



## **LOUISIANA ENERGY CONFERENCE**

MAY 30, 2018



# FORWARD LOOKING STATEMENTS AND DISCLAIMERS

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Statements included in this slide deck dated April 2018 (this “Presentation”), or made by representatives of Northern Oil and Gas, Inc. (“Northern” or the “Company”) during the course of this Presentation, that are not historical facts are forward-looking statements. These statements are based on certain assumptions and expectations made by Northern which reflect management’s experience, estimates and perception of historical trends, current conditions, anticipated future developments and other factors believed to be appropriate. Such statements are subject to a number of assumptions, risks and uncertainties, many of which are beyond or difficult to predict and many of which are beyond Northern’s control, incident to the development, production, gathering and sale of oil, natural gas and natural gas liquids, and all of which may cause actual results to differ materially from those implied or anticipated in the forward-looking statements. These include, but are not limited to, risks relating to the volatility of crude oil and natural gas prices; the pace of drilling and completions activity on our properties, including the ability of the operators of our properties to procure drilling and production equipment and services; our ability to acquire additional development opportunities; changes in our reserves estimates or the value thereof; environmental risks and regulator changes; our ability to successfully complete the proposed exchange with the holders of our senior notes, including satisfying the conditions to such exchange; our ability to raise or access capital; general economic or industry conditions, nationally and/or in the communities in which the Company conducts business, including risks related to inflation; changes in the interest rate environment; legislation or regulatory requirements; conditions of the securities markets; changes in accounting principles, policies or guidelines; financial or political instability; acts of war or terrorism; other economic, competitive, governmental, regulatory and technical factors affecting our operations, products and prices; and other important factors that could cause actual results to differ materially from those anticipated or implied in the forward-looking statements.

Should one or more of the risks or uncertainties described in this Presentation and the oral statements made in connection therewith occur, or should underlying assumptions prove incorrect, Northern’s actual results and plans could differ materially from those expressed in any forward-looking statements. Reserve engineering is a process of estimating underground accumulations of hydrocarbons that cannot be measured in an exact way. The accuracy of any reserve estimate depends on the quality of available data, the interpretation of such data and price and cost assumptions made by reserve engineers. In addition, the results of drilling, testing and production activities may justify revisions of estimates that were made previously. If significant, such revisions could impact Northern’s strategy and change the schedule of any further production and development drilling. Accordingly, reserve estimates may differ significantly from the quantities of oil and natural gas that are ultimately recovered. Estimated Ultimate Recovery (“EUR”) refers to estimates of the sum of reserves remaining as of a given date and cumulative production as of that date from a currently producing or hypothetical future well, as applicable. These quantities do not necessarily constitute or represent reserves as defined by the SEC.

# NORTHERN OIL AND GAS OVERVIEW

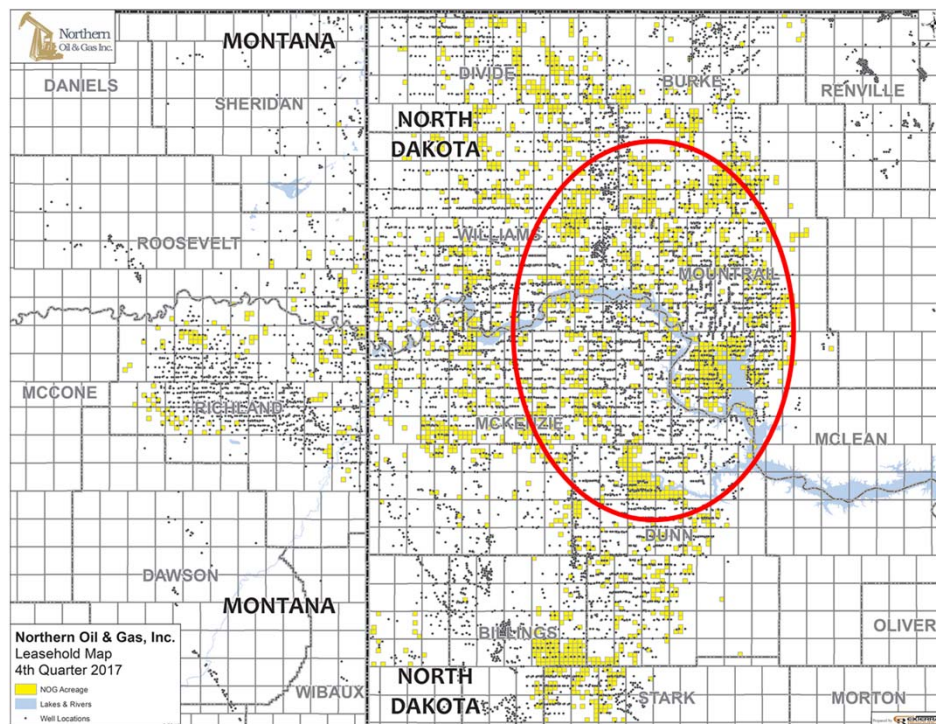
Leading non-operating consolidator of high-quality assets in the Williston Basin

## RECENT HIGHLIGHTS

- Announced executive officer team additions to execute strategy
- Completed \$497mm bond exchange for \$344mm new sr. notes and \$155mm NOG stock
- Completed \$145mm equity raise to enhance liquidity
- Announced accretive acquisition in Williston Basin core

## 1Q18 KEY STATISTICS

- 18,000 Boe/d net production, ahead of guidance
- 19 wells in process at quarter end
- 142,000 net acres
- \$56mm adjusted EBITDA



# THE NORTHERN STORY

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Compelling value proposition

## LOW-RISK WILLISTON BASIN NON-OPERATOR

- Leading Bakken producer (non-op)
- Majority acreage held by production/operations

## DISCIPLINED CAPITAL ALLOCATION

- High IRR hurdles
- Invest in low breakeven projects

## VISIBLE RUNWAY FOR STRONG CONTINUED GROWTH

- Large scale acreage and drilling inventory
- Partnerships with top operators

# GUIDING CORPORATE STRATEGY

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## FOCUS

Most Prolific Oil Basin in U.S.

## DEVELOP

Partnerships with Leading Operators

## BUILD

Scale in Core Through Accretive Acquisitions

## MAINTAIN

Financial Flexibility and Ample Liquidity

## ALLOCATE

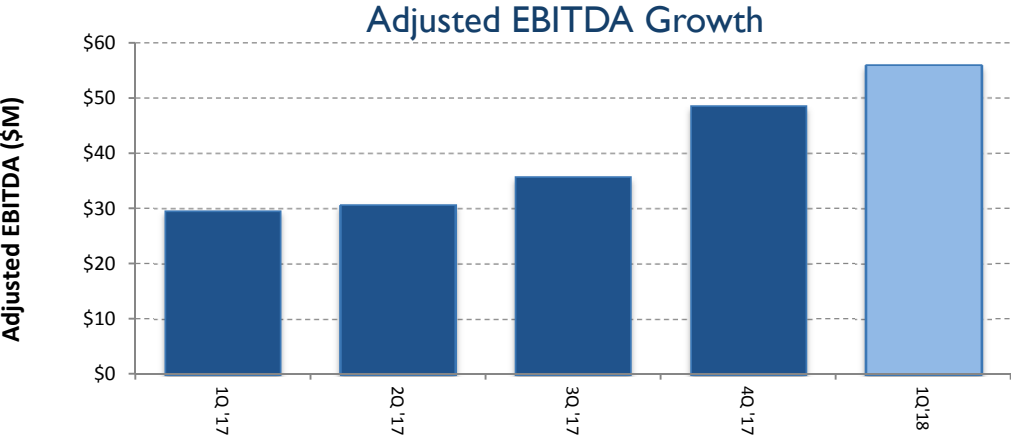
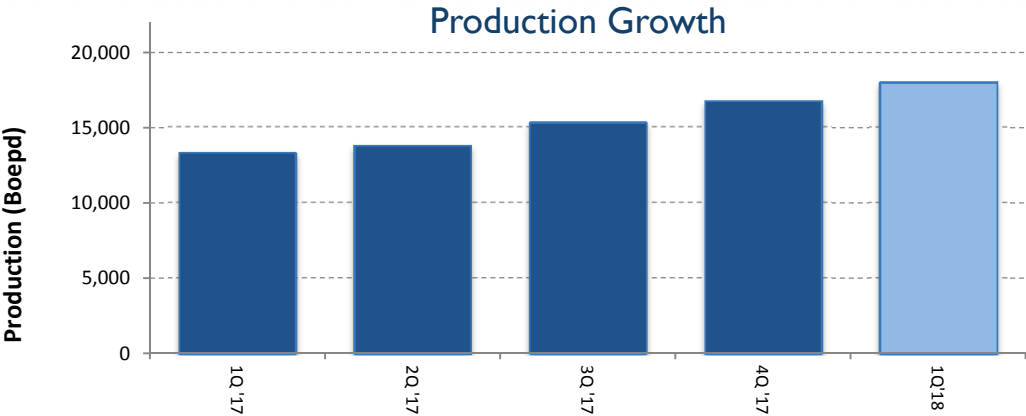
Capital in a Disciplined Manner

**CREATE SUSTAINABLE SHAREHOLDER VALUE**

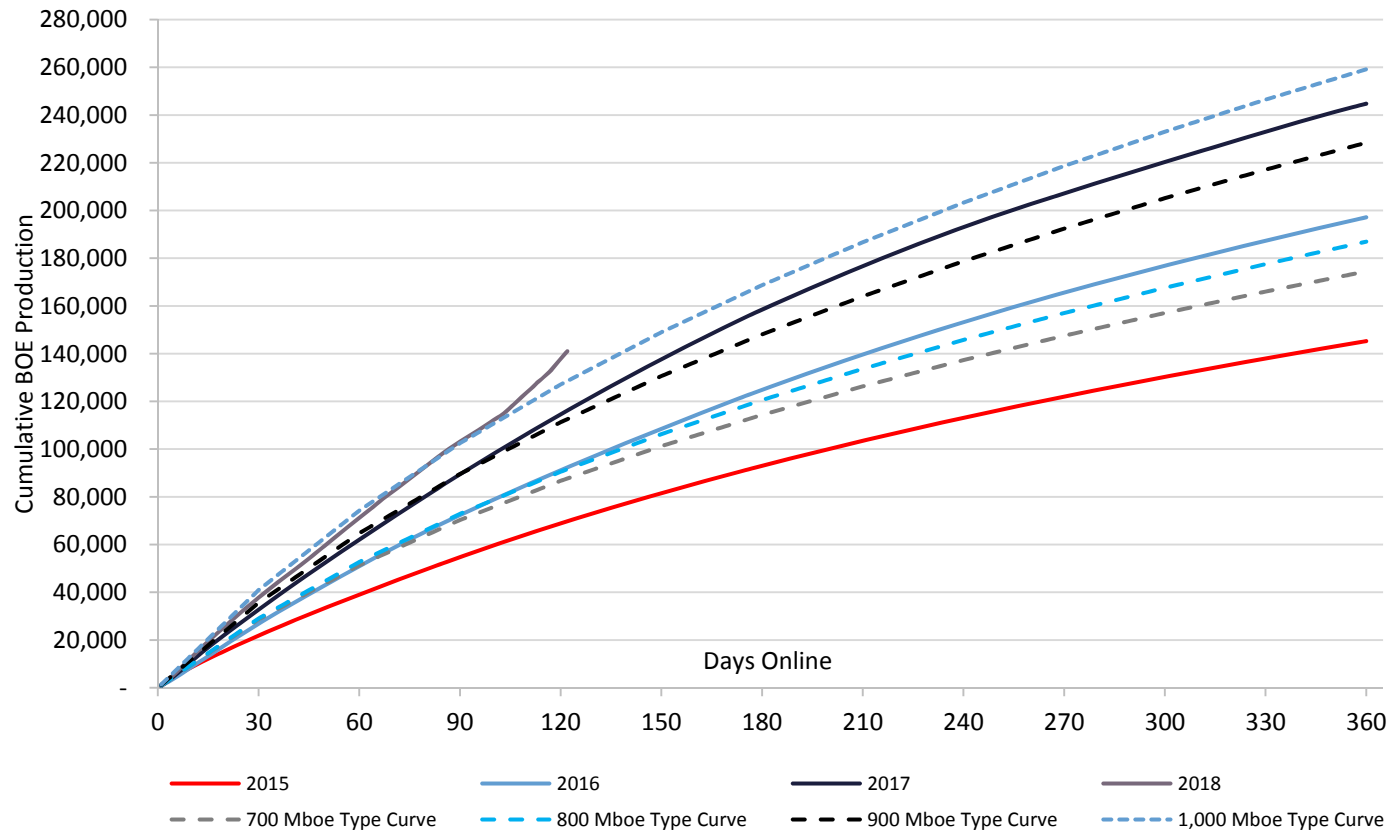
# 2018 STRATEGIC INITIATIVES

Structural Priorities		Financial Priorities		
FINALIZED LEADERSHIP TEAM	ALIGN KEY STAKEHOLDER INTEREST	INCREASE LIQUIDITY	EXECUTE EXCHANGE AGREEMENT	FORTIFY BALANCE SHEET
Named CEO, CFO, COO, CAO, GC and EVP Land – Team with 34 years with Northern	Management Team aligned with shareholders	Closed new, 5-YR \$400mm term loan facility	Exchanged \$345mm existing bonds for new 2 <sup>nd</sup> lien notes due 2023	Extended debt maturity profile
		\$145mm raised from equity issuance in April	Exchanged \$155mm existing bonds for common stock	Reduced leverage by 2 turns
	Compensation tied to accretive EBITDA growth and TSR			Targeting sub 2.5x debt to EBITDA
<p><b>Poised for Continued Strong Growth by Consolidating In-Basin Opportunities</b></p>				

# TRACK RECORD OF SIGNIFICANT GROWTH



# NORTHERN AVERAGE WELL BY VINTAGE YEAR



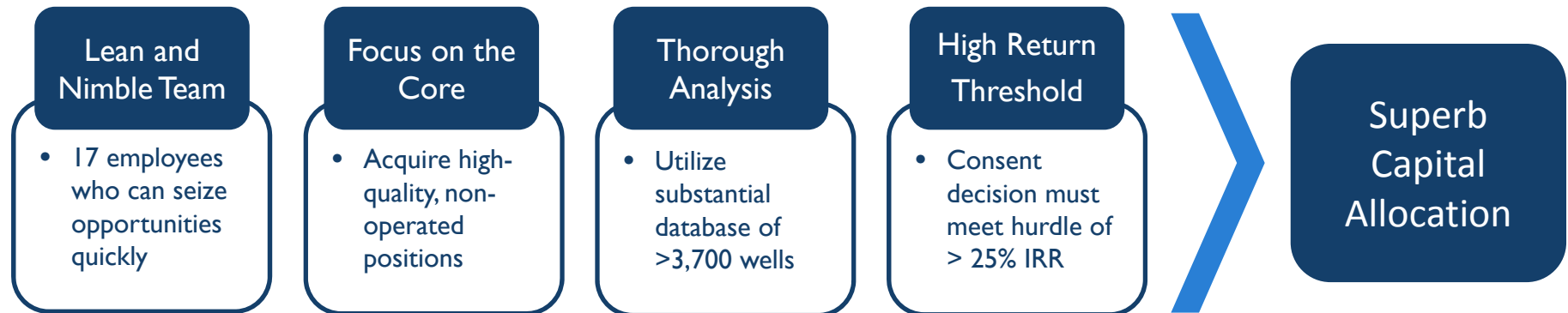


# THE NORTHERN EDGE

Proven business model to continue executing acquisition growth strategy

## Non-Operating Business Model

- Do not drill or operate wells
- Northern owns minority leasehold/working interest (WI) percentage in Drilling Spacing Units (DSU)
- Operator of the DSU initiates/proposes drill schedule
- State law requires operator of the DSU to send all minority Leasehold/WI owners in the DSU a well proposal
- Ability to control large acreage position, substantial production profile, and high-quality reserves with only 17 employees
- Diversified among the best operators in the Williston Basin



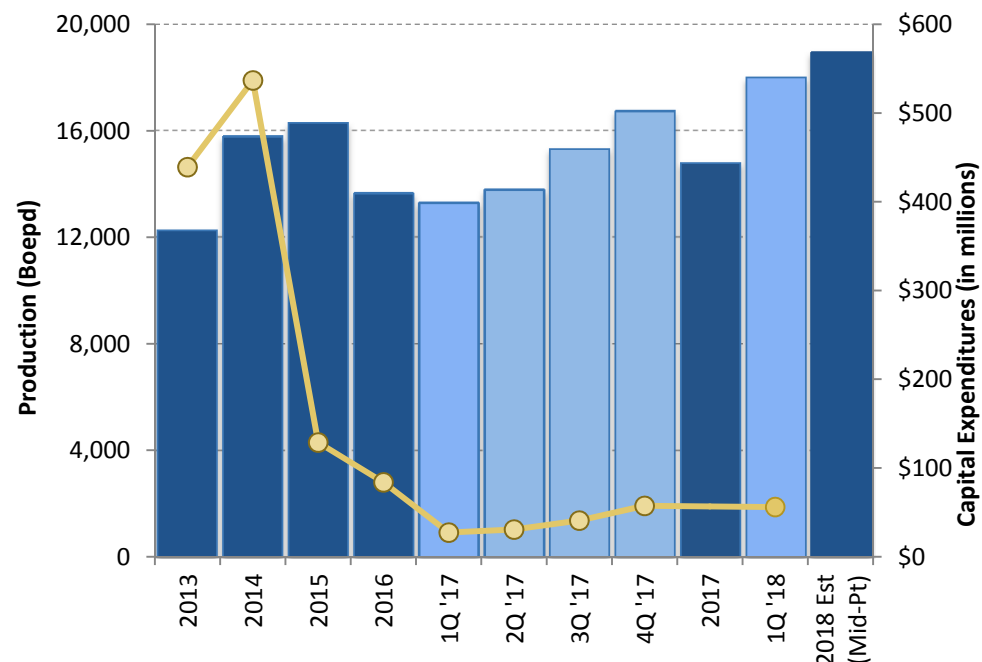
# 2018 TRENDING AHEAD OF EXPECTATIONS

## 2018 UPDATED GUIDANCE AND CAPITAL BUDGET

	2018 Guidance
<b>Production</b>	
Avg. Daily Production (Boe/d)	18,650 - 19,240
% Oil	83%
% Natural Gas	17%
<b>Income Statement (\$/Boe)</b>	
Production Expenses	\$7.75 - \$8.75
Production Taxes	9.2%
General & Administrative	\$2.00 - \$2.50
Differential to WTI	(\$4.50) - (\$5.50)
<b>Capital Expenditures (\$mm)</b>	
Drilling and Completion	\$172 - \$187
Other	\$13
<b>Wells Added to Production</b>	
Gross Well Adds <sup>(1)</sup>	360 - 390
Net Completions	22 - 24

## 2018 CAPITAL PLAN HIGHLIGHTS

- Guiding 26 – 30% production growth based on 22 – 24 net wells added to production
- Targeting YE18 exit leverage of <3X
- Low-risk development plan with high rate of return profiles



(1) Based on 6.0% estimated average WI

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