ULTRAPAR HOLDINGS INC
Form 6-K
August 03, 2006

**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, 2006

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 20-F _X_ 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 _X_

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_

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_

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  Share Repurchase Program, August 2, 2006**

**Item 1**

**ULTRAPAR PARTICIPAÇÕES S.A.**

**PUBLICLY LISTED COMPANY**

CNPJ nº 33.256.439/0001 - 39

**MATERIAL NOTICE**

Pursuant to CVM Instruction nº 358 of January 3, 2002, **ULTRAPAR PARTICIPAÇÕES S.A.** informs its Shareholders that, at a meeting held on August 2, 2006, the Board of Directors approved, in accordance with Article 7º of the Company Bylaws, CVM Instruction nº 10 of February 14, 1980, amended by CVM Instructions nº 268 of November 13, 1997 and nº 390 of July 08, 2003, and CVM explanatory Note nº 16/80, a share repurchase program of its own nominative preferred shares, for cancellation or holding as treasury stock, with no reduction in capital stock, and subsequent sale. The Board of Directors understands that the acquisition of preferred shares for holding as treasury stock is an attractive option for investing the Company□s available financial resources. The share repurchase program will adopt the following criteria:

1. Repurchase limit, as per Articles 3º and 5º of the said CVM Instruction nº 10/80 and the ownership structure as of August 2, 2006: up to 2,723,106 (two million, seven hundred and twenty three thousand, one hundred and six) preferred shares, corresponding to 10% of the free float in preferred shares, excluding the 377,847 (three hundred and seventy seven thousand, eight hundred and forty seven) preferred shares currently held as treasury stock.

   Total shares in circulation: 31,895,512 (thirty one million, eight hundred and ninety five thousand, five hundred and twelve)

preferred shares, from which 885,979 (eight hundred and eighty five thousand, nine hundred and seventy nine) preferred shares held by the controlling shareholders, were excluded;

2. Repurchase period: 365 (three hundred and sixty five) days
Beginning: August 3, 2006
Ending: August 2, 2007;

3. Acquisition price: market price;

4. Institutions authorized to act as brokers:

a) ITAÚ CORRETORA DE VALORES S.A
Av. Engenheiro Armando de Arruda Pereira, 707
Torre Eudoro Villela – 15th floor - São Paulo/SP

b) MAGLIANO S.A CCVM
Rua Bela Cintra, 986 – 2nd floor - São Paulo/SP

c) UBS WARBURG CCVM S.A.
Praia de Botafogo, 228 – 16th floor, ala B - Rio de Janeiro/RJ

São Paulo, August 2, 2006.

**Fabio Schvartsman**

Chief Financial and Investor Relations Officer

**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.

**ULTRAPAR HOLDINGS INC.**

Date: August 2, 2006

By: /s/ Fábio Schvartsman

Name: Fábio Schvartsman
Title: Chief Financial and Investor Relations Officer

*(Relevant Notice – Share Repurchase Program, August 2, 2006)*