### 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**
   - **ZENTMYER HUGH J**
     - (Last) ZENTMYER
     - (First) HUGH
     - (Middle) J

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

3. **Date of Earliest Transaction (MM/DD/YYYY)**
   - 5/3/2010

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

5. **Relationship of Reporting Person(s) to Issuer**
   - _X_ Director
   - ___ 10% Owner
   - ___ Officer (give title below)
   - ___ Other (specify below)

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Amount Acquired or Disposed</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>5/3/2010</td>
<td>P</td>
<td>1100 (A)</td>
<td>$46.75</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>1100 (D)</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Number of Derivatives Acquired (A) or Disposed of (D)</th>
<th>Exercisable Date</th>
<th>Title and Amount of Securities Underlying Derivative Security</th>
<th>Price of Derivative Security</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form of Derivative Security</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
<td></td>
<td></td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
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<td></td>
<td></td>
<td></td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

**Reporting Owners**

Reporting Owner Name / Address: **ZENTMYER HUGH J**
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

5/4/2010
**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.

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.