

ULTRAPAR HOLDINGS INC
Form 6-K
February 27, 2008

Form 6-K
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report Of Foreign Private Issuer
Pursuant To Rule 13a-16 Or 15d-16 Of
The Securities Exchange Act Of 1934

For the month of February, 2008

Commission File Number: 001-14950

ULTRAPAR HOLDINGS INC.
(Translation of Registrant's Name into English)

Avenida Brigadeiro Luis Antonio, 1343, 9ºAndar
São Paulo, SP, Brazil 01317-910
(Address of Principal Executive Offices)

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

| | | |
|------|-------------------------------------|------|
| Form | <input checked="" type="checkbox"/> | Form |
| 20-F | | 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):

| | | |
|-----|----|-------------------------------------|
| Yes | No | <input checked="" type="checkbox"/> |
|-----|----|-------------------------------------|

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):

| | | |
|-----|----|-------------------------------------|
| Yes | No | <input checked="" type="checkbox"/> |
|-----|----|-------------------------------------|

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

| | | |
|-----|----|-------------------------------------|
| Yes | No | <input checked="" type="checkbox"/> |
|-----|----|-------------------------------------|

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

ULTRAPAR HOLDINGS INC.

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ITEM

1. Material Notice dated February 27, 2008
-

BRASKEM S.A.
Publicly Traded Company
CNPJ/MF N° 42.150.391/0001-70
NIRE 29.300.006.939

PETROLEO BRASILEIRO S.A.
Publicly Traded Company
CNPJ/MF N° 33.000.167/0001-01
NIRE 33.300.032.061

**ULTRAPAR PARTICIPAÇÕES
S.A.**
Publicly Traded Company
CNPJ/MF n° 33.256.439/0001-39
NIRE 35.300.109.724

MATERIAL NOTICE

Braskem S.A. (“**Braskem**”), Petróleo Brasileiro S.A. – Petrobras (“**Petrobras**”) and Ultrapar Participações S.A. (“**Ultrapar**”), hereby announce in accordance with, and for the purposes of complying with CVM Rule N° 358/02, that Ultrapar, as a commission agent and in accordance with the Investment Agreement entered into and between Braskem, Petrobras and Ultrapar - as released in the Material Notice dated March 19, 2007- transferred the petrochemical assets of the Ipiranga Group to Braskem and Petrobras.

The petrochemical assets transferred are represented by the shares indirectly owned by Ultrapar at Ipiranga Química S.A. (“**IQ**”), which was transferred to Braskem and Petrobras, in the proportion of 60% and 40% of the voting and total capital of IQ, respectively.

IQ owns 100% of the voting and the total capital of Ipiranga Petroquímica S.A., which owns 39.2% of the voting and the total capital of Copesul – Companhia Petroquímica do Sul.

São Paulo, February 27, 2008.

Carlos Fadigas
Financial and Investor Relations
Officer

BRASKEM S.A.

Almir Guilherme Barbassa
Financial and Investor Relations Officer

PETROLEO BRASILEIRO S.A.

André Covre
Financial and Investor Relations
Officer

**ULTRAPAR PARTICIPAÇÕES
S.A.**

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: February 27, 2008

ULTRAPAR HOLDINGS INC.

By: /s/ André Covre
Name: André Covre
Title: Chief Financial and
Investor Relations
Officer

(Material Notice)
