

ULTRAPAR HOLDINGS INC.

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

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)
