

ULTRAPAR HOLDINGS INC  
Form 6-K  
November 09, 2006

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**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 November, 2006

Commission File Number: 001-14950

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

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**Avenida Brigadeiro Luis Antonio, 1343, 9º Andar**  
**São Paulo, SP, Brazil**  
**01317-910**

(Address of Principal Executive Offices)

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Indicate by check mark whether the registrant files or will file annual reports under cover of 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):

Yes  No

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

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

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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- 1. 3Q06 Financials, November 8, 2006**
  - 2. Minutes of a meeting of the Board of Directors, November 8, 2006**
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**Item 1**

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

***Ultrapar Participações S.A.***

*Interim Financial Statements for the Quarter  
and Nine-month Period ended September  
30, 2006 and Independent Accountants'  
Review Report*

Deloitte Touche Tohmatsu Auditores Independentes

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

INDEPENDENT ACCOUNTANTS' REVIEW REPORT

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

1. We have performed a special review of the accompanying interim financial statements of Ultrapar Participações S.A. and subsidiaries as of and for the quarter and nine-month period ended September 30, 2006, prepared in accordance with Brazilian accounting practices and under the responsibility of the Company's management, consisting of the balance sheets (Company and consolidated), the related statements of income and the performance report.
  2. We conducted our review in accordance with specific standards established by the Brazilian Institute of Independent Auditors (IBRACON), together with the Federal Accounting Council, which consisted principally of: (a) inquiries of and discussions with persons responsible for the accounting, financial and operating areas as to the criteria adopted in preparing the interim financial statements, and (b) review of the information and subsequent events that had or might have had material effects on the financial position and results of operations of the Company and its subsidiaries.
  3. Based on our special review, we are not aware of any material modifications that should be made to the financial statements referred to in paragraph 1 for them to be in conformity with Brazilian accounting practices and standards established by the Brazilian Securities Commission (CVM), specifically applicable to the preparation of mandatory interim financial statements.
  4. Additionally, we have reviewed the consolidated statements of cash flows, included in Note 23 to the interim financial statements, for the nine-month periods ended September 30, 2006 and 2005, which are presented for purposes of additional analysis and are not a required part of the basic interim financial statements. Such statements have been subjected to the review procedures described in paragraph 2 and, based on our review, we are not aware of any material modifications that should be made to these statements for them to be fairly stated, in all material respects, in relation to the interim financial statements taken as a whole.
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Deloitte Touche Tohmatsu

5. We had previously reviewed the Company and consolidated balance sheets as of June 30, 2006 and the Company and consolidated statements of income for the quarter and nine--month period ended September 30, 2005, presented for comparative purposes, and issued unqualified special review reports thereon, dated July 28, 2006 and October 28, 2005, respectively.

6. The accompanying interim financial statements have been translated into English for the convenience of readers outside Brazil.

São Paulo, October 27, 2006

DELOITTE TOUCHE TOHMATSU  
Auditores Independentes

Altair Tadeu Rossato  
Engagement Partner

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ULTRAPAR PARTICIPAÇÕES S.A. AND SUBSIDIARIES

BALANCE SHEETS AS OF SEPTEMBER 30, 2006 AND JUNE 30, 2006

(In thousands of Brazilian reais - R\$)

	Company		Consolidated			Company	
ASSETS	09/30/06	06/30/06	09/30/06	06/30/06	LIABILITIES AND STOCKHOLDERS' EQUITY	09/30/06	06/30/06
<b>CURRENT ASSETS</b>							
Cash and banks	272	153	31,691	47,256	<b>CURRENT LIABILITIES</b>		
Temporary cash investments	295,529	378,986	1,029,598	1,064,124	Loans and financing	-	-
Trade accounts receivable	-	-	390,796	355,644	Debentures	3,075	1,000
Inventories	-	-	168,327	197,250	Trade accounts payable	126	126
Recoverable taxes	15,363	16,825	102,802	90,491	Payroll and related charges	45	45
Deferred income and social contribution taxes	37	42	25,890	22,255	Taxes payable	61	61
Dividends receivable	-	12,232	-	-	Dividends payable	22,886	1,000
Other	21	23	9,002	8,668	Income and social contribution taxes	-	-
Prepaid expenses	560	536	5,731	8,540	Deferred income and social contribution taxes	-	-
					Other	3	3
Total current assets	311,782	408,797	1,763,837	1,794,228	Total current liabilities	26,196	2,000
<b>LONG-TERM ASSETS</b>							
Cash investments	-	-	540,880	522,376	<b>LONG-TERM LIABILITIES</b>		
Related companies	38,394	20,409	5,671	5,273	Loans and financing	-	-
Deferred income and social contribution taxes	3,036	2,976	73,773	72,540	Debentures	300,000	300,000
Recoverable taxes	9,475	5,603	47,756	42,413	Related companies	447,061	447,061
Escrow deposits	-	-	16,173	16,053	Deferred income and social contribution taxes	-	-
Trade accounts receivable	-	-	19,389	21,278	Other taxes	9,237	9,237
Prepaid expenses	-	-	13,247	13,790	Other	-	-
Other	520	728	1,350	239	Total long-term liabilities	756,298	756,298
Total long-term assets	51,425	29,716	718,239	693,962	<b>MINORITY INTEREST</b>		
<b>PERMANENT ASSETS</b>							
Investments:					<b>STOCKHOLDERS' EQUITY</b>		
Subsidiary and affiliated companies	2,381,371	2,293,225	4,876	4,828	Capital	946,034	946,034
Other	186	186	26,119	28,169	Capital reserve	2,046	2,046
Property, plant and equipment	-	-	1,113,808	1,089,193	Revaluation reserve	13,533	13,533
Deferred charges	-	-	107,830	107,122	Profit reserves	837,502	837,502
					Treasury shares	(6,018)	(6,018)
Total permanent assets	2,381,557	2,293,411	1,252,633	1,229,312	Retained earnings	169,173	169,173

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					Total stockholders' equity	1,962,270	1,962,270
					Total minority interest and stockholders' equity	1,962,270	1,962,270
					TOTAL LIABILITIES AND STOCKHOLDERS'		
TOTAL ASSETS	2,744,764	2,731,924	3,734,709	3,717,502	EQUITY	2,744,764	2,731,924

The accompanying notes are integral part of these financial statements.

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

ULTRAPAR PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF INCOME  
FOR THE QUARTERS ENDED SEPTEMBER 30, 2006 AND 2005  
(In thousands of Brazilian reais - R\$, except for earnings per share)

	Company		Consolidated	
	09/30/06	09/30/05	09/30/06	09/30/05
GROSS SALES AND SERVICES	-	-	1,415,025	1,346,039
Deductions	-	-	(119,831)	(116,789)
NET SALES AND SERVICES	-	-	1,295,194	1,229,250
Cost of sales and services	-	-	(1,029,861)	(1,009,656)
GROSS PROFIT	-	-	265,333	219,594
EQUITY IN SUBSIDIARIES AND AFFILIATED COMPANIES	88,301	66,207	49	21
OPERATING (EXPENSES) INCOME	71	(14)	(153,391)	(140,453)
Selling	-	-	(51,303)	(48,455)
General and administrative	70	(14)	(70,562)	(59,488)
Management compensation	-	-	(1,459)	(1,423)
Depreciation and amortization	-	-	(30,785)	(31,671)
Other operating income, net	1	-	718	584
INCOME FROM OPERATIONS BEFORE FINANCIAL ITEMS	88,372	66,193	111,991	79,162
Financial income (expenses), net	722	1,582	(2,944)	(2,751)
Financial income	12,400	16,199	43,444	31,496
Financial expenses	(11,678)	(14,617)	(46,388)	(34,247)
INCOME FROM OPERATIONS	89,094	67,775	109,047	76,411
Nonoperating (expenses) income, net	-	-	(7,677)	(718)
INCOME BEFORE TAXES ON INCOME AND MINORITY INTEREST	89,094	67,775	101,370	75,693

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INCOME AND SOCIAL CONTRIBUTION TAXES	(264)	(515)	(11,185)	(7,426)
Current	(318)	(316)	(35,506)	(35,842)
Benefit of tax holidays - ADENE	54	(199)	15,352	15,343
Deferred	-	-	8,969	13,073
INCOME BEFORE MINORITY INTEREST	88,830	67,260	90,185	68,267
Minority interest	-	-	(1,355)	(1,007)
NET INCOME	88,830	67,260	88,830	67,260
EARNINGS PER SHARE - R\$	1.09525	0.82927	1.09525	0.82927

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ULTRAPAR PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF INCOME

FOR THE NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2006 AND 2005

(In thousands of Brazilian reais - R\$, except for earnings per share)

	Company		Consolidated	
	09/30/06	09/30/05	09/30/06	09/30/05
GROSS SALES AND SERVICES	-	-	3,914,718	3,922,425
Deductions	-	-	(324,445)	(354,136)
NET SALES AND SERVICES	-	-	3,590,273	3,568,289
Cost of sales and services	-	-		