SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

NIP Group Inc.

(Name of Issuer)

Class A Ordinary Shares, par value US$0.0001 per share

(Title of Class of Securities)

(CUSIP Number)

Mario Yau Kwan Ho
No. 26, Gaoxin 2nd Road, East Lake High-tech Development Zone
Wuhan, F4, 430000
86 (27) 6349 3218

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

10/30/2026

(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. ☐

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).

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Seventh Hokage Management Limited
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)	
	AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	☐	
6	Citizenship or place of organization	
	VIRGIN ISLANDS, BRITISH	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power
		33,451,073.00
	8	Shared Voting Power
		0.00
	9	Sole Dispositive Power
		33,451,073.00
	10	Shared Dispositive Power
		0.00
11	Aggregate amount beneficially owned by each reporting person	
	33,451,073.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
	☐	
13	Percent of class represented by amount in Row (11)	
	5.9 %	
14	Type of Reporting Person (See Instructions)	
	CO	

Comment for Type of Reporting Person: (1) For Rows 7, 9 and 11: represents 33,451,073 Class B1 ordinary shares, which are directly held by Seventh Hokage Management Limited, a limited liability company established in the British Virgin Islands. Seventh Hokage Management Limited is wholly owned by Seventh Hokage Holdings Limited, a limited liability company established in the British Virgin Islands, which is beneficially owned by Mario Yau Kwan Ho through a trust. Mario Yau Kwan Ho and his family are the trust's beneficiaries. The Issuer's authorized share capital consists of Class A ordinary shares, Class B1 ordinary shares and Class B2 ordinary shares. Each holder of Class A ordinary shares is entitled to one vote per share. Each holder of Class B1 and Class B2 ordinary shares (collectively referred to as "Class B ordinary shares") is entitled to 20 votes per share, subject to the approval conditions for ordinary resolutions, the Weighted Voting Right and certain restrictions. Each Class B ordinary share is convertible into one Class A ordinary share at any time at the option of the holder thereof, while Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances. (2) For Row 13: the percentage of class of securities beneficially owned by the Reporting Person is calculated based on a total of 567,186,133 ordinary shares (consisting of 431,520,569 Class A ordinary shares, 104,131,060 Class B1 ordinary shares and 31,534,504 Class B2 ordinary shares) of the Issuer as a single class issued and outstanding as of October 30, 2026, according to records of the Issuer.

SCHEDULE 13D

CUSIP No.

1	Name of reporting person	
	Seventh Hokage Holdings Limited	
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)	
	AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	☐	
6	Citizenship or place of organization	
	VIRGIN ISLANDS, BRITISH	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power
		33,451,073.00
	8	Shared Voting Power
		0.00
	9	Sole Dispositive Power
		33,451,073.00
	10	Shared Dispositive Power
		0.00
11	Aggregate amount beneficially owned by each reporting person	
	33,451,073.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
	☐	
13	Percent of class represented by amount in Row (11)	
	5.9 %	
14	Type of Reporting Person (See Instructions)	
	CO	

Comment for Type of Reporting Person: (1) For Rows 7, 9 and 11: represents 33,451,073 Class B1 ordinary shares, which are directly held by Seventh Hokage Management Limited, a limited liability company established in the British Virgin Islands. Seventh Hokage Management Limited is wholly owned by Seventh Hokage Holdings Limited, a limited liability company established in the British Virgin Islands, which is beneficially owned by Mario Yau Kwan Ho through a trust. Mario Yau Kwan Ho and his family are the trust's beneficiaries. The Issuer's authorized share capital consists of Class A ordinary shares, Class B1 ordinary shares and Class B2 ordinary shares. Each holder of Class A ordinary shares is entitled to one vote per share. Each holder of Class B1 and Class B2 ordinary shares (collectively referred to as "Class B ordinary shares") is entitled to 20 votes per share, subject to the approval conditions for ordinary resolutions, the Weighted Voting Right and certain restrictions. Each Class B ordinary share is convertible into one Class A ordinary share at any time at the option of the holder thereof, while Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances. (2) For Row 13: the percentage of class of securities beneficially owned by the Reporting Person is calculated based on a total of 567,186,133 ordinary shares (consisting of 431,520,569 Class A ordinary shares, 104,131,060 Class B1 ordinary shares and 31,534,504 Class B2 ordinary shares) of the Issuer as a single class issued and outstanding as of October 30, 2026, according to records of the Issuer.

SCHEDULE 13D

CUSIP No.

1	Name of reporting person	
	Mario Yau Kwan Ho	
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, OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	☐	
6	Citizenship or place of organization	
	HONG KONG	
Number of Shares Beneficially Owned by Each Reporting Person With:	7 Sole Voting Power	33,451,073.00
	8 Shared Voting Power	52,584,563.00
	9 Sole Dispositive Power	33,451,073.00
	10 Shared Dispositive Power	0.00
11	Aggregate amount beneficially owned by each reporting person	
	86,035,636.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
	☐	
13	Percent of class represented by amount in Row (11)	
	15.2 %	
14	Type of Reporting Person (See Instructions)	
	IN	

Comment for Type of Reporting Person: (1) For Rows 7, 8, 9 and 11: represents (i) 33,451,073 Class B1 ordinary shares, which are directly held by Seventh Hokage Management Limited, a limited liability company established in the British Virgin Islands. Seventh Hokage Management Limited is wholly owned by Seventh Hokage Holdings Limited, a limited liability company established in the British Virgin Islands, which is beneficially owned by Mario Yau Kwan Ho through a trust. Mario Yau Kwan Ho and his family are the trust's beneficiaries, and (ii) 52,584,563 Class B1 ordinary shares directly held by Tang Heng. Tang Heng has granted an irrevocable voting proxy to exercise all voting rights with respect to the Class B1 ordinary shares held by him to Mario Yau Kwan Ho. The Issuer's authorized share capital consists of Class A ordinary shares, Class B1 ordinary shares and Class B2 ordinary shares. Each holder of Class A ordinary shares is entitled to one vote per share. Each holder of Class B1 and Class B2 ordinary shares (collectively referred to as "Class B ordinary shares") is entitled to 20 votes per share, subject to the approval conditions for ordinary resolutions, the Weighted Voting Right and certain restrictions. Each Class B ordinary share is convertible into one Class A ordinary share at any time at the option of the holder thereof, while Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances. (2) For Row 13: the percentage of class of securities beneficially owned by the Reporting Person is calculated based on a total of 567,186,133 ordinary shares (consisting of 431,520,569 Class A ordinary shares, 104,131,060 Class B1 ordinary shares and 31,534,504 Class B2 ordinary shares) of the Issuer as a single class issued and outstanding as of October 30, 2026, according to records of the Issuer.

SCHEDULE 13D

Item 1.	Security and Issuer	
	Title of Class of Securities:	
(a)	Class A Ordinary Shares, par value US$0.0001 per share	
	Name of Issuer:	
(b)	NIP Group Inc.	
(c)	Address of Issuer's Principal Executive Offices:	

Rosenlundsgatan 31, Stockholm, SWEDEN , 11863.

Item 2. Identity and Background

(a) Seventh Hokage Management Limited Seventh Hokage Holdings Limited Mario Yau Kwan Ho

(b) Seventh Hokage Management Limited: Start Chambers, Wickham's Cay II, P.O. Box 2221, Road Town, Tortola, VG 1110, British Virgin Islands Seventh Hokage Holdings Limited: Vistra Corporate Services Centre, Wickham's Cay II, Road Town, Tortola, VG1110, British Virgin Islands Mario Yau Kwan Ho: No.26, Gaoxin 2nd Road, East Lake High-tech Development Zone, Wuhan, Hubei, PRC

(c) Each of Seventh Hokage Management Limited and Seventh Hokage Holdings Limited is principally an investment holding vehicle. Mario Yau Kwan Ho serves as the co-founder, co-chief executive officer and the chairman of the board of directors of the Issuer.

(d) No

(e) No

(f) Seventh Hokage Management Limited: British Virgin Islands Seventh Hokage Holdings Limited: British Virgin Islands Mario Yau Kwan Ho: Hong Kong

Item 3. Source and Amount of Funds or Other Consideration

Upon the Issuer's initial public offering and listing on the Nasdaq Global Market on July 26, 2024, Mario Yau Kwan Ho beneficially owned 15,278,950 Class B1 ordinary shares of the Issuer through Seventh Hokage Holdings Limited and Seventh Hokage Management Limited. On November 7, 2025, the Issuer issued 18,172,123 Class B1 ordinary shares to Seventh Hokage Management Limited in connection with the vesting of the Restricted Shares that were granted under the Issuer's 2025 Share Incentive Plan. The Restricted Shares were granted to Mario Yau Kwan Ho for the past and future services provided by him to the Issuer. On October 30, 2026, Tang Heng entered into a deed of voting proxy with Mario Yau Kwan Ho, pursuant to which Tang Heng agreed to grant an irrevocable voting proxy to exercise all voting rights with respect to 52,584,563 Class B1 ordinary shares held by him to Mario Yau Kwan Ho, which shares represent approximately 33.4% of the aggregate voting power of the Issuer's total issued and outstanding ordinary shares.

Item 4. Purpose of Transaction

The information set forth in Item 3 is hereby incorporated by reference in its entirety. The beneficial ownership that is the subject of this Schedule 13D was acquired for investment purposes. The Reporting Persons review its investments in the Issuer on a continuing basis. Depending on overall market conditions, performance and prospects of the Issuer, subsequent developments affecting the Issuer, other investment opportunities available to the Reporting Persons and other investment considerations, the Reporting Persons may acquire additional securities, make investment arrangements with respect to the securities beneficially owned, or to continue to hold its existing position in the securities, all in compliance with applicable requirements and restrictions. Any of the foregoing actions may be effected at any time or from time to time, subject to applicable law. Except as set forth above, none of the Reporting Persons has any present plan or proposal which related to or would result in any transaction, change or event specified in clauses (a) through (j) of Item 4 of Schedule 13D. The Reporting Persons reserve the right to take such actions in the future as they deem appropriate, including changing the purpose described above or adopting plans or proposals with respect to one or more of the items described in clauses (a) through (j) of Item 4 of Schedule 13D.

Item 5. Interest in Securities of the Issuer

(a) The responses of each Reporting Person to Rows (7) through (13) of the cover pages of this Schedule 13D are hereby incorporated by reference in this Item 5. The shares beneficially owned by each of Seventh Hokage Management Limited and Seventh Hokage Holdings Limited represent approximately 5.9% of the total issued and outstanding ordinary shares of the Issuer. The shares beneficially owned by Mario Yau Kwan Ho represent approximately 15.2% of the total issued and outstanding ordinary shares of the Issuer. On October 30, 2026, Tang Heng entered into a deed of voting proxy with Mario Yau Kwan Ho, pursuant to which Tang Heng agreed to grant an irrevocable voting proxy to exercise all voting rights with respect to 52,584,563 Class B1 ordinary shares held by him to Mario Yau Kwan Ho, which shares represent approximately 33.4% of the aggregate voting power of the Issuer's total issued and outstanding ordinary shares. The percentage of the class of securities identified pursuant to Item 1 beneficially owned by the Reporting Persons is based on a total of 567,186,133 ordinary shares (consisting of 431,520,569 Class A ordinary shares, 104,131,060 Class B1 ordinary shares and 31,534,504 Class B2 ordinary shares) of the Issuer as a single class issued and outstanding as of October 30, 2026, according to records of the Issuer. Each holder of Class A ordinary shares is entitled to one vote per share. Each holder of Class B ordinary shares is entitled to 20 votes per share, subject to the approval conditions for ordinary resolutions, the Weighted Voting Right and certain restrictions. Each Class B ordinary share is convertible into one Class A ordinary share at any time at the option of the holder thereof, while Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances. The percentage of voting power is calculated by dividing the voting power beneficially owned by the Reporting Persons by the voting power of all of the Issuer's Class A and Class B ordinary shares as a single class as of October 30, 2026.

(b) See the responses to Item 5(a).

(c) The information set forth in Items 3 and 4 of this Schedule 13D is hereby incorporated by reference in this Item 5(c). Except as disclosed in this Schedule 13D, none of the Reporting Persons has effected any transaction in the securities of the Issuer during the past 60 days.

(d) Except as disclosed in this Schedule 13D, no other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the ordinary shares beneficially owned by the Reporting Persons.

(e) Not applicable.

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

The information set forth in Items 3, 4 and 5 of this Schedule 13D is hereby incorporated by reference in this Item 6. To the best knowledge of the Reporting Person, except as provided herein, there are no other contracts, arrangements, understandings or relationships (legal or otherwise) between the Reporting Persons and any other person with respect to any securities of the Issuer, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, divisions of profits or loss, or the giving or withholding of proxies, or a pledge or contingency, the occurrence of which would give another person voting power over the securities of the Issuer.

Item 7. Material to be Filed as Exhibits.

Exhibit 99.1 Joint Filing Agreement

SIGNATURE

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

Seventh Hokage Management Limited

Signature: /s/ Mario Yau Kwan Ho
Name/Title: Mario Yau Kwan Ho / Director
Date: 11/06/2026

Seventh Hokage Holdings Limited

Signature: /s/ Mario Yau Kwan Ho
Name/Title: Mario Yau Kwan Ho / Director
Date: 11/06/2026

Mario Yau Kwan Ho

Signature: /s/ Mario Yau Kwan Ho
Name/Title: Mario Yau Kwan Ho
Date: 11/06/2026

Exhibit 99.1

Joint Filing Agreement

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, each of the undersigned hereby agrees to the joint filing with all other Reporting Persons (as such term is defined in the Schedule 13D referred to below) on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the Class A ordinary shares, par value US$0.0001 per share, of NIP Group Inc., a company incorporated in the Cayman Islands, and that this Agreement may be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement as of November 6, 2026.

Seventh Hokage Management Limited

By: /s/ Mario Yau Kwan Ho
Name: Mario Yau Kwan Ho
Title: Director

Seventh Hokage Holdings Limited

By: /s/ Mario Yau Kwan Ho
Name: Mario Yau Kwan Ho
Title: Director

Mario Yau Kwan Ho

By: /s/ Mario Yau Kwan Ho
Name: Mario Yau Kwan Ho