

Morningstar, Inc.  
Form 4  
February 14, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Armour Timothy K

(Last) (First) (Middle)  
C/O MORNINGSTAR, INC., 225  
WEST WACKER DRIVE  
(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/13/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Managing Director

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	02/13/2008		M		120,000	A \$ 2	414,115 D
Common Stock	02/13/2008		M		2,446	A \$ 2.77	416,561 D
Common Stock	02/13/2008		M		4,893	A \$ 2.77	421,454 D
Common Stock	02/13/2008		M		6,971	A \$ 2.77	428,425 D
Common Stock	02/13/2008		M		3,963	A \$ 10.98	432,388 D

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Common Stock	02/13/2008	M	8,022	A	\$ 10.98	440,410	D
Common Stock	02/13/2008	M	3,273	A	\$ 10.98	443,683	D
Common Stock	02/13/2008	M	6,546	A	\$ 10.98	450,229	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 2	02/13/2008		M		120,000	<u>(1)</u>	04/15/2008	Common	120,000
Employee Stock Option (Right to Buy)	\$ 2.77	02/13/2008		M		2,446	<u>(2)</u>	06/30/2008	Common	2,446
Employee Stock Option (Right to Buy)	\$ 2.77	02/13/2008		M		4,893	<u>(2)</u>	06/30/2008	Common	4,893
Employee Stock Option (Right to Buy)	\$ 2.77	02/13/2008		M		6,971	<u>(3)</u>	12/01/2008	Common	6,971
Employee Stock Option	\$ 10.98	02/13/2008		M		3,963	<u>(4)</u>	06/30/2009	Common	3,963

Option  
(Right to  
Buy)

Employee  
Stock

Option	\$ 10.98	02/13/2008	M	8,022	<u>(4)</u>	06/30/2009	Common	8,022
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Employee  
Stock

Option	\$ 10.98	02/13/2008	M	3,273	<u>(1)(5)</u>	12/01/2009	Common	3,273
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Employee  
Stock

Option	\$ 10.98	02/13/2008	M	6,546	<u>(5)</u>	12/01/2009	Common	6,546
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Armour Timothy K C/O MORNINGSTAR, INC. 225 WEST WACKER DRIVE CHICAGO, IL 60606			Managing Director	

## Signatures

/s/ Heidi Miller, by power of attorney  
02/14/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) The options became exercisable in five equal installments on April 15, 1999, 2000, 2001, 2002, and 2003.
- (2) The options became exercisable in five equal installments on June 30, 1999, 2000, 2001, 2002, and 2003.
- (3) The options became exercisable in five equal installments on December 1, 1999, 2000, 2001, 2002, and 2003.
- (4) The options became exercisable in five equal installments on June 30, 2000, 2001, 2002, 2003, and 2004.
- (5) The options became exercisable in five equal installments on December 1, 2000, 2001, 2002, 2003, and 2004.

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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