

**Northern Oil and Gas, Inc.  
601 Carlson Pkwy, Suite 990  
Minnetonka, Minnesota 55305**

April 13, 2021

**Via EDGAR**

Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, D.C. 20549

**Re: Northern Oil and Gas, Inc.  
Registration Statement on Form S-3  
File No. 333-255066**

Ladies and Gentlemen,

Pursuant to Rule 461 under the Securities Act of 1933, as amended, Northern Oil and Gas, Inc. (the "Company") hereby requests acceleration of the effective date of the above referenced Registration Statement to 4:00 p.m., Eastern Time, on April 15, 2021, or as soon thereafter as practicable, or at such other time as the Company or its outside counsel, Kirkland & Ellis LLP, request by telephone that such Registration Statement be declared effective.

Please contact Bryan D. Flannery, of Kirkland & Ellis LLP, special counsel to the Company, at (713) 836-3573, as soon as the Registration Statement has been declared effective, or if you have any other questions or concerns regarding this matter.

Sincerely,

/s/ Erik J. Romslo

Erik J. Romslo  
Chief Legal Officer and Secretary