

NORTHERN OIL & GAS, INC.  
 Form 3  
 December 10, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2015  
 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Rowling Robert B.		(Month/Day/Year)	NORTHERN OIL & GAS, INC. [NOG]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
4001 MAPLE AVENUE, SUITE 600		12/08/2015	(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
DALLAS, Â TX Â 75219			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> 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, \$0.001 par value per share	3,777,596 <sup>(1)</sup>	D	Â
Common Stock, \$0.001 par value per share	1,646,147 <sup>(2)</sup>	D	Â
Common Stock, \$0.001 par value per share	1,344,223 <sup>(3)</sup>	D	Â

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

SEC 1473 (7-02)

**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.**

**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	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
---	---	--	---------------	--------------	--

Date Exercisable	Expiration Date	Title	Derivative Security (Instr. 4) Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
------------------	-----------------	-------	--	--	---	------------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rowling Robert B. 4001 MAPLE AVENUE, SUITE 600 DALLAS, TX 75219	Â	Â X	Â	Â
TRT Holdings Inc 4001 MAPLE AVENUE, SUITE 600 DALLAS, TX 75219	Â	Â X	Â	Â
Cresta Greenwood, LLC 4001 MAPLE AVENUE, SUITE 600 DALLAS, TX 75219	Â	Â X	Â	Â
Cresta Investments, LLC 4001 MAPLE AVENUE, SUITE 600 DALLAS, TX 75219	Â	Â X	Â	Â

## Signatures

/s/ Robert B. Rowling	12/10/2015
__Signature of Reporting Person	Date
/s/ Michael G. Smith, Senior Vice President, on behalf of TRT Holdings, Inc.	12/10/2015
__Signature of Reporting Person	Date
/s/ Michael G. Smith, Secretary, on behalf of Cresta Investments, LLC	12/10/2015
__Signature of Reporting Person	Date
/s/ Michael G. Smith, Vice President, on behalf of Cresta Greenwood, LLC	12/10/2015
__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) 3,777,596 of the reported securities are owned directly by TRT Holdings, Inc. Robert B. Rowling indirectly beneficially owns all 3,777,596 of the reported securities directly owned by TRT Holdings, Inc. due to his ownership of all Class B shares of Common Stock of TRT Holdings, Inc.
- (2) 1,646,147 of the reported securities are owned directly by Cresta Investments, LLC. Robert B. Rowling indirectly beneficially owns all 1,646,147 of the reported securities directly owned by Cresta Investments, LLC due to his ownership of 100% of the ownership interests in Cresta Investments, LLC.

Edgar Filing: NORTHERN OIL & GAS, INC. - Form 3

- 1,344,223 of the reported securities are owned directly by Cresta Greenwood, LLC. Robert B. Rowling indirectly beneficially owns all
- (3) 1,344,223 of the reported securities directly owned by Cresta Greenwood, LLC due to his indirect ownership of 100% of the ownership interests in Cresta Greenwood, LLC.

Â

**Remarks:**

ExhibitÂ List:Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.