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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities and Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

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**ZYVERSA THERAPEUTICS, INC.**

(Name of Registrant as Specified in Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
  - Fee paid previously with preliminary materials
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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ZYVERSA THERAPEUTICS, INC.  
2200 N. COMMERCE PARKWAY, SUITE 208  
WESTON, FL 33326

# Your **Vote** Counts!

**ZYVERSA THERAPEUTICS, INC.**

2024 Virtual Annual Meeting  
Vote by October 28, 2024  
11:59 PM ET



V56569-P17927

## You invested in ZYVERSA THERAPEUTICS, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Virtual Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on October 29, 2024 at 9:00 a.m., Eastern Time.**

### Get informed before you vote

View the Notice, Proxy Statement, and 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to October 15, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

October 29, 2024  
9:00 a.m., Eastern Time

Virtually at:  
[www.virtualshareholdermeeting.com/ZVSA2024](http://www.virtualshareholdermeeting.com/ZVSA2024)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote on these important matters.

Voting Items	Board Recommendations
1. Election of one Class II director nominee to hold office for a term of three years and until the nominee's successor is duly elected and qualified: <b>Nominee:</b> 01) Min Chul Park, Ph.D	✔ For
2. The ratification of the selection by our audit committee of Marcum LLP as our independent registered public accounting firm for the year ending December 31, 2024.	✔ For
3. The approval of an amendment and restatement of our 2022 Omnibus Equity Incentive Plan to increase the number of shares of common stock reserved for issuance thereunder by 150,000 shares to 181,795 shares.	✔ For
4. The approval of the issuance of up to an aggregate of 478,600 shares of the Company's common stock issuable upon the exercise of certain warrants to purchase the Company's common stock, in accordance with Nasdaq Listing Rule 5635(d).	✔ For

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".