
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

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)

654503101

(CUSIP Number)

09/30/2024

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 654503101

Names of Reporting Persons

1

DIGLIFE AS

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

NORWAY

Number of Shares 5 Sole Voting Power

Beneficially 13,362,381.00
Owned by Shared Voting Power
Each 6
Reporting 0.00
Person Sole Dispositive Power
With: 7
13,362,381.00
Shared Dispositive
8 Power
0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

13,362,381.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11.9 %

Type of Reporting Person (See Instructions)

CO

SCHEDULE 13G

CUSIP No. 654503101

Names of Reporting Persons

Hicham Chahine

Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

Sec Use Only

Citizenship or Place of Organization

NORWAY

Sole Voting Power

5

13,362,381.00

Shared Voting Power

6

0.00

Sole Dispositive Power

7

13,362,381.00

Shared Dispositive

8

Power
0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

13,362,381.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11.9 %

Type of Reporting Person (See Instructions)

12

IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

NIP Group Inc.

Address of issuer's principal executive offices:

(b)

Rosenlundsgatan 31, Stockholm, V7, 11 863

Item 2.

Name of person filing:

(a)

Hicham Chahine DIGLIFE AS

Address or principal business office or, if none, residence:

(b)

For Hicham Chahine: One Reem Island, A-803, 27 Al Reema Street, Al Reem Island, Abu Dhabi, United Arab Emirates For DIGLIFE AS: Tors Gate 2B, 0260 Oslo, Norway

Citizenship:

(c)

Hicham Chahine - Norway DIGLIFE AS - Norway

Title of class of securities:

(d)

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

CUSIP No.:

(e)

654503101

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c)

Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d)

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e)

An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);

(f)

An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);

(g)

A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

(h)

A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i)

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j)

A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

(k)

Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

(a)

Hicham Chahine: 13,362,381 DIGLIFE AS: 13,362,381 Represents 13,362,381 Class B2 ordinary shares directly held by DIGLIFE AS, a company registered under the laws of Norway. DIGLIFE AS is 95.61% owned by Mr. Hicham Chahine.

(b)

Percent of class:

The percentage of class of securities beneficially owned by each Reporting Person is calculated based on a total of 112,476,359 ordinary shares (consisting of 74,472,041 Class A ordinary shares, 24,641,937 Class B1 ordinary shares, and 13,362,381 Class B2 ordinary shares) of the Issuer as a single class issued and outstanding as of July 30, 2024 provided by the Issuer, as reported in its prospectus filed under Rule 424(b)(4) with the Securities and Exchange

Commission on July 26, 2024, and Form 6-K filed with the Securities and Exchange Commission on July 30, 2024. The Class B1 ordinary shares and Class B2 ordinary shares are treated as converted into Class A ordinary shares only for the purpose of calculating the percentage ownership. Hicham Chahine: 11.9 % DIGLIFE AS: 11.9 %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Hicham Chahine: 13,362,381 DIGLIFE AS: 13,362,381 Percent of Aggregate Voting Power Hicham Chahine: 32.0% DIGLIFE AS: 32.0% For each Reporting Person, percentage of aggregate voting power is calculated by dividing the voting power beneficially owned by such Reporting Person by the voting power of all of the Issuer's Class A ordinary shares and Class B ordinary shares as a single class. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to 20 votes per share, subject to certain conditions and restrictions.

(ii) Shared power to vote or to direct the vote:

Hicham Chahine: 0 DIGLIFE AS: 0

(iii) Sole power to dispose or to direct the disposition of:

Hicham Chahine: 13,362,381 DIGLIFE AS: 13,362,381

(iv) Shared power to dispose or to direct the disposition of:

Hicham Chahine: 0 DIGLIFE AS: 0

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

Not Applicable

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.

DIGLIFE AS

Signature: Hicham Chahine

Name/Title: Hicham Chahine

Date: 12/18/2024

Hicham Chahine

Signature: Hicham Chahine

Name/Title: Hicham Chahine/Director

Date: 12/18/2024

Exhibit Information

99.1 Joint Filing Agreement

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 13G referred to below) on behalf of each of them of a statement on Schedule 13G (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 December 18, 2024.

Hicham Chahine

By: /s/ Hicham Chahine
Hicham Chahine

DIGLIFE AS

By: /s/ Hicham Chahine
Name: Hicham Chahine
Title: Director
