

Morningstar, Inc.
Form 3
May 02, 2005

FORM 3

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

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

**INITIAL STATEMENT OF 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 *

Â Odelbo Catherine Gillis
(Last) (First) (Middle)

C/O MORNINGSTAR,
INC.,Â 225 WEST WACKER
DRIVE

(Street)

CHICAGO,Â ILÂ 60606

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
05/02/2005

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

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
President, Individual Business

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

31,842

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2006	Common Stock	3,807	\$ 2	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/28/2006	Common Stock	12,252	\$ 2	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2007	Common Stock	5,949	\$ 2	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2008	Common Stock	2,136	\$ 2.77	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	12/01/2008	Common Stock	2,958	\$ 2.77	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	12/01/2008	Common Stock	5,916	\$ 2.77	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2008	Common Stock	4,272	\$ 2.77	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2008	Common Stock	90,000	\$ 2.77	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2009	Common Stock	2,523	\$ 10.98	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	06/30/2009	Common Stock	5,106	\$ 10.98	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	12/01/2009	Common Stock	2,082	\$ 10.98	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	12/01/2009	Common Stock	4,164	\$ 10.98	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	05/01/2010	Common Stock	10,000	\$ 14.13	D	Â
Stock Option (Right to Buy)	Â <u>(2)</u>	05/01/2011	Common Stock	7,500	\$ 14.13	D	Â
Stock Option (Right to Buy)	Â <u>(2)</u>	05/01/2011	Common Stock	7,500	\$ 14.13	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	05/01/2012	Common Stock	10,000	\$ 10.95	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	05/01/2013	Common Stock	10,000	\$ 8.57	D	Â
Stock Option (Right to Buy)	Â <u>(5)</u>	12/01/2014	Common Stock	50,000	\$ 14.96 <u>(6)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Odelbo Catherine Gillis C/O MORNINGSTAR, INC. 225 WEST WACKER DRIVE CHICAGO, IL 60606	Â	Â	Â President, Individual Business	Â

Signatures

/s/ Peter Olson, by power of attorney 05/02/2005

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Immediately exercisable.
- (2) The option vests and becomes exercisable over a period of four years in equal annual installments beginning on the initial vesting date of May 1, 2002.
- (3) The option vests and becomes exercisable over a period of four years in equal annual installments beginning on the initial vesting date of May 1, 2003.
- (4) The option vests and becomes exercisable over a period of four years in equal annual installments beginning on the initial vesting date of May 1, 2004.
- (5) The option vests and becomes exercisable over a period of four years in equal annual installments beginning on the initial vesting date of May 1, 2005.
- (6) The exercise price is determined by the daily indexing of the fair market value of the shares on the grant date (\$14.70) against the 10-Year U.S. Treasury Bond Rate on November 15, 2004, compounded annually. Therefore the exercise price is subject to change throughout the life of the option. On April, 30, 2005, the exercise price was \$14.96.

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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