

ULTRAPAR HOLDINGS INC
Form 6-K
August 13, 2009

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 August, 2009

Commission File Number: 001-14950

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

Avenida Brigadeiro Luis Antonio, 1343, 9º Andar
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 X	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	X
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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	X
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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	X
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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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1. Interim financial information – June 30, 2009
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Ultrapar Participações S.A. and Subsidiaries

(Convenience Translation into English from the Original Previously
Issued in Portuguese)

Interim financial information

June 30, 2009

Ultrapar Participações S.A. and Subsidiaries

Interim financial statements

as of June 30, 2009

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Independent accountant's review report

To the Board of Directors and Shareholders
Ultrapar Participações S.A.
São Paulo - SP

1. We have reviewed the Quarterly Financial Information of Ultrapar Participações S.A. (the Company) and the consolidated Quarterly Financial Information of the Company and its subsidiaries for the quarter ended June 30, 2009, comprising the balance sheet, the statements of income, changes in shareholders' equity, cash flows, explanatory notes and management report, which are the responsibility of its management.
2. Our review was conducted in accordance with the specific rules set forth by the IBRACON - The Brazilian Institute of Independent Auditors, in conjunction with the Federal Accounting Council - CFC and consisted mainly of the following: (a) inquiry and discussion with management responsible for the accounting, financial and operational areas of the Company and its subsidiaries, regarding the main criteria adopted in the preparation of the Quarterly Financial Information; and (b) reviewing information and subsequent events that have or may have relevant effects on the financial position and operations of the Company and its subsidiaries.
3. Based on our review, we are not aware of any material modifications that should be made to the Quarterly Financial Information described above, for these to be in accordance with the rules issued by the Brazilian Securities and Exchange Commission (CVM), which are applicable to the preparation of the Quarterly Financial Information.
4. As mentioned in Explanatory Note 2, due to the changes in the accounting practices adopted in Brazil during 2008, the statements of income, changes in shareholders' equity and cash flows, for the period ended June 30, 2008, presented for comparison purposes, were adjusted and restated, as required by NPC 12 – Accounting Policies, Changes in Accounting Estimates and Correction of Errors, approved by CVM Resolution 506/06.

August 11, 2009

KPMG Auditores Independentes
CRC 2SP014428/O-6

Anselmo Neves Macedo
Accountant CRC 1SP160482/O-6

Alexandre Heinermann
Accountant CRC 1SP228175/O-0

Ultrapar Participações S.A. and Subsidiaries
(Convenience Translation into English from the Original Previously Issued in Portuguese)

IDENTIFICATION

01.01 - CAPITAL COMPOSITION

Number of shares (Thousands)	Current quarter 06/30/2009	Prior quarter 03/31/2009	Same quarter in prior year 06/30/2008
Paid-up Capital			
1 - Common	49,430	49,430	49,430
2 - Preferred	86,666	86,666	86,666
3 - Total	136,096	136,096	136,096
Treasury Share			
4 - Common	7	7	7
5 - Preferred	2,201	2,201	2,300
6 - Total	2,208	2,208	2,307

01.02 - DIVIDENDS APPROVED AND/OR PAID DURING AND AFTER THE QUARTER

1 - ITEM	2 - EVENT	3 - APPROVAL	4 - REVENUE	5 - BEGINNING OF PAYMENT	7 - TYPE OF SHARE	8 - AMOUNT PER SHARE
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01.03 - SUBSCRIBED CAPITAL AND ALTERATIONS IN THE CURRENT YEAR

1 - ITEM	2 - DATE OF ALTERATION	3 - AMOUNT OF THE CAPITAL (IN THOUSANDS OF REAIS)	4 - AMOUNT OF THE ALTERATION (IN THOUSANDS OF REAIS)	5 - NATURE OF ALTERATION	7 - NUMBER OF SHARES ISSUED (THOUSAND)	8 - SHARE PRICE ON ISSUE DATE (IN REAIS)
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Ultrapar Participações S.A. and Subsidiaries

Balance sheets

as of June 30, 2009 and March 31, 2009

(In thousands of Reais)

Assets	Note	Parent		Consolidated	
		6/30/2009	3/31/2009	6/30/2009	3/31/2009
Current assets					
Cash and banks		290	560	290,737	166,036
Financial investments	5	162,904	41,407	1,266,097	1,403,732
Trade account receivables	6	-	-	1,707,884	1,451,635
Inventories	7	-	-	979,626	871,127
Recoverable taxes	8	44,069	38,741	337,202	295,053
Deferred income tax and social					
contribution	10.a)	411	758	157,639	112,625
Dividends receivable		-	118,680	-	-
Other receivables		669	39	34,257	22,561
Prepaid expenses	11	-	-	51,197	44,715
Total current assets		208,343	200,185	4,824,639	4,367,484
Non-current assets					
Long-term assets					
Financial investments	5	770,870	750,000	7,193	7,193
Trade account receivables	6	-	-	209,601	198,972
Related companies	9.a)	10,810	63,419	5,640	5,305
Deferred income tax and social					
contribution	10.a)	171	147	378,053	402,204
Recoverable taxes	8	4,515	-	32,792	47,064
Escrow deposits		250	217	94,273	54,473
Other receivables		-	-	2,746	450
Prepaid expenses	11	-	-	23,021	23,747
		786,616	813,783	753,319	739,408
Investments					
Subsidiaries	12.a)	4,806,660	4,862,370	-	1,189,646
Affiliates	12.b)	-	-	12,269	12,880
Others		59	59	26,873	21,346
Fixed assets	13 and 16.f)	-	-	3,753,361	3,137,408
Intangible assets	14	246,163	246,163	817,300	598,189
Deferred charges	15	-	-	12,656	14,128
		5,052,882	5,108,592	4,622,459	4,973,597
Total non-current assets		5,839,498	5,922,375	5,375,778	5,713,005

Total assets	6,047,841	6,122,560	10,200,417	10,080,489
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Ultrapar Participações S.A. and Subsidiaries

Balance sheets

as of June 30, 2009 and March 31, 2009

(In thousands of Reais)

Liabilities	Note	Parent		Consolidated	
		06/30/2009	03/31/2009	06/30/2009	03/31/2009
Current liabilities					
Loans and financing	16	-	1,239,967	867,934	2,070,987
Debentures	16.d)	5,414	-	5,414	-
Finance lease	16.f)	-	-	12,246	12,554
Suppliers		282	199	646,857	510,890
Salaries and related charges		136	93	141,600	127,263
Taxes payable		29	10	132,395	94,617
Dividends payable	17.g)	1,447	119,909	7,331	126,886
Income tax and social contribution payable		-	-	13,580	7,285
Deferred income tax and social contribution	10.a)	-	-	2,630	11,843
Post-employment benefits	23.b)	-	-	10,798	8,768
Provision for contingencies	22.a)	-	-	22,337	33,359
Other payables		1,335	1,338	21,954	19,785
Total current liabilities		8,643	1,361,516	1,885,076	3,024,237
Non-current liabilities					
Long-term liabilities					
Financing	16	-	-	1,830,771	2,044,489
Debentures	16.d)	1,191,692	-	1,191,692	-
Finance lease	16.f)	-	-	8,293	10,449
Related companies	9.a)	436	1,825	4,174	3,389
Deferred income tax and social contribution	10.a)	-	-	15,847	22,800
Provision for contingencies	22.a)	5,083	4,918	287,934	103,255
Post-employment benefits	23.b)	-	-	91,987	77,591
Other payables		-	92	16,739	13,493
Total non-current liabilities		1,197,211	6,835	3,447,437	2,275,466
Minority interest		-	-	38,088	39,257
Shareholders' equity					
Share capital	17.a)	3,696,773	3,696,773	3,696,773	3,696,773
Capital reserve	17.c)	2,906	2,906	1,065	985
Revaluation reserve	17.d)	9,216	9,838	9,216	9,838

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Profit reserves	17.e) and 17.f)	1,078,914	1,078,914	1,078,914	1,078,914
Treasury shares	17.b)	(127,332)	(127,332)	(137,662)	(138,091)
Valuation adjustment	3.c) and 17.h)	(4,467)	(5,648)	(4,467)	(5,648)
Cumulative translation adjustments	3.n) and 17.i)	578	7,239	578	7,239
Retained earnings		185,399	91,519	185,399	91,519
	17.g)	4,841,987	4,754,209	4,829,816	4,741,529
Total liabilities and shareholders' equity		6,047,841	6,122,560	10,200,417	10,080,489

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Income statements

For the quarters ended June 30, 2009 and 2008

(In thousands of Reais)

	Note	Parent		Consolidated	
		06/30/2009	06/30/2008	06/30/2009	06/30/2008
Gross revenue from sales and services	3.a)	-	-	10,108,414	7,303,512
Deduction on sales and services		-	-	(486,596)	(311,141)
Net revenue from sales and services		-	-	9,621,818	6,992,371
Cost of products and services sold	3.a)	-	-	(8,927,485)	(6,504,689)
Gross income		-	-	694,333	487,682
Income from investments in subsidiaries and affiliates					
Equity in income of subsidiaries and affiliates	12.a) and 12.b)	112,696	125,456	139	9
Operating revenues (expenses)					
Selling and marketing		-	-	(230,911)	(136,314)
General and administrative		(499)	(413)	(182,620)	(127,427)
Depreciation and amortization		-	(12,368)	(66,446)	(69,472)
Other net operating income		1,598	(4)	748	10,011
Operating income before financial income and other revenues		113,795	112,671	215,243	164,489
Net financial income	20	(20,150)	(11,020)	(86,875)	(11,625)
Other income	18	-	(1)	6,873	910
Operating income before social contribution and income tax		93,645	101,650	135,241	153,774
Social contribution and income tax					
Current	10.b)	-	-	(49,435)	(26,934)
Deferred charges	10.b)	(323)	8,092	6,026	(20,707)

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Tax incentives	10.b) and 10.c)	-	-	2,843	7,399
		(323)	8,092	(40,566)	(40,242)
Income before minority interest and employee statutory interest		93,322	109,742	94,675	113,532
Employee statutory interest		-	-	-	(2,660)
Minority interest		-	-	(1,353)	(1,130)
Net income for the period		93,322	109,742	93,322	109,742
Net income per equity share (annual weighted average) - R\$		0.69702	0.82026		

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Income statements

For the six-month periods ended June 30, 2009 and 2008

(In thousands of Reais)

	Note	Parent		Consolidated	
		06/30/2009	06/30/2008	06/30/2009	06/30/2008
Gross revenue from sales and services	3.a)	-	-	16,833,572	13,523,962
Deduction on sales and services		-	-	(800,368)	(604,179)
Net revenue from sales and services		-	-	16,033,204	12,919,783
Cost of products and services sold	3.a)	-	-	(14,812,688)	(11,965,942)
Gross income		-	-	1,220,516	953,841
Income from investments in subsidiaries and affiliates					
Equity in income of subsidiaries and affiliates	12.a) and 12.b)	229,140	241,400	39	59
Operating revenues (expenses)					
Selling and marketing		-	-	(382,106)	(271,380)
General and administrative		(1,700)	(466)	(327,186)	(257,157)
Depreciation and amortization		-	(24,194)	(123,703)	(138,360)
Other net operating income		1,597	(11)	5,452	16,942
Operating income before financial income and other revenues		229,037	216,729	393,012	303,945
Net financial income	20	(44,895)	(37,718)	(145,866)	(48,819)
Other income	18	-	(1)	9,911	7,227
Operating income before social contribution and income tax		184,142	179,010	257,057	262,353
Social contribution and income tax					
Current	10.b)	-	-	(78,215)	(72,805)

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Deferred charges	10.b)	339	21,208	(1,430)	258
Tax incentives	10.b) and 10.c)	-	-	9,777	15,973
		339	21,208	(69,868)	(56,574)
Income before minority interest and employee statutory interest		184,481	200,218	187,189	205,779
Employee statutory interest		-	-	-	(3,882)
Minority interest		-	-	(2,708)	(1,679)
Net income for the period		184,481	200,218	184,481	200,218
Net income per equity share (annual weighted average) - R\$		1.37788	1.49652		

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Statements of changes in shareholders' equity in the parent company

Fiscal period ended June 30, 2009

(In thousands of Reais)

	Note	Revaluation reserve		Profit reserves				Retained earnings	Treasury shares	Total	
		Share capital	Capital reserve subsidiaries	Legal reserve	Retention of profits	Valuation adjustments	Cumulative translation adjustments				
Balance at December 31, 2008		3,696,773	2,906	10,280	119,575	959,339	(6,248)	8,309	-	(127,332)	4,663,602
Realization of revaluation reserve	17.d)	-	-	(1,064)	-	-	-	-	1,064	-	-
Income tax and social contribution on realization of revaluation reserve of subsidiaries	17.d)	-	-	-	-	-	-	-	(146)	-	(146)
Valuation adjustments for financial instruments	3.c)	-	-	-	-	-	1,781	-	-	-	1,781
Currency translation of foreign subsidiaries	3.a)	-	-	-	-	-	-	(7,731)	-	-	(7,731)
Net income for the period		-	-	-	-	-	-	-	184,481	-	184,481
Balance at June 30, 2009		3,696,773	2,906	9,216	119,575	959,339	(4,467)	578	185,399	(127,332)	4,841,988

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Statements of changes in shareholders' equity in the consolidated

Fiscal period ended June 30, 2009

(In thousands of Reais, except dividends per share)

	Note	Revaluation reserve		Profit reserves				Retained earnings	Treasury shares	Total	
		Share capital	Capital reserve subsidiaries	Legal reserve	Retention of profits	Valuation adjustments	Cumulative translation adjustments				
Balance at December 31, 2008		3,696,773	855	10,280	119,575	959,339	(6,248)	8,309	-	(138,807)	4,650,076
Realization of revaluation reserve	17.d)	-	-	(1,064)	-	-	-	-	1,064	-	-
Income tax and social contribution on realization of revaluation reserve of subsidiaries	17.d)	-	-	-	-	-	-	-	(146)	-	(146)
Valuation adjustments for financial Instruments	3.c)	-	-	-	-	-	1,781	-	-	-	1,781
Currency translation of foreign subsidiaries	3.n)	-	-	-	-	-	-	(7,731)	-	-	(7,731)
Treasury shares		-	210	-	-	-	-	-	-	1,145	1,355
Net income for the period		-	-	-	-	-	-	-	184,481	-	184,481
Balance at June 30, 2009		3,696,773	1,065	9,216	119,575	959,339	(4,467)	578	185,399	(137,662)	4,829,816

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Statements of cash flows - Indirect method

(In thousands of Reais)

For the quarters ended June 30, 2009 and 2008

	Note	Parent 06/30/2009	Parent 06/30/2008	Consolidated 06/30/2009	Consolidated 06/30/2008
Cash flows from operating activities					
Net income for the period		93,322	109,742	93,322	109,742
Adjustments to reconcile net income to cash provided by operating activities					
Equity in income of subsidiaries and affiliates	12	(112,696)	(125,456)	(139)	(9)
Depreciation and amortization		-	12,368	105,483	89,287
PIS and COFINS credits on depreciation		-	-	2,544	900
Interest, monetary and exchange rate changes		18,719	34,173	(65,239)	(6,227)
Deferred income tax and social contribution	10.b)	323	(8,092)	(6,026)	20,707
Minority interest in income		-	-	1,353	1,130
Proceeds from sale of fixed assets		-	-	(6,055)	(980)
Others		-	-	1,031	43
Dividends received from subsidiaries		218,681	109,818	-	-
(Increase) decrease in current assets					
Trade receivables	6	-	-	103,992	(268,213)
Inventories	7	-	-	180,214	49,567
Recoverable taxes	8	(5,328)	4,683	18,099	(4,087)
Other receivables		(632)	1,907	(10,224)	9,854
Prepaid expenses	11	-	647	5,790	3,815
Increase (decrease) in current liabilities					
Trade payables		83	489	(94,293)	48,754
Wages and employee benefits		43	12	(221)	21,959
Taxes payable		19	(11,900)	21,609	(50,712)
Income tax and social contribution		-	-	6,088	(3,117)
Other payables		(1)	(11,876)	(40,782)	(23,931)

(Increase) decrease in
long-term assets

Trade receivables	6	-	-	(19,528)	(21,688)
Recoverable taxes	8	(4,515)	-	15,237	(6,935)
Amounts in escrow		(33)	-	20,322	(2,775)
Other receivables		-	-	481	5,426
Prepaid expenses	11	-	-	1,941	1,973

Increase (decrease) in
long-term liabilities

Provision for contingencies		165	157	14,401	8,003
Other payables		(92)	(78)	(809)	(8,067)

Net cash provided by operating
activities

	208,058	116,594	348,591	(25,581)
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The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Statements of cash flows - Indirect method

(In thousands of Reais)

	Note	Parent 06/30/2009	Parent 06/30/2008	Consolidated 06/30/2009	Consolidated 06/30/2008
Cash flows from investment activities					
Financial investments, net of redemptions		-	-	364,028	(379,051)
Disposal (acquisition) of investments, net	12	57,881	10	(1,553)	-
Cash from subsidiaries acquired		-	-	29,442	-
Capital contributions to subsidiaries		4,980	-	-	-
Acquisition of fixed assets	13	-	-	(108,791)	(224,534)
Increase in intangible assets	14	-	-	(11,768)	(7,293)
Increase in deferred charges	15	-	-	-	(719)
Gain on sale of fixed assets		-	-	12,430	9,819
Net cash provided by (used in) investment activities		62,861	10	283,788	(601,778)
Cash flows from financing activities					
Financing and debentures					
Fund raising	16	1,174,524	-	1,315,629	255,991
Amortization	16	(1,256,974)	-	(1,463,077)	(269,750)
Payment of financial lease	16	-	-	(3,582)	(2,237)
Dividends paid		(118,462)	1,022	(122,339)	(81)
Acquisition of minority interest		-	-	-	(17)
Purchase of shares for treasury	17.b)	-	(67,866)	-	(67,866)
Payment from Petrobras and Braskem for delivery of Petrochemical and Distribution Assets		-	698,173	-	698,173
Related entities	9.a)	51,220	(380,395)	450	(1,753)
Net cash provided by (used in) financing activities		(149,692)	250,934	(272,919)	612,460
Effect of changes in exchange rates on cash and		-	-	(8,364)	(2,168)

cash equivalents in foreign currency					
Increase (decrease) in cash, banks and short-term investments		121,227	367,538	351,096	(17,067)
Cash and cash equivalents at beginning of period	5	41,967	637,801	838,682	1,350,150
Cash and cash equivalents at end of period	5	163,194	1,005,339	1,189,778	1,333,083

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Statements of cash flows - Indirect method

(In thousands of Reais)

For the six-month periods ended June 30, 2009 and 2008

	Note	Parent 06/30/2009	Parent 06/30/2008	Consolidated 06/30/2009	Consolidated 06/30/2008
Cash flows from operating activities					
Net income for the period		184,481	200,218	184,481	200,218
Adjustments to reconcile net income to cash provided by operating activities					
Equity in income of subsidiaries and affiliates	12	(229,140)	(241,400)	(39)	(59)
Depreciation and amortization		-	24,194	201,706	176,981
PIS and COFINS credits on depreciation		-	-	5,138	1,820
Interest, monetary and exchange rate changes		64,265	66,123	21,244	54,625
Deferred income tax and social contribution	10.b)	(339)	(21,208)	1,430	(258)
Minority interest in income		-	-	2,708	1,679
Proceeds from sale of fixed assets		-	-	(9,093)	(7,178)
Provision (release of provision) for loss on fixed assets		-	-	-	(49)
Others		-	-	395	(240)
Dividends received from subsidiaries		222,281	140,152	-	-
(Increase) decrease in current assets					
Trade receivables	6	-	-	81,669	(113,933)
Inventories	7	-	-	342,973	(33,425)
Recoverable taxes	8	(15,289)	5,002	34,915	(19,407)
Other receivables		200	981	70,820	4,512
Prepaid expenses	11	-	(1,131)	(19,925)	(7,723)
Increase (decrease) in current liabilities					
Trade payables		(144)	(263)	(197,604)	(104,954)
Wages and employee benefits		47	7	(37,578)	2,115
Taxes payable		(84)	(12,025)	27,255	(13,077)

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Income tax and social contribution	-	-	(4,044)	(20,668)
Other payables	(38)	2	(41,538)	(25,042)
(Increase) decrease in long-term assets				
Trade receivables	6	-	20	(8,442)
Recoverable taxes	8	(4,515)	-	11,132
Amounts in escrow		(57)	-	21,902
Other receivables		-	-	519
Prepaid expenses	11	-	-	2,775
Increase (decrease) in long-term liabilities				
Provision for contingencies	165	157	13,376	10,593
Other payables	-	-	(166)	(478)
Net cash provided by operating activities	221,833	160,829	706,009	86,873

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Statements of cash flows - Indirect method

(In thousands of Reais)

	Note	Parent 06/30/2009	Parent 06/30/2008	Consolidated 06/30/2009	Consolidated 06/30/2008
Cash flows from investment activities					
Financial investments, net of redemptions		(750,000)	-	484,316	(630,573)
Disposal (acquisition) of investments, net	12	62,861	(260,425)	(1,191,790)	-
Cash from subsidiaries acquired		-	-	29,442	-
Capital contributions to subsidiaries		(4,980)			
Acquisition of fixed assets	13	-	-	(213,346)	(396,758)
Increase in intangible assets	14	-	-	(20,757)	(9,540)
Increase in deferred charges	15	-	-	-	(3,838)
Gain on sale of fixed assets		-	-	21,179	26,927
Net cash provided by (used in) investment activities		(692,119)	(260,425)	(890,956)	(1,013,782)
Cash flows from financing activities					
Financing and debentures					
Fund raising	16	1,174,524	1,200,000	1,862,762	2,021,956
Amortization	16	(1,266,376)	(1,241,419)	(1,630,199)	(2,004,424)
Payment of financial lease	16	-	-	(6,822)	(4,209)
Dividends paid		(118,494)	(238,378)	(122,475)	(238,725)
Acquisition of minority interest		-	-	-	(18)
Purchase of shares for treasury	17.b)	-	(105,014)	-	(105,014)
Payment from Petrobras and Braskem for delivery of Petrochemical and Distribution Assets		-	1,733,814	-	1,733,814
Related entities	9.a)	64,835	(341,894)	(248)	(2,925)
Net cash provided by (used in) financing activities		(145,511)	1,007,109	103,018	1,400,455
Effect of changes in exchange rates on cash and		-	-	(3,346)	(2,855)

cash equivalents in foreign currency					
Increase (decrease) in cash, banks and short-term investments		(615,797)	907,513	(85,275)	470,691
Cash and cash equivalents at beginning of period	5	778,991	97,826	1,275,053	862,392
Cash and cash equivalents at end of period	5	163,194	1,005,339	1,189,778	1,333,083

The accompanying notes are an integral part of these financial statements.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

1 Operations

Ultrapar Participações S.A. (“Company”), with headquarters in the City of São Paulo, engages in the investment of its own capital in commercial and industrial activities and related businesses, including the subscription or acquisition of shares of other companies.

Through its subsidiaries, it operates in the segment of liquefied petroleum gas (LPG) distribution (“Ultragaz”), light fuel & lubricant distribution, and related business (“Ipiranga”), production and marketing of chemicals (“Oxiteno”), and logistics services for liquid bulk (“Ultracargo”). The Company also operates in the petroleum refining business through its investment in Refinaria de Petróleo Riograndense S.A. (“Refining”).

2 Initial implementation of Law 11638/07 and summary of significant accounting policy changes

Law 11638/07 was enacted on December 28, 2007 and Provisional Measure 449/08 was issued on December 3, 2008, which was enacted as Law 11941/09 on May 27, 2009, both amending and repealing existing provisions and adding new provisions to Law 6404/76 (Brazilian Corporate Law) to adapt the accounting policies adopted in Brazil to the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB). In order to regulate these changes, the Brazilian Securities Commission (CVM) issued a set of Resolutions during 2008, whose main effects on the interim financial statements of the Company and its subsidiaries are summarized below.

Resolution CVM 565 of December 17, 2008 – deals with the initial implementation of Law 11638/07 and Provisional Measure (MP) 449/08, which was enacted as Law 11941/09 on May 27, 2009.

As permitted by this Resolution, the Company decided to adopt January 1, 2008 as the date of transition. In addition, the Company and its subsidiaries started to use the equity method of accounting for the company Metalúrgica Plus S/A. and consolidate the company SERMA – Associação dos Usuários de Equipamentos de Processamento de Dados e Serviços Correlatos in their interim financial statements (see Notes 4 and 12). The information presented herein for the quarter and semester ended June 30, 2008, differs from the one previously disclosed because the Company retroactively applied to them the new accounting standards issued during the year, as established by CVM. In the following table the effects on consolidated net income as of June 30, 2008 related to the adoption of Laws 11638/07 and 11941/09 are shown.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

	CVM Resolution	04/01/2008 to 06/30/2008	01/01/2008 to 06/30/2008
Values before the implementation of Law 11638/07 and Law 11941/09		103,912	193,991
Effects of the implementation of Law 11638/07 and Law 11941/09:			
Finance leases	554	473	852
Cost of funding	556	252	1,041
Marking-to-market of currency and interest rate hedging instruments	566	1,272	1,577
Equity in income of Metalplus	565	(7)	(22)
Cumulative translation adjustments	534	3,840	2,779
Total		5,830	6,227
Values after the implementation of Law 11638/07 and Law 11941/09		109,742	200,218

Resolution CVM 534 of January 29, 2008 – deals with effects of the changes in exchange rates and of the translation of financial statements.

The Company and its subsidiaries analyzed their investments in foreign entities and combined with the investor, those investees lacking autonomy and independent management, in accordance with item 41(a) of the Resolution. Foreign subsidiaries with autonomy were booked as provided for in item 41(b) of the Resolution, and the changes in exchange rates of the net investment in these subsidiaries were recorded as Cumulative translation adjustments in the investor's shareholders' equity. See Note 3.n).

Resolution CVM 547 of August 13, 2008 – deals with the Statement of Cash Flows.

The Company and its subsidiaries classified as cash equivalents, the short-term investments that are readily convertible into known amounts of cash and are subject to insignificant risk of change in value. The statement of cash flows shows the activity in the accounts: (i) Cash and banks and (ii) Financial investments considered as cash equivalents in the fiscal year. See Notes 3.b) and 5.

Resolution CVM 566 of December 17, 2008 – deals with recognition, measurement, and evidence of financial instruments.

The financial instruments of the Company and its subsidiaries were classified, according to their characteristics and the Company's intention, into: (i) measured at fair value through income; (ii) held to maturity; (iii) available for sale; and (iv) loans and receivables. See Notes 3.c), 5 and 21.

Resolution CVM 553 of November 12, 2008 – deals with intangible assets.

The Company and its subsidiaries reclassified to intangible assets the goodwill on the acquisitions of companies, which were previously shown as deferred charges in the interim financial statements. See Notes 3.h), 3.i) and 14.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

Resolution CVM 554 of November 12, 2008 – deals with financial leases.

Certain financial lease contracts where substantially all the risks and benefits associated with the ownership of an asset are transferred to the Company and its subsidiaries were recorded in the financial statements as finance leases, net of tax effects. The items recognized as assets were depreciated at the depreciation rates applicable to each of the group of assets into which they were classified, and the financial charges under the leases were allocated over the contract terms, based on the amortized cost method. See Notes 3.g) 16.e) and 22.d).

Resolution CVM 556 of November 12, 2008 – deals with transaction costs and premiums on issuance of bonds and securities.

Transaction costs and issue premiums associated with funding transactions by the Company and its subsidiaries were reclassified and added to the values of the respective funds raised, and the effective interest rate of each issuance was calculated. See Note 16.a).

Resolution CVM 564 of December 17, 2008 – deals with adjustment to present value of assets and liabilities.

The Company's subsidiaries recorded the adjustment to present value of ICMS credit balances on acquisition of fixed assets (CIAP). The Company and its subsidiaries reviewed all other items of long-term and, where relevant, short-term assets and liabilities and did not identify the need to adjust these transactions to present value. See Notes 3.q) and 8.

3 Presentation of interim financial statements and significant accounting policies

The individual and consolidated interim financial statements were prepared in conformity with the accounting practices adopted in Brazil, which include the Brazilian Corporate Law, the Standards, Guidelines and Interpretations issued by the Accounting Standards Committee and the standards issued by the Brazilian Securities Commission (CVM).

a. Recognition of income

Income is recognized on the accrual basis. Revenues from sales and costs are recognized as income when all risks and benefits associated with the products are transferred to the purchaser. Revenues from services provided and their costs are recognized as income when the services are performed.

b. Cash equivalents

Include short-term highly-liquid investments that are readily convertible into a known amount of cash and are subject to an insignificant risk of change in value. See Note 5 for further detail on cash equivalents of the Company and its subsidiaries.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

c. Financial instruments

In accordance with Resolution CVM 566/08, the financial instruments of the Company and its subsidiaries were classified into the following categories:

Measured at fair value through income: financial assets held for trading, that is, purchased or created primarily for the purpose of sale or repurchase in the short term, and derivatives. Changes in fair value are recorded as income, and the balances are stated at fair value.

Held to maturity: non-derivative financial assets with fixed payments or determinable payments with fixed maturities for which the entity has the positive intent and ability to hold to maturity. The interest earned is recorded as income, and balances are stated at acquisition cost plus the interest earned.

Available for sale: non-derivative financial assets that are designated as available for sale or that were not classified into other categories. The interest earned is recorded as income, and the balances are stated at fair value. Differences between fair value and acquisition cost plus the interest earned are recorded in a specific account of the shareholders' equity. Gains and losses recorded in the shareholders' equity are included in income, in case of prepayment.

Loans and receivables: non-derivative financial instruments with fixed payments, receipts or determinable payments not quoted in active markets, except: (i) those which the entity intends to sell immediately or in the short term and which the entity classified as measured at fair value through income; (ii) those classified as available for sale; or (iii) those the holder of which cannot substantially recover its initial investment for reasons other than credit deterioration. The interest earned is recorded as income, and balances are stated at acquisition cost plus the interest earned.

Certain derivative financial instruments used to hedge against changes in interest rates were designated as cash flow hedge for purposes of measuring their fair value. The difference between the fair value of the financial instrument and its value plus interest earned is recognized as a Valuation adjustment in the shareholders' equity, not affecting the income statement of the Company and its subsidiaries. Gains and losses recorded in the shareholders' equity are included in income, in case of prepayment.

For further detail on financial instruments of the Company and its subsidiaries, see Notes 5, 16, and 21.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

d. Current and non-current assets

Allowance for doubtful accounts is calculated based on estimated losses and is set at an amount deemed by Management to be sufficient to cover any loss on realization of accounts receivable.

Inventories are stated at the lower of average acquisition or production cost, and replacement cost or market value.

The other assets are stated at the lower of cost and realizable value, including, if applicable, the interest earned, monetary changes and changes in exchange rates incurred or less a provision for loss and, if applicable, adjustment to present value (see Note 3.q).

e. Investments

Investments in subsidiaries are valued by the equity method of accounting.

Investments in companies on which Management has a significant influence or in which it holds 20% or more of the voting stock, or that are part of a group under common control are also valued by the equity method of accounting (see Note 12).

The other investments are stated at acquisition cost less provision for loss, unless the loss is considered temporary, and also include investments in progress.

f. Fixed assets

Recorded at acquisition or construction cost, including financial charges incurred on fixed assets under construction, as well as significant maintenance costs resulting from scheduled plant outages. The Company will maintain the revaluation balances, which were incorporated in the value of the respective assets, until their realization, without, however, accounting for new revaluations.

Depreciation is calculated by the straight-line method, at the annual rates stated in Note 13, over the useful/economic life of the property.

Leasehold improvements in service stations are depreciated over the shorter of the contract term and useful/economic life of the property.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

g. Financial leases

- Finance leases

Certain financial lease contracts transfer substantially all the risks and benefits associated with the ownership of an asset to the Company and its subsidiaries. These contracts are characterized as finance leases, and assets thereunder are stated at fair value or present value of the minimum payments under the relevant contracts. The items recognized as assets are depreciated at the depreciation rates applicable to each group of assets in accordance with Note 13. Financial charges under the finance lease contracts are allocated to income over the contract term, based on the amortized cost and actual interest rate method (see Note 16.e).

- Operating leases

Are lease transactions where the risks and benefits associated with the ownership of the asset are not transferred and where the purchase option at the end of the contract is equivalent to the market value of the leased asset. Payments made under an operating lease contract are recognized as expenses in the income statement on a straight-line basis over the term of the lease contract, in accordance with Note 22.d).

h. Intangible assets

Intangible assets include assets acquired by the Company and its subsidiaries from third parties, according to the following criteria (see Note 14):

- Goodwill is carried at the original value less accumulated amortization as of December 31, 2008, when it ceased to be amortized.
- Other intangible assets acquired from third parties are measured at the total acquisition cost less accumulated amortization expenses.

The Company and its subsidiaries do not have intangible assets that were created internally or that have an indefinite useful life.

i. Deferred charges

Deferred charges include restructuring costs that will produce benefits in future years (see Note 15). The Company and its subsidiaries decided to maintain the balances until they are fully amortized.

j. Current and non-current liabilities

Are stated at known or calculable amounts plus, if applicable, related charges, monetary changes and changes in exchange rates incurred until the date of the financial statements and, if applicable, adjustment to present value (see Note 3.q).

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

k. Income tax and social contribution on profit

Current and deferred income tax (IRPJ) and social contribution (CSLL) are calculated based on the current rates of income tax and social contribution on profit, including the value of tax incentives, as stated in Note 10.b).

l. Provision for contingencies

The provision for contingencies is created for contingent risks with a “probable” chance of loss in the opinion of managers and internal and external legal counsel, and the values are recorded based on evaluation of the outcomes of the legal proceedings (see Note 22.a).

m. Actuarial obligation for post-employment benefits

Reserves for actuarial liabilities for post-employment benefits granted and to be granted to employees, retirees, and pensioners are based on an actuarial calculation prepared by an independent actuary, using the projected unit credit method, as described in Note 23.b).

n. Basis for translating financial statements of foreign-based subsidiaries

Assets and liabilities of the subsidiaries Oxiteno Mexico S.A. de C.V. and its subsidiaries, located in Mexico (functional currency: Mexican Peso), and Oxiteno Andina, C.A., located in Venezuela (functional currency: Bolivar), denominated in currencies other than that of the Company (functional currency: Real), are translated at the exchange rate in effect on the date of the financial statements. Gains and losses resulting from changes in these foreign investments are directly recognized in the shareholders’ equity as Cumulative translation adjustments and are recognized as income when these investments are disposed of. The amount recognized in the shareholders’ equity as cumulative translation adjustments as of June 30, 2009 was R\$ 578.

Assets and liabilities of the other foreign subsidiaries, which do not have autonomy, are considered activities of their investor and are translated at the exchange rate in effect on the date of the financial statements. Gains and losses resulting from changes in these foreign investments are directly recognized as income. The loss recognized as of June 30, 2009 amounted to R\$ 6,993 (R\$ 8,727 loss as of June 30, 2008).

o. Use of estimates

The preparation of interim financial statements requires the Company’s Management to make estimates and assumptions that affect the values of assets and liabilities presented as of the date of the interim financial statements, as well as the values of revenues, costs and expenses for the fiscal years presented. Although these estimates are based on the best information available to Management about present and future events, the actual results may differ from these estimates.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

p. Impairment of assets

The Company reviews, at least annually, the carrying value of assets for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use or disposal. In cases where future expected cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair value of these assets. The factors considered by the Company in performing this assessment include current operating results, trends, and prospects, as well as the effects of obsolescence, demand, competition, and other economic factors.

No impairment was recorded in the interim consolidated financial statements as of June 30, 2009.

q. Adjustment to present value

The subsidiaries recorded the adjustment to present value of ICMS credit balances on fixed assets (CIAP – see Note 8). The Company and its subsidiaries reviewed all items classified as long-term and, where relevant, short-term assets and liabilities and did not identify the need to adjust other balances to present value.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

4 Principles of consolidation and investments in affiliates

The consolidated financial statements were prepared following the basic principles of consolidation established by the Brazilian Corporate Law and CVM standards, including the following direct and indirect subsidiaries:

	Location	% interest in the share capital – Jun. 30, 2009		% interest in the share capital – Mar. 31, 2009	
		Direct control	Indirect control	Direct control	Indirect control
Ultracargo - Operações Logísticas e Participações Ltda.	Brazil	100	-	100	-
Transultra - Armazenamento e Transporte Especializado Ltda.	Brazil	-	100	-	100
Petrolog Serviços e Armazéns Gerais Ltda.	Brazil	-	100	-	100
Terminal Químico de Aratu S.A. – Tequimar	Brazil	-	99	-	99
União Vopak Armazéns Gerais Ltda.	Brazil	-	50	-	50
Ultracargo Argentina S.A.	Argentina	-	100	-	-
Melamina Ultra S.A. Indústria Química	Brazil	-	99	-	99
Oxiten S.A. Indústria e Comércio	Brazil	100	-	100	-
Oxiten Nordeste S.A. Indústria e Comércio	Brazil	-	99	-	99
Oxiten Argentina Sociedad de Responsabilidad Ltda.	Argentina	-	100	-	100
Oleoquímica Indústria e Comércio de Produtos Químicos Ltda.	Brazil	-	100	-	100
Barrington S.L.	Spain	-	100	-	100
Oxiten Mexico S.A. de C.V.	Mexico	-	100	-	100
Oxiten Servicios Corporativos S.A. de C.V.	Mexico	-	100	-	100
Oxiten Servicios Industriales S.A. de C.V.	Mexico	-	100	-	100
Oxiten USA LLC	United States	-	100	-	100
Oxiten International Corp.	Virgin Islands	-	100	-	100
Oxiten Overseas Corp.	Virgin Islands	-	100	-	100
Oxiten Andina, C.A.	Venezuela	-	100	-	100
Oxiten Europe SPRL	Belgium	-	100	-	100
U.A.T.S.P.E. Empreendimentos e Participações Ltda.	Brazil	-	100	-	100
Empresa Carioca de Produtos Químicos S.A.	Brazil	-	100	-	100
Companhia Brasileira de Petróleo Ipiranga am/pm Comestíveis Ltda.	Brazil	100	-	100	-
	Brazil	-	100	-	100

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Centro de Conveniências Millennium Ltda.	Brazil	-	100	-	100
Conveniência Ipiranga Norte Ltda.	Brazil	-	100	-	100
Ipiranga Trading Limited	Virgin Islands	-	100	-	100
Tropical Transportes Ipiranga Ltda.	Brazil	-	100	-	100
Ipiranga Imobiliária Ltda.	Brazil	-	100	-	100
Ipiranga Logística Ltda.	Brazil	-	100	-	100
Maxfácil Participações S.A.	Brazil	-	50	-	50
Isa-Sul Administração e Participações Ltda.	Brazil	-	100	-	100
Comercial Farroupilha Ltda.	Brazil	-	100	-	100
Companhia Ultragaz S.A.	Brazil	-	99	-	99
Bahiana Distribuidora de Gás Ltda.	Brazil	-	100	-	100
Utingás Armazenadora S.A.	Brazil	-	56	-	56
LPG International Inc.	Cayman Islands	-	100	-	100
Imaven Imóveis Ltda.	Brazil	-	100	-	100
Sociedade Brasileira de Participações Ltda.	Brazil	-	100	5	95
Sociedade Anônima de Óleo Galena Signal	Brazil	-	100	-	100
(**)					
Ipiranga Produtos de Petróleo S.A.(**)	Brazil	-	100	-	100
Refinaria de Petróleo Riograndense S.A. (*)	Brazil	33	-	33	-
SERMA - Ass. dos usuários equip. proc. de dados	Brazil	-	100	-	100

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

(*)Proportional consolidation, as established in Article 32 of CVM Instruction 247/96 (control shared equally among Petrobras, Ultrapar and Braskem, since April 2007).

(**) In August 2008, the Company, through the subsidiary Sociedade Brasileira de Participações Ltda. (“SBP”), entered into a purchase agreement with Chevron Latin America Marketing LLC and Chevron Amazonas LLC (collectively, “Chevron”) for the purchase of 100% of the shares issued by Chevron Brasil Ltda. (“CBL”) and by Sociedade Anônima de Óleo Galena Signal (“Galena”), subsidiaries of Chevron that held Texaco fuel distribution business in Brazil (“Texaco”). On March 31, 2009, the acquisition was closed and SBP disbursed the amount of R\$ 1,106 million, in addition to the US\$ 38 million advanced payment made to Chevron in August 2008. The terms of acquisition do not include the assumption of Texaco’s net debt. As from April 1st, 2009, the operations of Texaco were consolidated in the Company’s financial statements. Adjustments to working capital are being calculated and will be settled with Chevron thereafter. Until this moment, goodwill breaks down into R\$ 213,835 based on future profitability, and R\$ 344,418, based on the difference between the market value and the carrying value of the assets. On May 16, 2009, the subsidiary CBL had its name changed to Ipiranga Produtos de Petróleo S.A. (“IPP”).

Investments of one company in the other, balances of asset and liability accounts and revenues and expenses were eliminated, as well as the effects of significant transactions conducted between the companies. The interest of minority shareholders in the subsidiaries is indicated in the financial statements.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

5 Financial assets

Financial investments with first-rate banks are substantially represented by money invested: (i) in Brazil, in debentures, certificates of deposit of first-rate financial institutions linked to the Interbank Certificate of Deposit (CDI) and in Federal government bonds; (ii) abroad, in certificates of deposits of first-rate financial institutions and in short-term investment funds with a portfolio composed of bonds issued by the U.S. Government; and (iii) currency and interest rate hedging instruments.

	Parent		Consolidated	
	06/30/2009	03/31/2009	06/30/2009	03/31/2009
Financial investments				
In local currency				
Fixed-income securities and funds	933,774	791,407	916,675	719,478
In foreign currency				
Linked notes (a)	-	-	117,463	142,612
Fixed-income securities and funds	-	-	262,362	515,552
Income from currency and interest hedging instruments (b)	-	-	(23,210)	33,283
Total financial investments	933,774	791,407	1,273,290	1,410,925
Current	162,904	41,407	1,266,097	1,403,732
Non-current	770,870	750,000	7,193	7,193

(a) Represents US\$ 60 million in linked notes (“Linked Notes”) to notes issued by the subsidiary Companhia Ultragas S.A. in the foreign market in 1997 (“Original Notes”). In April 2006, the subsidiary Oxiteno Overseas Corp., the then owner of the Original Notes, sold such notes to a foreign financial institution. Simultaneously, the subsidiary purchased the Linked Notes from that financial institution. Such transaction enables a financial gain to the subsidiary corresponding to the difference between the interest rate paid on Linked Notes and Original Notes, as remarked in Note 16.c). This financial instrument was classified as loans and receivables for measurement purposes (see Note 3.c).

(b) Accumulated gains, net of income tax (see Note 21).

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

In accordance with Resolution CVM 566/08, the financial assets of the Company and its subsidiaries were classified, according to their characteristics and the Company's intention, into: (i) measured at fair value through income; (ii) held to maturity; (iii) available for sale; and (iv) loans and receivables, as shown on the table below.

	Consolidated	
	06/30/2009	03/31/2009
Measured at fair value through income	875,831	705,929
Held to maturity	7,193	7,193
Available for sale	272,803	555,191
Loans and receivables	117,463	142,612
	1,273,290	1,410,925

For the preparation of the Company's Statements of cash flows, cash and cash equivalents mean the balances of the accounts: (i) Cash and banks and (ii) Short-term investments classified as measured at fair value through income, excluding currency and interest rate hedging instruments, as shown below:

	Consolidated	
	06/30/2009	03/31/2009
Cash and banks	290,737	166,036
Short-term investments measured at fair value through income (except currency and interest rate hedging instruments)	899,041	672,646
	1,189,778	838,682

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

6 Trade receivables (Consolidated)

	06/30/2009	03/31/2009
Domestic customers	1,502,642	1,321,546
Customer financing - Ipiranga	464,004	338,570
Foreign customers	122,639	108,657
(-) Advances on negotiable instruments issued	(60,954)	(56,561)
(-) Allowance for doubtful accounts	(110,846)	(61,605)
	1,917,485	1,650,607
Current	1,707,884	1,451,635
Non-current	209,601	198,972

Customer financing is provided for renovation and upgrading of service stations, purchase of products, and development of the fuel and lubricant distribution market.

Movements in the allowance for doubtful accounts are as follows:

Balance as of March 31, 2009	61,605
Initial balance of Texaco	43,115
Additions	8,217
Write-offs	(2,091)
Balance as of June 30, 2009	110,846

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

7 Inventories (Consolidated)

	06/30/2009			03/31/2009		
	Cost	Provision for loss	Net balance	Cost	Provision for loss	Net balance
Finished goods	218,459	(19,787)	198,672	271,145	(22,618)	248,527
Work in process	3,899	-	3,899	4,007	-	4,007
Raw materials	143,974	(55)	143,919	197,768	(132)	197,636
Liquefied petroleum gas (LPG)	17,937	-	17,937	23,440	-	23,440
Fuels, lubricants and greases	524,208	(1,139)	523,069	315,079	(650)	314,429
Consumable materials and bottles for resale	40,826	(994)	39,832	44,258	(982)	43,276
Advances to suppliers	37,597	-	37,597	24,631	-	24,631
Properties for resale	14,701	-	14,701	15,181	-	15,181
	1,001,601	(21,975)	979,626	895,509	(24,382)	871,127

Movements in the allowance for doubtful accounts are as follows:

Balance as of March 31, 2009	24,382
Addition or (write-off)	(2,407)
Balance as of June 30, 2009	21,975

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

8 Recoverable taxes

Are substantially represented by credit balances of Tax on Goods and Services (ICMS), Contribution to Social Security Funding (COFINS), Social Integration Plan (PIS), and Income Tax and Social Contribution.

	Parent		Consolidated	
	06/30/2009	03/31/2009	06/30/2009	03/31/2009
IRPJ and CSLL	48,543	38,659	114,983	109,643
ICMS	-	-	232,949	143,231
Adjustment to present value of ICMS on fixed assets - CIAP (see Note 3.q)	-	-	(4,547)	(4,932)
Provision for ICMS losses (*)	-	-	(70,981)	(34,569)
PIS and COFINS	21	21	68,307	100,959
Value-Added Tax (IVA) on the subsidiaries				
Oxitenno Mexico S.A. de C.V. and Oxitenno Andina, C.A.	-	-	7,066	11,036
IPI	-	-	16,239	12,896
Others	20	61	5,978	3,853
Total	48,584	38,741	369,994	342,117
Current	44,069	38,741	337,202	295,053
Non-current	4,515	-	32,792	47,064

(*) The provision relates to credit balances that the subsidiaries estimate to be unable to offset in the future.

Movements in the provision for ICMS losses are as follows:

Balance as of March 31, 2009	34,569
Initial balance of Texaco	36,296
Addition of provision	432
Write-offs	(316)
Balance as of June 30, 2009	70,981

The balance of ICMS includes credits of the Camaçari – BA site of the subsidiary Oxitenno Nordeste S.A. Indústria e Comércio, in the amount of R\$ 51,080 as of June 30, 2009 (R\$ 57,050 as of March 31, 2009). The subsidiary has authorization from the tax authorities to transfer the credit balance to third parties. The provision for loss of credits of the site was established based on the maximum discount expected in their sale. IPI, PIS and COFINS credits are used to offset other federal taxes.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

9 Related parties

a) Related companies

	Assets	Parent Loans Liabilities
Companhia Ultragaz S.A.	10,810	-
Melamina Ultra S.A. Indústria Química	-	436
Total as of June 30, 2009	10,810	436
Total as of March 31, 2009	63,419	1,825

	Consolidated			
	Loans	Commercial transactions		
	Assets	Liabilities	Receivable	Payable
Braskem S.A.	-	-	-	3,431
Copagaz Distribuidora de Gas Ltda.	-	-	288	-
Química da Bahia Indústria e Comércio S.A.	-	3,311	-	-
Oxicap Indústria de Gases Ltda.	5,305	-	-	1,063
Petróleo Brasileiro S.A. - Petrobras	-	-	-	236,209
Quattor Químicos Básicos S.A.	-	-	-	2,488
Refinaria de Petróleo Riograndense S.A.(*)	-	-	-	12,311
SHV Gás Brasil Ltda.	-	-	113	-
Liquigás Distribuidora S.A.	-	-	279	-
Other	335	863	62	-
Total as of June 30, 2009	5,640	4,174	742	255,502
Total as of March 31, 2009	5,305	3,389	1,691	132,015

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

	Consolidated Transactions	
	Sales	Purchases
Copagaz Distribuidora de Gas Ltda.	1,233	-
Petróleo Brasileiro S.A. - Petrobras	41,040	10,063,611
Braskem S.A	6,287	232,080
Oxicap Indústria de Gases Ltda.	2	5,701
Servgás Distribuidora de Gas S.A.	416	-
Liquigás Distribuidora S.A.	1,943	-
SHV Gás Brasil Ltda.	411	-
Refinaria de Petróleo Riograndense S.A. (*)	-	290,586
Quattor Químicos Básicos S.A.	-	37,151
Total as of June 30, 2009	51,332	10,629,129
Total as of June 30, 2008	9,808	9,130,376

(*)Relates to the non-eliminated portion of the transactions between RPR and CBPI, since RPR is proportionally consolidated and CBPI is fully consolidated.

Purchase and sale transactions relate substantially to the purchase of raw materials, inputs, transportation and storage services based on arm's length market prices and terms with customers and suppliers with comparable operational performance. Borrowing agreements are for an indeterminate period and do not contain interest clauses. In the opinion of the Company's Management, transactions with related parties are not subject to settlement risk, which is why no allowance for doubtful accounts or collaterals are provided. Collaterals provided by the Company in borrowings and financing of subsidiaries and affiliates are mentioned in Note 16.f). The transactions of the Company and its subsidiaries related to post-employment benefits are described in Note 23.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

b) Key Management personnel - Compensation (Consolidated)

As of June 30, 2009, the Company and its subsidiaries recorded expenses for compensation of its key personnel (Company's directors and designated officers) in the amount of R\$ 11,049 (R\$ 12,720 as of June 30, 2008). Out of this total, R\$ 10,075 relates to short-term compensation (R\$ 11,851 as of June 30, 2008), R\$ 686 to compensation in stock (R\$ 641 as of June 30, 2008), and R\$ 288 (R\$ 228 as of June 30, 2008) to post-employment benefits.

c) Stock plan (Consolidated)

At a Special General Meeting held on November 26, 2003, a benefit plan was approved for managers of the Company and its subsidiaries, which provides: (i) initial award of beneficial ownership of shares issued by the Company held in treasury by the subsidiaries at which the beneficiary managers are employed; and (ii) transfer of title to the shares within five to ten years after the initial award, subject to continuation of employment of the beneficiary manager with the Company and its subsidiaries. The total amount awarded to executives as of June 30, 2009, including tax charges, was R\$ 22,407 (R\$ 22,407 as of March 31, 2009). Such amount is being amortized over a period of five to ten years after the award, and amortization for the period ended in June 30, 2009 in the amount of R\$ 1,018 (R\$ 814 on June 30, 2008) was recorded as operating expense for the year. The values of the awards were determined on the date of award based on the market value of these shares on BM&FBovespa.

The chart below summarizes the information on the shares awarded to executives of the Company:

Date of award	Restricted shares awarded	Market value of shares (in R\$)	Total compensation costs, including taxes	Accumulated compensation costs recorded	Accumulated compensation costs not recorded
October 7, 2008	174,000	39.97	9,593	(762)	8,831
December 12, 2007	40,000	64.70	3,570	(687)	2,883
November 9, 2006	51,800	46.50	3,322	(886)	2,436
December 14, 2005	23,400	32.83	1,060	(380)	680
October 4, 2004	41,975	40.78	2,361	(1,122)	1,239
December 17, 2003	59,800	30.32	2,501	(1,396)	1,105
	390,975		22,407	(5,233)	17,174

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

10 Income tax and social contribution

a. Deferred income tax and social contribution

The Company and its subsidiaries recognize tax credits and debits, which are not subject to limitation periods, resulting from tax losses, temporary additions, negative tax bases and revaluation of fixed assets, among others. Credits are sustained by the continued profitability of their operations. Deferred income tax and social contribution are recorded under the following categories:

	Parent		Consolidated	
	06/30/2009	03/31/2009	06/30/2009	03/31/2009
Assets - Deferred income tax and social contribution on:				
Provision for loss of assets	-	-	26,112	25,183
Provisions for contingencies	171	147	66,882	62,145
Provision for post-employment benefit (see Note 23.b)	-	-	23,684	23,684
Provision for differences between cash and accrual basis	-	-	12,584	301
Goodwill paid on investments (see Note 14)	-	-	292,334	306,514
Other provisions	68	65	25,305	18,898
Tax losses and negative tax base for the social contribution to offset	343	693	88,791	78,104
Total	582	905	535,692	514,829
Current	411	758	157,639	112,625
Non-current	171	147	378,053	402,204
Liabilities - Deferred income tax and social contribution on:				
Revaluation of fixed assets	-	-	476	498
Accelerated depreciation	-	-	135	140
Provision for differences between cash and accrual basis	-	-	8,127	17,555
Temporary differences of foreign subsidiaries	-	-	3,190	10,058
Implementation of Law 11,638/07 (*)	-	-	6,549	6,392

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Total	-	-	18,477	34,643
Current	-	-	2,630	11,843
Non-current	-	-	15,847	22,800

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

(*) The Company and its subsidiaries adopted the Transition Tax Regime (RTT) provided for by Law 11941/09.

The estimated recovery of deferred tax assets relating to income tax and social contribution is stated as follows:

	Parent	Consolidated
Up to 1 year	411	157,639
From 1 to 2 years	-	80,873
From 2 to 3 years	-	68,026
From 3 to 5 years	171	162,652
From 5 to 7 years	-	58,476
From 7 to 10 years	-	8,026
	582	535,692

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

b. Reconciliation of income tax and social contribution on income

Income tax and social contribution taxes are reconciled to the official tax rates as follows:

	Parent		Consolidated	
	06/30/2009	06/30/2008	06/30/2009	06/30/2008
Earnings (losses) before taxes and equity in income of affiliates, after employee profit sharing	(44,998)	(62,390)	257,018	258,412
Official tax rates - %	34	34	34	34
Income tax and social contribution at the official tax rates	15,299	21,213	(87,386)	(87,860)
Adjustments to the actual rate:				
Operating provisions and nondeductible expenses/nontaxable revenues	-	(5)	(1,802)	13,119
Adjustment to estimated income	-	-	5,510	2,850
Interest on equity	(14,960)	-	-	-
Workers Meal Program (PAT)	-	-	232	182
Other adjustments	-	-	3,801	(838)
Income tax and social contribution before tax incentives	339	21,208	(79,645)	(72,547)
Tax incentives - ADENE	-	-	9,777	15,973
Income tax and social contribution in the income statement	339	21,208	(69,868)	(56,574)
Current	-	-	(78,215)	(72,805)
Deferred	339	21,208	(1,430)	258
Tax incentives - ADENE	-	-	9,777	15,973

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

c. Tax exemption

The following subsidiaries are entitled to partial or total exemption from IRPJ under the government's program for development of Northeastern Brazil:

Subsidiary	Units	Incentive - %	Expiration
Oxiteno Nordeste S.A. Indústria e Comércio	Camaçari plant	75	2016
Bahiana Distribuidora de Gás Ltda.	Mataripe base	75	2013
	Suape base (*)	100	2007
	Aracaju base (**)	75	2017
	Caucaia base	75	2012
Terminal Químico de Aratu S.A. –Aratu terminal Tequimar	Aratu terminal	75	2012
	Suape terminal	75	2015

(*)Tax exemption of the Suape base expired in December 2007, and a request was filed with the Agency for the Development of the Northeast (ADENE), responsible for managing this incentive plan, asking for 75% tax relief until 2017. If this 75% relief is not granted, the subsidiary will file another request with ADENE for 12.5% relief until 2013, to which it is entitled because it is located in an incentive area and is considered a priority economic activity for the development of the region. As a result, the subsidiary has not recorded the tax benefit for this unit.

(**)Due to the upgrade of the Aracaju base, the Agency for the Development of the Northeast (ADENE) approved an increase in the income tax relief from 25% to 75% until 2017, through a report issued on December 19, 2008. In May 2009, the period of 120 days that Federal Revenue Service had to express itself about the tax benefit report expired, fact that allowed the subsidiary to record the tax benefit in the accumulated amount of R\$ 850.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

11	Prepaid expenses (Consolidated)	06/30/2009	03/31/2009
Rents		28,577	23,235
Advertising and publicity		15,700	20,392
Insurance premiums		8,326	11,285
Purchases of meal and transportation tickets		2,833	2,820
Taxes and other prepaid expenses		18,782	10,730
		74,218	68,462
Current		51,197	44,715
Non-current		23,021	23,747

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

	Investments		Equity	
	06/30/2009	03/31/2009	06/30/2009	06/30/2008
Companhia Brasileira de Petróleo Ipiranga	2,616,330	2,633,980	196,641	172,324
Oxiteno S.A. Indústria e Comércio	1,559,077	1,551,023	22,433	51,155
Ultracargo – Operações Logísticas e Participações Ltda.	637,255	626,394	17,840	1,746
Sociedade Brasileira de Participações Ltda.	-	62,861	(17,076)	-
Refinaria de Petróleo Riograndense S.A. (joint control)	(6,002)	(11,888)	9,302	(14,754)
Distribuidora de Produtos de Petróleo Ipiranga S.A. (i)	-	-	-	16,510
Ultragaz Participações Ltda. (i)	-	-	-	12,133
Imaven Imóveis Ltda.	-	-	-	2,286
	4,806,660	4,862,370	229,140	241,400

(i) Subsidiaries merged in the last quarter of 2008 into Companhia Brasileira de Petróleo Ipiranga.

b. Affiliated companies (consolidated)

	Investments		Equity	
	06/30/2009	03/31/2009	06/30/2009	06/30/2008
Transportadora Sulbrasileira de Gás S.A.	6,589	7,310	(69)	12
Química da Bahia Indústria e Comércio S.A. (ii)	3,752	3,612	118	(91)
Oxicap Indústria de Gases Ltda. (ii)	1,928	1,958	(10)	160
Metalúrgica Plus S.A. (ii)	-	-	-	(22)
	12,269	12,880	39	59

(ii) Interim financial statements audited by other independent auditors.

In the interim consolidated financial statements, the investment of the subsidiary Oxiteno S.A. Indústria e Comércio in the affiliate Oxicap Indústria de Gases Ltda. is valued by the equity method of accounting based on its financial statements as of May 31, 2009, while the other affiliates are valued based on the interim financial statements as of June 30, 2009.

Ultrapar Participações S.A. and Subsidiaries

Notes to the interim financial statements

(In thousands of Reais, unless otherwise stated)

13 Fixed assets (Consolidated)

	Average annual depreciation rate - %	Cost	06/30/2009		03/31/2009	
			Accumulated depreciation	Provision for loss	Net	Net
Lands	-	392,510	-	(197)	392,313	192,053
Buildings	4	1,057,642	(403,780)	-	653,862	467,616
Leasehold improvements	6	328,627	(155,294)	-	173,333	134,598
Machinery and equipment	10	2,432,311	(890,874)	(1,591)	1,539,846	1,430,998
Light fuel/lubricant distribution equipment and facilities	10	1,190,566	(724,829)	-	465,737	395,280
LPG tanks and bottles	10	339,390	(191,024)	-	148,366	129,815
Vehicles	21	240,816	(179,676)	-	61,140	62,047
Furniture and utensils	10	88,534	(49,609)	-	38,925	31,671
Construction in progress	-	166,528	-	-	166,528	165,943
Advances to suppliers	-	75,358	-	-	75,358	89,873
Imports in progress	-	1,745	-	-	1,745	1,687
Computer equipment	20	169,266	(133,058)	-	36,208	35,827
		6,483,293	(2,728,144)	(1,788)	3,753,361	