

# MORNINGSTAR, INC.

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 6/27/2006 For Period Ending 6/26/2006

Address	225 WEST WACKER DRIVE CHICAGO, Illinois 60606
Telephone	(312) 696-6000
CIK	0001289419
Industry	Computer Services
Sector	Technology
Fiscal Year	12/31

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# FORM 4

[ ] 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 and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<b>Boudos Martha Dustin</b>	<b>Morningstar, Inc. [ MORN ]</b>	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>C/O MORNINGSTAR, INC., 225 WEST WACKER DRIVE</b>	<b>6/26/2006</b>	<b>Chief Financial Officer</b>
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>CHICAGO, IL 60606</b>		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	6/26/2006		M		5681	A	\$10.95	18882	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.07	18829	D	
Common Stock	6/26/2006		S (2)		106	D	\$37.10	18723	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.20	18670	D	
Common Stock	6/26/2006		S (2)		43	D	\$37.25	18627	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.33	18574	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.3453	18521	D	
Common Stock	6/26/2006		S (2)		54	D	\$37.35	18467	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.36	18414	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.37	18361	D	
Common Stock	6/26/2006		S (2)		106	D	\$37.3867	18255	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.4088	18202	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.4728	18149	D	
Common Stock	6/26/2006		S (2)		54	D	\$37.4912	18095	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.50	18042	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.55	17989	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.61	17936	D	

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1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	6/26/2006		S (2)		53	D	\$37.6167	17883	D	
Common Stock	6/26/2006		S (2)		54	D	\$37.63	17829	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.65	17776	D	
Common Stock	6/26/2006		S (2)		160	D	\$37.6554	17616	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.66	17563	D	
Common Stock	6/26/2006		S (2)		107	D	\$37.6628	17456	D	
Common Stock	6/26/2006		S (2)		106	D	\$37.6638	17350	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.6755	17297	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.68	17244	D	
Common Stock	6/26/2006		S (2)		54	D	\$37.6828	17190	D	
Common Stock	6/26/2006		S (2)		54	D	\$37.6871	17136	D	
Common Stock	6/26/2006		S (2)		53	D	\$37.6906	17083	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$10.95	6/26/2006		M		5681	(1)	5/1/2012	Common Stock	5681	\$0	77276	D	

**Explanation of Responses:**

- (1) The options became exercisable in four equal installments on May 1, 2003, 2004, 2005 and 2006.
- (2) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 9, 2006.

**Remarks:**

Form 1 of 3

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Boudos Martha Dustin</b> <b>C/O MORNINGSTAR, INC.</b> <b>225 WEST WACKER DRIVE</b> <b>CHICAGO, IL 60606</b>			<b>Chief Financial Officer</b>	

**Signatures**

/s/ Rachel Felsenthal, by power of attorney

6/27/2006

\*\* 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).

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