

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

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a)
AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

Under the Securities Exchange Act of 1934
(Amendment No. 19)*

NORTHERN OIL AND GAS, INC.

(Name of Issuer)

Common Stock, \$0.001 par value per share
(Title of Class of Securities)

665531109

(CUSIP Number)

Paul A. Jorge
TRT Holdings, Inc.
4001 Maple Ave.
Suite 600
Dallas, Texas 75219
214-283-8500

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

February 5, 2021

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act"), or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 665531109

1. Name of Reporting Person:
TRT Holdings, Inc.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)
WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
Delaware

	7.	Sole Voting Power 6,876,829
Number of Shares Beneficially Owned by Each Reporting Person With	8.	Shared Voting Power -0-
	9.	Sole Dispositive Power 6,876,829
	10.	Shared Dispositive Power -0-
	11.	Aggregate Amount Beneficially Owned by Each Reporting Person 6,876,829
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 11.8%(1)	
14.	Type of Reporting Person (See Instructions) CO	

(1) Based on 58,351,326 shares of Common Stock issued and outstanding, including (a) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the Securities and Exchange Commission (the "SEC") on November 6, 2020, and (b) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in a public offering pursuant to a shelf registration statement on Form S-3 of the Issuer (Registration No. 333-225828) (the "Offering"). Does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering.

CUSIP No. 665531109

1.	Name of Reporting Person: Cresta Investments, LLC	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input checked="" type="checkbox"/>
	(b)	<input type="checkbox"/>
3.	SEC Use Only	
4.	Source of Funds (See Instructions) WC	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Delaware	
	7.	Sole Voting Power 1,774,980(1)
Number of Shares Beneficially Owned by Each Reporting Person With	8.	Shared Voting Power -0-
	9.	Sole Dispositive Power 1,774,980(1)

10. Shared Dispositive Power
-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person
1,774,980

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)
3.0%(1)

14. Type of Reporting Person (See Instructions)
OO (Limited Liability Company)

(1) Based on 58,351,326 shares of Common Stock issued and outstanding, including (a) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (b) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering. Does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering.

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CUSIP No. 665531109

1. Name of Reporting Person:
Cresta Greenwood, LLC

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)
WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
Delaware

7. Sole Voting Power
134,422

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

8. Shared Voting Power
-0-

9. Sole Dispositive Power
134,422

10. Shared Dispositive Power
-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person
134,422

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)
0.2%(1)

14. Type of Reporting Person (See Instructions)
OO (Limited Liability Company)

(1) Based on 58,351,326 shares of Common Stock issued and outstanding, including (a) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (b) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering. Does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering.

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CUSIP No. 665531109

1. Name of Reporting Person:
TTBR Investments LLC

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)
WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
Delaware

7. Sole Voting Power
171,100

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

8. Shared Voting Power
-0-

9. Sole Dispositive Power
171,100

10. Shared Dispositive Power
-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person
171,100

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)
0.3%(1)

14. Type of Reporting Person (See Instructions)
OO (Limited Liability Company)

(1) Based on 58,351,326 shares of Common Stock issued and outstanding, including (a) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (b) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering. Does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering.

CUSIP No. 665531109

1.		Name of Reporting Person: TRBRJR Investments LLC
2.		Check the Appropriate Box if a Member of a Group (See Instructions)
	(a)	<input checked="" type="checkbox"/>
	(b)	<input type="checkbox"/>
3.		SEC Use Only
4.		Source of Funds (See Instructions) WC
5.		Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6.		Citizenship or Place of Organization Delaware
	7.	Sole Voting Power 171,100
Number of Shares Beneficially Owned by Each Reporting Person With	8.	Shared Voting Power -0-
	9.	Sole Dispositive Power 171,100
	10.	Shared Dispositive Power -0-
11.		Aggregate Amount Beneficially Owned by Each Reporting Person 171,100
12.		Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
13.		Percent of Class Represented by Amount in Row (11) 0.3%(1)
14.		Type of Reporting Person (See Instructions) OO (Limited Liability Company)

(1) Based on 58,351,326 shares of Common Stock issued and outstanding, including (a) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (b) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering. Does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering.

CUSIP No. 665531109

1.		Name of Reporting Person: The Rowling Foundation
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2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Texas

7. Sole Voting Power

512,820

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

8. Shared Voting Power

-0-

9. Sole Dispositive Power

512,820

10. Shared Dispositive Power

-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person

512,820

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.9%(1)

14. Type of Reporting Person (See Instructions)

OO (Private Charitable Foundation)

(1) Based on 58,351,326 shares of Common Stock issued and outstanding, including (a) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (b) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering. Does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering.

CUSIP No. 665531109

1. Name of Reporting Person:

Robert B. Rowling

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
United States

7. Sole Voting Power
10,414,262(1)

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

8. Shared Voting Power
-0-

9. Sole Dispositive Power
10,414,262(1)

10. Shared Dispositive Power
-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person
10,414,262(1)

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)
17.8%(2)

14. Type of Reporting Person (See Instructions)
IN

- (1) Includes 95,523 shares of Common Stock issuable upon conversion of 21,894 shares of the Issuer's 6.500% Series A Perpetual Cumulative Convertible Preferred Stock ("Series A Preferred Stock") held by Mr. Rowling, which is based on an initial conversion rate of 4.363 shares of Common Stock per share of Series A Preferred Stock, subject to adjustment as provided in the Certificate of Designations of the Series A Preferred Stock filed with the Secretary of State of the State of Delaware on November 22, 2019, as amended.
- (2) Based on (a) 58,351,326 shares of Common Stock issued and outstanding, including (i) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (ii) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering (does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering), and (b) 95,523 shares of Common Stock issuable upon conversion of the Series A Preferred Stock held by Mr. Rowling, as computed in accordance with Rule 13d-3(d)(1).

CUSIP No. 665531109

The Schedule 13D filed on December 8, 2014 by TRT Holdings, Inc. ("TRT Holdings"), Cresta Investments, LLC ("Cresta Investments"), Cresta Greenwood, LLC ("Cresta Greenwood") and Robert B. Rowling ("Mr. Rowling") relating to the common stock, par value \$0.001 per share (the "Common Stock"), of Northern Oil and Gas, Inc., a Delaware corporation (the "Issuer"), as amended by Amendment No. 1 filed on January 5, 2015, Amendment No. 2 filed on December 11, 2015, Amendment No. 3 filed on January 15, 2016, Amendment No. 4 filed on January 22, 2016, Amendment No. 5 filed on February 5, 2016, Amendment No. 6 filed on February 16, 2016, Amendment No. 7 filed on February 24, 2016, Amendment No. 8 filed on August 11, 2016, Amendment No. 9 filed on January 27, 2017, Amendment No. 10 filed on October 20, 2017, Amendment No. 11 filed on November 14, 2017, Amendment No. 12 filed on February 5, 2018, Amendment No. 13 filed on April 6, 2018, Amendment No. 14 filed on May 18, 2018, Amendment No. 15 filed on November 16, 2018, Amendment No. 16 filed on February 21, 2020, Amendment No. 17 filed on March 2, 2020, and Amendment No. 18 filed on March 12, 2020 (the "Schedule 13D") is hereby amended and supplemented as set forth below by this Amendment No. 19 to the Schedule 13D filed by TRT Holdings, Cresta Investments, Cresta Greenwood, Mr. Rowling, TTBR Investments LLC ("TTBR"), TRBRJR Investments LLC ("TRBRJR"), and The Rowling Foundation (the "Foundation," and collectively with TRT Holdings, Cresta Investments, Cresta Greenwood, Mr. Rowling, TTBR and TRBRJR, the "Reporting Persons").

For information required by Instruction C to Schedule 13D with respect to the executive officers and directors of TRT Holdings, reference is made to Attachment 1, which is incorporated herein by reference. For information required by Instruction C to Schedule 13D with respect to the executive officers and manager of Cresta Greenwood, reference is made to Attachment 3, which is incorporated herein by reference. The information required by Instruction C to Schedule 13D with respect to the executive officer and manager of Cresta Investments, the sole member and executive officers of TTBR, and the sole member and executive officers of TRBRJR remains unchanged from the information previously included as Attachments 2, 4, and 5, respectively, to Amendment No. 16 to the Schedule 13D, which was filed on February 21, 2020. Mr. Rowling, as trustee, has sole voting and investment power with respect to the shares of Common Stock held by the Foundation, and there are no other persons for whom information is required to be disclosed by Instruction C to Schedule 13D with respect to the Foundation.

Subsequent to the most recent filing on Schedule 13D by the Reporting Persons, the Issuer effected a 1-for-10 reverse stock split of its issued and outstanding shares of Common Stock (the "Reverse Split"), as reported in the Current Report on Form 8-K of the Issuer dated September 18, 2020. As a result of the Reverse Split, the conversion rate for the Issuer's outstanding Series A Preferred Stock was proportionately adjusted so that each share of Series A Preferred Stock became convertible into 4.363 shares of Common Stock (previously it was 43.63 shares of Common Stock). The information contained in this Amendment No. 19 to Schedule 13D and the attachments hereto, including the number of shares acquired and beneficially owned by the Reporting Persons, gives effect to the Reverse Split.

Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended and supplemented with the following:

(a), (b), (c) and (f):

The Foundation

The Foundation is a private charitable foundation established under the laws of the State of Texas pursuant to a Declaration of Trust dated September 6, 2005. The Foundation's principal business is engaging in charitable activities as permitted by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Its principal business address is 4001 Maple Ave., Suite 600, Dallas, Texas 75219.

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(d) and (e):

During the last five years, neither the Foundation nor Mr. Rowling (i) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Schedule 13D is hereby amended and supplemented with the following:

On February 5, 2021, Mr. Rowling purchased 512,821 shares of Common Stock and the Foundation purchased 512,820 shares of Common Stock for a purchase price of \$9.75 per share from the underwriters in a public offering by the Issuer pursuant to a shelf registration statement on Form S-3 of the Issuer (Registration No. 333-225828) (the "Offering"). Mr. Rowling paid an aggregate purchase price of approximately \$5,000,005, using his personal funds, and the Foundation paid an aggregate purchase price of approximately \$4,999,995, using its working capital, for such shares.

Subsequent to the most recent filing on Schedule 13D by the Reporting Persons, from March 16, 2020 through the close of business on April 1, 2020, Cresta Investments acquired 187,786 shares of Common Stock for an aggregate purchase price of approximately \$1,331,486, which includes commissions, using the working capital of Cresta Investments. All of such shares were acquired in the open market on the NYSE American. On December 18, 2020, Cresta Investments distributed to Mr. Rowling, without consideration, the 21,894 shares of Series A Preferred Stock held by it.

Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is hereby amended and supplemented with the following:

(a) At the close of business on February 5, 2021, the Reporting Persons beneficially owned, in the aggregate, 10,414,262 shares of Common Stock, which constitute approximately 17.8% of the outstanding Common Stock, of which: (i) TRT Holdings beneficially owned 6,876,829 shares of Common Stock held directly by TRT Holdings, which constitute approximately 11.8% of the Common Stock outstanding; (ii) Cresta Investments beneficially owned 1,774,980 shares of Common Stock held directly by Cresta Investments, which constitute approximately 3.0% of the Common Stock outstanding; (iii) Cresta Greenwood beneficially owned 134,422 shares of Common Stock held directly by Cresta Greenwood, which constitute approximately 0.2% of the Common Stock outstanding; (iv) TTBR beneficially owned 171,100 shares of Common Stock held directly by TTBR, which constitute approximately 0.3% of the Common Stock outstanding; (v) TRBRJR beneficially owned 171,100 shares of Common Stock held directly by TRBRJR, which constitute approximately 0.3% of the Common Stock outstanding; (vi) the Foundation owned 512,820 shares of Common Stock held directly by the Foundation, which constitute approximately 0.9% of the Common Stock outstanding; and (vii) Mr. Rowling beneficially owned all 10,414,262 shares of Common Stock, consisting of (A) the shares of Common Stock held directly by TRT Holdings, Cresta Investments, Cresta Greenwood, TTBR, TRBRJR and the Foundation (as set forth above), (B) 677,488 shares of Common Stock held by himself, individually, and (C) 95,523 shares of Common Stock issuable upon conversion of 21,894 shares of Series A Preferred Stock held by himself, individually, which, in the aggregate, constitute approximately 17.8% of the outstanding Common Stock (in each case, based on 58,351,326 shares of Common Stock issued and outstanding, including (i) 45,851,326 shares of Common Stock issued and outstanding as of November 2, 2020, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, filed with the SEC on November 6, 2020, and (ii) 12,500,000 shares of Common Stock sold by the Issuer on February 5, 2021 in the Offering, which does not include 1,875,000 shares of Common Stock subject to a 30-day over-allotment option granted by the Issuer to the underwriters in connection with the Offering). Mr. Rowling beneficially owns the shares of Common Stock held directly by TRT Holdings due to his ownership of all of the shares of Class B Common Stock of TRT Holdings. Mr. Rowling beneficially owns the shares of Common Stock held directly by Cresta Investments and Cresta Greenwood due to his direct and indirect ownership of 100% of the ownership interests in such entities. Mr. Rowling beneficially owns the shares of Common Stock held directly by TTBR and TRBRJR due to his status as trustee of the direct owner of 100% of the ownership interests in TTBR and TRBRJR. Mr. Rowling beneficially owns the shares of Common Stock held directly by the Foundation due to his status as trustee of the Foundation. Neither Mr. Rowling nor any Reporting Person other than the Foundation has any pecuniary interest in the shares of Common Stock held by the Foundation.

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(b) Each of the Reporting Persons, either directly or indirectly, may be deemed to have sole power to vote or to direct the vote and to dispose or to direct the disposition of the shares of Common Stock reported as beneficially owned by them in Item 5(a).

(c) The table below specifies the date, amount and price per share of shares of Common Stock purchased by the Reporting Persons during the past 60 days. All purchases reflected in the table below were made from the underwriters in the Offering at the public offering price.

<u>Reporting Person</u>	<u>Purchase Date</u>	<u>Number of Shares</u>	<u>Price Per Share</u>
Mr. Rowling	02/05/2021	512,821	\$ 9.75
The Foundation	02/05/2021	512,820	\$ 9.75

On December 18, 2020, Cresta Investments distributed to Mr. Rowling, without consideration, the 21,894 shares of Series A Preferred Stock held by it.

(d) No person other than the Reporting Persons is known to have the right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, the Common Stock reported in Item 5(a).

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

In connection with the Offering, TRT Holdings entered into a letter agreement with the Issuer and the underwriters for the Offering (the "Lock-Up Agreement") pursuant to which TRT Holdings agreed, subject to certain limited exceptions, that for a period ending 90 days after the public offering date set forth in the final prospectus used to sell Common Stock in the Offering, TRT Holdings and entities within its control will not, directly or indirectly, without first obtaining the written consent of the representative of the underwriters, (a) offer, pledge, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend or otherwise transfer or dispose of, directly or indirectly, any Common Stock or any securities convertible into or exercisable or exchangeable for Common Stock, or (b) enter into any swap or other agreement that transfers, in whole or in part, any of the economic consequences of ownership of Common Stock. TRT Holdings, Cresta Investments and Mr. Rowling also waived certain registration and notice rights under a Registration Rights Agreement dated as of May 15, 2018 among the Issuer and certain of its securityholders with respect to the Offering.

The foregoing description of the Lock-Up Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of the Lock-Up Agreement, a copy of which has been filed as an exhibit to this Amendment No. 19 to Schedule 13D.

Item 7. Material to be Filed as Exhibits

Item 7 of the Schedule 13D is hereby amended and supplemented with the following:

[Exhibit 1](#) [Joint Filing Agreement pursuant to Rule 13d-1\(k\).](#)

[Exhibit 99.4](#) [Lock-Up Agreement dated February 3, 2021, among TRT Holdings, the Issuer and BofA Securities, Inc., on behalf of the Underwriters.](#)

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SIGNATURE

After reasonable inquiry and to the best of the knowledge and belief of the undersigned persons, such persons certify that the information set forth in this statement is true, complete and correct.

Dated as of February 8, 2021

TRT Holdings, Inc.

By: /s/ T. Blake Rowling
Name: T. Blake Rowling
Title: President

Cresta Investments, LLC

By: /s/ Paul A. Jorge
Name: Paul A. Jorge
Title: Secretary

Cresta Greenwood, LLC

By: /s/ Paul A. Jorge
Name: Paul A. Jorge
Title: Secretary

TTBR Investments LLC

By: /s/ Paul A. Jorge
Name: Paul A. Jorge
Title: Vice President

TRBRJR Investments LLC

By: /s/ Paul A. Jorge
Name: Paul A. Jorge
Title: Vice President

The Rowling Foundation

By: /s/ Robert B. Rowling
Name: Robert B. Rowling
Title: Trustee

/s/ Robert B. Rowling
Robert B. Rowling

Attention—Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

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ATTACHMENT 1

All of the directors and executive officers (collectively referred to in this Attachment 1 as the “TRT Covered Persons”) of TRT Holdings, Inc. (“TRT Holdings”) are citizens of the United States. The names, business addresses, and principal occupations of the TRT Covered Persons, and the name, principal business and address of any corporation or other organization in which such employment is conducted, are set forth below. Except for Robert B. Rowling (as set forth in the attached Amendment No. 19 to the Schedule 13D) and James D. Caldwell (as set forth in Amendment No. 16 to the Schedule 13D), none of the TRT Covered Persons beneficially own any shares of Common Stock of Northern Oil and Gas, Inc. (“Common Stock”). Subsequent to the most recent filing on Schedule 13D by the Reporting Persons, Michael G. Smith purchased 100 shares of Common Stock, representing less than 1.0% of the class outstanding, on the NYSE American at an average price per share of \$7.00, including commissions, using his personal funds. On December 1, 2020, Mr. Smith sold all 450 shares of Common Stock then owned by him at a sale price of \$6.95, less commissions. Except for Robert B. Rowling (as set forth in the attached Amendment No. 19 to the Schedule 13D), none of the TRT Covered Persons has entered into any transactions with respect to shares of Common Stock during the past 60 days. To the best knowledge of TRT Holdings, during the last five years, none of the TRT Covered Persons (i) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws. TRT Holdings’ principal business is serving as a holding company that invests in the equity securities of businesses in diversified industries.

DIRECTORS

Name	Business Address	Principal Occupation
Robert B. Rowling	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Director
Michael G. Smith	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Director
James D. Caldwell	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Director
T. Blake Rowling	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Director

EXECUTIVE OFFICERS

Name	Business Address	Principal Occupation
Robert B. Rowling	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Chairman and Chief Executive Officer
T. Blake Rowling	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	President
James D. Caldwell	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Executive Vice President
Michael G. Smith	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Executive Vice President Real Estate & Development
Paul A. Jorge	TRT Holdings, Inc. 4001 Maple Ave., Suite 600 Dallas, Texas 75219	Senior Vice President, Secretary and General Counsel

ATTACHMENT 3

The names of the manager and executive officers (collectively referred to in this Attachment 3 as the “Cresta Greenwood Covered Persons”) of Cresta Greenwood, LLC (“Cresta Greenwood”) and their positions at Cresta Greenwood are set forth below. The executive officers of Cresta Greenwood are citizens of the United States. The principal occupation of the executive officers of Cresta Greenwood, and the name, principal business and address of any corporation or other organization in which such employment is conducted, is set forth in Attachment 1 to the attached Amendment No. 19 to the Schedule 13D. Except for Cresta Investments, LLC (as set forth in the attached Amendment No. 19 to the Schedule 13D) and James D. Caldwell (as set forth in Amendment No. 16 to the Schedule 13D), none of the Cresta Greenwood Covered Persons beneficially own any shares of Common Stock of Northern Oil and Gas, Inc. (“Common Stock”). Subsequent to the most recent filing on Schedule 13D by the Reporting Persons, Michael G. Smith purchased 100 shares of Common Stock, representing less than 1.0% of the class outstanding, on the NYSE American at an average price per share of \$7.00, including commissions, using his personal funds. On December 1, 2020, Mr. Smith sold all 450 shares of Common Stock then owned by him at a sale price of \$6.95, less commissions. None of the Cresta Greenwood Covered Persons has entered into any transactions with respect to shares of Common Stock during the past 60 days. To the best knowledge of Cresta Greenwood, during the last five years, none of the executive officers of Cresta Greenwood (i) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws. The principal business of Cresta Greenwood, a Delaware limited liability company, is investing in equity securities and its business address is 4001 Maple Ave., Suite 600, Dallas, Texas 75219.

MANAGER

Name	Position at Cresta Greenwood, LLC
Cresta Investments, LLC	Manager

EXECUTIVE OFFICERS

Name	Position at Cresta Greenwood, LLC
James D. Caldwell	President
Michael G. Smith	Vice President, Treasurer
Paul A. Jorge	Vice President, Secretary

JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned in the capacities set forth below. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent it knows or has reason to believe that such information is inaccurate. This Joint Filing Agreement may be executed in any number of counterparts and all of such counterparts taken together shall constitute one and the same instrument.

Dated as of February 8, 2021

TRT Holdings, Inc.

By: /s/ T. Blake Rowling
 Name: T. Blake Rowling
 Title: President

Cresta Investments, LLC

By: /s/ Paul A. Jorge
 Name: Paul A. Jorge
 Title: Secretary

Cresta Greenwood, LLC

By: /s/ Paul A. Jorge
 Name: Paul A. Jorge
 Title: Secretary

/s/ Robert B. Rowling

Robert B. Rowling

TTBR Investments LLC

By: /s/ Paul A. Jorge
 Name: Paul A. Jorge
 Title: Vice President

TRBRJR Investments LLC

By: /s/ Paul A. Jorge
 Name: Paul A. Jorge
 Title: Vice President

The Rowling Foundation

By: /s/ Robert B. Rowling
 Name: Robert B. Rowling
 Title: Trustee

LOCK-UP AGREEMENT

Northern Oil and Gas, Inc.
601 Carlson Pkwy – Suite 990
Minnetonka, MN 55305

BofA Securities, Inc.
One Bryant Park
New York, New York 10036

Ladies and Gentlemen:

The undersigned refers to the proposed Underwriting Agreement (the “*Underwriting Agreement*”) between Northern Oil and Gas, Inc., a Delaware corporation (the “*Company*”), and BofA Securities, Inc. (“*BofA Securities*”) on behalf of the several underwriters named in Schedule I therein (the “*Underwriters*”). As an inducement to the Underwriters to execute the Underwriting Agreement in connection with the proposed public offering (the “*Offering*”) of shares of the Company’s common stock, par value \$0.001 per share (“*Common Stock*”), pursuant to a Registration Statement on Form S-3 (File No. 333-225828), the undersigned hereby agrees that from the date hereof and until 90 days after the public offering date set forth on the final prospectus used to sell the Common Stock pursuant to the Underwriting Agreement (the “*Public Offering Date*”) and such 90-day period being referred to herein as the “*Lock-Up Period*”), to which you are or expect to become parties, the undersigned will not (and will cause any spouse or immediate family member of the spouse or the undersigned living in the undersigned’s household, any partnership, corporation or other entity within the undersigned’s control, and any trustee of any trust that holds Common Stock or other securities of the Company for the benefit of the undersigned or such spouse or family member not to) offer, sell, contract to sell (including any short sale), pledge, hypothecate, establish an open “put equivalent position” within the meaning of Rule 16a-1(h) under the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”), grant any option, right or warrant for the sale of, purchase any option or contract to sell, sell any option or contract to purchase, or otherwise encumber, dispose of or transfer, or grant any rights with respect to, directly or indirectly, any shares of Common Stock or securities convertible into or exchangeable or exercisable for any shares of Common Stock, enter into a transaction which would have the same effect, or enter into any swap, hedge or other arrangement that transfers, in whole or in part, any of the economic consequences of ownership of the Common Stock, whether any such aforementioned transaction is to be settled by delivery of the Common Stock or such other securities, in cash or otherwise, or publicly disclose the intention to make any such offer, sale, pledge or disposition, or to enter into any such transaction, swap, hedge or other arrangement, without, in each case, the prior written consent of BofA Securities, which consent may be withheld in BofA Securities’ sole discretion.

Notwithstanding the foregoing, the restrictions in this Lock-Up Agreement shall not apply to: (i) transfers of Common Stock or any securities convertible into or exercisable or exchangeable for Common Stock (a) as a *bona fide* gift or gifts; (b) to a family member, trust or family partnership (for purposes of this Lock-Up Agreement, a “family member” shall mean any relationship by blood, marriage, domestic partnership or adoption, not more remote than first cousin); (c) to a corporation, partnership, limited liability company, trust or other entity of which the undersigned and the immediate family of the undersigned are the legal and beneficial owner of all of the outstanding equity securities or similar interests; or (d) to a nominee or custodian of a person or entity to whom a disposition or transfer would be permissible under the foregoing clauses (a) through (c); (ii) if the undersigned is a corporation, limited liability company or limited partnership, any transfer of Common Stock or any securities convertible into or exercisable or exchangeable for Common Stock to (a) its limited or general partners, members or stockholders or (b) its affiliates or other entities controlled or managed by the undersigned or any of its affiliates (other than the Company); (iii) the exercise of options or vesting or settlement of any other equity-based award, in each case, granted under the Northern Oil and Gas, Inc. 2013 Incentive Plan (as amended May 26, 2016) or the Northern Oil and Gas, Inc. 2018 Equity Incentive Plan, including any Common Stock withheld by the Company to pay the applicable exercise price or taxes associated with such awards, provided, however, that any Common Stock received upon such exercise, vesting or settlement, following any applicable net settlement or net withholding, will be subject to the restrictions of this Lock-Up Agreement; (iv) the transfer or disposition of any Common Stock (a) as a result of the operation of law, or pursuant to an order of a court (including a domestic order, divorce settlement, divorce decree, or separation agreement) or regulatory agency or (b) by will, other testamentary document or intestate succession; (v) the repurchase of Common Stock by the Company pursuant to equity award agreements or other contractual arrangements providing for the right of said repurchase in connection with the termination of the undersigned’s employment or service with the Company; (vi) the entering into by the undersigned of a written trading plan (“*Rule 10b5-1 Plan*”) pursuant to Rule 10b5-1 of the Exchange Act during the Lock-Up Period, provided that no sales or transfers of Common Stock shall be made pursuant to such Rule 10b5-1 Plan prior to the expiration of the Lock-Up Period and no filing under the Exchange Act or other public announcement shall be required or voluntarily made by the undersigned or any other person in connection therewith without the permission of BofA Securities, prior to the expiration of the Lock-Up Period; (vii) transfers or sales of Common Stock pursuant to any Rule 10b5-1 Plan that has been entered into by the undersigned prior to the date of this Lock-Up Agreement, provided that any filing required to be made under Section 16(a) of the Exchange Act as a result of such transfer or sale shall state that such transfer or sale is pursuant to a trading plan pursuant to Rule 10b5-1; and (viii) transfers or sales pursuant to a bona fide third-party tender offer, merger, consolidation or other similar transaction made to all holders of the Company’s securities involving a change of control of the Company, provided, that, in the event that such tender offer, merger, consolidation or other such transaction is not completed, such securities held by the undersigned shall remain subject to the restrictions on transfer set forth in this Lock-Up Agreement (for purposes hereof, “change of control” shall mean the transfer (whether by tender offer, merger, consolidation or other similar transaction), in one transaction or a series of related transactions, to a person or group of affiliated persons, of shares of capital stock if, after such transfer, such person or group of affiliated persons would become the beneficial owner (as defined in Rules 13d-3 and 13d-5 of the Exchange Act) of more than 50% of the total voting power of the voting securities of the Company (or the surviving entity)); provided that in the case of any transfer or distribution pursuant to clause (i), (1) each donee, distributee or transferee shall agree to be bound in writing by the restrictions set forth herein, (2) such transfer or distribution shall not involve a disposition for value and (3) no filing by the undersigned or any party (donor, donee, transferor or transferee) under the Exchange Act, or other public announcement, shall be voluntarily made in connection with any such transfer, and if the undersigned is required to file a report under the Exchange Act in connection with such transfer during the Lock-Up Period, the undersigned shall include a statement in such report to the effect that the filing relates to a *bona fide* gift or that such transfer or other disposition of Common Stock, as applicable, or any securities convertible into or exercisable or exchangeable for Common Stock, is to an immediate family member, an entity of which the undersigned and the immediate family of the undersigned are the legal and beneficial owner of all of the outstanding equity securities or similar interests, or a nominee or custodian of an immediately family member or such entity, and not a disposition for value; and provided, further, that in the case of any transfer pursuant to clause (ii), (1) that the transferee agrees to be bound in writing by the terms of this Lock-Up Agreement prior to such transfer, (2) such transfer does not involve a disposition for value and (3) no filing or public announcement by any party (transferor or transferee) under the Exchange Act, or other public announcement, shall be voluntarily made in connection with any such transfer, and if the undersigned is required to file a report under the Exchange Act in connection with such transfer during the Lock-Up Period, the undersigned shall include a statement in such report to the effect that the filing relates to a transfer or other disposition of Common Stock, as applicable, or any securities convertible into or exercisable or exchangeable for Common Stock, to such entity’s limited or general partners, members or stockholders or its affiliates or other entities controlled or managed by the undersigned; and provided, further, that in the case of any transfer pursuant to clause (iv), no filing by the undersigned or any party (transferor or transferee) under the Exchange Act, or other public announcement, shall be voluntarily made in connection with any such transfer, and if the undersigned is required to file a report under the Exchange Act related thereto during the Lock-Up Period, such report shall disclose that such transfer was as a result of the operation of law, or pursuant to an order of a court or regulatory agency or by will, other testamentary document or intestate succession; and provided, further, that in the case of any transfer pursuant to clause (v), no filing by the undersigned under the Exchange Act, or other public announcement, shall be voluntarily made in connection with any such transfer, and if the undersigned is required to file a report under the Exchange Act related thereto during the Lock-Up Period, such report shall disclose that such transfer was a result of the repurchase of Common Stock by the Company pursuant to equity award agreements or other contractual arrangements in connection with the termination of the undersigned’s employment or service with the Company.

BofA Securities acknowledges and agrees that (i) no other Lock-Up Agreement executed in connection with the Offering shall contain terms more favorable to the

counterparty thereto than the terms provided herein and (ii) to the extent any person is released or otherwise granted a waiver or modification of its Lock-Up Agreement executed in connection with the Offering, the undersigned shall be simultaneously granted the same release, waiver of modification with respect to this Lock-Up Agreement. Notwithstanding any other provisions of this Lock-Up Agreement, if BofA Securities, in its sole judgment, determines that a record or beneficial owner of any securities should be granted a release, waiver or modification from a Lock-Up Agreement executed in connection with the Offering due to circumstances of an emergency or hardship, then no other party to a Lock-Up Agreement executed in connection with the Offering shall have the right to be granted the same release, waiver or modification pursuant to the terms of this paragraph.

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In furtherance of the foregoing, the Company and its transfer agent and registrar are hereby authorized to decline to make any transfer of shares of Common Stock if such transfer would constitute a violation or breach of this Lock-Up Agreement.

This Lock-Up Agreement is irrevocable and shall be binding on the undersigned and the successors, heirs, personal representatives and assigns of the undersigned. This Lock-Up Agreement shall be governed by and construed in accordance with the laws of the State of New York, without regard to choice of law rules.

If (i) the Company notifies you in writing that it does not intend to proceed with the Offering, (ii) for any reason the Underwriting Agreement is terminated prior to the Closing Date (as defined in the Underwriting Agreement), (iii) the Company does not publicly announce the commencement of the Offering on or before February 19, 2021, or (iv) the Public Offering Date shall not have occurred on or before February 26, 2021, this Lock-Up Agreement shall be terminated and the undersigned shall be released from its obligations hereunder.

Very truly yours,

TRT HOLDINGS, INC.

/s/ Paul A. Jorge

Name: Paul A. Jorge

Title: Senior VP and General Counsel

Date: 2/3/21

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Acknowledged and Agreed:

BOFA SECURITIES, INC.

By: BOFA SECURITIES, INC.

By: /s/ Daniel Polsky

Name: Daniel Polsky

Title: Managing Director

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Acknowledged and Agreed:

NORTHERN OIL AND GAS, INC.

By: NORTHERN OIL AND GAS, INC.

By: /s/ Erik Romslo

Name: Erik Romslo

Title: Chief Legal Officer

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