

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

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person *           |   |              |   |                    | Issuer Name and Ticker or Trading Symbol          |   |   |                              |      |   |                |                               | ol  |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)              |  |  |                                       |
|---|---|--------------|---|--------------------|---|---|---|------------------------------|------|---|----------------|-------------------------------|---|---|--|--|--|---------------------------------------|
| Mansueto Joseph D                                   |   |              |   | ]                  | Morningstar, Inc. [ MORN ]                        |   |   |                              |      |   |                |                               |   |   |  |  |  |                                       |
| (Last) (First) (Middle)                             |   |              |   | 2                  | 3. Date of Earliest Transaction (MM/DD/YYYY)      |   |   |                              |      |   |                |                               |   |   | X_ DirectorX 10% Owner  V_ Officer (give title below) Other (greetife below)         |  |  |                                       |
| C/O MORNINGSTAR, INC., 22 WEST<br>WASHINGTON STREET |   |              |   |                    | 2/3/2021  |   |   |                              |      |   |                |                               |   |   | X_ Officer (give title below) Other (specify below)  Executive Chairman              |  |  |                                       |
| (Street)  |   |              |   | 4                  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |   |   |                              |      |   |                | IM/DI                         | () 6. Individual  | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |  |  |                                       |
| CHICAGO, IL 60602 (City) (State) (Zip)              |   |              |   |                    |   |   |   |                              |      |   |                |                               |   | _X _ Form filed by  | _X _ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |                                       |
|   |   |              | Table I -                               | Non-D              | eriva   | tive S                                    | ecuri   | ities A                      | cq   | uired, D                                | ispos          | ed of                         | f, or B   | eneficially Own   | ed   |  |  |                                       |
| 1. Title of Security (Instr. 3)                     |   |              | 2. Tran                                 | . Trans. Date      |   | e 2A. Deemed<br>Execution<br>Date, if any |   | 3. Trans. Code<br>(Instr. 8) |      | Disposed of (D)                         |                |                               | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) |   |  | Ownership Indire   | Beneficial   |                                       |
|   |   |              |   |                    |   |   | Co  | ode                          | V    | Amount                                  | (A) or<br>(D)  | I                             | Price   |   |  |  | or Indirect (I) (Instr. 4)   |                                       |
| Common Stock 2/3/202                                |   |              | 2021                                    |                    |   | S   | (1)   |                              | 77   | D                                       | \$243          | .4887 (2                      | 19  | 19125506  |  | D  |  |                                       |
| Common Stock 2/3/20                                 |   |              | 2021                                    |                    |   | S   | (1)   |                              | 65   | D                                       | \$2            | 44.79                         | 19  | 19125441  |  | D  |  |                                       |
| Common Stock 2/4/202                                |   |              | 2021                                    |                    |   | S   | <u>(1)</u>  |                              | 3351 | D                                       | \$240          | .4474 🚨                       | 19  | 19122090  |  | D  |  |                                       |
| Common Stock 2/4/                                   |   |              | 2021                                    |                    |   | S   | <u>(1)</u>  |                              | 2271 | D                                       | \$241.7316 (4) |                               | 19119819  |   | D  |  |  |                                       |
| Common Stock 2/4/20                                 |   |              | 2021                                    |                    |   | S   | (1)   |                              | 1666 | D                                       | \$242          | .7802                         | 19118153  |   | D  |  |  |                                       |
| Common Stock 2/4/2021                               |   |              | 2021                                    |                    |   | S   | (1)   |                              | 2420 | D                                       | \$243          | .5401 <mark>(6</mark>         | 19115733  |   | D  |  |  |                                       |
| Common Stock 2/4/202                                |   |              | 2021                                    |                    |   | S   | (1)   |                              | 206  | D                                       | \$244          | .2599 🔽                       | 19115527  |   | D  |  |  |                                       |
| Common Stock  |   |              |   |                    |   |   |   |                              |      |   |                |                               |   | 1   | 50000  |  | I  | ByTrust (8)                           |
|   | Tab   | ole II - Der | ivative Se                              | curiti             | es Bei  | neficia                                   | ally C  | Owned                        | (e.  | .g., puts                               | , calls        | , wa                          | rrants  | s, options, conve   | tible secu   | urities)   |  |                                       |
| 1. Title of Derivate<br>Security<br>(Instr. 3)      | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | Date E       | 3A. Deemed<br>Execution<br>Date, if any | 4. Trai<br>(Instr. | tr. 8) Der<br>Acc<br>Dis                          |   | umber of<br>vative Securities<br>uired (A) or<br>losed of (D)<br>r. 3, 4 and 5) |                              |      | 6. Date Exercisable and Expiration Date |                |                               | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4)          |   | Derivative de Security (Instr. 5) B  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following | 10.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D) | Beneficial<br>Ownership<br>(Instr. 4) |
|   | Security  |              |   | Coo                |   | · (A                                      | ١)  | (D)                          |      |   |                | Amount or Number of<br>Shares | Reported<br>Transaction(s<br>(Instr. 4)   |   | or Indirect  |  |  |                                       |

#### **Explanation of Responses:**

- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 5, 2019.
- (2) The transaction was executed in multiple trades at prices ranging from \$243.46 to \$243.5450. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Morningstar or a shareholder of Morningstar full information regarding the number of shares and prices at which the transaction was effected.
- (3) The transaction was executed in multiple trades at prices ranging from \$240.07 to \$240.82. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Morningstar or a shareholder of Morningstar full information regarding the number of shares and prices at which the transaction was effected.
- (4) The transaction was executed in multiple trades at prices ranging from \$241.13 to \$242.12. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Morningstar or a shareholder of Morningstar full information regarding the number of shares and prices at which the transaction was effected.
- (5) The transaction was executed in multiple trades at prices ranging from \$242.13 to \$243.12. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Morningstar or a shareholder of Morningstar full information regarding the number of shares and prices at which the transaction was effected.
- (6) The transaction was executed in multiple trades at prices ranging from \$243.13 to \$243.99. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Morningstar or a shareholder of Morningstar full information regarding the number of shares and prices at which the transaction was effected.
- (7) The transaction was executed in multiple trades at prices ranging from \$244.1750 to \$244.3250. The price reported above reflects the weighted average sale

price. The reporting person hereby undertakes to provide upon request to the SEC staff, Morningstar or a shareholder of Morningstar full information regarding the number of shares and prices at which the transaction was effected.

(8) The shares are held in trusts for the benefit of the reporting person's children. The reporting person's spouse is trustee of the trusts.

### **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                    |       |  |  |  |
|--|---------------|-----------|--------------------|-------|--|--|--|
| Reporting Owner Name / Address   | Director      | 10% Owner | Officer            | Other |  |  |  |
| Mansueto Joseph D<br>C/O MORNINGSTAR, INC.<br>22 WEST WASHINGTON STREET<br>CHICAGO, IL 60602 | X             | X         | Executive Chairman |       |  |  |  |

### **Signatures**

| /s/ Patri | ck Maloney, by power of attorney | 2/5/2021 |      |  |  |
|-----------|----------------------------------|----------|------|--|--|
|           | **Signature of Reporting Person  | ·-       | Date |  |  |

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

- \* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.