

ULTRAPAR HOLDINGS INC  
Form 6-K  
November 05, 2014

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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, 2014

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 <input checked="" type="checkbox"/>	Form
20-F	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 <input checked="" type="checkbox"/>
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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 <input checked="" type="checkbox"/>
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ULTRAPAR HOLDINGS INC.

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Item 1

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

Ultrapar Participações S.A.

Individual and Consolidated  
Interim Financial Information  
for the Nine-Month Period Ended  
September 30, 2014 and  
Report on Review of Interim  
Financial Information

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Ultrapar Participações S.A. and Subsidiaries

Individual and Consolidated Interim Financial Information  
for the Nine-Month Period Ended September 30, 2014

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

## REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

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

### Introduction

We have reviewed the accompanying individual and consolidated interim financial information of Ultrapar Participações S.A. (the “Company”), identified as Parent and Consolidated, respectively, included in the Interim Financial Information Form (ITR), for the three-month period ended September 30, 2014, which comprises the balance sheet as of September 30, 2014 and the related statements of income and of comprehensive income for the three and nine-month periods then ended and of changes in equity and of cash flows for the nine-month period then ended, including the explanatory notes.

The Company’s Management is responsible for the preparation of the individual interim financial information in accordance with technical pronouncement CPC 21 (R1) - Interim Financial Information and the consolidated interim financial information in accordance with technical pronouncement CPC 21 (R1) and with international standard IAS 34 - Interim Financial Reporting, issued by the International Accounting Standards Board - IASB, as well as for the presentation of such information in accordance with the standards issued by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of the Interim Financial Information (ITR). Our responsibility is to express a conclusion on this interim financial information based on our review.

### Scope of review

We conducted our review in accordance with Brazilian and international standards on review of interim financial information (NBC TR 2410 and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with standards on auditing and, consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Conclusion on individual interim financial information

Based on our review, nothing has come to our attention that causes us to believe that the accompanying individual interim financial information included in the ITR referred to above was not prepared, in all material respects, in accordance with technical pronouncement CPC 21 (R1), applicable to the preparation of the Interim Financial Information (ITR), and presented in accordance with the standards issued by the CVM.

Conclusion on consolidated interim financial information

Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated interim financial information included in the ITR referred to above was not prepared, in all material respects, in accordance with technical pronouncement CPC 21 (R1) and international standard IAS 34, applicable to the preparation of the Interim Financial Information (ITR), and presented in accordance with the standards issued by the CVM.

Other matters

Statements of value added

We have also reviewed the individual and consolidated statements of value added (DVA), for the nine-month period ended September 30, 2014, prepared under the responsibility of the Company's Management, the presentation of which is required by the standards issued by the CVM applicable to the preparation of Interim Financial Information (ITR) and considered as supplemental information for International Financial Reporting Standards - IFRS, which do not require the presentation of these statements. These statements were subject to the same review procedures described above, and, based on our review, nothing has come to our attention that causes us to believe that they were not prepared, in all material respects, consistently with the individual and consolidated interim financial information taken as a whole.

The accompanying individual and consolidated interim financial information has been translated into English for the convenience of readers outside Brazil.

São Paulo, November 5, 2014

DELOITTE TOUCHE TOHMATSU  
Auditores Independentes

Edimar Facco  
Engagement Partner

## Ultrapar Participações S.A. and Subsidiaries

## Balance Sheets

as of September 30, 2014 and December 31, 2013

(In thousands of Brazilian Reais)

Assets	Note	Parent		Consolidated	
		09/30/2014	12/31/2013	09/30/2014	12/31/2013
<b>Current assets</b>					
Cash and cash equivalents	4	116,043	110,278	2,485,789	2,276,069
Financial investments	4	68,970	264	1,211,068	1,149,132
Trade receivables, net	5	-	-	2,542,733	2,321,537
Inventories, net	6	-	-	1,941,346	1,592,513
Recoverable taxes, net	7	23,360	27,067	558,640	479,975
Dividends receivable		-	296,918	-	177
Other receivables		1,294	1,349	52,943	19,361
Prepaid expenses, net	10	62	1,907	57,926	65,177
<b>Total current assets</b>		<b>209,729</b>	<b>437,783</b>	<b>8,850,445</b>	<b>7,903,941</b>
<b>Non-current assets</b>					
Financial investments	4	-	-	129,235	118,499
Trade receivables, net	5	-	-	137,687	124,478
Related parties	8.a	750,000	772,194	10,858	10,858
Deferred income and social contribution taxes	9.a	14	395	412,343	376,132
Recoverable taxes, net	7	40,174	21,464	81,195	37,365
Escrow deposits	23	148	148	683,955	614,912
Other receivables		-	-	8,143	6,634
Prepaid expenses, net	10	-	-	99,631	97,805
		790,336	794,201	1,563,047	1,386,683
<b>Investments</b>					
In subsidiaries	11.a	7,175,238	6,112,193	-	-
In joint-ventures	11.a;11.b	21,957	22,751	50,008	44,386
In associates	11.c	-	-	12,438	11,741
Other		-	-	2,814	2,814
Property, plant, and equipment, net	12	-	-	4,977,783	4,860,225
Intangible assets, net	13	246,163	246,163	3,013,935	2,168,755
		7,443,358	6,381,107	8,056,978	7,087,921
<b>Total non-current assets</b>		<b>8,233,694</b>	<b>7,175,308</b>	<b>9,620,025</b>	<b>8,474,604</b>
<b>Total assets</b>		<b>8,443,423</b>	<b>7,613,091</b>	<b>18,470,470</b>	<b>16,378,545</b>

The accompanying notes are an integral part of the interim financial information.





## Ultrapar Participações S.A. and Subsidiaries

## Balance Sheets

as of September 30, 2014 and December 31, 2013

(In thousands of Brazilian Reais)

Liabilities	Note	Parent		Consolidated	
		09/30/2014	12/31/2013	09/30/2014	12/31/2013
<b>Current liabilities</b>					
Loans	14	-	-	1,668,291	1,767,824
Debentures	14.g	847,893	53,287	899,164	60,377
Finance leases	14.j	-	-	2,933	1,788
Trade payables	15	9	1,133	975,581	968,950
Salaries and related charges	16	158	141	287,655	297,654
Taxes payable	17	6	24	141,716	116,322
Dividends payable	20.g	13,132	237,938	15,757	242,207
Income and social contribution taxes payable		-	559	96,851	113,922
Post-employment benefits	24.b	-	-	11,922	11,922
Provision for asset retirement obligation	18	-	-	4,558	3,449
Provision for tax, civil, and labor risks	23.a	-	-	70,270	69,306
Other payables		292	320	46,888	93,040
Deferred revenue	19	-	-	20,297	17,731
<b>Total current liabilities</b>		<b>861,490</b>	<b>293,402</b>	<b>4,241,883</b>	<b>3,764,492</b>
<b>Non-current liabilities</b>					
Loans	14	-	-	4,178,635	3,697,999
Debentures	14.g	-	799,197	1,398,872	1,399,035
Finance leases	14.j	-	-	44,841	42,603
Related parties	8.a	-	-	3,872	3,872
Subscription warrants – indemnification	3.a	107,181	-	107,181	-
Deferred income and social contribution taxes	9.a	470	-	98,422	101,499
Provision for tax, civil, and labor risks	23.a	544	531	629,247	569,714
Post-employment benefits	24.b	-	-	110,829	99,374
Provision for asset retirement obligation	18	-	-	65,940	66,212
Other payables		-	-	79,370	77,725
Deferred revenue	19	-	-	8,822	9,134
<b>Total non-current liabilities</b>		<b>108,195</b>	<b>799,728</b>	<b>6,726,031</b>	<b>6,067,167</b>
<b>Shareholders' equity</b>					
Share capital	20.a	3,838,686	3,696,773	3,838,686	3,696,773
Capital reserve	20.c	526,087	20,246	526,087	20,246
Revaluation reserve	20.d	5,913	6,107	5,913	6,107
Profit reserves	20.e	2,706,632	2,706,632	2,706,632	2,706,632
Treasury shares	20.b	(111,521)	(114,885)	(111,521)	(114,885)
Additional dividends to the minimum mandatory dividends	20.g	-	161,584	-	161,584
Retained earnings		482,778	-	482,778	-
Valuation adjustments		5,438	5,428	5,438	5,428

	2.c;2.o; 20.f				
Cumulative translation adjustments	2.r;20.f	19,725	38,076	19,725	38,076
Shareholders' equity attributable to:					
Shareholders of the Company		7,473,738	6,519,961	7,473,738	6,519,961
Non-controlling interests in subsidiaries		-	-	28,818	26,925
Total shareholders' equity		7,473,738	6,519,961	7,502,556	6,546,886
Total liabilities and shareholders' equity		8,443,423	7,613,091	18,470,470	16,378,545

The accompanying notes are an integral part of the interim financial information.

## Ultrapar Participações S.A. and Subsidiaries

## Income Statements

For the three-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais, except earnings per share)

	Note	Parent		Consolidated	
		07/01/2014 to 09/30/2014	07/01/2013 to 09/30/2013	07/01/2014 to 09/30/2014	07/01/2013 to 09/30/2013
Net revenue from sales and services	25	-	-	17,299,930	15,909,670
Cost of products and services sold	26	-	-	(15,929,882)	(14,645,484)
Gross profit		-	-	1,370,048	1,264,186
Operating income (expenses)					
Selling and marketing	26	-	-	(556,706)	(461,347)
General and administrative	26	(2,470)	(2,743)	(268,861)	(264,978)
Income from disposal of assets	28	-	5	8,502	3,672
Other operating income, net	27	2,420	2,742	20,880	29,007
Operating income before financial income (expenses) and share of profit of subsidiaries and joint ventures		(50)	4	573,863	570,540
Financial income	29	35,580	35,201	92,742	66,206
Financial expenses	29	(22,828)	(19,225)	(200,142)	(155,110)
Share of profit of subsidiaries, joint ventures, and associates	11	317,694	314,762	(5,185)	(1,779)
Income before income and social contribution taxes		330,396	330,742	461,278	479,857
Income and social contribution taxes					
Current	9.b	(2,476)	(5,318)	(130,324)	(159,322)
Deferred	9.b	(1,739)	2	(16,662)	(11,376)
Tax incentives	9.b;9.c	-	-	14,486	18,638
		(4,215)	(5,316)	(132,500)	(152,060)
Net income for the period		326,181	325,426	328,778	327,797
Net income for the period attributable to:					
Shareholders of the Company		326,181	325,426	326,181	325,426
		-	-	2,597	2,371

Non-controlling interests in subsidiaries

Earnings per share (based on weighted average of shares outstanding) – R\$

Basic	30	0.5971	0.6094	0.5971	0.6094
Diluted	30	0.5922	0.6066	0.5922	0.6066

The accompanying notes are an integral part of the interim financial information.

## Ultrapar Participações S.A. and Subsidiaries

## Income Statements

For the nine-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais, except earnings per share)

	Note	Parent		Consolidated	
		01/01/2014 to 09/30/2014	01/01/2013 to 09/30/2013	01/01/2014 to 09/30/2014	01/01/2013 to 09/30/2013
Net revenue from sales and services	25	-	-	49,914,027	44,713,742
Cost of products and services sold	26	-	-	(45,972,139)	(41,225,605)
Gross profit		-	-	3,941,888	3,488,137
Operating income (expenses)					
Selling and marketing	26	-	-	(1,584,329)	(1,309,950)
General and administrative	26	(29,582)	(7,939)	(833,521)	(750,555)
Income from disposal of assets	28	-	5	15,194	18,394
Other operating income, net	27	10,173	7,988	62,448	64,252
Operating income before financial income (expenses) and share of profit of subsidiaries and joint ventures		(19,409)	54	1,601,680	1,510,278
Financial income	29	95,481	83,803	263,996	166,644
Financial expenses	29	(67,226)	(64,985)	(584,739)	(410,392)
Share of profit of subsidiaries, joint ventures and associates	11	866,650	899,718	(10,820)	(3,821)
Income before income and social contribution taxes		875,496	918,590	1,270,117	1,262,709
Income and social contribution taxes					
Current	9.b	(2,476)	(66,226)	(436,932)	(404,017)
Deferred	9.b	(851)	(34)	(1,163)	(41,427)
Tax incentives	9.b;9.c		-	47,441	40,738
		(3,327)	(66,260)	(390,654)	(404,706)
Net income for the period		872,169	852,330	879,463	858,003
Net income for the period attributable to:					
Shareholders of the Company		872,169	852,330	872,169	852,330
Non-controlling interests in subsidiaries		-	-	7,294	5,673

Earnings per share (based on weighted average of shares outstanding) – R\$

Basic	30	1.5996	1.5960	1.5996	1.5960
Diluted	30	1.5874	1.5889	1.5874	1.5889

The accompanying notes are an integral part of the interim financial information.

## Ultrapar Participações S.A. and Subsidiaries

## Statements of Comprehensive Income

For the three-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais)

		Parent		Consolidated	
	Note	07/01/2014 to 09/30/2014	07/01/2013 to 09/30/2013	07/01/2014 to 09/30/2014	07/01/2013 to 09/30/2013
Net income for the period attributable to shareholders of the Company		326,181	325,426	326,181	325,426
Net income for the period attributable to non-controlling interests in subsidiaries		-	-	2,597	2,371
Net income for the period		326,181	325,426	328,778	327,797
Items that are subsequently reclassified to profit or loss:					
Valuation adjustments for financial instruments	2.c; 20.f	27	(26)	27	(26)
Cumulative translation adjustments, net of hedge of net investments in foreign operation	2.c; 2.r; 20.f	(32,207)	4,899	(32,207)	4,899
Total comprehensive income for the period		294,001	330,299	296,598	332,670
Total comprehensive income for the period attributable to shareholders of the Company		294,001	330,299	294,001	330,299
Total comprehensive income for the period attributable to non-controlling interest in subsidiaries		-	-	2,597	2,371

The accompanying notes are an integral part of the interim financial information.



## Ultrapar Participações S.A. and Subsidiaries

## Statements of Comprehensive Income

For the nine-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais)

	Note	Parent		Consolidated	
		01/01/2014 to 09/30/2014	01/01/2013 to 09/30/2013	01/01/2014 to 09/30/2014	01/01/2013 to 09/30/2013
Net income for the period attributable to shareholders of the Company		872,169	852,330	872,169	852,330
Net income for the period attributable to non-controlling interests in subsidiaries		-	-	7,294	5,673
Net income for the period		872,169	852,330	879,463	858,003
Items that are subsequently reclassified to profit or loss:					
Valuation adjustments for financial instruments	2.c;20.f	10	(13)	10	(13)
Cumulative translation adjustments, net of hedge of net investments in foreign operation	2.c; 2.r; 20.f	(18,351)	992	(18,351)	992
Total comprehensive income for the period		853,828	853,309	861,122	858,982
Total comprehensive income for the period attributable to shareholders of the Company		853,828	853,309	853,828	853,309
Total comprehensive income for the period attributable to non-controlling interest in subsidiaries		-	-	7,294	5,673

The accompanying notes are an integral part of the interim financial information.

Ultrapar Participações S.A. and Subsidiaries  
 Statements of Changes in Equity  
 For the nine-month period ended September 30, 2014 and 2013  
 (In thousands of Brazilian Reais, except dividends per share)

								Cumulative other Profit reserve comprehensive income	
	Note	Share capital	Capital reserve	Revaluation reserve on subsidiaries	Legal reserve	Investments statutory reserve	Retention of profits	Valuation adjustments	Cumulativ translatio adjustment
Balance as of December 31, 2012		3,696,773	20,246	6,713	273,842	617,641	1,333,066	(12,615)	12,62
Net income for the period		-	-	-	-	-	-	-	
Other comprehensive income:									
Valuation adjustments for financial instruments	2.c; 20.f	-	-	-	-	-	-	(13)	
Currency translation of foreign subsidiaries	2.r; 20.f	-	-	-	-	-	-	-	99
Total comprehensive income for the period		-	-	-	-	-	-	(13)	99
Realization of revaluation reserve	20.d	-	-	(541)	-	-	-	-	
Income and social contribution taxes on realization of revaluation reserve of subsidiaries	20.d	-	-	-	-	-	-	-	
Interim dividends		-	-	-	-	-	-	-	
Dividends attributable to non-controlling interests		-	-	-	-	-	-	-	
Approval of additional dividends by the Shareholders' Meeting		-	-	-	-	-	-	-	
Additional dividends attributable to non-controlling interests		-	-	-	-	-	-	-	
		3,696,773	20,246	6,172	273,842	617,641	1,333,066	(12,628)	13,61

Balance as of  
September 30, 2013

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## Ultrapar Participações S.A. and Subsidiaries

## Statements of Changes in Equity

For the nine-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais, except dividends per share)

						Profit reserve		Cumulative other comprehensive income	
	Note	Share capital	Capital reserve	Revaluation reserve on subsidiaries	Legal reserve	Investments statutory reserve	Retention of profits	Valuation adjustments	Cumulative translation adjustments
Balance as of December 31, 2013		3,696,773	20,246	6,107	335,099	1,038,467	1,333,066	5,428	38,070
Net income for the period		-	-	-	-	-	-	-	-
Other comprehensive income:									
Valuation adjustments for financial instruments	2.c; 20.f	-	-	-	-	-	-	10	-
Currency translation of foreign subsidiaries hedge of net investments in foreign operation	2.c; 2.r; 20.f	-	-	-	-	-	-	-	(18,350)
Total comprehensive income for the period		-	-	-	-	-	-	10	(18,350)
Increase in share capital	3.a; 20.a	141,913	-	-	-	-	-	-	-
Capital surplus on subscription of shares	3.a; 20.c	-	498,812	-	-	-	-	-	-
Costs directly attributable to issuing new shares	3.a; 20.c	-	(2,260)	-	-	-	-	-	-
Sale of treasury shares		-	9,289	-	-	-	-	-	-
Realization of revaluation reserve	20.d	-	-	(194)	-	-	-	-	-
Income and social contribution taxes on realization of revaluation reserve of subsidiaries	20.d	-	-	-	-	-	-	-	-

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Interim dividends	20.g	-	-	-	-	-	-	-	-
Dividends attributable to non-controlling interests		-	-	-	-	-	-	-	-
Acquisition of non-controlling interests		-	-	-	-	-	-	-	-
Approval of additional dividends by the Shareholders' Meeting	20.g	-	-	-	-	-	-	-	-
Balance as of September 30, 2014		3,838,686	526,087	5,913	335,099	1,038,467	1,333,066	5,438	19,72

The accompanying notes are an integral part of the interim financial information.

## Ultrapar Participações S.A. and Subsidiaries

## Statements of Cash Flows - Indirect Method

For the nine-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais)

	Note	Parent 09/30/2014	Parent 09/30/2013	Consolidated 09/30/2014	Consolidated 09/30/2013
Cash flows from operating activities					
Net income for the period		872,169	852,330	879,463	858,003
Adjustments to reconcile net income to cash provided by operating activities					
Share of profit of subsidiaries, joint ventures and associates	11	(866,650)	(899,718)	10,820	3,821
Depreciation and amortization	12;13	-	-	651,466	578,012
PIS and COFINS credits on depreciation	12;13	-	-	9,436	9,277
Asset retirement expenses	18	-	-	(3,080)	(2,753)
Interest, monetary, and exchange variations		69,514	51,456	655,589	390,294
Deferred income and social contribution taxes	9.b	851	34	1,163	41,427
Income from disposal of assets	28	-	(5)	(15,194)	(18,394)
Other		-	5	2,952	3,365
Dividends received from subsidiaries and joint-ventures					
		1,068,334	374,062	2,039	3,220
(Increase) decrease in current assets					
Trade receivables	5	-	-	(150,860)	40,094
Inventories	6	-	-	(194,502)	(249,863)
Recoverable taxes	7	3,707	16,698	(72,590)	39,637
Other receivables		55	(385)	(30,031)	91
Prepaid expenses	10	1,845	-	11,628	(26,103)
Increase (decrease) in current liabilities					
Trade payables	15	(1,124)	(159)	(110,571)	(415,594)
Salaries and related charges	16	17	3	(26,538)	15,372
Taxes payable	17	(18)	(3,043)	21,967	22,826
Income and social contribution taxes		-	-	303,445	233,368
Provision for tax, civil, and labor risks	23.a	-	-	964	14,570
Other payables		(28)	-	(53,020)	(35,201)
Deferred revenue	19	-	-	(2,586)	(1,821)

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(Increase) decrease in non-current assets

Trade receivables	5	-	-	(13,209)	14,144
Recoverable taxes	7	(18,710)	25,999	(43,830)	13,223
Escrow deposits		-	84	(67,760)	(50,183)
Other receivables		-	-	(1,509)	709
Prepaid expenses	10	-	-	8,009	(6,620)

Increase (decrease) in non-current liabilities

Post-employment benefits	24.b	-	-	11,455	10,577
Provision for tax, civil, and labor risks	23.a	13	8	13,334	35,605
Other payables		-	-	(5,451)	(29,251)
Deferred revenue	19	-	-	(312)	(973)

Income and social contribution taxes paid

		(559)	-	(320,519)	(193,340)
Net cash provided by operating activities		1,129,416	417,369	1,472,168	1,297,539

The accompanying notes are an integral part of the interim financial information.

## Ultrapar Participações S.A. and Subsidiaries

## Statements of Cash Flows - Indirect Method

For the nine-month period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais)

	Note	09/30/2014	Parent 09/30/2013	Consolidated 09/30/2014	Consolidated 09/30/2013
Cash flows from investing activities					
Financial investments, net of redemptions		(68,706)	(637)	(72,674)	27,182
Acquisition of subsidiaries, net		-	-	-	(6,168)
Cash and cash equivalents of acquired subsidiaries	3.a	-	-	9,123	-
Acquisition of property, plant, and equipment	12	-	-	(466,912)	(403,274)
Acquisition of intangible assets	13	-	-	(338,891)	(340,338)
Capital increase in subsidiaries	11.a	(236,100)	-	-	-
Capital increase in joint ventures	11.b	-	-	(19,000)	(17,580)
Capital reduction to associates	11.c	-	-	-	1,500
Capital reduction to subsidiaries	11.a	-	700,000	-	-
Proceeds from disposal of assets	28	-	-	58,343	55,164
Net cash provided by (used in) investing activities		(304,806)	699,363	(830,011)	(683,514)
Cash flows from financing activities					
Loans and debentures					
Borrowings	14	-	-	1,591,867	1,302,788
Repayments	14	-	-	(700,231)	(565,332)
Interest paid	14	(75,489)	(66,665)	(511,242)	(478,180)
Payment of financial lease	14.j	-	-	(4,141)	(3,335)
Dividends paid		(775,943)	(705,150)	(782,877)	(711,208)
Sale of treasury shares		12,653	-	-	-
Costs directly attributable to issuing new shares	20.c	(2,260)	-	(2,260)	-
Related parties		22,194	31,312	-	-
Net cash used in financing activities		(818,845)	(740,503)	(408,884)	(455,267)
Effect of exchange rate changes on cash and cash equivalents in foreign currency		-	-	(23,553)	959
Increase (decrease) in cash and cash equivalents		5,765	376,229	209,720	159,717



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Cash and cash equivalents at the beginning of the period	4	110,278	76,981	2,276,069	2,021,114
Cash and cash equivalents at the end of the period	4	116,043	453,210	2,485,789	2,180,831
Additional information - transactions that do not affect cash and cash equivalents:					
Extrafarma acquisition – capital increase and subscription warrants	3.a	749,289	-	749,289	-
Extrafarma acquisition – gross debt assumed on close date	3.a	-	-	207,911	-

The accompanying notes are an integral part of the interim financial information.

## Ultrapar Participações S.A. and Subsidiaries

## Statements of Value Added

For the nine-months period ended September 30, 2014 and 2013

(In thousands of Brazilian Reais, except percentages)

	Note	Parent			Consolidated				
		09/30/2014	%	09/30/2013	%	09/30/2014	%	09/30/2013	%
<b>Revenue</b>									
Gross revenue from sales and services, except rents and royalties	25	-	-	-	-	51,254,554		45,876,044	
Rebates, discounts, and returns	25	-	-	-	-	(227,636)		(192,205)	
Allowance for doubtful accounts - Reversal (allowance)		-	-	-	-	(14,056)		(6,864)	
Income from disposal of assets	28	-	-	5	5	15,194		18,394	
		-	-	5	5	51,028,056		45,695,369	
<b>Materials purchased from third parties</b>									
Raw materials used		-	-	-	-	(2,806,815)		(2,190,286)	
Cost of goods, products, and services sold		-	-	-	-	(42,981,969)		(38,886,264)	
Third-party materials, energy, services, and others		(25,799)		(4,365)		(1,355,645)		(1,200,171)	
Reversal of impairment losses		10,180		7,989		(4,351)		9,999	
		(15,619)		3,624		(47,148,780)		(42,266,722)	
<b>Gross value added</b>		<b>(15,619)</b>		<b>3,629</b>		<b>3,879,276</b>		<b>3,428,647</b>	
<b>Deductions</b>									
Depreciation and amortization		-		-		(651,466)		(578,012)	
PIS and COFINS credits on depreciation		-		-		(9,440)		(9,277)	
		-		-		(660,906)		(587,289)	
		<b>(15,619)</b>		<b>3,629</b>		<b>3,218,370</b>		<b>2,841,358</b>	

Net value added by  
the Company

Value added  
received in transfer

Share of profit of  
subsidiaries,  
joint-ventures, and  
associates

	11	866,650	899,718	(10,820)	(3,821)
Rents and royalties	25	-	-	72,022	60,146
Financial income	29	95,481	83,803	263,996	166,644
		962,131	983,521	325,198	222,969

Total value added  
available for  
distribution

	946,512	987,150	3,543,568	3,064,327
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Distribution of  
value added

Labor and benefits	3,180	-	3,018	-	1,025,816	29	896,465	29
Taxes, fees, and contributions	1,319	-	80,051	8	959,241	27	868,607	28
Financial expenses and rents	69,844	7	51,751	5	679,048	19	441,252	14
Dividends paid	389,554	41	354,032	36	394,826	11	354,148	12
Retained earnings	482,615	52	498,298	51	484,637	14	503,855	17
Value added distributed	946,512	100	987,150	100	3,543,568	100	3,064,327	100

The accompanying notes are an integral part of the interim financial information.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
Interim Financial Information

(In thousands of Brazilian Reais, unless otherwise stated)

1. Operations

Ultrapar Participações S.A. (“Ultrapar” or “Company”), is a publicly-traded company headquartered at the Brigadeiro Luis Antônio Avenue, 1343 in the city of São Paulo – SP, Brazil.

The Company engages in the investment of its own capital in services, commercial, and industrial activities, by the subscription or acquisition of shares of other companies. Through its subsidiaries, it operates in the segments of liquefied petroleum gas - LPG distribution (“Ultragaz”), fuel distribution and related businesses (“Ipiranga”), production and marketing of chemicals (“Oxitenó”), and storage services for liquid bulk (“Ultracargo”), and, as from January 31, 2014, trading of pharmaceutical, hygiene, beauty, and skincare products, through Imifarma Produtos Farmacêuticos e Cosméticos S.A. (“Extrafarma”) – see Note 3.a).

2. Summary of Significant Accounting Policies

The Company’s consolidated interim financial information was prepared in accordance with International Accounting Standard (“IAS”) 34 - Interim Financial Reporting issued by the International Accounting Standards Board (“IASB”), in accordance with CPC 21 (R1) - Interim Financial Reporting issued by the Accounting Pronouncements Committee (“CPC”) and presented in accordance with standards established by the Brazilian Securities and Exchange Commission (“CVM”).

The Company’s individual interim financial information was prepared in accordance with CPC 21 (R1) and presented in accordance with standards established by the CVM. The investments in subsidiaries, associates, and joint ventures are measured through the equity method of accounting, which, for purposes of the International Financial Reporting Standards (“IFRS”), would be measured at cost or fair value.

The presentation currency of the Company’s individual and consolidated interim financial information is the Brazilian Real (“R\$”), which is the Company’s functional currency.

The accounting policies described below were applied by the Company and its subsidiaries in a consistent manner for all periods presented in the individual and consolidated interim financial information.

a. Recognition of Income

Revenue is measured at the fair value of the consideration received or receivable, net of sales returns, discounts, and other deductions, if applicable.

Revenue and cost of sales are recognized when all risks and benefits associated with the products are transferred to the purchaser. Revenue from services provided and their costs are recognized when the services are provided. Costs of products sold and services provided include goods (mainly fuels, lubricants, LPG, and pharmaceutical products), raw materials (chemicals and petrochemicals) and production, distribution, storage, and filling costs.

b. Cash and Cash Equivalents

Includes cash, banks deposits, and short-term, highly-liquid investments that are readily convertible into a known amount of cash and are subject to an insignificant risk of change in value. See Note 4 for further details on cash and cash equivalents of the Company and its subsidiaries.

c. Financial Instruments

In accordance with IAS 32, IAS 39, and IFRS 7 (CPC 38, 39 and 40 (R1)), the financial instruments of the Company and its subsidiaries are classified in accordance with the following categories:

- Measured at fair value through profit or loss: financial assets and liabilities held for trading, that is, acquired or incurred principally for the purpose of selling or repurchasing in the near term, and derivatives. The balances are stated at fair value. The interest earned, the exchange variation, and changes in fair value are recognized in profit or loss.
- Held to maturity: non-derivative financial assets with fixed or determinable payments, and fixed maturities for which the entity has the positive intention and ability to hold to maturity. The interest earned and the foreign currency exchange variation are recognized in profit or loss, and balances are stated at acquisition cost plus the interest earned, using the effective interest rate method.
- Available for sale: non-derivative financial assets that are designated as available for sale or that are not classified into other categories at initial recognition. The balances are stated at fair value, and the interest earned and the foreign currency exchange variation are recognized in profit or loss. Differences between fair value and acquisition cost plus the interest earned are recognized in cumulative other comprehensive income in the shareholders' equity portion of the balance sheet. Accumulated gains and losses recognized in the shareholders' equity are reclassified to profit or loss in case of prepayment.
- Loans and receivables: non-derivative financial assets with fixed or determinable payments or receipts, not quoted in an active market, except: (i) those which the entity intends to sell immediately or in the near term and which the entity classified as measured at fair value through profit or loss; (ii) those classified as available for sale; or (iii) those for which the Company may not recover substantially all of its initial investment for reasons other than credit deterioration. The interest earned and the foreign currency exchange variation are recognized in profit or loss. The balances are stated at acquisition cost plus interest, using the effective interest rate method. Loans and receivables include cash and banks, trade receivables, dividends receivable, and other trade receivables.

The Company and its subsidiaries use derivative financial instruments for hedging purposes, applying the concepts described below:

- Fair value hedge: derivative financial instruments used to hedge exposure to changes in the fair value of an item, attributable to a particular risk, which can affect the entity's profit or loss.
- Hedge accounting - fair value hedge: in the initial designation of the fair value hedge, the relationship between the hedging instrument and the hedged item is documented, including the objectives of risk management, the strategy in conducting the transaction, and the methods to be used to evaluate its effectiveness. Once the fair value hedge has been qualified as effective, the hedge item is also measured at fair value. Gains and losses from hedge instruments and hedge items are recognized in profit or loss. The hedge accounting must be discontinued when the hedge becomes ineffective.
- Hedge accounting - hedge of net investments in foreign operation: derivative financial instruments used to hedge exposure on net investments in foreign subsidiaries due to the fact that the local functional currency is different from the functional currency of the Company. The portion of the gain or loss on the hedging instrument that is determined to be effective, referring to the exchange rate effect, is recognized directly in

equity in accumulated other comprehensive income as cumulative translation adjustments, while the ineffective portion and the operating costs are recognized in profit or loss. The gain or loss on the hedging instrument that has been recognized directly in accumulated other comprehensive income shall be recognized in income upon disposal of the foreign operation.

For further detail on financial instruments of the Company and its subsidiaries, see Notes 4, 14, and 22.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

d. Trade Receivables

Trade receivables are recognized at the amount invoiced, adjusted to present value if applicable, and includes all direct taxes attributable to the Company and its subsidiaries. An allowance for doubtful accounts is recorded based on estimated losses and is set at an amount deemed by management to be sufficient to cover any probable loss on realization of trade receivables (see Notes 5 and 22 - Customer Credit Risk).

e. Inventories

Inventories are stated at the lower of acquisition cost or net realizable value (see Note 6). The cost value of inventory is measured using the weighted average cost and includes the costs of acquisition and processing directly related to the units produced based on the normal capacity of production. Estimates of net realizable value are based on the average selling prices at the end of the reporting period, net of applicable direct selling expenses. Subsequent events related to the fluctuation of prices and costs are also considered, if relevant. If net realizable values are below inventory costs, a provision corresponding to this difference is recognized. Provisions are also made for obsolescence of products, materials, or supplies that (i) do not meet the Company and its subsidiaries' specifications, (ii) have exceeded their expiration date, or (iii) are considered slow-moving inventory. This classification is made by management with the support of its industrial team.

f. Investments

Investments in subsidiaries are accounted for under the equity method of accounting in the individual interim financial information of the parent company.

Investments in associates and joint ventures are accounted for under the equity method of accounting in the individual and consolidated interim financial information (see Note 11).

An associate is an investment, in which an investor has significant influence, that is, has the power to participate in the financial and operating decisions of the investee but without exercise control.

A joint venture is an investment in which the shareholders have the right to net assets on behalf of a joint control. Joint control is the agreement which establish that decisions about the relevant activities of the investee require the consent from the parties that share control.

Other investments are stated at acquisition cost less provision for losses, unless the loss is considered temporary.

g. Property, Plant, and Equipment

Property, plant, and equipment is recognized at acquisition or construction cost, including financial charges incurred on property, plant, and equipment under construction, as well as maintenance costs resulting from scheduled plant outages and estimated costs to remove, to decommission, or to restore assets (see Note 18).



Depreciation is calculated using the straight-line method, for the periods mentioned in Note 12, taking into account the useful life of the assets, which are reviewed annually.

Leasehold improvements are depreciated over the shorter of the lease contract term and useful life of the property.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
Interim Financial Information

(In thousands of Brazilian Reais, unless otherwise stated)

h. Leases

- Finance Leases

Certain lease contracts transfer substantially all the risks and benefits associated with the ownership of an asset to the Company and its subsidiaries. These contracts are characterized as finance leases, and assets thereunder are capitalized at lease commencement at their fair value or, if lower, present value of the minimum lease payments under the contracts. The items recognized as assets are depreciated and amortized using the straight-line method based on the useful lives applicable to each group of assets as mentioned in Notes 12 and 13. Financial charges under the finance lease contracts are allocated to profit or loss over the lease contract term, based on the amortized cost and the effective interest rate method of the related lease obligation (see Note 14.j).

- Operating Leases

There are lease transactions where the risks and benefits associated with the ownership of the asset are not transferred and where there is no purchase option, or the purchase option at the end of the contract is equivalent to the market value of the leased asset. Payments made under an operating lease contract are recognized as cost or expense in the income statement on a straight-line basis over the term of the lease contract (see Note 23.g).

i. Intangible Assets

Intangible assets include assets acquired by the Company and its subsidiaries from third parties, according to the criteria below (see Note 13):

- Goodwill is carried net of accumulated amortization as of December 31, 2008, when it ceased to be amortized. Goodwill generated since January 1, 2009 is shown as intangible assets corresponding to the positive difference between the amount paid or payable to the seller and the fair value of the identified assets and liabilities assumed of the acquired entity, and is tested annually for impairment. Goodwill is allocated to the respective cash generating units (“CGU”) for impairment testing purposes.
- Bonus disbursements as provided in Ipiranga’s agreements with reseller service stations and major consumers are recognized as distribution rights when paid and amortized using the straight-line method according to the term of the agreement.
- Other intangible assets acquired from third parties, such as software, technology, and commercial property rights, are measured at the total acquisition cost and amortized using straight-line method, for the periods mentioned in Note 13, taking into account their useful life, which is reviewed annually.

The Company and its subsidiaries have not recognized intangible assets that were created internally. The Company and its subsidiaries have not recognized intangible assets that have an indefinite useful life, except for goodwill and the “am/pm” brand.



Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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j. Other Assets

Other assets are stated at the lower of cost and realizable value, including, if applicable, interest earned, monetary changes and changes in exchange rates incurred or less a provision for loss and, if applicable, adjustment to present value (see Note 2.u).

k. Financial Liabilities

The Company and its subsidiaries' financial liabilities include trade payables and other payables, loans, debentures, and hedging instruments. Financial liabilities are classified as "financial liabilities at fair value through profit or loss" or "financial liabilities at amortized cost". The financial liabilities at fair value through profit or loss refer to derivative financial instruments and financial liabilities designated as hedged items in a fair value hedge relationship upon initial recognition (see Note 2.c – Fair Value Hedge). The financial liabilities at amortized cost are stated at the initial transaction amount plus related charges and transaction costs, net of amortization. The charges are recognized in profit or loss using the effective interest rate method.

Transaction costs incurred and directly attributable to the activities necessary for contracting loans or for issuing bonds, as well as premiums and discounts upon issuance of debentures and other debt or equity instruments, are allocated to the instrument and amortized to profit or loss over its term, using the effective interest rate method (see Note 14.k).

l. Income and Social Contribution Taxes on Income

Current and deferred income tax ("IRPJ") and social contribution on net income tax ("CSLL") are calculated based on their current rates, considering the value of tax incentives. Taxes are recognized based on the rates of IRPJ and CSLL provided for by the laws enacted on the last day of the reporting period. The current rates in Brazil are 25% for income tax and 9% for social contribution on net income tax. For further details about recognition and realization of IRPJ and CSLL, see Note 9.

m. Provision for Asset Retirement Obligation – Fuel Tanks

The Company and its subsidiaries have the legal obligation to remove Ipiranga's underground fuel tanks located at Ipiranga-branded service stations after a certain period. The estimated cost of the obligation to remove these fuel tanks is recognized as a liability when tanks are installed. The estimated cost is recognized in property, plant, and equipment and depreciated over the respective useful life of the tanks. The amounts recognized as a liability are monetarily restated until the respective tank is removed (see Note 18). An increase in the estimated cost of the obligation to remove the tanks could result in negative impact in future results. The estimated removal cost is reviewed and updated annually or when there is significant change in its amount.

n. Provisions for Tax, Civil, and Labor Risks

A provision for tax, civil and labor risks is recognized for quantifiable risks, when the chance of loss is more-likely-than-not in the opinion of management and internal and external legal counsel, and the amounts are recognized based on evaluation of the outcomes of the legal proceedings (see Note 23 items a,b,c,d).

o. Post-Employment Benefits

Post-employment benefits granted and to be granted to employees, retirees, and pensioners are based on an actuarial calculation prepared by an independent actuary, using the projected unit credit method (see Note 24.b). The actuarial gains and losses are recognized in other comprehensive income and presented in the statement of shareholders' equity. Past service cost is recognized in the income statement.

p. Other Liabilities

Other liabilities are stated at known or measurable amounts plus, if applicable, related charges, monetary restatement, and changes in exchange rates incurred. When applicable, other liabilities are recognized at present value, based on interest rates that reflect the term, currency, and risk of each transaction.

## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

## q. Foreign Currency Transactions

Foreign currency transactions carried out by the Company or its subsidiaries are remeasured into their functional currency at the exchange rate prevailing at the date of each transaction. Outstanding monetary assets and liabilities of the Company and its subsidiaries are translated using the exchange rate at the end of the reporting period. The effect of the difference between those exchange rates is recognized in profit or loss until the conclusion of each transaction.

## r. Basis for Translation of Interim Financial Information of Foreign Subsidiaries

Assets and liabilities of the foreign subsidiaries, denominated in currencies other than that of the Company (functional currency: Brazilian Real), which have administrative autonomy, are translated using the exchange rate at the end of the reporting period. Revenues and expenses are translated using the average exchange rate of each period and shareholders' equity is translated at the historic exchange rate of each transaction affecting shareholders' equity. Gains and losses resulting from changes in these foreign investments are directly recognized in the statement of shareholders' equity as cumulative translation adjustments and will be recognized in profit or loss if these investments are disposed of. The recognized balance in cumulative other comprehensive income and presented in the shareholders' equity as cumulative translation adjustments as of September 30, 2014 was a gain of R\$ 19,725 (gain of R\$ 38,076 as of December 31, 2013).

The foreign subsidiaries with functional currency different from the Company and which have administrative autonomy are listed below:

Subsidiary	Functional currency	Location
Oxiteno México S.A. de C.V.	Mexican Peso	Mexico
Oxiteno Servicios Corporativos S.A. de C.V.	Mexican Peso	Mexico
Oxiteno Servicios Industriales de C.V.	Mexican Peso	Mexico
Oxiteno USA LLC	U.S. Dollar	United States
Oxiteno Andina, C.A.	Bolivar	Venezuela
Oxiteno Uruguay S.A.	U.S. Dollar	Uruguay

The subsidiary Oxiteno Uruguay S.A. ("Oxiteno Uruguay") determined its functional currency as the U.S. dollar ("US\$"), as its sales, purchases of goods, and financing activities are performed substantially in this currency.

According to IAS 29, Venezuela is classified as a hyperinflationary economy. As a result, the financial statements of Oxiteno Andina, C.A. ("Oxiteno Andina") were adjusted by the Venezuelan Consumer Price Index.

Currently Venezuela has three spot exchange rates:

- a) CENCOEX - Centro Nacional de Comercio Exterior en Venezuela: Bolivar (“VEF”) is traded at a fixed exchange rate of 6.30 VEF/US\$. The applicant makes the request for authorization of payment and receipt of priority transactions. There is no deadline for approval by CENCOEX;
- b) SICAD-I - Sistema Cambiario Alternativo de Divisas I: Bolivar is traded at variable exchange rate of approximately 12.00 VEF/US\$. There are a number of requirements for the approval of the transactions traded using this rate, which is the most likely exchange rate for the payment of dividends and repatriation of capital; and
- c) SICAD-II - Sistema Cambiario Alternativo de Divisas II: Bolivar is traded at variable exchange rate of approximately 50.00 VEF/US\$. Other transactions may be realized by SICAD-II.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

For the consolidation of the Oxiteno Andina in the Company, the amounts in Bolivar have been translated to the U.S. dollar at the exchange rate of SICAD-I and subsequently translated into Brazilian Reais using the official exchange rate published by the Central Bank of Brazil. In management's judgment, the use of SICAD-I is the most suitable for conversion, since the exchange rate is the most likely rate for the payment of dividends and repatriation of capital.

Assets and liabilities of the other foreign subsidiaries, which do not have administrative autonomy, are considered an extension of the activities of their parent company and are translated using the exchange rate at the end of the reporting period. Gains and losses resulting from changes in these foreign investments are directly recognized as financial income or loss. The gain recognized in income for the nine-month period ended September 30, 2014 amounted to R\$ 716 (R\$ 3,574 gain for the nine-month period ended September 30, 2013).

s. Use of Estimates, Assumptions and Judgments

The preparation of the interim financial information requires the use of estimates, assumptions, and judgments for the accounting of certain assets, liabilities, and income. Therefore, the Company's and subsidiaries' management use the best information available at the time of preparation of the interim financial information, as well as the experience of past and current events, also considering assumptions regarding future events. The interim financial information therefore include estimates, assumptions, and judgments related mainly to determining the fair value of financial instruments (Notes 4, 14 and 22), the determination of the allowance for doubtful accounts (Notes 5 and 22), the determination of provisions for losses of inventories (Note 6), the determination of deferred income taxes amounts (Note 9), the useful life of property, plant, and equipment (Note 12), the useful life of intangible assets, and the determination of the recoverable amount of goodwill (Note 13), provisions for assets retirement obligations (Note 18), tax, civil, and labor provisions (Note 23 items a,b,c,d), estimates for the preparation of actuarial reports (Note 24.b) and the determination of fair value of subscription warrants – indemnification (Notes 3.a and 22). The actual result of the transactions and information may differ from their estimates.

t. Impairment of Assets

The Company and its subsidiaries review, at least annually, the existence of any indication that an asset may be impaired. If there is an indication, the Company and its subsidiaries estimate the recoverable amount of the asset. Assets that cannot be evaluated individually are grouped in the smallest group of assets that generate cash flow from continuous use and that are largely independent of cash flows of other assets (CGU). The recoverable amount of assets or CGUs corresponds to the greater of their fair value net of applicable direct selling costs and their value in use.

The fair value less costs of disposal is determined by the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date, net of costs of removing the asset, and direct incremental costs to bring an asset into condition for its sale, legal costs, and taxes.

To assess the value in use, the Company and its subsidiaries consider the projections of future cash flows, trends, and outlooks, as well as the effects of obsolescence, demand, competition, and other economic factors. Such cash flows are discounted to their present values using the discount rate before tax that reflects market conditions for the period of impairment testing and the specific risks of the asset or CGU being evaluated. In cases where the expected



discounted future cash flows are less than their carrying amount, the impairment loss is recognized for the amount by which the carrying value exceeds the fair value of these assets. Losses for impairment of assets are recognized in profit or loss. In case goodwill has been allocated to a CGU, the recognized losses are first allocated to reduce the corresponding goodwill. If the goodwill is not enough to absorb such losses, the surplus is allocated to the assets on a pro-rata basis. An impairment of goodwill cannot be reversed. For other assets, impairment losses may be reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if the impairment had not been recognized.

No impairment was recognized in the periods presented (see Note 13.i).

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

u. Adjustment to Present Value

Some of the Company's subsidiaries recognized a present value adjustment to Tax on Goods and Services ("ICMS", the Brazilian VAT) credit balances related to property, plant, and equipment (CIAP). Because recovery of these credits occurs over a 48 month period, the present value adjustment reflects, in the interim financial information, the time value of the ICMS credits to be recovered. The balance of these adjustment to present value totaled R\$ 340 as of September 30, 2014 (R\$ 354 as of December 31, 2013).

The Company and its subsidiaries reviewed all items classified as non-current and, when relevant, current assets and liabilities, and did not identify the need to recognize other present value adjustments.

v. Statements of Value Added

As required by Brazilian Corporate Law, the Company and its subsidiaries prepare the individual and consolidated statements of value added ("DVA") according to CPC 09 – Statement of Value Added, as an integral part of the interim financial information as applicable to publicly-traded companies, and as supplemental information for IFRS, which does not require the presentation of DVA.

w. Adoption of the Pronouncements Issued by CPC and IFRS

Certain standards, amendments, and interpretations that were applied to IFRS and were issued by IASB but are not yet effective and were not applied as of September 30, 2014, are as follows:

	Effective date
• Amendments to IAS 32 – Financial instruments: presentation: provides clarifications on the application of the offsetting rules.	2014
• IFRS 9 (and corresponding 2010 and 2013 amendments): Financial instrument classification and measurement: includes new requirements for the classification and measurement of financial assets and liabilities, derecognition requirements, new impairment methodology for financial instruments, and new hedge accounting guidance (as issued in November, 2013).	2018(*)
• IFRS 15 - Revenue from contracts with customers: establish the principles of nature, amount, timing and uncertainty of revenue and cash flow arising from a contract with a customer.	2017

(\*) On July 24, 2014, the IASB issued the final version of IFRS 9, with the mandatory effective date set for January 1, 2018.

CPC has not yet issued pronouncements equivalent to these IAS/IFRS, but is expected to do so before the date they become effective. The adoption of IFRS pronouncements is subject to prior approval by the CVM. The Company is assessing the potential effects of these standards.

x. Authorization for Issuance of the Interim Financial Information

The interim financial information was authorized for issue by the Board of Directors on November 5, 2014.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

### 3. Principles of Consolidation and Investments in Subsidiaries

The consolidated interim financial information was prepared following the basic principles of consolidation established by IFRS 10 (CPC 36 (R3)). Investments of one company in another, balances of asset and liability accounts, and revenues and expenses were eliminated, as well as the effects of transactions conducted between the companies. Non-controlling interests in subsidiaries are presented within consolidated shareholders' equity and net income.

Consolidation of a subsidiary begins when the parent company obtains direct or indirect control over a company and ceases when the parent company loses control of a company. Income and expenses of a subsidiary acquired are included in the consolidated income statement and other comprehensive income from the date the parent company gains the control. Income and expenses of a subsidiary, in which the parent company loses control, are included in the consolidated income statement and other comprehensive income until the date the parent company loses control.

When necessary, adjustments are made to the interim financial information of subsidiaries to bring their accounting policies into line with the Company's accounting policies.

## Ultrapar Participações S.A. and Subsidiaries

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The consolidated interim financial information includes the following direct and indirect subsidiaries:

	Location	% interest in the share			
		09/30/2014		12/31/2013	
		Direct control	Indirect control	Direct control	Indirect control
Imifarma Produtos Farmacêuticos e Cosméticos S.A.	Brazil	100	-	-	-
Ipiranga Produtos de Petróleo S.A.	Brazil	100	-	100	-
am/pm Comestíveis Ltda.	Brazil	-	100	-	100
Centro de Conveniências Millennium Ltda.	Brazil	-	100	-	100
Conveniência Ipiranga Norte Ltda.	Brazil	-	100	-	100
Ipiranga Trading Limited	Virgin Islands	-	100	-	100
Tropical Transportes Ipiranga Ltda.	Brazil	-	100	-	100
Ipiranga Imobiliária Ltda.	Brazil	-	100	-	100
Ipiranga Logística Ltda.	Brazil	-	100	-	100
Isa-Sul Administração e Participações Ltda.	Brazil	-	100	-	100
Companhia Ultragaz S.A.	Brazil	-	99	-	99
Bahiana Distribuidora de Gás Ltda.	Brazil	-	100	-	100
Utingás Armazenadora S.A.	Brazil	-	57	-	57
LPG International Inc.	Cayman Islands	-	100	-	100
Imaven Imóveis Ltda.	Brazil	-	100	-	100
Oil Trading Importadora e Exportadora Ltda.	Brazil	-	100	-	100
Oxiten S.A. Indústria e Comércio	Brazil	100	-	100	-
Oxiten Nordeste S.A. Indústria e Comércio	Brazil	-	99	-	99
Oxiten Argentina Sociedad de Responsabilidad Ltda.	Argentina	-	100	-	100
Oleoquímica Indústria e Comércio de Produtos Químicos Ltda.	Brazil	-	100	-	100
Oxiten Uruguay S.A.	Uruguay	-	100	-	100
Barrington S.L.	Spain	-	100	-	100
Oxiten México S.A. de C.V.	Mexico	-	100	-	100
Oxiten Servicios Corporativos S.A. de C.V.	Mexico	-	100	-	100
Oxiten Servicios Industriales S.A. de C.V.	Mexico	-	100	-	100
Oxiten USA LLC	United States	-	100	-	100
Global Petroleum Products Trading Corp.	Virgin Islands	-	100	-	100
Oxiten Overseas Corp.	Virgin Islands	-	100	-	100
Oxiten Andina, C.A.	Venezuela	-	100	-	100
Oxiten Europe SPRL	Belgium	-	100	-	100
Oxiten Colombia S.A.S	Colombia	-	100	-	100
Oxiten Shanghai Trading LTD.	China	-	100	-	100

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Empresa Carioca de Produtos Químicos S.A.	Brazil	-	100	-	100
Ultracargo - Operações Logísticas e Participações Ltda.	Brazil	100	-	100	-
Terminal Químico de Aratu S.A. – Tequimar	Brazil	-	99	-	99
SERMA - Ass. dos usuários equip. proc. de dados	Brazil	-	100	-	100

The percentages in the table above are rounded.

Ultrapar Participações S.A. and Subsidiaries

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a) Business Combination – Acquisition of Extrafarma

On January 31, 2014 the merger of all shares issued by Extrafarma into Ultrapar was approved at the Extraordinary Shareholders' Meeting of Ultrapar and Extrafarma. After the merger of shares, Extrafarma became a wholly-owned subsidiary of Ultrapar and the shareholders of Extrafarma became long-term shareholders of Ultrapar. The association with Extrafarma marks Ultrapar's entry into Brazil's retail pharmacy sector, making it the third distribution and specialty retail business of the Company.

As a result, 12,021,100 new ordinary, nominative, book-entry shares with no par value of the Company were issued on January 31, 2014, increasing capital share by R\$ 141,913. These resulted in total capital share of R\$ 3,838,686, represented by 556,405,096 shares and increasing capital reserves by R\$ 498,812, totaling an increase in equity in the amount of R\$ 640,725. This transaction did not affect the Company's cash flow.

In addition, the Company issued subscription warrants that, if exercised, would lead to the issuance of up to 4,007,031 shares in the future, broken down into 801,409 shares related to subscription warrants – working capital and 3,205,622 shares related to subscription warrants – indemnification. On June 30, 2014, in a preliminary assessment of the working capital and indebtedness adjustments the Company identified that the subscription warrants – working capital shall not be exercised by the former shareholders of Extrafarma. Accordingly, the Company reversed full provision for the issuance of 801,409 shares related to subscription warrants – working capital, which at the acquisition date amounted to R\$ 42,138. The shares of the subscription warrants – indemnification may be exercised as early as 2020 and are adjusted according to the changes in the amounts of provision for tax, civil, and labor risks and contingent liabilities related to the period previous to January 31, 2014. The subscription warrants – indemnification are valued based on the share price of Ultrapar (UGPA3), and on the reporting date were represented by 2,309,786 shares and totaled R\$ 107,181.

The temporary purchase price in the amount of R\$ 749,289, subject to the customary final adjustments of working capital, will be allocated among the identified assets acquired and liabilities assumed, measured at fair value. The Company is measuring the open balance, fair value of assets and liabilities, and, consequently, the goodwill. The purchase price allocation is being determined and its conclusion is estimated for the fourth quarter of 2014. During the process of identification of assets and liabilities, intangible assets, which are not recognized in the acquired entity's books, will also be taken into account. The temporary goodwill is R\$ 795,729.

## Ultrapar Participações S.A. and Subsidiaries

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The table below summarizes the temporary assets acquired and liabilities assumed as of the acquisition date, subject to the customary final adjustments of working capital and purchase price allocation:

Current assets		Current liabilities	
Cash and cash equivalents	9,123	Loans (1)	179,818
Trade receivables	68,398	Trade payables	117,481
Inventories	164,590	Salaries and related charges	16,539
		Income and social contribution taxes payable	3,150
Recoverable taxes	12,961	Deferred revenue	5,152
Other	5,110	Other	6,316
	260,182		328,456
Non-current assets		Non-current liabilities	
Property, plant, and equipment	48,547	Loans (1)	28,093
Intangible assets	12,008	Provision for tax, civil and labor risks	46,199
Deferred income and social contribution taxes	41,384	Other	7,096
Escrow deposits	1,283		81,388
Temporary goodwill	795,729		
	898,951	Total liabilities assumed	409,844
Total assets acquired and temporary goodwill	1,159,133	Consideration transferred	749,289

(1) The gross debt assumed on closing date amounted to R\$ 207,911.

For further details on property, plant, and equipment and intangibles acquired, see Notes 12 and 13 respectively.

For further details, see Material Notice released on September 30, 2013, Material Notice, Protocol and Justification of Merger of Shares and Management's Proposal to Extraordinary Shareholders' Meeting and its Annex released on December 19, 2013 and Market Announcement released on January 31, 2014.



## Ultrapar Participações S.A. and Subsidiaries

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## 4. Cash and Cash Equivalents and Financial Investments

Cash equivalents and financial investments, excluding cash and bank deposits, are substantially represented by investments: (i) in Brazil, in certificates of deposit of first-rate financial institutions linked to the Interbank Certificate of Deposit (“CDI”), in repurchase agreement and in short term investments funds, whose portfolio comprised exclusively of Brazilian Federal Government bonds; (ii) outside Brazil, in certificates of deposit of first-rate financial institutions; and (iii) in currency and interest rate hedging instruments.

The financial assets were classified in Note 22, according to their characteristics and intention of the Company and its subsidiaries.

The balance of cash, cash equivalents and financial investments (consolidated) amounted to R\$ 3,826,092 at September 30, 2014 (R\$ 3,543,700 at December 31, 2013) and are distributed as follows:

## · Cash and Cash Equivalents

Cash and cash equivalents are considered: (i) cash and bank deposits, and (ii) highly-liquid short-term investments that are readily convertible into a known amount of cash and are subject to an insignificant risk of change in value.

	Parent		Consolidated	
	09/30/2014	12/31/2013	09/30/2014	12/31/2013
Cash and bank deposits				
In local currency	138	153	40,959	136,532
In foreign currency	-	-	43,096	88,394
Financial investments considered cash equivalents				
In local currency				
Fixed-income securities	115,905	110,125	2,397,256	2,051,143
In foreign currency				
Fixed-income securities	-	-	4,478	-
Total cash and cash equivalents	116,043	110,278	2,485,789	2,276,069

## Ultrapar Participações S.A. and Subsidiaries

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## Financial Investments

The financial investments of the Company and its subsidiaries, which are not classified as cash and cash equivalents, are distributed as follows:

	Parent		Consolidated	
	09/30/2014	12/31/2013	09/30/2014	12/31/2013
Financial investments				
In local currency				
Fixed-income securities and funds	68,970	264	758,416	747,256
In foreign currency				
Fixed-income securities and funds	-	-	459,733	368,781
Currency and interest rate hedging instruments (a)	-	-	122,154	151,594
Total financial investments	68,970	264	1,340,303	1,267,631
Current	68,970	264	1,211,068	1,149,132
Non-current	-	-	129,235	118,499

(a) Accumulated gains, net of income tax (see Note 22).

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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5. Trade Receivables (Consolidated)

The composition of trade receivables is as follows:

	09/30/2014	12/31/2013
Domestic customers	2,354,705	2,159,355
Reseller financing - Ipiranga	295,343	276,044
Foreign customers	196,529	157,696
(-) Allowance for doubtful accounts	(166,157)	(147,080)
<b>Total</b>	<b>2,680,420</b>	<b>2,446,015</b>
<b>Current</b>	<b>2,542,733</b>	<b>2,321,537</b>
<b>Non-current</b>	<b>137,687</b>	<b>124,478</b>

Reseller financing is provided for renovation and upgrading of service stations, purchase of products, and development of the automotive fuels and lubricants distribution market.

The breakdown of trade receivables, gross of allowance for doubtful accounts, is as follows:

	Total	Current	less than 30 days	31-60 days	Past due 61-90 days	91-180 days	more than 180 days
09/30/2014	2,846,577	2,514,086	73,260	19,204	12,885	23,760	203,382
12/31/2013	2,593,095	2,282,310	104,544	12,906	6,428	7,786	179,121

Movements in the allowance for doubtful accounts are as follows:

Balance at December 31, 2013	147,080
Initial balance of Extrafarma (January 31, 2014)	5,499
Additions	15,313
Write-offs	(1,735)
Balance at September 30, 2014	166,157

For further information about allowance for doubtful accounts see Note 22 – Customer credit risk.



## Ultrapar Participações S.A. and Subsidiaries

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## 6. Inventories (Consolidated)

The composition of inventories is as follows:

	09/30/2014			12/31/2013		
	Cost	Provision for losses	Net balance	Cost	Provision for losses	Net balance
Finished goods	324,407	(8,384)	316,023	318,451	(7,100)	311,351
Work in process	3,002	-	3,002	2,626	-	2,626
Raw materials	226,022	(111)	225,911	209,735	(169)	209,566
Liquefied petroleum gas (LPG)	38,136	(5,761)	32,375	41,678	(5,761)	35,917
Fuels, lubricants, and greases	972,209	(737)	971,472	817,016	(758)	816,258
Consumable materials and bottles for resale	77,202	(1,978)	75,224	64,465	(1,450)	63,015
Pharmaceutical, hygiene, and beauty products	202,244	(3,938)	198,306	-	-	-
Advances to suppliers	94,405	-	94,405	128,618	-	128,618
Properties for resale	24,628	-	24,628	25,162	-	25,162
	1,962,255	(20,909)	1,941,346	1,607,751	(15,238)	1,592,513

Movements in the provision for losses are as follows:

Balance at December 31, 2013	15,238
Initial balance of Extrafarma (January 31, 2014)	3,164
Recoveries of realizable value adjustment	3,140
Reversals of obsolescence and other losses	(633)
Balance at September 30, 2014	20,909

The breakdown of provisions for losses related to inventories is shown in the table below:

	09/30/2014	12/31/2013
Realizable value adjustment	12,637	9,497
Obsolescence and other losses	8,272	5,741
Total	20,909	15,238



## Ultrapar Participações S.A. and Subsidiaries

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## 7. Recoverable Taxes

Recoverable taxes are substantially represented by credits of ICMS, Taxes for Social Security Financing (COFINS), Employee's Profit Participation Program (PIS), IRPJ, and CSLL.

	Parent		Consolidated	
	09/30/2014	12/31/2013	09/30/2014	12/31/2013
IRPJ and CSLL	63,534	48,531	182,062	160,590
ICMS	-	-	277,485	210,045
Provision for ICMS losses (1)	-	-	(67,757)	(65,180)
PIS and COFINS	-	-	201,405	156,707
Value-Added Tax (IVA) of subsidiaries				
Oxiteno Mexico, Oxiteno Andina and Oxiteno				
Uruguay	-	-	38,988	43,592
Excise tax - IPI	-	-	4,573	3,997
Other	-	-	3,079	7,589
<b>Total</b>	<b>63,534</b>	<b>48,531</b>	<b>639,835</b>	<b>517,340</b>
<b>Current</b>	<b>23,360</b>	<b>27,067</b>	<b>558,640</b>	<b>479,975</b>
<b>Non-current</b>	<b>40,174</b>	<b>21,464</b>	<b>81,195</b>	<b>37,365</b>

(1) The provision for ICMS losses relates to tax credits that the subsidiaries believe to be unable to offset in the future and its movements are as follows:

Balance at December 31, 2013	65,180
Initial balance of Extrafarma (January 31, 2014)	20,888
Write-offs and reversals	(18,311)
Balance at September 30, 2014	67,757

Ultrapar Participações S.A. and Subsidiaries

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8. Related Parties

a. Related Parties

· Parent Company

	Assets Debentures	Financial income
Ipiranga Produtos de Petróleo S.A.	750,000	88,537
Total as of September 30, 2014	750,000	88,537

	Assets Debentures	Financial income
Ipiranga Produtos de Petróleo S.A.	772,194	63,430
Total as of December 31, 2013	772,194	
Total as of September 30, 2013		63,430

In March 2009, Ipiranga made its first private offering in a single series of 108 debentures at face value of R\$ 10,000,000.00 (ten million Brazilian Reais), nonconvertible into shares, unsecured debentures. The Company subscribed 75 debentures with maturity on March 31, 2016 and semiannual remuneration linked to CDI.



Ultrapar Participações S.A. and Subsidiaries

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Consolidated

Balances and transactions between the Company and its subsidiaries have been eliminated on consolidation and are not disclosed in this note. The balances and transactions between the Company and its subsidiaries with other related parties are disclosed below:

	Loans		Commercial transactions	
	Assets	Liabilities	Receivables <sup>1</sup>	Payables <sup>1</sup>
Oxicap Indústria de Gases Ltda.	10,368	-	-	947
Química da Bahia Indústria e Comércio S.A.	-	3,046	-	-
ConectCar Soluções de Mobilidade Eletrônica S.A.	-	-	1,516	105
Others	490	826	-	-
Total as of September 30, 2014	10,858	3,872	1,516	1,052

	Loans		Commercial transactions	
	Assets	Liabilities	Receivables <sup>1</sup>	Payables <sup>1</sup>
Oxicap Indústria de Gases Ltda.	10,368	-	-	1,069
Química da Bahia Indústria e Comércio S.A.	-	3,046	-	-
Refinaria de Petróleo Riograndense S.A.	-	-	-	1,051
ConectCar Soluções de Mobilidade Eletrônica S.A.	-	-	7,952	1,210
Others	490	826	-	-
Total as of December 31, 2013	10,858	3,872	7,952	3,330

<sup>1</sup> Included in “trade receivables” and “trade payables,” respectively.

	Commercial transactions	
	Sales	Purchases
Oxicap Indústria de Gases Ltda.	5	9,728
Refinaria de Petróleo Riograndense S.A.	-	18,093
ConectCar Soluções de Mobilidade Eletrônica S.A.	6,077	-
Total as of September 30, 2014	6,082	27,821

	Commercial transactions	
	Sales	Purchases
Oxicap Indústria de Gases Ltda.	5	9,190
Refinaria de Petróleo Riograndense S.A.	-	23,091

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ConectCar Soluções de Mobilidade Eletrônica S.A.	6,750	-
Total as of September 30, 2013	6,755	32,281

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Purchase and sale transactions relate substantially to the purchase of raw materials, feedstock, transportation, and storage services based on similar market prices and terms with customers and suppliers with comparable operational performance. The above operations related to ConectCar refer to the adherence to Ipiranga's marketing plan and services provided. Borrowing agreements are for an indeterminate period and do not contain interest clauses. In the opinion of the Company and its subsidiaries' management, transactions with related parties are not subject to credit risk, which is why no allowance for doubtful accounts or collateral is provided. Collateral provided by the Company in loans of subsidiaries and affiliates are mentioned in Note 14.1). Intercompany loans are contracted in light of temporary cash surpluses or deficits of the Company, its subsidiaries, and its associates.

b. Key executives - Compensation (Consolidated)

The Company's compensation strategy combines short and long-term elements, following the principles of alignment of interests and of maintaining a competitive compensation, and is aimed at retaining key officers and remunerating them adequately according to their attributed responsibilities and the value created to the Company and its shareholders.

Short-term compensation is comprised of: (a) fixed monthly compensation paid with the objective of rewarding the executive's experience, responsibility, and his/her position's complexity, and includes salary and benefits such as medical coverage, check-up, life insurance, and others; (b) variable compensation paid annually with the objective of aligning the executive's and the Company's objectives, which is linked to: (i) the business performance measured through its economic value creation and (ii) the fulfillment of individual annual goals that are based on the strategic plan and are focused on expansion and operational excellence projects, people development and market positioning, among others. In addition, the chief executive officer is entitled to additional long term variable compensation relating to the Company's shares' performance between 2013 and 2018, reflecting the target of more than doubling the share value of the Company in 5 years. Further details about the Deferred Stock Plan are contained in Note 8.c) and about post-employment benefits in Note 24.b).

As of September 30, 2014, the Company and its subsidiaries recognized expenses for compensation of its key executives (Company's directors and executive officers) in the amount of R\$ 27,930 (R\$ 23,529 as of September 30, 2013). Out of this total, R\$ 21,352 relates to short-term compensation (R\$ 19,567 as of September 30, 2013), R\$ 4,061 to stock compensation (R\$ 2,840 as of September 30, 2013), R\$ 1,285 to post-employment benefits (R\$ 1,122 as of September 30, 2013), and R\$ 1,232 to long-term compensation.

## Ultrapar Participações S.A. and Subsidiaries

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## c. Deferred Stock Plan

On April 27, 2001, the General Shareholders' Meeting approved a benefit plan to members of management and employees in executive positions in the Company and its subsidiaries. On November 26, 2003, the Extraordinary General Shareholders' Meeting approved certain amendments to the original plan of 2001 (the "Deferred Stock Plan"). In the Deferred Stock Plan, certain members of management of the Company and its subsidiaries have the voting and economic rights of shares and the ownership of these shares is retained by the subsidiaries of the Company. The Deferred Stock Plan provides for the transfer of the ownership of the shares to those eligible members of management after five to ten years from the initial concession of the rights subject to uninterrupted employment of the participant during the period. The total number of shares to be used for the Deferred Stock Plan is subject to the availability in treasury of such shares. It is incumbent on Ultrapar's executive officers to select the members of management eligible for the plan and propose the number of shares in each case for approval by the Board of Directors. The fair value of the awards were determined on the grant date based on the market value of the shares on the BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros ("BM&FBOVESPA"), the Brazilian Securities, Commodities and Futures Exchange and the amounts are amortized between five and ten years from the initial concession.

The table below summarizes shares provided to the Company and its subsidiaries' management:

Grant date	Balance of number of shares granted	Vesting period	Market price of shares on the grant date (in R\$ per share)	Total grant costs, including taxes	Accumulated recognized grant costs	Accumulated unrecognized grant costs
March 5, 2014	83,400	2019 to 2021	52.15	5,999	(594)	5,405
February 3, 2014	150,000	2018 to 2020	55.36	11,454	(1,570)	9,884
November 7, 2012	350,000	2017 to 2019	42.90	20,710	(6,742)	13,968
December 14, 2011	120,000	2016 to 2018	31.85	5,272	(2,537)	2,735
November 10, 2010	260,000	2015 to 2017	26.78	9,602	(6,387)	3,215
December 16, 2009	250,000	2014 to 2016	20.75	7,155	(5,874)	1,281
October 8, 2008	384,008	2013 to 2015	9.99	8,090	(7,712)	378
December 12, 2007	53,320	2012 to 2014	16.17	3,570	(3,541)	29
November 9, 2006	207,200	2016	11.62	3,322	(2,630)	692

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December 14, 2005	93,600	2015	8.21	1,060	(936)	124
October 4, 2004	167,900	2014	10.20	2,361	(2,361)	-
	2,119,428			78,595	(40,884)	37,711

The amortization for the nine-month period ended September 30, 2014 in the amount of R\$ 8,855 (R\$ 7,423 for the nine-month period ended September 30, 2013) was recognized as a general and administrative expense.

The table below shows the movement in the number of granted shares:

Balance as of December 31, 2013	1,886,028
Shares granted on February 3, 2014	150,000
Shares granted on March 5, 2014	83,400
Balance as of September 30, 2014	2,119,428

## Ultrapar Participações S.A. and Subsidiaries

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## 9. Income and Social Contribution Taxes

## a. Deferred Income and Social Contribution Taxes

The Company and its subsidiaries recognize tax credits and debits, which are not subject to the statute of limitations, resulting from tax loss carryforwards, temporary differences, negative tax bases and revaluation of property, plant, and equipment, among others. Credits are sustained by the continued profitability of their operations. Deferred IRPJ and CSLL are recognized under the following main categories:

	Parent		Consolidated	
	09/30/2014	12/31/2013	09/30/2014	12/31/2013
Assets - Deferred income and social contribution taxes on:				
Provision for impairment of assets	-	-	43,653	32,130
Provisions for tax, civil, and labor risks	14	10	125,931	111,395
Provision for post-employment benefit	-	-	47,648	43,753
Provision for differences between cash and accrual basis	-	-	845	-
Goodwill	-	-	30,610	57,334
Provision for asset retirement obligation	-	-	20,976	13,760
Other provisions	-	385	107,009	72,153
Tax losses and negative basis for social contribution carryforwards (d)	-	-	35,671	45,607
<b>Total</b>	<b>14</b>	<b>395</b>	<b>412,343</b>	<b>376,132</b>
Liabilities - Deferred income and social contribution taxes on:				
Revaluation of property, plant, and equipment	-	-	3,039	3,130
Lease	-	-	5,102	5,640
Provision for differences between cash and accrual basis	-	-	52,886	61,864
Provision for goodwill/negative goodwill	-	-	10,866	6,709
Temporary differences of foreign subsidiaries	-	-	6,665	4,088
Provision for post-employment benefit	-	-	5,911	5,911
Other provisions	470	-	13,953	14,157
<b>Total</b>	<b>470</b>	<b>-</b>	<b>98,422</b>	<b>101,499</b>



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Changes in the net balance of deferred IRPJ and CSLL are as follows:

	09/30/2014	09/30/2013
Initial balance	274,633	384,407
Deferred IRPJ and CSLL recognized in income of the period	(1,163)	(41,427)
Initial balance of Extrafarma (January 31, 2014)	41,384	-
Deferred IRPJ and CSLL recognized in business combinations	-	(8,365)
Other	(933)	(1,187)
Final balance	313,921	333,428

The estimated recovery of deferred tax assets relating to IRPJ and CSLL is stated as follows:

	Parent	Consolidated
Up to 1 year	-	146,103
From 1 to 2 years	-	80,936
From 2 to 3 years	14	31,013
From 3 to 5 years	-	38,332
From 5 to 7 years	-	77,017
From 7 to 10 years	-	38,942
	14	412,343



Ultrapar Participações S.A. and Subsidiaries

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b. Reconciliation of Income and Social Contribution Taxes

IRPJ and CSLL are reconciled to the statutory tax rates as follows:

	Parent		Consolidated	
	09/30/2014	09/30/2013	09/30/2014	09/30/2013
Income before taxes and share of profit of subsidiaries, joint ventures, and associates	8,846	18,872	1,280,937	1,266,530
Statutory tax rates - %	34	34	34	34
Income and social contribution taxes at the statutory tax rates	(3,008)	(6,416)	(435,519)	(430,620)
Adjustments to the statutory income and social contribution taxes:				
Nondeductible expenses (i)	(340)	(340)	(23,346)	(21,880)
Nontaxable revenues (ii)	-	95	1,948	2,498
Adjustment to estimated income (iii)	-	-	10,733	4,573
Interest on equity (iv)	-	(59,617)	-	(218)
Other adjustments	21	18	8,089	203
Income and social contribution taxes before tax incentives	(3,327)	(66,260)	(438,095)	(445,444)
Tax incentives - SUDENE	-	-	47,441	40,738
Income and social contribution taxes in the income statement	(3,327)	(66,260)	(390,654)	(404,706)
Current	(2,476)	(66,226)	(436,932)	(404,017)
Deferred	(851)	(34)	(1,163)	(41,427)
Tax incentives - SUDENE	-	-	47,441	40,738
Effective IRPJ and CSLL rates - %			30.5	32.0

(i) Nondeductible expenses consist of certain expenses that cannot be deducted for tax purposes under applicable tax legislation, such as expenses with fines, donations, gifts, losses of assets, and certain provisions;

(ii) Nontaxable revenues consist of certain gains and income that are not taxable under applicable tax legislation, such as the reimbursement of taxes and the reversal of certain provisions;

(iii) Brazilian tax law allows for an alternative method of taxation for companies that generated gross revenues of up to R\$ 78 million in their previous fiscal year. Certain subsidiaries of the Company adopted this alternative form of taxation, whereby income and social contribution taxes are calculated on a basis equal to 32% of operating revenues, as opposed to being calculated based on the effective taxable income of these subsidiaries. The

adjustment to estimated income represents the difference between the taxation under this alternative method and the income and social contribution taxes that would have been paid based on the effective statutory rate applied to the taxable income of these subsidiaries;

- (iv) Interest on equity is an option foreseen in Brazilian corporate law to distribute profits to shareholders, calculated based on the long-term interest rate (“TJLP”), which does not affect the income statement, but is deductible for purposes of IRPJ and CSLL.

## Ultrapar Participações S.A. and Subsidiaries

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## c. Tax Incentives - SUDENE

The following subsidiaries are entitled to federal tax benefits providing for IRPJ reduction under the program for development of northeastern Brazil operated by the Superintendency for the Development of the Northeast (“SUDENE”):

Subsidiary	Units	Incentive - %	Expiration
Oxiteno Nordeste S.A. Indústria e Comércio	Camaçari plant	75	2016
Bahiana Distribuidora de Gás Ltda.	Caucaia base (1)	75	2012
	Mataripe base (1)	75	2013
	Aracaju base	75	2017
	Suape base	75	2018
Terminal Químico de Aratu S.A. – Tequimar	Suape terminal	75	2020
	Aratu terminal	75	2022
	(2)		
Oleoquímica Indústria e Comércio de Produtos Químicos Ltda.	Camaçari plant	75	2022

(1) In 2014, the subsidiary will request the extension of the recognition of tax incentive for another 10 years, due to the production increase in the Caucaia base and modernization in the Mataripe base.

(2) On December 26, 2013, the petition requesting the extension of the tax incentive for another 10 years was granted by SUDENE, due to the modernization in the Aratu terminal. Due to the expiration of the period for approval by the Federal Revenue Service on the petition, Tequimar recognized the tax benefit in income for the second quarter of 2014, retroactive to January 2013 in the amount of R\$ 4,356.

## d. Income and Social Contribution Taxes Carryforwards

As of September 30, 2014, the Company and certain subsidiaries have loss carryforwards (income tax) amounting to R\$ 113,316 (R\$ 142,952 as of December 31, 2013) and negative basis of CSLL of R\$ 81,581 (R\$ 109,652 as of December 31, 2013), whose compensations are limited to 30% of taxable income, which do not expire. Based on these values, the Company and its subsidiaries recognized deferred income and social contribution tax assets in the amount of R\$ 35,671 as of September 30, 2014 (R\$ 45,607 as of December 31, 2013).

## e. Law N° 12973/14 (conversion of Provisional Measure No. 627/13)

On May 14, 2014, Law No. 12973, a conversion of Provisional Measure No. 627 (MP 627/13), was published which, among other matters: (i) revoked the Transition Tax Regime (RTT) and regulates the incidence of taxes on the adjustments arising from the convergence of accounting practices adopted in Brazil and IFRS and (ii) provided for the taxation of residents in Brazil related to profits of overseas subsidiaries and associates.

The Company and its subsidiaries decided not to anticipate the effects of the application of this law for the calendar year 2014.

Ultrapar Participações S.A. and Subsidiaries

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10. Prepaid Expenses (Consolidated)

	09/30/2014	12/31/2013
Rents	91,945	92,375
Deferred Stock Plan, net (see Note 8.c)	30,368	23,408
Advertising and publicity	12,579	25,864
Software maintenance	9,709	3,900
Insurance premiums	8,320	10,319
Purchases of meal and transportation tickets	1,575	1,541
Taxes and other prepaid expenses	3,061	5,575
	157,557	162,982
Current	57,926	65,177
Non-current	99,631	97,805

Ultrapar Participações S.A. and Subsidiaries

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11. Investments

a. Subsidiaries and Joint-Venture (Parent Company)

The table below presents the full amounts of balance sheets and income statements of subsidiaries and joint venture:

	09/30/2014				Joint-venture
	Ultracargo - Operações Logísticas e Participações Ltda.	Oxiteno S.A. Indústria e Comércio	Subsidiaries		
			Ipiranga Produtos de Petróleo S.A.		Refinaria de Petróleo Riograndense S.A.
Number of shares or units held	11,839,764	35,102,127	224,467,228,244	302,240,000	5,078,888
Assets	1,146,587	3,499,490	9,986,633	487,198	208,151
Liabilities	3,972	440,611	8,002,700	293,157	142,023
		3,058,920			
Shareholders' equity	1,142,615	(*)	1,983,933	194,041	66,128
Net revenue from sales and services	-	752,507	43,300,101	782,841	145,254
Net income (loss) for the period	77,656	184,939 (*)	600,468	4,381	(2,391)
% of capital held	100	100	100	100	33

(\*) adjusted for intercompany unrealized profits  
The percentages in the table above are rounded.

12/31/2013

	Subsidiaries		Joint-venture
Ultracargo - Operações Logísticas e Participações Ltda.	Oxiteno S.A. Indústria e Comércio	Ipiranga Produtos de Petróleo S.A.	Refinaria de Petróleo Riograndense S.A.

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Number of shares or units held	11,839,764	35,102,127	224,467,228,244	5,078,888
Assets	1,068,847	3,373,026	9,389,351	214,375
Liabilities	3,888	480,755	7,234,447	145,856
Shareholders' equity	1,064,959	2,892,330(*)	2,154,904	68,519

09/30/2013

Net revenue from sales and services	-	700,513	39,031,537	146,998
Net income for the period	57,896	160,450 (*)	679,090	9,766
% of capital held	100	100	100	33

(\*) adjusted for intercompany unrealized profits

The percentages in the table above are rounded.

Operating financial information of the subsidiaries is detailed in Note 21.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

Balances and changes in subsidiaries and joint venture are as follows:

	Investments in subsidiaries				Total	Joint-venture	
	Ultracargo - Operações Logísticas e Participações Ltda.	Oxitenó S.A. - Indústria e Comércio	Ipiranga Produtos de Petróleo S.A.	Imifarma Produtos Farmacêuticos e Cosméticos S.A.		Refinaria de Petróleo Riograndense S.A.	Total
Balance as of December 31, 2013	1,064,959	2,892,330	2,154,904	-	6,112,193	22,751	6,134,944
Share of profit of subsidiaries and joint venture	77,656	184,939	600,468	4,381	867,444	(794)	866,650
Dividends and interest on equity (gross)	-	-	(771,416)	-	(771,416)	-	(771,416)
Capital increase in cash	-	-	-	236,100	236,100	-	236,100
Acquisition of shares	-	-	-	(46,440)	(46,440)	-	(46,440)
Goodwill	-	-	-	795,729	795,729	-	795,729
Tax liabilities on equity- method revaluation reserve	-	-	(31)	-	(31)	-	(31)
Valuation adjustment of subsidiaries	-	2	8	-	10	-	10
Translation adjustments of foreign-based subsidiaries	-	(18,351)	-	-	(18,351)	-	(18,351)
Balance as of September 30, 2014	1,142,615	3,058,920	1,983,933	989,770	7,175,238	21,957	7,197,195

Investments in subsidiaries	Joint-venture	Total
Ipiranga		



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	Ultracargo - Operações Logísticas e Participações Ltda.	Oxiteno S.A. - Indústria e Comércio	Produtos de Petróleo S.A.	Total	Refinaria de Petróleo Riograndense S.A.	
Balance as of December 31, 2012	988,511	2,349,275	2,435,502	5,773,288	19,759	5,793,047
Share of profit of subsidiaries and joint venture	57,896	160,450	679,090	897,436	2,282	899,718
Dividends and interest on equity (gross)	-	-	(315,436)	(315,436)	(1,612)	(317,048)
Capital decrease	-	-	(700,000)	(700,000)	-	(700,000)
Tax liabilities on equity- method revaluation reserve	-	-	(149)	(149)	-	(149)
Valuation adjustment of subsidiaries	-	(10)	(3)	(13)	-	(13)
Translation adjustments of foreign-based subsidiaries	-	992	-	992	-	992
Balance as of September 30, 2013	1,046,407	2,510,707	2,099,004	5,656,118	20,429	5,676,547

Ultrapar Participações S.A. and Subsidiaries

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b. Joint Ventures (Consolidated)

The Company holds an interest in RPR, which is primarily engaged in oil refining.

The subsidiary Ultracargo Participações holds an interest in União Vopak, which is primarily engaged in liquid bulk storage in the port of Paranaguá.

The subsidiary Ipiranga Produtos de Petróleo S.A. (“IPP”) holds an interest in ConectCar, which is primarily engaged in electronic payment of tolls, parking and fuel. ConectCar, formed in November 2012, started its operation on April 23, 2013 in the State of São Paulo and currently also operates in the States of Rio Grande do Sul, Paraná, Rio de Janeiro, Pernambuco, Bahia, Minas Gerais, Espírito Santo and Distrito Federal.

These investments are accounted for under the equity method of accounting based on their information as of September 30, 2014.

Balances and changes in joint ventures are as follows:

	União Vopak	Movements in investments		Total
		RPR	ConectCar	
Balance as of December 31, 2013	5,916	22,751	15,719	44,386
Capital increase	-	-	19,000	19,000
Share of profit (loss) of joint ventures	478	(794)	(11,926)	(12,242)
Dividends received	(1,136)	-	-	(1,136)
Balance as of September 30, 2014	5,258	21,957	22,793	50,008

	União Vopak	Movements in investments		Total
		RPR	ConectCar	
Balance as of December 31, 2012	5,714	19,759	2,736	28,209
Capital increase	-	-	17,580	17,580
Share of profit (loss) of joint ventures	969	2,282 (*)	(7,650)	(4,399)
Dividends received	-	(1,612)	-	(1,612)
Balance as of September 30, 2013	6,683	20,429	12,666	39,778

\*Includes adjustments related to the conclusion of the audit of 2012.



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The table below presents the full amounts of balance sheets and income statements of joint ventures:

	09/30/2014		
	União Vopak	RPR	ConectCar
Current assets	3,522	99,218	23,374
Non-current assets	8,160	108,933	42,234
Current liabilities	1,168	50,518	20,023
Non-current liabilities	-	91,505	-
Shareholders' equity	10,514	66,128	45,585
Net revenue from sales and services	8,942	145,254	5,493
Costs and operating expenses	(7,618)	(145,901)	(41,593)
Net financial income and income and social contribution taxes	(368)	(1,744)	12,248
Net income (loss)	956	(2,391)	(23,852)
Number of shares or units held	29,995	5,078,888	50,000,000
% of capital held	50	33	50

The percentages in the table above are rounded.

	12/31/2013		
	União Vopak	RPR	ConectCar
Current assets	3,814	115,968	26,585
Non-current assets	9,358	98,407	25,301
Current liabilities	1,340	46,973	20,448
Non-current liabilities	-	98,883	-
Shareholders' equity	11,832	68,519	31,438
Number of shares or units held	29,995	5,078,888	50,000,000
% of capital held	50	33	50

	09/30/2013		
	União Vopak	RPR	ConectCar
Net revenue from sales and services	9,321	146,998	2,762
Costs and operating expenses	(6,556)	(131,455)	(25,906)
Net financial income and income and social contribution taxes	(826)	(5,777)	7,844
Net income (loss)	1,939	9,766	(15,300)
Number of shares or units held	29,995	5,078,888	25,000,000

% of capital held	50	33	50
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The percentages in the table above are rounded.

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Ultrapar Participações S.A. and Subsidiaries

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c. Associates (Consolidated)

Subsidiary IPP holds an interest in Transportadora Sulbrasileira de Gás S.A., which is primarily engaged in natural gas transportation services.

Subsidiary Oxiteno S.A. holds an interest in Oxicap Indústria de Gases Ltda. (“Oxicap”), which is primarily engaged in the supply of nitrogen and oxygen for its shareholders in the Mauá petrochemical complex.

Subsidiary Oxiteno Nordeste S.A. Indústria e Comércio (“Oxiteno Nordeste”) holds an interest in Química da Bahia Indústria e Comércio S.A., which is primarily engaged in manufacturing, marketing, and processing of chemicals. The operations of this associate are currently suspended.

Subsidiary Companhia Ultragaz S.A. (“Cia. Ultragaz”) holds an interest in Metalúrgica Plus S.A., which is primarily engaged in the manufacture and trading of LPG containers. The operations of this associate are currently suspended.

Subsidiary IPP holds an interest in Plenogás Distribuidora de Gás S.A., which is primarily engaged in the marketing of LPG. The operations of this associate are currently suspended.

The investment of subsidiary Oxiteno S.A. in the associate Oxicap is accounted for under the equity method of accounting based on its interim financial information as of August 31, 2014, while the other associates are valued based on the interim financial information as of September 30, 2014.

Balances and changes in associates are as follows:

	Transportadora Sulbrasileira de Gás S.A.	Oxicap Indústria de Gases Ltda.	Química da Bahia Indústria e Comércio S.A.	Total
Balance as of December 31, 2013	5,962	2,144	3,635	11,741
Share of profit of associates	809	570	43	1,422
Dividends received	(725)	-	-	(725)
Balance as of September 30, 2014	6,046	2,714	3,678	12,438

	Transportadora	Oxicap	Química da Bahia	Total
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	Sulbrasileira de Gás S.A.	Indústria de Gases Ltda.	Indústria e Comércio S.A.	
Balance as of December 31, 2012	7,014	2,020	3,636	12,670
Capital reduction	(1,500)	-	-	(1,500)
Share of profit of associates	598	(20)	-	578
Dividends received	(316)	-	-	(316)
Balance as of September 30, 2013	5,796	2,000	3,636	11,432

Ultrapar Participações S.A. and Subsidiaries

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The table below presents the full amounts of balance sheets and income statements of associates:

	Transportadora Sulbrasileira de Gás S.A.	Oxicap Indústria de Gases Ltda.	09/30/2014 Química da Bahia Indústria e Comércio S.A.	Metalúrgica Plus S.A.	Plenogás Distribuidora de Gás S.A.
Current assets	5,578	15,369	117	2,457	206
Non-current assets	19,660	77,668	10,348	182	2,829
Current liabilities	721	7,855	-	417	83
Non-current liabilities	332	74,329	3,109	1,708	3,171
Shareholders' equity	24,185	10,853	7,356	514	(219)
Net revenue from sales and services	6,745	25,150	-	-	-
Costs, operating expenses, and income	(3,422)	(21,726)	(30)	388	379
Net financial income and income and social contribution taxes	(86)	(1,146)	116	965	(6)
Net income for the period	3,237	2,278	86	1,353	373
Number of shares or units held	20,124,996	156	1,493,120	3,000	1,384,308
% of capital held	25	25	50	33	33

The percentages in the table above are rounded.

	Transportadora Sulbrasileira de Gás S.A.	Oxicap Indústria de Gases Ltda.	12/31/2013 Química da Bahia Indústria e Comércio S.A.	Metalúrgica Plus S.A.	Plenogás Distribuidora de Gás S.A.
Current assets	4,482	19,507	85	555	3
Non-current assets	20,449	73,767	10,085	331	2,926
Current liabilities	749	11,019	-	17	62



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Non-current liabilities	332	73,681	2,901	1,708	3,459
Shareholders' equity	23,850	8,574	7,269	(839)	(592)

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	Transportadora Sulbrasileira de Gás S.A.	Oxicap Indústria de Gases Ltda.	09/30/2013 Química da Bahia Indústria e Comércio S.A.	Metalúrgica Plus S.A.	Plenogás Distribuidora de Gás S.A.
Net revenue from sales and services	5,388	23,380	-	-	-
Costs, operating expenses, and income	(3,094)	(23,460)	(27)	(111)	223
Net financial income and income and social contribution taxes	94	(1)	29	(4)	17
Net income (loss) for the period	2,388	(81)	2	(115)	240
Number of shares or units held	20,124,996	156	1,493,120	3,000	1,384,308
% of capital held	25	25	50	33	33

The percentages in the table above are rounded.

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## 12. Property, Plant, and Equipment (Consolidated)

Balances and changes in property, plant, and equipment are as follows:

	Weighted average useful life	Balance in 12/31/2013	Additions	Depreciation	Transfer	Write-offs and disposals	Extrafarma acquisiton (1)	Effect of foreign currency exchange rate variation	Balance in 09/30/2014
Cost:									
Land	-	458,619	4,921	-	73	(5,192)	-	(200)	458,221
Buildings	30	1,219,746	3,969	-	37,412	(5,311)	-	(5,000)	1,250,816
Leasehold improvements	11	549,841	6,787	-	32,542	(1,357)	23,059	(3)	610,869
Machinery and equipment	13	3,745,901	62,155	-	32,164	(2,987)	6,366	(55,699)	3,787,900
Automotive fuel/lubricant distribution equipment and facilities	14	1,939,720	59,625	-	67,632	(14,097)	-	-	2,052,880
LPG tanks and bottles	12	460,596	75,545	-	-	(41,451)	-	-	494,690
Vehicles	8	213,635	19,019	-	13,102	(14,707)	5,695	(273)	236,471
Furniture and utensils	9	126,758	6,631	-	1,170	(227)	14,926	(1,598)	147,660
Construction in progress	-	302,076	214,426	-	(172,832)	(294)	6,751	8,460	358,587
Advances to suppliers	-	27,558	5,419	-	(13,778)	(2,250)	-	-	16,949
Imports in progress	-	130	1,606	-	(1,589)	-	-	(33)	114
IT equipment	5	206,286	12,438	-	785	(1,035)	8,680	(211)	226,943
		9,250,866	472,541	-	(3,319)	(88,908)	65,477	(54,557)	9,642,100
Accumulated depreciation:									
Buildings		(533,776)	-	(27,896)	(44)	2,716	-	5,208	(553,792)
		(269,598)	-	(29,669)	(263)	911	(4,602)	3	(303,218)

Leasehold improvements								
Machinery and equipment	(1,939,238)	-	(169,478)	315	2,220	(1,756)	50,911	(2,057,026)
Automotive fuel/lubricant distribution equipment and facilities	(1,066,425)	-	(85,754)	1	11,731	-	-	(1,140,447)
LPG tanks and bottles	(221,321)	-	(21,829)	(1)	16,086	-	-	(227,065)
Vehicles	(87,860)	-	(9,056)	(1)	10,529	(2,954)	245	(89,097)
Furniture and utensils	(93,246)	-	(7,069)	(4)	155	(3,624)	1,583	(102,205)
IT equipment	(173,942)	-	(9,687)	(34)	986	(3,994)	25	(186,646)
	(4,385,406)	-	(360,438)	(31)	45,334	(16,930)	57,975	(4,659,496)
Provision for losses:								
Land	(197)	-	-	-	-	-	-	(197)
Machinery and equipment	(5,027)	-	-	-	412	-	-	(4,615)
IT equipment	(6)	-	-	-	-	-	-	(6)
Furniture and utensils	(5)	-	-	-	2	-	-	(3)
	(5,235)	-	-	-	414	-	-	(4,821)
Net amount	4,860,225	472,541	(360,438)	(3,350)	(43,160)	48,547	3,418	4,977,783

(1) For further information on the Extrafarma acquisition, see Note 3.a).

Construction in progress relates substantially to expansions and renovations of industrial facilities and terminals and construction and upgrade of service stations and fuel distribution bases.

Advances to suppliers of property, plant, and equipment relate basically to manufacturing of equipment for expansion of plants, terminals and bases, modernization of service stations, and acquisition of real estate.

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## 13. Intangible Assets (Consolidated)

Balances and changes in intangible assets are as follows:

	Weighted average useful life (years)	Balance in 12/31/2013	Additions	Amortization	Transfer	Write-offs and disposals	Extrafarma Aquisition (1)	Effect of foreign currency exchange rate variation	Balance in 09/30/2014
Cost:									
Goodwill (i)	-	896,609	-	-	-	-	795,729	-	1,692,338
Software (ii)	5	353,637	47,624	-	15,658	(191)	7,817	438	424,983
Technology (iii)	5	32,436	181	-	-	-	-	-	32,617
Commercial property rights (iv)	12	16,334	1,424	-	-	-	11,904	-	29,662
Distribution rights (v)	5	2,213,573	289,383	-	(190)	-	-	-	2,502,766
Others (vi)	9	45,523	279	-	(8,044)	-	-	(1,093)	36,665
		3,558,112	338,891	-	7,424	(191)	815,450	(655)	4,719,031
Accumulated amortization:									
Goodwill		(101,983)	-	-	-	-	-	-	(101,983)
Software		(261,693)	-	(26,415)	(5,531)	189	(1,417)	628	(294,239)
Technology		(27,690)	-	(1,336)	-	-	-	-	(29,026)
Commercial property rights		(5,515)	-	(2,090)	8	-	(6,296)	-	(13,893)
Distribution rights		(992,022)	-	(269,499)	(3,965)	-	-	-	(1,265,486)
Others		(454)	-	(648)	(640)	-	-	1,273	(469)
		(1,389,357)	-	(299,988)	(10,128)	189	(7,713)	1,901	(1,705,096)
Net amount		2,168,755	338,891	(299,988)	(2,704)	(2)	807,737	1,246	3,013,935

(1) For further information on the Extrafarma acquisition, see Note 3.a).

i) Goodwill from acquisition of companies was amortized until December 31, 2008, when its amortization ceased. The net remaining balance is tested annually for impairment analysis purposes.

The Company has the following balances of goodwill:

	Segment	09/30/2014	12/31/2013
Goodwill on the acquisition of:			
Extrafarma (*)	Extrafarma	795,729	-
Ipiranga	Ipiranga	276,724	276,724
União Terminais	Ultracargo	211,089	211,089
Texaco	Ipiranga	177,759	177,759
Oxiteno Uruguay	Oxiteno	44,856	44,856
Temmar	Ultracargo	43,781	43,781
DNP	Ipiranga	24,736	24,736
Repsol	Ultragas	13,403	13,403
Others		2,278	2,278
		1,590,355	794,626

(\*) For further information about the goodwill of Extrafarma, see Note 3.a).

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On December 31, 2013, the Company tested the balances of goodwill shown in the table above for impairment. The determination of value in use involves assumptions, judgments, and estimates of cash flows, such as growth rates of revenues, costs and expenses, estimates of investments and working capital, and discount rates. The assumptions about growth projections and future cash flows are based on the Company's business plan, as well as comparable market data, and represent management's best estimate of the economic conditions that will exist over the economic life of the various CGUs, to which goodwill is related.

The evaluation of the value in use is calculated for a period of five years, after which we calculate the perpetuity, considering the possibility of carrying the business on indefinitely.

On December 31, 2013, the discount and real growth rates used to extrapolate the projections ranged from 11.3% to 24.9% and 0% to 5.0% p.a., respectively, depending on the CGU analyzed.

The Company's goodwill impairment tests did not result in the recognition of losses for the year ended December 31, 2013.

ii) Software includes user licenses and costs for the implementation of the various systems used by the Company and its subsidiaries, such as: integrated management and control, financial management, foreign trade, industrial automation, operational and storage management, accounting information, and other systems.

iii) The subsidiaries Oxiteno S.A., Oxiteno Nordeste and Oleoquímica Indústria e Comércio de Produtos Químicos Ltda. ("Oleoquímica") recognize as technology certain rights of use held by them. Such licenses include the production of ethylene oxide, ethylene glycols, ethanalamines, glycol ethers, ethoxylates, solvents, fatty acids from vegetable oils, fatty alcohols, and specialty chemicals, which are products that are supplied to various industries.

iv) Commercial property rights include those described below:

- On July 11, 2002, subsidiary Tequimar executed an agreement with CODEBA – Companhia das Docas do Estado da Bahia, which allows it to explore the area in which the Aratu Terminal is located for 20 years, renewable for a similar period. The price paid by Tequimar was R\$ 12,000, which is being amortized over the period from August 2002 to July 2042.
- In addition, subsidiary Tequimar has a lease contract for an area adjacent to the Port of Santos for 20 years from December 2002, renewable for a similar period, which allows the construction, operation, and use of a terminal for liquid bulk unloading, tank storage, handling, and distribution. The price paid by Tequimar was R\$ 4,334, which is being amortized over the period from August 2005 to December 2022.
- Subsidiary Extrafarma pays key money to obtain certain commercial establishments to open drugstores which is stated at the cost of acquisition, amortized using the straight line method, considering the lease contract terms. In the case of the closedown of stores, the residual amount is recorded in income.

v) Distribution rights refer mainly to bonus disbursements as provided in Ipiranga's agreements with resellers and large customers. Bonus disbursements are recognized when paid and recognized as an expense in the income statement over the term of the agreement (typically 5 years), which is reviewed as per the changes occurred in the agreements.

vi) Others are represented substantially by the acquisition cost of the 'am/pm' brand in Brazil.

The amortization expenses were recognized in the interim financial information as shown below:

	09/30/2014	09/30/2013
Inventories and cost of products and services sold	6,427	9,528
Selling and marketing	266,565	218,779
General and administrative	26,996	22,854
	299,988	251,161



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## 14 Loans, Debentures, and Finance Leases (Consolidated)

## a. Composition

Description	09/30/2014	12/31/2013	Index/Currency	Weighted average financial charges 09/30/2014 - % p.a.	Maturity
Foreign currency – denominated loans:					
Notes in the foreign market (b)	623,580	584,521	US\$	+7.3	2015
Foreign loan (c.1 and c.3) (*)	562,286	187,340	US\$ + LIBOR (i)	+0.6	2015 to 2017
Advances on foreign exchange contracts	156,238	136,753	US\$	+1.2	< 358 days
Foreign loan (c.2)	146,167	140,341	US\$ + LIBOR (i)	+1.0	2017
Financial institutions (e)	106,558	95,792	US\$	+2.1	2014 to 2017
Financial institutions (e)	49,269	46,740	US\$ + LIBOR (i)	+2.0	2017
BNDES (d)	35,261	46,623	US\$	+6.1	2014 to 2020
Financial institutions (e)	32,677	31,241	MX\$ + TIE (ii)	+1.0	2015 to 2016
Foreign currency advances delivered	5,026	25,511	US\$	+0.7	< 88 days
Subtotal	1,717,062	1,294,862			
Brazilian Reais – denominated loans:					
Banco do Brasil – floating rate (f)	2,792,030	2,402,553	CDI	104.6	2015 to 2019
Debentures - 1st public issuance IPP (g.2 and g.3)	1,450,143	606,929	CDI	107.9	2017 to 2018
Debentures - 4th issuance (g.1)	847,893	852,483	CDI	108.3	2015
BNDES (d)	561,495	633,829	TJLP (iii)	+2.6	2014 to 2020
Banco do Brasil – fixed rate (f) (*)	491,275	905,947	R\$	+12.1	2015
Banco do Nordeste do Brasil	89,789	104,072	R\$	+8.5 (v)	

					2018 to 2021
FINEP	59,750	38,845	R\$	+4.0	2019 to 2021
BNDES (d)	56,371	47,428	R\$	+4.6	2015 to 2022
Finance leases (j)	46,315	44,338	IGP-M (iv)	+5.6	2031
Working capital loans Extrafarma – floating rate (i)	28,164	-	CDI	+2.5	2014 to 2017
Export Credit Note (h) (*)	25,699	24,994	R\$	+8.0	2016
FINEP	8,214	6,718	TJLP (iii)	-1.2	2023
Working capital loans Extrafarma – fixed rate (i)	4,278	-	R\$	+10.9	2014 to 2016
Fixed finance leases (j)	951	53	R\$	+15.6	2014 to 2017
FINAME	543	-	TJLP	+5.6%	2016 to 2022
Floating finance leases (j)	508	-	CDI	+2.8%	2017
Subtotal	6,463,418	5,668,189			
Currency and interest rate hedging instruments	12,256	6,575			
Total	8,192,736	6,969,626			
Current	2,570,388	1,829,989			
Non-current	5,622,348	5,139,637			

(\*) These transactions were designated for hedge accounting (see Note 22 – Hedge Accounting).

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- (i) LIBOR = London Interbank Offered Rate.
- (ii) MX\$ = Mexican Peso; THIE = the Mexican interbank balance interest rate.
- (iii) TJLP (Long-term Interest Rate) = set by the National Monetary Council, TJLP is the basic financing cost of Banco Nacional de Desenvolvimento Econômico e Social (“BNDES”), the Brazilian Development Bank. On September 30, 2014, TJLP was fixed at 5.0% p.a.
- (iv) IGP-M = General Market Price Index is a measure of Brazilian inflation, calculated by the Getúlio Vargas Foundation.
- (v) Contract linked to the rate of FNE (Northeast Constitutional Financing Fund) fund whose purpose is to foster the development of the industrial sector, administered by Banco do Nordeste do Brasil. On September 30, 2014, the FNE interest rate was 10% p.a. FNE grants a discount of 15% over the interest rate for timely payments.

The long-term consolidated debt had the following maturity schedule:

	09/30/2014	12/31/2013
From 1 to 2 years	1,327,272	2,831,799
From 2 to 3 years	1,724,983	493,356
From 3 to 4 years	715,349	797,605
From 4 to 5 years	1,779,375	68,640
More than 5 years	75,369	948,237
	5,622,348	5,139,637

As provided in IAS 39 (CPC 8 (R1)), the transaction costs and issuance premiums associated with debt issuance by the Company and its subsidiaries were added to their financial liabilities, as shown in Note 14.k).

The Company’s management entered into hedging instruments against foreign exchange and interest rate variations for a portion of its debt obligations (see Note 22).

b. Notes in the Foreign Market

In December 2005, the subsidiary LPG International Inc. (“LPG Inc.”) issued US\$ 250 million in notes in the foreign market, maturing in December 2015, with interest rate of 7.3% p.a., paid semiannually. The notes were guaranteed by the Company and its subsidiary Oxiteno S.A.

As a result of the issuance of these notes, the Company and its subsidiaries are required to undertake certain obligations, including:

- Limitation on transactions with shareholders that hold 5% or more of any class of stock of the Company, except upon fair and reasonable terms no less favorable than could be obtained in a comparable transaction with a third party.
- Required board approval for transactions with shareholders that hold 5% or more of any class of stock of the Company, or with their subsidiaries, in an amount higher than US\$ 15 million (except transactions of the

Company with its subsidiaries and between its subsidiaries).

- Restriction on sale of all or substantially all assets of the Company and subsidiaries LPG and Oxiteno S.A.
- Restriction on encumbrance of assets exceeding US\$ 150 million or 15% of the value of the consolidated tangible assets.

The Company and its subsidiaries are in compliance with the levels of covenants required by these loans. The restrictions imposed on the Company and its subsidiaries are customary in transactions of this kind and have not limited their ability to conduct their business to date.

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c. Foreign Loans

1) The subsidiary IPP has a foreign loan in the amount of US\$ 80 million, due in November 2015 and bearing interest of LIBOR + 0.8% p.a., paid quarterly. IPP also contracted hedging instruments with floating interest rate in U.S. dollar and exchange rate variation, changing the foreign loan charge to 104.1% of CDI (see Note 22). IPP designated these hedging instruments as a fair value hedge; therefore, loan and hedging instruments are both measured at fair value from inception, with changes in fair value recognized through profit or loss. The foreign loan is secured by the Company.

2) The subsidiary Oxiteno Overseas Corp. (“Oxiteno Overseas”) has a foreign loan in the amount of US\$ 60 million with interest of LIBOR + 1.0% p.a., paid semiannually. The Company, through its subsidiary Cia. Ultragaz, contracted hedging instruments with floating interest rates in dollar and exchange rate variation, changing the foreign loan charge to 86.9% of CDI with maturity in June 2014 and 94.0% of CDI for the remaining term (see Note 22). The foreign loan is guaranteed by the Company and its subsidiary Oxiteno S.A. In January 2014, the subsidiary renegotiated the loan changing the maturity from June 2014 to January 2017.

3) In September 2014, the subsidiary IPP contracted a foreign loan in the amount of US\$ 150 million, due in September 2017 and bearing interest of LIBOR + 0.53% p.a., paid quarterly. IPP also contracted hedging instruments with floating interest rate in U.S. dollar and exchange rate variation, changing the foreign loan charge to 103.7% of CDI (see Note 22). IPP designated these hedging instruments as a fair value hedge; therefore, loan and hedging instruments are both measured at fair value from inception, with changes in fair value recognized through profit or loss. The foreign loan is secured by the Company.

As a result of these foreign loans, some obligations mentioned in Note 14.b) must also be maintained by the Company and its subsidiaries. Additionally, during these contracts, the Company shall maintain the following financial ratios, calculated based on its audited consolidated financial statements:

- Maintenance of a financial ratio, determined by the ratio between consolidated net debt and consolidated Earnings before Interest, Taxes, Depreciation, and Amortization (EBITDA), at less than or equal to 3.5.
- Maintenance of a financial ratio, determined by the ratio between consolidated EBITDA and consolidated net financial expenses, higher than or equal to 1.5.

The Company is in compliance with the levels of covenants required by these loans. The restrictions imposed on the Company and its subsidiaries are usual for this type of transaction and have not limited their ability to conduct their business to date.

d. BNDES

The Company and its subsidiaries have financing from BNDES for some of their investments and for working capital.

During the term of these agreements, the Company must maintain the following capitalization and current liquidity levels, as determined in the annual consolidated audited balance sheet:

- Capitalization level: shareholders' equity / total assets equal to or above 0.3; and
- Current liquidity level: current assets / current liabilities equal to or above 1.3.

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The Company is in compliance with the levels of covenants required by these loans. The restrictions imposed on the Company and its subsidiaries are usual for this type of transaction and have not limited their ability to conduct their business to date.

## e. Financial Institutions

The subsidiaries Oxiteno Mexico S.A. de C.V., Oxiteno USA LLC and Oxiteno Uruguay have loans to finance investments and working capital.

## f. Banco do Brasil

The subsidiary IPP has fixed and floating interest rate loans with Banco do Brasil to finance the marketing, processing, or manufacturing of agricultural goods (ethanol). IPP contracted interest hedging instruments, thus converting the fixed rate for this loan into 99.5% of CDI (see Note 22). IPP designates this hedging instrument as a fair value hedge; therefore, loan and hedging instrument are both stated at fair value from inception. Changes in fair value are recognized in profit or loss.

In January 2014, the subsidiary IPP renegotiated loans, that would mature in 2014, in the notional amount of R\$ 909.5 million, changing the maturities from April and May 2014 to January 2017, with floating interest rate of 105.5% of CDI.

These loans mature, as follows (include interest until September 30, 2014):

Maturity	09/30/2014
Feb/15	412,293
May/15	733,063
Feb/16	166,667
May/16	100,000
Jan/17	977,355
May/19	893,927
Total	3,283,305

Ultrapar Participações S.A. and Subsidiaries

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g. Debentures

1) In March 2012, the Company made its fourth issuance of debentures, in a single series of 800 simple, nonconvertible into shares, unsecured debentures, and its main characteristics are as follows:

Face value unit:	R\$ 1,000,000.00
Final maturity:	March 16, 2015
Payment of the face value:	Lump sum at final maturity
Interest:	108.3% of CDI
Payment of interest:	Annually
Reprice:	Not applicable

2) In December 2012, the subsidiary IPP made its first issuance of public debentures in single series of 60,000 simple, nonconvertible into shares, unsecured, nominative and registered debentures, and its main characteristics are as follows:

Face value unit:	R\$ 10,000.00
Final maturity:	November 16, 2017
Payment of the face value:	Lump sum at final maturity
Interest:	107.9% of CDI
Payment of interest:	Semiannually
Reprice:	Not applicable

3) In January 2014, the subsidiary IPP made its second issuance of public debentures in single series of 80,000 simple nonconvertible into shares, unsecured, nominative and registered debentures, which main characteristics are as follows:

Face value unit:	R\$ 10,000.00
Final maturity:	December 20, 2018
Payment of the face value:	Lump sum at final maturity
Interest:	107.9% of CDI
Payment of interest:	Semiannually
Reprice:	Not applicable





## Ultrapar Participações S.A. and Subsidiaries

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## h. Export Credit Note

In March 2013, the subsidiary Oxiteno Nordeste contracted an export credit note in the amount of R\$ 17.5 million, with maturity in March 2016 and fixed interest rate of 8% p.a., paid quarterly.

In August 2013, the subsidiary Oxiteno Nordeste contracted an export credit note in the amount of R\$ 10.0 million, with maturity in August 2016 and fixed interest rate of 8% p.a., paid quarterly.

Oxiteno Nordeste contracted interest hedging instruments, thus converting the fixed rates for these loans into 88.8% of CDI (see Note 22). Oxiteno Nordeste designated these hedging instruments as a fair value hedge; therefore, loans and hedging instruments are both measured at fair value from inception. Changes in fair value are recognized in profit or loss.

## i. Working Capital

The subsidiary Extrafarma has loans for financing its working capital, with maturities substantially in 2014 and containing fixed and floating rates.

## j. Finance Leases

The subsidiary Cia. Ultragaz has a finance lease contract related to LPG bottling facilities, maturing in April 2031.

The subsidiary Serma – Associação dos Usuários de Equipamentos de Processamento de Dados e Serviços Correlatos (“Serma”) had finance lease contracts related to IT equipment with terms of 36 months. The subsidiary had the option to purchase the assets at a price substantially lower than the fair market price on the date of option. In the second quarter of 2014, the term of the contracts ended and Serma exercised its option to purchase the equipment.

The subsidiary Extrafarma has finance lease contracts related to IT equipment, vehicles, furniture, and utensils, with terms between 24 to 60 months.

The amount of equipment and intangible assets, net of depreciation and amortization, and of the liabilities corresponding to such equipment, are shown below:

	09/30/2014				
	LPG	IT	Vehicles	Furniture	Total
	bottling	equipment		and	
	facilities			utensils	
Equipment and intangible assets, net of depreciation and amortization	25,945	1,070	1,705	753	29,473

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Financing (present value)	46,315	1,032	225	202	47,774
Current	1,926	610	195	202	2,933
Non-current	44,389	422	30	-	44,841

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	12/31/2013		Total
	LPG bottling facilities	IT equipment	
Equipment and intangible assets, net of depreciation and amortization	29,653	292	29,945
Financing (present value)	44,338	53	44,391
Current	1,735	53	1,788
Non-current	42,603	-	42,603

The future disbursements (installments) assumed under these contracts are presented below:

	09/30/2014				Total
	LPG bottling facilities	IT equipment	Vehicles	Furniture and utensils	
Up to 1 year	4,238	675	211	208	5,332
From 1 to 2 years	4,238	297	32	-	4,567
From 2 to 3 years	4,238	219	-	-	4,457
From 3 to 4 years	4,238	11	-	-	4,249
From 4 to 5 years	4,238	-	-	-	4,238
More than 5 years	49,085	-	-	-	49,085
Total	70,275	1,202	243	208	71,928

	12/31/2013		Total
	LPG bottling facilities	IT equipment	
Up to 1 year	3,949	55	4,004
From 1 to 2 years	3,949	-	3,949
From 2 to 3 years	3,949	-	3,949
From 3 to 4 years	3,949	-	3,949
From 4 to 5 years	3,949	-	3,949
More than 5 years	48,704	-	48,704
	68,449	55	68,504

The above amounts include Services Tax (“ISS”) payable on the monthly installments, except for disbursements for the LPG bottling facilities.

## Ultrapar Participações S.A. and Subsidiaries

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## k. Transaction Costs

Transaction costs incurred in issuing debt were deducted from the value of the related financial instruments and are recognized as an expense according to the effective interest rate method, as follows:

	Effective rate of transaction costs (% p.a.)	Balance as of December 31, 2013	Incurred cost	Amortization	Balance as of September 30, 2014
Banco do Brasil (f)	0.4	19,797	-	(4,305)	15,492
Debentures (g)	0.3	4,730	1,422	(2,925)	3,227
Notes in the foreign market (b)	0.2	2,309	-	(799)	1,510
Other	0.3	916	3,140	(503)	3,553
<b>Total</b>		<b>27,752</b>	<b>4,562</b>	<b>(8,532)</b>	<b>23,782</b>

The amount to be appropriated to profit or loss in the future is as follows:

	Up to 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	More than 5 years	Total
Banco do Brasil (f)	3,502	2,575	3,078	3,668	2,669	-	15,492
Debentures (g)	2,099	329	362	346	91	-	3,227
Notes in the foreign market (b)	1,208	302	-	-	-	-	1,510
Other	1,416	1,273	856	8	-	-	3,553
<b>Total</b>	<b>8,225</b>	<b>4,479</b>	<b>4,296</b>	<b>4,022</b>	<b>2,760</b>	<b>-</b>	<b>23,782</b>

## Ultrapar Participações S.A. and Subsidiaries

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## 1. Guarantees

The financings are guaranteed by collateral in the amount of R\$ 77,602 as of September 30, 2014 (R\$ 40,675 as of December 31, 2013) and by guarantees and promissory notes in the amount of R\$ 3,730,946 as of September 30, 2014 (R\$ 2,528,511 as of December 31, 2013).

In addition, the Company and its subsidiaries offer collateral in the form of letters of credit for commercial and legal proceedings in the amount of R\$ 167,722 as of September 30, 2014 (R\$ 155,221 as of December 31, 2013).

Some subsidiaries issued collateral to financial institutions in connection with the amounts owed by some of their customers to such institutions (vendor financing). If a subsidiary is required to make any payment under these collaterals, this subsidiary may recover the amount paid directly from its customers through commercial collection. The maximum amount of future payments related to these collaterals is R\$ 17,104 as of September 30, 2014 (R\$ 14,315 as of December 31, 2013), with maturities of less than 213 days. As of September 30, 2014, the Company and its subsidiaries did not have losses in connection with these collaterals. The fair value of collaterals recognized in current liabilities as other payables is R\$ 414 as of September 30, 2014 (R\$ 350 as of December 31, 2013), which is recognized as profit or loss as customers settle their obligations with the financial institutions.

Some financing agreements of the Company and its subsidiaries have cross default clauses that require them to pay the debt assumed in case of default of other debts equal to or greater than US\$ 15 million. As of September 30, 2014, there was no event of default of the debts of the Company and its subsidiaries.

## 15 Trade Payables (Consolidated)

	09/30/2014	12/31/2013
Domestic suppliers	903,595	907,138
Foreign suppliers	71,986	61,812
	975,581	968,950

The Company and its subsidiaries acquire oil based fuels and LPG from Petróleo Brasileiro S.A. - Petrobras and its subsidiaries and ethylene from Braskem S.A. and Braskem Qpar S.A. These suppliers control almost all of the markets for these products in Brazil. The Company and its subsidiaries depend on the ability of those suppliers to deliver products in a timely manner and at acceptable prices and terms. The loss of any major supplier or a significant reduction in product availability from these suppliers could have a significant adverse effect on the Company and its subsidiaries. The Company and its subsidiaries believe that their relationship with suppliers is satisfactory.





## Ultrapar Participações S.A. and Subsidiaries

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## 16 Salaries and Related Charges (Consolidated)

	09/30/2014	12/31/2013
Provisions on payroll	166,656	111,831
Profit sharing, bonus and premium	79,742	142,120
Social charges	29,332	31,059
Salaries and related payments	9,844	11,000
Benefits	1,542	1,303
Others	539	341
	287,655	297,654

## 17 Taxes Payable (Consolidated)

	09/30/2014	12/31/2013
ICMS	104,296	75,883
Value-Added Tax (IVA) of subsidiaries Oxiteno Mexico, Oxiteno Andina and Oxiteno Uruguay	11,160	11,445
PIS and COFINS	7,874	9,128
ISS	5,469	5,656
IPI	5,341	4,304
National Institute of Social Security (INSS)	2,384	3,998
Income Tax Withholding (IRRF)	1,717	1,659
Others	3,475	4,249
	141,716	116,322

## 18 Provision for Asset Retirement Obligation – Fuel Tanks (Consolidated)

This provision corresponds to the legal obligation to remove Ipiranga's underground fuel tanks located at Ipiranga-branded service stations after a certain use period (see Note 2.m).

Movements in the provision for asset retirement obligation are as follows:

Balance at December 31, 2013	69,661
Additions (new tanks)	512
Expense with tanks removed	(3,080)
Accretion expense	3,405

Balance at September 30, 2014	70,498
Current	4,558
Non-current	65,940

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## 19 Deferred Revenue (Consolidated)

The Company and its subsidiaries have recognized the following deferred revenue:

	09/30/2014	12/31/2013
'am/pm' franchising upfront fee	14,066	14,049
Loyalty program "Km de Vantagens"	8,977	12,816
Loyalty program "Club Extra"	6,076	-
	29,119	26,865
Current	20,297	17,731
Non-current	8,822	9,134

## Loyalty Programs

Ipiranga has a loyalty program called Km de Vantagens ([www.kmdevantagens.com.br](http://www.kmdevantagens.com.br)) under which registered customers are rewarded with points when they buy products at Ipiranga service stations or at its partners. The customers may exchange these points, during the period of one year, for discounts on products and services offered by Ipiranga and its partners. Points received by Ipiranga's customers that may be used with the partner Multiplus Fidelidade and for discounts of fuel in Ipiranga's website ([www.postoipiranganaweb.com.br](http://www.postoipiranganaweb.com.br)) are considered part of sales revenue.

Extrafarma has a loyalty program called Club Extra ([www.clubextra.com.br](http://www.clubextra.com.br)) under which registered customers are rewarded with points when they buy products at its drugstore chain. The customers may exchange these points, during the period of one year, for prizes offered by its partners. Points received by Extrafarma's customers that may be used with the partner Multiplus Fidelidade and as recharge credit on a mobile phone are considered part of sales revenue.

Deferred revenue is based on the fair value of the points granted, considering the value of the prizes and the expected redemption of points. Deferred revenue is recognized in profit or loss when the points are redeemed, on which occasion the costs incurred are also recognized. Deferred revenue of unredeemed points is also recognized in profit or loss when the points expire.

## Franchising Upfront Fee

The franchising upfront fee related to the 'am/pm' convenience store chain received by Ipiranga is deferred and recognized in profit or loss on an accrual basis, based on the substance of the agreements with the franchisees.



Ultrapar Participações S.A. and Subsidiaries

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20 Shareholders' Equity

a. Share Capital

The Company is a publicly traded company listed on BM&FBOVESPA in the Novo Mercado listing segment under the ticker "UGPA3" and on the New York Stock Exchange (NYSE) in the form of level III American Depositary Receipts ("ADRs") under the ticker "UGP". As of September 30, 2014, the subscribed and paid-in capital stock consists of 556,405,096 common shares with no par value, (544,383,996 as of December 31, 2013) and the issuance of preferred shares and participation certificates is prohibited. Each common share entitles its holder to one vote at Shareholders' Meetings.

The price of the shares issued by the Company as of September 30, 2014, on BM&FBOVESPA was R\$ 51.81.

On January 31, 2014, the Extraordinary Shareholders' Meetings of Ultrapar and Extrafarma approved the issuance of 12,021,100 new ordinary, nominative, book-entry shares with no par value of the Company, increasing its capital stock by R\$ 141,913, resulting in a total capital stock of R\$ 3,838,686 represented by 556,405,096 shares. For further information, see Note 3.a).

As of September 30, 2014, the Company is authorized to increase capital up to the limit of 800,000,000 common shares, without amendment to the Bylaws, by resolution of the Board of Directors.

As of September 30, 2014, there were 32,769,297 common shares outstanding abroad in the form of ADRs (34,314,797 shares as of December 31, 2013).

b. Treasury Shares

The Company acquired its own shares at market prices, without capital reduction, to be held in treasury and to be subsequently disposed of or cancelled, in accordance with CVM Instructions 10, of February 14, 1980 and 268, of November 13, 1997. In 2014, there were no stock repurchases.

As of September 30, 2014, 7,738,156 common shares (7,971,556 as of December 31, 2013) were held in the Company's treasury, acquired at an average cost of R\$ 14.42 per share.

c. Capital Reserve

The capital reserve reflects the gain on the transfer of shares at market price to be held in treasury by the Company's subsidiaries, at an average price of R\$ 20.67 per share. Such shares were used in the Deferred Stock Plan granted to executives of these subsidiaries, as mentioned in Note 8.c).

As a result of the issuance of 12,021,100 new shares occurred on January 31, 2014, the Company recognized an increase in the capital reserves in the amount of R\$ 498,812, due to the difference between the value attributable to

share capital and the market value of the Ultrapar shares on the date of issue. For further information, see Note 3.a). In addition, the Company incurred costs directly attributable to issuing new shares in the amount of R\$ 2,260, reducing the capital reserve amount.

Ultrapar Participações S.A. and Subsidiaries

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d. Revaluation Reserve

The revaluation reserve reflects the revaluation of assets of subsidiaries and is based on depreciation, write-off, or disposal of the revalued assets of the subsidiaries, as well as the tax effects recognized by these subsidiaries.

e. Profit Reserves

Legal Reserve

Under Brazilian Corporate Law, the Company is required to appropriate 5% of net annual earnings to a legal reserve, until the balance reaches 20% of capital stock. This reserve may be used to increase capital or absorb losses, but may not be distributed as dividends.

Retention of Profits

Reserve recognized in previous fiscal years and used for investments contemplated in a capital budget, mainly for expansion, productivity, and quality, acquisitions and new investments, in accordance with Article 196 of Brazilian Corporate Law.

Investments Reserve

In compliance with Article 194 of the Brazilian Corporate Law and Article 55.c) of the Bylaws this reserve is aimed to protect the integrity of the Company's assets and to supplement its capital stock, in order to allow new investments to be made. As provided in its Bylaws, the Company may allocate up to 45% of net income to the investments reserve, up to the limit of 100% of the share capital.

The amounts of retention of profits and investments reserve are free of distribution restrictions and totaled R\$ 2,371,533 as of September 30, 2014 and December 31, 2013.

f. Other Comprehensive Income

Valuation Adjustments

The differences between the fair value and amortized cost of financial investments classified as available for sale are recognized directly in equity as valuation adjustments. The gains and losses recognized in the shareholders' equity are reclassified to profit or loss in case the financial instruments are prepaid.

Actuarial gains and losses relating to post-employment benefits, calculated based on a valuation conducted by an independent actuary, are recognized in shareholders' equity under the title "valuation adjustments". Actuarial gains and losses recorded in equity are not reclassified to profit or loss in subsequent periods.

Cumulative Translation Adjustments

The change in exchange rates on assets, liabilities, and income of foreign subsidiaries that have (i) functional currency other than the presentation currency of the Company and (ii) an independent administration, is directly recognized in the shareholders' equity. This accumulated effect is reflected in profit or loss as a gain or loss only in case of disposal or write-off of the investment.



## Ultrapar Participações S.A. and Subsidiaries

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Balance and changes in other comprehensive income of the Company are as follows:

	Fair value of financial investment available for sale	Valuation adjustments		Cumulative translation adjustment
		Actuarial gains of post-employment benefits	Total	
Balance as of December 31, 2013	5	5,423	5,428	38,076
Translation of foreign subsidiaries, including the exchange rate effect of hedge of investments	-	-	-	(18,351)
Changes in fair value	10	-	10	-
Balance as of September 30, 2014	15	5,423	5,438	19,725

	Fair value of financial investment available for sale	Valuation adjustments		Cumulative translation adjustment
		Actuarial losses of post-employment benefits	Total	
Balance as of December 31, 2012	23	(12,638)	(12,615)	12,621
Translation of foreign subsidiaries	-	-	-	992
Changes in fair value	(13)	-	(13)	-
Balance as of September 30, 2013	10	(12,638)	(12,628)	13,613

## g. Dividends

The shareholders are entitled, under the Bylaws, to a minimum annual dividend of 50% of adjusted net income calculated in accordance with Brazilian Corporate Law. The dividends and interest on equity in excess of the obligation established in the Bylaws are recognized in shareholders' equity until they are approved by the Shareholders. The proposed dividends payable as of December 31, 2013 in the amount of R\$ 389,495 (R\$ 0.71 – seventy one cents of Brazilian Real per share), were approved by the Board of Directors on February 19, 2014, and paid as of March 12, 2014, having been ratified in the Annual General Shareholders' Meeting on April 16, 2014. On August 6, 2014, the Board of Directors approved the anticipation of 2014 dividends, in the amount of R\$ 389,554 (R\$ 0.71– seventy one cents of Brazilian Real per share), paid as from August 22, 2014.

## Ultrapar Participações S.A. and Subsidiaries

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## 21 Segment Information

The Company operates five main business segments: gas distribution, fuel distribution, chemicals, storage and, as from January 31, 2014, drugstores. The gas distribution segment (Ultragaz) distributes LPG to residential, commercial, and industrial consumers, especially in the South, Southeast, and Northeast regions of Brazil. The fuel distribution segment (Ipiranga) operates the distribution and marketing of gasoline, ethanol, diesel, fuel oil, kerosene, natural gas for vehicles, and lubricants and related activities throughout all the Brazilian territory. The chemicals segment (Oxiten) produces ethylene oxide and its main derivatives and fatty alcohols, which are raw materials used in the home and personal care, agrochemical, paints, varnishes, and other industries. The storage segment (Ultracargo) operates liquid bulk terminals, especially in the Southeast and Northeast regions of Brazil. The drugstores segment (Extrafarma) trades pharmaceutical, hygiene, and beauty products through its own drugstore chain in the states of Pará, Amapá, Maranhão, Piauí, Ceará, and Rio Grande do Norte. The segments shown in the interim financial information are strategic business units supplying different products and services. Intersegment sales are at prices similar to those that would be charged to third parties.

The main financial information of each of the Company's segments are stated as follows:

	09/30/2014	09/30/2013
Net revenue from sales and services:		
Ultragaz	3,035,665	2,975,494
Ipiranga	43,341,152	39,071,361
Oxiten	2,525,639	2,442,980
Ultracargo	262,953	250,481
Extrafarma (1)	782,841	-
Others (2)	29,887	27,077
Intersegment sales	(64,110)	(53,651)
Total	49,914,027	44,713,742
Intersegment sales:		
Ultragaz	1,400	988
Ipiranga	998	-
Oxiten	1,253	151
Ultracargo	30,756	25,600
Extrafarma (1)	-	-
Others (2)	29,703	26,912
Total	64,110	53,651
Net revenue from sales and services, excluding intersegment sales:		
Ultragaz	3,034,265	2,974,506
Ipiranga	43,340,154	39,071,361
Oxiten	2,524,386	2,442,829
Ultracargo	232,197	224,881

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Extrafarma (1)	782,841	-
Others (2)	184	165
Total	49,914,027	44,713,742

## Ultrapar Participações S.A. and Subsidiaries

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	09/30/2014	09/30/2013
Operating income:		
Ultragaz	121,725	117,399
Ipiranga	1,185,417	1,070,644
Oxiteno	201,539	234,547
Ultracargo	91,646	83,803
Extrafarma (1)	17,641	-
Others (2)	(16,288)	3,885
Total	1,601,680	1,510,278
Financial income	263,996	166,644
Financial expenses	(584,739)	(410,392)
Share of profit of joint-ventures and associates	(10,820)	(3,821)
Income before income and social contribution taxes	1,270,117	1,262,709
Additions to property, plant, and equipment and intangible assets:		
Ultragaz	177,313	141,621
Ipiranga	485,633	479,096
Oxiteno	85,855	94,890
Ultracargo	19,919	26,082
Extrafarma (1)	21,568	-
Others (2)	21,144	7,836
Total additions to property, plant, and equipment and intangible assets (see Notes 12 and 13)	811,432	749,525
Asset retirement obligation – fuel tanks (see Note 18)	(512)	(505)
Capitalized borrowing costs	(5,117)	(5,408)
Total investments in property, plant, and equipment and intangible assets (cash flow)	805,803	743,612
Depreciation and amortization charges:		
Ultragaz	102,027	99,970
Ipiranga	390,294	334,729
Oxiteno	103,765	99,128
Ultracargo	36,970	35,203
Extrafarma (1)	8,825	-
Others (2)	9,585	8,982
Total	651,466	578,012



## Ultrapar Participações S.A. and Subsidiaries

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	09/30/2014	12/31/2013
Total assets (excluding intersegment sales):		
Ultragaz	2,658,143	2,502,590
Ipiranga	8,596,482	8,077,204
Oxitenó	4,026,814	4,030,122
Ultracargo	1,365,984	1,320,344
Extrafarma	485,232	-
Others (2)	1,337,815	448,285
Total	18,470,470	16,378,545

(1) Information of the period from February 1 to September 30, 2014. See Note 3.a).

(2) Composed of the parent company Ultrapar (including certain goodwill) and subsidiaries Serma and Imaven Imóveis Ltda.

## Geographic Area Information

The fixed and intangible assets of the Company and its subsidiaries are located in Brazil, except those related to Oxitenó' plants abroad, as shown below:

	09/30/2014	12/31/2013
United States of America	124,480	109,451
Mexico	107,961	85,610
Uruguay	52,375	50,304
Venezuela (*)	17,100	24,834

(\*) See Note 2.r)

The Company generates revenue from operations in Brazil, Mexico, United States of America, Uruguay and Venezuela, as well as from exports of products to foreign customers, as disclosed below:

	09/30/2014	09/30/2013
Net revenue:		
Brazil	49,235,713	43,995,117
Mexico	102,546	102,498
Venezuela	36,726	136,073
Other Latin American countries	272,456	252,893
United States of America and Canada	114,452	113,037
Far East	40,927	28,123
Europe	61,618	50,791
Others	49,589	35,210

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Total	49,914,027	44,713,742
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Ultrapar Participações S.A. and Subsidiaries

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22 Risks and Financial Instruments (Consolidated)

Risk Management and Financial Instruments - Governance

The main risks to which the Company and its subsidiaries are exposed reflect strategic/operational and economic/financial aspects. Operational/strategic risks (including, but not limited to, demand behavior, competition, technological innovation, and material changes in the industry structure) are addressed by the Company's management model. Economic/financial risks primarily reflect default of customers, behavior of macroeconomic variables, such as exchange and interest rates, as well as the characteristics of the financial instruments used by the Company and its subsidiaries and their counterparties. These risks are managed through control policies, specific strategies, and the establishment of limits.

The Company has a conservative policy for the management of resources, financial instruments, and risks approved by its Board of Directors ("Policy"). In accordance with the Policy, the main objectives of financial management are to preserve the value and liquidity of financial assets and ensure financial resources for the development of the business, including expansions. The main financial risks considered in the Policy are risks associated with currencies, interest rates, credit, and selection of financial instruments. Governance of the management of financial risks and financial instruments follows the segregation of duties below:

- Implementation of the management of financial assets, instruments, and risks is the responsibility of the financial area, through its treasury department, with the assistance of the tax and accounting departments.
- Supervision and monitoring of compliance with the principles, guidelines, and standards of the Policy is the responsibility of the Risk and Investment Committee, which is composed of members of the Company's Executive Board ("Committee"). The Committee holds regular meetings and is in charge, among other responsibilities, of discussing and monitoring the financial strategies, existing exposures, and significant transactions involving investment, fundraising, or risk mitigation. The Committee monitors the risk standards established by the Policy through a monitoring map on a monthly basis.
- Changes in the Policy or revisions of its standards are subject to the approval of the Board of Directors of Ultrapar.
- Continuous improvement of the Policy is the joint responsibility of the Board of Directors, the Committee, and the financial area.
- The internal audit department audits the compliance with the requirements of the Policy.

## Ultrapar Participações S.A. and Subsidiaries

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## Currency Risk

Most transactions of the Company and its subsidiaries are located in Brazil and, therefore, the reference currency for risk management is the Brazilian Real. Currency risk management is guided by neutrality of currency exposures and considers the transactional, accounting, and operational risks of the Company and its subsidiaries and their exposure to changes in exchange rates. The Company considers as its main currency exposures the assets and liabilities in foreign currency and the short-term flow of net sales in foreign currency of Oxiteno.

The Company and its subsidiaries use exchange rate hedging instruments (especially between the Brazilian Real and the U.S. dollar) available in the financial market to protect their assets, liabilities, receipts, and disbursements in foreign currency and net investments in foreign operations. Hedge is used in order to reduce the effects of changes in exchange rates on the Company's income and cash flows in Brazilian Reais within the exposure limits under its Policy. Such foreign exchange hedging instruments have amounts, periods, and rates substantially equivalent to those of assets, liabilities, receipts, and disbursements in foreign currencies to which they are related. Assets and liabilities in foreign currencies are stated below, translated into Brazilian Reais as of September 30, 2014 and December 31, 2013:

## Assets and Liabilities in Foreign Currencies

In million of Brazilian Reais	09/30/2014	12/31/2013
Assets in foreign currency		
Cash, cash equivalents and financial investments in foreign currency (except hedging instruments)	507.3	457.2
Foreign trade receivables, net of allowance for doubtful accounts	195.3	156.0
Net investments in foreign subsidiaries (except cash, cash equivalents, financial investments, trade receivables, financing, and payables)	485.9	443.4
	1,188.5	1,056.6
Liabilities in foreign currency		
Financing in foreign currency	(1,717.1)	(1,294.9)
Payables arising from imports, net of advances to foreign suppliers	(64.6)	(45.3)
	(1,781.7)	(1,340.2)
Foreign currency hedging instruments	758.0	427.1
Net asset position – Total	164.8	143.5



Ultrapar Participações S.A. and Subsidiaries

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Sensitivity Analysis of Assets and Liabilities in Foreign Currency

The table below shows the effect of exchange rate changes in different scenarios, based on the net asset position of R\$ 164.8 million in foreign currency:

In million of Brazilian Reais	Risk	Scenario I 10%	Scenario II 25%	Scenario III 50%
(1) Income effect	Real devaluation	(2.8)	(6.9)	(13.8)
(2) Equity effect		19.3	48.1	96.2
(1) + (2)	Net effect	16.5	41.2	82.4
(3) Income effect	Real appreciation	2.8	6.9	13.8
(4) Equity effect		(19.3)	(48.1)	(96.2)
(3) + (4)	Net effect	(16.5)	(41.2)	(82.4)

Gains (losses) directly recognized in equity in cumulative translation adjustments are due to changes in the exchange rate on equity of foreign subsidiaries (see Notes 2.r and 20.f).

## Ultrapar Participações S.A. and Subsidiaries

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## Interest Rate Risk

The Company and its subsidiaries adopt conservative policies for borrowing and investing financial resources and for capital cost minimization. The financial investments of the Company and its subsidiaries are primarily held in transactions linked to the CDI, as set forth in Note 4. Borrowings primarily relate to financing from Banco do Brasil, BNDES, and other development agencies, as well as debentures and borrowings in foreign currency, as shown in Note 14.

The Company does not actively manage risks associated with changes in the level of interest rates and attempts to maintain its financial interest assets and liabilities at floating rates. As of September 30, 2014, the Company and its subsidiaries had interest rate derivative financial instruments linked to domestic loans, in which the Company swapped the fixed interest rate of certain debts to floating interest rates (CDI).

The table below shows the financial assets and liabilities exposed to floating interest rates as of September 30, 2014 and December 31, 2013:

In million of Brazilian Reais

	Note	09/30/2014	12/31/2013
<b>CDI</b>			
Cash equivalents	4	2,397.3	2,051.1
Financial investments	4	758.4	747.3
Asset position of hedging instruments - CDI	22	106.4	112.3
Loans and debentures	14	(5,118.7)	(3,862.0)
Liability position of hedging instruments - CDI	22	(776.8)	(452.5)
Liability position of hedging instruments from pre-fixed interest to CDI	22	(473.7)	(854.6)
Net liability position in CDI		(3,107.1)	(2,258.4)
<b>TJLP</b>			
Loans -TJLP	14	(570.3)	(640.5)
Net liability position in TJLP		(570.3)	(640.5)
<b>LIBOR</b>			
Asset position of hedging instruments - LIBOR	22	711.7	329.7
Loans - LIBOR	14	(757.7)	(374.4)
Net liability position in LIBOR		(46.0)	(44.7)
<b>TIIE</b>			
Loans - TIIE	14	(32.7)	(31.2)
Net liability position in TIIE		(32.7)	(31.2)
Total net liability position		(3,756.1)	(2,974.8)



## Ultrapar Participações S.A. and Subsidiaries

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## Sensitivity Analysis of Floating Interest Rate Risk

The table below shows the incremental expenses and income that would be recognized in financial income for the nine-month period ended September 30, 2014, due to the effect of floating interest rate changes in different scenarios:

In million of Brazilian Reais

	Risk	Scenario I 10%	Scenario II 25%	Scenario III 50%
Exposure of interest rate risk				
Interest on cash equivalents and financial investments effect	Increase in CDI	21.9	54.8	109.5
Hedging instruments (assets in CDI) effect	Increase in CDI	0.7	1.7	3.3
Interest on debt effect	Increase in CDI	(41.0)	(102.5)	(205.0)
Hedging instruments (liabilities in CDI) effect	Increase in CDI	(7.6)	(18.9)	(38.0)
Incremental expenses		(26.0)	(64.9)	(130.2)
Interest on debt effect	Increase in TJLP	(2.2)	(5.4)	(10.9)
Incremental expenses		(2.2)	(5.4)	(10.9)
Hedging instruments (assets in LIBOR) effect	Increase in LIBOR	0.1	0.2	0.4
Interest on debt effect	Increase in LIBOR	(0.1)	(0.2)	(0.3)
Incremental expenses		-	-	0.1
Interest on debt effect	Increase in TIIE	(0.1)	(0.2)	(0.4)
Incremental expenses		(0.1)	(0.2)	(0.4)

## Ultrapar Participações S.A. and Subsidiaries

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## Credit Risks

The financial instruments that would expose the Company and its subsidiaries to credit risks of the counterparty are basically represented by cash and bank deposits, financial investments, hedging instruments, and trade receivables.

Credit risk of financial institutions - Such risk results from the inability of financial institutions to comply with their financial obligations to the Company and its subsidiaries due to insolvency. The Company and its subsidiaries regularly conduct a credit review of the institutions with which they hold cash and cash equivalents, financial investments, and hedging instruments through various methodologies that assess liquidity, solvency, leverage, portfolio quality, etc. Cash and cash equivalents, financial investments, and hedging instruments are held only with institutions with a solid credit history, chosen for safety and soundness. The volume of cash and cash equivalents, financial investments, and hedging instruments are subject to maximum limits by each institution and, therefore, require diversification of counterparties.

Government credit risk - The Company's policy allows investments in government securities from countries classified as investment grade AAA or Aaa by specialized credit rating agencies and in Brazilian government bonds. The volume of such financial investments is subject to maximum limits by each country and, therefore, requires diversification of counterparties.

Customer credit risk - Such risks are managed by each business unit through specific criteria for acceptance of customers and their credit rating and are additionally mitigated by the diversification of sales. No single customer or group accounts for more than 10% of total revenue.

The Company maintained the following allowances for doubtful accounts on trade receivables:

	09/30/2014	12/31/2013
Ipiranga	131,258	121,205
Ultragaz	23,801	20,793
Extrafarma	5,843	-
Ultracargo	2,513	2,513
Oxitenó	2,742	2,569
Total	166,157	147,080



## Ultrapar Participações S.A. and Subsidiaries

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## Liquidity Risk

The Company and its subsidiaries' main sources of liquidity derive from (i) cash, cash equivalents, and financial investments, (ii) cash generated from operations and (iii) financing. The Company and its subsidiaries believe that these sources are sufficient to satisfy their current funding requirements, which include, but are not limited to, working capital, capital expenditures, amortization of debt, and payment of dividends.

The Company and its subsidiaries periodically examine opportunities for acquisitions and investments. They consider different types of investments, either directly, through joint ventures, or through associated companies, and finance such investments using cash generated from operations, debt financing, through capital increases, or through a combination of these methods.

The Company and its subsidiaries believe to have enough working capital to satisfy their current needs. The gross indebtedness due over the next twelve months totals R\$ 2,995.7 million, including estimated interests on loans. Furthermore, the investment plan for 2014 totals R\$ 1,484 million and until the third quarter of 2014 the amount of R\$ 747 million had been realized. On September 30, 2014, the Company and its subsidiaries had R\$ 3,696.9 million in cash, cash equivalents, and short-term financial investments (for quantitative information, see Notes 4 and 14).

The table below presents a summary of financial liabilities as of September 30, 2014 to be settled by the Company and its subsidiaries, listed by maturity. The amounts disclosed in this table are the contractual undiscounted cash outflows, and, therefore, these amounts may be different from the amounts disclosed on the balance sheet as of September 30, 2014.

Financial liabilities	Total	In million of Brazilian Reais			
		Less than 1 year	Between 1 and 3 years	Between 3 and 5 years	More than 5 years
Loans including future contractual interest (1) (2)	10,217.0	2,995.7	3,744.6	3,376.7	100.0
Currency and interest rate hedging instruments (3)	142.6	66.7	75.9	-	-
Trade payables	975.6	975.6	-	-	-

(1) To calculate the estimated interest on loans some macroeconomic assumptions were used, including averaging for the period the following: (i) CDI of 12.1 % p.a., (ii) exchange rate of the Real against the U.S. dollar of R\$ 2.51 in 2014, R\$ 2.67 in 2015, R\$ 2.92 in 2016, R\$ 3.19 in 2017, R\$ 3.45 in 2018, and R\$ 3.72 in 2019 (iii) TJLP of 5.0% p.a. and (iv) IGP-M of 7.0% in 2014, 6.7% in 2015, 7.0% in 2016, 6.3% in 2017, and 6.3% in 2018 (source: BM&FBOVESPA, Bulletin Focus and financial institutions).

(2) Includes estimated interest payments on short-term and long-term loans until the payment date.

(3) The currency and interest rate hedging instruments were estimated based on projected U.S dollar futures contracts and the futures curve of DI x Pre contract quoted on BM&FBOVESPA as of September 30, 2014 and on the futures curve of LIBOR (ICE - IntercontinentalExchange) on September 30, 2014. In the table above, only the hedging instruments with negative results at the time of settlement were considered.

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Capital Management

The Company manages its capital structure based on indicators and benchmarks. The key performance indicators related to the capital structure management are the weighted average cost of capital, net debt / EBITDA, interest coverage, and indebtedness / equity ratios. Net debt is composed of cash, cash equivalents, and financial investments (see Note 4) and loans, including debentures (see Note 14). The Company can change its capital structure depending on the economic and financial conditions, in order to optimize its financial leverage and capital management. The Company seeks to improve its return on invested capital by implementing efficient working capital management and a selective investment program.

Selection and Use of Financial Instruments

In selecting financial investments and hedging instruments, an analysis is conducted to estimate rates of return, risks involved, liquidity, calculation methodology for the carrying value and fair value, and a review is conducted of any documentation applicable to the financial instruments. The financial instruments used to manage the financial resources of the Company and its subsidiaries are intended to preserve value and liquidity.

The Policy contemplates the use of derivative financial instruments only to cover identified risks and in amounts consistent with the risk (limited to 100% of the identified risk). The risks identified in the Policy are described in the above sections, and are subject to risk management. In accordance with the Policy, the Company and its subsidiaries can use forward contracts, swaps, options, and futures contracts to manage identified risks. Leveraged derivative instruments are not permitted. Because the use of derivative financial instruments is limited to the coverage of identified risks, the Company and its subsidiaries use the term “hedging instruments” to refer to derivative financial instruments.

As mentioned in the section “Risk Management and Financial Instruments – Governance”, the Committee monitors compliance with the risk standards established by the Policy through a risk monitoring map, including the use of hedging instruments, on a monthly basis. In addition, the internal audit department verifies the compliance with the requirements of the Policy.

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The table below summarizes the position of hedging instruments adopted by the Company and its subsidiaries:

Hedging instruments	Counterparty	Maturity	Notional amount1		Fair value		Amounts	Amounts
			09/30/2014	12/31/2013	09/30/2014	12/31/2013	receivable	payable
					R\$ million	R\$ million	R\$ million	R\$ million
a –Exchange rate swaps receivable in U.S. dollars								
Receivables in U.S. dollars (LIBOR)	Bradesco, BTMU,		US\$ 290.0	US\$ 140.0	711.7	329.7	711.7	-
Receivables in U.S. dollars (Fixed)	Citibank, HSBC, Itaú, JP Morgan, Santander	Oct 2014 to Sep 2017	US\$ 61.9	US\$ 87.4	155.9	212.8	155.9	-
Payables in CDI interest rate			US\$ (351.9)	US\$ (227.4)	(776.8)	(452.5)	-	776.8
Total result			-	-	90.8	90.0	867.6	776.8
b.1 and b.2 – Exchange rate swaps payable in U.S. dollars + COUPON								
Receivables in CDI interest rates	Bradesco, HSBC, Itaú	Oct 2014 to Nov 2014	US\$ 44.1	US\$ 48.1	106.4	112.3	106.4	-
Payables in U.S. dollars (Fixed)			US\$ (44.1)	US\$ (48.1)	(109.6)	(115.4)	-	109.6
Total result			-	-	(3.2)	(3.1)	106.4	109.6
c – Interest rate swaps in R\$								
Receivables in fixed interest rate	Banco do Brasil, Itaú	May 2015 to Aug 2016	R\$ 327.5	R\$ 627.5	519.8	937.0	519.8	-
			R\$ (327.5)	R\$ (627.5)	(473.7)	(854.6)	-	473.7

Payables in CDI interest rate						
Total result	-	-	46.1	82.4	519.8	473.7
Total gross result			133.7	169.3	1,493.8	1,360.1
Income tax			(23.8)	(24.3)	(23.8)	-
Total net result			109.9	145.0	1,470.0	1,360.1
Positive result (see Note 4)			122.2	151.6		
Negative result (see Note 14)			(12.3)	(6.6)		

(1) In million. Currency as indicated.

All transactions mentioned above were properly registered with CETIP S.A.

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Hedging instruments existing as of September 30, 2014 are described below, according to their category, risk, and hedging strategy:

a - Hedging against foreign exchange exposure of liabilities in foreign currency - The purpose of these contracts is (i) to offset the effect of the change in exchange rates of debts or firm commitments in U.S. dollars by converting them into debts or firm commitments in Brazilian Reais linked to CDI, and (ii) change a financial investment linked to the CDI and given as a guarantee to a loan in the U.S. dollar into a financial investment linked to the U.S. dollar. As of September 30, 2014, the Company and its subsidiaries had outstanding swap contracts totaling US\$ 351.9 million in notional amount with a liability position, on average of 103.2% of CDI, of which US\$ 61.9 million, on average, had an asset position at US\$ + 3.9 % p.a. and US\$ 290.0 million had an asset position at US\$ + LIBOR + 0.8% p.a.

b.1 - Hedging against foreign exchange exposure of operations - The purpose of these contracts is to make the exchange rate of the revenues of subsidiaries Oleoquímica, Oxiteno S.A. and Oxiteno Nordeste equal to the exchange rate of the cost of their main raw materials during their operating cycles. As of September 30, 2014, these swap contracts totaled US\$ 12.1 million and, on average, had an asset position at 85.5 % of CDI and a liability position at US\$ + 0.0% p.a.

b.2 - Hedging against foreign exchange exposure of net investments in foreign operations - The purpose of these contracts is to minimize the effect of exchange variation of investments in foreign subsidiaries with functional currencies different from the functional currency of the Company, turning them into investments in Brazilian Reais. On September 30, 2014, the Company and its subsidiaries had outstanding swap contracts totaling US\$ 32.0 million in notional amount with an asset position at 93.5 % of CDI and a liability position of US\$ + 0.0% p.a.

c - Hedging against the interest rate fixed in local financing - The purpose of these contracts is to convert the interest rate on financing contracted in Brazilian Reais from fixed into floating. On September 30, 2014 these swap contracts totaled R\$ 327.5 million of notional amount corresponding to principal amount of related debt, and on average had an asset position at 11.8% p.a. and a liability position at 98.6% of CDI.

#### Hedge Accounting

The Company and its subsidiaries test, throughout the duration of the hedge, the effectiveness of their derivatives, as well as the changes in their fair value. The Company and its subsidiaries designate as fair value hedges certain derivative financial instruments used to offset the variations in interest and exchange rates, which are based on the market value of financing contracted in Brazilian Reais and U.S. dollars.

On September 30, 2014, the notional amount of interest rate hedging instruments totaled R\$ 327.5 million, referring to the principal of the pre-fixed loans in Brazilian Reais. For the nine-month period ended September 30, 2014, a gain of R\$ 3.5 million related to the result of hedging instruments, an income of R\$ 7.8 million related to the fair value adjustment of debt, and an expense of R\$ 45.8 million related to the accrued interest rate of the debt were recognized in the income statement, transforming the average effective cost of the operations into 98.6% of CDI.

On September 30, 2014, the notional amount of foreign exchange hedging instruments designated as fair value hedge totaled US\$ 230.0 million. For the nine-month period ended September 30, 2014, an income of R\$ 23.2 million related to the result of hedging instruments, a gain of R\$ 0.1 million related to the fair value adjustment of debt, and a loss of R\$ 41.8 million related to the financial expense of the debt were recognized in the income statements, transforming the average effective cost of the operation into 103.8% of CDI (see Note 14.c.1 and c.3).

On September 30, 2014, the notional amount of exchange rate hedging instruments designated as hedges of net investment in a foreign operation totaled US\$ 32 million relating to the portion of investments in entities which have functional currency different from the Real. For the nine-month period ended September 30, 2014, a loss of R\$ 2.2 million was recorded. The exchange rate on investment and the hedging instrument effects were offset in equity.

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## Gains (losses) on Hedging Instruments

The following tables summarize the value of gains (losses) recognized, which affected the shareholders' equity as of September 30, 2014 and December 31, 2013 and income statement for the nine-month period ended September 30, 2014 and 2013 of the Company and its subsidiaries:

	09/30/2014 R\$ million	
	Profit or loss	Equity
a – Exchange rate swaps receivable in U.S. dollars (i) (ii)	(31.9)	-
b – Exchange rate swaps payable in U.S. dollars (ii)	6.8	(2.2)
c – Interest rate swaps in R\$ (iii)	11.3	-
<b>Total</b>	<b>(13.8)</b>	<b>(2.2)</b>

	R\$ million	
	09/30/2013 Profit or loss	12/31/2013 Equity
a – Exchange rate swaps receivable in U.S. dollars (i) (ii)	(20.1)	-
b – Exchange rate swaps payable in U.S. dollars (ii)	(1.1)	-
c – Interest rate swaps in R\$ (iii)	44.9	-
<b>Total</b>	<b>23.7</b>	<b>-</b>

The table above: (i) does not consider the effect of exchange rate variation of exchange swaps receivable in U.S. dollars when this effect is offset in the gain or loss of the hedged item (debt), (ii) considers the designation effect of foreign exchange hedging and (iii) considers the designation effect of interest rate hedging in Brazilian Reais.



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## Fair Value of Financial Instruments

The fair values and the carrying values of the financial instruments, including currency and interest rate hedging instruments, as of September 30, 2014 and December 31, 2013, are stated below:

Category	Note	09/30/2014		12/31/2013		
		Carrying value	Fair value	Carrying value	Fair value	
<b>Financial assets:</b>						
<b>Cash and cash equivalents</b>						
Cash and bank deposits	Loans and receivables	4	84,055	84,055	224,926	224,926
Financial investments in local currency	Measured at fair value through profit or loss	4	2,397,256	2,397,256	2,051,143	2,051,143
Financial investments in foreign currency	Measured at fair value through profit or loss	4	4,478	4,478	-	-
<b>Financial investments</b>						
Fixed-income securities and funds in local currency	Available for sale	4	747,798	747,798	736,638	736,638
Fixed-income securities and funds in local currency	Held to maturity	4	10,618	10,618	10,618	10,618
Fixed-income securities and funds in foreign currency	Available for sale	4	459,733	459,733	368,781	368,781
Currency and interest rate hedging instruments	Measured at fair value through profit or loss	4	122,154	122,154	151,594	151,594
<b>Total</b>			<b>3,826,092</b>	<b>3,826,092</b>	<b>3,543,700</b>	<b>3,543,700</b>
<b>Financial liabilities:</b>						
Financing	Measured at fair value through profit or loss	14	1,079,260	1,079,260	1,118,281	1,118,281
Financing	Measured at amortized cost	14	4,755,410	4,700,652	4,340,967	4,373,680
Debentures	Measured at amortized cost	14	2,298,036	2,288,167	1,459,412	1,456,282
Finance leases	Measured at amortized cost	14	47,774	47,774	44,391	44,391
			12,256	12,256	6,575	6,575

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Currency and interest rate hedging instruments	Measured at fair value through profit or loss	14				
Subscription warrants indemnification	–Measured at fair value through profit or loss	3.a	107,181	107,181	-	-
<b>Total</b>			<b>8,299,917</b>	<b>8,235,290</b>	<b>6,969,626</b>	<b>6,999,209</b>

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Ultrapar Participações S.A. and Subsidiaries

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The fair value of financial instruments, including currency and interest hedging instruments, was determined as follows:

- The fair value of cash and bank deposit balances are identical to their carrying values.
- Financial investments in investment funds are valued at the value of the fund unit as of the date of the reporting period, which corresponds to their fair value.
- Financial investments in CDBs (Bank Certificates of Deposit) and similar investments offer daily liquidity through repurchase at the “yield curve” and, therefore, the Company believes their fair value corresponds to their carrying value.
- The fair value calculation of LPG Inc.’s notes in the foreign market (see Note 14.b) is based on the quoted prices in an active market.
- The subscription warrants – indemnification are based on the share price of Ultrapar (UGPA3) at the reporting date.

The fair value of other financial investments and financing was determined using calculation methodologies commonly used for mark-to-market reporting, which consist of calculating future cash flows associated with each instrument adopted and adjusting them to present value at the market rates as of September 30, 2014 and December 31, 2013. For some cases where there is no active market for the financial instrument, the Company and its subsidiaries can use quotes provided by the transaction counterparties.

The interpretation of market information on the choice of calculation methodologies for the fair value requires considerable judgment and estimates to obtain a value deemed appropriate to each situation. Consequently, the estimates presented do not necessary indicate the amounts that may be realizable in the current market.

Financial instruments were classified as loans and receivables or financial liabilities measured at amortized cost, except (i) all exchange rate and interest rate hedging instruments, which are measured at fair value through profit or loss, (ii) financial investments classified as measured at fair value through profit or loss, (iii) financial investments that are classified as available for sale, which are measured at fair value through other comprehensive income (see Note 4), (iv) loans and financing measured at fair value through profit or loss (see Note 14), (v) guarantees to customers that have vendor arrangements (see Note 14.1), which are measured at fair value through profit or loss, and (vi) subscription warrants – indemnification, which are measured at fair value through profit or loss. The financial investments classified as held-to-maturity are measured at amortized cost. Cash, banks, and trade receivables are classified as loans and receivables. Trade payables and other payables are classified as financial liabilities measured at amortized cost.



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## Fair Value Hierarchy of Financial Instruments on the Balance Sheet

The financial instruments recognized at fair value on the balance sheet are classified in the following categories:

- (a) Level 1 - prices negotiated (without adjustment) in active markets for identical assets or liabilities;
- (b) Level 2 - inputs other than prices negotiated in active markets included in Level 1 and observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
- (c) Level 3 - inputs for the asset or liability which are not based on observable market variables (unobservable inputs).

The table below shows a summary of the financial assets and financial liabilities measured at fair value in the Company's and its subsidiaries' balance sheet as of September 30, 2014 and December 31, 2013:

	Category	Note	09/30/2014	Level 1	Level 2	Level 3
<b>Financial assets:</b>						
<b>Cash equivalents</b>						
Financial investments in local currency	Measured at fair value through profit or loss	4	2,397,256	2,397,256	-	-
Financial investments in foreign currency	Measured at fair value through profit or loss	4	4,478	4,478	-	-
<b>Financial investments</b>						
Fixed-income securities and funds in local currency	Available for sale	4	747,798	747,798	-	-
Fixed-income securities and funds in foreign currency	Available for sale	4	459,733	149,657	310,076	-
Currency and interest rate hedging instruments	Measured at fair value through profit or loss	4	122,154	-	122,154	-
<b>Total</b>			<b>3,731,419</b>	<b>3,299,189</b>	<b>432,230</b>	<b>-</b>
<b>Financial liabilities:</b>						
Financing		14	1,079,260	-	1,079,260	-

	Measured at fair value through profit or loss					
Currency and interest rate hedging instruments	Measured at fair value through profit or loss	14	12,256	-	12,256	-
Subscription warrants – indemnification (1)	Measured at fair value through profit or loss	3.a	107,181	-	107,181	-
Total			1,198,697	-	1,198,697	-

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	Category	Note	12/31/2013	Level 1	Level 2	Level 3
<b>Financial assets:</b>						
<b>Cash equivalents</b>						
	Measured at fair value through profit or loss					
Financial investments in local currency		4	2,051,143	2,051,143	-	-
<b>Financial investments</b>						
Fixed-income securities and funds in local currency	Available for sale	4	736,638	736,638	-	-
Fixed-income securities and funds in foreign currency	Available for sale	4	368,781	-	368,781	-
	Measured at fair value through profit or loss					
Currency and interest rate hedging instruments		4	151,594	-	151,594	-
<b>Total</b>			<b>3,308,156</b>	<b>2,787,781</b>	<b>520,375</b>	<b>-</b>
<b>Financial liabilities:</b>						
	Measured at fair value through profit or loss					
Financing		14	1,118,281	-	1,118,281	-
	Measured at fair value through profit or loss					
Currency and interest rate hedging instruments		14	6,575	-	6,575	-
<b>Total</b>			<b>1,124,856</b>	<b>-</b>	<b>1,124,856</b>	<b>-</b>

1) Refers to subscription warrants issued by the Company in the Extrafarma acquisition that, if exercised, may lead to the issuance of up to 3,205,622 shares in the future, related to subscription warrants – indemnification. The subscription warrants are measured using the price of the shares issued by Ultrapar (UGPA3) on the reporting date and are adjusted to the Company's dividend yield, since the exercise is only possible starting in 2020 onwards and are not entitled to dividends. The number of shares of subscription warrants – indemnification is also adjusted according to the changes in the amounts of provision for tax, civil, and labor risks and contingent liabilities related to the period prior to January 31, 2014. For further information of the Extrafarma acquisition, see Note 3.a).

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## Sensitivity Analysis

The Company and its subsidiaries use derivative financial instruments only to hedge against identified risks and in amounts consistent with the risk (limited to 100% of the identified risk). Thus, for purposes of sensitivity analysis of market risks associated with financial instruments, as required by CVM Instruction 475/08, the Company analyzes the hedging instrument and the hedged item together, as shown on the charts below.

For the sensitivity analysis of foreign exchange hedging instruments, management adopted as a likely scenario the Real/U.S. dollar exchange rates at maturity of each swap, projected by U.S dollar futures contracts quoted on BM&FBOVESPA as of September 30, 2014. As a reference, the exchange rate for the last maturity of foreign exchange hedging instruments is R\$ 3.19 in the likely scenario. Scenarios II and III were estimated with a 25% and 50% additional appreciation or depreciation of the Brazilian Real against the likely scenario, according to the risk to which the hedged item is exposed.

Based on the balances of the hedging instruments and hedged items as of September 30, 2014, the exchange rates were replaced, and the changes between the new balance in Brazilian Reais and the original balance in Brazilian Reais as of September 30, 2014 were calculated in each of the three scenarios. The table below shows the change in the values of the main derivative instruments and their hedged items, considering the changes in the exchange rate in the different scenarios:

	Risk	Scenario I (likely)	Scenario II	Scenario III
Currency swaps receivable in U.S. dollars				
(1) U.S. Dollar / Real swaps	Dollar	185,904	448,489	711,074
(2) Debts/firm commitments in dollars	appreciation	(185,883)	(448,452)	(711,021)
(1)+(2)	Net effect	21	37	53
Currency swaps payable in U.S. dollars				
(3) Real / U.S. Dollar swaps	Dollar	(651)	26,564	53,778
(4) Gross margin of Oxiteno	devaluation	651	(26,564)	(53,778)
(3)+(4)	Net effect	-	-	-

For sensitivity analysis of hedging instruments for interest rates in Brazilian Reais, the Company used the futures curve of the DI x Pre contract on BM&FBOVESPA as of September 30, 2014 for each of the swap and debt (hedged item) maturities, to determine the likely scenarios. Scenarios II and III were estimated based on a 25% and 50% deterioration, respectively, of the likely scenario pre-fixed interest rate.





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Based on the three scenarios of interest rates in Brazilian Reais, the Company estimated the values of its debt and hedging instruments according to the risk which is being hedged (variations in the pre-fixed interest rates in Brazilian Reais), by projecting them to future value at the contracted rates and bringing them to present value at the interest rates of the estimated scenarios. The results are shown in the table below:

	Risk	Scenario I (likely)	Scenario II	Scenario III
Interest rate swap (in R\$)				
(1) Fixed rate swap - CDI	Decrease in	-	9,932	19,582
(2) Fixed rate financing	Pre-fixed rate	-	(9,934)	(19,585)
(1)+(2)	Net effect	-	(2)	(3)

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## 23 Provisions, Contingencies and Commitments (Consolidated)

## a. Provisions for tax, civil, and labor risks

The Company and its subsidiaries are parties in tax, civil, and labor disputes and are discussing these issues both at the administrative and judiciary levels, which, when applicable, are backed by escrow deposits. Provisions for losses are estimated and updated by managements. Managements are supported by the opinion of the legal departments of the Company and its outside legal counsel.

The table below demonstrates the breakdown of provisions by nature and its movement:

Provisions	Balance in 12/31/2013	Initial balance Extrafarma (1)	Additions	Write-offs	Monetary restatement	Balance in 09/30/2014
IRPJ and CSLL	360,861	10,630	12,798	-	20,226	404,515
PIS and COFINS	86,512	25,540	-	(205)	5,407	117,254
ICMS	33,113	7,096	366	(23,492)	994	18,077
INSS	6,251	-	217	-	305	6,773
Civil litigation	90,886	778	493	(9,249)	84	82,992
Labor litigation	60,174	1,866	9,182	(3,354)	1,625	69,493
Other	1,223	289	3	(1,132)	30	413
<b>Total</b>	<b>639,020</b>	<b>46,199</b>	<b>23,059</b>	<b>(37,432)</b>	<b>28,671</b>	<b>699,517</b>
<b>Current</b>	<b>69,306</b>					<b>70,270</b>
<b>Non-current</b>	<b>569,714</b>					<b>629,247</b>

(1) For further information on the Extrafarma acquisition, see Note 3.a).

Some of the tax provisions above involve escrow deposits in the amount of R\$ 496,322 as of September 30, 2014 (R\$ 456,075 as of December 31, 2013).

## b. Tax Matters

## Provisions

On October 7, 2005, the subsidiaries Cia. Ultragas and Bahiana Distribuidora de Gás Ltda. (“Bahiana”) filed for and obtained a preliminary injunction to recognize and offset PIS and COFINS credits on LPG purchases, against other taxes levied by the Brazilian Federal Revenue Service, notably IRPJ and CSLL. The decision was confirmed by a trial court on May 16, 2008. Under the preliminary injunction, the subsidiaries made escrow deposits for these debits which amounted to R\$ 381,256 as of September 30, 2014 (R\$ 345,513 as of December 31, 2013). On July 18, 2014, a second instance unfavorable decision was published in and the subsidiaries suspended the escrow deposits, returning to pay such taxes. To restore the right to make deposits, the subsidiaries presented a writ of prevention which has not yet been judged. Appeals were also presented to the respective higher courts (STJ and STF) whose trials are also pending.

The subsidiary IPP has a Declaratory Action discussing the constitutionality of Law No. 9316/1996, that denied the deduction of CSLL from the IRPJ tax basis. This claim was denied on 1st and 2nd instances, and the appeal presented to the Supreme Court awaits trial. The subsidiary has provision of R\$ 20,468 as of September 30, 2014 (R\$ 19,806 as of December 31, 2013) for this discussion.

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The subsidiaries Oxiteno S.A., Oxiteno Nordeste, Cia. Ultragaz, Tequimar, Tropical, Empresa Carioca de Produtos Químicos S.A. (“EMCA”), IPP and Extrafarma filed for a preliminary injunction seeking the deduction of ICMS from their PIS and COFINS tax bases. Oxiteno Nordeste and IPP paid the amounts into escrow deposits, and recognized a corresponding provision in the amount of R\$ 90,831 as of September 30, 2014 (R\$ 86,306 as of December 31, 2013).

The subsidiary IPP had a provision related to ICMS, mainly with respect to several transactions that resulted in tax assessments for which the proof of payment was not evident, in the amount of R\$ 19,449 as of December 31, 2013. In the second quarter of 2014, the subsidiary provided rebuttal documents, which will be subject to judicial investigation, relating to this failure to pay the ICMS charge for the alleged omission of output fuel oil operations. Thus, the Company reassessed the probability of the losses as “possible”, and reversed the provision.

Contingent Liabilities

The main tax claims of subsidiary IPP and its subsidiaries that are classified as having a possible risk of loss, and that have not been recognized in the interim financial information due to this assessment, are related to ICMS, and mainly, to: (a) the required proportional reversal of ICMS credits recognized on the purchase of ethanol that was later resold at lower prices as a result of PROÁLCOOL, a Federal Government program to encourage alcohol production. The Company has determined the anticipation of financial subsidy by the distributors to the mill owners and their subsequent reimbursement by the DNC (current National Oil Agency) as R\$ 115,970 as of September 30, 2014 (R\$ 113,555 as of December 31, 2013), (b) alleged undue ICMS credits for which the tax authorities understand that there was no proof of origin for R\$ 41,105 as of September 30, 2014 (R\$ 29,565 as of December 31, 2013), (c) assessments for alleged non-payment of ICMS totaling R\$ 46,110 as of September 30, 2014 (R\$ 25,576 as of December 31, 2013), (d) assessment issued in Ourinhos/SP in connection with the return of ethanol loans made with deferred tax, in the amount of R\$ 44,527 as of September 30, 2014 (R\$ 40,848 as of December 31, 2013), (e) assessments in the State of Rio de Janeiro demanding the reversal of ICMS credits on interstate sales made under Article 33 of ICMS Convention 66/88, which allowed the use of the ICMS credit but was suspended by an injunction granted by STF (the Brazilian Federal Court of Justice), totaling R\$ 17,659 as of September 30, 2014 (R\$ 17,222 as of December 31, 2013), (f) ICMS credits taken in relation to bills considered invalid, though the understanding of the STJ (the Brazilian High Court of Justice) is that it is possible to take credit, even if there is a defect in the document of the seller, as long as it is confirmed that the transaction occurred, for R\$ 28,783 as of September 30, 2014 (R\$ 27,215 as of December 31, 2013); (g) assessments arising from surplus or shortage of inventory, generated by differences in temperature or handling of the product, without the corresponding issuance of invoices, as of R\$ 59,195 as of September 30, 2014 (R\$ 47,106 as of December 31, 2013), (h) infraction relating to ICMS credits due to alleged non-compliance with legal formalities, for R\$ 40,056 as of September 30, 2014 (R\$ 36,398 as of December 31, 2013) and; (i) assessments arising from ICMS credits related to inputs of ethanol from certain States that had granted tax benefits to producers of alcohol in alleged disagreement with the law, in the amount of R\$ 36,057 as of September 30, 2014 (R\$ 30,726 as of December 31, 2013); (j) assessments that consider various possible breaches of auxiliary obligations, among them the alleged lack of issuance of invoices, the alleged failure of delivery, or delivery with errors of informative reports to the tax authorities, errors in the filling of DANFE - Auxiliary Document Electronic Invoice, among others, totaling R\$ 8,485 as of September 30, 2014 (R\$ 11,806 as of December 31, 2013); and (k) infraction notice for non-payment of

ICMS related to the acquisition of basic lubricating oil, whose remittance was deferred to the time of the subsequent industrialized output relating to interstate transactions (covered by the constitutional non-incidence - article 155, X, 'b' of the Federal Constitution), totaling R\$ 11,347 as of September 30, 2014 (R\$ 10,657 as of December 31, 2013).

The subsidiary IPP has assessments invalidating the offset of IPI credits in connection with the purchase of raw materials used in the manufacturing of products which sales are not subject to IPI under the protection of tax immunity. The non-provisioned amount of this contingency classified as a possible risk of loss, as of September 30, 2014, is R\$ 150,283 (R\$ 117,697 as of December 31, 2013).

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

Contingent Assets

The Company and its subsidiaries have favorable judgments to pay contributions to PIS and COFINS without the changes introduced by Law 9718/1998 in its original version. The ongoing questioning refers to the levy of these contributions on sources of income other than gross revenue. In 2005, the STF (the Brazilian Supreme Federal Court) decided the question in favor of the taxpayers. Although this has set a favorable precedent, the effect of this decision does not automatically apply to all companies, since they must await the formal decision in their own lawsuits. Certain lawsuits of the Company's subsidiaries are currently pending trial and, in the event all such lawsuits are decided in favor of the subsidiaries, the Company estimates that the total positive effect on income before income and social contribution taxes may reach R\$ 36,549, net of attorney's fees.

c. Civil Claims

Provisions

The Company and its subsidiaries maintained provisions for lawsuits and administrative proceedings, mainly derived from contracts entered into with customers and former services providers, as well as proceedings related to environmental issues in the amount of R\$ 82,992 as of September 30, 2014 (R\$ 90,886 as of December 31, 2013).

Contingent Liabilities

The subsidiary Cia. Ultragaz is party to an administrative proceeding before CADE (Brazilian antitrust authority) based on alleged anti-competitive practices in the State of Minas Gerais in 2001. The CADE entered a decision against Cia. Ultragaz and imposed a penalty of R\$ 23,104. The imposition of such administrative decision was suspended by a court order and its merit is being judicially reviewed. Based on the above elements and on the opinion of its legal counsel, the subsidiary did not recognize a provision for this contingency.

d. Labor Matters

Provisions

The Company and its subsidiaries maintained provisions of R\$ 69,493 as of September 30, 2014 (R\$ 60,174 as of December 31, 2013) for labor litigation filed by former employees and by employees of our service providers mainly contesting the non-payment of labor rights.

Contingent Liabilities

In 1990, the Petrochemical Industry Labor Union (Sindiquímica), of which the employees of Oxiteno Nordeste and EMCA, companies located in the Camaçari Petrochemical Complex, are members, filed separate lawsuits against the subsidiaries demanding the compliance with the fourth section of the collective labor agreement, which provided for a

salary adjustment in lieu of the salary policies practiced. In the same year, a collective labor dispute was also filed by the Union of Employers (SINPEQ) against Sindiquímica, requiring the recognition of the loss of effectiveness of such fourth section. Individual claims were rejected. The collective bargaining agreement is currently pending trial by STF. In the second half of 2010, some companies in the Camaçari Petrochemical Complex signed an agreement with Sindiquímica and reported the fact in the collective bargaining agreement dispute. Based on the opinion of their legal advisors, who reviewed the latest STF decision in the collective bargaining agreement dispute as well as the status of the individual claims involving the subsidiaries Oxiteno Nordeste and EMCA, the management of such subsidiaries believed that it was not necessary to recognize a provision as of September 30, 2014.



## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

The Company and its subsidiaries have other pending administrative and legal proceedings of tax, civil, and labor nature, which are individually less relevant, and were estimated by their legal counsel as having possible and/or remote risks (proceedings whose chance of loss is 50% or less). As such, the related potential losses were not provided for by the Company and its subsidiaries based on these opinions. The Company and its subsidiaries are also litigating for recovery of taxes and contributions, which were not recognized in the interim financial information due to their contingent nature.

## e. Contracts

Subsidiary Tequimar has agreements with CODEBA and Complexo Industrial Portuário Governador Eraldo Gueiros, in connection with its port facilities in Aratu and Suape, respectively. Such agreements establish a minimum cargo movement of products, as shown below:

Port	Minimum movement in tons per year	Maturity
Aratu	100,000	2016
Aratu	900,000	2022
Suape	250,000	2027
Suape	400,000	2029

If the annual movement is less than the minimum contractual movement, the subsidiary is liable to pay the difference between the effective movement and the minimum contractual movement, based on the port tariff rates in effect on the date established for payment. As of September 30, 2014, these rates were R\$ 5.79 per ton for Aratu and R\$ 1.38 per ton for Suape. The subsidiary has met the minimum cargo movement required since the beginning of the contractual agreements.

Subsidiary Oxiteno Nordeste has a supply agreement with Braskem S.A. which establishes a minimum quarterly consumption level of ethylene and conditions for the supply of ethylene until 2021. The minimum purchase commitment clause provides a minimum annual consumption of 205 thousand tons and a maximum of 220 thousand tons. The minimum purchase commitment and the actual demand accumulated as of September 30, 2014 and 2013, expressed in tons of ethylene, are shown below. Should the minimum purchase commitment not be met, the subsidiary would be liable for a fine of 40% of the current ethylene price for the quantity not purchased. The subsidiary has met the minimum purchase required in the agreement.

	Minimum purchase commitment (*)		Accumulated demand (actual)	
	09/30/2014	09/30/2013	09/30/2014	09/30/2013
In tons of ethylene	151,723	154,892	151,871	159,108

(\*) Adjusted for scheduled shutdowns in Braskem S.A. during the periods.

Subsidiary Oxiteno S.A has a supply agreement with Braskem Qpar S.A., valid until 2023, which establishes and regulates the conditions for supply of ethylene to Oxiteno based on the international market for this product. The minimum purchase is 22,050 tons of ethylene semiannually. The minimum purchase commitment and the actual demand accumulated as of September 30, 2014 and 2013, expressed in tons of ethylene, are shown below. Should the minimum purchase commitment not be met, the subsidiary would be liable for a fine of 30% of the current ethylene price for the quantity not purchased. The subsidiary has met the minimum purchase required in the agreement.

Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

	Minimum purchase commitment (*)		Accumulated demand (actual)	
	09/30/2014	09/30/2013	09/30/2014	09/30/2013
In tons of ethylene	30,330	30,639	30,679	30,793

(\*) Adjusted for scheduled shutdowns in Braskem Qpar S.A. during the periods.

f. Insurance Coverage in Subsidiaries

The Company maintains appropriate insurance policies with the objective of covering several risks to which it is exposed, including losses and damage from fire, lightning, explosion of any kind, gale, aircraft crash, electric damage, and other risks, covering the industrial plants and distribution bases and branches of all subsidiaries. The maximum compensation values based on the risk analysis of maximum possible losses of certain locations are shown below:

	Maximum compensation value (*)
Oxiteno	US\$ 1,104
Ipiranga	R\$ 705
Ultracargo	R\$ 550
Ultragaz	R\$ 250
Extrafarma	R\$ 116

(\*) In million. As of policy conditions.

The General Liability Insurance program covers the Company and its subsidiaries with a maximum aggregate coverage of US\$ 400 million against losses caused to third parties as a result of accidents related to commercial and industrial operations and/or distribution and sale of products and services.

The Company maintains liability insurance policies for directors and executive officers (D&O) to indemnify the members of the Board of Directors, fiscal council and executive officers of Ultrapar and its subsidiaries (“Insured”) in the total amount of US\$ 50 million, which cover any of the Insured liabilities resulting from wrongful acts, including any act or omission committed or attempted, except if the act, omission or the claim is consequence of gross negligence or willful misconduct.

In addition, group life and personal accident, health and national and international transportation and other insurance policies are also maintained.

The coverage and limit of the insurance policies maintained are based on a careful study of risks and losses conducted by independent insurance advisors. The type of insurance is considered by management to be sufficient to cover potential losses based on the nature of the business conducted by the companies.

## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
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(In thousands of Brazilian Reais, unless otherwise stated)

## g. Operating Lease Contracts

Subsidiaries Cia. Ultragaz, Bahiana, Utingás Armazenadora S.A., Tequimar, Serma, and Oxiteno S.A. have operating lease contracts for the use of IT equipment. These contracts have terms of 36 and 45 months. The subsidiaries have the option to purchase the assets at a price equal to the fair market price on the date of option, and management does not intend to exercise such option. Subsidiaries Cia. Ultragaz, Bahiana, and Extrafarma have operating lease contracts related to vehicles in their fleet. These contracts have terms of 24 to 60 months and there is no purchase option. The future disbursements (installments), assumed under these contracts, amount approximately to:

	Up to 1 year	Between 1 and 5 years	More than 5 years	Total
September 30, 2014	26,520	23,750	-	50,270

The subsidiaries IPP, Extrafarma, and Cia. Ultragaz have operating lease contracts related to land and building of service stations, drugstores, and stores, respectively. The future disbursements and receipts (installments), arising from these contracts, amount approximately to:

		Up to 1 year	Between 1 and 5 years	More than 5 years	Total
September 30, 2014	payable	79,812	230,538	114,648	424,998
	receivable	(47,129)	(140,775)	(76,226)	(264,130)

The expense recognized for the nine-month period ended September 30, 2014 for operating leases was R\$ 53,062 (R\$ 25,403 for the nine-month period ended September 30, 2013), net of income. The increase in operating leases expense was substantially due to the acquisition of Extrafarma.

## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
Interim Financial Information

(In thousands of Brazilian Reais, unless otherwise stated)

## 24. Employee Benefits and Private Pension Plan (Consolidated)

## a. ULTRAPREV- Associação de Previdência Complementar

In February 2001, the Company's Board of Directors approved the adoption of a defined contribution pension plan to be sponsored by the Company and each of its subsidiaries. Participating employees have been contributing to this plan, managed by Ultraprev - Associação de Previdência Complementar ("Ultraprev"), since August 2001. Under the terms of the plan, every year each participating employee chooses his or her basic contribution to the plan. Each sponsoring company provides a matching contribution in an amount equivalent to each basic contribution, up to a limit of 11% of the employee's reference salary, according to the rules of the plan. As participating employees retire, they may choose to receive either (i) a monthly sum ranging between 0.5% and 1.0% of their respective accumulated fund in Ultraprev or (ii) a fixed monthly amount which will exhaust their respective accumulated fund over a period of 5 to 25 years. The sponsoring company does not guarantee the amounts or the duration of the benefits received by each employee that retires. For the nine-month period ended September 30, 2014, the Company and its subsidiaries contributed R\$ 14,633 (R\$ 13,196 for the nine-month period ended September 30, 2013) to Ultraprev, which is recognized as expense in the income statement. The total number of participating employees as of September 30, 2014 was 6,832 active participants and 133 retired participants. In addition, Ultraprev had 29 former employees receiving benefits under the rules of a previous plan whose reserves are fully constituted.

## b. Post-employment Benefits

The Company and its subsidiaries recognized a provision for post-employment benefits mainly related to seniority bonus, payment of Government Severance Indemnity Fund ("FGTS"), and health, dental care, and life insurance plan for eligible retirees.

The amounts related to such benefits were determined based on a valuation conducted by an independent actuary as of December 31, 2013 and are recognized in the interim financial information in accordance with IAS 19 R2011 (CPC 33 R2).

	09/30/2014	12/31/2013
Health and dental care plan	34,802	32,028
FGTS Penalty	48,375	43,349
Bonus	22,914	20,545
Life insurance	16,660	15,374
<b>Total</b>	<b>122,751</b>	<b>111,296</b>
Current	11,922	11,922
Non-current	110,829	99,374



## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
Interim Financial Information

(In thousands of Brazilian Reais, unless otherwise stated)

## 25 Revenue from Sale and Services (Consolidated)

	09/30/2014	09/30/2013
Gross revenue from sale	50,892,617	45,530,749
Gross revenue from services	431,077	402,648
Sales tax	(1,184,915)	(1,030,243)
Discounts and sales returns	(227,636)	(192,205)
Deferred revenue (see Note 19)	2,884	2,793
<b>Net revenue from sales and services</b>	<b>49,914,027</b>	<b>44,713,742</b>

## 26 Expenses by Nature (Consolidated)

The Company discloses its consolidated income statement by function and is presented below, broken down by nature:

	09/30/2014	09/30/2013
Raw materials and materials for use and consumption	45,220,128	40,484,379
Personnel expenses	1,182,626	1,021,813
Freight and storage	748,337	723,230
Depreciation and amortization	651,466	578,012
Services provided by third parties	160,664	127,170
Advertising and marketing	148,058	115,627
Lease of real estate and equipment	86,953	61,593
Other expenses	191,757	174,286
<b>Total</b>	<b>48,389,989</b>	<b>43,286,110</b>
Classified as:		
Cost of products and services sold	45,972,139	41,225,605
Selling and marketing	1,584,329	1,309,950
General and administrative	833,521	750,555
<b>Total</b>	<b>48,389,989</b>	<b>43,286,110</b>

Research and development expenses are recognized in the income statements and amounted to R\$ 27,462 for the nine-month period ended September 30, 2014 (R\$ 20,245 for the nine-month period ended September 30, 2013).





## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
Interim Financial Information

(In thousands of Brazilian Reais, unless otherwise stated)

## 27 Other Operating Income, Net (Consolidated)

	09/30/2014	09/30/2013
Commercial partnerships	23,294	25,913
Merchandising	25,643	19,803
Loyalty program	4,517	16,040
Others	8,994	2,496
Other operating income, net	62,448	64,252

## 28 Income from Disposal of Assets (Consolidated)

Income from disposal of assets is determined as the difference between the selling price and residual book value of the investment, property, plant, and equipment, or intangible asset disposed of. For the nine-month period ended September 30, 2014, the gain was R\$ 15,194 (gain of R\$ 18,394 for the nine-month period ended September 30, 2013), represented primarily from disposal of property, plant, and equipment.

## 29 Financial Income (Expense)

	Parent		Consolidated	
	09/30/2014	09/30/2013	09/30/2014	09/30/2013
Financial income:				
Interest on financial investments	95,477	83,803	213,842	119,461
Interest from customers	-	-	47,113	43,627
Other financial income	4	-	3,041	3,556
	95,481	83,803	263,996	166,644
Financial expenses:				
Interest on loans	-	-	(341,472)	(243,650)
Interest on debentures	(71,070)	(51,618)	(186,075)	(87,755)
Interest on finance leases	-	-	(5,209)	(5,208)
Bank charges, financial transactions tax, and other charges	2,474	(13,357)	(23,192)	(34,375)
Exchange variation, net of gains and losses with derivative instruments	-	(1)	(28,953)	(32,517)
Changes in subscription warranty (see Note 3.a)	1,383	-	1,383	-
Monetary restatement of provisions, net, and other financial expenses	(13)	(9)	(1,221)	(6,887)

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	(67,226)	(64,985)	(584,739)	(410,392)
Financial income (expense)	28,255	18,818	(320,743)	(243,748)

## Ultrapar Participações S.A. and Subsidiaries

Notes to the Individual and Consolidated  
Interim Financial Information

(In thousands of Brazilian Reais, unless otherwise stated)

## 30 Earnings per Share (Parent and Consolidated)

The table below presents a reconciliation of numerators and denominators used in computing earnings per share. The Company has subscription warrants and a deferred stock plan, as mentioned in Notes 3.a) and 8.c), respectively.

Basic Earnings per Share	09/30/2014	09/30/2013
Net income for the period of the Company	872,169	852,330
Weighted average shares outstanding (in thousands)	545,255	534,042
Basic earnings per share –R\$	1.5996	1.5960

Diluted Earnings per Share	09/30/2014	09/30/2013
Net income for the period of the Company	872,169	852,330
Weighted average shares outstanding (in thousands), including deferred stock plan	549,430	536,412
Diluted earnings per share –R\$	1.5874	1.5889

Weighted Average Shares Outstanding (in thousands)	09/30/2014	09/30/2013
Weighted average shares outstanding for basic per share calculation:	545,255	534,042
Dilution effect		
Subscription warrants	2,091	-
Deferred Stock Plan	2,084	2,370
Weighted average shares outstanding for diluted per share calculation:	549,430	536,412

## ULTRAPAR PARTICIPAÇÕES S.A.

## MD&amp;A - ANALYSIS OF CONSOLIDATED EARNINGS

Third Quarter 2014

## (1) Selected financial information:

(R\$ million)	3Q14	3Q13	2Q14	Variation 3Q14 X 3Q13	Variation 3Q14 X 2Q14	9M14	9M13	Variation 9M14 X 9M13
Net revenue from sales and services	17,229.9	15,909.7	16,667.2	9%	4%	49,914.0	44,713.7	12%
Cost of products and services sold	(15,929.9)	(14,645.5)	(15,367.4)	9%	4%	(45,972.1)	(41,225.6)	12%
Gross profit	1,370.0	1,264.2	1,299.8	8%	5%	3,941.9	3,488.1	13%
Selling, marketing, general and administrative expenses	(825.6)	(726.3)	(783.5)	14%	5%	(2,417.8)	(2,060.5)	17%
Other operating income, net	20.9	29.0	21.6	-28%	-3%	62.4	64.3	-3%
Income from disposal of assets	8.5	3.7	(0.3)	132%	-2,630%	15.2	18.4	-17%
Operating income	573.9	570.5	537.5	1%	7%	1,601.7	1,510.3	6%
Financial expenses, net	(107.4)	(88.9)	(98.6)	21%	9%	(320.7)	(243.7)	32%
Share of profit of joint ventures and associates	(5.2)	(1.8)	(3.1)	191%	69%	(10.8)	(3.8)	183%
Income before income and social contribution taxes	461.3	479.9	435.9	-4%	6%	1,270.1	1,262.7	1%
Income and social contribution taxes	(147.0)	(170.7)	(154.0)	-14%	-5%	(438.1)	(445.4)	-2%
Tax incentives	14.5	18.6	19.6	-22%	-26%	47.4	40.7	16%
Net income	328.8	327.8	301.4	0%	9%	879.5	858.0	3%
Net income attributable to Ultrapar	326.2	325.4	299.1	0%	9%	872.2	852.3	2%

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Net income attributable to non-controlling interests in subsidiaries	2.6	2.4	2.3	9%	11%	7.3	5.7	29%
EBITDA (*)	789.5	764.5	750.9	3%	5%	2,242.3	2,084.5	8%
Volume – LPG sales – thousand tons	461.0	446.8	428.4	3%	8%	1,281.4	1,274.2	1%
Volume – Fuels sales – thousand of cubic meters	6,538.8	6,492.4	6,292.2	1%	4%	18,898.5	18,195.1	4%
Volume – Chemicals sales – thousand tons	204.5	192.5	190.3	6%	7%	585.7	597.1	-2%

(\*) For further information on EBITDA, see note (1) on page 99.

Considerations on the financial and operational information

Standards and criteria adopted in preparing the information

The financial information presented in this document has been prepared based on the interim financial information for the three-month period ended September 30, 2014, prepared in accordance with IAS 34 issued by the IASB, in accordance with CPC 21 (R1), and presented in accordance with standards established by CVM. The financial information of Ultrapar corresponds to the company's consolidated information. The financial information of Ipiranga, Oxiteno, Ultragaz, Ultracargo and Extrafarma is reported without elimination of intercompany transactions. Therefore, the sum of such information may not correspond to the consolidated financial information of Ultrapar. In addition, the financial and operational information presented in this document is subject to rounding off and, consequently, the total amounts presented in the tables and charts may differ from the direct sum of the amounts that precede them.

In September 2013, Ultrapar entered into an association agreement with Extrafarma. The transaction was closed on January 31, 2014 upon the approval of the association by the Extraordinary General Meetings of Ultrapar and Extrafarma. Extrafarma's results were consolidated in Ultrapar's financial statements as from February 1, 2014. Consequently, Ultrapar's financial statements for the periods prior to February 1, 2014 do not include Extrafarma's results and its operational data included in this release refer, for the first nine months of 2014, exclusively to the months from February to September 2014. Aiming to provide a comparison basis for the analysis of the evolution of Extrafarma's performance, we present its results for 9M13 including the months from February to September 2013. As a consequence of the closing of the transaction, 12,021,100 new common, nominative book-entry shares with no par value of Ultrapar were issued, which corresponded to R\$ 141.9 million of capital increase and R\$ 498.8 million of increase in capital reserve, totaling an increase in equity of R\$ 640.7 million. In addition, Ultrapar issued subscription warrants that, if exercised, would lead to the issuance of up to 4,007,031 shares in the future, broken down into 801,409 shares related to subscription warrants – working capital and 3,205,622 shares related to subscription warrants – indemnification. On June 30, 2014, in a preliminary assessment of the working capital and indebtedness adjustments the company identified that the subscription warrants – working capital shall not be exercised by the former shareholders of Extrafarma. Accordingly, the company reversed full provision for the issuance of 801,409 shares related to subscription warrants – working capital, which corresponded to R\$ 42.1 million at the closing date. The shares of the subscription warrants – indemnification may be exercised as from 2020 and corresponded to non-current liabilities of R\$ 108.6 million as of the closing date of the transaction. The provisory value of the association on September 30, 2014 is R\$ 749.3 million, subject to adjustments pursuant to the association agreement. For more information, see Note 3.a and Note 22 to our Interim Financial Information (ITR) for 3Q14.

## (2) Performance Analysis:

## Ultrapar

Net revenue from sales and services: In 3Q14, Ultrapar's consolidated net revenue from sales and services grew by 9% compared to 3Q13, reaching R\$ 17,300 million, as a result of revenues growth in all businesses and the consolidation of revenues of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's net revenue from sales and services increased by 4%, mainly due to the seasonality between periods. In 9M14, Ultrapar's net revenue from sales and services increased by 12% compared to 9M13, totaling R\$ 49,914 million.

Cost of products sold and services provided: In 3Q14, Ultrapar's cost of products sold and services provided increased by 9% compared to 3Q13, totaling R\$ 15,930 million, due to the increased cost of products sold and services provided in Ipiranga, Oxiteno and Ultragaz and the consolidation of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's cost of products sold and services provided increased by 4%. In 9M14, Ultrapar's cost of products sold and services provided increased by 12% compared to 9M13, totaling R\$ 45,972 million.

Gross profit: The gross profit of Ultrapar amounted to R\$ 1,370 million in 3Q14, up 8% from 3Q13, as a consequence of the growth in the gross profit of Ipiranga, Ultragaz and Ultracargo and the consolidation of Extrafarma's gross profit as from February 2014. Compared to 2Q14, Ultrapar's gross profit increased by 5%, mainly as a result of the seasonality between periods. In 9M14, the gross profit of Ultrapar totaled R\$ 3,942 million, up 13% from 9M13.

Selling, marketing, general and administrative expenses: Ultrapar's selling, marketing, general and administrative expenses totaled R\$ 826 million in 3Q14, an increase of 14% from 3Q13, due to the effects of inflation, the expansion of the distribution network in Ipiranga and the consolidation of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's selling, marketing, general and administrative expenses decreased by 5%. In 9M14, Ultrapar's selling, marketing, general and administrative expenses totaled R\$ 2,418 million, up 17% from 9M13.

Depreciation and amortization: Total depreciation and amortization costs and expenses in 3Q14 amounted to R\$ 221 million, a 13% increase from 3Q13, as a result of investments made during the last 12 months, mainly in the expansion of Ipiranga service stations network and logistics infrastructure, and the consolidation of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's total depreciation and amortization costs and expenses increased by 2%. In 9M14, Ultrapar's total depreciation and amortization costs and expenses amounted to R\$ 651 million, up 13% over 9M13.

Operating income: Ultrapar's operating income amounted to R\$ 574 million in 3Q14, up 1% from 3Q13, as a result of the increase in the operating income of Ipiranga, Ultragaz and Ultracargo and the consolidation of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's operating income increased by 7%, mainly as a result of the seasonality between periods. In 9M14, Ultrapar's operating income totaled R\$ 1,602 million, up 6% from 9M13.

Financial result: Ultrapar's net debt at the end of September 2014 was R\$ 4.4 billion (1.4 times LTM EBITDA), compared to R\$ 3.6 billion in September 2013 (1.3 times LTM EBITDA). Ultrapar reported R\$ 107 million of net financial expenses in 3Q14, which was R\$ 18 million higher than that in 3Q13, mainly due to the 2.0 p.p. rise in the base interest rate between September 2014 and September 2013 and the increased net debt in 3Q14. Compared to 2Q14, Ultrapar's net financial expenses increased R\$ 9 million, mainly due to increased net debt in 3Q14. In 9M14, Ultrapar reported net financial expenses of R\$ 321 million, R\$ 77 million higher than that in 9M13.



Income and social contribution taxes / Tax incentives: Ultrapar reported in 3Q14 income tax and social contribution expenses, net of benefit of tax holidays, of R\$ 133 million, compared with expenses of R\$ 152 million in 3Q13, a reduction of 13%, mainly due to the reduction in pre-tax profit. Compared to 2Q14, Ultrapar presented a reduction of 1%. In 9M14, Ultrapar reported income tax and social contribution expenses, net of benefit of tax holidays of R\$ 391 million, down 3% from 9M13.

Net income: Ultrapar's consolidated net income in 3Q14 amounted to R\$ 329 million, in line with 3Q13 and up 9% over 2Q14, mainly due to the growth on EBITDA and financial expenses compared to each period. In 9M14, Ultrapar reported net income of R\$ 879 million, 3% higher than that in 9M13.

EBITDA: Ultrapar's consolidated EBITDA totaled R\$ 789 million in 3Q14, up 3% over 3Q13, despite the slowdown of the Brazilian economy, as a result of the EBITDA growth in all businesses, except for Oxiteno, mainly due to the strong comparison basis with record EBITDA in 3Q13. Compared to 2Q14, Ultrapar's EBITDA increased by 5%, mainly due to the seasonality between periods. In 9M14, Ultrapar's EBITDA totaled R\$ 2,242 million, up 8% compared to 9M13.

R\$ million	3Q14	3Q13	2Q14	Variação 3Q14 X 3Q13	Variação 3Q14 X 2Q14	9M14	9M13	Variação 9M14 X 9M13
Ultrapar	789.5	764.5	750.9	3%	5%	2,242.3	2,084.5	8%
Ipiranga	556.7	494.3	521.2	13%	7%	1,576.5	1,406.0	12%
Oxiteno	98.7	146.0	98.5	-32%	0%	305.9	333.7	-8%
Ultragaz	89.4	80.3	73.4	11%	22%	223.8	217.4	3%
Ultracargo	44.5	41.7	43.3	7%	3%	129.1	120.0	8%
Extrafarma	1.6	11.7	14.3	-86%	-89%	26.5	42.7	-38%

(1)The EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) presented in this document represents the net income before (i) income and social contribution taxes, (ii) net financial expense (income) and (iii) depreciation and amortization, in accordance with ICVM 527/12. The purpose of including EBITDA information is to provide a measure used by the management for internal assessment of our operating results, and because a portion of our employee profit sharing plan is linked directly or indirectly to EBITDA performance. It is also a financial indicator widely used by investors and analysts to measure our ability to generate cash from operations and our operating performance. We also calculate EBITDA in connection with covenants related to some of our financing, as described in Note 14 to our consolidated financial statements. We believe EBITDA allows a better understanding not only of our financial performance but also of our capacity of meeting the payment of interest and principal from our debt and of obtaining resources for our investments and working capital. Our definition of EBITDA may differ from, and, therefore, may not be comparable with similarly titled measures used by other companies, thereby limiting its usefulness as a comparative measure. Because EBITDA excludes net financial expense (income), income and social contribution taxes and depreciation and amortization, it provides an indicator of general economic performance that is not affected by debt restructurings, fluctuations in interest rates or changes in income and social contribution taxes, depreciation and amortization. EBITDA is not a measure of financial performance under accounting practices adopted in Brazil or IFRS, and it should not be considered in isolation, or as a substitute for net income, as a measure of operating performance, as a substitute for cash flows from operations or as a measure of liquidity. EBITDA has material limitations that impair its value as a measure of a company's overall profitability since it does not address certain ongoing costs of our business that could significantly affect profitability such as financial expense (income), income and social contribution taxes and depreciation and amortization.



The reconciliation of EBITDA to the net income of the period is presented below:

R\$ million	3Q14	3Q13	2Q14	9M14	9M13
Net income	328.8	327.8	301.4	879.5	858.0
(+) Income tax and social contribution	132.5	152.1	134.5	390.7	404.7
(+) Net financial expenses	107.4	88.9	98.6	320.7	243.7
(+) Depreciation and amortization	220.8	195.8	216.4	651.5	578.0
EBITDA	789.5	764.5	750.9	2,242.3	2,084.5

The performance analysis for each segment is presented below:

### Ipiranga

Operational performance: In 3Q14, sales volume of fuels for light vehicles (Otto cycle) increased by 6%, driven by the growth in the vehicle fleet and investments made in network expansion. Diesel sales volume at Ipiranga service stations increased by 2% as a result of investments in network expansion. Total diesel sales volume decreased by 3% in 3Q14, as a result of the poor economic performance and the non-renewal of an important contract in large consumers segment. As a result, Ipiranga's sales volume totaled 6,539 thousand cubic meters in 3Q14, 1% above 3Q13 volume. Compared with 2Q14, sales volume increased by 4%, mainly due to seasonality between periods. In 9M14, Ipiranga accumulated sales volume of 18,899 thousand cubic meters, up 4% over 9M13.

Net revenue from sales and services: Ipiranga's net revenue from sales and services reached R\$ 14,946 million in 3Q14, up 7% over 3Q13, mainly as a result of (i) increased sales volume, (ii) the rise in diesel and gasoline costs by Petrobras in November 2013 and increased ethanol costs, and (iii) improved sales mix, resulting from investments in the expansion of the service station network, which enabled an increased share of fuels for light vehicles and of diesel sold through the reseller segment (sales at service stations). Compared to 2Q14, net revenue from sales and services increased by 3% as a result of seasonally higher volume. In 9M14, net revenue from sales and services amounted to R\$ 43,341 million, up 11% over 9M13.

Cost of products sold: Ipiranga's cost of products sold totaled R\$ 14,083 million in 3Q14, up 7% compared to 3Q13, mainly due to (i) increased sales volume and (ii) cost increases in diesel and gasoline by Petrobras in November 2013, and consequently in ethanol. Compared to 2Q14, cost of products sold increased 3%, mainly due to seasonally higher volume. In 9M14, cost of products sold totaled R\$ 40,820 million, up 11% over 9M13.

Selling, marketing, general and administrative expenses: Ipiranga's selling, marketing, general and administrative expenses totaled R\$ 466 million in 3Q14, up 2% over 3Q13, mainly as a result of the expansion of the distribution network and the effects of inflation on expenses, partially offset by lower expenses with advertising and marketing and variable compensation. Compared with 2Q14, selling, marketing, general and administrative expenses increased by 2%, mainly due to the increase in sales volume and increased expenses with projects, partially offset by increased expenses with advertising and marketing in 2Q14, mainly related to the 2014 World Cup. In 9M14, selling, marketing, general and administrative expenses totaled R\$ 1,406 million, up 7% compared to 9M13.

EBITDA: Ipiranga's EBITDA reached R\$ 557 million in 3Q14, an increase of 13% compared to 3Q13, due to (i) increased sales of fuels for light vehicles and diesel sold through the reseller segment, with an improved sales mix, (ii) the strategy of constant innovation in services and convenience at stations, generating greater customer satisfaction and loyalty, and (iii) lower expenses with advertising & marketing and variable compensation. Compared to 2Q14, EBITDA increased by 7%, mainly due to seasonally higher sales volume. In 9M14, EBITDA totaled R\$ 1,577

million, up 12% over 9M13.

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## Oxitenó

Operational performance: Total sales volume in the Brazilian market increased by 8% (10 thousand tons) year-over-year, mainly due to higher sales of glycols, which in 3Q13 had been reduced in preparation for the scheduled stoppage at the Camaçari petrochemical complex that occurred in 4Q13. In 3Q14, specialty chemical sales in the domestic market was down 2% (3 thousand tons) compared to 3Q13 due to different economic conditions in both periods (growth in 3Q13 and slowdown in 3Q14). In the international market, sales volume increased by 3% (1 thousand tons), mainly as a result of higher sales of glycols, partially offset by the reduction in the operating level in Venezuela since 1Q14, due to limitations in raw material imports in that country. With all these effects, Oxitenó's sales volume in 3Q14 totaled 204 thousand tons, an increase of 6% (12 thousand tons) compared to 3Q13. Compared to 2Q14, sales volume grew by 7% (14 thousand tons), with a 5% (8 thousand tons) increase in sales of specialty chemicals. Sales volume in 9M14 totaled 586 thousand tons, down 2% (11 thousand tons) from 9M13.

Net revenue from sales and services: Oxitenó's net revenue from sales and services totaled R\$ 872 million in 3Q14, up 1% over 3Q13, due to a 6% increase in sales volume, substantially offset by a 5% lower average dollar price, as a result of (i) the increased share of glycols in the sales mix, (ii) a decrease in international glycol prices, influenced by the global economic scenario, and (iii) a more favorable foreign exchange environment during 3Q13. Compared to 2Q14, net revenue from sales and services increased by 7%, mainly due to higher sales volume. Net revenue from sales and services in 9M14 were R\$ 2,526 million, up 3% over 9M13.

Cost of products sold: Oxitenó's cost of products sold in 3Q14 amounted to R\$ 682 million, up 10% over 3Q13, due to the 6% growth in sales volume and a 6% increase in unit variable costs in dollars, mainly due to increased palm kernel oil prices. Compared to 2Q14, cost of products sold increased by 8% due to higher sales volume. In 9M14, cost of products sold totaled R\$ 1,951 million, up 6% over 9M13.

Selling, marketing, general and administrative expenses: Oxitenó's selling, marketing, general and administrative expenses totaled R\$ 127 million in 3Q14, down 5% from 3Q13, mainly due to lower expenses with variable compensation, which were partially offset by higher logistics expenses. Compared to 2Q14, selling, marketing, general and administrative expenses increased by 9% due to higher logistics expenses. In 9M14, selling, marketing, general and administrative expenses totaled R\$ 373 million, up 4% compared to 9M13.

EBITDA: Oxitenó's EBITDA totaled R\$ 99 million (or US\$ 212/ton) in 3Q14, a 32% decrease from the record EBITDA in 3Q13, mainly as a result of lower sales of specialty chemicals, influenced by the slowdown of the economic activity and the reduction in the operating level in Venezuela, in addition to foreign exchange rate and market conditions that were more favorable to Oxitenó in 3Q13. Compared to 2Q14, EBITDA remained practically stable, with the increased sales volume being offset by a less favorable sales mix. In 9M14, EBITDA totaled R\$ 306 million, down 8% from 9M13.

## Ultragaz

Operational performance: In 3Q14, Ultragaz's sales volume reached 461 thousand tons, up 3% over 3Q13, driven mainly by the 4% growth in the bottled segment, a result of commercial initiatives and the market growth in North and Northeast regions of Brazil, followed by a 1% growth in the bulk segment, a result of investments made to capture new customers, especially in the residential and small- and medium-sized companies segments. Compared to 2Q14, sales volume increased by 8%, mainly as a result of the seasonality between periods. In 9M14, sales volume totaled 1,281 thousand tons, up 1% over 9M13.

Net revenue from sales and services: Ultragaz's net revenue from sales and services amounted to R\$ 1,095 million in 3Q14, a 4% growth over 3Q13, due to the increased sales volume and commercial initiatives in segments with greater

demand, such as the residential and emerging regions in North and Northeast of Brazil. Compared to 2Q14, net revenue from sales and services increased by 8%, due to the higher sales volume. In 9M14, net revenue from sales and services reached R\$ 3,036 million, up 2% over 9M13.

Cost of products sold: Ultragas's cost of products sold totaled R\$ 926 million in 3Q14, a 4% growth compared to 3Q13, due to the growth in sales volume. Compared with 2Q14, cost of products sold increased by 7%,

mainly due to the seasonally higher volume, partially offset by costs related to the requalification of a larger number of LPG bottles in 2Q14. In 9M14, cost of products sold totaled R\$ 2,589 million, up 2% compared to 9M13.

Selling, marketing, general and administrative expenses: Ultragas's selling, marketing, general and administrative expenses totaled R\$ 114 million in 3Q14, up 1% over 3Q13, mainly as a result of the effects of inflation on expenses, offset by initiatives implemented to reduce expenses. Compared to 2Q14, selling, marketing, general and administrative expenses increased by 9%, mainly as a result of a seasonally higher volume. In 9M14, selling, marketing, general and administrative expenses totaled R\$ 327 million, up 2% over 9M13.

EBITDA: Ultragas reported an EBITDA of R\$ 89 million in 3Q14, up 11% over 3Q13, mainly as a result of higher sales volume and expense reduction and commercial initiatives implemented in the period. Compared to 2Q14, EBITDA grew 22%, mainly due to the seasonally higher volume and costs related to the requalification of a larger number of LPG bottles in 2Q14. In 9M14, EBITDA totaled R\$ 224 million, up 3% over 9M13.

#### Ultracargo

Operational performance: In 3Q14, Ultracargo's average storage decreased by 1% compared to 3Q13, mainly due to lower exports of ethanol and the effects of the slowdown of the economy in handling of chemicals, effects partially offset by greater handling of fuel oil for thermoelectric plants and fuels for vehicles, as a result of the growth in these markets. Compared to 2Q14, average storage remained practically stable. In 9M14, terminals average storage utilization increased by 4% compared to 9M13.

Net revenue from sales and services: Ultracargo's net revenue from sales and services totaled R\$ 90 million in 3Q14, up 1% and 2% over 3Q13 and 2Q14, respectively, mainly due to contractual tariff adjustments. In 9M14, net revenue from sales and services totaled R\$ 263 million, up 5% over 9M13.

Cost of services provided: Ultracargo's cost of services provided in 3Q14 amounted to R\$ 36 million, down 1% from 3Q13, mainly due to the lower average storage. Compared to 2Q14, cost of services provided increased by 1%, in line with the increased average storage in its terminals. In 9M14, cost of services provided totaled R\$ 106 million, up 6% over 9M13.

Selling, marketing, general and administrative expenses: Ultracargo's selling, marketing, general and administrative expenses totaled R\$ 23 million in 3Q14, a 5% decrease compared to 3Q13 and 2Q14, mainly due to lower expenses with projects when compared to these periods. In 9M14, selling, marketing, general and administrative expenses amounted to R\$ 70 million, in line with 9M13.

EBITDA: Ultracargo reported an EBITDA of R\$ 44 million in 3Q14, up 7% and 3% over 3Q13 and 2Q14, respectively, mainly due to contractual tariff adjustments and lower expenses with projects. In 9M14, Ultracargo's EBITDA totaled R\$ 129 million, up 8% over 9M13.

#### Extrafarma

As highlighted in "Considerations on the financial and operational information", unless otherwise indicated, Extrafarma information for 9M14 and 9M13 refers to the months of February to September of each year.

Operational performance: Extrafarma ended 3Q14 with 210 drugstores in the North and Northeast regions of Brazil, an increase of 25 drugstores (14%) compared to the end of 3Q13. Due to the expansion of Extrafarma's drugstore network, at the end of 3Q14, about 30% of the drugstores were under-36 months of operation, compared to 32% in 3Q13. However, total drugstores with less than one year of operation in 3Q14 was 14%, compared to 10% in 3Q13, as

a result of the accelerated pace of drugstores openings during the last 12 months.

Gross revenues: Extrafarma's gross revenues totaled R\$ 327 million in 3Q14, an increase of 14% compared to 3Q13, mainly due to the increase of 14% in gross revenues of the retail segment, which totaled R\$ 280 million. The growth in gross revenues of the retail segment is mainly derived from the increased average number of drugstores and from the 6.2% increase in revenues of the drugstores with more than 1 year (same store sales). During 3Q14, gross revenues of the wholesale segment increased by 17% compared to 3Q13. Compared to 2Q14, gross revenues increased by 6%, mainly due to the 7% increase in the gross revenues of the retail



segment, influenced by the effects related to the World Cup in 2Q14. In 9M14, gross revenues totaled R\$ 825 million, up 16% over 9M13.

Cost of products sold and gross profit: Extrafarma's cost of products sold totaled R\$ 215 million in 3Q14, up 11% over 3Q13, mainly as a result of increased sales and the annual adjustment in the prices of medicines, set by the Chamber for the Regulation of the Medical Pharmaceuticals Market (CMED). Gross profit reached R\$ 94 million, up 21% over 3Q13, mainly due to the growth in gross revenues in the retail segment and improved sales mix, with a 0.5 p.p. rise in the share of generic medicines. In relation to 2Q14, cost of products sold and gross profit increased by 7% and 3%, respectively, mainly due to the increased sales. In 9M14, cost of products sold totaled R\$ 540 million, up 14% over 9M13, while gross profit increased by 19%, amounting to R\$ 243 million.

Selling, marketing, general and administrative expenses: Extrafarma's selling, marketing, general and administrative expenses totaled R\$ 95 million in 3Q14, a 45% increase over 3Q13, mainly due to (i) the 13% increase in the average number of drugstores, (ii) the increases above inflation on unit expenses with personnel and (iii) expenses with the integration with Ultrapar and the structuring of Extrafarma for a more accelerated growth in the amount of R\$ 15 million in 3Q14. Compared to 2Q14, selling, marketing, general and administrative expenses increased by 17%, due to greater expenses with integration and structuring. In 9M14, Extrafarma's selling, marketing, general and administrative expenses totaled R\$ 226 million, up 38% over 9M13, of which R\$ 24 million refer to expenses with the integration with Ultrapar and the structuring of Extrafarma for a more accelerated growth.

EBITDA: Extrafarma's EBITDA totaled R\$ 17 million in 3Q14, a 43% increase over 3Q13 excluding the expenses with integration and structuring, due to revenues growth, partially reduced by the greater number of drugstores opened less than one year ago, still in the maturing process. EBITDA margin in 3Q14 was 5.1%, 1.0 p.p. above the EBITDA margin in 3Q13, mainly due to the improved sales mix. Reported EBITDA (which includes expenses with integration and structuring) totaled R\$ 2 million in 3Q14. Compared to 2Q14, reported EBITDA decreased by 89%, mainly due to the higher concentration of integration and structuring expenses. In 9M14, Extrafarma's EBITDA totaled R\$ 26 million, down 38% over 9M13.

We hereby inform that in accordance with the requirements of CVM Resolution 381/03, our independent auditors Deloitte Touche Tohmatsu Auditores Independentes have not performed during these nine months of 2014 any service other than the external audit of the financial statements for the year ended on December 31, 2014 and the review of interim financial information of Ultrapar and affiliated companies and subsidiaries

Item 2

São Paulo, November 5, 2014 – Ultrapar Participações S.A. (BM&FBOVESPA: UGPA3 / NYSE: UGP), a multi-business company engaged in specialized distribution and retail (Ultragaz / Ipiranga / Extrafarma), specialty chemicals (Oxiten) and storage for liquid bulk (Ultracargo), hereby reports its results for the third quarter of 2014.

Results conference call

Main highlights in 3Q14:

Brazilian conference call

November 7th, 2014

09:30 a.m. (US EST)

Hotel Unique

(Tavarua room)

São Paulo – SP

Telephone for connection: +55 11

2188 0155

Code: Ultrapar

ü ULTRAPAR'S NET REVENUES TOTAL R\$ 17 BILLION IN 3Q14, UP 9% OVER 3Q13, WITH GROWTH IN ALL THE BUSINESSES.

ü ULTRAPAR'S EBITDA REACHES R\$ 789 MILLION IN 3Q14, UP 3% OVER 3Q13, WITH GROWTH IN ALL BUSINESS UNITS, EXCEPT FOR OXITENO, MAINLY DUE TO THE STRONG COMPARISON BASIS TO ITS RECORD QUARTERLY RESULTS IN 3Q13.

International conference call

November 7th, 2014

12:00 a.m. (US EST)

Participants in the USA: +1 877

317 6776

Participants in Brazil: 0800 891

0015

International participants: +1 412

317 6776

Code: Ultrapar

ü INTEGRATION OF EXTRAFARMA COMPLETED; ADVANCED STAGE OF THE COMPANY'S STRUCTURING FOR ACCELERATED EXPANSION.

ü ULTRAPAR IS RECOGNIZED AS ONE OF THE TOP 10 COMPANIES IN TRANSPARENCY ON CLIMATE CHANGE IN BRAZIL BY THE CARBON DISCLOSURE PROJECT (CDP), BEING THE ONLY COMPANY OF THE ENERGY SECTOR IN THIS LIST.

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Ultrapar Participações S.A.

UGPA3 = R\$ 51.81/share

(09/30/14)

UGP = US\$ 21.12/ADR (09/30/14)

“We are pleased to present another quarter of good results, even in a challenging economic environment, which has been worsening along the last months. Such performance is the result of consistent investments to strengthen and expand the company, of its businesses’ resilient nature, and of our teams’ mobilization capability, which is essential to keep the necessary discipline and flexibility in more adverse scenarios. These attributes, combined with our corporate governance designed for value creation, allow the company to have visibility to keep the long-term growth trajectory.”

Thilo Mannhardt – CEO

## Considerations on the financial and operational information

The financial information presented in this document has been prepared according to International Financial Reporting Standards (IFRS). The financial information of Ultrapar corresponds to the company's consolidated information. The information of Ipiranga, Oxiteno, Ultragaz, Ultracargo and Extrafarma is reported without elimination of intercompany transactions. Therefore, the sum of such information may not correspond to the consolidated information of Ultrapar. In addition, the financial and operational information presented in this document is subject to rounding off and, consequently, the total amounts presented in the tables and charts may differ from the direct sum of the amounts that precede them.

In September 2013, Ultrapar entered into an association agreement with Extrafarma. The transaction was closed on January 31, 2014 upon the approval of the association by the Extraordinary General Meetings of Ultrapar and Extrafarma. Extrafarma's results were consolidated in Ultrapar's financial statements as from February 1, 2014. Consequently, Ultrapar's financial statements for the periods prior to February 1, 2014 do not include Extrafarma's results and its operational data included in this release refer, for the first nine months of 2014, exclusively to the months from February to September 2014. Aiming to provide a comparison basis for the analysis of the evolution of Extrafarma's performance, we present its results for 9M13 including the months from February to September 2013. As a consequence of the closing of the transaction, 12,021,100 new common, nominative book-entry shares with no par value of Ultrapar were issued, which corresponded to R\$ 141.9 million of capital increase and R\$ 498.8 million of increase in capital reserve, totaling an increase in equity of R\$ 640.7 million. In addition, Ultrapar issued subscription warrants that, if exercised, would lead to the issuance of up to 4,007,031 shares in the future, broken down into 801,409 shares related to subscription warrants – working capital and 3,205,622 shares related to subscription warrants – indemnification. On June 30, 2014, in a preliminary assessment of the working capital and indebtedness adjustments the company identified that the subscription warrants – working capital shall not be exercised by the former shareholders of Extrafarma. Accordingly, the company reversed full provision for the issuance of 801,409 shares related to subscription warrants – working capital, which corresponded to R\$ 42.1 million at the closing date. The shares of the subscription warrants – indemnification may be exercised as from 2020 and corresponded to non-current liabilities of R\$ 108.6 million as of the closing date of the transaction. The provisory value of the association on September 30, 2014 is R\$ 749.3 million, subject to adjustments pursuant to the association agreement. For more information, see Note 3.a and Note 22 to our Interim Financial Information (ITR) for 3Q14.

EBITDA — Earnings Before Interest, Taxes, Depreciation and Amortization, and EBIT— Earnings Before Interest and Taxes, are presented in accordance with CVM Instruction No. 527, issued by CVM on October 4, 2012. The calculation of EBITDA starting from net earnings is presented below:

R\$ million	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Net earnings	328.8	327.8	301.4	0%	9%	879.5	858.0	3%
(+) Income and social contribution taxes	132.5	152.1	134.5			390.7	404.7	
(+) Financial expenses (income), net	107.4	88.9	98.6			320.7	243.7	
(+) Depreciation and amortization	220.8	195.8	216.4			651.5	578.0	
EBITDA	789.5	764.5	750.9	3%	5%	2,242.3	2,084.5	8%

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## Summary of 3rd quarter 2014

Ultrapar – Consolidated data	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Net sales and services	17,300	15,910	16,667	9%	4%	49,914	44,714	12%
Gross profit	1,370	1,264	1,300	8%	5%	3,942	3,488	13%
Operating profit	574	571	538	1%	7%	1,602	1,510	6%
EBITDA	789	765	751	3%	5%	2,242	2,084	8%
Net earnings <sup>1</sup>	329	328	301	0%	9%	879	858	3%
Earnings attributable to Ultrapar per share <sup>2</sup>	0.59	0.61	0.54	(2%)	9%	1.59	1.59	0%

Amounts in R\$ million  
(except for EPS)

<sup>1</sup> Under IFRS, consolidated net earnings include net earnings attributable to non-controlling shareholders of the controlled companies.

<sup>2</sup> Calculated based on the weighted average number of shares over the period, excluding shares held in treasury.

Ipiranga – Operational data	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Total volume (000 m <sup>3</sup> )	6,539	6,492	6,292	1%	4%	18,899	18,195	4%
Diesel	3,473	3,584	3,337	(3%)	4%	9,943	9,892	1%
Gasoline, ethanol and NGV	2,970	2,811	2,866	6%	4%	8,689	8,024	8%
Other <sup>3</sup>	97	98	89	(1%)	8%	266	278	(4%)

<sup>3</sup> Fuel oils, kerosene, lubricants and greases.

Oxiteno – Operational data	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Total volume (000 tons)	204	193	190	6%	7%	586	597	(2%)
Product mix								
Specialty chemicals	175	178	167	(1%)	5%	507	517	(2%)
Glycols	30	15	23	97%	29%	79	80	(1%)
Geographical mix								
Sales in Brazil	146	135	135	8%	8%	418	422	(1%)
Sales outside Brazil	59	57	55	3%	7%	168	175	(4%)

Ultragas – Operational data	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Total volume (000 tons)	461	447	428	3%	8%	1,281	1,274	1%
Bottled	310	298	289	4%	7%	862	847	2%

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Bulk	151	149	140	1%	8%	419	427	(2%)
Ultracargo - Operational data	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Effective storage <sup>4</sup> (000 m <sup>3</sup> )	731	736	728	(1%)	0%	727	696	4%
4 Monthly average.								

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Extrafarma - Operational data <sup>5</sup>	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Gross revenues (R\$ million)	327	285	308	14%	6%	825	711	16%
Number of drugstores (end of period)	210	185	203	14%	3%	210	185	14%

<sup>5</sup> As highlighted in "Considerations on the financial and operational information", unless otherwise indicated, Extrafarma information for 9M14 and 9M13 refers to the months from February to September of each year.

Macroeconomic indicators	3Q14	3Q13	2Q14	D (%) 3Q14v3Q13	D (%) 3Q14v2Q14	9M14	9M13	D (%) 9M14v9M13
Average exchange rate (R\$/US\$)	2.28	2.29	2.23	(1%)	2%	2.29	2.12	8%
Brazilian interbank interest rate (CDI)	2.7%	2.1%	2.5%			7.8%	5.6%	
Inflation in the period (IPCA)	0.8%	0.6%	1.5%			4.6%	3.8%	

## Highlights

ü Integration of Extrafarma – During 3Q14, we completed the integration of Extrafarma and continued the structuring of the company to enable it to accelerate drugstore openings. Among the main advancements to enable this acceleration we highlight (i) the opening of a new distribution center in Ceará in November, (ii) the establishment of a new organizational structure, with the creation of areas dedicated to the activities related to operations and expansion, allowing greater specialization and agility in the drugstore opening process, (iii) improvements in operational systems, resulting in better productivity, control, and data analysis, (iv) the development of a process for the opening of drugstore in an "industrial scale", including hiring and training of professionals, with an average 25% reduction of the period to open a new drugstore, and (v) the implementation of an entrepreneurship culture development program aiming at greater effectiveness in the drugstore management. We will start implementing this plan in the coming months, starting with the North and Northeast regions, with the goal of setting a pace of 100 new drugstores openings per year throughout 2015.

ü Ultrapar receives important market recognition from the Carbon Disclosure Project (CDP) – In October, 2014, Ultrapar was elected one of the top 10 companies in transparency in Brazil, according to CDP's global scoring methodology applied to the Climate Change questionnaire. CDP is a not-for-profit international organization that works with 767 investors representing over US\$ 90 trillion in assets under management, and coordinates one of the most important global environmental disclosure systems. Ultrapar is the only company in the energy sector in Brazil to be included in the entity's list. The culture of sustainability has always been present at Ultrapar and its businesses, which participate in the CDP since 2008. This recognition reiterates Ultrapar's philosophy of sharing its principles and results with its relationship network.

## Executive summary of the results

Following the 0.9% GDP drop in 2Q14, we experienced again in 3Q14 a worsening macroeconomic scenario, creating an increasingly challenging business environment, characterized by continued high inflation rates, soaring interest rates, and sharp negative adjustments in expectations for the Brazilian economic performance in 2014, as shown by the evolution of the Central Bank's Focus research. In the international scenario, the weakening of global economic indicators started to influence commodities prices, especially of oil and its derivatives, thus creating a downward trend strengthened over the month of October. This environment is in severe contrast to that in 3Q13, when Brazil's GDP grew by 2.4% and the U.S. economy was expected to resume growth (influencing positively commodities prices), which led to a strong depreciation of the Real during the quarter. In 3Q14, the exchange rate remained stable until mid-September, when the Real started to depreciate due to the volatility created by the Brazilian electoral period. These differences in the macroeconomic context and the international scenario, with an effect on commodities prices, caused a relevant impact on Oxiteno, influencing the company's results positively in 3Q13 (allowing an all-time quarterly EBITDA record) and negatively in 3Q14.

On the other hand, according to data from Anfavea, the number of light vehicles fleet registered in 3Q14 totaled 0.8 million, thus maintaining the pace of growth in the average fleet seen in recent years. Sales in the retail pharmacy sector, according to data from members of Abrafarma, grew 12% in 3Q14 compared to 3Q13, continuing the growth seen in recent years.

In this economic and operational environment, Ultrapar reported consolidated EBITDA of R\$ 789 million in 3Q14, a 3% growth over 3Q13.

At Ipiranga, sales volume of fuels for light vehicles (Otto cycle) was the positive highlight in 3Q14, growing by 6% compared to 3Q13, driven by growth in the light vehicle fleet and by investments made in recent years in Ipiranga's network expansion (opening of new service stations and conversion of unbranded service stations) and related logistics infrastructure. EBITDA reached R\$ 557 million, an increase of 13% compared to 3Q13, mainly due to increased sales of fuels for light vehicles, with an improved sales mix, to the strategy of constant innovation in services and convenience at the service stations, generating greater customer satisfaction and loyalty, and to lower expenses with advertising & marketing and variable compensation.

At Oxiteno, sales volume reached 204 thousand tons, up 6% over 3Q13, mainly concentrated in glycol sales growth, partially offset by lower sales of specialty chemicals, which were influenced by the effects of the slowdown of the economy and the reduction in the level of operations in Venezuela since 1Q14, due to limitations in importing raw material in that country. Oxiteno's EBITDA totaled R\$ 99 million in 3Q14, a 32% decrease from the record EBITDA in 3Q13, mainly as a result of lower sales of specialty chemicals and the reduction in the operating level in Venezuela, in addition to more favorable foreign exchange rate and market conditions in 3Q13.

In 3Q14, Ultragaz reported a growth of 3% in sales volume compared to 3Q13, mainly due to an increase of 4% in the bottled segment, due to commercial initiatives and the market growth in the North and Northeast regions. In 3Q14, Ultragaz's EBITDA totaled R\$ 89 million, up 11% over 3Q13, mainly as a result of an increase in sales volume and commercial and cost reduction initiatives implemented in the period.

At Ultracargo, the average storage decreased by 1% from 3Q13, mainly due to lower ethanol exports and lower handling of chemicals, as a result of the GDP performance. Ultracargo's EBITDA reached R\$ 44 million in 3Q14, up 7% over 3Q13, mainly due to contractual tariff adjustments and lower expenses with projects.

Extrafarma ended 3Q14 with 210 company-owned stores in the North and Northeast regions of Brazil, an increase of



25 stores compared to 3Q13. Extrafarma's EBITDA, excluding expenses with integration and structuring, amounted to R\$ 17 million, up 43% over 3Q13, due to the increased number of stores, the 6% increase in same store sales, and an improved sales mix, with a greater share of generic medicines.

Net earnings in 3Q14 totaled R\$ 329 million, practically stable compared to 3Q13, due to the growth in EBITDA and financial expenses compared to 3Q13, influenced by the 2.0 p.p. rise in the base interest rate between September 2013 and September 2014.

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## Ipiranga

Operational performance – In 3Q14, sales volume of fuels for light vehicles (Otto cycle) increased by 6%, driven by the growth in the vehicle fleet and investments made in network expansion. Diesel sales volume at Ipiranga service stations increased by 2% as a result of investments in network expansion. Total diesel sales volume decreased by 3% in 3Q14, as a result of the poor economic performance and the non-renewal of an important contract in large consumers segment. As a result, Ipiranga's sales volume totaled 6,539 thousand cubic meters in 3Q14, 1% above 3Q13 volume. Compared with 2Q14, sales volume increased by 4%, mainly due to seasonality between periods. In 9M14, Ipiranga accumulated sales volume of 18,899 thousand cubic meters, up 4% over 9M13.

Net sales and services – Ipiranga's net sales and services reached R\$ 14,946 million in 3Q14, up 7% over 3Q13, mainly as a result of (i) increased sales volume, (ii) the rise in diesel and gasoline costs by Petrobras in November 2013 and increased ethanol costs, and (iii) improved sales mix, resulting from investments in the expansion of the service station network, which enabled an increased share of fuels for light vehicles and of diesel sold through the reseller segment (sales at service stations). Compared to 2Q14, net sales and services increased by 3% as a result of seasonally higher volume. In 9M14, net sales and services amounted to R\$ 43,341 million, up 11% over 9M13.

Cost of goods sold – Ipiranga's cost of goods sold totaled R\$ 14,083 million in 3Q14, up 7% compared to 3Q13, mainly due to (i) increased sales volume and (ii) cost increases in diesel and gasoline by Petrobras in November 2013, and consequently in ethanol. Compared to 2Q14, cost of goods sold increased 3%, mainly due to seasonally higher volume. In 9M14, cost of goods sold totaled R\$ 40,820 million, up 11% over 9M13.

Sales, general and administrative expenses – Ipiranga's sales, general and administrative expenses totaled R\$ 466 million in 3Q14, up 2% over 3Q13, mainly as a result of the expansion of the distribution network and the effects of inflation on expenses, partially offset by lower expenses with advertising and marketing and variable compensation. Compared with 2Q14, sales, general and administrative expenses increased by 2%, mainly due to the increase in sales volume and increased expenses with projects, partially offset by increased expenses with advertising and marketing in 2Q14, mainly related to the 2014 World Cup. In 9M14, sales, general and administrative expenses totaled R\$ 1,406 million, up 7% compared to 9M13.

EBITDA – Ipiranga's EBITDA reached R\$ 557 million in 3Q14, an increase of 13% compared to 3Q13, due to (i) increased sales of fuels for light vehicles and diesel sold through the reseller segment, with an improved sales mix, (ii) the strategy of constant innovation in services and convenience at stations, generating greater customer satisfaction and loyalty, and (iii) lower expenses with advertising & marketing and variable compensation. Compared to 2Q14, EBITDA increased by 7%, mainly due to seasonally higher sales volume. In 9M14, EBITDA totaled R\$ 1,577 million, up 12% over 9M13.

## Oxitenó

Operational performance – Total sales volume in the Brazilian market increased by 8% (10 thousand tons) year-over-year, mainly due to higher sales of glycols, which in 3Q13 had been reduced in preparation for the scheduled stoppage at the Camaçari petrochemical complex that occurred in 4Q13. In 3Q14, specialty chemical sales in the domestic market was down 2% (3 thousand tons) compared to 3Q13 due to different economic conditions in both periods (growth in 3Q13 and slowdown in 3Q14). In the international market, sales volume increased by 3% (1 thousand tons), mainly as a result of higher sales of glycols, partially offset by the reduction in the operating level in Venezuela since 1Q14, due to limitations in raw material imports in that country. With all these effects, Oxitenó's sales volume in 3Q14 totaled 204 thousand tons, an increase of 6% (12 thousand tons) compared to 3Q13. Compared to 2Q14, sales volume grew by 7% (14 thousand tons), with a 5% (8 thousand tons) increase in sales of specialty chemicals. Sales volume in 9M14 totaled 586 thousand tons, down 2% (11 thousand tons) from 9M13.

Net sales and services – Oxitenó's net sales and services totaled R\$ 872 million in 3Q14, up 1% over 3Q13, due to a 6% increase in sales volume, substantially offset by a 5% lower average dollar price, as a result of (i) the increased share of glycols in the sales mix, (ii) a decrease in international glycol prices, influenced by the global economic scenario, and (iii) a more favorable foreign exchange environment during 3Q13. Compared to 2Q14, net sales and services increased by 7%, mainly due to higher sales volume. Net sales and services in 9M14 were R\$ 2,526 million, up 3% over 9M13.

Cost of goods sold – Oxitenó's cost of goods sold in 3Q14 amounted to R\$ 682 million, up 10% over 3Q13, due to the 6% growth in sales volume and a 6% increase in unit variable costs in dollars, mainly due to increased palm kernel oil prices. Compared to 2Q14, cost of goods sold increased by 8% due to higher sales volume. In 9M14, cost of goods sold totaled R\$ 1,951 million, up 6% over 9M13.

Sales, general and administrative expenses – Oxitenó's sales, general and administrative expenses totaled R\$ 127 million in 3Q14, down 5% from 3Q13, mainly due to lower expenses with variable compensation, which were partially offset by higher logistics expenses. Compared to 2Q14, sales, general and administrative expenses increased by 9% due to higher logistics expenses. In 9M14, sales, general and administrative expenses totaled R\$ 373 million, up 4% compared to 9M13.

EBITDA – Oxitenó's EBITDA totaled R\$ 99 million (or US\$ 212/ton) in 3Q14, a 32% decrease from the record EBITDA in 3Q13, mainly as a result of lower sales of specialty chemicals, influenced by the slowdown of the economic activity and the reduction in the operating level in Venezuela, in addition to foreign exchange rate and market conditions that were more favorable to Oxitenó in 3Q13. Compared to 2Q14, EBITDA remained practically stable, with the increased sales volume being offset by a less favorable sales mix. In 9M14, EBITDA totaled R\$ 306 million, down 8% from 9M13.

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## Ultragaz

Operational performance – In 3Q14, Ultragaz's sales volume reached 461 thousand tons, up 3% over 3Q13, driven mainly by the 4% growth in the bottled segment, a result of commercial initiatives and the market growth in North and Northeast regions of Brazil, followed by a 1% growth in the bulk segment, a result of investments made to capture new customers, especially in the residential and small- and medium-sized companies segments. Compared to 2Q14, sales volume increased by 8%, mainly as a result of the seasonality between periods. In 9M14, sales volume totaled 1,281 thousand tons, up 1% over 9M13.

Net sales and services – Ultragaz's net sales and services amounted to R\$ 1,095 million in 3Q14, a 4% growth over 3Q13, due to the increased sales volume and commercial initiatives in segments with greater demand, such as the residential and emerging regions in North and Northeast of Brazil. Compared to 2Q14, net sales and services increased by 8%, due to the higher sales volume. In 9M14, net sales and services reached R\$ 3,036 million, up 2% over 9M13.

Cost of goods sold – Ultragaz's cost of goods sold totaled R\$ 926 million in 3Q14, a 4% growth compared to 3Q13, due to the growth in sales volume. Compared with 2Q14, cost of goods sold increased by 7%, mainly due to the seasonally higher volume, partially offset by costs related to the requalification of a larger number of LPG bottles in 2Q14. In 9M14, cost of goods sold totaled R\$ 2,589 million, up 2% compared to 9M13.

Sales, general and administrative expenses – Ultragaz's sales, general and administrative expenses totaled R\$ 114 million in 3Q14, up 1% over 3Q13, mainly as a result of the effects of inflation on expenses, offset by initiatives implemented to reduce expenses. Compared to 2Q14, sales, general and administrative expenses increased by 9%, mainly as a result of a seasonally higher volume. In 9M14, sales, general and administrative expenses totaled R\$ 327 million, up 2% over 9M13.

EBITDA – Ultragaz reported an EBITDA of R\$ 89 million in 3Q14, up 11% over 3Q13, mainly as a result of higher sales volume and expense reduction and commercial initiatives implemented in the period. Compared to 2Q14, EBITDA grew 22%, mainly due to the seasonally higher volume and costs related to the requalification of a larger number of LPG bottles in 2Q14. In 9M14, EBITDA totaled R\$ 224 million, up 3% over 9M13.

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## Ultracargo

Operational performance – In 3Q14, Ultracargo's average storage decreased by 1% compared to 3Q13, mainly due to lower exports of ethanol and the effects of the slowdown of the economy in handling of chemicals, effects partially offset by greater handling of fuel oil for thermoelectric plants and fuels for vehicles, as a result of the growth in these markets. Compared to 2Q14, average storage remained practically stable. In 9M14, terminals average storage utilization increased by 4% compared to 9M13.

Net sales and services – Ultracargo's net sales and services totaled R\$ 90 million in 3Q14, up 1% and 2% over 3Q13 and 2Q14, respectively, mainly due to contractual tariff adjustments. In 9M14, net sales and services totaled R\$ 263 million, up 5% over 9M13.

Cost of services provided – Ultracargo's cost of services provided in 3Q14 amounted to R\$ 36 million, down 1% from 3Q13, mainly due to the lower average storage. Compared to 2Q14, cost of services provided increased by 1%, in line with the increased average storage in its terminals. In 9M14, cost of services provided totaled R\$ 106 million, up 6% over 9M13.

Sales, general and administrative expenses – Ultracargo's sales, general and administrative expenses totaled R\$ 23 million in 3Q14, a 5% decrease compared to 3Q13 and 2Q14, mainly due to lower expenses with projects when compared to these periods. In 9M14, sales, general and administrative expenses amounted to R\$ 70 million, in line with 9M13.

EBITDA – Ultracargo reported an EBITDA of R\$ 44 million in 3Q14, up 7% and 3% over 3Q13 and 2Q14, respectively, mainly due to contractual tariff adjustments and lower expenses with projects. In 9M14, Ultracargo's EBITDA totaled R\$ 129 million, up 8% over 9M13.

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## Extrafarma

As highlighted in "Considerations on the financial and operational information", unless otherwise indicated, Extrafarma information for 9M14 and 9M13 refers to the months from February to September of each year.

Operational performance – Extrafarma ended 3Q14 with 210 drugstores in the North and Northeast regions of Brazil, an increase of 25 drugstores (14%) compared to the end of 3Q13. Due to the expansion of Extrafarma's drugstore network, at the end of 3Q14, about 30% of the drugstores were under-36 months of operation, compared to 32% in 3Q13. However, total drugstores with less than one year of operation in 3Q14 was 14%, compared to 10% in 3Q13, as a result of the accelerated pace of drugstores openings during the last 12 months.

Gross revenues – Extrafarma's gross revenues totaled R\$ 327 million in 3Q14, an increase of 14% compared to 3Q13, mainly due to the increase of 14% in gross revenues of the retail segment, which totaled R\$ 280 million. The growth in gross revenues of the retail segment is mainly derived from the increased average number of drugstores and from the 6.2% increase in revenues of the drugstores with more than 1 year (same store sales). During 3Q14, gross revenues of the wholesale segment increased by 17% compared to 3Q13. Compared to 2Q14, gross revenues increased by 6%, mainly due to the 7% increase in the gross revenues of the retail segment, influenced by the effects related to the World Cup in 2Q14. In 9M14, gross revenues totaled R\$ 825 million, up 16% over 9M13.

Cost of goods sold and gross profit – Extrafarma's cost of goods sold totaled R\$ 215 million in 3Q14, up 11% over 3Q13, mainly as a result of increased sales and the annual adjustment in the prices of medicines, set by the Chamber for the Regulation of the Medical Pharmaceuticals Market (CMED). Gross profit reached R\$ 94 million, up 21% over 3Q13, mainly due to the growth in gross revenues in the retail segment and improved sales mix, with a 0.5 p.p. rise in the share of generic medicines. In relation to 2Q14, cost of goods sold and gross profit increased by 7% and 3%, respectively, mainly due to the increased sales. In 9M14, cost of goods sold totaled R\$ 540 million, up 14% over 9M13, while gross profit increased by 19%, amounting to R\$ 243 million.

Sales, general and administrative expenses – Extrafarma's sales, general and administrative expenses totaled R\$ 95 million in 3Q14, a 45% increase over 3Q13, mainly due to (i) the 13% increase in the average number of drugstores, (ii) the increases above inflation on unit expenses with personnel and (iii) expenses with the integration with Ultrapar and the structuring of Extrafarma for a more accelerated growth in the amount of R\$ 15 million in 3Q14. Compared to 2Q14, sales, general and administrative expenses increased by 17%, due to greater expenses with integration and structuring. In 9M14, Extrafarma's sales, general and administrative expenses totaled R\$ 226 million, up 38% over 9M13, of which R\$ 24 million refer to expenses with the integration with Ultrapar and the structuring of Extrafarma for a more accelerated growth.

EBITDA – Extrafarma's EBITDA totaled R\$ 17 million in 3Q14, a 43% increase over 3Q13 excluding the expenses with integration and structuring, due to revenues growth, partially reduced by the greater number of drugstores opened less than one year ago, still in the maturing process. EBITDA margin in 3Q14 was 5.1%, 1.0 p.p. above the EBITDA margin in 3Q13, mainly due to the improved sales mix. Reported EBITDA (which includes expenses with integration and structuring) totaled R\$ 2 million in 3Q14. Compared to 2Q14, reported EBITDA decreased by 89%, mainly due to the higher concentration of integration and structuring expenses. In 9M14, Extrafarma's EBITDA totaled R\$ 26 million, down 38% over 9M13.

## Ultrapar

Net sales and services – In 3Q14, Ultrapar's consolidated net sales and services grew by 9% compared to 3Q13, reaching R\$ 17,300 million, as a result of revenues growth in all businesses and the consolidation of revenues of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's net sales and services increased by 4%, mainly due to the seasonality between periods. In 9M14, Ultrapar's net sales and services increased by 12% compared to 9M13, totaling R\$ 49,914 million.

EBITDA – Ultrapar's consolidated EBITDA totaled R\$ 789 million in 3Q14, up 3% over 3Q13, despite the slowdown of the Brazilian economy, as a result of the EBITDA growth in all businesses, except for Oxiteno, mainly due to the strong comparison basis with record EBITDA in 3Q13. Compared to 2Q14, Ultrapar's EBITDA increased by 5%, mainly due to the seasonality between periods. In 9M14, Ultrapar's EBITDA totaled R\$ 2,242 million, up 8% compared to 9M13.

Depreciation and amortization – Total depreciation and amortization costs and expenses in 3Q14 amounted to R\$ 221 million, a 13% increase from 3Q13, as a result of investments made during the last 12 months, mainly in the expansion of Ipiranga service stations network and logistics infrastructure, and the consolidation of Extrafarma as from February 2014. Compared to 2Q14, Ultrapar's total depreciation and amortization costs and expenses increased by 2%. In 9M14, Ultrapar's total depreciation and amortization costs and expenses amounted to R\$ 651 million, up 13% over 9M13.

Financial results – Ultrapar's net debt at the end of September 2014 was R\$ 4.4 billion (1.4 times LTM EBITDA), compared to R\$ 3.6 billion in September 2013 (1.3 times LTM EBITDA). Ultrapar reported R\$ 107 million of net financial expenses in 3Q14, which was R\$ 18 million higher than that in 3Q13, mainly due to the 2.0 p.p. rise in the base interest rate between September 2014 and September 2013 and the increased net debt in 3Q14. Compared to 2Q14, Ultrapar's net financial expenses increased R\$ 9 million, mainly due to increased net debt in 3Q14. In 9M14, Ultrapar reported net financial expenses of R\$ 321 million, R\$ 77 million higher than that in 9M13.

Net earnings – Ultrapar's consolidated net earnings in 3Q14 amounted to R\$ 329 million, in line with 3Q13 and up 9% over 2Q14, mainly due to the growth on EBITDA and financial expenses compared to each period. In 9M14, Ultrapar reported net earnings of R\$ 879 million, 3% higher than that in 9M13.

Investments – Total investments, net of disposals and repayments, amounted to R\$ 372 million in 3Q14, allocated as follows:

- At Ipiranga, R\$ 234 million were invested mainly in the expansion and maintenance of the service stations and franchises network and in the maintenance and construction of new facilities.
- At Oxiteno, R\$ 35 million were invested mainly in the maintenance of its production units.
- At Ultragas, R\$ 67 million were invested mainly in new clients in the bulk segment and renewal of LPG bottles.
- Ultracargo invested R\$ 6 million mainly in the maintenance of its terminals.
- At Extrafarma, 12 million were invested mainly in the opening of new drugstores and in the distribution center in Ceará.

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Ultrapar in capital markets

Ultrapar's average daily trading volume in 3Q14 was R\$ 85 million, 21% higher than the daily average of R\$ 71 million in 3Q13, considering the combined trading volumes on the BM&FBOVESPA and the NYSE. Ultrapar's share price closed 3Q14 quoted at R\$ 51.81/share on the BM&FBOVESPA, with an accumulated depreciation of 2% in the quarter, while the Ibovespa index appreciated by 2%. At the NYSE, Ultrapar's shares depreciated by 11% in 3Q14, while the Dow Jones index appreciated by 1%. Ultrapar closed 3Q14 with a market value of R\$ 29 billion, down 3% from 3Q13.

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## Outlook

Even with the maintenance of a challenging economic environment, we expect to continue the trajectory of long-term growth of our results, based on the characteristics of our businesses and the consistent planning and execution of our strategy, reaping benefits from investments made and from the growth of our markets. Ipiranga will continue to invest in the expansion of its service station network and its related logistics infrastructure, focused on the North, Northeast and Midwest regions of Brazil, and will continue to leverage the benefits from the resilient growth of consumption of fuels for light vehicles fleet in Brazil. Additionally, the company will proceed with its differentiation initiatives, based on increasing the offer of products, services and convenience, to further increase customer loyalty and expand the number of clients. Oxiteno will keep the focus on innovation, with the development of new products, and will act to maximize the benefits from the maturing process of investments made in production capacity expansion in Brazil. Ultracargo will remain focused on capturing the benefits generated by the expansion of its existing terminals and will keep attentive to opportunities from the growing demand for liquid bulk storage. Ultragaz, on its turn, will be focused on obtaining the benefits from the investments in capturing new customers and on managing costs and expenses constantly. At Extrafarma, we will keep focused on structuring the company for a more accelerated expansion, which will be implemented in the next months.

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Forthcoming events

Conference call / Webcast: November 7, 2014

Ultrapar will be holding a conference call for analysts on November 7, 2014 to comment on the company's performance in the third quarter of 2014 and outlook. The presentation will be available for download on the company's website 30 minutes prior to the conference call.

Brazilian: 9:30 a.m. (US EST)

Hotel Unique (public meeting with investors)

(Tavarua room)

São Paulo – SP

Telephone for connection: +55 11 2188 0155

Code: Ultrapar

International: 12:00 a.m. (US EST)

Participants in the US: +1 877 317 6776

Participants in Brazil: 0800 891 0015

Participants in other countries: +1 412 317 6776

Code: Ultrapar

WEBCAST live via Internet at [www.ultra.com.br](http://www.ultra.com.br). Please connect 15 minutes in advance.

This document may contain forecasts of future events. Such predictions merely reflect the expectations of the Company's management. Words such as: "believe", "expect", "plan", "strategy", "prospects", "envisage", "estimate", "forecast", "anticipate", "may" and other words with similar meaning are intended as preliminary declarations regarding expectations and future forecasts. Such declarations are subject to risks and uncertainties, anticipated by the Company or otherwise, which could mean that the reported results turn out to be significantly different from those forecasts. Therefore, the reader should not base investment decisions solely on these estimates.

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Operational and market information					
Financial focus	3Q14	3Q13	2Q14	9M14	9M13
EBITDA margin Ultrapar	4.6%	4.8%	4.5%	4.5%	4.7%
Net margin Ultrapar	1.9%	2.1%	1.8%	1.8%	1.9%
Focus on human resources	3Q14	3Q13	2Q14	9M14	9M13
Number of employees – Ultrapar	13,613	9,218	13,449	13,613	9,218
Number of employees – Ipiranga	2,744	2,647	2,712	2,744	2,647
Number of employees – Oxiteno	1,826	1,833	1,828	1,826	1,833
Number of employees – Ultragas	3,651	3,728	3,632	3,651	3,728
Number of employees – Ultracargo	623	594	619	623	594
Number of employees – Extrafarma	4,344	-	4,225	4,344	-
Focus on capital markets	3Q14	3Q13	2Q14	9M14	9M13
Number of shares (000)	556,405	544,384	556,405	556,405	544,384
Market capitalization <sup>1</sup> – R\$ million	30,149	29,434	30,627	30,033	28,313
BM&FBOVESPA	3Q14	3Q13	2Q14	9M14	9M13
Average daily volume (shares)	1,215,078	977,534	1,158,987	1,206,846	986,363
Average daily volume (R\$ 000)	65,867	52,864	63,763	65,142	51,334
Average share price (R\$/share)	54.2	54.1	55.0	54.0	52.0
NYSE	3Q14	3Q13	2Q14	9M14	9M13
Quantity of ADRs <sup>2</sup> (000 ADRs)	32,769	34,015	33,042	32,769	34,015
Average daily volume (ADRs)	361,089	329,195	307,790	338,065	368,089
Average daily volume (US\$ 000)	8,548	7,789	7,611	7,968	9,070
Average share price (US\$/ADR)	23.7	23.7	24.7	23.6	24.6
Total	3Q14	3Q13	2Q14	9M14	9M13
Average daily volume (shares)	1,576,168	1,306,729	1,466,777	1,544,911	1,354,452
Average daily volume (R\$ 000)	85,405	70,653	80,737	83,390	70,445

All financial information is presented according to the accounting principles laid down in the Brazilian Corporate Law. All figures are expressed in Brazilian Reais, except for Oxiteno's margins on page 21, which are expressed in US dollars and were obtained using the average exchange rate (commercial dollar rate) for the corresponding periods.

For additional information, please contact:

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<sup>1</sup> Calculated based on the weighted average price in the period.

<sup>2</sup> 1 ADR = 1 common share.

ULTRAPAR  
CONSOLIDATED BALANCE SHEET  
In millions of Reais

	QUARTERS ENDED IN		
	SEP 2014	SEP 2013	JUN 2014
<b>ASSETS</b>			
Cash, cash equivalents and financial investments	3,696.9	3,160.0	3,350.0
Trade accounts receivable	2,542.7	2,270.3	2,374.8
Inventories	1,941.3	1,542.0	1,980.2
Taxes	558.6	438.3	527.7
Other	110.9	100.3	126.7
Total Current Assets	8,850.4	7,510.8	8,359.3
Investments	65.3	54.0	65.4
Property, plant and equipment and intangibles	7,991.7	6,780.9	7,827.5
Financial investments	129.2	104.4	70.0
Trade accounts receivable	137.7	123.4	128.4
Deferred income tax	412.3	420.3	401.8
Escrow deposits	684.0	583.9	671.4
Other	199.8	143.2	175.4
Total Non-Current Assets	9,620.0	8,210.2	9,340.0
<b>TOTAL ASSETS</b>	<b>18,470.5</b>	<b>15,721.0</b>	<b>17,699.4</b>
<b>LIABILITIES</b>			
Loans, financing and debentures	2,570.4	1,797.2	2,409.1
Suppliers	975.6	882.1	874.0
Payroll and related charges	287.7	267.9	240.9
Taxes	238.6	245.8	205.0
Other	169.7	132.1	170.9
Total Current Liabilities	4,241.9	3,325.1	3,899.9
Loans, financing and debentures	5,622.3	5,083.9	5,105.2
Provision for contingencies	629.2	586.6	647.0
Post-retirement benefits	110.8	129.0	107.0
Other	363.6	237.2	344.6
Total Non-Current Liabilities	6,726.0	6,036.7	6,203.8
<b>TOTAL LIABILITIES</b>	<b>10,967.9</b>	<b>9,361.8</b>	<b>10,103.7</b>
<b>STOCKHOLDERS' EQUITY</b>			
Capital	3,838.7	3,696.8	3,838.7

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Reserves	3,238.6	2,248.0	3,238.7
Treasury shares	(111.5 )	(114.9 )	(111.5 )
Others	507.9	502.7	603.4
Non-controlling interest	28.8	26.7	26.4
Total shareholders' equity	7,502.6	6,359.2	7,595.7
TOTAL LIAB. AND STOCKHOLDERS' EQUITY	18,470.5	15,721.0	17,699.4
Cash and financial investments	3,826.1	3,264.4	3,419.9
Debt	(8,192.7 )	(6,881.1 )	(7,514.4 )
Net cash (debt)	(4,366.6 )	(3,616.8 )	(4,094.5 )

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ULTRAPAR  
CONSOLIDATED INCOME STATEMENT  
In millions of Reais (except per share data)

	QUARTERS ENDED IN			ACCUMULATED	
	SEP 2014	SEP 2013	JUN 2014	SEP 2014	SEP 2013
Net sales and services	17,299.9	15,909.7	16,667.2	49,914.0	44,713.7
Cost of sales and services	(15,929.9)	(14,645.5)	(15,367.4)	(45,972.1)	(41,225.6)
Gross profit	1,370.0	1,264.2	1,299.8	3,941.9	3,488.1
Operating expenses					
Selling	(556.7 )	(461.3 )	(522.8 )	(1,584.3 )	(1,310.0 )
General and administrative	(268.9 )	(265.0 )	(260.8 )	(833.5 )	(750.6 )
Other operating income (expenses), net	20.9	29.0	21.6	62.4	64.3
Income from sale of assets	8.5	3.7	(0.3 )	15.2	18.4
Operating income	573.9	570.5	537.5	1,601.7	1,510.3
Financial results					
Financial income	92.7	66.2	80.8	264.0	166.6
Financial expenses	(200.1 )	(155.1 )	(179.4 )	(584.7 )	(410.4 )
Equity in earnings (losses) of affiliates	(5.2 )	(1.8 )	(3.1 )	(10.8 )	(3.8 )
Income before income and social contribution taxes	461.3	479.9	435.9	1,270.1	1,262.7
Provision for income and social contribution taxes					
Current	(130.3 )	(159.3 )	(153.7 )	(436.9 )	(404.0 )
Deferred	(16.7 )	(11.4 )	(0.3 )	(1.2 )	(41.4 )
Benefit of tax holidays	14.5	18.6	19.6	47.4	40.7
Net Income	328.8	327.8	301.4	879.5	858.0
Net income attributable to:					
Shareholders of Ultrapar	326.2	325.4	299.1	872.2	852.3
Non-controlling shareholders of the subsidiaries	2.6	2.4	2.3	7.3	5.7
EBITDA	789.5	764.5	750.9	2,242.3	2,084.5

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Depreciation and amortization	220.8	195.8	216.4	651.5	578.0
Total investments, net of disposals and repayments <sup>1</sup>	372.2	312.2	263.9	759.0	680.6

RATIOS

Earnings per share - R\$	0.59	0.61	0.54	1.59	1.59
Net debt / Stockholders' equity	0.58	0.57	0.54	0.58	0.57
Net debt / LTM EBITDA	1.42	1.31	1.34	1.42	1.31
Net interest expense / EBITDA	0.14	0.12	0.13	0.14	0.12
Gross margin	7.9	% 7.9	% 7.8	% 7.9	% 7.8
Operating margin	3.3	% 3.6	% 3.2	% 3.2	% 3.4
EBITDA margin	4.6	% 4.8	% 4.5	% 4.5	% 4.7

<sup>1</sup>Does not include association with Extrafarma

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ULTRAPAR  
CONSOLIDATED CASH FLOW STATEMENT  
In millions of Reais

	JAN - SEP	
	2014	2013
Cash Flows from (used in) operating activities	1,448.6	1,298.5
Net income	879.5	858.0
Depreciation and amortization	651.5	578.0
Working capital	(302.7 )	(362.6 )
Financial expenses (A)	632.0	391.3
Deferred income and social contribution taxes	1.2	41.4
Income from sale of assets	(15.2 )	(18.4 )
Cash paid for income and social contribution taxes	(320.5 )	(193.3 )
Other (B)	(77.1 )	4.2
Cash Flows from (used in) investing activities	(766.5 )	(710.7 )
Additions to fixed and intangible assets, net of disposals	(747.5 )	(688.4 )
Acquisition and sale of equity investments	(19.0 )	(22.2 )
Cash Flows from (used in) financing activities	(408.9 )	(455.3 )
Debt raising	1,591.9	1,302.8
Amortization of debt	(700.2 )	(565.3 )
Interest paid	(511.2 )	(478.2 )
Payment of financial lease	(4.1 )	(3.3 )
Related parties	-	(0.0 )
Dividends paid (C)	(782.9 )	(711.2 )
Other (D)	(2.3 )	-
Net increase (decrease) in cash and cash equivalents	273.3	132.5
Cash from subsidiaries acquired	9.1	-
Cash and cash equivalents at the beginning of the period (E)	3,543.7	3,131.8
Cash and cash equivalents at the end of the period (E)	3,826.1	3,264.4
Supplemental disclosure of cash flow information		
Extrafarma - capital increase with the merger of shares and subscription warrants (F)	749.3	-
Extrafarma - gross debt assumed at the closing (F)	207.9	-

(A) Comprised of interest and exchange rate and inflationary variation expenses on loans and financing. Does not include revenues from interest and exchange rate and inflationary variation on cash equivalents.

(B) Comprised mainly of noncurrent assets and liabilities variations net.

- (C) Includes dividends paid by Ultrapar and its subsidiaries to third parties.
- (D) Corresponds to the transaction cost for the issuance of shares in 2014.
- (E) Includes cash, cash equivalents and short and long term financial investments.

As a result of the association with Extrafarma. For more information, see Note 3.a and Note 22 to our Interim

- (F) Financial Information for 3Q14.

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**IPIRANGA**  
**CONSOLIDATED INVESTED CAPITAL**  
 In millions of Reais

	QUARTERS ENDED IN		
	SEP 2014	SEP 2013	JUN 2014
<b>OPERATING ASSETS</b>			
Trade accounts receivable	1,753.1	1,639.6	1,652.4
Trade accounts receivable - noncurrent portion	109.1	99.2	100.3
Inventories	1,164.4	1,015.1	1,167.5
Taxes	260.3	151.9	227.9
Other	242.2	226.3	258.9
Property, plant and equipment, intangibles and investments	3,448.7	3,144.1	3,333.4
<b>TOTAL OPERATING ASSETS</b>	<b>6,977.7</b>	<b>6,276.2</b>	<b>6,740.4</b>
<b>OPERATING LIABILITIES</b>			
Suppliers	650.2	674.3	582.7
Payroll and related charges	85.3	87.1	71.3
Post-retirement benefits	101.0	114.7	97.9
Taxes	81.7	87.0	70.9
Provision for contingencies	137.0	180.2	139.5
Other accounts payable	153.2	122.8	160.2
<b>TOTAL OPERATING LIABILITIES</b>	<b>1,208.5</b>	<b>1,266.1</b>	<b>1,122.6</b>

**IPIRANGA**  
**CONSOLIDATED INCOME STATEMENT**  
 In millions of Reais

	QUARTERS ENDED IN			ACCUMULATED	
	SEP 2014	SEP 2013	JUN 2014	SEP 2014	SEP 2013
Net sales	14,946.1	13,911.9	14,473.4	43,341.2	39,071.4
Cost of sales and services	(14,082.7)	(13,107.7)	(13,643.8)	(40,819.7)	(36,768.6)
Gross profit	863.4	804.2	829.6	2,521.5	2,302.7
Operating expenses				-	-

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Selling	(327.4 )	(314.3 )	(324.1 )	(978.8 )	(894.1 )
General and administrative	(138.8 )	(141.8 )	(133.2 )	(427.2 )	(419.4 )
				-	-
Other operating income (expenses), net	19.0	29.1	17.9	54.7	61.7
Income from sale of assets	9.6	2.7	1.5	15.2	19.7
				-	-
Operating income	425.8	379.9	391.6	1,185.4	1,070.6
				-	-
Equity in earnings (losses) of affiliates	0.2	0.1	0.5	0.8	0.6
				-	-
EBITDA	556.7	494.3	521.2	1,576.5	1,406.0
				-	-
Depreciation and amortization	130.8	114.3	129.0	390.3	334.7
RATIOS					
Gross margin (R\$/m3)	132	124	132	133	127
Operating margin (R\$/m3)	65	59	62	63	59
EBITDA margin (R\$/m3)	85	76	83	83	77
EBITDA margin (%)	3.7	% 3.6	% 3.6	% 3.6	% 3.6

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OXITENO  
CONSOLIDATED INVESTED CAPITAL  
In millions of Reais

	QUARTERS ENDED IN		
	SEP 2014	SEP 2013	JUN 2014
<b>OPERATING ASSETS</b>			
Trade accounts receivable	465.2	427.7	410.4
Inventories	515.9	476.3	566.8
Taxes	109.0	128.0	116.0
Other	108.4	97.5	106.8
Property, plant and equipment, intangibles and investments	1,663.6	1,659.0	1,649.8
<b>TOTAL OPERATING ASSETS</b>	<b>2,862.2</b>	<b>2,788.5</b>	<b>2,849.7</b>
<b>OPERATING LIABILITIES</b>			
Suppliers	141.5	151.0	150.0
Payroll and related charges	64.6	82.1	60.4
Taxes	36.4	33.6	26.5
Provision for contingencies	93.2	86.9	91.3
Other accounts payable	18.3	23.3	17.8
<b>TOTAL OPERATING LIABILITIES</b>	<b>354.0</b>	<b>376.9</b>	<b>345.9</b>

OXITENO  
CONSOLIDATED INCOME STATEMENT  
In millions of Reais

	QUARTERS ENDED IN			ACCUMULATED	
	SEP 2014	SEP 2013	JUN 2014	SEP 2014	SEP 2013
Net sales	872.0	867.0	813.4	2,525.6	2,443.0
Cost of goods sold					
Variable	(582.9 )	(519.5 )	(534.0 )	(1,645.8 )	(1,562.3 )
Fixed	(66.3 )	(69.5 )	(67.8 )	(211.2 )	(196.5 )
Depreciation and amortization	(33.1 )	(29.6 )	(31.1 )	(93.8 )	(89.8 )
Gross profit	189.7	248.3	180.5	574.9	594.3
Operating expenses					

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Selling	(68.4	)	(63.5	)	(58.2	)	(188.0	)	(177.1	)
General and administrative	(59.0	)	(71.1	)	(58.6	)	(185.1	)	(181.8	)
Other operating income (expenses), net	0.1		(0.7	)	(0.0	)	(0.2	)	(0.9	)
Income from sale of assets	(0.2	)	0.1		0.1		(0.1	)	0.1	
Operating income	62.1		113.2		63.7		201.5		234.5	
Equity in earnings (losses) of affiliates	0.3		0.0		0.2		0.6		(0.0	)
EBITDA	98.7		146.0		98.5		305.9		333.7	
Depreciation and amortization	36.3		32.8		34.6		103.8		99.1	
RATIOS										
Gross margin (R\$/ton)	927		1,290		948		982		995	
Gross margin (US\$/ton)	408		564		425		429		470	
Operating margin (R\$/ton)	304		588		335		344		393	
Operating margin (US\$/ton)	134		257		150		150		185	
EBITDA margin (R\$/ton)	483		758		517		522		559	
EBITDA margin (US\$/ton)	212		331		232		228		264	

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ULTRAGAZ  
CONSOLIDATED INVESTED CAPITAL  
In millions of Reais

	QUARTERS ENDED IN		
	SEP 2014	SEP 2013	JUN 2014
<b>OPERATING ASSETS</b>			
Trade accounts receivable	189.1	183.0	182.3
Trade accounts receivable - noncurrent portion	28.3	23.6	27.8
Inventories	57.7	48.6	59.0
Taxes	41.3	34.3	41.2
Escrow deposits	178.8	147.6	175.2
Other	38.6	34.1	40.6
Property, plant and equipment, intangibles and investments	786.2	746.3	754.5
<b>TOTAL OPERATING ASSETS</b>	<b>1,320.0</b>	<b>1,217.6</b>	<b>1,280.5</b>
<b>OPERATING LIABILITIES</b>			
Suppliers	45.5	45.4	40.9
Payroll and related charges	92.4	82.8	74.4
Taxes	5.9	5.9	5.6
Provision for contingencies	88.8	81.9	86.4
Other accounts payable	25.5	22.9	25.9
<b>TOTAL OPERATING LIABILITIES</b>	<b>258.2</b>	<b>238.9</b>	<b>233.2</b>

ULTRAGAZ  
CONSOLIDATED INCOME STATEMENT  
In millions of Reais

	QUARTERS ENDED IN			ACCUMULATED	
	SEP 2014	SEP 2013	JUN 2014	SEP 2014	SEP 2013
Net sales	1,095.2	1,050.3	1,011.2	3,035.7	2,975.5
Cost of sales and services	(926.1 )	(891.6 )	(865.0 )	(2,589.4 )	(2,534.4 )
Gross profit	169.2	158.7	146.3	446.3	441.1

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Operating expenses					
Selling	(79.1 )	(79.2 )	(70.6 )	(222.9 )	(224.4 )
General and administrative	(35.1 )	(33.5 )	(34.2 )	(103.8 )	(97.2 )
Other operating income (expenses), net	0.2	(0.2 )	(0.0 )	1.3	(0.7 )
Income from sale of assets	(0.5 )	0.8	(2.0 )	0.9	(1.3 )
Operating income	54.7	46.6	39.4	121.7	117.4
Equity in earnings (losses) of affiliates	0.0	0.0	(0.0 )	-	0.0
EBITDA	89.4	80.3	73.4	223.8	217.4
Depreciation and amortization	34.7	33.6	34.0	102.0	100.0
RATIOS					
Gross margin (R\$/ton)	367	355	341	348	346
Operating margin (R\$/ton)	119	104	92	95	92
EBITDA margin (R\$/ton)	194	180	171	175	171

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**ULTRACARGO**  
**CONSOLIDATED INVESTED CAPITAL**  
 In millions of Reais

	QUARTERS ENDED IN		
	SEP 2014	SEP 2013	JUN 2014
<b>OPERATING ASSETS</b>			
Trade accounts receivable	29.2	22.4	31.0
Inventories	1.6	2.0	1.8
Taxes	10.2	11.2	10.4
Other	18.3	14.9	19.7
Property, plant and equipment, intangibles and investments	926.6	950.3	934.5
<b>TOTAL OPERATING ASSETS</b>	<b>985.9</b>	<b>1,000.8</b>	<b>997.5</b>
<b>OPERATING LIABILITIES</b>			
Suppliers	8.9	13.4	9.6
Payroll and related charges	16.8	15.8	13.2
Taxes	5.2	3.8	5.5
Provision for contingencies	11.3	10.7	11.1
Other accounts payable <sup>1</sup>	42.2	46.5	43.8
<b>TOTAL OPERATING LIABILITIES</b>	<b>84.4</b>	<b>90.2</b>	<b>83.2</b>

<sup>1</sup> Includes the long term obligations with clients account and the extra amount related to the acquisition of Temmar, in the port of Itaquí

**ULTRACARGO**  
**CONSOLIDATED INCOME STATEMENT**  
 In millions of Reais

	QUARTERS ENDED IN			ACCUMULATED	
	SEP 2014	SEP 2013	JUN 2014	SEP 2014	SEP 2013
Net sales	89.7	89.1	87.7	263.0	250.5
Cost of sales and services	-	-	-	-	-
	(35.9 )	(36.1 )	(35.6 )	(106.4 )	(100.6 )
Gross profit	53.8	53.0	52.1	156.5	149.9
Operating expenses	-	-	-	-	-
Selling	(3.9 )	(4.4 )	(4.0 )	(11.8 )	(14.3 )

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General and administrative	(19.3 )	(20.0 )	(20.3 )	(58.4 )	(55.9 )
Other operating income (expenses), net	1.5	0.8	2.8	5.9	4.2
Income from sale of assets	0.0	0.0	0.0	(0.6 )	(0.1 )
Operating income	32.2	29.5	30.7	91.6	83.8
Equity in earnings (losses) of affiliates	(0.1 )	0.3	0.3	0.5	1.0
EBITDA	44.5	41.7	43.3	129.1	120.0
Depreciation and amortization	12.3	12.0	12.3	37.0	35.2

RATIOS

Gross margin	60	%	59	%	59	%	60	%	60	%
Operating margin	36	%	33	%	35	%	35	%	33	%
EBITDA margin	50	%	47	%	49	%	49	%	48	%

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EXTRAFARMA  
CONSOLIDATED INVESTED CAPITAL  
In millions of Reais

	QUARTERS ENDED IN		
	SEP 2014	SEP 2013	JUN 2014
<b>OPERATING ASSETS</b>			
Trade accounts receivable	109.6	78.2	101.3
Inventories	201.7	180.3	185.2
Taxes	36.2	33.6	29.0
Other	11.3	9.8	9.1
Property, plant and equipment, intangibles and investments	73.0	57.2	64.5
	-	-	
<b>TOTAL OPERATING ASSETS</b>	<b>431.8</b>	<b>359.1</b>	<b>389.2</b>
<b>OPERATING LIABILITIES</b>			
Suppliers	132.1	116.2	91.8
Payroll and related charges	28.3	28.4	21.3
Taxes	12.1	3.5	8.7
Provision for contingencies	46.8	9.8	46.3
Other accounts payable <sup>1</sup>	16.5	13.9	22.1
	-	-	
<b>TOTAL OPERATING LIABILITIES</b>	<b>235.8</b>	<b>171.8</b>	<b>190.2</b>
<sup>1</sup> Opening balance sheet			

EXTRAFARMA  
CONSOLIDATED INCOME STATEMENT  
In millions of Reais

	QUARTERS ENDED IN			ACCUMULATED	
	SEP 2014	SEP 2013	JUN 2014	SEP1 2014	SEP1 2013
Gross revenues	326.7	285.4	307.9	824.5	711.3
Sales returns, discounts and taxes	-	-	-	-	-
	(17.7 )	(13.3 )	(15.0 )	(41.7 )	(34.2 )
Net sales	309.0	272.0	292.9	782.8	677.1
	-	-	-	-	-
Cost of sales and services	(215.0 )	(194.4 )	(201.6 )	(540.3 )	(473.3 )
Gross profit	94.0	77.6	91.3	242.6	203.8

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	-	-			
Operating expenses	(95.5 )	(65.7 )	(81.3 )	(225.5 )	(163.4 )
Other operating income (expenses), net	0.0	(2.6 )	0.9	0.8	(3.8 )
Income from sale of assets	(0.4 )	0.0	0.1	(0.2 )	0.1
	-	-	=		
Operating income	(1.9 )	9.4	11.0	17.6	36.8
	-	-			
EBITDA	1.6	11.7	14.3	26.5	42.7
	-	-			
Depreciation and amortization	3.5	2.3	3.4	8.8	5.9
RATIOS <sup>2</sup>					
	-	-			
Gross margin (%)	29	% 27	% 30	% 29	% 29
Operating margin (%)	-1	% 3	% 4	% 2	% 5
EBITDA margin (%)	0	% 4	% 5	% 3	% 6

<sup>2</sup>Relative to the months of February to September 2014

<sup>3</sup>Calculated based on gross revenues

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ULTRAPAR PARTICIPAÇÕES S/A  
LOANS  
In millions of Reais - IFRS

LOANS	Balance in September/20141						Ultrapar Parent Company / Other	Ultrapar Consolidated	Index/ Currency
	Ipiranga	Oxiteno	Ultragaz	Ultracargo	Extrafarma				
Foreign Currency									
Notes	-	-	623.6	-	-	-	623.6	US\$	
Foreign loan 4	562.3	-	-	-	-	-	562.3	US\$ + LIBOR	
Advances on foreign exchange contracts	-	156.2	-	-	-	-	156.2	US\$ US\$ + LIBOR	
Foreign loan Financial institutions	-	146.2	-	-	-	-	146.2	US\$ US\$ + LIBOR	
Financial institutions	-	106.6	-	-	-	-	106.6	US\$ US\$ + LIBOR	
	-	49.3	-	-	-	-	49.3	LIBOR	
BNDES Financial institutions	5.6	19.7	10.0	-	-	-	35.3	US\$ MX\$ + TIE	
Foreign currency advances delivered	-	32.7	-	-	-	-	32.7	TIE	
	-	5.0	-	-	-	-	5.0	US\$	
Subtotal Local Currency	567.9	515.6	633.5	-	-	-	1,717.1		
Banco do Brasil floating rate Debentures - 1st and 2nd issuances	2,792.0	-	-	-	-	-	2,792.0	CDI	
IPP Debentures - 4th issuance	1,450.1	-	-	-	-	-	1,450.1	CDI	
	-	-	-	-	-	847.9	847.9	CDI	
BNDES	173.5	113.0	188.0	87.1	-	-	561.5	TJLP	

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Banco do Brasil fixed rate 3	491.3	-	-	-	-	-	491.3	R\$
Banco do Nordeste do Brasil	-	49.7	-	40.1	-	-	89.8	R\$
Research and projects financing (FINEP)	31.6	28.2	-	-	-	-	59.7	R\$
BNDES Financial leasing	36.2	8.4	8.5	1.4	1.8	-	56.4	R\$
Working capital loan - floating rate	-	-	46.3	-	-	-	46.3	IGPM
Export Credit Note 5	-	-	-	-	28.2	-	28.2	CDI
Research and projects financing (FINEP)	-	25.7	-	-	-	-	25.7	R\$
Working capital loan - fixed rate	2.4	1.6	4.2	-	-	-	8.2	TJLP
Financial leasing fixed rate	-	-	-	-	4.3	-	4.3	R\$
Agency for Financing Machinery and Equipment (FINAME)	-	-	-	-	1.0	-	1.0	R\$
Financial leasing floating rate	-	-	-	-	0.5	-	0.5	TJLP
Financial leasing floating rate	-	-	-	-	0.5	-	0.5	CDI
Subtotal	4,977.2	226.5	247.0	128.6	36.2	847.9	6,463.4	
Unrealized losses on swaps transactions	4.0	5.3	2.9	-	-	-	12.3	

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Total	5,549.1	747.5	883.4	128.6	36.2	847.9	8,192.7
Composition per maturity							
Up to 1 year	1,256.0	322.4	79.8	37.0	27.3	847.9	2,570.4
From 1 to 2 years	525.8	92.0	670.4	32.7	6.4	-	1,327.3
From 2 to 3 years	1,392.4	262.9	41.2	26.3	2.1	-	1,725.0
From 3 to 4 years	630.0	45.7	25.9	13.5	0.2	-	715.3
From 4 to 5 years	1,733.1	13.4	25.9	6.8	0.2	-	1,779.4
Thereafter	11.6	11.1	40.2	12.3	0.1	-	75.4
Total	5,549.1	747.5	883.4	128.6	36.2	847.9	8,192.7

Libor = London Interbank Offered Rate / MX\$ = Mexican Peso / TIIE = Mexican Interbank Interest Rate Even / CDI = interbank certificate of deposit rate / TJLP = basic financing cost of BNDES (set by National Monetary Council).  
On September 30, 2014, TJLP was fixed at 5% p.a. / IGPM = General Index of Market Prices

LOANS

Balance in September/20141

	Ultrapar Parent Company / Ultrapar Consolidated
Ipiranga	
Oxitenol	
Ultragas	
Ultracargo	
Extrafarma	
Other	

CASH AND LONG

TERM INVESTMENTS	1,872.1	985.2	451.2	321.1	9.4	187.2	3,826.1
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1 As provided in IAS 39, transaction costs incurred in obtaining financial resources were deducted from the value of the financial instrument.

2 Certain loans are hedged against foreign currency and interest rate exposure (see note 22 to financial statements).

3 For this loan, a hedging instrument was hired with the objective of swapping the fixed to floating rate, equivalent to 99.50% of CDI on average.

4 For this loan, a hedging instrument was hired with the objective of swapping the fixed to floating rate, equivalent to 103.83% of CDI on average.

5 For this loan, a hedging instrument was hired with the objective of swapping the fixed to floating rate, equivalent to 88.81% of CDI on average.

Item 3

ULTRAPAR PARTICIPAÇÕES S.A.

Publicly Traded Company

CNPJ nº 33.256.439/0001-39

NIRE 35.300.109.724

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS (06/2014)

Date, Time and Location:

November 5th, 2014, at 2:30 p.m., at the Company's headquarters, located at Av. Brigadeiro Luís Antônio, nr 1343, 9th floor, in the City and State of São Paulo.

Attendance:

(i) Members of the Board of Directors; and (ii) member of the Fiscal Council, pursuant to the terms of article 163, §3, of the Brazilian Corporate Law.

Decisions:

1. After having analyzed and discussed the performance of the Company in the third quarter of the current fiscal year, the respective financial statements were approved.
2. The Board members approved the hiring of Deloitte Touche Tohmatsu Brazil for providing audit services of the financial statements for the fiscal year 2014, according to the proposal presented by the Executive Officers and the Fiscal Council.

Observations: The deliberations were approved, with no amendments or qualifications, by all the Board Members present.

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(Minutes of the Meeting of the Board of Directors of Ultrapar Participações S.A. , held on November 5th, 2014)

As there were no further matters to be discussed, the meeting was closed, and the Minutes of this meeting were written, read and approved by all the undersigned Board Members present, as well as by the member of the Fiscal Council. aa) Paulo Guilherme Aguiar Cunha – Chairman; Lucio de Castro Andrade Filho – Vice Chairman; Ana Maria Levy Villela Igel, Ivan de Souza Monteiro, Nildemar Secches, Olavo Egydio Monteiro de Carvalho, Pedro Wongtschowski e Renato Ochman – Conselheiros; e Flavio César Maia Luz – Member of The Fical Council.

I certify that this is a true copy of the Minutes were written in the book.

Paulo Guilherme Aguiar Cunha  
Chairman

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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: November 05, 2014

ULTRAPAR HOLDINGS INC.

By: /s/ André Covre  
Name: André Covre  
Title: Chief Financial and  
Investor Relations  
Officer

(Interim Financial Information, Earnings Release 3Q14, Board of Directors Minute)

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