EXHIBIT 3

Second letter from Plaintiff to Theriva's counsel, October 17, 2026 (what the First Amended Verified Complaint will address)

Nejmeh v. Theriva Biologics, Inc., No. 3:26-cv-00705-ART-CSD (D. Nev.)
Cited in the First Amended Verified Complaint, paragraph(s) 91

Source
Plaintiff's second letter as sent on October 17, 2026, to counsel at McDonald Carano LLP and Blank Rome LLP. All pages.

FROM:
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732-995-3914 · research@warrantwire.com

October 17, 2026
By email and by UPS or FedEx overnight delivery

TO:

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Re: *Nejmeh v. Theriva Biologics, Inc.*, No. 3:26-cv-00705-ART-CSD (D. Nev.): what the First Amended Verified Complaint will address

Dear Counsel:

Further to my letter of earlier today, this letter tells you what my First Amended Verified Complaint will address. Statements of fact cite Theriva's own filings; statements of belief are marked as my belief.

1. The 2026 proxy statement told stockholders that brokers could vote uninstructed shares on the New Warrant proposal as a "routine" matter; Theriva has since admitted the proxy "contained errors."
2. The August 3, 2026 quorum existed only because 10,823,826 uninstructed broker shares were counted; without them, 6,056,301 shares (13.2%) were present against a quorum of 15,297,556. I will ask that all six August 3 proposals, including the election of directors, be voted again.
3. Mr. Shallcross's statement to me at the October 2, 2023 meeting that Theriva could not increase its authorized shares after a reverse split, followed by the August 2024 reverse split and the increase from 14,000,000 to 350,000,000 shares.
4. Patents issued to Theriva (U.S. Patent Nos. 12,178,917, 12,274,740 and 12,318,434) that were never announced, and Mr. Shallcross's statement to me that they were not disclosed because they did not matter.
5. May 7, 2025: the VIRAGE results and a $1.10 offering with warrants on the same day; 2,803,100 shares reported sold short; 2,246,939 shares failed to deliver as of May 8; and options granted to directors at $1.4144 eight days earlier.
6. The October 2025 New Warrants, the clause requiring a meeting every sixty days, and the holders of the New Warrants.

7. The move of stockholder meetings to Spain, in person only, for a company listed on the NYSE American; stockholders, including me, could not attend.
8. Options granted at $0.241 twenty-one days after the failed December 15, 2025 meeting.
9. The February 2026 license of SYN-020 to Rasayana for $300,000 upfront. I believe it was against stockholders' interests, for its price and terms and because I believe the drug could help in the early detection of pancreatic and other cancers.
10. The October 9, 2026 record date, set the day the November meeting was announced, and the at-the-market sales of 10,204,319 shares in the first quarter of 2026. I believe the votes were fixed in advance by these means.
11. The October 2026 proxy's plan for a board-only reverse split, "reverse mergers," and the "NYSE American stockholders' equity requirements." I believe the aim is a reverse split and that stockholders have not been kept informed.
12. My beliefs that Theriva shared private information with financiers before reverse splits; that anonymous stock boards, including StockTwits and X, were used to promote the stock; that warrants and news releases were used together to create a short-selling opportunity against retail stockholders; that the price was driven down between December 2025 and February 2026, to as low as $0.16; and that the stock price has been manipulated.
13. The same funds holding the New Warrants, including Empery, Hudson Bay, Armistice, Anson, CVI and Intracoastal, appear together at many other small companies. I believe this is a pattern.
14. I will seek discovery, including trade data for May 5–9, 2025 and the identities of accounts that posted about TOVX on its highest-volume days.

The requests in my earlier letter today stand, with your reply requested by Monday, October 26, 2026.

Sincerely,

Mark Joseph Nejmeh
Plaintiff, self-represented