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

Odelbo Catherine Gillis
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)

10/31/2014

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

None

5. Relationship of Reporting Person(s) to Issuer

_____ Director  ____ 10% Owner  __ X __ Officer (give title below)  ____ Other (specify below)

Head of Corporate Strategy

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)

2A. Deemed Execution Date, if any

10/31/2014

2B. Trans. Date

10/31/2014

3. Trans. Code (Instr. 8)

A

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

A

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

43 (1)

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

D

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

V

8. Price of Derivative Security (Instr. 5)

224546

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

D

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

V

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

(1) Includes 43,757 restricted stock units acquired on October 31, 2014 pursuant to a dividend investment feature of the Morningstar, Inc. 2011 Stock Incentive Plan.

Explanation of Responses:

(1) Includes 43,757 restricted stock units acquired on October 31, 2014 pursuant to a dividend investment feature of the Morningstar, Inc. 2011 Stock Incentive Plan.

Reporting Owners

Reporting Owner Name / Address

Odelbo Catherine Gillis
C/O MORNINGSTAR, INC., 22 WEST WASHINGTON STREET
CHICAGO, IL 60602

Relationships

Director 10% Owner Officer

Head of Corporate Strategy

Signatures

/s/ Heidi Miller, by power of attorney 11/3/2014

** 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).


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

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