

Morningstar, Inc.
Form 3
February 02, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Needham Daniel | | (Month/Day/Year) | Morningstar, Inc. [MORN] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/02/2015 | | |
| MORNINGSTAR, INC.,Â 22 | | | (Check all applicable) | |
| WEST WASHINGTON | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| STREET | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (Street) | | | (give title below) (specify below) | |
| | | | Pres., Investment Management | |
| CHICAGO,Â ILÂ 60602 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------------|--|---|--|
| Common Stock | 7,166 | D | Â |
| Common Stock (Restricted Stock Units) | 349 ⁽¹⁾ | D | Â |
| Common Stock (Restricted Stock Units) | 812 ⁽²⁾ | D | Â |
| Common Stock (Restricted Stock Units) | 961 ⁽³⁾ | D | Â |
| Common Stock (Restricted Stock Units) | 3,757 ⁽⁴⁾ | D | Â |
| Common Stock (Restricted Stock Units) | 3,285 ⁽⁵⁾ | D | Â |
| Common Stock (Restricted Stock Units) | 28 ⁽⁶⁾ | D | Â |

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

SEC 1473 (7-02)

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required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Needham Daniel MORNINGSTAR, INC. 22 WEST WASHINGTON STREET CHICAGO, IL 60602 | Â | Â | Â Pres., Investment Management | Â |

Signatures

Heidi Miller, power of attorney 02/02/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Each restricted stock unit represents a contingent right to receive one share of Morningstar, Inc. common stock. The restricted stock units vest on May 15, 2015.
- (2) Each restricted stock unit represents a contingent right to receive one share of Morningstar, Inc. common stock. The restricted stock units vest in equal annual installments on May 15, 2015 and May 15, 2016.
- (3) Each restricted stock unit represents a contingent right to receive one share of Morningstar, Inc. common stock. The restricted stock units vest in equal annual installments on May 15, 2015, May 15, 2016, and May 15, 2017.
- (4) Each restricted stock unit represents a contingent right to receive one share of Morningstar, Inc. common stock. The restricted stock units vest in equal annual installments on November 15, 2015, November 15, 2016, and November 15, 2017.
- (5) Each restricted stock unit represents a contingent right to receive one share of Morningstar, Inc. common stock. The restricted stock units vest in equal annual installments beginning on May 15, 2015.
- (6) Includes 28.5560 restricted stock units acquired pursuant to a dividend reinvestment feature of the Morningstar, Inc. 2011 Stock Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.