

---

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

---

## FORM 6-K

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

For the month of **March 2007**  
Commission File Number **1-14499**

---

### **EMBRATEL PARTICIPAÇÕES S.A.**

(Exact name of registrant as specified in its charter)

### **Embratel Holding Company**

(Translation of registrant's name into English)

**Rua Regente Feijó, n° 166 - 16° andar, Sala 1687B**

**20.060-060 Rio de Janeiro - RJ, Brazil**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

---

---

On March 19, 2007, Embratel Participações S.A. (“Embratel”) notified The Bank of New York (the “Depositary”) of its decision to terminate the Amended and Restated Deposit Agreement, dated as of June 16, 2003 (the “Deposit Agreement”) among Embratel, the Depositary and all Owners and Beneficial Owners (as defined therein) from time to time of American Depositary Receipts (“ADRs”) issued thereunder. The termination of the Deposit Agreement will become effective on April 22, 2007, following the expiration of the required 30-day notice period.

Embratel currently expects that its ADRs will cease trading on the New York Stock Exchange on the trading day following the effective date of termination of the Deposit Agreement and thereafter intends to terminate the registration of its ADRs and preferred shares under the Securities Exchange Act of 1934 if it is eligible to do so.

Concurrently with this notification, Embratel and the Depositary entered into an amendment to the Deposit Agreement that requires the Depositary to use reasonable efforts to sell the preferred shares underlying any unclaimed Embratel ADRs as promptly as practicable after the expiration of a 60-day period following the effective date of termination of the Deposit Agreement. The Depositary expects to begin selling the preferred shares underlying any unclaimed Embratel ADRs on or promptly following June 22, 2007.

---

**SIGNATURE**

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.

EMBRATEL PARTICIPAÇÕES S.A.

Date: March 22, 2007

By: /s/ Isaac Berensztejn  
Name: Isaac Berensztejn  
Title: Chief Financial Officer & Investor Relations Officer