

[ ] 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, 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 *   |             |                                     |                 |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol |  |       |  |        |              |                            | ng Sym          |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)               |   |                         |                   |          |
|---|-------------|-------------------------------------|-----------------|---|--|--|-------|--|--------|--------------|----------------------------|-----------------|--|---|---|-------------------------|-------------------|----------|
| FRANCIS CHERYL A  |             |                                     |                 |   | Morningstar, Inc. [ MORN ]                         |  |       |  |        |              |                            |                 |  |   |   |                         |                   |          |
| (Last)  | (First)     | (Mid                                | dle)            | 3.  | 3. Date of Earliest Transaction (MM/DD/YYYY)       |  |       |  |        | Y) -         | _ X _ Dire                 |                 | 1  |   | Owner   |                         |                   |          |
| C/O MORNINGSTAR, INC., 225<br>WEST WACKER DRIVE   |             |                                     |                 |   | 7/17/2007  |  |       |  |        |              |                            |                 | b  | elow)   | er (give title l  | below) _                | Other             | (specify |
| (Street)  |             |                                     |                 |   | 4. If Amendment, Date Original Filed (MM/DD/YYYY)  |  |       |  |        |              |                            |                 |  | 6. Individual or Joint/Group Filing (Check<br>Applicable Line)                        |   |                         |                   |          |
| CHICAGO, IL 60606 (City) (State) (Zip)  |             |                                     |                 |   |  |  |       |  |        |              |                            |                 |  | _ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person |   |                         |                   |          |
|   |             | Table I                             | - Non-l         | Deriv   | ativ   | e Securi   | ities | Acc  | quir   | ed, l        | Dispo                      | sed of,         | or Be  | eneficiall  | y Owned   |                         |                   |          |
| ·   |             |                                     | 2. Tra<br>Date  |   | 2A. Deemed Execution Date, if                      | 3. Trans.<br>Code<br>(Instr. 8)  |       | (A) or Disposed<br>(D)<br>(Instr. 3, 4 and 5 |        |              | d of Followin<br>(Instr. 3 |                 | ng Reported Transaction(s) Ownership of Indirection (and 4) Ownership Form: Beneficia                |   |   | Beneficial<br>Ownership |                   |          |
|   |             |                                     |                 |   |  | any  | Cod   | le '   | V An   | nount        | (A)<br>or<br>(D)           | Price           |  |   |   |                         | (I) (Instr.<br>4) | (msu. 4) |
| Common Stock 7/2  |             |                                     |                 | 7/17/2  | 2007   |  | М     |  | 5      | 00           | A S                        | 88.57           |  | 5199  |   |                         | D                 |          |
| Common Stock 7/1  |             |                                     |                 | 7/17/2  | 007  |  | S (2  | 2)   | 5      | 00           | D \$                       | 49.00           | 4699   |   |   | D                       |                   |          |
| Tabl  | le II - Dei | ivative (                           | Securiti        | es Be   | nefi   | icially O  | wne   | d ( a  | e.g.   | , pu         | ts, ca                     | lls, war        | rants  | , options   | , convert   | ible secur              | rities)           |          |
| 1. Title of Derivate Security (Instr. 3)  2. Conversion Date Deemed Execution Price of Date, if |             | 4.<br>Trans<br>Code<br>(Instr<br>8) | . E<br>S<br>. A | Number of Derivative decurities Acquired (A Disposed of Instr. 3, 4 a | a) or (D)  | 6. Date Exercisable and Expiration Date  7. Title and An Securities Undo Derivative Sec (Instr. 3 and 4) |       |  |        |              | s Unde<br>ve Secu          | rlying          | 8. Price of Derivative Security (Instr. 5) Securities Beneficial Owned Following Reported Transactic |   | Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr. | Beneficial              |                   |          |
|   |             |                                     |                 | Code  | V (  | A) (D)   |       | Date<br>Exerc                                | isable | Exp<br>e Dat | piration<br>te             | Title           |  | unt or<br>ber of<br>es  |   | (s) (Instr. 4)          | <del> </del>      |          |
| Empoyee Stock<br>Option (Right to<br>Buy)   | \$8.57      | 7/17/2007                           |                 | М   |  | 500  |       | (  | (1)    | 7/1          | 9/2012                     | Common<br>Stock | n  | 500   | \$0   | 30269                   | D                 |          |

## **Explanation of Responses:**

- (1) The options became exercisable in three equal installments on July 19, 2003, 2004 and 2005.
- (2) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 21, 2007.

## **Reporting Owners**

| Paparting Owner Name / Address                                     | Relationships |           |         |       |  |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|--|
| Reporting Owner Name / Address                                     | Director      | 10% Owner | Officer | Other |  |  |  |  |
| FRANCIS CHERYL A<br>C/O MORNINGSTAR, INC.<br>225 WEST WACKER DRIVE | X             |           |         |       |  |  |  |  |

| /s/ Richard Robbins, by power of attorney | 7/18/2007 Date |  |  |  |
|---|----------------|--|--|--|
| Signatures                                |                |  |  |  |
| CHICAGO, IL 60606                         |                |  |  |  |

\*\* 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).
- \*\* 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.