

Huang Tao  
 Form 4  
 December 10, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 Huang Tao

(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)  
 12/08/2008

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)

Chief Operating Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	12/08/2008		M		20,000	A	\$ 10.98
Common Stock	12/08/2008		M		26,900	A	\$ 10.98
Common Stock	12/09/2008		M		21,900	A	\$ 10.98
Common Stock	12/08/2008		S <sup>(2)</sup>		17,400	D	\$ 32.1376 (3)
Common Stock	12/08/2008		S <sup>(2)</sup>		7,100	D	\$ 33.1283

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Common Stock	12/08/2008	S <sup>(2)</sup>	2,400	D	<sup>(4)</sup> \$ 33.7021	262,564	D
Common Stock	12/09/2008	S <sup>(2)</sup>	100	D	<sup>(5)</sup> \$ 32.06	262,464	D
Common Stock	12/09/2008	S <sup>(2)</sup>	1,900	D	<sup>(6)</sup> \$ 33.5605	260,564	D
Common Stock	12/09/2008	S <sup>(2)</sup>	19,900	D	<sup>(7)</sup> \$ 34.1418	240,664	D

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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 10.98	12/09/2008		M	21,900	<sup>(1)</sup> 01/03/2010	Common Stock 21,900
Employee Stock Option (Right to Buy)	\$ 10.98	12/08/2008		M	26,900	<sup>(1)</sup> 01/03/2010	Common Stock 26,900
Employee Stock Option (Right to Buy)	\$ 10.98	12/08/2008		M	20,000	<sup>(1)</sup> 01/03/2010	Common Stock 20,000

