S&P EMERGING MARKETS HIGH BETA PORTFOLIO
COMMONWEALTH GLOBAL LISTED INFRASTRUCTURE FUND 4	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY
COMMONWEALTH SUPERANNUATION CORPORATION	PSEG NUCLEAR LLC MASTER DECOMMISSIONING TRUST
DESJARDINS GLOBAL INFRASTRUCTURE FUND	PUBLIC EMPLOYEE RETIREMENT SYSTEM OF IDAHO
DETROIT EDISON QUALIFIED NUCLEAR DECOMMISSIONING TRUST	PUBLIC SECTOR PENSION INVESTMENT BOARD
DEUTSCHE X-TRACKERS MSCI ALL WORLD EX US HEDGED EQUITY ETF	PYRAMIS GLOBAL EX U.S. INDEX FUND LP
DREYFUS OPPORTUNITY FUNDS - DREYFUS STRATEGIC BETA EMERGING MARKETS EQUITY FUND	PZENA EMERGING MARKETS FOCUSED VALUE FUND
DTE ENERGY COMPANY AFFILIATES EMPLOYEE BENEFIT PLANS MASTER	PZENA EMERGING MARKETS VALUE FUND
VINICIUS TELESSANCHES	PZENA VALUE GROUP TRUST
	QS BATTERYMARCH EMERGING MARKETS FUND
	QS INVESTORS DBI GLOBAL EMERGING MARKETS EQUITY FUND LP

TRUST

RAYTHEON COMPANY MASTER TRUST

DTE VEBA MASTER TRUST

RUSSELL INSTITUTIONAL FUNDS, LLC -  
RUSSELL EMERGING MARKETS EQUITY  
PLUS FUND

EATON VANCE COLLECTIVE  
INVESTMENT TRUST FOR  
EMPLOYEE BENEFIT PLANS -  
EMERGING MARKETS EQUITY  
FUND

SCHWAB EMERGING MARKETS EQUITY  
ETF

ELECTRICAL WORKERS  
LOCAL NO.26 PENSION  
TRUST FUND

SCHWAB FUNDAMENTAL EMERGING  
MARKETS LARGE COMPANY INDEX  
ETF

EMERGING MARKETS EQUITY  
INDEX MASTER FUND

SCHWAB FUNDAMENTAL EMERGING  
MARKETS LARGE COMPANY INDEX  
FUND

EMERGING MARKETS EQUITY  
INDEX PLUS FUND

SOUTH DAKOTA RETIREMENT SYSTEM

EMERGING MARKETS  
EX-CONTROVERSIAL  
WEAPONS EQUITY INDEX  
FUND B

SOUTHERN CA EDISON CO NUCLEAR  
FAC QUAL CPUC DECOM M T FOR SAN  
ONOFRE AND PALO VERDE NUC GEN  
STATIONS

EMERGING MARKETS INDEX  
NON-LENDABLE FUND

SPDR S&P EMERGING MARKETS ETF

EMERGING MARKETS INDEX  
NON-LENDABLE FUND B

SSGA MSCI BRAZIL INDEX  
NON-LENDING QP COMMON TRUST  
FUND

EMERGING MARKETS SUDAN  
FREE EQUITY INDEX FUND

STATE OF ALASKA RETIREMENT AND  
BENEFIT PLANS

EMPLOYEES RETIREMENT  
PLAN OF BROOKLYN UNION  
GAS

STATE OF MINNESOTA STATE  
EMPLOYEES RETIREMENT PLAN

EMPLOYEES RETIREMENT  
SYSTEM OF TEXAS

STATE OF NEW JERSEY COMMON  
PENSION FUND D

ENSIGN PEAK ADVISORS, INC

STATE OF NEW JERSEY COMMON  
PENSION FUND D

EVANGELICAL LUTHERAN  
CHURCH IN AMERICA BOARD  
OF PENSIONS

STATE OF OREGON

FIDELITY INVESTMENT  
TRUST: LATIN AMERICA FUND

STATE OF OREGON

STATE STREET BANK AND TRUST  
COMPANY INVESTMENT FUNDS FOR  
TAX EXEMPT RETIREMENT PLANS

VINICIUS TELESSANCHES

STICHTING PGGM DEPOSITARY

FIDELITY LATIN AMERICA  
FUND

SUNSUPER POOLED  
SUPERANNUATION TRUST

FIDELITY SALEM STREET  
TRUST: FIDELITY SERIES  
GLOBAL EX U.S. INDEX FUND

TD EMERALD HEDGED ALL COUNTRY  
WORLD INDEX EQUITY POOLED FUND  
TRUST

FIDELITY SALEM STREET  
TRUST: SPARTAN EMERGING  
MARKETS INDEX FUND

TEACHER RETIREMENT SYSTEM OF  
TEXAS

FIDELITY SALEM STREET  
TRUST: SPARTAN GLOBAL EX  
U.S. INDEX FUND

TEACHERS RETIREMENT SYSTEM OF  
THE STATE OF ILLINOIS

FIRST TRUST BRAZIL  
ALPHADEX FUND

TEACHERS RETIREMENT SYSTEM OF  
THE STATE OF ILLINOIS

FIRST TRUST EMERGING  
MARKETS ALPHADEX FUND

THE ARCHDIOCESE OF HARTFORD  
INVESTMENT TRUST

FIRST TRUST EMERGING  
MARKETS ALPHADEX UCITS  
ETF

THE CHICAGO PUBLIC SCHOOL  
TEACHERS PENSION AND  
RETIREMENT FUND

FIRST TRUST LATIN AMERICA  
ALPHADEX FUND

THE DOMESTIC AND FOREIGN  
MISSIONARY SOCIETY OF THE  
PROTESTANT EPISCOPAL CHURCH IN  
THE USA

FRANCISCAN ALLIANCE, INC

THE GMO EMERGING MARKETS FUND

FRONTIERS EMERGING  
MARKETS EQUITY POOL

THE HARTFORD GLOBAL REAL ASSET  
FUND

GMAM INVESTMENT FUNDS  
TRUST

THE HARTFORD ROMAN CATHOLIC  
DIOCESAN CORPORATION  
RETIREMENT PLANS MASTER TRUST

GMO ALPHA ONLY FUND, A  
SERIES OF GMO TRUST

THE HIGHCLERE INTERNATIONAL  
INVESTORS EMERGING MARKETS  
SMID FUND

GMO EMERGING MARKETS  
EQUITY FUND, A SUB FUND  
OF GMO FUNDS PLC

THE HIGHCLERE INTERNATIONAL  
INVESTORS SMID FUND

GMO MEAN REVERSION FUND  
(ONSHORE), A SERIES OF  
GMO MASTER  
PORTFOLIOS(ONSHORE), L.P.

THE ILLINOIS MUNICIPAL EMPLOYEES  
RETIREMENT FUND

GMO MEAN REVERSION  
SPECIAL SOLUTION FUND,  
L.P.

THE MASTER TRUST BANK OF JAPAN,  
LTD. RE: RUSSELL GLOBAL  
ENVIRONMENT TECHNOLOGY FUND

VINICIUS TELESSANCHES

GMO TRUST ON BEHALF OF  
GMO EMERGING COUNTRIES  
FUND

THE MONETARY AUTHORITY OF  
SINGAPORE

IBM 401(K) PLUS PLAN

THE NOMURA TRUST AND BANKING  
CO., LTD. RE: INT. EMERGING STOCK  
INDEX MSCI EMERGING NO HEDGE  
MOTHER

IBM DIVERSIFIED GLOBAL  
EQUITY FUND

THE NORTHERN TRUST COMPANY  
SUB-ADVISED COLLECTIVE FUNDS  
TRUST

ILLINOIS STATE BOARD OF  
INVESTMENT

ILLINOIS STATE BOARD OF  
INVESTMENT

THE PENSION RESERVES INVESTMENT  
MANAGEMENT BOARD

IMPERIAL EMERGING  
ECONOMIES POOL

THE SEVENTH SWEDISH NATIONAL  
PENSION FUND - AP 7 EQUITY FUND

INTERNATIONAL PAPER  
COMPANY COMMINGLED  
INVESTMENT GROUP TRUST

THE TRUSTEES OF SAINT PATRICK'S  
CATHEDRAL IN THE CITY OF NEW  
YORK

ISHARES MSCI ACWI ETF

TIAA-CREF FUNDS - TIAA-CREF  
EMERGING MARKETS EQUITY INDEX  
FUND

ISHARES MSCI BRAZIL  
CAPPED ETF

TIME WARNER CABLE PENSION PLAN  
MASTER TRUST

ISHARES MSCI BRIC ETF

ISHARES MSCI EMERGING  
MARKETS ETF

TIMOTHY PLAN EMERGING MARKETS  
FUND

JAPAN TRUSTEE SERVICES  
BANK, LTD. RE: STB DAIWA  
EMERGING EQUITY  
FUNDAMENTAL INDEX  
MOTHER FUND

TRUST & CUSTODY SERVICES BANK,  
LTD. RE: EMERGING EQUITY PASSIVE  
MOTHER FUND

JAPAN TRUSTEE SERVICES  
BANK, LTD. SMTB EMERGING  
EQUITY MOTHER FUND

UNIVERSITY OF WASHINGTON

JOHN DEERE PENSION TRUST

UPS GROUP TRUST

JOHN HANCOCK FUNDS II  
STRATEGIC EQUITY  
ALLOCATION FUND

USAA EMERGING MARKETS FUND

JOHN HANCOCK VARIABLE  
INSURANCE TRUST  
INTERNATIONAL EQUITY

UTAH STATE RETIREMENT SYSTEMS

VALERO ENERGY CORPORATION  
PENSION PLAN

VANGUARD EMERGING MARKETS  
SELECT STOCK FUND

VINICIUS TELESSANCHES

INDEX TRUST B

VANGUARD EMERGING MARKETS  
STOCK INDEX FUND

KAISER PERMANENTE GROUP  
TRUST

VANGUARD FTSE ALL-WORLD EX-US  
INDEX FUND, A SERIES OF VANGUARD  
INTERNATIONAL EQUITY INDEX FUNDS

KENTUCKY RETIREMENT  
SYSTEMS

VANGUARD FUNDS PUBLIC LIMITED  
COMPANY

KENTUCKY RETIREMENT  
SYSTEMS INSURANCE TRUST  
FUND

VANGUARD FUNDS PUBLIC LIMITED  
COMPANY

LAY EMPLOYEES RETIREMENT  
PLAN OF THE ARCHDIOCESE  
OF PHILADELPHIA

VANGUARD INTERNATIONAL VALUE  
FUND

LAZARD INTERNATIONAL  
EQUITY (ACW EX-U.S.) TRUST

VANGUARD TOTAL WORLD STOCK  
INDEX FUND, A SERIES OF VANGUARD  
INTERNATIONAL EQUITY INDEX FUNDS

LEGAL & GENERAL  
COLLECTIVE INVESTMENT  
TRUST

VICTORIAN SUPERANNUATION FUND

LEGAL AND GENERAL  
ASSURANCE (PENSIONS  
MANAGEMENT) LTD.

VIRGINIA RETIREMENT SYSTEM

LEGAL AND GENERAL  
ASSURANCE (PENSIONS  
MANAGEMENT) LTD.

VOYA EMERGING MARKETS INDEX  
PORTFOLIO

LEGAL AND GENERAL  
ASSURANCE (PENSIONS  
MANAGEMENT) LTD.

WASHINGTON STATE INVESTMENT  
BOARD

LEGAL AND GENERAL  
ASSURANCE (PENSIONS  
MANAGEMENT) LTD.

WASHINGTON STATE INVESTMENT  
BOARD

LEGAL AND GENERAL  
ASSURANCE (PENSIONS  
MANAGEMENT) LTD.

WEST VIRGINIA INVESTMENT  
MANAGEMENT BOARD

LEGAL AND GENERAL  
ASSURANCE (PENSIONS  
MANAGEMENT) LTD.

WISDOMTREE GLOBAL EX-US  
UTILITIES FUND

LEGAL AND GENERAL  
ASSURANCE SOCIETY  
LIMITED

WSIB INVESTMENTS PUBLIC EQUITIES  
POOLED FUND TRUST

VINICIUS TELESSANCHES

XEROX CORPORATION RETIREMENT &  
SAVINGS PLAN

LEGG MASON GLOBAL FUNDS  
PLC

LSV EMERGING MARKETS  
EQUITY FUND, L.P.

LSV INTERNATIONAL (AC)  
VALUE EQUITY FUND, LP

LSV INTERNATIONAL  
CONCENTRATED EQUITY  
FUND, LP

LVIP BLACKROCK EMERGING  
MARKETS RPM FUND

MAINSTAY VP EMERGING  
MARKETS EQUITY PORTFOLIO

MANAGED PENSION FUNDS  
LIMITED

MANAGED PENSION FUNDS  
LIMITED

MANAGED PENSION FUNDS  
LIMITED

MARYLAND STATE  
RETIREMENT & PENSION  
SYSTEM



