NIP GROUP INC.

(Incorporated in the Cayman Islands with limited liability)
(Nasdaq Ticker: NIPG)

NOTICE OF EXTRAORDINARY GENERAL MEETING
to be held on October 16, 2026
(or any adjourned or postponed meeting thereof)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of NIP Group Inc. (the "**Company**") will be held at 29/F, Entertainment Building, 30 Queen's Road Central, Central, Hong Kong on October 16, 2026 at 8:00 PM (Hong Kong time), and at any adjourned or postponed meeting thereof. Shareholders may also attend the meeting virtually via Zoom conference call at https://zoom.us/j/98387188524?pwd=mCRIdVr6NxSxBL6S5DCi1G2TJ2R1ZK.1 (Meeting ID: 983 8718 8524). Holders of the Company's ordinary shares will receive the meeting passcode together with this notice and the accompanying proxy form.

The EGM will be held for the purpose of considering and, if thought fit, passing the following resolutions:

Resolution 1:

AS A SPECIAL RESOLUTION:

THAT, subject to the passing of Resolution 2, the Company's authorized share capital be increased **FROM** US$200,000 divided into 2,000,000,000 shares comprising (i) 1,756,459,263 Class A ordinary shares of a par value of US$0.0001 each (the "**Class A Ordinary Shares**"), (ii) 148,331,658 Class B1 ordinary shares of a par value of US$0.0001 each (the "**Class B1 Ordinary Shares**") and (iii) 95,209,079 Class B2 ordinary shares of a par value of US$0.0001 each (the "**Class B2 Ordinary Shares**"), each of such class or classes (however designated) as the Company's board of directors may determine in accordance with the memorandum and articles of association of the Company then in effect **TO** US$1,000,000 divided into 10,000,000,000 shares comprising (i) 8,782,296,315 Class A Ordinary Shares, (ii) 741,658,290 Class B1 Ordinary Shares and (iii) 476,045,395 Class B2 Ordinary Shares, each of such class or classes (however designated) as the Company's board of directors may determine in accordance with the memorandum and articles of association of the Company then in effect, by the creation of (i) 7,025,837,052 Class A Ordinary Shares, (ii) 593,326,632 Class B1 Ordinary Shares, and (iii) 380,836,316 Class B2 Ordinary Shares.

Resolution 2:

AS A SPECIAL RESOLUTION:

THAT the Tenth Amended and Restated Memorandum and Articles of Association of the Company currently in effect be amended and restated by the deletion in their entirety and by the substitution in their place of the Eleventh Amended and Restated Memorandum and Articles of Association in the form attached hereto as Exhibit A to reflect the proposed amendments set out in the foregoing Resolution 1.

Resolution 3:

AS AN ORDINARY RESOLUTION:

THAT (i) the Company give, make, sign, execute and deliver all such agreements, letters, notices, certificates, acknowledgements, instructions and other documents (whether of a like nature or not) in relation to the matters contemplated in the foregoing resolutions as may be considered necessary or desirable by any director or officer of the Company for the purpose of the coming into effect of or otherwise giving effect to, consummating or completing or procuring the performance and completion of all or any of the matters described in the foregoing resolutions, and (ii) any one director or officer or the registered office provider of the Company be and is hereby authorized to take any and every action that might be necessary, appropriate, or desirable to give effect to the foregoing resolutions as such director or officer or the registered office provider, in his/her/its absolute discretion, thinks fit, including but not limited to, attendance on any filing or registration procedures for and on behalf of the Company in the Cayman Islands.

In addition, the EGM will transact any other business properly brought before it.

The resolutions put to the vote at the EGM will be decided by poll.

The board of directors of the Company has fixed the close of business on September 17, 2026 (Eastern time) as the record date (the "**Record Date**") for determining the shareholders entitled to receive notice of, and to vote at, the EGM or any adjourned or postponed meeting thereof.

Holders of record of the Company's ordinary shares at the close of business on the Record Date are entitled to attend and to vote at the EGM and any adjourned or postponed meeting thereof. A holder of the Company's ordinary shares entitled to attend and to vote at the EGM is entitled to appoint one or more proxies to attend the EGM and, on a poll, vote instead of him. A proxy need not also be a holder of the Company's ordinary shares.

Holders of record of the Company's American depositary shares ("**ADSs**"), each representing sixty (60) Class A Ordinary Shares, at the close of business on the Record Date who wish to exercise their voting rights for the underlying Class A Ordinary Shares must give voting instructions to Citibank, N.A., the depositary of the Company's ADS program.

Your vote is important. You are urged to complete, sign, date, and return the accompanying proxy form to us (for holders of the Company's ordinary shares) or your voting instructions to Citibank, N.A. (for holders of the Company's ADSs) as promptly as possible and before the prescribed deadline if you wish to exercise your voting rights. We must receive the proxy form by no later than 8:00 PM, Hong Kong time, on October 14, 2026 at No. 26, Gaoxin 2nd Road, East Lake High-tech Development Zone, Wuhan, Hubei, The People's Republic of China, Attention: Investor Relations Department, or by email to ir@nipgroup.gg, to ensure your representation at the EGM; Citibank, N.A. must receive your voting instructions by the time and date specified in the ADS voting instruction card to enable the votes attaching to the Class A Ordinary Shares represented by your ADSs to be cast at the EGM.

The appointment of a proxy shall not preclude a holder of the Company's ordinary shares from attending and voting at the EGM or any adjourned or postponed meeting thereof.

Shareholders and ADS holders may access the Company's public filings free of charge at the Company's investor relations website https://ir.nipg.com/, and on the SEC's website www.sec.gov.

By Order of the Board of Directors,
NIP Group Inc.

/s/ Mario Yau Kwan Ho
Mario Yau Kwan Ho
Co-Chief Executive Officer

/s/ Hicham Chahine
Hicham Chahine
Co-Chief Executive Officer

Abu Dhabi, United Arab Emirates
September 17, 2026

Exhibit A

Eleventh Amended and Restated Memorandum and Articles of Association