

GILBERTSON RYAN RANDALL
Form 4
December 10, 2009

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 *
GILBERTSON RYAN RANDALL

2. Issuer Name and Ticker or Trading Symbol
NORTHERN OIL & GAS, INC.
[NOGS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
315 MANITOBA AVE., SUITE 200
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
C.- F.- O.-

WAYZATA, MN 55391

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 (A) or (D) Price			
Common Stock	02/23/2009		G	V 15,000 D \$ 0	588,413	D	
Common Stock	02/26/2009		G	V 15,000 D \$ 0	573,413	D	
Common Stock	03/11/2009		G	V 12,000 D \$ 0	561,413	D	
Common Stock	03/16/2009		G	V 20,000 D \$ 0	541,413	D	
Common Stock	03/30/2009		G	V 12,000 D \$ 0	529,413	D	

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Common Stock	04/12/2009	G	V	10,000	D	\$ 0	519,413	D	
Common Stock	04/13/2009	G	V	10,000	D	\$ 0	509,413	D	
Common Stock	04/14/2009	G	V	50,000	D	\$ 0	459,413	D	
Common Stock	05/21/2009	G	V	5,000	D	\$ 0	454,413	D	
Common Stock	06/10/2009	G	V	7,000	D	\$ 0	447,413	D	
Common Stock	06/11/2009	G	V	4,000	D	\$ 0	443,413	D	
Common Stock	06/12/2009	G	V	3,100	D	\$ 0	440,313	D	
Common Stock	08/31/2009	G	V	1,500	D	\$ 0	438,813	D	
Common Stock	10/13/2009	G	V	500	D	\$ 0	438,313	D	
Common Stock	12/08/2009	S		7,200	D	\$ <u>9.54</u> (1)	581,113	D	
Common Stock	12/09/2009	S		32,399	D	\$ <u>9.43</u> (2)	548,714	D	
Common Stock	12/10/2009	S		10,401	D	\$ <u>9.56</u> (3)	538,313	D	
Common Stock	10/09/2009	G	V	50,000	D	\$ 0	580,000	I	By LLC
Common Stock	12/10/2009	S		100,000	D	\$ <u>9.51</u> (4)	480,000	I	By LLC

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

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(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu
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