

Morningstar, Inc.  
Form 4  
February 14, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Armour Timothy K

(Last) (First) (Middle)

C/O MORNINGSTAR, INC., 225  
WEST WACKER DRIVE

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Morningstar, Inc. [MORN]

3. Date of Earliest Transaction  
(Month/Day/Year)

02/13/2008

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify  
below) below)

Managing Director

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/13/2008                              |                                                             | M                                    | 120,000                                                                 | A \$ 2 414,115                                                                                                     | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/13/2008                              |                                                             | M                                    | 2,446                                                                   | A \$ 2.77 416,561                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/13/2008                              |                                                             | M                                    | 4,893                                                                   | A \$ 2.77 421,454                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/13/2008                              |                                                             | M                                    | 6,971                                                                   | A \$ 2.77 428,425                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/13/2008                              |                                                             | M                                    | 3,963                                                                   | A \$ 10.98 432,388                                                                                                 | D                                                                       |                                                                   |

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|              |            |   |       |   |          |         |   |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | 02/13/2008 | M | 8,022 | A | \$ 10.98 | 440,410 | D |
| Common Stock | 02/13/2008 | M | 3,273 | A | \$ 10.98 | 443,683 | D |
| Common Stock | 02/13/2008 | M | 6,546 | A | \$ 10.98 | 450,229 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Employee Stock Option (Right to Buy)       | \$ 2                                                   | 02/13/2008                           |                                                    | M                              | 120,000                                                                                 | <u>(1)</u> 04/15/2008                                    | Common 120,000                                                |
| Employee Stock Option (Right to Buy)       | \$ 2.77                                                | 02/13/2008                           |                                                    | M                              | 2,446                                                                                   | <u>(2)</u> 06/30/2008                                    | Common 2,446                                                  |
| Employee Stock Option (Right to Buy)       | \$ 2.77                                                | 02/13/2008                           |                                                    | M                              | 4,893                                                                                   | <u>(2)</u> 06/30/2008                                    | Common 4,893                                                  |
| Employee Stock Option (Right to Buy)       | \$ 2.77                                                | 02/13/2008                           |                                                    | M                              | 6,971                                                                                   | <u>(3)</u> 12/01/2008                                    | Common 6,971                                                  |
| Employee Stock                             | \$ 10.98                                               | 02/13/2008                           |                                                    | M                              | 3,963                                                                                   | <u>(4)</u> 06/30/2009                                    | Common 3,963                                                  |

Option  
(Right to  
Buy)

Employee  
Stock

|                             |          |            |   |       |            |            |        |       |
|-----------------------------|----------|------------|---|-------|------------|------------|--------|-------|
| Option<br>(Right to<br>Buy) | \$ 10.98 | 02/13/2008 | M | 8,022 | <u>(4)</u> | 06/30/2009 | Common | 8,022 |
|-----------------------------|----------|------------|---|-------|------------|------------|--------|-------|

Employee  
Stock

|                             |          |            |   |       |               |            |        |       |
|-----------------------------|----------|------------|---|-------|---------------|------------|--------|-------|
| Option<br>(Right to<br>Buy) | \$ 10.98 | 02/13/2008 | M | 3,273 | <u>(1)(5)</u> | 12/01/2009 | Common | 3,273 |
|-----------------------------|----------|------------|---|-------|---------------|------------|--------|-------|

Employee  
Stock

|                             |          |            |   |       |            |            |        |       |
|-----------------------------|----------|------------|---|-------|------------|------------|--------|-------|
| Option<br>(Right to<br>Buy) | \$ 10.98 | 02/13/2008 | M | 6,546 | <u>(5)</u> | 12/01/2009 | Common | 6,546 |
|-----------------------------|----------|------------|---|-------|------------|------------|--------|-------|

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

Armour Timothy K  
C/O MORNINGSTAR, INC.  
225 WEST WACKER DRIVE  
CHICAGO, IL 60606

Managing Director

## Signatures

/s/ Heidi Miller, by power of  
attorney

02/14/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) The options became exercisable in five equal installments on April 15, 1999, 2000, 2001, 2002, and 2003.
- (2) The options became exercisable in five equal installments on June 30, 1999, 2000, 2001, 2002, and 2003.
- (3) The options became exercisable in five equal installments on December 1, 1999, 2000, 2001, 2002, and 2003.
- (4) The options became exercisable in five equal installments on June 30, 2000, 2001, 2002, 2003, and 2004.
- (5) The options became exercisable in five equal installments on December 1, 2000, 2001, 2002, 2003, and 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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