Morningstar, Inc. Form 4 November 03, 2014

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5

Expires:

OMB APPROVAL

3235-0287

January 31,

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

1. Name and Add NOONAN JA	Symbol	2. Issuer Name and Ticker or Trading Symbol Morningstar, Inc. [MORN]					5. Relationship of Reporting Person(s) to Issuer			
(Last) C/O MORNII WEST WASH	3. Date of E (Month/Day 10/31/201	3. Date of Earliest Transaction (Month/Day/Year) 10/31/2014				_X_ DirectorOfficer (give		o Owner er (specify		
CHICAGO, I	(Street) L 60602		4. If Amend Filed(Month		e Original			6. Individual or J Applicable Line) _X_ Form filed by Form filed by ! Person		erson
(City)	(State)	(Zip)	Table 1	I - Non-De	erivative Se	ecuriti	ies Acq	uired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) l	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securi ionAcquirec Disposec (Instr. 3,	d (A) of (D) 4 and (A) or))	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock (Restricted Stock Units)	10/31/2014			A	1 (1)	A	\$0	60,703	D	
Common								1,000	I	By spouse

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

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

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 7. Title and	8. Price of	9. Nu
Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amount of	Derivative	Deriv
Security or Exercise any Code of (Month/Day/Year) Underlying	Security	Secui
(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative Securities	(Instr. 5)	Bene
Derivative Securities (Instr. 3 and 4)	Own
Security Acquired		Follo
(A) or		Repo
Disposed		Trans
of (D)		(Instr
(Instr. 3,		
4, and 5)		
Amour	nt .	
or		
Date Expiration Title Number	r	
Exercisable Date of	1	
Code V (A) (D) Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 3	Director	10% Owner	Officer	Other		
NOONAN JACK C/O MORNINGSTAR, INC. 22 WEST WASHINGTON STREET CHICAGO, IL 60602	X					

Signatures

/s/ Heidi Miller, by power of attorney 11/03/2014

**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) Includes 1.6923 restricted stock units acquired on October 31, 2014 pursuant to a dividend investment feature of the Morningstar, Inc. 2011 Stock Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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