

Morningstar, Inc.  
Form 4  
September 26, 2006

**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  
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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Boudos Martha Dustin

(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)

09/25/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                   |                                                                   |
| Common<br>Stock                       | 09/25/2006                              |                                                             | S(1)                                 | 53                                                                      | D                                                                                                                  | \$ 36.695 27,956                                                        | D                                                                 |
| Common<br>Stock                       | 09/25/2006                              |                                                             | S(1)                                 | 54                                                                      | D                                                                                                                  | \$ 36.7139 27,902                                                       | D                                                                 |
| Common<br>Stock                       | 09/25/2006                              |                                                             | S(1)                                 | 160                                                                     | D                                                                                                                  | \$ 36.72 27,742                                                         | D                                                                 |
| Common<br>Stock                       | 09/25/2006                              |                                                             | S(1)                                 | 53                                                                      | D                                                                                                                  | \$ 36.75 27,689                                                         | D                                                                 |
| Common<br>Stock                       | 09/25/2006                              |                                                             | S(1)                                 | 160                                                                     | D                                                                                                                  | \$ 36.76 27,529                                                         | D                                                                 |

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|              |            |             |     |   |            |        |   |
|--------------|------------|-------------|-----|---|------------|--------|---|
| Common Stock | 09/25/2006 | <u>S(1)</u> | 53  | D | \$ 36.78   | 27,476 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 53  | D | \$ 36.8    | 27,423 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 372 | D | \$ 36.81   | 27,051 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 213 | D | \$ 36.82   | 26,838 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 93  | D | \$ 36.84   | 26,745 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 120 | D | \$ 36.85   | 26,625 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 106 | D | \$ 36.86   | 26,519 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 54  | D | \$ 36.8742 | 26,465 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 160 | D | \$ 36.8909 | 26,305 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 54  | D | \$ 36.9    | 26,251 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 106 | D | \$ 36.91   | 26,145 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 106 | D | \$ 36.915  | 26,039 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 106 | D | \$ 36.9557 | 25,933 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 106 | D | \$ 36.97   | 25,827 | D |
| Common Stock | 09/25/2006 | <u>S(1)</u> | 53  | D | \$ 36.9733 | 25,774 | D |

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

**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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of Derivative<br>Securities<br>Beneficially<br>Owned |
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------|----------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------|
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------|----------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------|

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Derivative  
Security

Securities  
Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

(Instr. 3 and 4)

Own  
Follo  
Repo  
Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships           |           |         |       |
|---------------------------------------------------------------------------------------------|-------------------------|-----------|---------|-------|
|                                                                                             | Director                | 10% Owner | Officer | Other |
| Boudos Martha Dustin<br>C/O MORNINGSTAR, INC.<br>225 WEST WACKER DRIVE<br>CHICAGO, IL 60606 | Chief Financial Officer |           |         |       |

## Signatures

/s/ Rachel Felsenthal, by power of  
attorney

09/26/2006

\_\_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 May 9, 2006.

### 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.

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