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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
   Landis Gail S
   (Last) (First) (Middle)
   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)
   5/15/2013

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   X Director
   10% Owner
   Officer (give title below)
   Other (specify below)

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

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

1. Title of Security
   Common Stock (Restricted Stock Units) (1)

2. Trans. Date
   5/15/2013

3. Trans. Code
   A

4. Securities Acquired (A) or Disposed of (D)
   A

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)
   3571

6. Ownership Form:
   Direct (D) or Indirect (I) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

1. Title of Derivate Security
   Common Stock (Restricted Stock Units) (1)

2. Conversion or Exercise Price of Derivative Security
   $0

3. Trans. Date
   5/15/2013

4. Trans. Code
   A

5. Number of Derivative Securities Acquired (A) or Disposed of (D)
   3571

6. Date Exercisable and Expiration Date
   Date Exercisable: 5/15/2016
   Expiration Date: 5/15/2016

7. Title and Amount of Securities Underlying Derivative Security
   Title: Common Stock
   Amount or Number of Shares: 3571

8. Price of Derivative Security
   $0

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)
   3571

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

(1) Each restricted stock unit represents a contingent right to receive one share of Morningstar, Inc. common stock. The restricted stock units vest in three equal annual installments beginning May 15, 2014.

Reporting Owners

Reporting Owner Name / Address
Landis Gail S
C/O MORNINGSTAR, INC.
22 WEST WASHINGTON STREET
CHICAGO, IL 60602

Relationships
Director 10% Owner Officer Other

Signatures

/s/ Heidi Miller, by power of attorney
5/15/2013

** 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.