**Form 4**

**United States Securities and Exchange Commission**

**Washington, D.C. 20549**

**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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
   
   **Chen Peng**
   
   **C/O Morningstar, Inc., 22 West Washington Street, Chicago, IL 60602**

2. Issuer Name and Ticker or Trading Symbol
   
   **Morningstar, Inc. [MORN]**

3. Date of Earliest Transaction (MM/DD/YYYY)
   
   **11/15/2011**

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Individual or Joint/Group Filing (Check Applicable Line)
   
   _X_ Form filed by One Reporting Person
   
   ___ Form filed by More than One Reporting Person

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   
   ____ Director
   
   ____ 10% Owner
   
   _X_ Officer (give title below)
   
   Pres., Investment Management

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Trans. Date</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/15/2011</td>
<td></td>
<td>F</td>
<td>802 D</td>
<td>$59.35</td>
<td>28403</td>
<td>D</td>
</tr>
</tbody>
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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**Explanation of Responses:**

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Chen Peng</td>
<td></td>
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<tr>
<td>C/O Morningstar, Inc., 22 West Washington Street</td>
<td></td>
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<tr>
<td>CHICAGO, IL 60602</td>
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</tr>
</tbody>
</table>

**Signatures**

/s/ Heidi Miller, by power of attorney 11/15/2011

**Signature of Reporting Person**

**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).*


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.