Robbins Richard E Form 4 May 05, 2008

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

Morningstar, Inc. [MORN]

Symbol

1(b).

(Print or Type Responses)

Robbins Richard E

1. Name and Address of Reporting Person *

(Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O MORNINGSTAR, INC., 225 05/02/2008 below) below) WEST WACKER DRIVE General Counsel and Secretary (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CHICAGO, IL 60606 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 05/02/2008 $S^{(1)}$ 42 D \$ 70.5 12,408 D Stock Common $S^{(1)}$ 21 D 12,387 D 05/02/2008 Stock Common $S^{(1)}$ 22 D 05/02/2008 12,365 Stock Common $S^{(1)}$ 05/02/2008 21 12,344 D Stock Common 05/02/2008 $S^{(1)}$ 126 D D 12,218 Stock

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

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Common Stock	05/02/2008	S <u>(1)</u>	21	D	\$ 70.7 12,197	D
Common Stock	05/02/2008	S <u>(1)</u>	21	D	\$ 70.71 12,176	D
Common Stock	05/02/2008	S <u>(1)</u>	274	D	\$ 70.75 11,902	D
Common Stock	05/02/2008	S <u>(1)</u>	42	D	\$ 70.76 11,860	D
Common Stock	05/02/2008	S <u>(1)</u>	42	D	\$ 70.77 11,818	D
Common Stock	05/02/2008	S <u>(1)</u>	126	D	\$ 70.78 11,692	D
Common Stock	05/02/2008	S <u>(1)</u>	316	D	\$ 70.86 11,376	D
Common Stock	05/02/2008	S <u>(1)</u>	21	D	\$ 70.87 11,355	D
Common Stock	05/02/2008	S <u>(1)</u>	43	D	\$ 70.89 11,312	D
Common Stock	05/02/2008	S <u>(1)</u>	21	D	\$ 70.93 11,291	D
Common Stock	05/02/2008	S <u>(1)</u>	42	D	\$ 70.97 11,249	D
Common Stock	05/02/2008	S <u>(1)</u>	21	D	\$ 70.98 11,228	D

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

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SEC 1474 (9-02)

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

1. ′	Γitle of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
De	rivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
Sec	curity	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(In	str. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
		Derivative				Securities	S	(Instr. 3 and 4)		Own
		Security				Acquired				Follo
						(A) or				Repo
						Disposed				Trans
						of (D)				(Instr
						(Instr. 3,				
						4, and 5)				
					C + V	(A) (D)		TT'-1		
					Code V	(A) (D)		Title		

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Date Expiration Exercisable Date

Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Robbins Richard E C/O MORNINGSTAR, INC. 225 WEST WACKER DRIVE CHICAGO, IL 60606

General Counsel and Secretary

Signatures

Heidi T. Miller, by power of attorney 05/05/2008

**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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 19, 2007.

Remarks:

Form 2 of 2

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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