

☐ 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

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

| 1. Name and Address of Reporting Person *         |        |             |                |         | 2. Issuer Name and Ticker or Trading Symbol                  |  |          |  |                 |             |                                  | ol  |                      | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)                     |   |  |                         |              |
|---|--------|-------------|----------------|---------|--|--|----------|--|-----------------|-------------|----------------------------------|---|----------------------|---|---|--|-------------------------|--------------|
| Lyons William M                                   |        |             |                |         | Morningstar, Inc. [ MORN ]                                   |  |          |  |                 |             |                                  |   |                      |   |   |  |                         |              |
| (Last)  |        |             |                |         | 3. Date of Earliest Transaction (MM/DD/YYYY)                 |  |          |  |                 |             |                                  |   | X_ Director10% Owner |   |   |  |                         |              |
|   |        |             |                |         |  |  |          |  |                 |             | Officer (giv                     | Officer (give title below) Other (specify below)                                    |                      |   |   |  |                         |              |
| 22 WEST WASHINGTON ST                             |        |             |                |         | 5/15/2023  |  |          |  |                 |             |                                  |   |                      |   |   |  |                         |              |
|   | (Stree | et)         |                |         | 4. I   | f Am   | endmer   | it, Date Oi  | rigin           | al File     | ed (MM/E                         | D/YY  | YY)                  | 6. Individual o   | or Joint/G  | roup Filing (  | Check Appl              | icable Line) |
| CHICAGO, IL 60602                                 |        |             |                |         |  |  |          |  |                 |             |                                  | X _ Form filed by One Reporting Person Form filed by More than One Reporting Person |                      |   |   |  |                         |              |
| (City) (State) (Zip)                              |        |             |                |         | Rul  | Rule 10b5-1(c) Transaction Indication  |          |  |                 |             |                                  |   |                      |   |   |  |                         |              |
|   |        |             |                |         |  | ☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |          |  |                 |             |                                  |   |                      |   |   |  |                         |              |
|   |        |             | Table I        | - Non-  | -Deri  | ivati  | ve Secu  | rities Acq   | uire            | d, Di       | sposed o                         | of, or  | Be                   | eneficially Owne  | d   |  |                         |              |
| 1. Title of Security (Instr. 3)  2. Trans. I      |        |             |                | Exe     |  | 2A. Deemed Execution Date, if any (Instr. 8)   |          | ode 4. Securities Ad or Disposed of (Instr. 3, 4 and |                 | posed of (I | D) Fol                           |   |                      | . Amount of Securities Beneficially Owned ollowing Reported Transaction(s) (Instr. 3 and 4) |   | 6.<br>Ownership<br>Form:<br>Direct (D)                             | Beneficial<br>Ownership |              |
|   |        |             |                |         |  | Code V Amount (A) or (D) Price   |          |  |                 |             | or Indirect<br>(I) (Instr.<br>4) | (Instr. 4)  |                      |   |   |  |                         |              |
| Common Stock (Restricted Stock Units) (1) 5/15/20 |        |             |                | 23      |  |  | A        |  | 868             | A           | \$                               | 0   |                      | 16701   |   |  |                         |              |
|   | Tab    | le II - Der | ivative        | Securit | ties I   | Bene   | ficially | Owned (e   | 2. <b>g.</b> ,] | puts,       | calls, wa                        | ırran   | ıts,                 | options, conver   | tible secu  | rities)  |                         |              |
|   |        |             | rans. (str. 8) |         | 5. Number<br>Derivativ<br>Acquired<br>Disposed<br>(Instr. 3, | e Securities<br>(A) or<br>of (D)   | and I    | 1 Expiration Date                                    |                 |             | ritie<br>vativ<br>r. 3           | and Amount of<br>es Underlying<br>we Security<br>and 4)                             |                      | derivative<br>Securities  | 10.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                         |              |
|   |        |             |                | С       | ode  | v  | (A)      | (D)  | Date<br>Exer    | cisable     | Expiration<br>Date               | Title   |                      | mount or Number of nares  |   | Transaction(s)<br>(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 full on

**Reporting Owners** 

| Paparting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director      | 10% Owner | Officer | Other |  |  |  |
| Lyons William M                |               |           |         |       |  |  |  |
| 22 WEST WASHINGTON ST          | X             |           |         |       |  |  |  |
| CHICAGO, IL 60602              |               |           |         |       |  |  |  |

## **Signatures**

| /s/ Leah Trzcinski, by power of attorney | 5/17/2023 |  |  |
|--|-----------|--|--|
| **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).

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.