

ULTRAPAR HOLDINGS INC
Form 6-K
September 11, 2015

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 September, 2015

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 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

ULTRAPAR HOLDINGS INC.

TABLE OF CONTENTS

ITEM

1. Standard & Poor's Ratings Services - credit rating report

RatingsDirect

Research Update:

Several Rating Actions Taken On 60

Brazilian Corporate And Infrastructure

Entities Following The Sovereign's

Downgrade

Primary Credit Analysts:

Flavia M Bedran, Sao Paulo (55) 11- 3039-9758; flavia.bedran@standardandpoors.com

Diego H Ocampo, Sao Paulo (55) 11-3039-9769; diego.ocampo@standardandpoors.com

Luisa Vilhena, Sao Paulo (55) 11-3039-9727; luisa.vilhena@standardandpoors.com

Renata Lotfi, Sao Paulo (55) 11-3039-9724; renata.lotfi@standardandpoors.com

Marcelo Schwarz, CFA, Sao Paulo +55 11 3039 9782; marcelo.schwarz@standardandpoors.com

Julyana Yokota, Sao Paulo +55 11 3039 9731; julyana.yokota@standardandpoors.com

Secondary Contact:

Luciano D Gremone, Buenos Aires (54) 114-891-2143; luciano.gremone@standardandpoors.com

Table Of Contents

Overview

Rating Action

Rationale

Related Criteria And Research

Ratings List

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 1

Research Update:

Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Overview

On Sept. 9, 2015, we lowered our foreign currency rating on the Federative Republic of Brazil to 'BB+' from 'BBB-' and our local currency rating to 'BBB-' from 'BBB+'. The outlook is negative. We also revised downward our transfer and convertibility (T&C) assessment to 'BBB' from 'BBB+'.

We have also affirmed our 'brAAA' national scale rating on Brazil and revised the outlook on this rating to negative from stable.

As a result, we are lowering our ratings on 31 Brazilian corporate and infrastructure entities. At the same time, we are affirming the ratings and maintaining the stable outlook on six entities. Also, we're affirming the ratings and maintaining the negative outlook on three entities. In addition, we're revising the outlook on 14 entities to negative. We are also placing ratings on CreditWatch with negative implications on six entities. We will continue monitoring economic conditions to incorporate further potential impacts on these companies' ratings.

Rating Action

On Sept. 10, 2015, Standard & Poor's Ratings Services took various rating actions on Brazilian corporates and infrastructure entities.

We lowered the ratings on the following entities by one notch on the global scale foreign currency rating to 'BB+' and on the national scale to 'brAA+', with the exceptions of Eletrobras and Itaipu whose global scale local currency ratings were lowered to 'BBB-' and national scale remained at 'brAAA'. The outlook on these entities is negative:

- Companhia de Gas de Sao Paulo - Comgas;
- Companhia Energetica do Ceara - Coelce;
- Elektro Eletricidade e Servicos S.A. (Elektro);
- Eletrobras-Centrais Eletricas Brasileiras S.A.;

Edgar Filing: ULTRAPAR HOLDINGS INC - Form 6-K

Transmissora Alianca de Energia Eletrica S.A. (TAESA);

Neoenergia S.A.;

Companhia de Eletricidade do Estado da Bahia – COELBA;

Companhia Energética do Rio Grande do Norte – COSERN;

Companhia Energética de Pernambuco – CELPE;

Itaipu Binacional;

Atlantia Bertin Concessoes S.A. (AB Concessões);

Rodovia das Colinas S.A.;

Triangulo do Sol Auto-Estradas S.A.;

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 2

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Arteris S.A.;

Autopista Planalto Sul S/A.;

CCR S.A.;

Autoban - Concessionaria do Sistema Anhanguera Bandeirantes S.A.;

Concessionaria da Rodovia Presidente Dutra S.A.;

Rodonorte Concessionaria de Rodovias Integradas S.A.;

Ecorodovias Concessoes e Servicos S.A.;

Concessionaria Ecovias dos Imigrantes S.A.; and

Santos Brasil Participacoes S.A.

We have also lowered our global scale ratings on Petroleo Brasileiro S.A. – Petrobras to 'BB' from 'BBB-' and our national scale ratings to 'brAA' from 'brAAA'. The outlook on both ratings is negative.

We also downgraded Samarco Mineracao S.A. to 'BB+' from 'BBB-' on global scale and to 'brAA+' from 'brAAA' on national scale. The outlook on both ratings is stable.

At the same time, we lowered the global scale ratings on the following entities by one notch with negative outlooks, while we affirmed our 'brAAA' national scale ratings on them. The outlook on the national scale ratings on the Votorantim group, Ultrapar, and Multiplan is negative, while that on AmBev's national scale ratings remained stable. The ratings on these entities remain above Brazil's foreign currency rating:

AmBev - Companhia de Bebidas das Americas (AmBev);

Globo Comunicacao e Participacoes S.A. (Globo);

Multiplan Empreendimentos Imobiliarios S.A. (Multiplan);

Ultrapar Participacoes S.A. (Ultrapar);

Votorantim Participacoes S.A.;

Votorantim Industrial S.A.; and

Votorantim Cimentos S.A.

Also, we placed the ratings on the following entities on CreditWatch with negative implications:

Braskem S.A.;

Klabin S.A.;

Odebrecht Engenharia e Construcao S.A.;

Baesa - Energetica Barra Grande S.A.

Duke Energia International Geracao Paranapanema S.A.; and

Tractebel Energia S.A.

We affirmed the ratings with no changes to the outlook on the following entities:

Ache Laboratorios Farmaceuticos S.A.;

BRF S.A.;

Embraer S.A.;

Fibria Celulose S.A.;

Gerdau S.A.;

Natura Cosméticos S.A.;

Telefonica Brasil S.A.;

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 3

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Vale S.A.; and

Vale Canada Ltd.

We affirmed the global scale ratings and revised the outlooks to negative on the following entities. The outlook on the national scale ratings were also revised to negative, except for Raízen which remained stable:

Raízen (which is the combination of Raizen Energia S.A. and Raizen Combustiveis S.A.);

Localiza Rent a Car S.A.;

Ampla Energia e Servicos S.A.;

Cachoeira Paulista Transmissora de Energia S.A.; and

Norte Brasil Transmissora de Energia S.A.

Finally, we lowered our national scale ratings by one notch to 'brAA' on the following entities. The outlook on these ratings is negative:

Companhia Energetica de Minas Gerais S.A.;

Cemig Distribuicao S.A.;

Cemig Geracao e Transmissao S.A.;

CPFL Energia S.A.;

Companhia Paulista de Forca e Luz;

Companhia Piratininga de Forca e Luz;

Rio Grande Energia S.A.;

Bandeirante Energia S.A.; and

Espirito Santo Centrais Eletricas S.A.

Rationale

The downgrade of Comgas, Coelce, Elektro, TAESA, Neoenergia and its subsidiaries, Atlantia Bertin and its subsidiaries, Arteris and its subsidiary, CCR and its subsidiaries, and Ecorodovias and its subsidiary reflects our view of an appreciable likelihood that they would default under a scenario where the sovereign defaults on its foreign currency obligations. The electric distributors and toll roads would follow the sovereign in a default scenario because we believe that their regulated status makes them vulnerable if the sovereign's credit quality weakens significantly (i.e. potential tariff controls, revenue collection, and credit availability would suffer in such scenario).

The downgrade of Eletrobras, Itaipu, and Petrobras is in line with our criteria for government-related entities (GREs). We view the likelihood of extraordinary government support for Eletrobras as "almost certain," so we equalize the ratings on the company with those on the sovereign. Itaipu Binacional benefits from an "extremely high" likelihood of support from the government. As such, all ratings on Itaipu Binacional are equalized with those on the sovereign at this point, considering its 'bb+' stand-alone credit profile (SACP). Petrobras was downgraded to 'BB' due to the two-notch downgrade on Brazil's local currency rating. Because we assign a "very high" likelihood of support from the government and Petrobras' SACP is assessed as 'b+', the resulting corporate rating is 'BB' for a 'BBB-' local currency rating on the sovereign, according to our GRE methodology. The outlook on

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 4

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

global and national scale ratings on these three entities is negative, reflecting that of the sovereign.

We downgraded Samarco because it wouldn't benefit from parent support in a sovereign distress scenario. However, the outlook on both global and national scale ratings on Samarco remains stable, mainly reflecting the company's stand-alone strengths that would support the current ratings even under lower foreign currency ratings on the sovereign.

The one-notch downgrade of AmBev, Globo, Multiplan, Ultrapar, and the Votorantim group--and the negative outlook on these entities and on Localiza and Raízen--reflect our view that these entities are currently rated at the maximum number of notches above the sovereign foreign currency rating or T&C assessment due to their intrinsic credit factors, sensitivity to country risk, and liquidity cushion under the sovereign stress tests that we run for an entity whose rating is above the sovereign's. The latest individual reports on these entities provide more insight on the amount of notches above the sovereign rating level each company can reach.

We placed the ratings on Braskem, Klabin, Odebrecht, Baesa, Duke, and Tractebel on CreditWatch negative because we need to further test their resiliency to a potential sovereign distress considering each company's sensitivity to country risk and other specific factors. However, we believe there's at least a 50% chance for a downgrade as well. We expect to resolve these CreditWatch listings in the next 90 days.

The ratings affirmations on Aché, BRF, Embraer, Fibria, Gerdau, Natura, Telefônica Brasil, and Vale and its subsidiary reflect our belief that under a sovereign default these companies would have enough liquidity to cover their obligations at least for a certain period of time. Also, some of these companies have characteristics that partly insulate them from the Brazil's stagnant economy, such as their exports, foreign operations, manageable foreign currency debt maturities, etc. We will continue to further evaluate how the weakening economic conditions could affect these companies' ratings.

Lastly, the outlook revision on Ampla, Cachoeira Paulista, and Norte Brasil and the rating changes on Santos Brasil, Cemig, CPFL, Bandeirante Energia, and Espírito Santo Centrais Elétricas mirror that of the sovereign and reflect our view that if a further downgrade on the sovereign occurs, we might lower ratings on these entities due to their regulated status and exposure to the domestic economy. Our national scale ratings have a correlation to the global scale, but also reflect their comparative creditworthiness within the rating category.

Edgar Filing: ULTRAPAR HOLDINGS INC - Form 6-K

Our ratings on Companhia Brasileira de Distribuição, Iguatemi Empresa de Shopping Centers S.A., JBS S.A., Lojas Renner S.A., MRS Logística S.A., Qualicorp S.A., Grupo RBS, São Martinho S.A., and Suzano Papel e Celulose S.A. are not immediately affected by the sovereign downgrade. However, we could revise the outlook on these entities to negative during the next 90 days because we need to further test their resiliency to a hypothetical sovereign

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 5

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

default scenario.

For all the entities that we downgraded to 'BB+' and/or 'brAA+', we expect to assign recovery ratings for their rated debt within the next 90 days.

We will continue to assess the overall credit quality of the corporate portfolio on an ongoing basis in light of weakening sovereign credit quality and weaker macroeconomic prospects.

Related Criteria And Research

Related Criteria

- Rating Government-Related Entities: Methodology And Assumptions, March 25, 2015
- Criteria: Standard & Poor's National And Regional Scale Mapping Tables, Sept. 30, 2014
 - Criteria: National And Regional Scale Credit Ratings, Sept. 22, 2014
 - Corporate Methodology, Nov. 19, 2013
 - Group Rating Methodology, Nov. 19, 2013
- Ratings Above the Sovereign – Corporate and Government Ratings: Methodology and Assumptions, Nov. 19, 2013
 - 2008 Corporate Criteria: Analytical Methodology, April 15, 2008

Related Research

- Brazil Foreign Currency Ratings Lowered To 'BB+/B'; Outlook Is Negative, Sept. 9, 2015
- Brazil Outlook Revised To Negative; Ratings Affirmed, July 2015
- Outlook On 30 Brazilian Corporate And Infrastructure Entities Revised To Negative On Similar Sovereign Action, July 28, 2015

Ratings List

Ratings Lowered

	To	From
AmBev - Companhia de Bebidas das Americas		
Global Scale	A-/Negative/--	A/Negative/--
Companhia de Gas de Sao Paulo - Comgas		
Global Scale	BB+/Negative/--	BBB-/Negative/--
Brazilian National Scale	brAA+/Negative/--	brAAA/Negative/-
Companhia Energetica do Ceara - Coelce		
Brazilian National Scale	brAA+/Negative/brA-1	brAAA/Negative/brA-1
Elektro Eletricidade e Serviços S.A.		
Brazilian National Scale	brAA+/Negative/--	brAAA/Negative/--

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 6

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Globo Comunicacao e Participacoes S.A.

Global Scale BBB-/Negative/-- BBB+/Negative/--

Multiplan Empreendimentos Imobiliarios S.A.

Global Scale BBB-/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAAA/Negative/-- brAAA/Stable/--

Samarco Mineracao S.A.

Global Scale BB+/Stable/-- BBB-/Negative/--

Brazilian National Scale

brAA+/Stable/-- brAAA/Negative/--

Transmissora Alianca de Energia

Eletrica

S.A.

Global Scale BB+/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAA+/Negative/brA-1 brAAA/Negative/brA-1

Ultrapar Participacoes S.A.

Global Scale BBB-/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAAA/Negative/-- brAAA/Stable/--

Votorantim Participacoes S.A.

Votorantim Industrial S.A.

Global Scale BBB-/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAAA/Negative/-- brAAA/Stable/--

Votorantim Cimentos S.A.

Global Scale BBB-/Negative/-- BBB-/Negative/--

Eletrobras - Centrais Eletricas Brasileiras S.A.

Local Currency

BBB-/Negative/-- BBB+/Negative/--

Foreign Currency

BB+/Negative/-- BBB-/Negative/--

Petroleo Brasileiro S.A. - Petrobras

Global Scale BB/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAA/Negative/-- brAAA/Negative/--

Itaipu Binacional

Local Currency

BBB-/Negative/--

BBB-/Negative/--

Foreign Currency

BB+/Negative/--

BBB-/Negative/--

WWW.STANDARDANDPOORS.COM/RATINGSDIRECT SEPTEMBER 10, 2015 7

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Brazilian National Scale

brAAA/Negative/-- brAAA/Stable/--

Neoenergia S.A.

Global Scale BB+/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAA+/Negative/brA-1 brAAA/Negative/brA-1+

Companhia de Eletricidade do Estado da Bahia – Coelba

Companhia Energética do Rio Grande do Norte - Cosern

Companhia Energética de Pernambuco – Celpe

Global Scale BB+/Negative/-- BBB-/Negative/--

Brazilian National Scale

brAA+/Negative/--brAAA/Negative/--

Itapebi Geracao de Energia S.A.

Subordinated

Brazil National Scale

brAAbrAA+

Termopernambuco S.A.

Senior unsecured

Brazil National Scale

brAAbrAA+

CCR S.A.

Rodonorte Concessionaria de Rodovias Integradas S.A.

Autoban - Concessionaria do Sistema Anhanguera Bandeirantes S.A. Concessionaria da Rodovia Presidente Dutra S.A.

Brazilian National Scale

brAA+/Negative/--brAAA/Negative/--

Atlantia Bertin Concessoes S.A. Rodovia das Colinas S.A.

Triangulo do Sol Auto-Estradas S.A.

Brazilian National Scale

brAA+/Negative/--brAAA/Negative/--

Arteris S.A.

Autopista Planalto Sul S/A.

Brazilian National Scale

brAA+/Negative/--brAAA/Negative/--

Ecorodovias Concessoes e Servicos S.A.

Concessionaria Ecovias dos Imigrantes S.A.

Brazilian National Scale

brAA+/Negative/--brAAA/Negative/--

Santos Brasil Participacoes S.A. Brazilian National Scale

brAA+/Negative/--brAAA/Negative/-

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 8

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

NC Energia S.A.

Short-term debt

Brazil National Scale

brA-1

brA-1+

Ratings Placed On CreditWatch Negative

Braskem S.A.

Global Scale BBB-/Watch Neg/--

BBB-/Negative/--

Brazilian National Scale

brAAA/Watch Neg/--

brAAA/Negative/--

Odebrecht Engenharia e Construção S.A.

Global Scale BBB-/Watch Neg/--

BBB-/Negative/--

Brazilian National Scale

brAAA/Watch Neg/brA-1+ brAAA/Negative/brA-1+

Klabin S.A.

Global Scale BBB-/Watch Neg/--

BBB-/Negative/--

Brazilian National Scale

brAA+/Watch Neg/--

brAA+/Negative/--

Baesa - Energetica Barra Grande S.A.

Subordinated

Brazil National Scale

brAA+/Watch Neg

brAA+/Stable

Duke Energy International Geracao Paranapanema S.A.

Global Scale BBB-/Watch Neg/--

BBB-/Negative/--

Brazilian National Scale

brAAA/Watch Neg/--

brAAA/Negative/--

Tractebel Energia S.A.

Brazilian National Scale

brAAA/Watch Neg/brA-1 brAAA/Negative/brA-1

Ratings Affirmed, Outlook Revised To Negative

Raizen Combustiveis S.A.

Raizen Energia S.A.

Global Scale BBB/Negative/-- BBB/Stable/--

Localiza Rent a Car S.A.

Global Scale BBB-/Negative/-- BBB-/Stable/--

Brazilian National Scale

brAAA/Negative/--brAAA/Stable/--

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 9

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Ampla Energia e Serviços S.A.
Global Scale BB+/Negative/-- BB+/Stable/--
Brazilian National Scale
brAA/Negative/--brAA/Stable/--

Companhia Energetica de Minas Gerais S.A.

Cemig Distribuição S.A.Cemig Geração e Transmissão S.A.

Global Scale BB+/Negative/-- BB+/Stable/--
Brazilian National Scale
brAA/Negative/--brAA+/Stable/--

CPFL Energia S.A.
Companhia Paulista de Força e
Luz
Companhia Piratininga de
Força e Luz
Rio Grande Energia S.A.
Brazilian National Scale
brAA/Negative/--brAA+/Stable/--

Espirito Santo Centrais
Eletricas S.A.
Global Scale BB+/Negative/-- BB+/Stable/--
Brazilian National Scale
brAA/Negative/--brAA+/Stable/--

Bandeirante Energia S.A. Brazilian National
Scale
brAA/Negative/--brAA+/Stable/--

Cachoeira Paulista Transmissora de Energia S.A. Brazilian National Scale
brAA+/Negative/--brAA+/Stable/--

Norte Brasil Transmissora de Energia S.A.
Brazilian National Scale
brAA/Negative/--brAA/Stable/--

Ratings Affirmed

Ache Laboratorios Farmaceuticos S.A.

Global Scale BBB-/Stable/--
Brazilian National Scale

brAAA/Stable/--

BRF S.A.

Global Scale BBB/Stable/--
Brazilian National Scale

brAAA/Stable/--

Embraer S.A.

Global Scale BBB/Stable/--

WWW.STANDARDANDPOORS.COM/RATINGSDIRECTSEPTEMBER 10, 2015 10

Research Update: Several Rating Actions Taken On 60 Brazilian Corporate And Infrastructure Entities Following The Sovereign's Downgrade

Fibria Celulose S.A.

Global Scale BBB-/Stable/--

Gerdau S.A.

Global Scale BBB-/Stable/--

Brazilian National Scale

brAAA/Stable/--

Natura Cosméticos S.A.

Global Scale BBB/Negative/--

Brazilian National Scale

brAAA/Stable/--

Vale S.A.

Global Scale BBB/Negative/--

Brazilian National Scale

brAAA/Stable/--

Vale Canada Ltd.

Global Scale BBB/Negative/--

Telefonica Brasil S.A.

Brazilian National Scale

brAAA/Stable/--

AmBev - Companhia de Bebidas das Americas

Brazilian National Scale

brAAA/Stable/--

Eletrobras - Centrais Eletricas Brasileiras S.A.

Brazilian National Scale

--/--/brA-1+

Gerdau Ameristeel Corp.
Global Scale BBB-/Stable/--

Raizen Combustiveis S.A.

Raizen Energia S.A.

Brazilian National Scale

brAAA/Stable/--

Complete ratings information is available to subscribers of RatingsDirect at www.globalcreditportal.com and at www.spcapitaliq.com. All ratings affected by this rating action can be found on Standard & Poor's public Web site at www.standardandpoors.com. Use the Ratings search box located in the left column.

WWW.STANDARDANDPOORS.COM/RATINGSDIRECT SEPTEMBER 10, 2015 11

Copyright © 2015 Standard & Poor's Financial Services LLC, a part of McGraw Hill Financial. All rights reserved.

No content (including ratings, credit-related analyses and data, valuations, model, software or other application or output therefrom) or any part thereof (Content) may be modified, reverse engineered, reproduced or distributed in any form by any means, or stored in a database or retrieval system, without the prior written permission of Standard & Poor's Financial Services LLC or its affiliates (collectively, S&P). The Content shall not be used for any unlawful or unauthorized purposes. S&P and any third-party providers, as well as their directors, officers, shareholders, employees or agents (collectively S&P Parties) do not guarantee the accuracy, completeness, timeliness or availability of the Content. S&P Parties are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, for the results obtained from the use of the Content, or for the security or maintenance of any data input by the user. The Content is provided on an "as is" basis. S&P PARTIES DISCLAIM ANY AND ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, FREEDOM FROM BUGS, SOFTWARE ERRORS OR DEFECTS, THAT THE CONTENT'S FUNCTIONING WILL BE UNINTERRUPTED, OR THAT THE CONTENT WILL OPERATE WITH ANY SOFTWARE OR HARDWARE CONFIGURATION. In no event shall S&P Parties be liable to any party for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including, without limitation, lost income or lost profits and opportunity costs or losses caused by negligence) in connection with any use of the Content even if advised of the possibility of such damages.

Credit-related and other analyses, including ratings, and statements in the Content are statements of opinion as of the date they are expressed and not statements of fact. S&P's opinions, analyses, and rating acknowledgment decisions (described below) are not recommendations to purchase, hold, or sell any securities or to make any investment decisions, and do not address the suitability of any security. S&P assumes no obligation to update the Content following publication in any form or format. The Content should not be relied on and is not a substitute for the skill, judgment and experience of the user, its management, employees, advisors and/or clients when making investment and other business decisions. S&P does not act as a fiduciary or an investment advisor except where registered as such. While S&P has obtained information from sources it believes to be reliable, S&P does not perform an audit and undertakes no duty of due diligence or independent verification of any information it receives.

To the extent that regulatory authorities allow a rating agency to acknowledge in one jurisdiction a rating issued in another jurisdiction for certain regulatory purposes, S&P reserves the right to assign, withdraw, or suspend such

acknowledgement at any time and in its sole discretion. S&P Parties disclaim any duty whatsoever arising out of the assignment, withdrawal, or suspension of an acknowledgment as well as any liability for any damage alleged to have been suffered on account thereof.

S&P keeps certain activities of its business units separate from each other in order to preserve the independence and objectivity of their respective activities. As a result, certain business units of S&P may have information that is not available to other S&P business units. S&P has established policies and procedures to maintain the confidentiality of certain nonpublic information received in connection with each analytical process.

S&P may receive compensation for its ratings and certain analyses, normally from issuers or underwriters of securities or from obligors. S&P reserves the right to disseminate its opinions and analyses. S&P's public ratings and analyses are made available on its Web sites, www.standardandpoors.com (free of charge), and www.ratingsdirect.com and www.globalcreditportal.com (subscription) and www.spcapitaliq.com (subscription) and may be distributed through other means, including via S&P publications and third-party redistributors. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.

WWW.STANDARDANDPOORS.COM/RATINGSDIRECT SEPTEMBER 10, 2015 12

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: September 10, 2015

**ULTRAPAR
HOLDINGS INC.**

By: /s/ Andre
Pires de
Oliveira
Dias

Name: Andre
Pires de
Oliveira
Dias
Chief
Financial
and
Title: Investor
Relations
Officer

(Standard & Poor's Ratings Services - credit rating report)