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 *

Goff Gregory R

(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)

5/15/2014

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

5/15/2014

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

_____ Director

_____ 10% Owner

___ X ___ Officer (give title below)

__ Other (specify below)

Chief Technology Officer

6. Individual or Joint/Group Filing (Check Applicable Line)

____ Form filed by One Reporting Person

_____ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Trans. Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock (Restricted Stock Units) (1)</td>
<td>5/15/2014</td>
<td>A</td>
<td>6510</td>
<td>$0</td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/15/2014</td>
<td>F</td>
<td>790</td>
<td>$73.11</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivate Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock (Restricted Stock Units) (1)</td>
<td>5/15/2014</td>
<td>A</td>
<td>6510</td>
<td>May 15, 2015</td>
<td>May 15, 2015</td>
<td>Morningstar, Inc.</td>
<td>17990</td>
</tr>
</tbody>
</table>

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 four equal annual installments beginning May 15, 2015.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Goff Gregory R C/O MORNINGSTAR, INC. 22 WEST WASHINGTON STREET</td>
<td>Director 10% Owner Officer Chief Technology Officer</td>
</tr>
</tbody>
</table>

Signatures

/s/ Heidi Miller, by power of attorney 5/19/2014
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.