ULTRAPAR HOLDINGS INC Form 6-K March 05, 2008

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# 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 March, 2008

Commission File Number: 001-14950

ULTRAPAR HOLDINGS INC. (Translation of Registrant's Name into English)					
Sã	o Paulo, SP, B	s Antonio, 1343, 9°An Brazil 01317-910 al Executive Offices)	dar		
Indicate by check mark whether the registran	t files or will f	ile annual reports und	ler cover of I	Form 20-F or Form 40-F:	
Form 20-F	X	Form 40-F			
Indicate by check mark if the registrant is s 101(b)(1):	ubmitting the	Form 6-K in paper a	as permitted	by Regulation S-T Rule	
Yes		No	X		
Indicate by check mark if the registrant is s 101(b)(7):	ubmitting the	Form 6-K in paper a	as permitted	by Regulation S-T Rule	
Yes		No	X		
Indicate by check mark whether by furnishing furnishing the information to the Commission	-			-	
Yes		No	X		
If "Voe" is marked indicate below the file no	ımbar assignas	to the registrent in a	annaatian wi	ith Dula 12a2 2(b): N/A	

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

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# ULTRAPAR HOLDINGS INC.

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## ITEM

1. Notice to Shareholders regarding distribution of dividends dated March 4, 2008

Item 1

#### NOTICE TO SHAREHOLDERS

## ULTRAPAR PARTICIPAÇÕES S.A.

CNPJ nº 33.256.439/0001-39

#### **DISTRIBUTION OF DIVIDENDS**

We hereby announce that the amount of the dividend per share of R\$ 1.777031 informed on the notice to shareholders on February 20, 2008 was adjusted due to the change in the shareholders basis as a result of the shares buyback to be held in treasury after the notice was released. Considering the new shareholders basis, the amount to be paid will be R\$ 1.779403 per share for the common and preferred shareholders.

São Paulo, March 04, 2008.

André Covre Chief Financial and Investor Relations Officer ULTRAPAR PARTICIPAÇÕES S.A.

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#### **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: March 5, 2008

ULTRAPAR HOLDINGS INC.

By: /s/ Eduardo de Toledo Name: Eduardo de Toledo Title: Officer of Ultrapar

(Notice to Shareholders – Distribution of Dividends)