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(54) Title: URIDINE DIPHOSPHATE DERIVATIVES, PRODRUGS, COMPOSITIONS AND USES THEREOF

(57) Abstract: This disclosure relates to the use of uridine diphosphate (UDP) derivatives, salts and/or prodrugs thereof for the treatment of inflammatory conditions (e.g., psoriasis) and glaucoma, to prodrugs of UDP derivatives, compositions comprising therapeutically effective amounts of those prodrugs of the UDP derivatives and methods of using those prodrugs for treating various disorders including, e.g., neuronal disorders, including neurodegenerative disorders (e.g., Alzheimer's disease, Parkinson's disease) and traumatic CNS injury, pain, Down Syndrome (DS), glaucoma, and inflammatory conditions, e.g., psoriasis and rheumatoid arthritis.



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## URIDINE DIPHOSPHATE DERIVATIVES, PRODRUGS, COMPOSITIONS AND USES THEREOF

### RELATED APPLICATIONS

5 [0001] This application claims the benefit of and priority from U.S. Provisional Patent Applications 61/707,568, filed September 28, 2012 and 61/780,171, filed March 13, 2013. Each of the foregoing applications is incorporated herein by reference in its entirety.

### FIELD OF THE INVENTION

10 [0002] This disclosure relates to compounds, their salts and prodrugs, compositions and methods for treating neuronal disorders, including neurodegenerative disorders (e.g., Alzheimer's disease, Parkinson's disease) and traumatic CNS injury, pain, Down Syndrome (DS), glaucoma and inflammatory conditions.

### BACKGROUND OF THE INVENTION

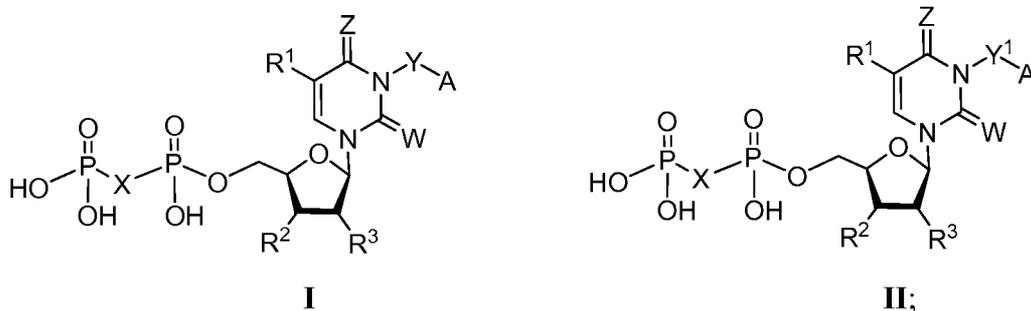
15 [0003] P<sub>2</sub>Y receptors are G-protein-coupled receptors (GPCRs) that are selectively activated by naturally occurring extracellular nucleotides, including, for example, adenine and pyrimidine nucleotides. There are two clusters of P<sub>2</sub>Y receptors: the G<sub>q</sub>-coupled P<sub>2</sub>Y<sub>1</sub>-like receptors, including P<sub>2</sub>Y<sub>1,2,4,6,11</sub> subtypes; and the G<sub>i</sub>-coupled P<sub>2</sub>Y<sub>12</sub>-like receptors, including P<sub>2</sub>Y<sub>12, 13, 14</sub> subtypes. Of the four P<sub>2</sub>Y receptors, i.e., P<sub>2</sub>Y<sub>2, 4, 6, 14</sub> subtypes, which can be activated by pyrimidine nucleotides, the P<sub>2</sub>Y<sub>2</sub> and P<sub>2</sub>Y<sub>4</sub> subtypes are activated by uridine triphosphate (UTP), P<sub>2</sub>Y<sub>6</sub> receptor is activated by uridine diphosphate (UDP), and P<sub>2</sub>Y<sub>14</sub> is activated by UDP or UDP-glucose.

20 [0004] The P<sub>2</sub>Y<sub>6</sub> receptor has been implicated in a number of disorders, including, for example, neurodegeneration, osteoporosis, ischemic effect in skeletal muscle, and diabetes. It has been reported that agonists of P<sub>2</sub>Y<sub>6</sub> receptor counteract apoptosis induced by tumor necrosis factor  $\alpha$  in astrocytoma cells and induce protection in a model of ischemic hindleg skeletal muscle. P<sub>2</sub>Y<sub>6</sub> receptor was also reported to play a role in phagocytosis in microglial cells when activated by its endogenous agonist UDP. See, e.g., Malmsjo et al. *BMC Pharmacol.* 2003, 3, 4; Balasubramanian et al. *Biochem. Pharmacol.* 2010, 79, 1317-1332; Kim et al. *Cell. Mol. Neurobiol.* 2003, 23, 401-418; Mamedova et al. *Pharmacol. Res.* 2008, 25 58, 232-239; Korcok et al. *J. Biol. Chem.* 2005, 58, 232-239; and Koizumi et al. *Nature*, 2007, 446, 1091-1095. These reports suggest that ligands of the P<sub>2</sub>Y<sub>6</sub> receptor are of interest in the search for new treatments for P<sub>2</sub>Y<sub>6</sub> receptor-related conditions.

[0005] Therefore, there is a need for new ligands, such as agonists, of P<sub>2</sub>Y<sub>6</sub> receptor activity that are useful in therapeutic preparations for the treatment of disorders mediated by the receptor, including neurodegeneration, traumatic brain injury and pain.

### SUMMARY OF THE INVENTION

5 [0006] The present disclosure addresses the aforementioned need by providing compounds of formulae **I** and **II**:



10 wherein the variables are as defined herein, along with the prodrugs and the pharmaceutically acceptable salts thereof. In certain embodiments, these compounds, salts and prodrugs are selective ligands of the P<sub>2</sub>Y<sub>6</sub> receptor. In certain other embodiments, the compounds, salts and prodrugs as described herein can modulate, for example, agonize, P<sub>2</sub>Y<sub>6</sub> receptor activity, for example, where the compounds, salts and prodrugs as described herein are agonists of the P<sub>2</sub>Y<sub>6</sub> receptor. Compounds of formulae **I** (including, **I-A**) and **II** and their salts and prodrugs  
15 can be used to treat the conditions as described herein.

[0007] The present disclosure also provides compositions that comprise the above compounds, or a prodrug or a pharmaceutically acceptable salt thereof. The disclosure also includes the use of the compounds, salts or prodrugs disclosed herein in the manufacture of a medicament for the treatment of one or more of the conditions described herein.

20 [0008] In another aspect of the disclosure, there is provided methods for studying P<sub>2</sub>Y<sub>6</sub> receptor activity using the agonists of the disclosure, which include the compounds of all formulae disclosed herein, all of the individual compounds disclosed herein, and all of their prodrugs and salts. For example, cells in culture may be contacted with one or more of the compounds, salts, and prodrugs provided herein and their impact on P<sub>2</sub>Y<sub>6</sub> receptor activity, as  
25 well as cellular function, can be evaluated. Such studies are useful for evaluating the use of agonists of the disclosure as in vitro research tools for evaluating P<sub>2</sub>Y<sub>6</sub> receptor activity and its cellular and biochemical impact on different cell types.

[0009] In another aspect of the disclosure, there is provided a method of modulating P<sub>2</sub>Y<sub>6</sub> receptor activity by using one or more of the compounds, prodrugs or salts described herein.

For example, the invention provides a method of modulating P<sub>2</sub>Y<sub>6</sub> receptor activity in a patient in need thereof by administering to the patient a therapeutically effective amount of one or more of the compounds, prodrugs, or salts described herein. Similarly, the invention provides a method of modulating P<sub>2</sub>Y<sub>6</sub> receptor activity in a patient in need thereof by administering to the patient a therapeutically effective amount of one or more of the compounds, prodrugs or salts described herein in a pharmaceutical composition.

**[0010]** In another aspect of the disclosure, there is provided a method for treating neuronal disorders, including neurodegenerative disorders (e.g., Alzheimer's disease, Parkinson's disease) and traumatic CNS injury, pain, Down Syndrome (DS), and glaucoma in a subject in need or at risk thereof using a compound, salt or prodrug described herein.

**[0011]** In another aspect, the disclosure provides methods for decreasing plaque burden, improving cognitive function, decreasing or delaying cognitive impairment, improving or restoring memory, enhancing synaptic plasticity, or improving hippocampal long term potentiation by administering to a subject in need or at risk thereof a P<sub>2</sub>Y<sub>6</sub> receptor agonist.

Also provided are methods of enhancing beta amyloid clearance. Subjects in need include subjects having Alzheimer's disease (including subjects suspected of having Alzheimer's disease). Additional subjects in need thereof are subjects having Down Syndrome, and administration of a P<sub>2</sub>Y<sub>6</sub> receptor agonist is used to treat Down Syndrome by, for example, improving cognitive function, decreasing cognitive impairment, improving or restoring memory, improving hippocampal long term potentiation, enhancing synaptic plasticity, or enhancing clearance of beta amyloid. Further subjects in need thereof are subjects having Parkinson's disease. Exemplary P<sub>2</sub>Y<sub>6</sub> receptor agonists are disclosed herein.

**[0012]** In another aspect, the disclosure provides methods for clearing or otherwise decreasing extracellular alpha-synuclein, decreasing intracellular accumulation of alpha-synuclein, and/or decreasing or preventing the formation of Lewy bodies in a subject in need thereof by administering a P<sub>2</sub>Y<sub>6</sub> receptor agonist to the subject. In certain embodiments, the subject in need thereof is a subject having Parkinson's disease, and administration of a P<sub>2</sub>Y<sub>6</sub> receptor agonist of the disclosure provides a method of treating Parkinson's disease by, for example, improving or preventing further motor impairment associated with Parkinson's disease and/or improving or preventing memory impairment and other symptoms of neurodegeneration. Without being bound by theory, phagocytosis of extracellular alpha-synuclein, which may be promoted by the P<sub>2</sub>Y<sub>6</sub> receptor agonists, decreases extracellular and

intracellular accumulation of alpha-synuclein, as well as Lewy body formation and the resulting neurodegeneration.

[0013] In another aspect, the disclosure provides methods for treating glaucoma by administering to a subject in need thereof an effective amount of one or more of the compounds, salts or prodrugs disclosed herein. In certain embodiments, administration of an effective amount of one or more of the compounds, salts or prodrugs can decrease intraocular pressure in the subject in need thereof.

[0014] In another aspect, the disclosure provides methods for treating an inflammatory condition in a subject in need thereof comprising administering to the subject an effective amount of one or more of the compounds, salts or prodrugs according to the present disclosure. In certain embodiments, the disclosure provides a method for reducing the plasma concentration of one or more cytokines of a subject, such as a subject with an inflammatory condition. Suitable cytokines are described herein. In either case, the disclosure provides numerous examples of inflammatory conditions which may be treated

(e.g., the subject in need thereof has an inflammatory condition described herein). In certain embodiments, the subject is administered an effective amount of a compound, salt or prodrug of the disclosure. In certain embodiments, the inflammatory condition is not Alzheimer's disease and/or the subject being treated does not have, and/or has not been diagnosed with, and/or is not suspected of having Alzheimer's disease.

[0015] In certain embodiments, the disclosure provides a method of treating an inflammatory condition characterized, in whole or in part, by elevated IL-12 and/or increased IL-12 activity by administering a compound, salt or prodrug of the disclosure. Exemplary conditions are described herein. Similarly the disclosure provides a method of treating an inflammatory condition characterized, in whole or in part, by elevated levels of one or more of IL-4, IL-10, or IL-12. Methods of reducing the plasma concentration of one or more of any of these cytokines are also provided.

[0016] In certain embodiments, the disclosure provides methods for treating one or more of: rheumatoid arthritis, psoriasis, psoriatic arthritis, atherosclerosis, Crohn's disease, ulcerative colitis, irritable bowel syndrome, or multiple sclerosis.

[0017] In certain embodiments, the disclosure provides methods for treating any of the conditions described herein, such as in a subject at risk for developing the condition, by initiating treatment prior to onset of one or more symptoms and/or prior to achieving a level of decline at which standard of care treatment is typically initiated. In such prophylactic

embodiments, the disclosure contemplates, in certain embodiments, that treatment delays onset of symptoms and/or delays further decline and/or reduces severity of symptoms.

[0018] The disclosure contemplates combinations of any of the aspects and/or embodiments described herein. For example, any of the compounds described herein, such as any of the

5 P<sub>2</sub>Y<sub>6</sub> modulating compounds (e.g., compounds that modulate P<sub>2</sub>Y<sub>6</sub> receptor activity) described herein, may be used in the treatment of any of the conditions described herein, such as by administering an effective amount to a subject in need thereof.

#### DETAILED DESCRIPTION OF THE FIGURES

[0019] Figure 1 shows two-photon microscopy images of the amyloid plaques labeled  
10 with methoxyX04 in the barrel cortex in living PSAPP mice: (A) image on day 1; (B) magnified view of the portion of the image in the white box in Figure 1A, in which the blood plasma was labeled with Rhodamine dextran; (C) magnified view of the portion of the image in the white box in Figure 1A, where the arrows indicate dense core plaques; (D) image of the same imaging area on day 4, after the injection of UDP; (E) magnified view of the portion of  
15 the image in the white box in Figure 1D, in which the blood plasma was labeled with Rhodamine dextran; and (F) magnified view of the portion of the image in the white box in Figure 1D, where the arrows indicate dense core plaques.

[0020] Figure 2 shows a quantitative analysis of the number of plaques, plaque load and size of cross-section of individual plaques in the barrel cortex in PSAPP mice after treatment  
20 with UDP or artificial cerebral spinal fluid (ACSF): (A) quantitative analysis of the number of plaques; (B) quantitative analysis of the plaque load; (C) quantitative analysis of the size of cross-section of plaques; (D) UDP treatment reduces plaque load as shown by significant reductions in day 4/day 1 ratios of plaque load; and (E) UDP treatment reduces number of plaques as shown by significant reductions in day 4/day 1 ratios of plaque load.

[0021] Figure 3 shows postmortem immunohistochemistry analysis of the plaque load in  
25 cortex and hippocampus of PSAPP mice after treatment with UDP. Amyloid beta peptide specific antibodies  $\beta$ 1-40 and  $\beta$  1-42 were used in the immunohistochemistry analysis: (A) immunohistochemistry analysis using  $\beta$ 1-40 on day 1; (B) immunohistochemistry analysis using  $\beta$ 1-40 on day 4, after treatment with UDP; (C) immunohistochemistry analysis using  
30  $\beta$ 1-42 on day 1; and (D) immunohistochemistry analysis using  $\beta$ 1-42 on day 4, after treatment with UDP.

[0022] Figure 4 shows quantification of plaque load (%) in the cortex and hippocampus of the PSAPP mice after treatment with UDP or ACSF. Amyloid beta peptide specific

antibodies  $\beta$ 1-40 and  $\beta$ 1-42 were used in the quantification. (A) plaque load (%) in cortex using  $\beta$ 1-40 staining; (B) plaque load (%) in hippocampus using  $\beta$ 1-40 staining; (C) plaque load (%) in cortex using  $\beta$ 1-42 staining; (D) plaque load (%) in hippocampus using  $\beta$ 1-42 staining; (E) UDP treatment decreased soluble A $\beta$ 40 level detected with ELISA; and (F)

5 UDP treatment decreased soluble A $\beta$ 42 level detected with ELISA.

**[0023]** Figure 5 shows a postmortem immunohistochemistry analysis of the plaque load in cortex and hippocampus of PSAPP mice after intraperitoneal (i.p.) injection of 3-phenacyl-UDP for 2, 4 and 6 consecutive days. Amyloid beta specific antibody  $\beta$ 1-40 was used in the analysis. (A) immunohistochemistry analysis using  $\beta$ 1-40 without 3-phenacyl-UDP

10 treatment; (B) immunohistochemistry analysis using  $\beta$ 1-40 after intraperitoneal injection of 3-phenacyl-UDP for 2 consecutive days; (C) immunohistochemistry analysis using  $\beta$ 1-40 after intraperitoneal injection of 3-phenacyl-UDP for 4 consecutive days; and (D) immunohistochemistry analysis using  $\beta$ 1-40 after intraperitoneal injection of 3-phenacyl-UDP for 6 consecutive days.

15 **[0024]** Figure 6 shows quantification of plaque load (%) in cortex (Cx) and hippocampus (Hp) of the PSAPP mice after treatment with 3-phenacyl-UDP or vehicle control for 2, 4, 6 consecutive days and for 6 days+2weeks. The vehicle controls used for intracerebroventricular (icv) and Intraperitoneal (ip) administration of compounds were ACSF and saline, respectively. Amyloid beta peptide specific antibody  $\beta$ 1-40 was used in

20 quantification. (A) Plaque load (%) in cortex using  $\beta$ 1-40 staining; (B) plaque load (%) in hippocampus using  $\beta$ 1-40 staining; (C) A $\beta$ 40 plaque load (%) in hippocampus after one week of daily treatment with 3-phenacyl-UDP (PSB0474) at three doses; (D) A $\beta$ 42 plaque load (%) in hippocampus after one week of daily treatment with 3-phenacyl-UDP (PSB0474) at three doses; (E) A $\beta$ 40 plaque load (%) in cortex after one week of daily treatment with 3-phenacyl-

25 UDP (PSB0474) at three doses; and (F) A $\beta$ 42 plaque load (%) in cortex after one week of daily treatment with 3-phenacyl-UDP (PSB0474) at three doses.

**[0025]** Figure 7 shows freezing behavior (freezing %) of PASPP mice in fear conditioning studies after treatment with ACSF or UDP: (A) freezing behavior (freezing %) of PASPP mice 5 minutes following treatment with ACSF and UDP; (B) analysis of total freezing

30 percentage of PSAPP mice treated with ACSF or UDP; and (C) using the contextual fear conditioning test PSAPP mice treated with ACSF (white bar) showed significantly less freezing time compared to the age-matched wildtype (line bar), suggesting the memory

deficits in PS1/APP; UDP-treatment 3 days prior to the test significantly improved the freezing behavior (black bar) compared to ACSF treatment.

[0026] Figure 8 shows hippocampal long-term potentiation (LTP) recorded as field excitatory postsynaptic potential (fEPSP) % in PSAPP mice, with high-frequency stimulation (HFS), 100 pulses at 100 Hz, four times in 20-second intervals: (A) depressed LTP (fEPSP %) at the schaffer collateral synapse within the CA1 area of the hippocampus in aged PSAPP mice (PSAPP+/+), as compared to littermates (PSAPP-/-); (B) increased LTP (fEPSP %) in PSAPP mice after treatment with UDP or ACSF; (C) analysis of the last 15 min potentiation, as fEPSP slope (%), in PSAPP mice.

[0027] Figure 9 shows freezing behavior (as freezing%) of PASPP mice in fear conditioning studies after treatment with 3-phenacyl-UDP (PSB0474). (A) freezing behavior (freezing %) of control littermates (PSAPP-/-), and PASPP mice 5 minutes following treatment with saline vehicle control or with 3-phenacyl-UDP (PSB0474) at two different dosages, i.e. 1µg/ml and 1mg/ml; (B) analysis of total freezing percentage of PSAPP mice; and (C) using the contextual fear conditioning test PSAPP mice treated with ACSF (white bar) showed significantly less freezing time compared to the age-matched wildtype (line bar), demonstrating the memory deficits in PS1/APP; one week treatment with 1µg /kg 3-phenacyl-UDP (PSB0474) (grey bar) rescued the memory deficit as compared to the vehicle treatment (white bar).

[0028] Figure 10 shows dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using compounds of the present disclosure, where compounds were tested for activation of P<sub>2</sub>Y<sub>6</sub> receptor by measuring receptor induced Ca<sup>2+</sup> changes with the fluorescent Ca<sup>2+</sup> indicator fluo-4: (A) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 6; (B) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 3; (C) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 4; (D) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 1; (E) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 5; (F) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 44; (G) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 45; (H) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 46; (I) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 47; (J) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 48; and (K) dose-response activation of the P<sub>2</sub>Y<sub>6</sub> receptor using the sodium salt of compound 49.

[0029] Figure 11 shows freezing behavior (freezing %) of PASPP mice in fear conditioning studies after treatment with vehicle control or compound **5**: using the contextual fear conditioning test PSAPP mice treated with vehicle control (black bar) showed significantly less freezing time compared to the age-matched wildtype (white bar), suggesting the memory deficits in PSAPP; administration of compound **5** prior to the test significantly improved the freezing behavior (line bar) compared to the control treatment indicating that compound **5** restores memory.

[0030] Figure 12 shows plaque load in cortex (Cx) and hippocampus (Hp) of the PSAPP mice after treatment with compound **5** or vehicle control. (A) A $\beta$  plaque load (%) in cortex after treatment with compound **5** or vehicle control; (B) A $\beta$  plaque load (%) in hippocampus after treatment with compound **5** or vehicle control; and (C) postmortem immunohistochemistry analysis of the A $\beta$ 42 plaque load in cortex and hippocampus of PSAPP mice after treatment with compound **5** or vehicle control. Amyloid beta specific antibody  $\beta$ 1-42 was used in the analysis.

[0031] Figure 13 summarizes plasma cytokine levels (pg/ml) in wildtype and PSAPP mice treated for 7 days (i.p.) with vehicle or compound **5** (1 $\mu$ g /kg). Plasma cytokine levels are measured in pg/ml. The x-axis of the graph shows the various cytokines examined and the y-axis represents concentration. For each cytokine shown along the x-axis, the graph provides four bars indicative of the results for the various treatment groups which are, from left to right: untreated wildtype animals, wildtype animals treated with compound **5**, untreated PSAPP animals, and PSAPP animals treated with compound **5**.

[0032] Figure 14 summarizes results of a fear conditioning assay. PSAPP mice were treated daily for 100 days with vehicle or the nucleoside of compound **5** (10 $\mu$ g /kg). Compound or vehicle was administered intraperitoneally (i.p.). The mice were then assessed in a fear conditioning task for memory formation.

[0033] Figure 15 summarizes results illustrating decrease in plaque burden following 100 days of treatment with the nucleoside of compound **5**.

[0034] Figure 16 summarizes plasma cytokine levels (pg/ml) in PSAPP mice treated daily for 100 days with vehicle or the nucleoside of compound **5** (10 $\mu$ g /kg). Compound or vehicle was administered intraperitoneally (i.p.). Concentration of plasma cytokine levels are measured in pg/ml, as represented on the y-axis. For each cytokine examined, plasma levels of vehicle treated or compound treated animals are shown, as represented on the x-axis. Data for the following cytokines are presented: IL-4, IL-9, IL-5, IL-10, IL-6, IL-12, and IL-7. For

IL-12, levels of just the p40 subunit (p40), as well as levels of the heterodimeric cytokine (p70) are assayed.

[0035] Figure 17 summarizes plasma cytokine levels (pg/ml) in PSAPP mice treated for 100 days with vehicle or the nucleoside of compound 5 (10 $\mu$ g /kg). Compound or vehicle was administered intraperitoneally (i.p.). Concentration of plasma cytokine levels are measured in pg/ml, as represented on the y-axis. For each cytokine examined, plasma levels of vehicle treated or compound treated animals are shown, as represented on the x-axis. Data for the following cytokines are presented: eotaxin, IL-1 $\alpha$ , G-CSF, IL-1 $\beta$ , GM-CSF, IL-2, IFN-r, IL-3.

[0036] Figure 18 summarizes plasma cytokine levels (pg/ml) in PSAPP mice treated for 100 days with vehicle or the nucleoside of compound 5 (10 $\mu$ g /kg). Compound or vehicle was administered intraperitoneally (i.p.). Concentration of plasma cytokine levels are measured in pg/ml, as represented on the y-axis. For each cytokine examined, plasma levels of vehicle treated or compound treated animals are shown, as represented on the x-axis. Data for the following cytokines are presented: IL-13, KC, IL-15, LIF, IL-17, LIX, IP-10, and MCP-1.

[0037] Figure 19 summarizes plasma cytokine levels (pg/ml) in PSAPP mice treated for 100 days with vehicle or the nucleoside of compound 5 (10 $\mu$ g /kg). Compound or vehicle was administered intraperitoneally (i.p.). Concentration of plasma cytokine levels are measured in pg/ml, as represented on the y-axis. For each cytokine examined, plasma levels of vehicle treated or compound treated animals are shown, as represented on the x-axis. Data for the following cytokines are presented: M-CSF, MIP2, MIG, RANTES, MIP-1a, and MIP-1b, and TNF $\alpha$ .

## DETAILED DESCRIPTION OF THE INVENTION

### A. DEFINITIONS

[0038] Unless otherwise defined herein, scientific and technical terms used in this application shall have the meanings that are commonly understood by those of ordinary skill in the art. Generally, nomenclature used in connection with, and techniques of, chemistry, cell and tissue culture, molecular biology, cell and cancer biology, neurobiology, neurochemistry, virology, immunology, microbiology, pharmacology, genetics and protein and nucleic acid chemistry, described herein, are those well known and commonly used in the art.

[0039] The methods and techniques of the present disclosure are generally performed, unless otherwise indicated, according to conventional methods well known in the art and as described in various general and more specific references that are cited and discussed

throughout this specification. See, *e.g.* “Principles of Neural Science”, McGraw-Hill Medical, New York, N.Y. (2000); Motulsky, “Intuitive Biostatistics”, Oxford University Press, Inc. (1995); Lodish *et al.*, “Molecular Cell Biology, 4th ed.”, W. H. Freeman & Co., New York (2000); Griffiths *et al.*, “Introduction to Genetic Analysis, 7th ed.”, W. H. Freeman & Co., N.Y. (1999); and Gilbert *et al.*, “Developmental Biology, 6th ed.”, Sinauer Associates, Inc., Sunderland, MA (2000).

**[0040]** Chemistry terms used herein are used according to conventional usage in the art, as exemplified by “The McGraw-Hill Dictionary of Chemical Terms”, Parker S., Ed., McGraw-Hill, San Francisco, C.A. (1985).

10 **[0041]** All of the above, and any other publications, patents and published patent applications referred to in this application are specifically incorporated by reference herein. In case of conflict, the present specification, including its specific definitions, will control.

**[0042]** The term “agent” is used herein to denote a chemical compound (such as an organic or inorganic compound, a mixture of chemical compounds), a biological macromolecule (such as a nucleic acid, an antibody, including parts thereof as well as humanized, chimeric and human antibodies and monoclonal antibodies, a protein or portion thereof, *e.g.*, a peptide, a lipid, a carbohydrate), or an extract made from biological materials such as bacteria, plants, fungi, or animal (particularly mammalian) cells or tissues. Agents include, for example, agents that are known with respect to structure, and those that are not known with respect to structure. The P<sub>2</sub>Y<sub>6</sub> receptor binding activity (such as agonist activity) of such agents may render them suitable as “therapeutic agents” in the methods and compositions of this disclosure.

20 **[0043]** A “patient,” “subject,” or “individual” are used interchangeably and refer to either a human or a non-human animal. These terms include mammals, such as humans, primates, livestock animals (including bovines, porcines, etc.), companion animals (*e.g.*, canines, felines, etc.) and rodents (*e.g.*, mice and rats).

**[0044]** “Treating” a condition or patient refers to taking steps to obtain beneficial or desired results, including clinical results. Beneficial or desired clinical results include, but are not limited to, alleviation, amelioration, or slowing the progression, of one or more symptoms associated with a neuronal disorder, including neurodegeneration and traumatic brain injury, as well as pain. In certain embodiments, treatment may be prophylactic. Exemplary beneficial clinical results are described herein.

[0045] “Administering” or “administration of” a substance, a compound or an agent to a subject can be carried out using one of a variety of methods known to those skilled in the art. For example, a compound or an agent can be administered, intravenously, arterially, intradermally, intramuscularly, intraperitoneally, subcutaneously, ocularly, sublingually, orally (by ingestion), intranasally (by inhalation), intraspinally, intracerebrally, and transdermally (by absorption, *e.g.*, through a skin duct). A compound or agent can also appropriately be introduced by rechargeable or biodegradable polymeric devices or other devices, *e.g.*, patches and pumps, or formulations, which provide for the extended, slow or controlled release of the compound or agent. Administering can also be performed, for example, once, a plurality of times, and/or over one or more extended periods. In some aspects, the administration includes both direct administration, including self-administration, and indirect administration, including the act of prescribing a drug. For example, as used herein, a physician who instructs a patient to self-administer a drug, or to have the drug administered by another and/or who provides a patient with a prescription for a drug is administering the drug to the patient.

[0046] Appropriate methods of administering a substance, a compound or an agent to a subject will also depend, for example, on the age of the subject, whether the subject is active or inactive at the time of administering, whether the subject is cognitively impaired at the time of administering, the extent of the impairment, and the chemical and biological properties of the compound or agent (*e.g.* solubility, digestibility, bioavailability, stability and toxicity). In some embodiments, a compound or an agent is administered orally, *e.g.*, to a subject by ingestion. In some embodiments, the orally administered compound or agent is in an extended release or slow release formulation, or administered using a device for such slow or extended release.

[0047] A “therapeutically effective amount” or a “therapeutically effective dose” of a drug or agent is an amount of a drug or an agent that, when administered to a subject will have the intended therapeutic effect. The full therapeutic effect does not necessarily occur by administration of one dose, and may occur only after administration of a series of doses. Thus, a therapeutically effective amount may be administered in one or more administrations. The precise effective amount needed for a subject will depend upon, for example, the subject’s size, health and age, the nature and extent of cognitive impairment or other symptoms of the condition being treated, such as neurodegeneration (such as Alzheimer’s disease), pain and traumatic brain injury, the therapeutics or combination of therapeutics

selected for administration, and the mode of administration. The skilled worker can readily determine the effective amount for a given situation by routine experimentation.

[0048] "Ligand" as used herein refers to any molecule that is capable of specifically binding to another molecule, such as the P<sub>2</sub>Y<sub>6</sub> receptor. The term "ligand" includes both agonists and antagonists. "Agonist" means an agent which, when interacting, either directly or indirectly, with a biologically active molecule (e.g. an enzyme or a receptor) causes an increase in the biological activity thereof. "Antagonist" means an agent which, when interacting, either directly or indirectly, with a biologically active molecule(s) (e.g. an enzyme or a receptor) causes a decrease in the biological activity thereof. In certain embodiments, the compounds, salts and prodrugs of the present disclosure agonize P<sub>2</sub>Y<sub>6</sub> receptor activity.

[0049] The term "aliphatic" as used herein means a straight chained or branched alkyl, alkenyl or alkynyl. It is understood that alkenyl or alkynyl embodiments need at least two carbon atoms in the aliphatic chain. Aliphatic groups typically contains from 1 (or 2) to 12 carbons, such as from 1 (or 2) to 4 carbons.

[0050] The term "aryl" as used herein means a monocyclic or bicyclic carbocyclic aromatic ring system. Phenyl is an example of a monocyclic aromatic ring system. Bicyclic aromatic ring systems include systems wherein both rings are aromatic, e.g., naphthyl, and systems wherein only one of the two rings is aromatic, e.g., tetralin.

[0051] The term "heterocyclic" as used herein means a monocyclic or bicyclic non-aromatic ring system having 1 to 3 heteroatom or heteroatom groups in each ring selected from O, N, NH, S, SO, or SO<sub>2</sub> in a chemically stable arrangement. In a bicyclic non-aromatic ring system embodiment of "heterocyclyl", one or both rings may contain said heteroatom or heteroatom groups. In another heterocyclic ring system embodiment, a non-aromatic heterocyclic ring may optionally be fused to an aromatic carbocycle.

[0052] Examples of heterocyclic rings include 3-1H-benzimidazol-2-one, 3-(1-alkyl)-benzimidazol-2-one, 2-tetrahydrofuranyl, 3-tetrahydrofuranyl, 2-tetrahydrothiophenyl, 3-tetrahydrothiophenyl, 2-morpholino, 3-morpholino, 4-morpholino, 2-thiomorpholino, 3-thiomorpholino, 4-thiomorpholino, 1-pyrrolidinyl, 2-pyrrolidinyl, 3-pyrrolidinyl, 1-tetrahydropiperazinyl, 2-tetrahydropiperazinyl, 3-tetrahydropiperazinyl, 1-piperidinyl, 2-piperidinyl, 3-piperidinyl, 1-pyrazolinyl, 3-pyrazolinyl, 4-pyrazolinyl, 5-pyrazolinyl, 1-piperidinyl, 2-piperidinyl, 3-piperidinyl, 4-piperidinyl, 2-thiazolidinyl, 3-thiazolidinyl, 4-thiazolidinyl, 1-imidazolidinyl, 2-imidazolidinyl, 4-imidazolidinyl, 5-imidazolidinyl,

indolinyl, tetrahydroquinolinyl, tetrahydroisoquinolinyl, benzothiolane, benzodithiane, and 1,3-dihydro-imidazol-2-one.

**[0053]** The term "heteroaryl" as used herein means a monocyclic or bicyclic aromatic ring system having 1 to 3 heteroatom or heteroatom groups in each ring selected from O, N, NH or S in a chemically stable arrangement. In such a bicyclic aromatic ring system embodiment of "heteroaryl" both rings may be aromatic; and one or both rings may contain said heteroatom or heteroatom groups.

**[0054]** Examples of heteroaryl rings include 2-furanyl, 3-furanyl, N-imidazolyl, 2-imidazolyl, 4-imidazolyl, 5-imidazolyl, benzimidazolyl, 3-isoxazolyl, 4-isoxazolyl, 5-isoxazolyl, 2-oxazolyl, 4-oxazolyl, 5-oxazolyl, N-pyrrolyl, 2-pyrrolyl, 3-pyrrolyl, 2-pyridyl, 3-pyridyl, 4-pyridyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl, pyridazinyl (e.g., 3-pyridazinyl), 2-thiazolyl, 4-thiazolyl, 5-thiazolyl, tetrazolyl (e.g., 5-tetrazolyl), triazolyl (e.g., 2-triazolyl and 5-triazolyl), 2-thienyl, 3-thienyl, benzofuryl, benzothiophenyl, indolyl (e.g., 2-indolyl), pyrazolyl (e.g., 2-pyrazolyl), isothiazolyl, 1,2,3-oxadiazolyl, 1,2,5-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,3-triazolyl, 1,2,3-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,5-thiadiazolyl, purinyl, pyrazinyl, 1,3,5-triazinyl, quinolinyl (e.g., 2-quinolinyl, 3-quinolinyl, 4-quinolinyl), and isoquinolinyl (e.g., 1-isoquinolinyl, 3-isoquinolinyl, or 4-isoquinolinyl).

**[0055]** The term "cycloalkyl or cycloalkenyl" refers to a monocyclic or fused or bridged bicyclic carbocyclic ring system that is not aromatic. Cycloalkenyl rings have one or more units of unsaturation. Exemplary cycloalkyl or cycloalkenyl groups include cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cyclohexenyl, cycloheptyl, cycloheptenyl, norbornyl, adamantyl and decalinyl.

**[0056]** As used herein, the carbon atom designations may have the indicated integer and any intervening integer. For example, the number of carbon atoms in a (C1-C4)-alkyl group is 1, 2, 3, or 4. It should be understood that these designation refer to the total number of atoms in the appropriate group. For example, in a (C3-C10)-heterocyclyl the total number of carbon atoms and heteroatoms is 3 (as in aziridine), 4, 5, 6 (as in morpholine), 7, 8, 9, or 10.

**[0057]** "Pharmaceutically acceptable salt" or "salt" is used herein to refer to an agent or a compound or a prodrug according to the disclosure that is a therapeutically active, non-toxic base and acid salt form of the compounds or prodrugs. The acid addition salt form of a compound that occurs in its free form as a base can be obtained by treating said free base form with an appropriate acid such as an inorganic acid, for example, a hydrohalic such as hydrochloric or hydrobromic, sulfuric, nitric, phosphoric and the like; or an organic acid,

such as, for example, acetic, hydroxyacetic, propanoic, lactic, pyruvic, malonic, succinic, maleic, fumaric, malic, tartaric, citric, methanesulfonic, ethanesulfonic, benzenesulfonic, p-toluenesulfonic, cyclic, salicylic, p-aminosalicylic, pamoic and the like. See, e.g., WO 01/062726.

5 [0058] Compounds containing acidic protons may be converted into their therapeutically active, non-toxic base addition salt form, e. g. metal or amine salts, by treatment with appropriate organic and inorganic bases. Appropriate base salt forms include, for example, ammonium salts, alkali and earth alkaline metal salts, e. g., lithium, sodium, potassium, magnesium, calcium salts and the like, salts with organic bases, e. g. N-methyl-D-glucamine,  
10 hydrabamine salts, and salts with amino acids such as, for example, arginine, lysine and the like. Conversely, said salt forms can be converted into the free forms by treatment with an appropriate base or acid. Compounds or prodrugs and their salts can be in the form of a solvate, which is included within the scope of the present disclosure. Such solvates include for example hydrates, alcoholates and the like. See, e.g., WO 01/062726.

15 [0059] Many of the compounds, salts or prodrugs useful in the methods and compositions of this disclosure have at least one stereogenic center in their structure. This stereogenic center may be present in a R or a S configuration, said R and S notation is used in correspondence with the rules described in Pure Appl. Chem. (1976), 45,11-30. The disclosure also relates to all stereoisomeric forms such as enantiomeric and diastereoisomeric forms of the compounds,  
20 salts, prodrugs or mixtures thereof (including all possible mixtures of stereoisomers). See, e.g., WO 01/062726.

[0060] Furthermore, certain compounds which contain alkenyl groups may exist as Z (zusammen) or E (entgegen) isomers. In each instance, the disclosure includes both mixture and separate individual isomers. Multiple substituents on a piperidinyll or the azepanyl ring  
25 can also stand in either cis or trans relationship to each other with respect to the plane of the piperidinyll or the azepanyl ring. Some of the compounds may also exist in tautomeric forms. Such forms, although not explicitly indicated in the formulae described herein, are intended to be included within the scope of the present disclosure. With respect to the methods and compositions of the present disclosure, reference to a compound or compounds is intended to  
30 encompass that compound in each of its possible isomeric forms and mixtures thereof unless the particular isomeric form is referred to specifically. See, e.g., WO 01/062726.

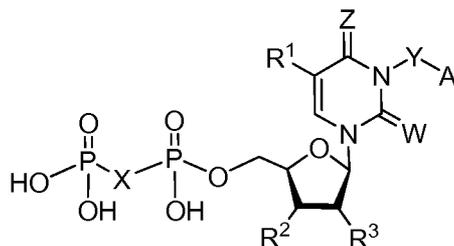
[0061] "Prodrug" or "pharmaceutically acceptable prodrug" refers to a compound that is metabolized, for example hydrolyzed or oxidized, in the host after administration to form the

compound of the present disclosure (e.g., compounds of formula **I**, **I-A**, or **II**). Typical examples of prodrugs include compounds that have biologically labile or cleavable (protecting) groups on a functional moiety of the active compound. Prodrugs include compounds that can be oxidized, reduced, aminated, deaminated, hydroxylated, dehydroxylated, hydrolyzed, dehydrolyzed, alkylated, dealkylated, acylated, deacylated, phosphorylated, or dephosphorylated to produce the active compound. Examples of prodrugs using ester or phosphoramidate as biologically labile or cleavable (protecting) groups are disclosed in U.S. Patents 6,875,751, 7,585,851, and 7,964,580, the disclosures of which are incorporated herein by reference. The prodrugs of this disclosure are metabolized to produce a compound of formula **I** or **II**, which are agonists of the P<sub>2</sub>Y<sub>6</sub> receptor.

**[0062]** The disclosure further provides pharmaceutical compositions comprising one or more of the compounds, salts and prodrugs of the disclosure together with a pharmaceutically acceptable carrier or excipient.

#### **B. UDP DERIVATIVES AND COMPOSITIONS**

**[0063]** The present disclosure provides a compound of formula **I**:



**I**

or a prodrug or salt thereof, wherein:

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from:

–OR<sup>5</sup>, –SR<sup>5</sup>, –NR<sup>5</sup>R<sup>6</sup>, –OC(O)R<sup>5</sup>, –OC(O)NR<sup>5</sup>R<sup>6</sup>, and –OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from –OR<sup>5</sup>, –SR<sup>5</sup>, –NR<sup>5</sup>R<sup>6</sup> and –OC(O)R<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

5 halogen, –OR<sup>5</sup>, –NO<sub>2</sub>, –CN, –CF<sub>3</sub>, –OCF<sub>3</sub>, –R<sup>5</sup>, 1,2-methylenedioxy, 1,2-ethylenedioxy, –N(R<sup>5</sup>)<sub>2</sub>, –SR<sup>5</sup>, –SOR<sup>5</sup>, –SO<sub>2</sub>R<sup>5</sup>, –SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, –SO<sub>3</sub>R<sup>5</sup>, –C(O)R<sup>5</sup>, –C(O)C(O)R<sup>5</sup>, –C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, –C(S)R<sup>5</sup>, –C(S)OR<sup>5</sup>, –C(O)OR<sup>5</sup>, –C(O)C(O)OR<sup>5</sup>, –C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, –OC(O)R<sup>5</sup>, –C(O)N(R<sup>5</sup>)<sub>2</sub>, –OC(O)N(R<sup>5</sup>)<sub>2</sub>, –C(S)N(R<sup>5</sup>)<sub>2</sub>, –(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, –N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, –N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>,  
 10 –N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, –N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, –N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, –N(R<sup>5</sup>)C(O)OR<sup>5</sup>, –N(R<sup>5</sup>)C(O)R<sup>5</sup>, –N(R<sup>5</sup>)C(S)R<sup>5</sup>, –N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, –N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, –N(COR<sup>5</sup>)COR<sup>5</sup>, –N(OR<sup>5</sup>)R<sup>5</sup>, –C(=NH)N(R<sup>5</sup>)<sub>2</sub>, –C(O)N(OR<sup>5</sup>)R<sup>5</sup>, –C(=NOR<sup>5</sup>)R<sup>5</sup>, –OP(O)(OR<sup>5</sup>)<sub>2</sub>, –P(O)(R<sup>5</sup>)<sub>2</sub>, –P(O)(OR<sup>5</sup>)<sub>2</sub>, or –P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

15 H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or –cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or –cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 20 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

25 wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and  
 30 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

–R<sup>5</sup>, –C(O)R<sup>5</sup>, –C(O)OR<sup>5</sup>, –C(O)N(R<sup>5</sup>)<sub>2</sub> and –S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 5  $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  
 $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  
 $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  
 $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  
 $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ , or  $-P(O)(H)(OR^8)$ ;

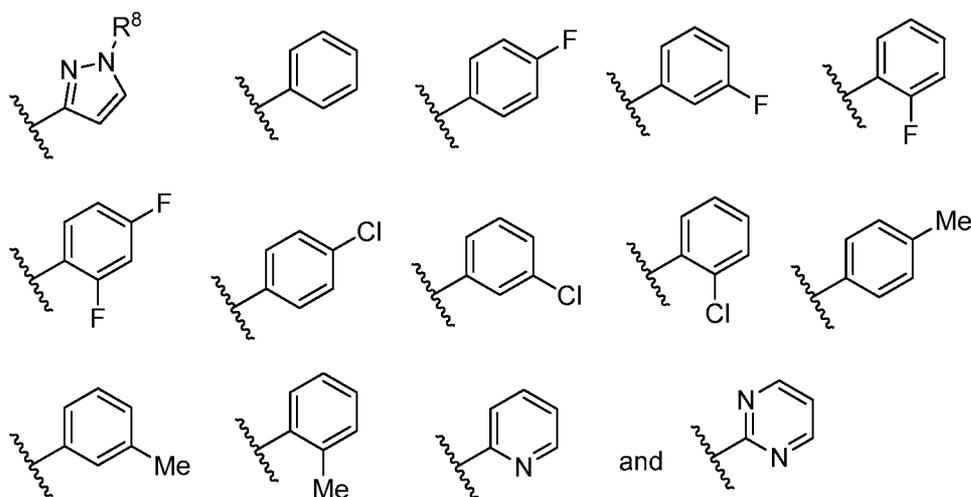
10 each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-.

**[0064]** In some embodiments, the salt is a pharmaceutically acceptable salt of a compound of formula **I**, such as a sodium salt.

**[0065]** In certain embodiments of compound of formula **I**, A is a (C5-C10)-aromatic ring  
 15 having up to 5 heteroatoms independently selected from N, O and S, wherein the aromatic ring is independently and optionally substituted with one or more  $R^7$ . In some embodiments, A is an optionally substituted 5- or 6-membered aromatic ring having up to 2 heteroatoms selected from N, O and S. In some embodiments, A is an optionally substituted bi-cyclic aromatic ring having up to 4 heteroatoms selected from N, O and S.

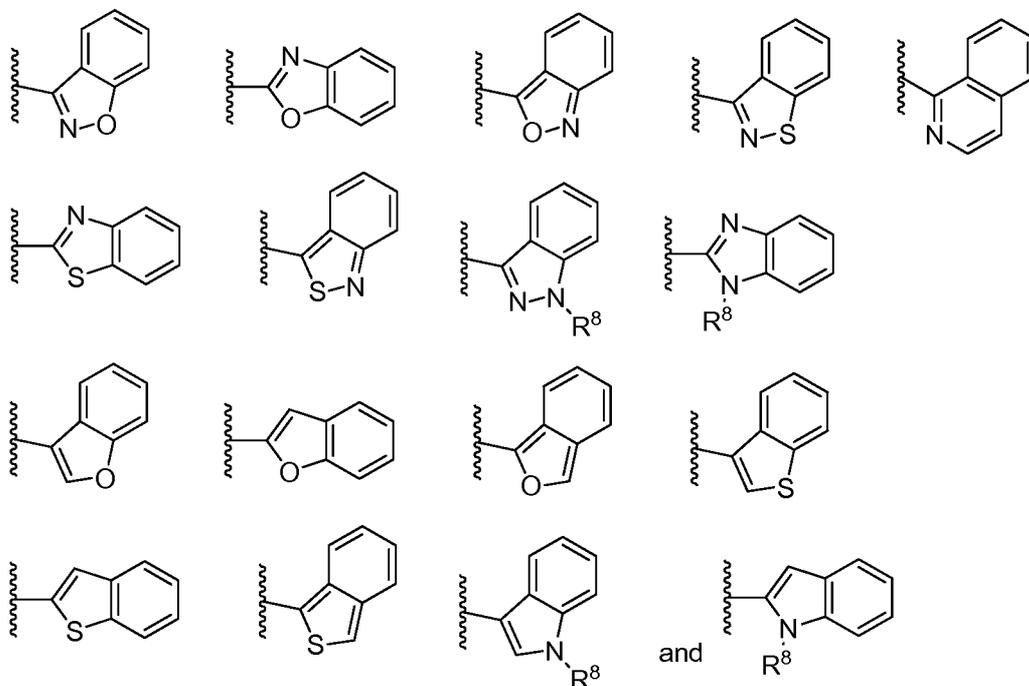
20 **[0066]** In some embodiments, A may be an optionally substituted 5- or 6-membered aromatic group selected from:



wherein A is optionally further substituted with one or more  $R^7$ .

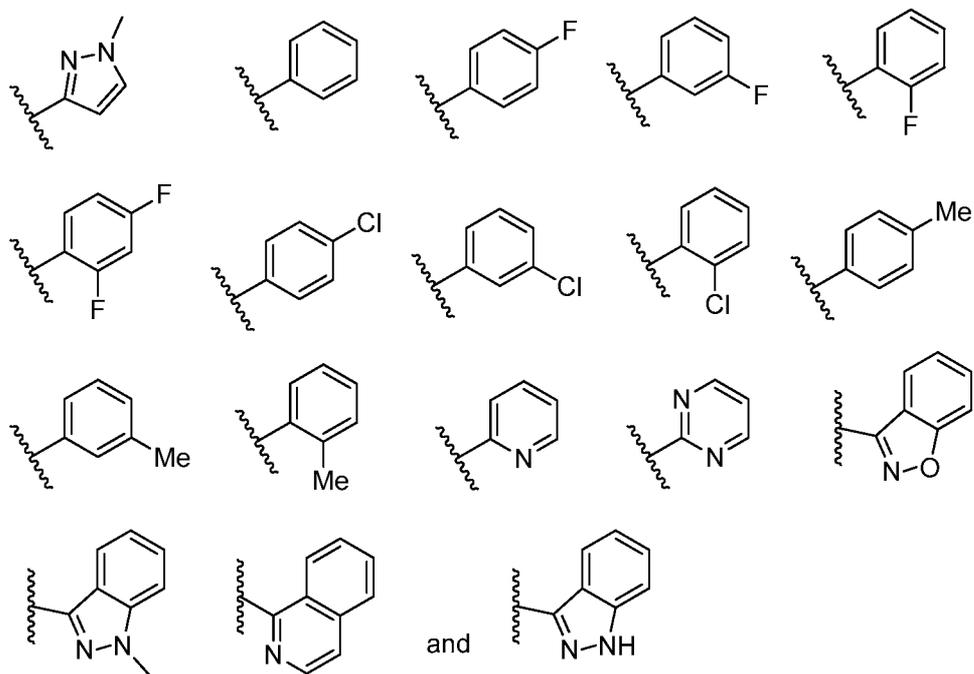
**[0067]** In some embodiments of formula **I**, A is an optionally substituted 9- or 10-membered  
 25 bicyclic aromatic ring having up to 4 heteroatoms selected from N, O and S. In some

embodiments, A is an optionally substituted bicyclic aromatic ring containing two fused 6-membered aromatic rings, wherein the optionally substituted bicyclic aromatic ring may contain up to 4 nitrogen atoms. In some embodiments, A is an optionally substituted bicyclic aromatic ring containing one 6-membered aromatic ring fused to one 5-membered aromatic ring, wherein the optionally substituted bicyclic aromatic ring may contain up to 4 heteroatoms selected from N, O and S. For example, A may be a bicyclic aromatic group selected from:



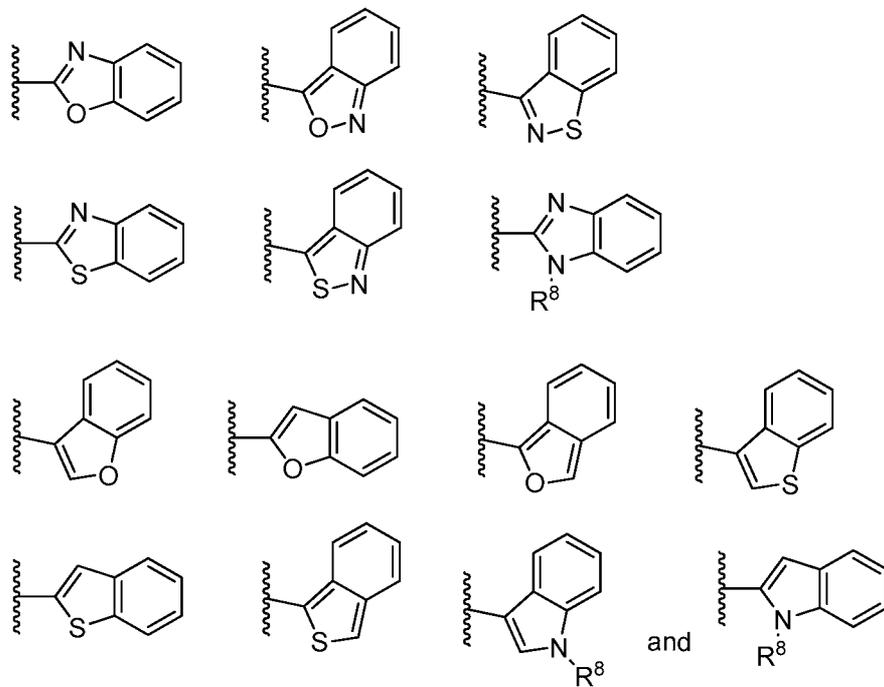
wherein A is optionally further substituted with one or more R<sup>7</sup>.

10 [0068] In some embodiments, A is an aromatic group selected from:



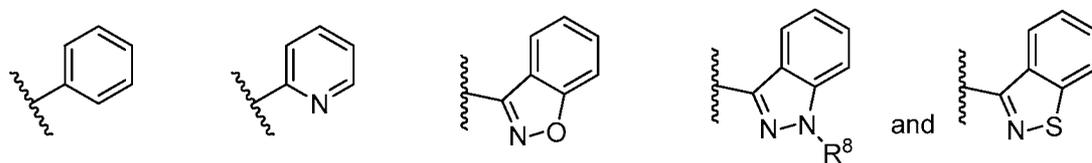
wherein A is optionally further substituted with one or more R<sup>7</sup>.

[0069] In certain embodiments, A is selected from:



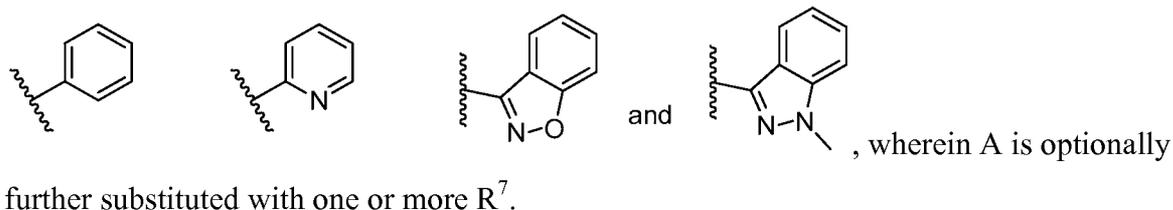
5 wherein A is optionally further substituted with one or more R<sup>7</sup>.

[0070] In certain embodiments, A is selected from:

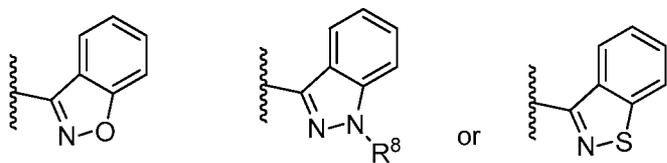


wherein A is optionally further substituted with one or more R<sup>7</sup>.

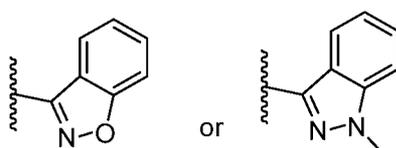
[0071] In certain embodiments, A is selected from:



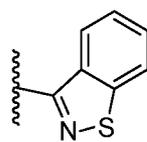
5 [0072] In some embodiments, A is optionally further substituted with one or more R<sup>7</sup>.



[0073] In some embodiments, A is substituted with one or more R<sup>7</sup>.

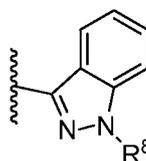


[0074] In certain embodiments, A is



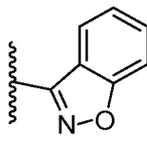
optionally further substituted with one or

10 more R<sup>7</sup>. In certain embodiments, A is more R<sup>7</sup>, wherein R<sup>8</sup> is not methyl.



optionally further substituted with one or

[0075] In another embodiment, A is



, optionally substituted with one or more R<sup>7</sup>.

In some of the above embodiments of A, each occurrence of R<sup>7</sup> is independently selected from halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -C1-C4 aliphatic (e.g., -C1-C4 alkyl), and -O(C1-C4 aliphatic)

15 (e.g., -O(C1-C4 alkyl)).

[0076] In certain embodiments, the present disclosure provides compounds of formula I, where X is -O-.

[0077] In some embodiments, the present disclosure also provides compounds of formula I, where R<sup>1</sup> is -H, bromine, iodine, methyl, ethyl or -CF<sub>3</sub>. In some embodiments, R<sup>1</sup> is -H.

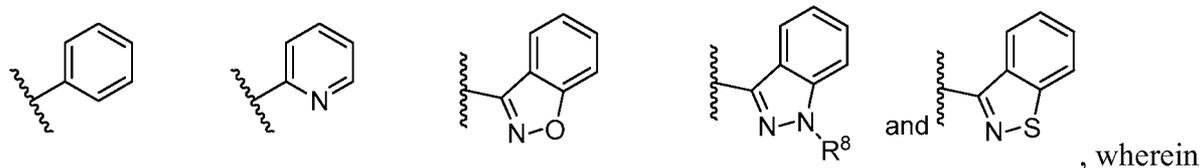
[0078] According to certain embodiments, the present disclosure provides a compound of formula I, where Z is =O or =S. In some embodiments, Z is =O.

[0079] In some embodiments, the compound of the present disclosure has a W that is =O or =S. In some embodiments, W is =O.

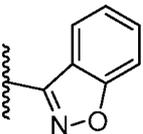
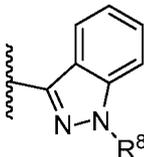
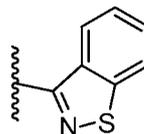
5 [0080] According to certain embodiments, the present disclosure provides a compound of formula I, where Y is a C1-aliphatic group optionally substituted with one or more R<sup>4</sup>. For example, Y is -CH<sub>2</sub>-. In some embodiments, Y is a C2-aliphatic group optionally substituted with one or more R<sup>4</sup>. In some embodiments, Y is -CH<sub>2</sub>-C(R<sup>4</sup>)<sub>2</sub>-, such as -CH<sub>2</sub>-CH<sub>2</sub>-. In another embodiment, Y is -CH<sub>2</sub>-C(R<sup>4</sup>)<sub>2</sub>-, where each R<sup>4</sup> is independently selected from  
10 halogen. In some embodiments, Y is -CH<sub>2</sub>-C(R<sup>4</sup>)<sub>2</sub>-, where both occurrences of R<sup>4</sup> are -F. In another embodiment, Y is -CH<sub>2</sub>-C(R<sup>4</sup>)<sub>2</sub>-, where each occurrence of R<sup>4</sup> is independently a (C1-C3)-aliphatic group. In yet another embodiment, Y is -CH<sub>2</sub>-C(R<sup>4</sup>)<sub>2</sub>-, where both occurrences of R<sup>4</sup> are -CH<sub>3</sub>.

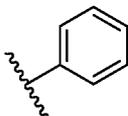
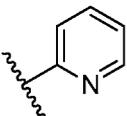
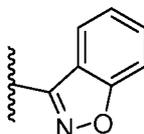
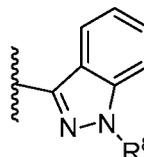
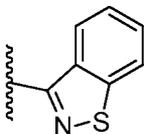
[0081] In some embodiments, the present disclosure provides a compound of formula I,  
15 where R<sup>2</sup> and R<sup>3</sup> are each independently -OR<sup>5</sup>. In some embodiments, R<sup>2</sup> is -OH. In another embodiment, R<sup>3</sup> is -OH.

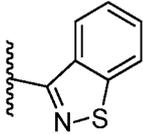
[0082] The disclosure also includes various combinations of A, X, Y, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> as described above. These combinations can in turn be combined with any or all of the values of the other variables described above. For example, in some embodiments, Y is a C1- or C2-  
20 aliphatic group optionally substituted with one or more R<sup>4</sup> and X is -O-. In another embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; and Z is =O. In another embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; and W is =O. In yet another  
25 embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>, for example, R<sup>1</sup> is -H. In a further embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; and A is selected from the following groups:

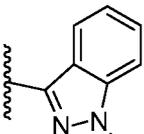


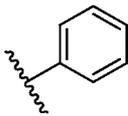
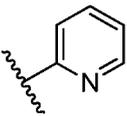
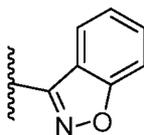
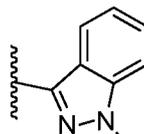
A is optionally further substituted with one or more R<sup>7</sup>, for example, A is optionally

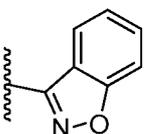
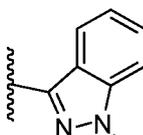
substituted  or  or . In a further embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; A is selected from the following group:

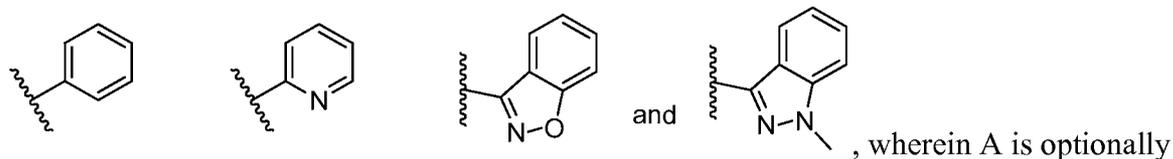
5     and , wherein A is optionally further substituted with one or more R<sup>7</sup>; and R<sup>2</sup> and R<sup>3</sup> are each independently -OR<sup>5</sup>, for example, R<sup>2</sup> and R<sup>3</sup> are each independently -OH. In some of the above

embodiments, A is  optionally further substituted with one or more R<sup>7</sup>. In some of

10 the above embodiments, A is  optionally further substituted with one or more R<sup>7</sup>, wherein R<sup>8</sup> is not methyl. In another embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; and A is selected from the following groups:

15    and , wherein A is optionally further substituted with one or more R<sup>7</sup>, for example, A is optionally substituted

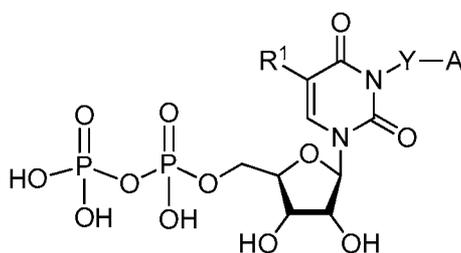
 or . In a further embodiment, Y is a C1- or C2-aliphatic group optionally substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; A is selected from the following groups:



further substituted with one or more  $R^7$ ;

and  $R^2$  and  $R^3$  are each independently  $-OR^5$ , for example,  $R^2$  and  $R^3$  are each independently  $-OH$ . In some of the above embodiments, each occurrence of  $R^7$  is independently selected from halogen,  $-CF_3$ ,  $-OCF_3$ ,  $-C1-C4$  aliphatic (e.g.,  $-C1-C4$  alkyl), and  $-O(C1-C4$  aliphatic) (e.g.,  $-O(C1-C4$  alkyl)).

**[0083]** The present disclosure also provides a compound of formula **I-A**:



**I-A**

10 or a salt thereof, wherein:

A is selected from:

a phenyl group;

a naphthyl group;

15 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O, and S; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, and S;

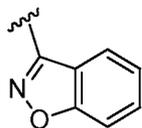
wherein A is optionally further substituted with 1, 2, or 3 substituents independently selected from the group consisting of halogen, hydroxyl, (C1-C6)-alkyl, (C1-C6)-alkoxy, and (C1-C6)-haloalkoxy;

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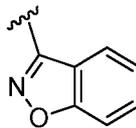
Y is a (C1-C6)-alkylene optionally substituted with halogen; and

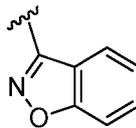
$R^1$  is  $-H$ , halogen, or a (C1-C6)-aliphatic group optionally substituted with one or more halogen.

**[0084]** In certain embodiments, A is a 5- to 10-membered heteroaryl group having up to 3  
25 heteroatoms independently selected from N, O, and S. In certain other embodiments, A is

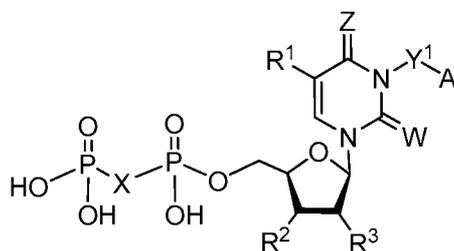


optionally substituted by halogen, hydroxyl, (C1-C6)-alkyl, (C1-C6)-alkoxyl, or



(C1-C6)-haloalkoxyl. In certain other embodiments, A is . In certain other embodiments, R<sup>1</sup> is hydrogen or methyl.

[0085] The present disclosure also provides a compound of formula II:



II

or a prodrug or salt thereof, wherein:

A is selected from:

a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>,

$-\text{OC}(\text{O})\text{NR}^5\text{R}^6$ , and  $-\text{OC}(\text{O})\text{OR}^5$ ; preferably,  $\text{R}^2$  and  $\text{R}^3$  are each independently selected from  $-\text{OR}^5$ ,  $-\text{SR}^5$ ,  $-\text{NR}^5\text{R}^6$  and  $-\text{OC}(\text{O})\text{R}^5$ ;

each occurrence of  $\text{R}^4$  is independently selected from:

5 halogen,  $-\text{OR}^5$ ,  $-\text{NO}_2$ ,  $-\text{CN}$ ,  $-\text{CF}_3$ ,  $-\text{OCF}_3$ ,  $-\text{R}^5$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-\text{N}(\text{R}^5)_2$ ,  $-\text{SR}^5$ ,  $-\text{SOR}^5$ ,  $-\text{SO}_2\text{R}^5$ ,  $-\text{SO}_2\text{N}(\text{R}^5)_2$ ,  $-\text{SO}_3\text{R}^5$ ,  $-\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{S})\text{R}^5$ ,  $-\text{C}(\text{S})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{C}(\text{O})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{C}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{OC}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{OC}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{C}(\text{S})\text{N}(\text{R}^5)_2$ ,  $-(\text{CH}_2)_{0-2}\text{NHC}(\text{O})\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{N}(\text{R}^5)\text{COR}^5$ ,  $-\text{N}(\text{R}^5)\text{N}(\text{R}^5)\text{C}(\text{O})\text{OR}^5$ ,  $-\text{N}(\text{R}^5)\text{N}(\text{R}^5)\text{CON}(\text{R}^5)_2$ ,  $-\text{N}(\text{R}^5)\text{SO}_2\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{SO}_2\text{N}(\text{R}^5)_2$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{O})\text{OR}^5$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{O})\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{S})\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{S})\text{N}(\text{R}^5)_2$ ,  $-\text{N}(\text{COR}^5)\text{COR}^5$ ,  $-\text{N}(\text{OR}^5)\text{R}^5$ ,  $-\text{C}(=\text{NH})\text{N}(\text{R}^5)_2$ ,  $-\text{C}(\text{O})\text{N}(\text{OR}^5)\text{R}^5$ ,  $-\text{C}(=\text{NOR}^5)\text{R}^5$ ,  $-\text{OP}(\text{O})(\text{OR}^5)_2$ ,  $-\text{P}(\text{O})(\text{R}^5)_2$ ,  $-\text{P}(\text{O})(\text{OR}^5)_2$ , or  $-\text{P}(\text{O})(\text{H})(\text{OR}^5)$ ;

each occurrence of  $\text{R}^5$  is independently selected from:

15 H-,  
(C1-C12)-aliphatic-,  
(C3-C10)-cycloalkyl- or -cycloalkenyl-,  
[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
(C6-C10)-aryl-,  
(C6-C10)-aryl-(C1-C12)aliphatic-,  
20 (C3-C10)-heterocyclyl-,  
(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
(C5-C10)-heteroaryl-, and  
(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

25 wherein two  $\text{R}^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $\text{SO}_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and wherein each  $\text{R}^5$  group is independently and optionally substituted with one or more  $\text{R}^7$ ;

30  $\text{R}^6$  is selected from:

$-\text{R}^5$ ,  $-\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{N}(\text{R}^5)_2$  and  $-\text{S}(\text{O})_2\text{R}^5$ ;

each occurrence of  $\text{R}^7$  is independently selected from:

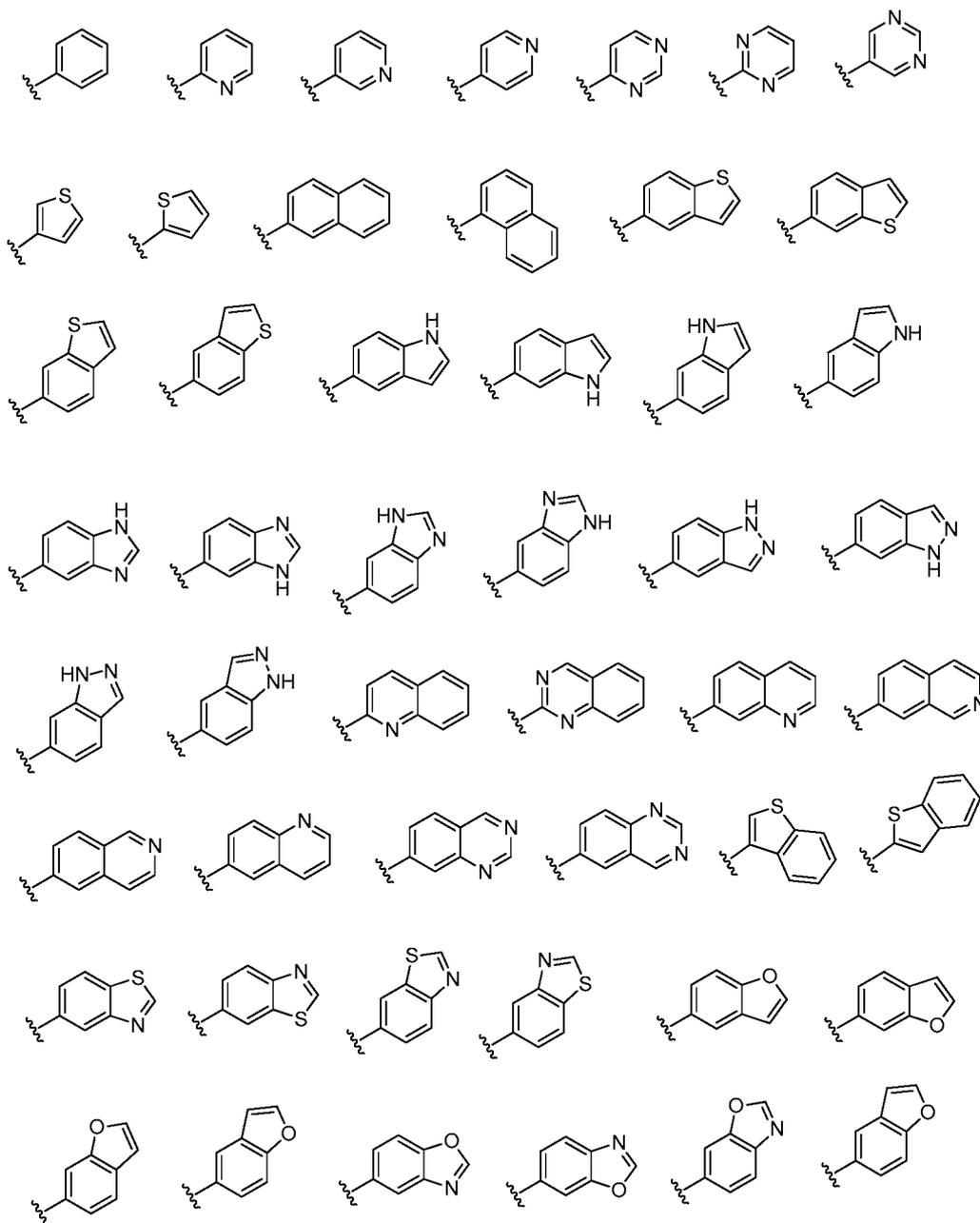
halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 5  $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  
 $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  
 $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  
 $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  
 $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ , or  $-P(O)(H)(OR^8)$ ;

10 each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-.

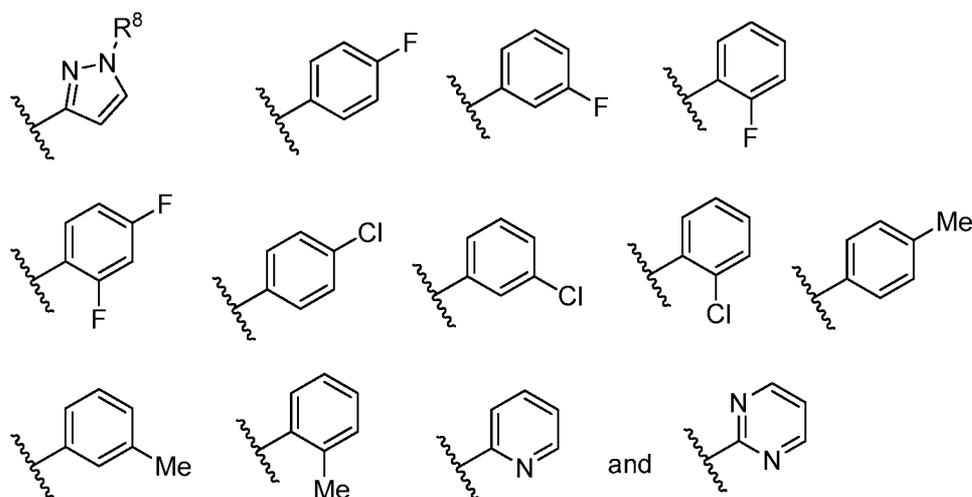
**[0086]** In some embodiments, the salt is a pharmaceutically acceptable salt of a compound of formula **II**, such as a sodium salt.

15 **[0087]** In certain embodiments of compound of formula **II**, A is a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen; a naphthalene group; or a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S, wherein A is optionally further substituted with one or more  $R^4$ . For example, A is selected from the following groups:



where A is optionally substituted with one or more R<sup>4</sup>.

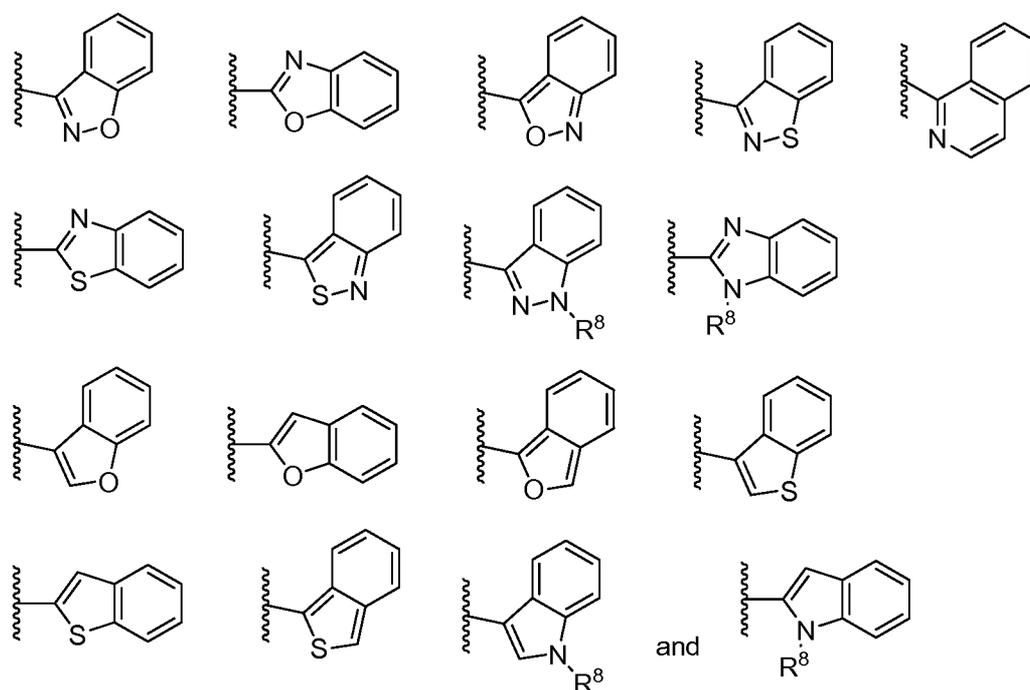
**[0088]** In certain embodiments of compound of formula **II**, A is a (C5-C10)-aromatic ring having up to 5 heteroatoms independently selected from N, O and S, wherein the aromatic ring is independently and optionally substituted with one or more R<sup>4</sup>. In some embodiments, A is an optionally substituted 5- or 6-membered aromatic ring having up to 2 heteroatoms selected from N, O and S. For example, A is an aromatic group selected from:



, wherein A is

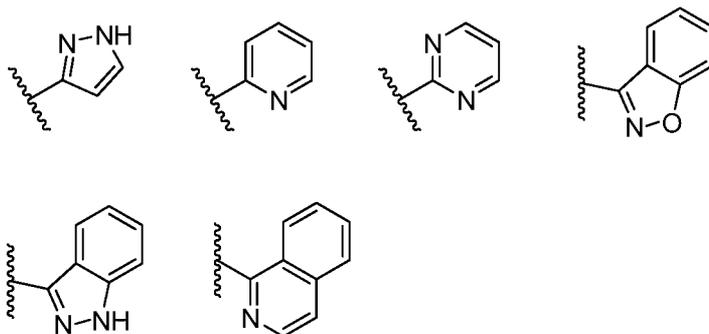
optionally further substituted with one or more  $R^4$ .

[0089] In some embodiments of formula **II**, A is an optionally substituted 9- or 10-membered bicyclic aromatic ring having up to 4 heteroatoms selected from N, O and S. In some  
 5 embodiments, A is an optionally substituted bicyclic aromatic ring containing two fused 6-membered aromatic rings, wherein the optionally substituted bicyclic aromatic ring may contain up to 4 nitrogen atoms. In some embodiments, A is an optionally substituted bicyclic aromatic ring containing one 6-membered aromatic ring fused to one 5-membered aromatic  
 10 ring, wherein the optionally substituted bicyclic aromatic ring may contain up to 4 heteroatoms selected from N, O and S. For example, A may be a bicyclic aromatic group selected from:



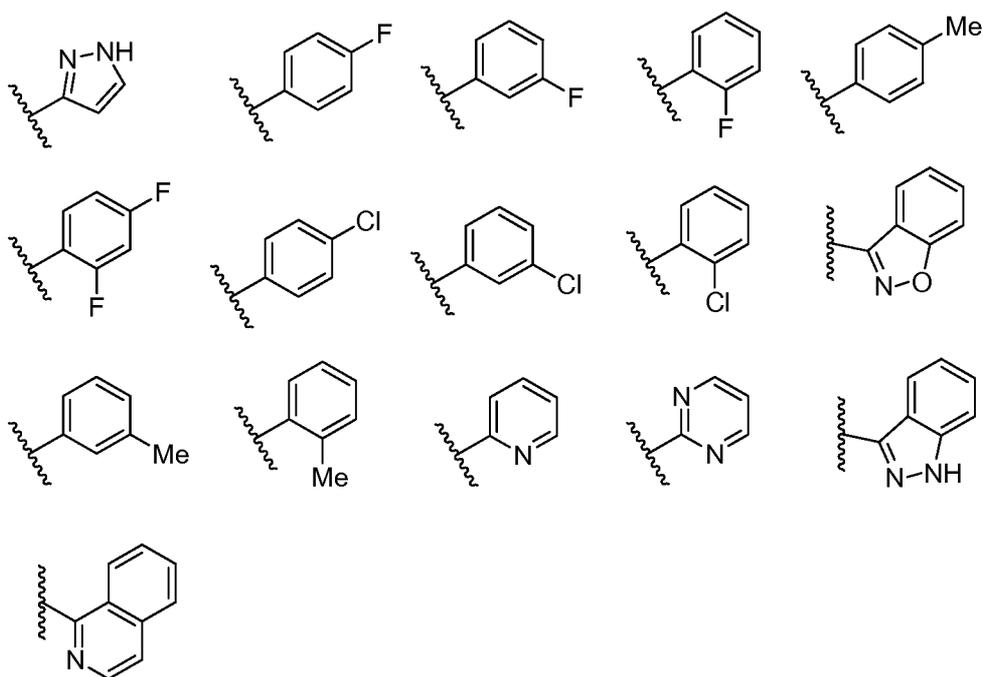
wherein A is optionally further substituted with one or more  $R^4$ .

[0090] In some embodiments of compound of formula II, A is selected from the following groups:



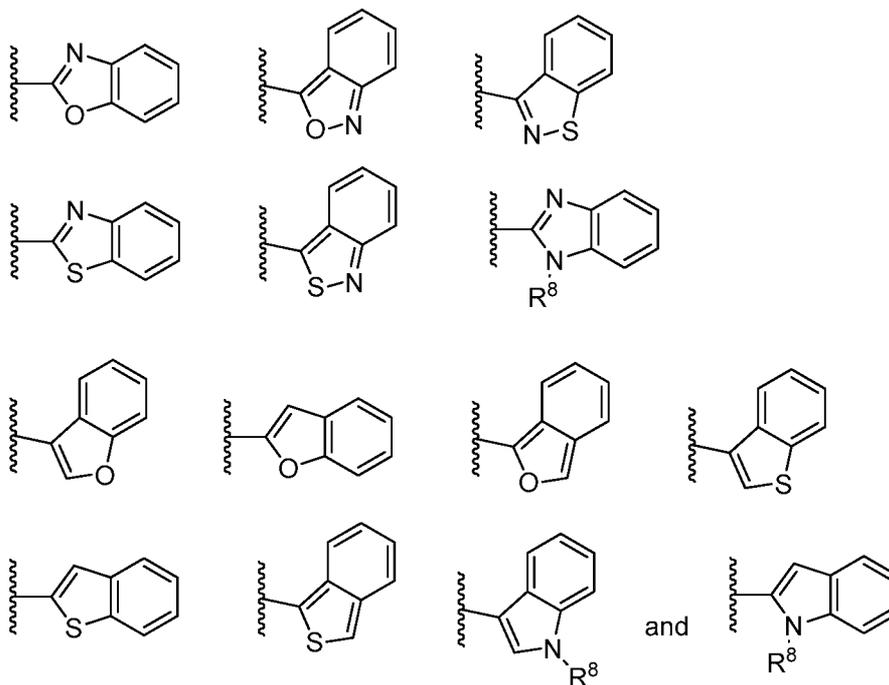
where A is optionally substituted with one or more R<sup>4</sup>.

5 [0091] In such embodiments, A is one of the following groups:



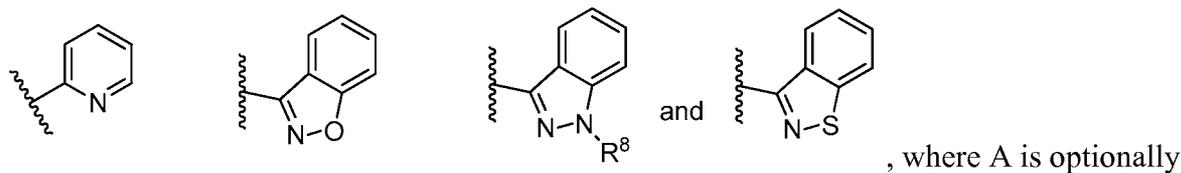
where A is optionally further substituted with one or more R<sup>4</sup>.

[0092] In some embodiments, A is a bicyclic aromatic group selected from:



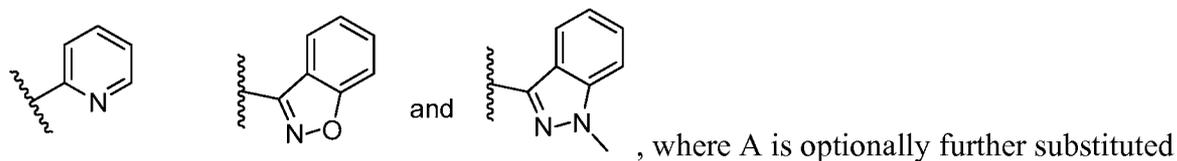
wherein A is optionally further substituted with one or more R<sup>4</sup>.

[0093] In some embodiments, A is selected from:



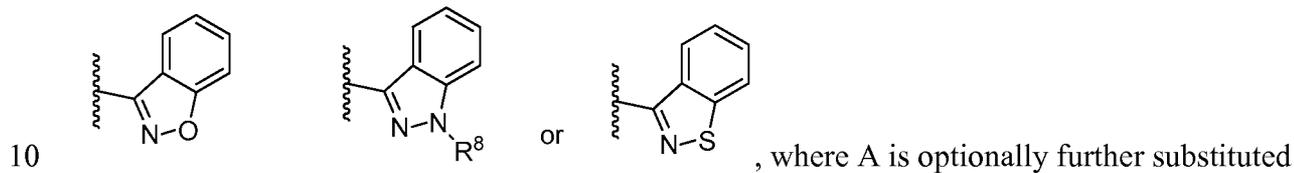
5 further substituted with one or more R<sup>4</sup>.

[0094] In some embodiments, A is selected from:



with one or more R<sup>4</sup>.

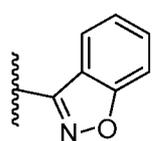
[0095] In some embodiments, A is



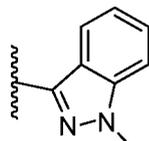
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with one or more R<sup>4</sup>.

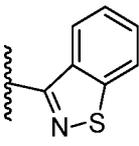
[0096] In some embodiments, A is

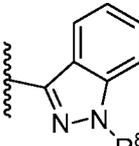


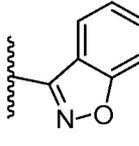
or



, where A is optionally further substituted with one or more  $R^4$ .

[0097] In some embodiments, A is  optionally further substituted with one or

more  $R^4$ . In some embodiments, A is  optionally further substituted with one or  
5 more  $R^4$ , wherein  $R^8$  is not methyl.

[0098] In a further embodiment, A is  , optionally substituted with one or more  $R^4$ .  
In some of the above embodiments of A, each occurrence of  $R^4$  is independently selected  
from halogen,  $-CF_3$ ,  $-OCF_3$ , C1-C4 aliphatic (e.g., C1-C4 alkyl), and  $-O$ (C1-C4 aliphatic)  
(e.g.,  $-O$ (C1-C4 alkyl)).

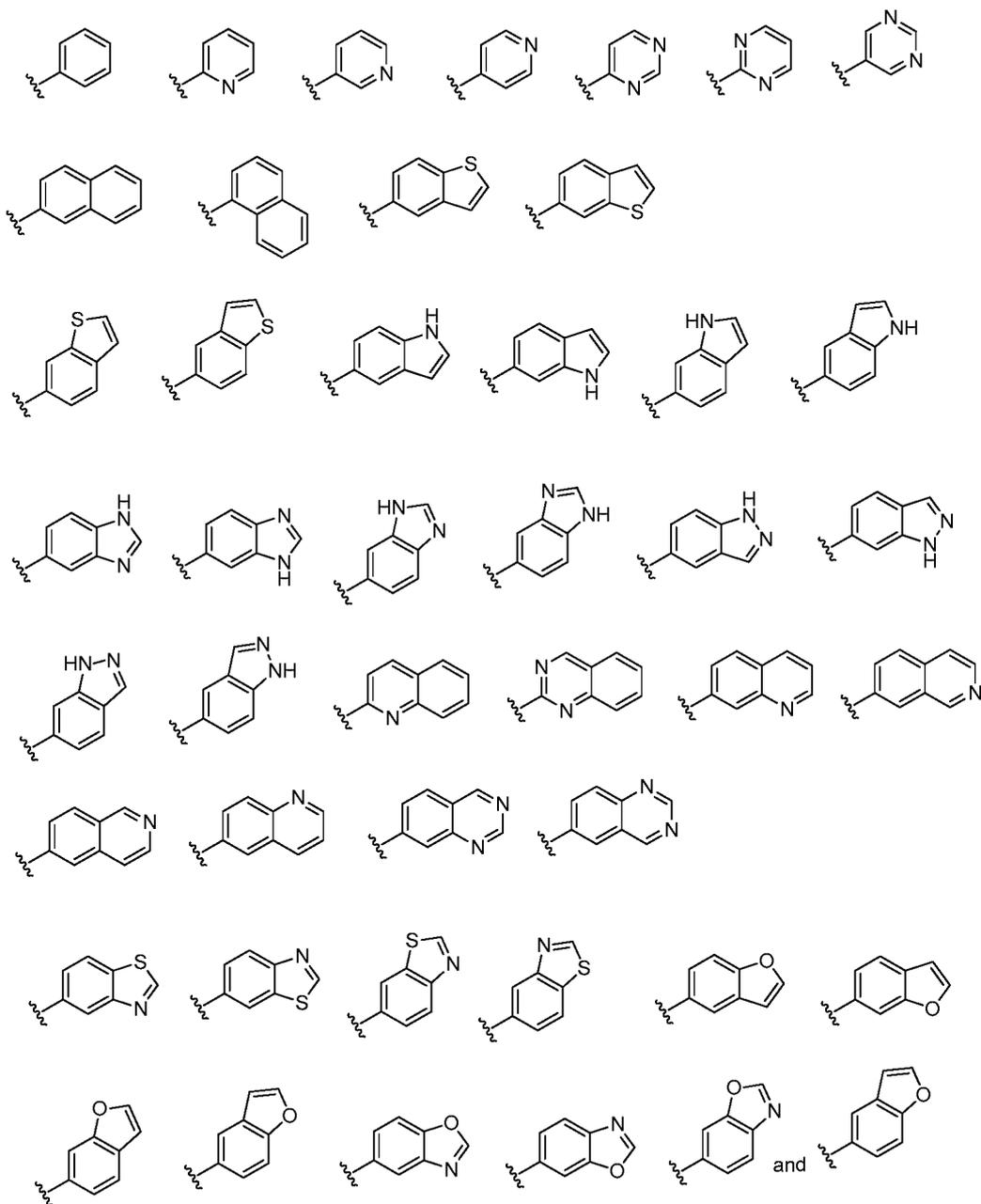
10 [0099] In some embodiments,  $Y^1$  is a C2-aliphatic group substituted with at least one oxo and  
optionally further substituted with one or more  $R^4$ , and A is selected from:

a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or  
halogen;

a naphthalene group; and

15 a 6-membered monocyclic or a 9- to 10-membered bicyclic heteroaryl group having  
up to 5 heteroatoms independently selected from N, O and S, wherein the bicyclic heteroaryl  
group has a 6-membered aryl or heteroaryl ring that is directly connected to  $Y^1$ ;

wherein A is optionally further substituted with one or more  $R^4$ . In some such  
embodiments,  $Y^1$  is a C2-aliphatic group substituted with one oxo, and A is selected from:



wherein A is optionally further substituted with one or more R<sup>4</sup>.

**[00100]** According to certain embodiments, the present disclosure provides a compound of formula **II**, where X is -O-.

5 **[00101]** In some embodiments of the compound of formula **II**, R<sup>1</sup> is -H, bromine, iodine, methyl, ethyl or -CF<sub>3</sub>. In some embodiments, R<sup>1</sup> is -H.

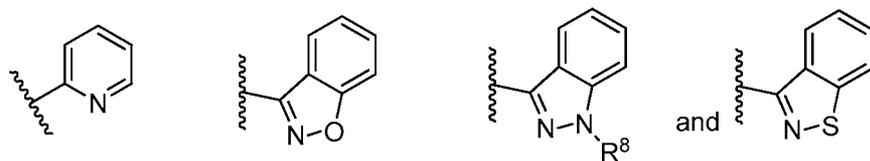
**[00102]** According to certain embodiments, the present disclosure also provides a compound of formula **II**, where Z is =O or =S. In some embodiments, Z is =O.

**[00103]** In some embodiments of the compound of formula **II**, W is =O or =S. In some  
10 embodiments, W is =O.

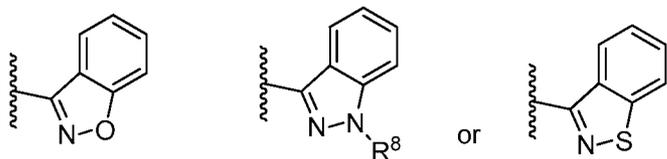
[00104] According to certain embodiments, the present disclosure also provides a compound of formula **II**, where  $Y^1$  is a C1-aliphatic group substituted with oxo. In some embodiments,  $Y^1$  is a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more  $R^4$ . In another embodiment,  $Y^1$  is  $-C(O)-C(R^4)_2-$  or  $C(R^4)_2-C(O)-$ , for example,  $-C(O)-CH_2-$  or  $-CH_2-C(O)-$ . In a further embodiment,  $Y^1$  is  $-C(O)-C(R^4)_2-$  or  $-C(R^4)_2-C(O)-$ , where each  $R^4$  is independently selected from halogen. For example,  $Y^1$  is  $-C(O)-C(R^4)_2-$  or  $-C(R^4)_2-C(O)-$ , where both occurrences of  $R^4$  in are -F. In yet another embodiment,  $Y^1$  is  $-C(O)-C(R^4)_2-$  or  $-C(R^4)_2-C(O)-$ , where each  $R^4$  is independently a (C1-C3)-aliphatic group. For example,  $Y^1$  is  $-C(O)-C(R^4)_2-$  or  $-C(R^4)_2-C(O)-$ , where both occurrences of  $R^4$  are  $-CH_3$ .

[00105] In some embodiments of compound of formula **II**,  $R^2$  and  $R^3$  are each independently  $-OR^5$ . In some embodiments,  $R^2$  is  $-OH$ . In another embodiment,  $R^3$  is  $-OH$ .

[00106] The disclosure also includes various combinations of A, X,  $Y^1$ , Z, W,  $R^1$ ,  $R^2$  and  $R^3$  as described above. These combinations can in turn be combined with any or all of the values of the other variables described above. For example, in some embodiments,  $Y^1$  is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more  $R^4$  and X is  $-O-$ . In another embodiment,  $Y^1$  is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more  $R^4$ ; X is  $-O-$ ; and Z is  $=O$ . In another embodiment,  $Y^1$  is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more  $R^4$ ; X is  $-O-$ ; Z is  $=O$ ; and W is  $=O$ . In yet another embodiment,  $Y^1$  is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more  $R^4$ ; X is  $-O-$ ; Z is  $=O$ ; W is  $=O$ ; and  $R^1$  is selected from  $-H$ , bromine, iodine, methyl, ethyl, and  $-CF_3$ , for example,  $R^1$  is  $-H$ . In a further embodiment,  $Y^1$  is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more  $R^4$ ; X is  $-O-$ ; Z is  $=O$ ; W is  $=O$ ; and  $R^1$  is selected from  $-H$ , bromine, iodine, methyl, ethyl, and  $-CF_3$ ; and A is selected from the following groups:



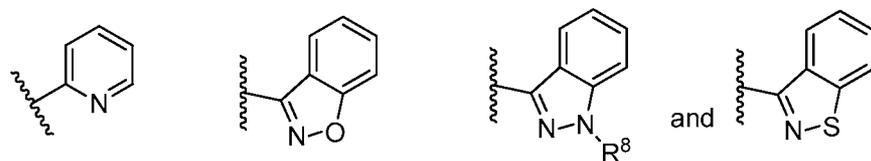
30 , wherein A is optionally further substituted with one or more  $R^4$ , for example, A is optionally further substituted



. In yet a further embodiment, Y<sup>1</sup> is a C1-

aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; A is selected from the

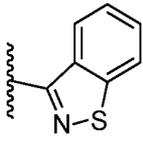
5 following group:

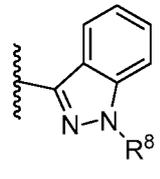


, wherein A is optionally

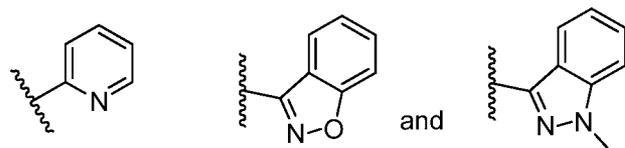
further substituted with one or more R<sup>4</sup>;

and R<sup>2</sup> and R<sup>3</sup> are each independently -OR<sup>5</sup>, for example, R<sup>2</sup> and R<sup>3</sup> are each independently -

OH. In some of the above embodiments, A is  optionally further substituted with

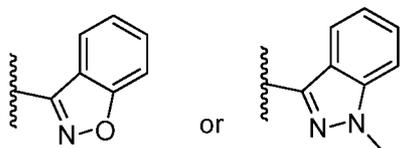
10 one or more R<sup>4</sup>. In some of the above embodiments, A is  optionally further substituted with one or more R<sup>4</sup>, wherein R<sup>8</sup> is not methyl. In a further embodiment, Y<sup>1</sup> is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and optionally further substituted with one or more R<sup>4</sup>; X is -O-; Z is =O; W is =O; and R<sup>1</sup> is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; and A is selected from the

15 following groups:



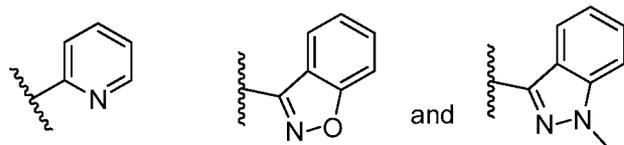
, wherein A is optionally

further substituted with one or more R<sup>4</sup>, for example, A is optionally further substituted



. In yet a further embodiment, Y<sup>1</sup> is a C1-aliphatic group substituted with an oxo or a C2-aliphatic group substituted with at least one oxo and

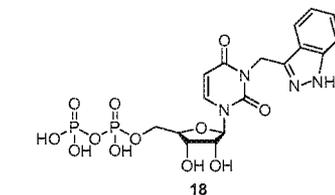
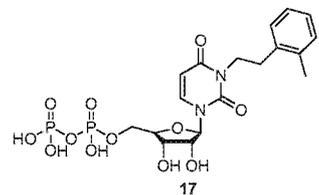
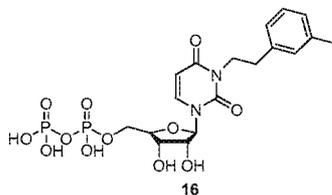
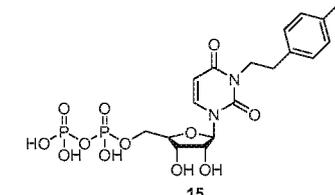
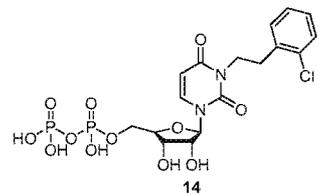
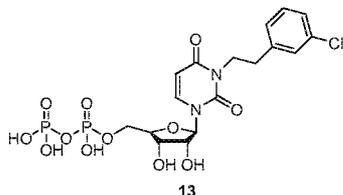
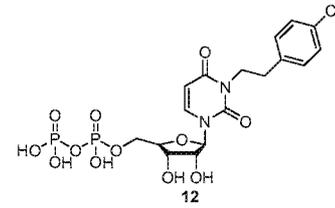
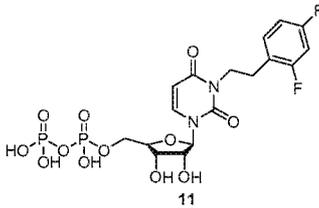
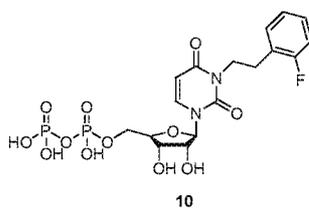
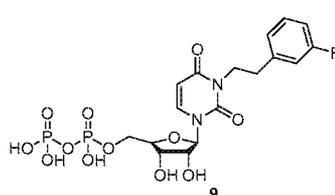
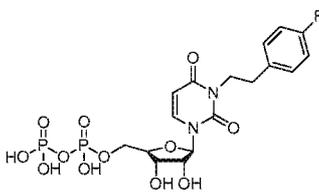
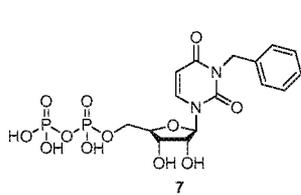
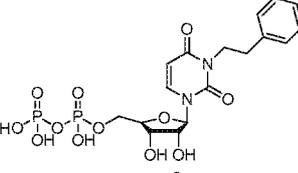
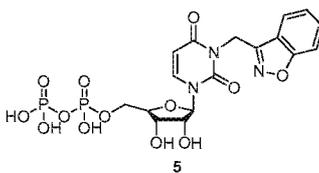
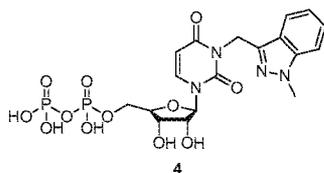
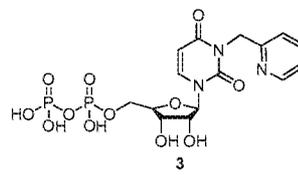
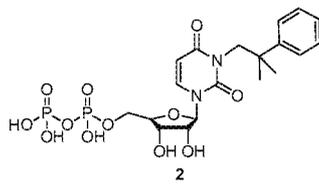
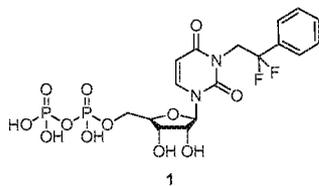
optionally further substituted with one or more  $R^4$ ; X is -O-; Z is =O; W is =O; and  $R^1$  is selected from -H, bromine, iodine, methyl, ethyl, and -CF<sub>3</sub>; A is selected from the following group:

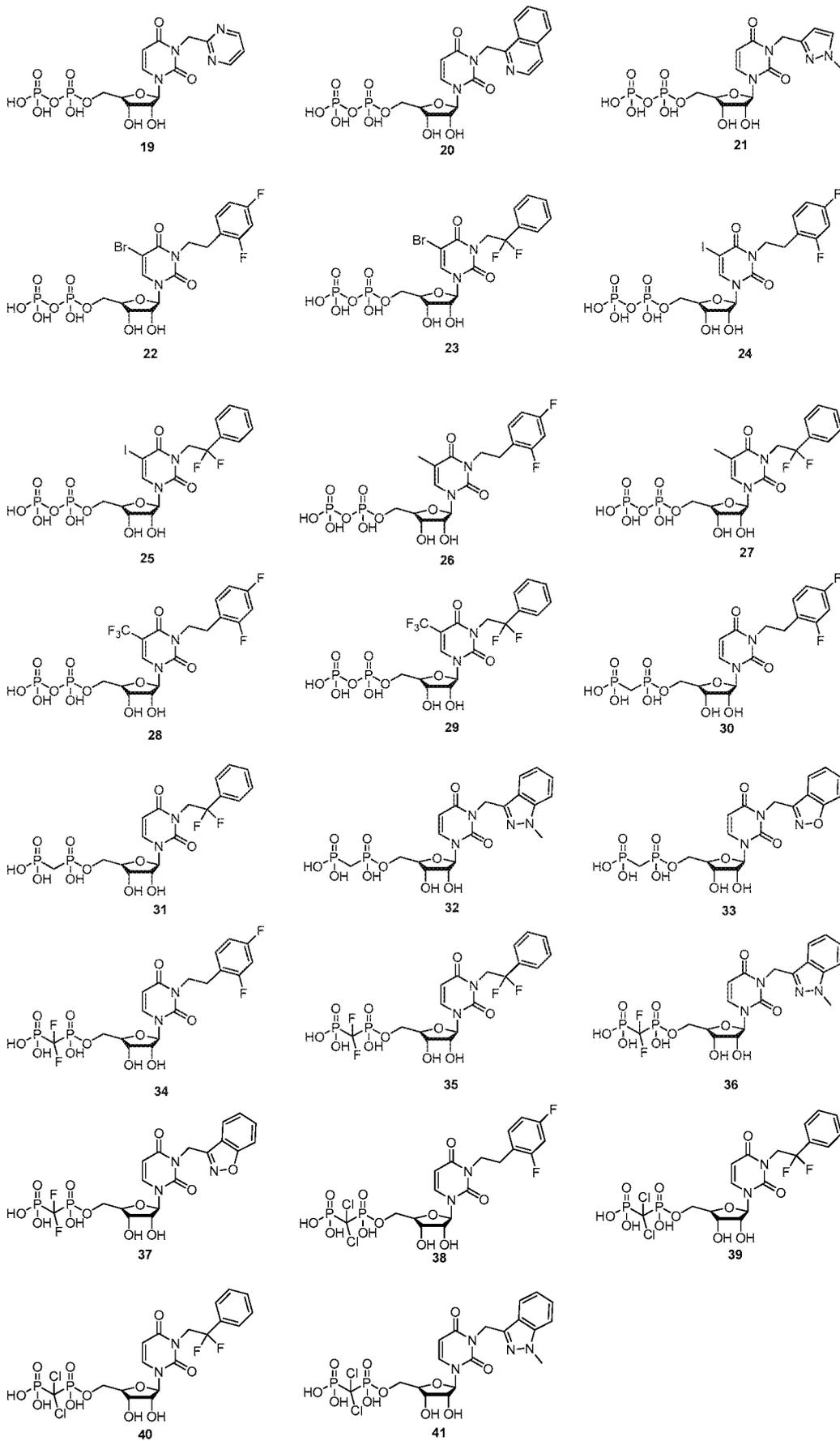


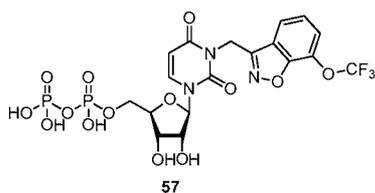
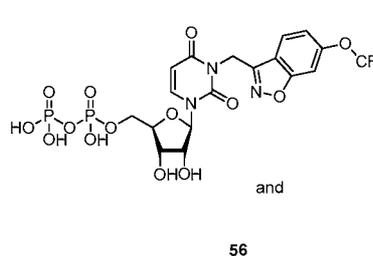
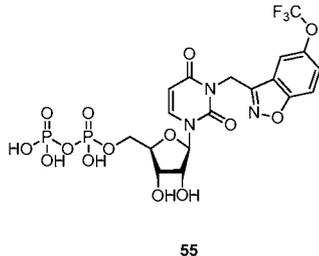
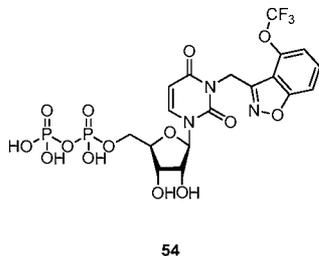
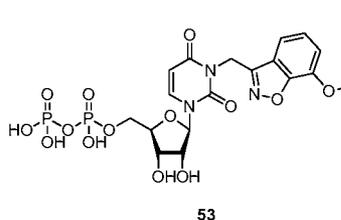
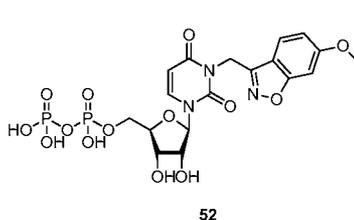
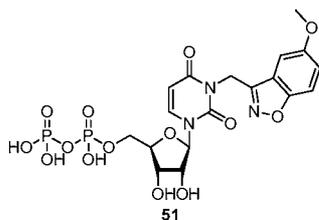
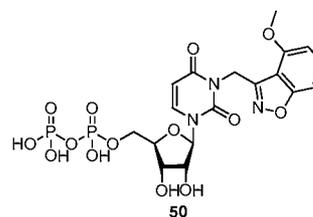
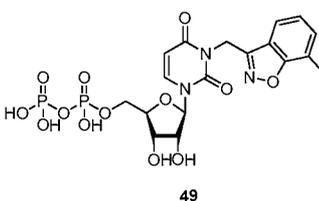
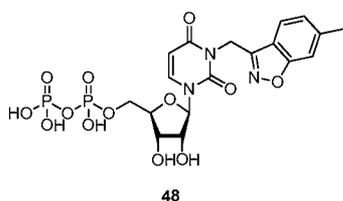
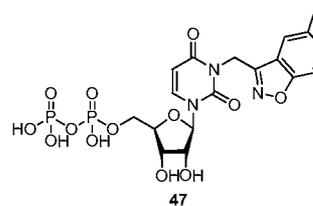
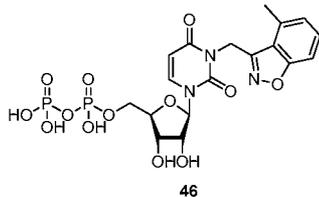
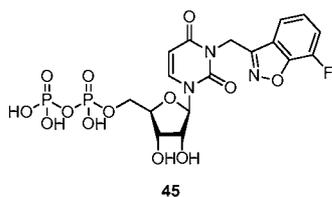
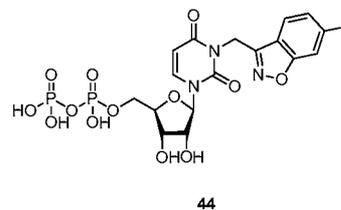
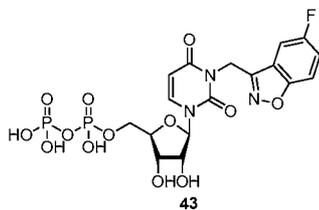
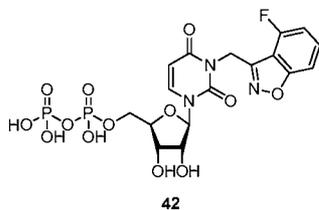
, wherein A is optionally

- 5 further substituted with one or more  $R^4$ ;  
 and  $R^2$  and  $R^3$  are each independently -OR<sup>5</sup>, for example,  $R^2$  and  $R^3$  are each independently -OH. In some of the above embodiments, each occurrence of  $R^7$  is independently selected from halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -C1-C4 aliphatic (e.g., -C1-C4 alkyl), and -O(C1-C4 aliphatic) (e.g., -O(C1-C4 alkyl)).

10 **[00107]** Examples of particular compounds of the present disclosure include:







or pharmaceutically acceptable salts thereof. In certain embodiments, the pharmaceutically acceptable salt is a sodium salt.

**[00108]** In another embodiment, the present disclosure provides a pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of formula I or II or pharmaceutically acceptable salt form thereof.

**[00109]** In another embodiment, the present disclosure provides a compound described herein in isolated form, i.e., an isolated compound. Exemplary embodiments are an isolated compound of formula I (including formula 1-A), an isolated compound of formula II, or any

of compounds 1-57 in isolated form, or an isolated prodrug and/or salt of any of the foregoing. The term "isolated" refers to material that is removed from its original environment (e.g., the natural environment if it is naturally occurring or a synthetic mixture if the material is synthesized *in vitro* or *ex vivo*). The isolated compound is desirably

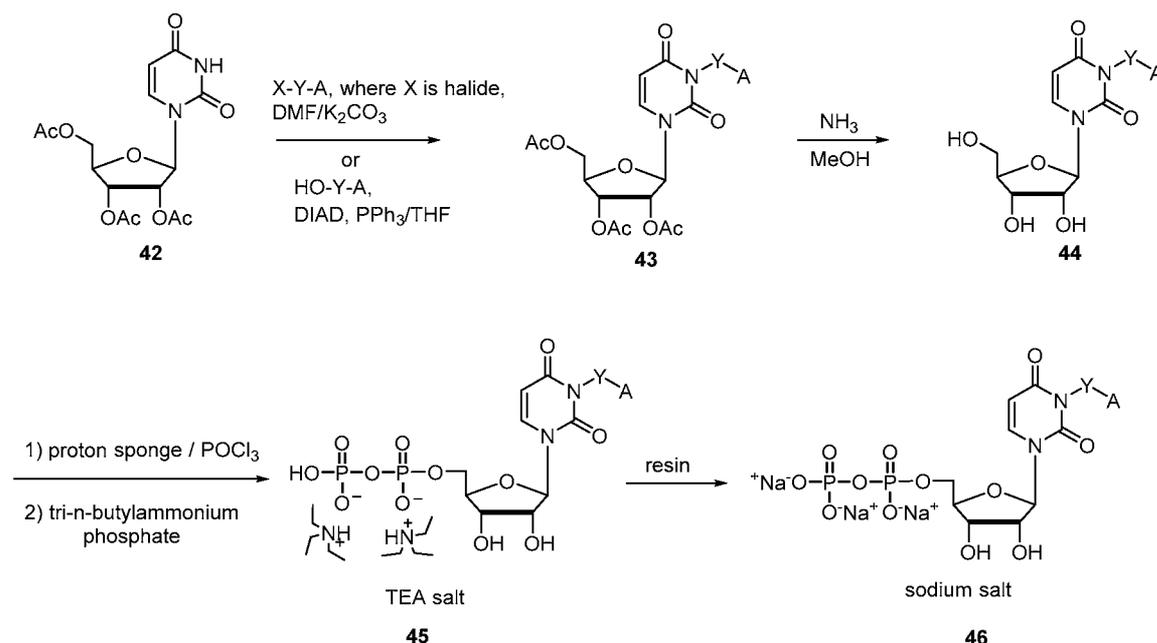
5 substantially pure, such as having a purity of at least about 80%, 85%, 90%, 95%, or 99% by weight.

### C. GENERAL SYNTHETIC METHODOLOGY

[00110] The compounds of this disclosure may be prepared in general by methods known to those skilled in the art. Scheme 1 below illustrates a general synthetic route to the

10 compounds of the present disclosure. Other equivalent schemes, which will be readily apparent to the ordinary skilled organic chemist, may alternatively be used to synthesize various portions of the molecules as illustrated by the general scheme below.

Scheme 1



### 15 D. PRODRUGS OF UDP DERIVATIVES

[00111] The present disclosure provides a prodrug of a compound of formula I or II or pharmaceutically acceptable salt form thereof. In some embodiments, the prodrug of the instant application includes biologically labile or cleavable protecting groups at one or both phosphate groups of a compound of formula I or II, e.g., moieties that are cleaved or

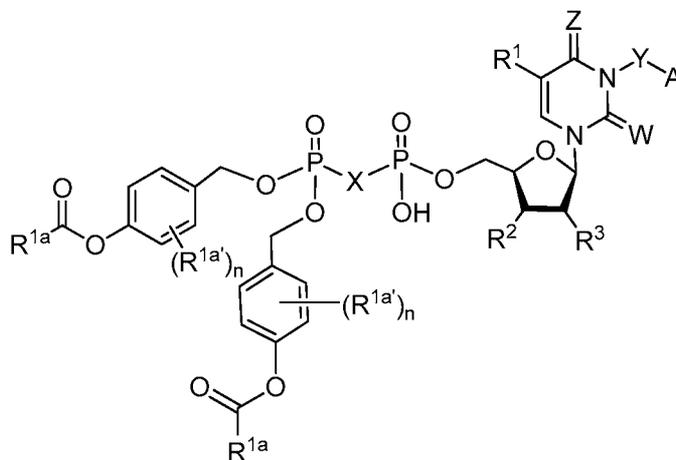
20 hydrolyzed in the patient's body to generate the compound of formula I or II or a salt thereof. In some embodiments, the prodrugs of the present disclosure can be oxidized, reduced, aminated, deaminated, hydroxylated, dehydroxylated, hydrolyzed, dehydrolyzed, alkylated,

dealkylated, acylated, deacylated, phosphorylated, or dephosphorylated to produce the compound of formula **I** or **II**.

[00112] In certain embodiments, the prodrug includes two biologically labile or cleavable protecting groups on the terminal phosphate group of a compound of formula **I** or

5 **II**. In other embodiments, the prodrug includes three biologically labile or cleavable protecting groups on both phosphate groups of a compound of formula **I** or **II**.

[00113] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-IA**

10 or a salt thereof,

wherein:

A, X, Y, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> are as defined above in formula **I**;

each n is independently 0-4;

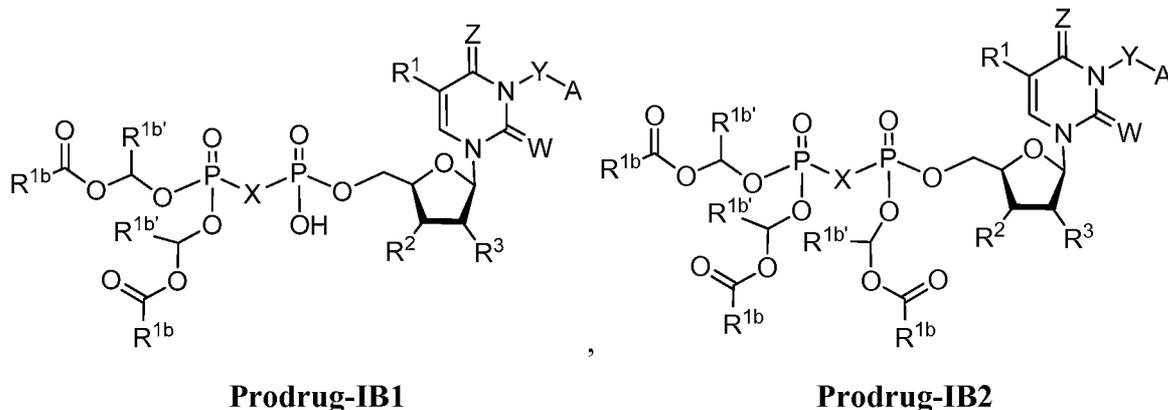
each occurrence of R<sup>1a</sup> is a group independently selected from aliphatic (such as -(C1-C6)-

15 aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup> as defined above in formula **I**; and

each occurrence of R<sup>1a'</sup> is independently selected from -H and R<sup>7</sup> as defined above in formula **I**.

20 [00114] In some embodiments of **prodrug-IA**, at least one R<sup>1a</sup> is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some embodiments of **prodrug-IA**, at least one R<sup>1a</sup> is an optionally substituted phenyl. In preferred embodiments, n is 0. In certain embodiments of **prodrug-IA**, both occurrences of R<sup>1a</sup> are the same.

[00115] In certain embodiments, the prodrug of the present disclosure has the formula:



or a salt thereof,

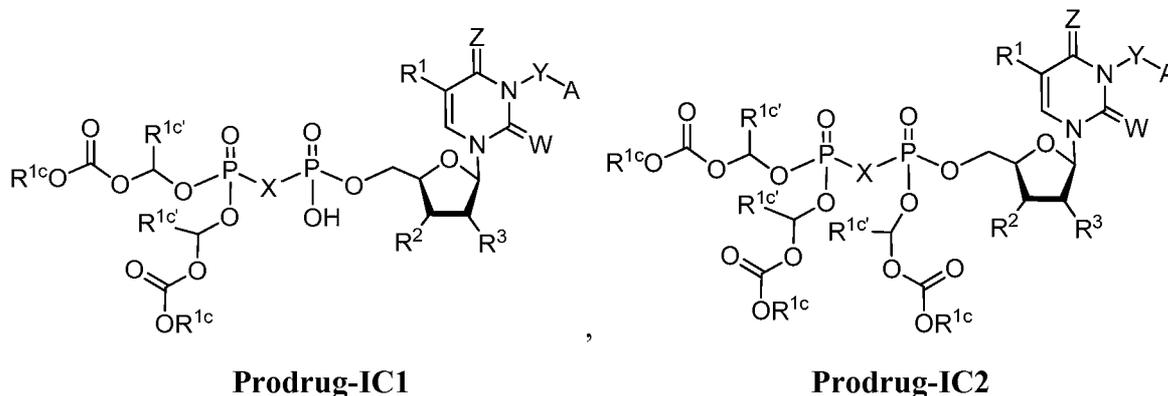
wherein:

- 5 A, X, Y, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> are as defined above in formula I;  
 each occurrence of R<sup>1b</sup> is a group independently selected from aliphatic (such as -(C1-C6)-alkyl), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup> as defined above in formula I; and
- 10 each occurrence of R<sup>1b'</sup> is independently -H, -(C1-C6)-aliphatic (such as -(C1-C6)-alkyl), or -(C3-C6)-cycloalkyl; preferably, each occurrence of R<sup>1b'</sup> is independently -H or -(C1-C6)-aliphatic (such as -(C1-C6)-alkyl).

[00116] In some embodiments of **prodrug-IB1** or **prodrug-IB2**, at least one occurrence of R<sup>1b</sup> is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some

15 embodiments of **prodrug-IB1** or **prodrug-IB2**, at least one occurrence of R<sup>1b'</sup> is -H. In certain embodiments of **prodrug-IB1** or **prodrug-IB2**, at least one occurrence of R<sup>1b'</sup> is a -(C1-C6)-alkyl group, such as methyl, ethyl or isopropyl. In some embodiments of **prodrug-IB1** or **prodrug-IB2**, all the occurrences of R<sup>1b</sup> are the same. In some embodiments, all the occurrences of R<sup>1b'</sup> are the same.

20 [00117] In certain embodiments, the prodrug of the present disclosure has the formula:



or a salt thereof,

wherein:

A, X, Y, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> are as defined above in formula I;

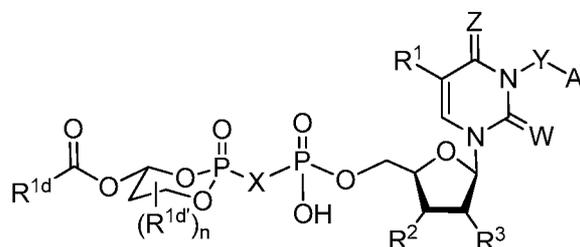
each occurrence of R<sup>1c</sup> is a group independently selected from aliphatic (such as -(C1-C6)-

5 alky), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup> as defined above in formula I; and

each occurrence of R<sup>1c'</sup> is independently -H, -(C1-C6)-aliphatic (such as -(C1-C6)-alkyl), or  
 10 -(C3-C6)-cycloalkyl; preferably, each occurrence of R<sup>1c'</sup> is independently -H or -(C1-C6)-aliphatic (such as -(C1-C6)-alkyl).

[00118] In some embodiments of **prodrug-IC1** or **prodrug-IC2**, at least one occurrence of R<sup>1c</sup> is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some  
 15 embodiments of **prodrug-IC1** or **prodrug-IC2**, at least one occurrence of R<sup>1c'</sup> is -H. In certain embodiments of **prodrug-IC1** or **prodrug-IC2**, at least one occurrence of R<sup>1c'</sup> is a -(C1-C6)-alkyl group, such as methyl, ethyl or isopropyl. In some embodiments of **prodrug-IC1** or **prodrug-IC2**, all the occurrences of R<sup>1c</sup> are the same. In some embodiments, all the occurrences of R<sup>1c'</sup> are the same.

[00119] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-ID**

or a salt thereof,

wherein:

A, X, Y, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> are as defined above in formula I;

R<sup>1d</sup> is a group selected from aliphatic (such as -(C1-C6)-alkyl), heterocyclyl, cycloalkyl,

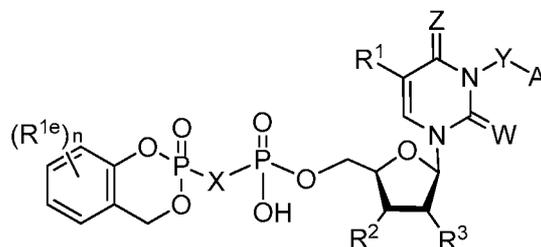
25 cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup> as defined above in formula I;

n is 0-5, preferably 0-2, most preferably 0; and

each occurrence of  $R^{1d'}$  is independently selected from  $-H$  and  $R^7$  as defined above in formula I.

[00120] In some embodiments of **prodrug-ID**,  $R^{1d}$  is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In other embodiments of **prodrug-ID**,  $R^{1d}$  is an optionally substituted phenyl. In certain embodiments, n is 0. In preferred embodiments where n is 1 or 2, all  $R^{1d'}$  are attached to the carbon of the ring distal to the carbon bearing  $R^{1d}CO_2$ .

[00121] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-IE**

10 or a salt thereof,

wherein:

A, X, Y, Z, W,  $R^1$ ,  $R^2$  and  $R^3$  are as defined above in formula I;

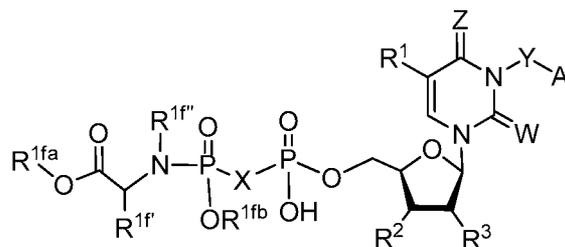
n is 0-4; and

each occurrence of  $R^{1e}$  is independently selected from  $-H$  and  $R^7$  as defined above in formula

15 **I**.

[00122] In some embodiments of **prodrug-IE**, at least one occurrence of  $R^{1e}$  is a  $-(C1-C6)$ -alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some embodiments of **prodrug-IE**, at least one occurrence of  $R^{1e}$  is halogen, preferably  $-F$  or  $-Cl$ . In certain embodiments, n is 1. In certain embodiments of **prodrug-IE**, n is 1 and  $R^{1e}$  is methyl.

20 [00123] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-IF**

or a salt thereof,

wherein:

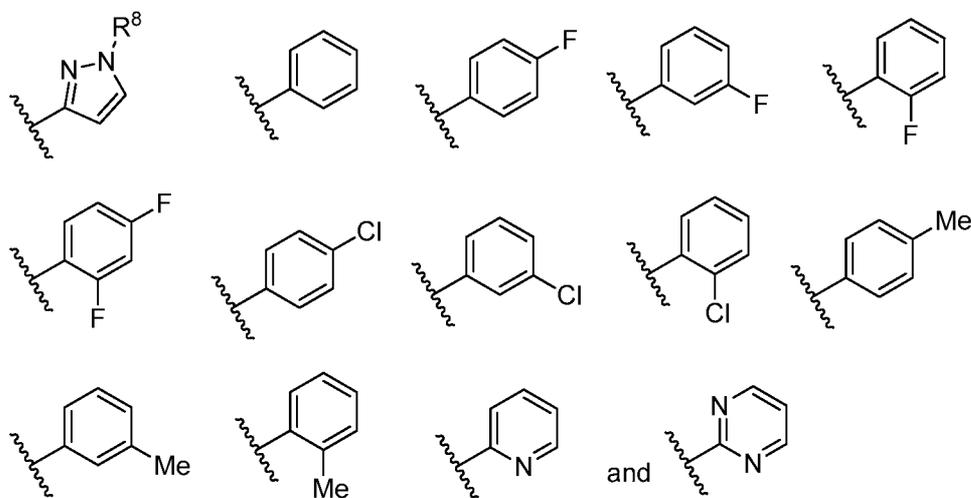
25 A, X, Y, Z, W,  $R^1$ ,  $R^2$  and  $R^3$  are as defined above in formula I;

$R^{1fa}$  and  $R^{1fb}$  each independently is a group selected from -H, aliphatic (such as -(C1-C6)-alkyl), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^7$  as defined above in formula I; and

5  $R^{1f}$  and  $R^{1f'}$  each independently is a group selected from -H, -(C1-C6)-aliphatic (such as -(C1-C6)-alkyl) and -(C3-C6)-cycloalkyl; preferably,  $R^{1f}$  and  $R^{1f'}$  each independently is a group selected from -H or -(C1-C6)-aliphatic (such as -(C1-C6)-alkyl).

[00124] In some embodiments of **prodrug-IF**,  $R^{1fa}$  is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some embodiments of **prodrug-IF**,  $R^{1fb}$  is an optionally substituted phenyl. In some embodiments of **prodrug-IF**,  $R^{1f}$  is -H. In certain embodiments of **prodrug-IF**,  $R^{1f}$  is a -(C1-C6)-alkyl group, such as methyl, ethyl or isopropyl. In some  
10 embodiments of **prodrug-IF**,  $R^{1f'}$  is -H. In certain embodiments of **prodrug-IF**,  $R^{1f'}$  is a -(C1-C6)-alkyl group, such as methyl, ethyl or isopropyl, and  $R^{1f'}$  is -H.

[00125] In certain embodiments of the above prodrugs of compounds of formula I, i.e.,  
15 **prodrug-IA - prodrug-IF**, A is a (C5-C10)-aromatic ring having up to 5 heteroatoms independently selected from N, O and S, wherein the aromatic ring is independently and optionally substituted with one or more  $R^7$ . In some embodiments, A is an optionally substituted 5- or 6-membered aromatic ring having up to 2 heteroatoms selected from N, O and S. For example, A is an aromatic group selected from:

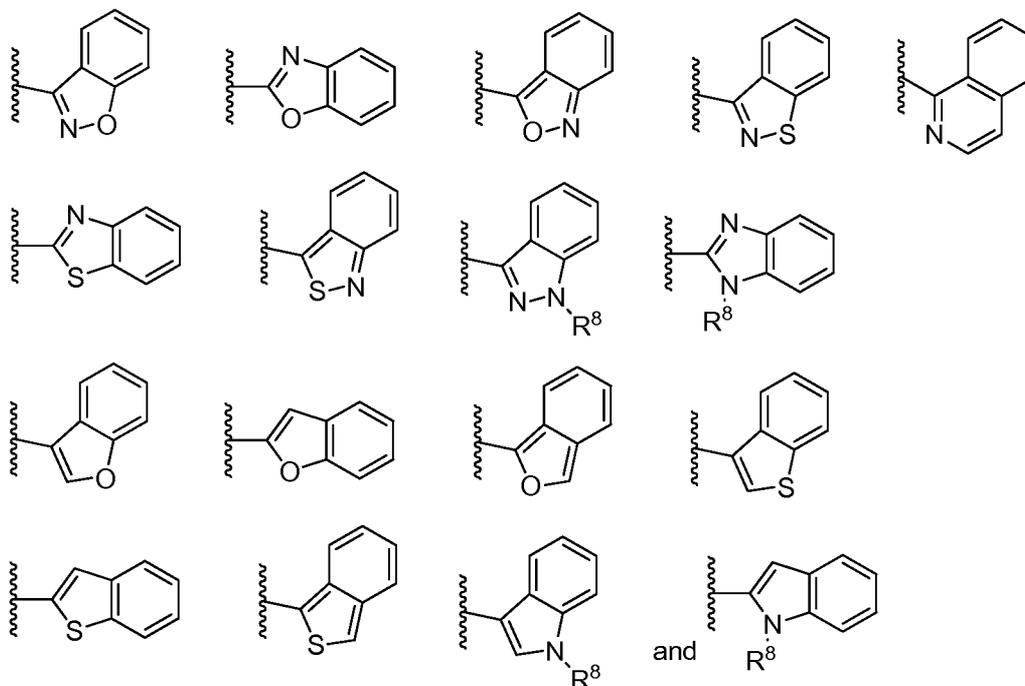


, wherein A is optionally further substituted with one or more  $R^7$ .

[00126] In certain embodiments of **prodrug-IA - prodrug-IF**, A is an optionally substituted 9- or 10-membered bicyclic aromatic ring having up to 4 heteroatoms selected from N, O and S. In some embodiments, A is an optionally substituted bicyclic aromatic ring  
25 containing two fused 6-membered aromatic rings, wherein the optionally substituted bicyclic

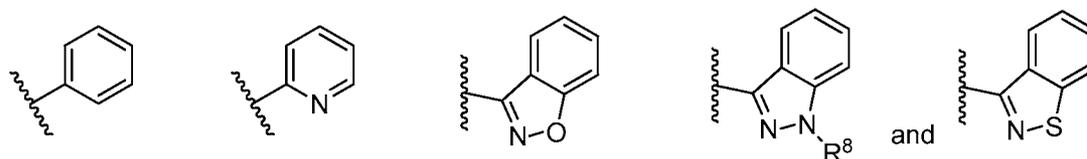
aromatic ring may contain up to 4 nitrogen atoms. In some embodiments, A is an optionally substituted bicyclic aromatic ring containing one 6-membered aromatic ring fused to one 5-membered aromatic ring, wherein the optionally substituted bicyclic aromatic ring may contain up to 4 heteroatoms selected from N, O and S. For example, A may be a bicyclic

5 aromatic group selected from:



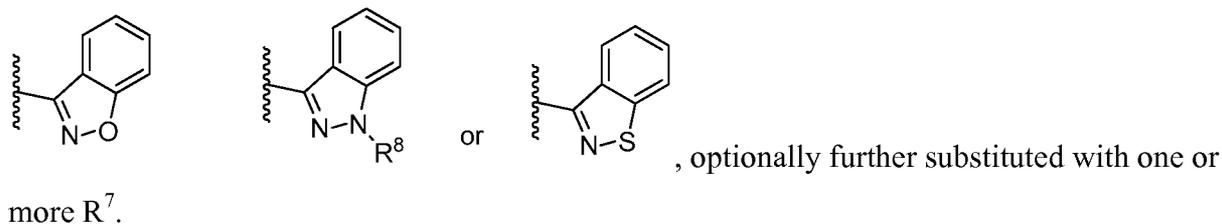
wherein A is optionally further substituted with one or more R<sup>7</sup>.

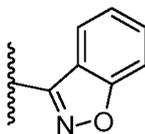
[00127] In certain above embodiments, A is selected from:

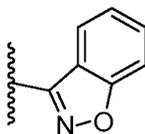


10 wherein A is optionally further substituted with one or more R<sup>7</sup>.

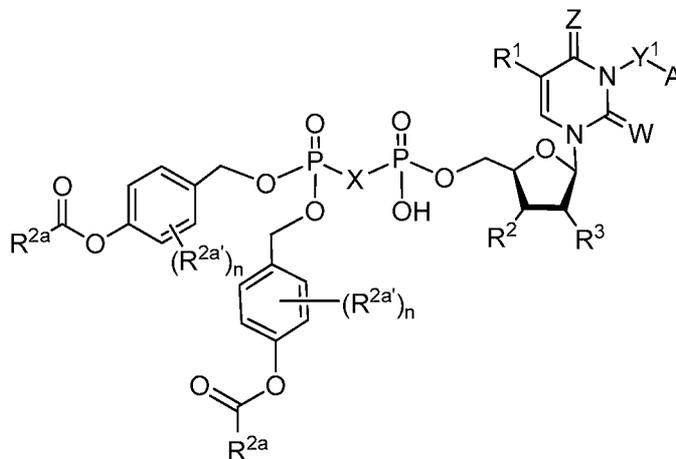
[00128] In some of the above embodiments, A is





[00129] In another embodiment, A is , optionally substituted with one or more R<sup>7</sup>. In some of the above embodiments of A, each occurrence of R<sup>7</sup> is independently selected from halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -C1-C4 aliphatic (e.g., -C1-C4 alkyl), and -O(C1-C4 aliphatic) (e.g., -O(C1-C4 alkyl)).

5 [00130] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-IIA**

or a salt thereof,

wherein:

10 X, Y<sup>1</sup>, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> are as defined above in formula II;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

15 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

20 each n is independently 0-4;

each occurrence of R<sup>2a</sup> is a group independently selected from aliphatic (such as -(C1-C6)-alkyl), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said



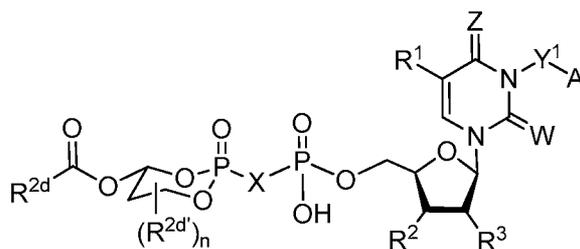


each occurrence of  $R^{2c}$  is a group independently selected from aliphatic (such as  $-(C1-C6)$ -alkyl), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^4$  as defined above in formula II; and

5 each occurrence of  $R^{2c'}$  is independently  $-H$ ,  $-(C1-C6)$ -aliphatic (such as  $-(C1-C6)$ -alkyl), or  $-(C3-C6)$ -cycloalkyl; preferably, each occurrence of  $R^{2c'}$  is independently  $-H$  or  $-(C1-C6)$ -aliphatic (such as  $-(C1-C6)$ -alkyl).

[00135] In some embodiments of **prodrug-II C1** or **prodrug-II C2**, A is as defined above in formula II. In some embodiments of **prodrug-II C1** or **prodrug-II C2**, at least one  
10 occurrence of  $R^{2c}$  is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some embodiments of **prodrug-II C1** or **prodrug-II C2**, at least one occurrence of  $R^{2c'}$  is  $-H$ . In certain embodiments of **prodrug-II C1** or **prodrug-II C2**, at least one occurrence of  $R^{2c'}$  is a  $-(C1-C6)$ -alkyl group, such as methyl, ethyl or isopropyl. In some embodiments of **prodrug-II C1** or **prodrug-II C2**, all the occurrences of  $R^{2c}$  are the same. In some embodiments, all  
15 the occurrences of  $R^{2c'}$  are the same.

[00136] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-IID**

or a salt thereof,

20 wherein:

X,  $Y^1$ , Z, W,  $R^1$ ,  $R^2$  and  $R^3$  are as defined above in formula II;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one  $(C1-C5)$ -aliphatic group or halogen;

25 a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

R<sup>2d</sup> is a group selected from aliphatic (such as -(C1-C6)-alkyl), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>4</sup> as defined above in formula II;

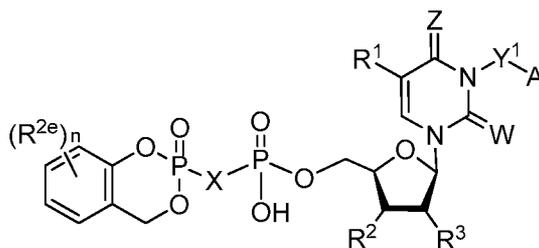
n is 0-5, preferably 0-2, most preferably 0; and

each occurrence of R<sup>2d'</sup> is independently selected from -H and R<sup>4</sup> as defined above in formula II.

[00137] In some embodiments of **prodrug-IID**, A is as defined above in formula II.

10 In some embodiments of **prodrug-IID**, R<sup>2d</sup> is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In other embodiments of **prodrug-IID**, R<sup>2d</sup> is an optionally substituted phenyl. In certain embodiments, n is 0. In preferred embodiments where n is 1 or 2, all R<sup>2d'</sup> are attached to the carbon of the ring distal to the carbon bearing R<sup>2d</sup>CO<sub>2</sub>.

[00138] In certain embodiments, the prodrug of the present disclosure has the formula:



15 **Prodrug-III**

or a salt thereof,

wherein:

X, Y<sup>1</sup>, Z, W, R<sup>1</sup>, R<sup>2</sup> and R<sup>3</sup> are as defined above in formula II;

20 A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

25 a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

n is 0-4; and

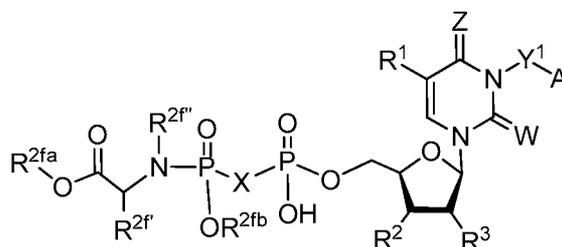
each occurrence of  $R^{2e}$  is independently selected from  $-H$  and  $R^4$  as defined above in formula

## II.

[00139] In some embodiments of **prodrug-IIIE**, A is as defined above in formula **II**.

In some embodiments of **prodrug-IIIE**, at least one occurrence of  $R^{2e}$  is a  $-(C1-C6)$ -alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some embodiments of **prodrug-IIIE**, at least one occurrence of  $R^{2e}$  is halogen, preferably  $-F$  or  $-Cl$ . In certain embodiments, n is 1. In some embodiments of **prodrug-IIIE**, n is 1 and  $R^{2e}$  is methyl.

[00140] In certain embodiments, the prodrug of the present disclosure has the formula:



**Prodrug-IIIF**

or salt thereof,

wherein:

X,  $Y^1$ , Z, W,  $R^1$ ,  $R^2$  and  $R^3$  are as defined above in formula **II**;

A is selected from:

- 15 a phenyl group that is unsubstituted or substituted with at least one  $(C1-C5)$ -aliphatic group or halogen;
- a naphthalene group;
- a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and
- 20 a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ ;

wherein A is optionally further substituted with one or more  $R^4$ ;

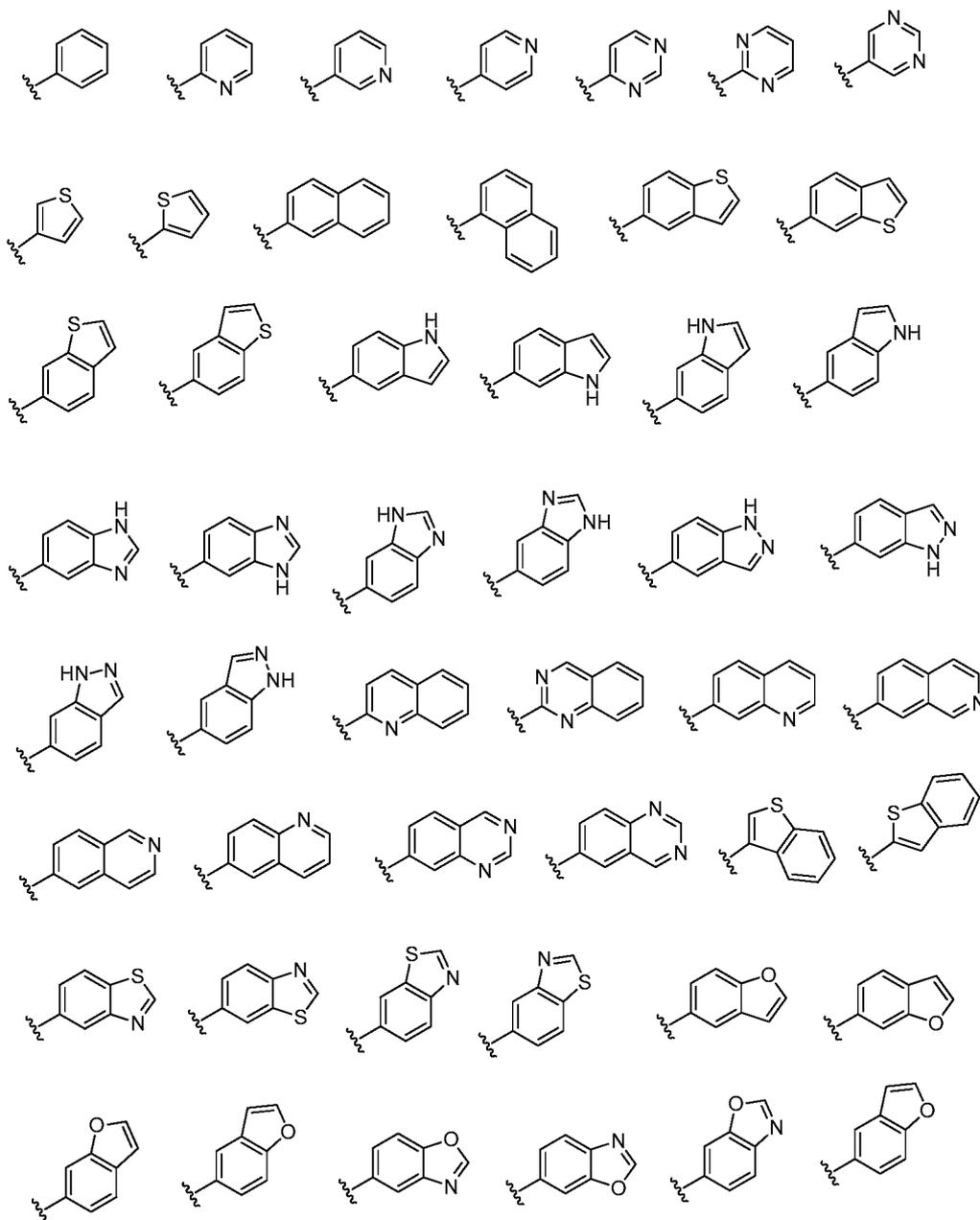
$R^{2fa}$  and  $R^{2fb}$  each independently is a group selected from  $-H$ , aliphatic (such as  $-(C1-C6)$ -alkyl), heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said

25 aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^4$  as defined above in formula **II**; and

$R^{2f}$  and  $R^{2f'}$  each independently is a group selected from  $-H$ ,  $-(C1-C6)$ -aliphatic (such as  $-(C1-C6)$ -alkyl) and  $-(C3-C6)$ -cycloalkyl; preferably,  $R^{2f}$  and  $R^{2f'}$  each independently is a group selected from  $-H$  or  $-(C1-C6)$ -aliphatic (such as  $-(C1-C6)$ -alkyl).

[00141] In some embodiments of **prodrug-III**, A is as defined above in formula **II**. In some embodiments of **prodrug-III**, R<sup>2fa</sup> is an alkyl group, such as methyl, ethyl, isopropyl or t-butyl. In some embodiments of **prodrug-III**, R<sup>2fb</sup> is an optionally substituted phenyl. In some embodiments of **prodrug-III**, R<sup>2f</sup> is -H. In certain embodiments of **prodrug-III**, R<sup>2f</sup> is a -(C1-C6)-alkyl group, such as methyl, ethyl or isopropyl. In some embodiments of **prodrug-III**, R<sup>2f'</sup> is -H. In certain embodiments of **prodrug-III**, R<sup>2f</sup> is a -(C1-C6)-alkyl group, such as methyl, ethyl or isopropyl, and R<sup>2f''</sup> is -H.

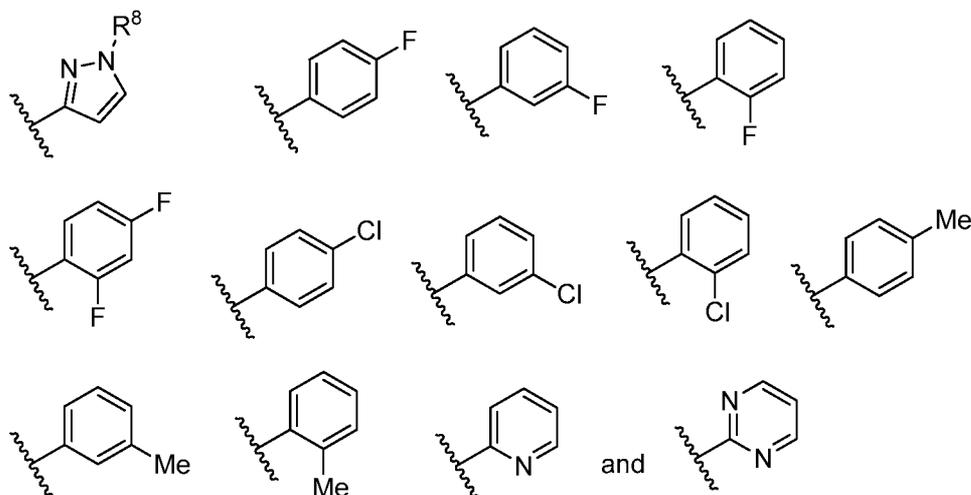
[00142] In certain embodiments of the above prodrugs of compounds of formula **II**, i.e., **prodrug-IIA - prodrug-III**, A is a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen; a naphthalene group; or a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S, wherein A is optionally further substituted with one or more R<sup>4</sup>. For example, A may be selected from the following groups:



where A is optionally substituted with one or more  $R^4$ .

[00143] In certain embodiments of **prodrug-IIA - prodrug-IIIF**, A is a (C5-C10)-aromatic ring having up to 5 heteroatoms independently selected from N, O and S, wherein the aromatic ring is independently and optionally substituted with one or more  $R^4$ . In some

5 embodiments, A is an optionally substituted 5- or 6-membered aromatic ring having up to 2 heteroatoms selected from N, O and S. For example, A is an aromatic group selected from:



, wherein A is

optionally further substituted with one or more R<sup>4</sup>.

**[00144]** In certain embodiments of **prodrug-IIA - prodrug-IIF**, A is an optionally

substituted 9- or 10-membered bicyclic aromatic ring having up to 4 heteroatoms selected

5 from N, O and S. In some embodiments, A is an optionally substituted bicyclic aromatic ring

containing two fused 6-membered aromatic rings, wherein the optionally substituted bicyclic

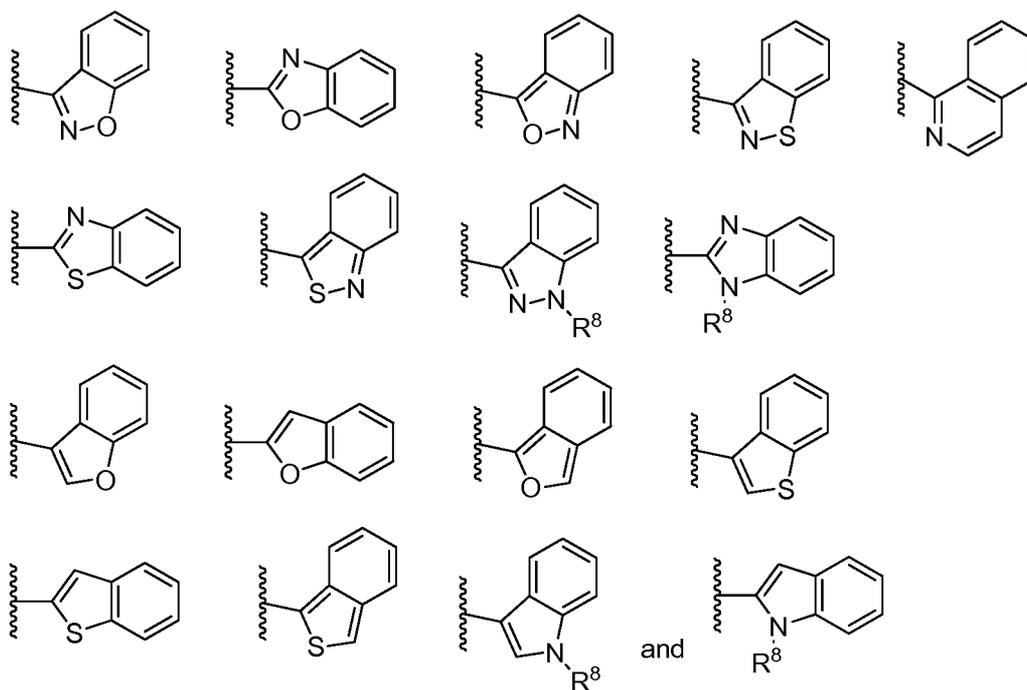
aromatic ring may contain up to 4 nitrogen atoms. In some embodiments, A is an optionally

substituted bicyclic aromatic ring containing one 6-membered aromatic ring fused to one 5-

membered aromatic ring, wherein the optionally substituted bicyclic aromatic ring may

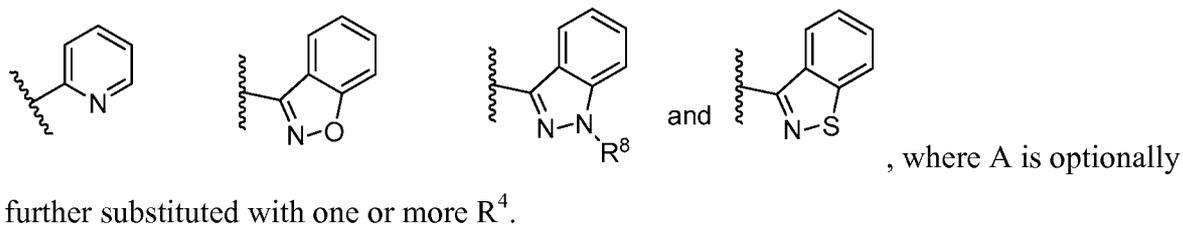
10 contain up to 4 heteroatoms selected from N, O and S. For example, A may be a bicyclic

aromatic group selected from:

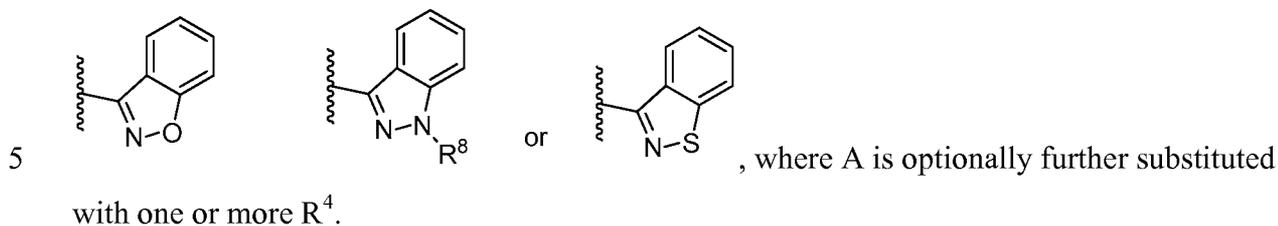


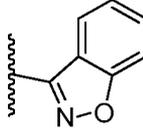
wherein A is optionally further substituted with one or more R<sup>4</sup>.

[00145] In some of the above embodiments, A is selected from:



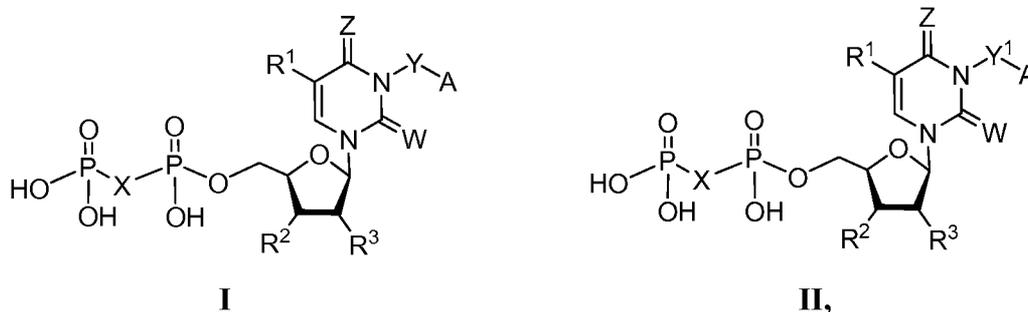
[00146] In some embodiments, A is



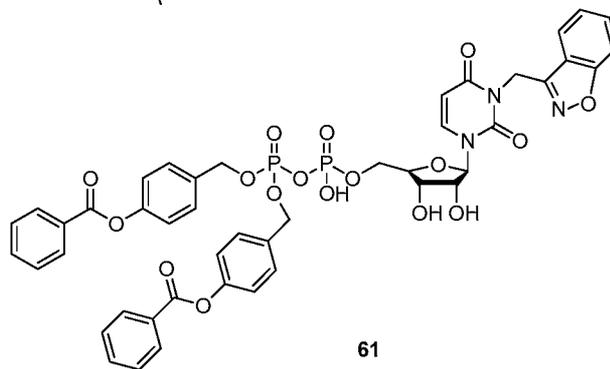
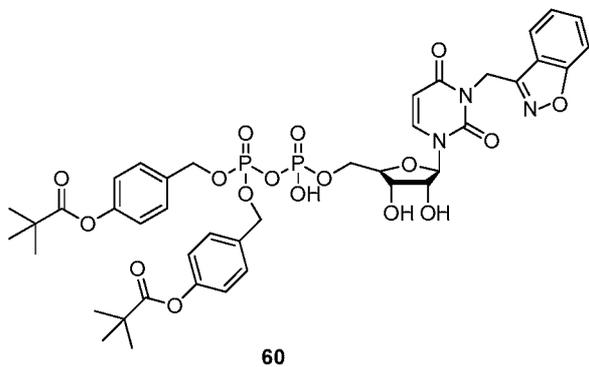
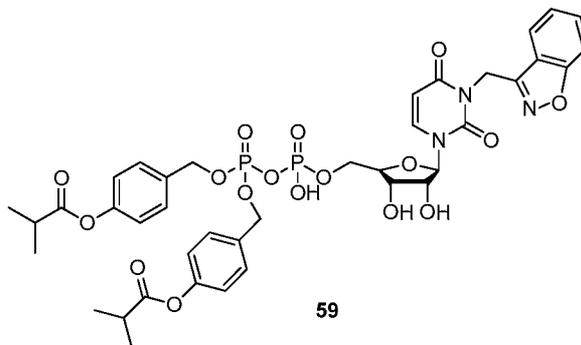
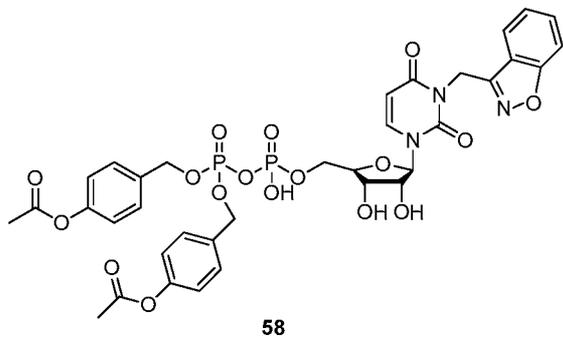
[00147] In a further embodiment, A is , optionally substituted with one or more R<sup>4</sup>. In some of the above embodiments of A, each occurrence of R<sup>4</sup> is independently selected from halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -C1-C4 aliphatic (e.g., -C1-C4 alkyl), and -O(C1-C4 aliphatic) (e.g., -O(C1-C4 alkyl)).

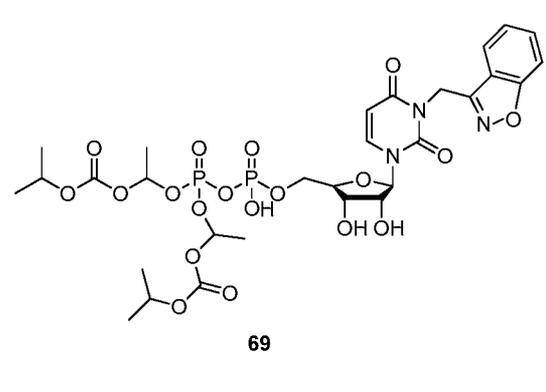
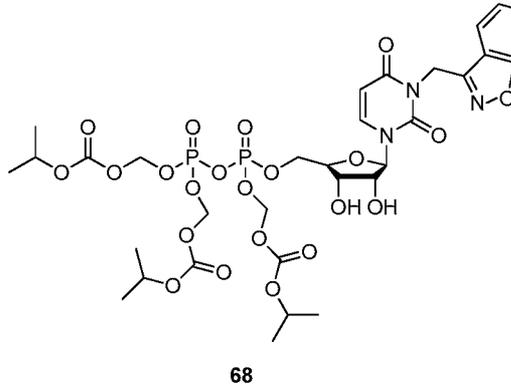
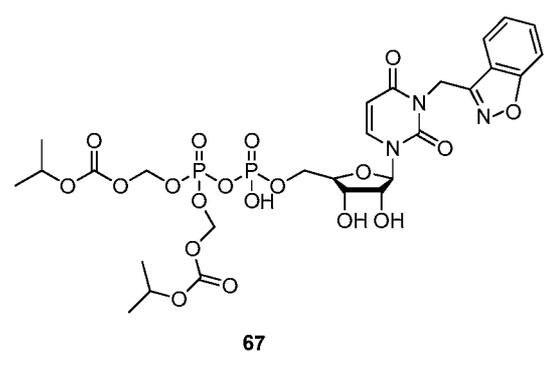
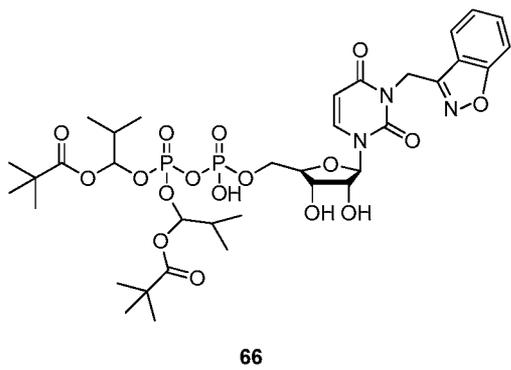
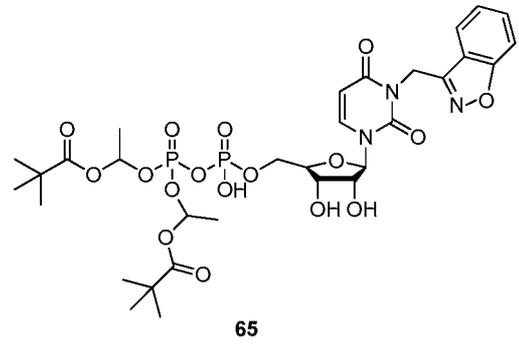
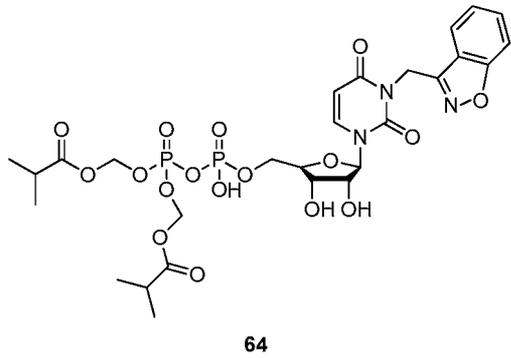
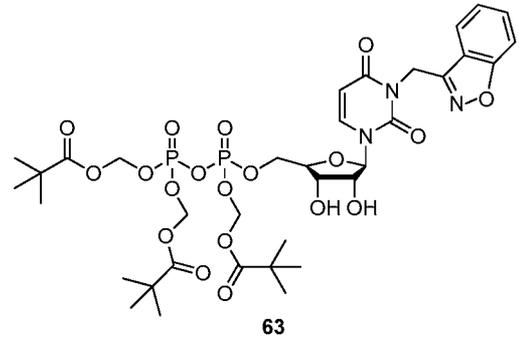
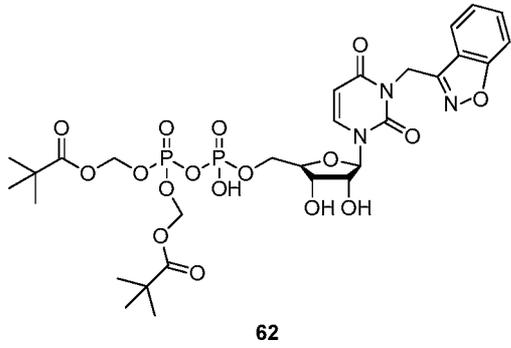
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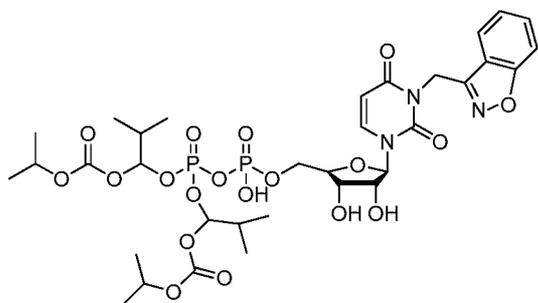
[00148] For a compound of the formula I or II:



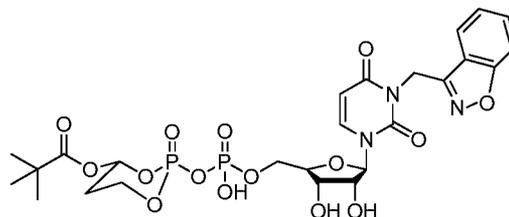
representative prodrugs of the present disclosure include:



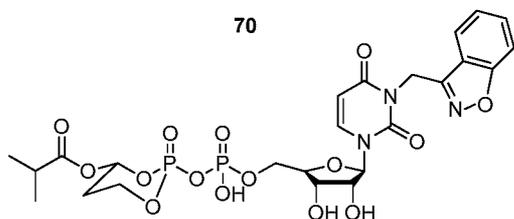




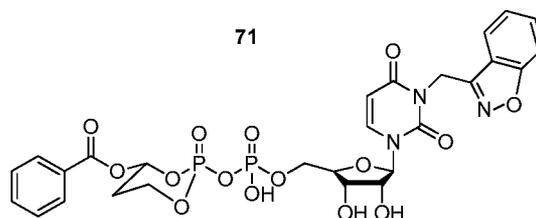
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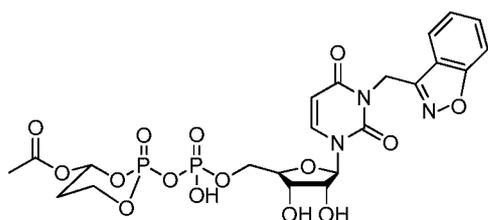
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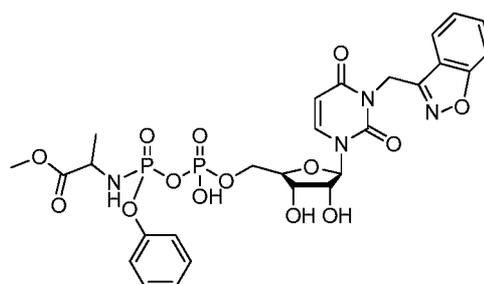
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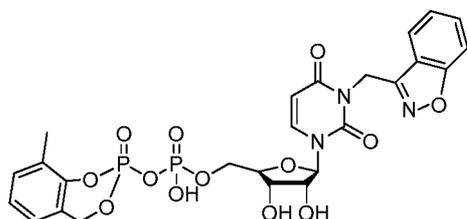


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and



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or salts thereof. In some embodiments of the prodrug of the present disclosure, the salt is a sodium salt.

[00149] In another embodiment, the present disclosure provides a pharmaceutical composition comprising a pharmaceutically acceptable carrier and a prodrug of a compound of formula I or II or pharmaceutically acceptable salt form thereof.

[00150] The disclosure contemplates that any one or more of the foregoing aspects and embodiments (including compounds of all of the preceding formulae as well as their salts and prodrugs) can be combined with each other and/or with any of the embodiments or features provided below.

## E. EXEMPLARY USES

### 1. NEURONAL DISEASES/DISORDERS

[00151] In certain aspects, the compounds, salts and/or prodrugs thereof, and compositions as described herein can be used to treat patients suffering from P<sub>2</sub>Y<sub>6</sub> receptor-related conditions or conditions that can be ameliorated by modulating, for example, agonizing P<sub>2</sub>Y<sub>6</sub> receptor activity, such as neurodegenerative diseases, and traumatic or mechanical injury to the central nervous system (CNS), spinal cord or peripheral nervous system (PNS). Accordingly, the disclosure contemplates methods of treating (decreasing the frequency or severity of or otherwise alleviating one or more symptoms of the condition) a subject in need thereof (e.g., a subject having any of the conditions described herein, including any of the neurodegenerative or neuronal conditions described herein) by administering a compound, salt and/or prodrug of the disclosure. Many of these, as well as other conditions described herein, are characterized by a level of cognitive impairment and/or some decrease or loss of cognitive function. Cognitive function and cognitive impairment are used as understood in the art. For example, cognitive function generally refers to the mental processes by which one becomes aware of, perceives, or comprehends ideas. Cognitive function involves all aspects of perception, thinking, learning, reasoning, memory, awareness, and capacity for judgment. Cognitive impairment generally refers to conditions or symptoms involving problems with thought processes. This may manifest itself in one or more symptoms indicating a decrease in cognitive function, such as impairment or decrease of higher reasoning skills, forgetfulness, impairments to memory, learning disabilities, concentration difficulties, decreased intelligence, and other reductions in mental functions.

[00152] Neurodegenerative disease typically involves reductions in the mass and volume of the human brain, which may be due to the atrophy and/or death of brain cells, which are far more profound than those in a healthy person that are attributable to aging. Neurodegenerative diseases can evolve gradually, after a long period of normal brain function, due to progressive degeneration (e.g., nerve cell dysfunction and death) of specific brain regions. Alternatively, neurodegenerative diseases can have a quick onset, such as those associated with trauma or toxins. The actual onset of brain degeneration may precede clinical expression by many years. Examples of neurodegenerative diseases include, but are not limited to, Alzheimer's disease (AD), Parkinson's disease (PD), Huntington's disease (HD), amyotrophic lateral sclerosis (ALS; Lou Gehrig's disease), diffuse Lewy body disease, chorea-acanthocytosis, primary lateral sclerosis, ocular diseases (ocular neuritis),

chemotherapy-induced neuropathies (e.g., from vincristine, paclitaxel, bortezomib), diabetes-induced neuropathies and Friedreich's ataxia. P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs thereof, of the present disclosure can be used to treat these disorders and others as described below.

5 [00153] AD is a CNS disorder that results in memory loss, unusual behavior, personality changes, and a decline in thinking abilities. These losses are related to the death of specific types of brain cells and the breakdown of connections and their supporting network (e.g. glial cells) between them. The earliest symptoms include loss of recent memory, faulty judgment, and changes in personality. Without being bound by theory, these  
10 changes in the brain and symptoms associated with cognitive impairment, including memory and learning impairment, are caused, in whole or in part, by accumulation of beta amyloid and the resulting deposition of amyloid plaques. PD is a CNS disorder that results in uncontrolled body movements, rigidity, tremor, and dyskinesia, and is associated with the death of brain cells in an area of the brain that produces dopamine. ALS (motor neuron  
15 disease) is a CNS disorder that attacks the motor neurons, components of the CNS that connect the brain to the skeletal muscles.

[00154] HD is another neurodegenerative disease that causes uncontrolled movements, loss of intellectual faculties, and emotional disturbance. Tay-Sachs disease and Sandhoff disease are glycolipid storage diseases where GM2 ganglioside and related glycolipids  
20 substrates for  $\beta$ -hexosaminidase accumulate in the nervous system and trigger acute neurodegeneration.

[00155] It is well-known that apoptosis plays a role in AIDS pathogenesis in the immune system. However, HIV-1 also induces neurological disease, which can be treated with P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs thereof, of the disclosure.

25 [00156] Neuronal loss is also a salient feature of prion diseases, such as Creutzfeldt-Jakob disease in human, BSE in cattle (mad cow disease), Scrapie Disease in sheep and goats, and feline spongiform encephalopathy (FSE) in cats. P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs thereof, as described herein, may be useful for treating or preventing neuronal loss due to these prion diseases.

30 [00157] In another embodiment, the compounds, salts and/or prodrugs thereof, as described herein may be used to treat or prevent any disease or disorder involving axonopathy. Distal axonopathy is a type of peripheral neuropathy that results from some metabolic or toxic derangement of peripheral nervous system (PNS) neurons. It is the most

common response of nerves to metabolic or toxic disturbances, and as such may be caused by metabolic diseases such as diabetes, renal failure, deficiency syndromes such as malnutrition and alcoholism, or the effects of toxins or drugs. Those with distal axonopathies usually present with symmetrical glove-stocking sensori-motor disturbances. Deep tendon reflexes and autonomic nervous system (ANS) functions are also lost or diminished in affected areas.

5 [00158] Diabetic neuropathies are neuropathic disorders that are associated with diabetes mellitus. Relatively common conditions which may be associated with diabetic neuropathy include third nerve palsy; mononeuropathy; mononeuritis multiplex; diabetic amyotrophy; a painful polyneuropathy; autonomic neuropathy; and thoracoabdominal  
10 neuropathy.

[00159] Peripheral neuropathy is the medical term for damage to nerves of the peripheral nervous system, which may be caused either by diseases of the nerve or from the side-effects of systemic illness. Major causes of peripheral neuropathy include seizures, nutritional deficiencies, and HIV, though diabetes is the most likely cause.

15 [00160] In an exemplary embodiment, a P<sub>2</sub>Y<sub>6</sub> receptor-modulating compound, salt and/or prodrug thereof, as described herein may be used to treat or prevent multiple sclerosis (MS), including relapsing MS and monosymptomatic MS, and other demyelinating conditions, such as, for example, chronic inflammatory demyelinating polyneuropathy (CIDP), or symptoms associated therewith.

20 [00161] In yet another embodiment, compounds, salts and/or prodrugs thereof, of the present disclosure may be used to treat trauma to the nerves, including, trauma due to disease, injury (including surgical intervention), or environmental trauma (e.g., neurotoxins, alcoholism, etc.). In certain embodiments, compounds, salts and/or prodrugs thereof, of the present disclosure may be used to treat traumatic brain injury, such as to improve cognitive  
25 function in a subject suffering from a traumatic brain injury. Without being bound by theory, there is often an increase in beta amyloid observed following traumatic brain injuries. The present disclosure provides methods suitable for enhancing clearance of beta amyloid or otherwise reducing beta amyloid and/or plaque burden in a subject.

[00162] Compounds, salts and/or prodrugs thereof, of the present disclosure may also  
30 be useful to prevent, treat, and alleviate symptoms of various PNS disorders. The term “peripheral neuropathy” encompasses a wide range of disorders in which the nerves outside of the brain and spinal cord—peripheral nerves—have been damaged. Peripheral neuropathy

may also be referred to as peripheral neuritis, or if many nerves are involved, the terms polyneuropathy or polyneuritis may be used.

[00163] PNS diseases treatable with P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs thereof, as described herein, include: diabetes, leprosy, Charcot-Marie-Tooth disease, Guillain-Barré syndrome and Brachial Plexus Neuropathies (diseases of the cervical and first thoracic roots, nerve trunks, cords, and peripheral nerve components of the brachial plexus).

[00164] In another embodiment, compounds, salts and/or prodrugs thereof, of the present disclosure may be used to treat or prevent a polyglutamine disease. Exemplary polyglutamine diseases include Spinobulbar muscular atrophy (Kennedy disease), Huntington's Disease (HD), Dentatorubral-pallidolusian atrophy (Haw River syndrome), Spinocerebellar ataxia type 1, Spinocerebellar ataxia type 2, Spinocerebellar ataxia type 3 (Machado-Joseph disease), Spinocerebellar ataxia type 6, Spinocerebellar ataxia type 7, and Spinocerebellar ataxia type 17.

[00165] In certain embodiments, the disclosure provides a method to treat a central nervous system cell to prevent damage in response to a decrease in blood flow to the cell. Typically the severity of damage that may be prevented will depend in large part on the degree of reduction in blood flow to the cell and the duration of the reduction. In some embodiments, apoptotic or necrotic cell death may be prevented. In still a further embodiment, ischemic-mediated damage, such as cytotoxic edema or central nervous system tissue anoxemia, may be prevented. In each embodiment, the central nervous system cell may be a spinal cell or a brain cell.

[00166] Another aspect encompasses administering a compound, or salt and/or prodrug thereof, as described herein to a subject to treat a central nervous system ischemic condition. A number of central nervous system ischemic conditions may be treated by the compounds, salts and/or prodrugs thereof, described herein.

[00167] In some embodiments, the ischemic condition is a stroke that results in any type of ischemic central nervous system damage, such as apoptotic or necrotic cell death, cytotoxic edema or central nervous system tissue anoxia. The stroke may impact any area of the brain or be caused by any etiology commonly known to result in the occurrence of a stroke. In one alternative of this embodiment, the stroke is a brain stem stroke. In another alternative of this embodiment, the stroke is a cerebellar stroke. In still another embodiment, the stroke is

an embolic stroke. In yet another alternative, the stroke may be a hemorrhagic stroke. In a further embodiment, the stroke is a thrombotic stroke.

**[00168]** In yet another aspect, compounds, salts and/or prodrugs thereof, of the disclosure may be administered to reduce infarct size of the ischemic core following a central nervous system ischemic condition. Moreover, compounds, salts and/or prodrugs thereof, of the present disclosure may also be beneficially administered to reduce the size of the ischemic penumbra or transitional zone following a central nervous system ischemic condition.

**[00169]** In some embodiments, a combination drug regimen may include drugs or compounds for the treatment or prevention of neurodegenerative disorders or secondary conditions associated with these conditions. Thus, a combination drug regimen may include one or more compounds, salts and/or prodrugs thereof, as described herein and one or more anti-neurodegeneration agents.

**[00170]** In a particular embodiment, the disclosure provides methods for doing one or more of decreasing plaque burden, improving cognitive function, decreasing or delaying cognitive impairment, or improving hippocampal long term potentiation by administering to a subject in need thereof a  $P_2Y_6$  receptor-modulating compound, salts and/or prodrugs thereof. These methods may also be used for one or more of enhancing beta amyloid clearance, increasing synaptic plasticity, or improving or restoring memory. The foregoing are exemplary of beneficial results that would help alleviate (e.g., treat) one or more symptoms of conditions associated with cognitive impairment. Exemplary conditions include AD, traumatic brain injury, and Down Syndrome, as well as other neurological and neurodegenerative diseases. Moreover, the disclosure contemplates the alleviation of symptoms in conditions and scenarios associated with milder forms of cognitive impairment, such as age-related dementia, mild cognitive impairment, and even to improve memory and cognitive function that typically declines, even in relatively healthy individuals, as part of the normal aging process. Exemplary such agonists, salts and/or prodrugs thereof, are described herein, and the disclosure contemplates that any such compounds, salts and/or prodrugs thereof can be used in the treatment of any of the conditions described herein. Regardless of whether one of the agonists described herein are used or whether another agonist is used, the disclosure contemplates that the agonist may be formulated in a pharmaceutically acceptable carrier and administered by any suitable route of administration. These methods are of particular use when the subject in need thereof has Alzheimer's disease. It is understood by

those of skill in the art that definitive diagnosis of Alzheimer's disease is difficult and may require post-mortem examination. Thus, in this context and in the context of the present disclosure, having Alzheimer's disease is used to refer to subjects who have been diagnosed with Alzheimer's disease or who are suspected by a physician of having Alzheimer's disease.

5 However, these methods are also of particular use when the subject in need thereof has any other condition associated with cognitive impairment, for example, a condition in which the impairment is accompanied with an increase in beta amyloid, a decrease in the rate of beta amyloid clearance, and/or an increase in amyloid plaque deposition.

[00171] Cognitive function and cognitive impairment may be readily evaluated using  
10 tests well known in the art. Performance in these tests can be compared over time to determine whether a treated subject is improving or whether further decline has stopped or slowed, relative to the previous rate of decline of that patient or compared to an average rate of decline. Exemplary tests used in animal studies are provided in, for example, *Animal Models of Cognitive Impairment*, Levin ED, Buccafusco JJ, editors. Boca Raton (FL): CRC  
15 Press; 2006. Tests of cognitive function, including memory and learning for evaluating human patients are well known in the art and regularly used to evaluate and monitor subjects having or suspected of having cognitive disorders such as AD. Even in healthy individuals, these and other standard tests of cognitive function can be readily used to evaluate beneficial affects over time.

20 [00172] Compounds, salts and prodrugs of the disclosure ( $P_2Y_6$  receptor-modulating compounds, salts and/or prodrugs thereof) are also useful in the treatment of Parkinson's disease. For example, compounds, salts and prodrugs of the disclosure can be used to improve the motor impairments symptomatic of Parkinson's disease. Moreover, compounds, salts and prodrugs of the disclosure are useful for treating the memory impairment  
25 symptomatic of Parkinson's disease. Without being bound by theory, impairment of microglial phagocytosis is thought to be a mechanism of action underlying accumulation of alpha synuclein and the formation of Lewy bodies (and resulting neurodegeneration) in Parkinson's disease. Compounds, salts and prodrugs of the disclosure may be used to increase clearance or otherwise decrease extracellular alpha-synuclein, to decrease  
30 intracellular accumulation of alpha-synuclein, and/or to decrease or prevent the formation of Lewy bodies in a subject in need thereof. In certain embodiments, compounds, salts and prodrugs of the disclosure enhance phagocytosis, such as microglial phagocytosis.

[00173] Compounds of the disclosure, including salts and prodrugs, may be tested in animal models of Parkinson's disease. Exemplary models include mice that over express  $\alpha$ -synuclein, express human mutant forms of  $\alpha$ -synuclein, mice that express LRKK2 mutations, as well as mice treated with MTTP. Additional information regarding these animal models is readily available from Jackson Laboratories (see also the website  
5 research.jax.org/grs/parkinsons.html), as well as in numerous publications disclosing the use of these validated models.

## 2. DOWN SYNDROME

[00174] Compounds, salts and/or prodrugs thereof, of the present disclosure may also  
10 be useful to prevent, treat, and alleviate symptoms of Down Syndrome (DS). Down Syndrome (DS) is a genetic condition characterized by trisomy of chromosome 21. DS is named after Dr. John Langdon Down, an English physician who first described the characteristics of DS in 1866. It was not until 1959 that Jerome Leieune and Patricia Jacobs independently first determined the cause to be trisomy of the 21st chromosome.

15 [00175] In recent years, it has become evident that there is relationship between Alzheimer's Disease (AD) and DS. Specifically, the production of excessive beta amyloid plaques and amyloid angiopathy occurs in both DS and Alzheimer's Disease (AD) (Delabar et al. (1987) "Beta amyloid gene triplication in Alzheimer's disease and karyotypically normal Down Syndrome. Science 235: 1390-1392). Without being bound by theory, given that both  
20 AD and Down Syndrome are characterized by both beta amyloid plaques and cognitive impairment, methods and compositions that decrease plaque burden and/or enhance beta amyloid clearance are useful for treating AD and Down Syndrome (e.g., providing a beneficial effect and/or decreasing one or more symptoms of AD or Down Syndrome). Exemplary beneficial effects include, but are not limited to, improving cognitive function,  
25 decreasing cognitive impairment, decreasing plaque burden, enhancing beta amyloid clearance, improving memory, and the like.

## 3. PAIN

[00176] In certain aspects, the compounds, salts and/or prodrugs thereof, as described herein ( $P_2Y_6$  receptor-modulating compounds, salts and/or prodrugs of the disclosure) can be  
30 used to treat patients having pain. Pain is a complex physiological process that involves a number of sensory and neural mechanisms. Compounds, salts and/or prodrugs thereof, to be used according to the present disclosure are suitable for administration to a subject for treatment (including prevention and/or alleviation) of chronic and/or acute pain, in particular

non-inflammatory musculoskeletal pain such as back pain, fibromyalgia and myofascial pain, more particularly for reduction of the associated muscular hyperalgesia or muscular allodynia. Nonlimiting examples of types of pain that can be treated by the compounds, salts and/or prodrugs thereof, compositions and methods of the present disclosure include chronic conditions such as musculoskeletal pain, including fibromyalgia, myofascial pain, back pain, pain during menstruation, pain during osteoarthritis, pain during rheumatoid arthritis, pain during gastrointestinal inflammation, pain during inflammation of the heart muscle, pain during multiple sclerosis, pain during neuritis, pain during AIDS, pain during chemotherapy, tumor pain, headache, CPS (chronic pain syndrome), central pain, neuropathic pain such as trigeminal neuralgia, shingles, stamp pain, phantom limb pain, temporomandibular joint disorder, nerve injury, migraine, post-herpetic neuralgia, neuropathic pain encountered as a consequence of injuries, amputation infections, metabolic disorders or degenerative diseases of the nervous system, neuropathic pain associated with diabetes, pseudesthesia, hypothyroidism, uremia, vitamin deficiency or alcoholism; and acute pain such as pain after injuries, postoperative pain, pain during acute gout or pain during operations, such as jaw surgery.

**[00177]** Acute pain is typically a physiological signal indicating a potential or actual injury. Chronic pain can be somatogenic (organic) or psychogenic. Chronic pain is frequently accompanied or followed by vegetative signs, such as, for example, lassitude or sleep disturbance. Acute pain may be treated with compounds, salts and/or prodrugs thereof, as described herein.

**[00178]** Somatogenic pain may be of nociceptive, inflammatory or neuropathic origin. Nociceptive pain is related to activation of somatic or visceral pain-sensitive nerve fibers, typically by physical or chemical injury to tissues. Inflammatory pain results from inflammation, for example an inflammatory response of living tissues to any stimulus including injury, infection or irritation. Neuropathic pain results from dysfunction in the nervous system. Neuropathic pain is believed to be sustained by aberrant somatosensory mechanisms in the peripheral nervous system, the central nervous system (CNS), or both. According to one aspect of the disclosure, somatogenic pain may be treated by compounds, salts and/or prodrugs thereof, as described herein.

**[00179]** Non-inflammatory musculoskeletal pain is a particular form of chronic pain that is generally not traced to a specific structural or inflammatory cause and that generally does not appear to be induced by tissue damage and macrophage infiltration (resulting in

edema) as occurs in a classical immune system response. Although non-inflammatory musculoskeletal pain is believed to result from peripheral and/or central sensitization, the cause is not presently fully understood. It is often associated with physical or mental stress, lack of adequate or restful sleep, or exposure to cold or damp. Non-inflammatory

5 musculoskeletal pain is also believed to be associated with or precipitated by systemic disorders such as viral or other infections. Examples of non-inflammatory musculoskeletal pain include neck and shoulder pain and spasms, low back pain, and achy chest or thigh muscles, which may be treated by a compound, or salt and/or prodrug thereof, of the present disclosure. Non-inflammatory musculoskeletal pain may be generalized or localized.

10 **[00180]** According to a further aspect of the disclosure, a compound, or salt and/or prodrug thereof, as described herein may be administered to a subject to treat fibromyalgia syndrome (FMS) and myofascial pain syndrome (MPS). FMS and MPS are medical conditions characterized by fibromyalgia and myofascial pain respectively, which are two types of non-inflammatory musculoskeletal pain. FMS is a complex syndrome associated with significant impairment of quality of life and can result in substantial financial costs. 15 Fibromyalgia is a systemic process that typically causes tender points (local tender areas in normal-appearing tissues) in particular areas of the body and is frequently associated with a poor sleep pattern and/or stressful environment. Diagnosis of fibromyalgia is typically based on a history of widespread pain (e.g., bilateral, upper and lower body, and/or spinal pain), and presence of excessive tenderness on applying pressure to a number of (sometimes more 20 precisely defined as at least 11 out of 18) specific muscle-tender sites. FMS is typically a chronic syndrome that causes pain and stiffness throughout the tissues that support and move the bones and joints. Myofascial pain syndrome (MPS) is a chronic non-degenerative, non-inflammatory musculoskeletal condition often associated with spasm or pain in the masticatory muscles. Distinct areas within muscles or their delicate connective tissue 25 coverings (fascia) become abnormally thickened or tight. When the myofascial tissues tighten and lose their elasticity, the ability of neurotransmitters to send and receive messages between the brain and body is disrupted. Specific discrete areas of muscle may be tender when firm fingertip pressure is applied; these areas are called tender or trigger points. 30 Symptoms of MPS include muscle stiffness and aching and sharp shooting pains or tingling and numbness in areas distant from a trigger point. The discomfort may cause sleep disturbance, fatigue and depression. Most commonly trigger points are in the jaw (temporomandibular) region, neck, back or buttocks. Myofascial pain differs from

fibromyalgia: MPS and FMS are two separate entities, each having its own pathology, but sharing the muscle as a common pathway of pain. Myofascial pain is typically a more localized or regional (along the muscle and surrounding fascia tissues) pain process that is often associated with trigger point tenderness. Myofascial pain can be treated by a variety of methods (sometimes in combination) including stretching, ultrasound, ice sprays with stretching, exercises, and injections of anesthetic.

**[00181]** A further non-inflammatory musculoskeletal pain condition is back pain, notably low back pain, which may also be treated with a compound, or salt and/or prodrug thereof, of the present disclosure. This condition may also be treating by administering a compound, or salt and/or prodrug thereof, of the present disclosure to a subject in need thereof. Back pain is a common musculoskeletal symptom that may be either acute or chronic. It may be caused by a variety of diseases and disorders that affect the lumbar spine. Low back pain is often accompanied by sciatica, which is pain that involves the sciatic nerve and is felt in the lower back, the buttocks, and the backs of the thighs.

#### **4. GLAUCOMA AND INTRAOCULAR PRESSURE**

**[00182]** In another aspect, the disclosure provides for methods of treating glaucoma in a subject in need thereof. Compounds of the disclosure, such as any of the compounds, salts and/or prodrugs described herein, may be used to treat glaucoma. For example, P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs thereof may be used to decrease intraocular pressure (IOP), such as the elevated intraocular pressure observed in most cases of glaucoma. Also provided are methods for treating ocular hypertension in a subject in need thereof. Without being bound by theory, P<sub>2</sub>Y<sub>6</sub> receptor agonists of the disclosure may be used to reduce IOP, thereby treating ocular hypertension. For any of the foregoing, the disclosure contemplates administering an effective amount of a P<sub>2</sub>Y<sub>6</sub> receptor agonist, such as any of the agonists described herein, to a subject in need thereof to decrease intraocular pressure, such as elevated intraocular pressure, and/or to treat glaucoma (e.g., improve, or stop or slow the progression of one or more symptoms of the condition).

**[00183]** Glaucoma refers to a group of eye conditions that lead to damage to the optic nerve. This nerve carries visual information from the eye to the brain. In most cases, damage to the optic nerve is due to increased pressure in the eye, also known as intraocular pressure (IOP). Over time, the elevated intraocular pressure and optic nerve damage leads to visual field loss, and may result in blindness. Ocular hypertension is intraocular pressure higher than normal in the absence of optic nerve damage or visual field loss. Currently,

ophthalmologists generally define normal intraocular pressure as from 10 mmHg and 21 mmHg, and intraocular pressure above 21 mmHg is considered ocular hypertension or elevated intraocular pressure. Ocular hypertension is considered a significant risk factor for developing glaucoma, and thus, patients with ocular hypertension should be closely  
5 monitored for glaucoma.

**[00184]** Glaucoma is the second-most common cause of blindness in the United States. The nerve damage involves loss of retinal ganglion cells in a characteristic pattern. The many different subtypes of glaucoma can all be considered to be a type of optic neuropathy. Raised intraocular pressure (above 21 mmHg or 2.8 kPa) is the most important and only  
10 modifiable risk factor for glaucoma. However, some patients may have high eye pressure for years and never develop damage, while others can develop nerve damage at a relatively low pressure. Untreated glaucoma can lead to permanent damage of the optic nerve and resultant visual field loss, which over time can progress to blindness.

**[00185]** The two main types of glaucoma, each of which are marked by elevated  
15 intraocular pressure, are open-angle and angle-closure. Open-angle and angle-closure glaucoma also include the following variants: (i) secondary glaucoma; (ii) pigmentary glaucoma; (iii) pseudoexfoliative glaucoma; (iv) traumatic glaucoma; (v) neovascular glaucoma; and (vi) irido corneal endothelial syndrome (ICE).

**[00186]** Open-angle glaucoma, the most common form of glaucoma, accounts for at  
20 least 90% of all glaucoma cases. Open-angle glaucoma is also called primary or chronic glaucoma and generally has the following characteristics: (i) caused by the slow clogging of the drainage canals, resulting in increased eye pressure; (ii) has a wide and open angle between the iris and cornea; and (iii) develops slowly and is a lifelong condition. Angle-closure glaucoma, a less common form of glaucoma, is also called acute glaucoma or narrow-  
25 angle glaucoma. Unlike open-angle glaucoma, angle-closure glaucoma is a result of the angle between the iris and cornea closing, and angle-closure glaucoma generally has the following characteristics: (i) caused by blocked drainage canals, resulting in a sudden rise in intraocular pressure; (ii) has a closed or narrow angle between the iris and cornea; (iii) develops very quickly; and (iv) demands immediate medical attention.

**[00187]** The disclosure contemplates methods of treating open-angle and/or angle-  
30 closure glaucoma, including methods of treating variants of open-angle and/or angle-closure glaucoma. In certain embodiments, administration of a compound, salt, or prodrug of the disclosure to a patient having open-angle and/or angle-closure glaucoma decreases

intraocular pressure, thereby treating the glaucoma in the patient. In certain embodiments, reducing intraocular pressure slows or stops further damage to the optic nerve (e.g., prevents occurrence of further damage to the optic nerve). In certain embodiments, reducing intraocular pressure slows or stops further loss of or damage to vision or the visual field.

5 Moreover, the disclosure contemplates methods of treating optic neuropathy in a patient in need thereof by administering an effective amount of a compound, salt and/or prodrug of the disclosure.

**[00188]** In addition to open-angle and angle-closure glaucoma, an additional rare type of glaucoma is congenital glaucoma. In certain embodiments, the disclosure contemplates  
10 methods of treating congenital glaucoma in a subject in need thereof. This type of glaucoma occurs in babies when there is incorrect or incomplete development of the eye's drainage canals during the prenatal period.

**[00189]** A fourth type of glaucoma is referred to as secondary glaucoma. Secondary glaucoma occurs as a consequence of trauma, systemic disease, or as a side-effect of certain  
15 drugs (e.g., corticosteroids). In certain embodiments, the disclosure contemplates methods of treating secondary glaucoma in a subject in need thereof. Systemic diseases that may lead to or exacerbate glaucoma include hypertension and diabetes.

**[00190]** Additionally, although most glaucoma is characterized by elevated intraocular pressure which leads to damage of the optic nerve, there are cases of glaucoma referred to as  
20 low-tension or normal-pressure glaucoma. In these cases, the optic nerve is damaged despite the fact that eye pressure is not very high. In certain embodiments, the disclosure contemplates methods of treating low-tension or normal pressure glaucoma. In certain embodiments, glaucoma treated using the methods of the disclosure is characterized by elevated intraocular pressure and/or ocular hypertension (e.g., the glaucoma is not low-  
25 tension or normal pressure glaucoma).

**[00191]** In addition to elevated intraocular pressure, which results in damage to the optic nerve, the various types of glaucoma are characterized by particular symptoms. The disclosure contemplates that administration of  $P_2Y_6$  receptor-modulating compounds, salts and/or prodrugs of the disclosure may be used to alleviate one or more symptoms of  
30 glaucoma, including to alleviate one or more symptoms of any of the particular types of glaucoma described herein.

**[00192]** In open-angle glaucoma, there are actually few overt symptoms. Patients have elevated intraocular pressure or, at least, periods of elevated intraocular pressure. However,

the intraocular pressure slowly damages the optic nerve, and thus, vision loss is slow and not typically accompanied by pain. In fact, noticeable vision loss, which typically manifests as slow loss of peripheral vision leading to tunnel vision, is a symptom of relatively advanced and severe disease. Ultimately, open-angle glaucoma can lead to blindness.

5 [00193] In angle-closure glaucoma, patients do experience one or more of the following symptoms, and these symptoms may come and go or steadily become worse. Exemplary symptoms include sudden, severe pain (typically in only one eye), decreased or cloudy vision (also known as “steamy” vision), nausea, vomiting, rainbow-like halos around lights, red eye, and the sensation that the eye is swollen.

10 [00194] In congenital glaucoma, the symptoms are usually noticed when the child is a few months old. Exemplary symptoms include one or more of the following: cloudiness of the front of the eye, enlargement of one or both eyes, red eye, sensitivity to light, and excessive tearing.

[00195] There are currently several tests that are used to measure intraocular pressure, to detect elevated intraocular pressure and to diagnose glaucoma. In certain embodiments, one or more of these tests are used to diagnose glaucoma and/or intraocular hypertension prior to initiation of treatment with a compound, salt and/or prodrug of the disclosure. Exemplary tests that can be used, alone or in combination, include tonometry, gonioscopy, optic nerve imaging, slit lamp examination, examination of the retina, visual acuity  
15 measurements, and visual field measurements. These tests can also be used to monitor a patient after initiation of treatment. For example, these tests can be used to determine whether treatment has slowed or stopped the progress of the disease, has decreased elevated intraocular pressure (e.g., restored normal intraocular pressure), and whether the patient’s vision has improved or ceased further deterioration.

20 [00196] In addition, the disclosure provides methods of decreasing elevated intraocular pressure in a subject in need thereof. Suitable subjects include, as discussed in detail above, subjects having glaucoma (any of the forms of glaucoma described herein) or subjects with ocular hypertension. Decreasing intraocular pressure, such as elevated intraocular pressure, in these subjects (e.g., such as by administering an effective amount of a compound, salt and/or prodrug of the disclosure), such as human patients, helps ameliorate one or more  
25 symptoms of the condition, helps slow or stop damage to the optic nerve and to vision, and may even permit improvement in the patient’s condition – particularly in cases where significant damage has not yet occurred. Given that elevated intraocular pressure in ocular

hypertension is a major risk factor for developing glaucoma, decreasing elevated IOP in such patients may help decrease the patient's risk of developing glaucoma.

[00197] Compounds of the disclosure, including salts and prodrugs, may be tested in animal models of glaucoma and ocular hypertension. Exemplary models are known in the art and, for example, described in Bouhenni et al., *Journal of Biomedicine and Biotechnology*, Volume 2012, Article ID 692609, 11 pages, doi: 10.1155/2012/692609.

[00198] Agonists of the disclosure may be administered using any suitable route of administration described herein, including oral, intravenous, or local administration to the eye (e.g., eye drops, injection into the eye, or implantation of a drug eluting device).

[00199] In other embodiments, the disclosure provides methods of decreasing intraocular pressure (e.g., decreasing elevated intraocular pressure) in a subject in need thereof, wherein the subject in need thereof has a condition other than or in addition to glaucoma. Exemplary conditions caused or exacerbated by elevated IOP which may be treated include: Reese-Ellsworth syndrome, hydrophthalmos, and ophthalmic zoster.

## 5. INFLAMMATORY CONDITIONS

[00200] In another aspect, the compounds, salts and/or prodrugs thereof, and compositions as described herein can be used to treat patients suffering from P<sub>2</sub>Y<sub>6</sub> receptor-related conditions or conditions that can be ameliorated by modulating, for example, agonizing, P<sub>2</sub>Y<sub>6</sub> receptor activity, such as an inflammatory condition. Accordingly, the disclosure provides methods of treating an inflammatory condition in a subject in need thereof. Compounds, salts, and prodrugs of the disclosure, such as any of the compounds, salts or prodrugs described herein (e.g., P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs of the disclosure), may be used to treat an inflammatory condition.

[00201] As used herein, an inflammatory condition is a disease or condition characterized, in whole or in part, by inflammation or an inflammatory response in the patient. Typically, one or more of the symptoms of the inflammatory disease or condition is caused or exacerbated by an inappropriate, misregulated, or overactive inflammatory response. Inflammatory diseases or conditions may be chronic or acute. In certain embodiments, the inflammatory disease or condition is an autoimmune disorder. In certain embodiments, compounds, salts, and prodrugs of the disclosure are used to decrease inflammation, to decrease expression of one or more inflammatory cytokines, and/or to decrease an overactive inflammatory response in a subject having an inflammatory condition. Thus, the disclosure provides a method of decreasing inflammation, a method of decreasing

expression of one or more inflammatory cytokines, and/or a method of decreasing an overactive inflammatory response in a subject in need thereof.

**[00202]** Inflammatory conditions treatable using the compounds, salts, and prodrugs of the disclosure may be characterized, for example, based on the primary tissue affected, the mechanism of action underlying the condition, or the portion of the immune system that is misregulated or overactive. Examples of inflammatory conditions, as well categories of diseases and conditions are provided herein. The disclosure contemplates methods of treating (e.g., such as by decreasing inflammation, decreasing expression of one or more inflammatory cytokines, and/or decreasing an overactive inflammatory response) inflammatory conditions, generally, as well as methods of treating any of the categories of conditions or any of the specific conditions described herein.

**[00203]** In certain embodiments, examples of inflammatory conditions that may be treated include inflammation of the lungs, joints, connective tissue, eyes, nose, bowel, kidney, liver, skin, central nervous system, vascular system, heart, or adipose tissue. In certain embodiments, inflammatory conditions which may be treated include inflammation due to the infiltration of leukocytes or other immune effector cells into affected tissue. In certain embodiments, inflammatory conditions which may be treated include inflammation mediated by IgE antibodies. Other relevant examples of inflammatory conditions which may be treated by the present disclosure include inflammation caused by infectious agents, including but not limited to viruses, bacteria, fungi, and parasites. In certain embodiments, the inflammatory condition that is treated is an allergic reaction. In certain embodiments, the inflammatory condition is an autoimmune disease. The disclosure contemplates that some inflammatory conditions involve inflammation in multiple tissues. Moreover, the disclosure contemplates that some inflammatory conditions may fall into multiple categories. For example, a condition may be described and categorized as an autoimmune condition and/or it may also be described and categorized based on the primary tissue(s) affected (e.g., an inflammatory skin or joint condition). In certain embodiments, an inflammatory condition treatable according to the methods described herein falls into more than one category of condition.

**[00204]** Inflammatory lung conditions include asthma, adult respiratory distress syndrome, bronchitis, pulmonary inflammation, pulmonary fibrosis, and cystic fibrosis (which may additionally or alternatively involve the gastro-intestinal tract or other tissue(s)). In certain embodiments, the disclosure provides methods of treating an inflammatory lung

condition in a patient in need thereof (e.g., a patient having an inflammatory lung condition) by administering an effective amount a compound, salt, or prodrug of the disclosure. In certain embodiments, treating an inflammatory lung condition comprises decreasing inflammation in the lung in the patient, decreasing misregulation of inflammatory cytokines in the patient, and/or decreasing one or more symptoms of the inflammatory lung condition in the subject. By way of example, symptoms of the inflammatory lung condition that may be improved, locally or systemically, by decreasing inflammation or the inflammatory response include, but are not limited to: oxygen saturation (patients have improved oxygen saturation following treatment), ease of breathing (patients experience greater ease when breathing and a decrease in labored breather), reliance on external oxygen (patient reliance on external oxygen supplementation is decreased), and reliance on inhalers or nebulizers (patient reliance on other drugs is decreased). Improvement in a patient (e.g., decrease in symptoms) may be measured directly by assessing inflammation or scarring in the lung or by evaluating cytokine expression in lung fluids. Improvement can also be assessed by evaluating improvement in patient activity levels, walking distance and speed, and decreased reliance on oxygen supplementation.

**[00205]** Inflammatory joint conditions include rheumatoid arthritis, rheumatoid spondylitis, juvenile rheumatoid arthritis, osteoarthritis, gouty arthritis and other arthritic conditions. In certain embodiments, the inflammatory joint condition is rheumatoid arthritis or psoriatic arthritis. In certain embodiments, the disclosure provides methods of treating an inflammatory joint condition in a patient in need thereof, such as treating any of the foregoing conditions, by administering an effective amount of a compound, salt and/or prodrug of the disclosure. In certain embodiments, treating an inflammatory joint condition comprises decreasing inflammation in the joints in the patient, decreasing misregulation of inflammatory cytokines in the patient, decreasing circulating levels of one or more cytokines in plasma of the patient, and/or decreasing one or more symptoms of the inflammatory joint condition in the subject. By way of example, symptoms of the inflammatory joint condition that may be improved by decreasing inflammation or the inflammatory response, locally and/or systemically, include, but are not limited to: swelling in one or more joints, tenderness and/or pain in one or more joints, decreased mobility and/or use of one or more joints, impaired ability to perform daily tasks (e.g., ability to perform daily tasks including self care tasks is improved), and reliance on walking assistance (patient reliance on a walker, cane, or wheel chair is decreased). Improvement in patients (e.g., decrease in symptoms) may be

measured directly by assessing inflammation in the joints or by evaluating cytokine expression in joint fluid. Improvement can also be assessed by evaluating improvement in patient activity levels and quality of life measures, walking distance and speed, range of motion, mobility, and decreased reliance on mobility aids. In certain embodiments, the inflammatory joint condition is also an autoimmune condition, and the disclosure contemplates treating such condition.

**[00206]** Inflammatory eye conditions include uveitis (including iritis), conjunctivitis, scleritis, and keratoconjunctivitis sicca. In certain embodiments, the disclosure contemplates treating an inflammatory eye condition in a patient in need thereof, including by administering a compound, salt and/or prodrug of the disclosure systemically or locally to the eye, such as via eye drops.

**[00207]** Inflammatory bowel conditions include Crohn's disease, ulcerative colitis, inflammatory bowel disease, inflammatory bowel syndrome, and distal proctitis. In certain embodiments, the disclosure provides methods of treating an inflammatory bowel condition in a patient in need thereof by administering an effective amount a compound, salt and/or prodrug of the disclosure. In certain embodiments, treating an inflammatory bowel condition comprises decreasing inflammation in the gastro-intestinal tract in the patient, decreasing misregulation of inflammatory cytokines in the patient, decreasing the circulating levels of one or more cytokines in plasma of the patient, and/or decreasing one or more symptoms of the inflammatory bowel condition in the subject. By way of example, symptoms of the inflammatory bowel condition that may be improved by decreasing inflammation or the inflammatory response, locally and/or systemically, include, but are not limited to: diarrhea, constipation, blotting, pain, flatulence, blood in stool, weight loss (treating stabilizes weight and/or prevents further weight loss; treatment helps promote improved nutrition and weight gain, where needed), malabsorption, and malnutrition. Improvement in patients (e.g., decrease in symptoms) may be measured directly by assessing inflammation in the gastrointestinal tract or by evaluating cytokine expression or levels of cytokines in plasma in patients. Improvement can also be assessed by evaluating improvement in any of the foregoing symptoms, evaluating patient self-reporting of quality of life and symptom reduction, evaluating patient weight and nutrition status. In certain embodiments, the inflammatory bowel condition being treated is also an autoimmune condition, such as ulcerative colitis.

[00208] Inflammatory skin conditions include conditions associated with cell proliferation, such as psoriasis, eczema, and dermatitis (e. g., eczematous dermatitides, topic and seborrheic dermatitis, allergic or irritant contact dermatitis, eczema craquelee, photoallergic dermatitis, phototoxicdermatitis, phytophotodermatitis, radiation dermatitis, and stasis dermatitis). Other inflammatory skin conditions include, but are not limited to, ulcers and erosions resulting from trauma, burns, bullous disorders, or ischemia of the skin or mucous membranes, several forms of ichthyoses, epidermolysis bullosae, hypertrophic scars, keloids, cutaneous changes of intrinsic aging, photo aging, frictional blistering caused by mechanical shearing of the skin and cutaneous atrophy resulting from the topical use of corticosteroids. Additional inflammatory skin conditions include inflammation of mucous membranes, such as cheilitis, nasal irritation, mucositis and vulvovaginitis. Other inflammatory skin conditions include acne, rosacea, boils, carbuncles, pemphigus, cellulitis, Grover's disease, hidradenitis suppurativa, and lichen planus. In certain embodiments, the disclosure provides methods of treating an inflammatory skin condition in a patient in need thereof by administering an effective amount a compound, salt and/or prodrug of the disclosure. In certain embodiments, treating an inflammatory skin condition comprises decreasing skin inflammation in the patient, decreasing misregulation of inflammatory cytokines in the patient, decreasing the circulating levels of one or more cytokines in plasma of the patient, and/or decreasing one or more symptoms of the inflammatory skin condition in the subject. By way of example, symptoms of the inflammatory skin condition that may be improved by decreasing inflammation or the inflammatory response, locally and/or systemically, include, but are not limited to: skin swelling, redness, itching, flaking, blistering, bleeding, sensitivity to touch, and sensitivity to light or sun. Improvement in patients (e.g., decrease in symptoms) may be measured directly by assessing inflammation or by evaluating cytokine expression in patients. Improvement can also be assessed by evaluating improvement in any of the foregoing symptoms, or by evaluating patient self-reporting of quality of life and symptom reduction. In certain embodiments, the inflammatory skin condition is also an autoimmune condition, such as psoriasis. The disclosure provides methods of treating an inflammatory skin condition.

[00209] Inflammatory conditions of the endocrine system include, but are not limited to, autoimmune thyroiditis (Hashimoto's disease), Type I diabetes, inflammation in liver and adipose tissue associated with Type II diabetes, and acute and chronic inflammation of the adrenal cortex. Inflammatory conditions of the cardiovascular system include, but are not

limited to, coronary infarct damage, peripheral vascular disease, myocarditis, vasculitis, revascularization of stenosis, atherosclerosis, and vascular disease associated with Type II diabetes. In certain embodiments, the disclosure provides methods of treating an inflammatory endocrine condition or cardiovascular condition in a patient in need thereof by administering an effective amount a compound, salt and/or prodrug of the disclosure. In certain embodiments, treating an inflammatory endocrine condition or cardiovascular condition comprises decreasing inflammation in the patient, decreasing misregulation of inflammatory cytokines in the patient, decreasing circulating levels of one or more cytokines in plasma of the patient, and/or decreasing one or more symptoms of the inflammatory endocrine condition or the inflammatory cardiovascular condition in the subject. As noted above, endocrine disorders impact a diverse array of organs, and thus, the symptoms of the disorders vary depending on the tissue affected. By way of example, symptoms of the inflammatory cardiovascular condition that may be improved by decreasing inflammation or the inflammatory response, locally and/or systemically, include, but are not limited to: chest pain, irregular heart rhythm, angina, shortness of breath, dizziness, decreased activity level, and fatigue. Improvement in patients (e.g., decrease in symptoms) may be measured directly by assessing inflammation or by evaluating cytokine expression in patients. Improvement can also be assessed by evaluating improvement in any of the foregoing symptoms, evaluating patient self-reporting of quality of life and symptom reduction, and evaluating improvement in activity levels.

**[00210]** Inflammatory conditions of the kidney include, but are not limited to, glomerulonephritis, interstitial nephritis, lupus nephritis, nephritis secondary to Wegener's disease, acute renal failure secondary to acute nephritis, Goodpasture's syndrome, post-obstructive syndrome and tubular ischemia. In certain embodiments, the disclosure provides methods of treating an inflammatory kidney condition in a patient in need thereof by administering an effective amount a compound of the disclosure. In certain embodiments, treating an inflammatory kidney condition comprises decreasing inflammation in the kidney in the patient, decreasing misregulation of inflammatory cytokines in the patient, decreasing circulating levels of one or more cytokines in plasma of the patient, and/or decreasing one or more symptoms of the inflammatory kidney condition in the subject. By way of example, symptoms of the inflammatory kidney condition that may be improved by decreasing inflammation or the inflammatory response, locally and/or systemically, include, but are not limited to: increased or decreased frequency of urination, difficulty urinating, abnormal levels

of protein in urine, misregulation of salt levels, blood in urine, kidney failure, and reliance on dialysis (treatment is used to decrease or eliminate reliance on dialysis). Improvement in patients (e.g., decrease in symptoms) may be measured directly by assessing inflammation or by evaluating cytokine expression in patients. Improvement can also be assessed by  
5 evaluating improvement in any of the foregoing symptoms, evaluating patient self-reporting of quality of life and symptom reduction, or evaluating decreased reliance on dialysis (or increasing the period of time between diagnosis and onset of the time when the patient requires dialysis). Improvement can also be assessed by an increase in the period of time between diagnosis and progressing to end stage renal disease (ESRD) and/or delay or  
10 elimination of the need for a kidney transplant. In certain embodiments, the inflammatory condition of the kidney is an autoimmune condition, and the disclosure provides for methods of treating such a condition.

**[00211]** Inflammatory conditions of the liver include, but are not limited to, hepatitis (arising from viral infection, autoimmune responses, drug treatments, toxins, environmental  
15 agents, or as a secondary consequence of a primary disorder), obesity, biliary atresia, primary biliary cirrhosis and primary sclerosing cholangitis. Inflammatory diseases of the adipose tissues include, but are not limited to, obesity. In certain embodiments, the disclosure provides methods of treating an inflammatory liver condition in a patient in need thereof by administering an effective amount a compound of the disclosure. In certain embodiments,  
20 treating an inflammatory liver condition comprises decreasing inflammation in the liver in the patient, decreasing misregulation of inflammatory cytokines in the patient, decreasing circulating levels of one or more cytokines in plasma of the patient, and/or decreasing one or more symptoms of the inflammatory liver condition in the subject. By way of example, symptoms of the inflammatory liver condition that may be improved by decreasing  
25 inflammation or the inflammatory response, locally and/or systemically, include, but are not limited to: jaundice, abdominal swelling, dark urine, pale stool, bloody stool, fatigue, nausea, and loss of appetite. Improvement in patients (e.g., decrease in symptoms) may be measured directly by assessing inflammation or by evaluating cytokine expression in patients.

Improvement can also be assessed by evaluating improvement in any of the foregoing  
30 symptoms, evaluating patient self-reporting of quality of life and symptom reduction. Improvement can also be assessed by a delay or elimination of the need for a liver transplant.

**[00212]** Inflammatory conditions of the central nervous system include, but are not limited to, multiple sclerosis and neurodegenerative diseases such as Alzheimer's disease,

Parkinson's disease or dementia associated with HIV infection. In certain embodiments, the disclosure provides methods of treating an inflammatory condition in a subject in need thereof, with the proviso that the subject does not have and/or is not being treated for Alzheimer's disease or Parkinson's disease. In certain embodiments, the disclosure provides methods of treating an inflammatory condition in a subject in need thereof, with the proviso that the subject does not have and/or is not being treated for an inflammatory condition of the central nervous system and/or a neuronal or neurodegenerative condition characterized by an inflammatory component. In certain embodiments, the inflammatory condition to be treated by the methods of the disclosure is not an inflammatory condition of the central nervous system. In certain embodiments, the inflammatory condition to be treated by the methods of the disclosure is not an inflammatory condition of the peripheral nervous system.

**[00213]** In certain embodiments, the inflammatory condition is an autoimmune disease. Exemplary autoimmune diseases include, but are not limited to, rheumatoid arthritis, psoriasis (including plaque psoriasis), psoriatic arthritis, ankylosing spondylitis, ulcerative colitis, multiple sclerosis, lupus, alopecia, autoimmune pancreatitis, Celiac disease, Behcet's disease, Cushing syndrome, and Grave's disease. In certain embodiments, the disclosure provides methods of treating an autoimmune disease in a patient in need thereof by administering an effective amount a compound, salt and/or prodrug of the disclosure.

**[00214]** In certain embodiments, the inflammatory condition is a rheumatoid disorder. Exemplary rheumatoid disorders include, but are not limited to, rheumatoid arthritis, juvenile arthritis, bursitis, spondylitis, gout, scleroderma, Still's disease, and vasculitis. We note that certain categories of conditions overlap. For example, rheumatoid arthritis is an inflammatory rheumatoid disorder, an inflammatory joint disorder, and an autoimmune disorder. In certain embodiments, the disclosure provides methods of treating a rheumatoid disorder in a patient in need thereof by administering an effective amount a compound, salt or prodrug of the disclosure.

**[00215]** Other inflammatory conditions include periodontal disease, tissue necrosis in chronic inflammation, endotoxin shock, smooth muscle proliferation disorders, tissue damage following ischemia reperfusion injury, and tissue rejection following transplant surgery.

**[00216]** In certain embodiments, the compounds and/or compositions of the disclosure are not for use in the treatment of Alzheimer's disease or Parkinson's disease. In certain embodiments, the compounds and/or compositions of the disclosure are not for use in the treatment of a patient who has been diagnosed with or is suspected of having Alzheimer's

disease or Parkinson's disease. In certain embodiments, the compounds and/or compositions of the disclosure are not for use in the treatment of a neural or neurodegenerative disease or disorder. In certain embodiments, the compounds and/or compositions of the disclosure are not for use in the treatment of inflammatory pain. In certain embodiments, the compounds and/or compositions of the disclosure are not for use in the treatment of pain. In certain 5 embodiments of any of the foregoing, the term "are not for use in the treatment of" means that a compound is not being used to treat the condition and/or is not being used with the purpose of treating the condition. In other words, in certain embodiments, the inflammatory condition being treated is not Alzheimer's disease or is not Parkinson's disease, or is not a 10 neurodegenerative disease (in other words, is a non-neurodegenerative, inflammatory condition). Similarly, in certain embodiments, the subject in need of treatment for an inflammatory condition, including any of the inflammatory disorders set forth herein, is not a subject diagnosed with or suspected of having Alzheimer's disease and/or Parkinson's disease. In certain embodiments, the subject in need of treatment for an inflammatory 15 condition, including any of the inflammatory disorders set forth herein, is not a subject being treated for a neurological condition or a neurodegenerative condition.

**[00217]** The present disclosure further provides a method of treating or preventing inflammation associated with post-surgical wound healing in a patient.

**[00218]** It should be noted that the inflammatory conditions and categories of 20 conditions cited above are meant to be exemplary rather than exhaustive. Those skilled in the art would recognize that additional inflammatory diseases (e.g., systemic or local immune imbalance or dysfunction due to an injury, infection, insult, inherited disorder, or an environmental intoxicant or perturbant to the subject's physiology) may be treated by the methods of the current disclosure.

**[00219]** Inflammatory conditions can be categorized by the primary tissue affected. Illustrative examples of inflammatory conditions so categorized are provided above. The disclosure contemplates treating any such categories of inflammatory conditions by 25 administering an effective amount of a compound, salt and/or prodrug of the disclosure to a patient in need thereof. Moreover, inflammatory conditions can be further categorized based on the mechanism of action underlying the condition. For example, inflammatory conditions 30 may be categorized as autoimmune, as chronic versus acute, based on the portion of the immune system that is hyperactivated or upregulated in the condition, or based on the cytokines or category of cytokines misregulated in the condition. In certain embodiments,

the inflammatory condition is an allergic reaction or other inflammatory response mediated by IgE antibodies. In certain embodiments, the inflammatory condition is mediated by misregulation of inflammatory cytokines, such as interleukins (ILs) or tumor necrosis factor alpha (TNF).

5 [00220] Inflammatory conditions suitable for treatment with a compound, salt or prodrug of the disclosure may also be categorized based on the one or more cytokines that are elevated in patients (for example, in a tissue or body fluid (e.g., blood, serum or plasma) of the patient) having the conditions and/or that mediate, in whole or in part, the symptoms of the condition. In certain embodiments, inflammatory conditions suitable for treatment are  
10 conditions characterized, in whole or in part, by elevated levels (e.g., elevated levels in plasma and/or in a tissue in which symptoms are present) of one or more of the following cytokines: IL-4, IL-10, and/or IL-12. It should be noted that additional cytokines may also be elevated. However, in certain embodiments, the inflammatory condition is characterized by elevated concentrations, such as elevated in plasma concentrations, of at least IL-4, IL-10,  
15 and/or IL-12. Exemplary conditions that may, in certain embodiments, be characterized by elevated levels of IL-4, IL-10 and/or IL-12 include, but are not limited to, rheumatoid arthritis, psoriasis (including plaque psoriasis), psoriatic arthritis, atherosclerosis, Crohn's disease, irritable bowel syndrome, ulcerative colitis, multiple sclerosis, joint autoimmune inflammation, and immune-mediated inflammatory disorders. The disclosure contemplates  
20 methods in which a subject in need of treatment for any of the foregoing conditions or any condition characterized by elevated levels of IL-4, IL-10, and/or IL-12 may be treated by administering an effective amount of a compound of the disclosure (e.g., a compound, salt or prodrug). In certain embodiments, the condition being treated is not Alzheimer's disease and/or the subject in need thereof does not have and/or is not being treated for and/or has not  
25 been diagnosed with and/or is not suspected of having Alzheimer's disease. In certain embodiments, the condition being treated is not Parkinson's disease and/or the subject in need thereof is not being treated for and/or has not been diagnosed with and/or is not suspected of having Parkinson's disease. In certain embodiments, the condition is characterized by elevated levels of, at least, IL-12, and the disclosure provides methods for  
30 reducing levels of IL-12, such as in the plasma, of patients having any of the foregoing conditions or another condition mediated, in whole or in part, by IL-12 misregulation. Throughout the disclosure, a reference to an increased (elevated) level or concentration of one or more cytokines, for example, IL-12, in a subject (for example, in a tissue or body fluid

sample of the subject) with a particular condition, for example, an inflammatory condition, refers to an increased (elevated) level or concentration of the cytokine in a subject with the condition relative to a subject without the condition.

**[00221]** In certain embodiments, a compound, salt, or prodrug of the disclosure (e.g.,  
5 P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs of the disclosure) is administered to decrease levels of one or more cytokines in a subject in need thereof (e.g., a subject with an inflammatory condition). In certain embodiments, levels of cytokine are decreased in the plasma of the treated subject. Exemplary cytokines that may be decreased, such as decreased in the plasma of treated subjects, include, but are not limited to, IL-15, IL-10, IL-2, IL-7, IL-9, IL-10, IL-17, MIG, and MIP1a. Further exemplary cytokines that may be decreased, such as decreased in the plasma of treated subjects, include, but are not limited to, IL-3, IL-4, IL-10, IL-12, IFN-r, IL-5, IL-6, IL-13, and MIP1b. In certain embodiments, at least one, at least two, at least three, at least four, at least five, at least six, at least seven, at least eight, at least nine cytokines are decreased following treatment. In certain  
15 embodiments, at least IL-4, IL-10, and/or IL-12 are reduced in treated subjects, such as in plasma of treated subjects. In other words, in certain embodiments, the disclosure provides a method for reducing the level of one or more of IL-4, IL-10, and/or IL-12 in a subject in need thereof, such as reducing cytokine levels in plasma of the subject. In certain embodiments, at least IL-4, IL-10, and IL-12 are reduced in treated subjects, and the disclosure provides a  
20 method for reducing levels of IL-4, IL-10, and IL-12 in a subject in need thereof. In certain embodiments, at least IL-12 is reduced in treated subjects. In any of the foregoing, the disclosure contemplates that one or more (e.g., 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, or more than 10) additional cytokines may also be reduced following treatment. The disclosure contemplates that, in certain embodiments, administering a compound, salt, or prodrug of the disclosure  
25 may result in a statistically significant decrease in levels of a particular cytokine or of one or more cytokines in plasma in the subject, relative to the levels prior to one or more treatments. However, the disclosure also contemplates that the levels of such cytokines or of other cytokines, though reduced following one or more treatments, may be reduced to a lesser degree (e.g., the average level may decrease even if the total change is not statistically  
30 significant). As is common with the administration of compounds, the intended affect (e.g., reduction in plasma levels of certain cytokines) may require multiple treatments over some period of time. Thus, the disclosure contemplates that a reduction in cytokine levels in

plasma, or any other affect, may be observable after a single treatment or after multiple treatments.

**[00222]** Without being bound by theory, the reduction in circulating cytokines in the plasma may be mediated by actions on macrophages and monocytes, thereby indicating applicability of treatment with a compound, salt, or prodrug of the disclosure to numerous inflammatory conditions. In certain embodiments, the inflammatory condition is mediated, in whole or in part, by elevated interleukins.

**[00223]** Without being bound by theory, generally suppressing the immune system may result in unwanted side effects. Thus, in certain embodiments, administering a compound, salt or prodrug of the disclosure to a patient to treat an inflammatory condition reduces levels of one or more cytokines, but does not generally decrease levels of all cytokines. Thus, in certain embodiments, administering a compound, salt or prodrug of the disclosure does not cause general immunosuppression. For example, in certain embodiments, although the levels of one or more cytokines are decreased, the levels of one or more of the following are unchanged, substantially unchanged, or even slightly increased following administration of a compound, salt or prodrug of the disclosure: M-CSF, GM-CSF, G-CSF, MCP-1, IP-10, MIG, eotaxin, MIP-2, or LIX. In certain embodiments, administering a compound, salt or prodrug of the disclosure to a subject does not result in a statistically significant increase in the risk of opportunistic infections versus that for subjects having the same condition but not so treated. In certain embodiments, administering a compound, salt or prodrug of the disclosure to a subject does not result in neutropenia.

**[00224]** In certain embodiments, the condition being treated comprises rheumatoid arthritis. In certain embodiments, the patient has elevated levels of IL-12, such as elevated levels in plasma and/or in synovial tissue. Rheumatoid arthritis is an autoimmune disease and is a chronic, systemic inflammatory disorder. Rheumatoid arthritis primarily affects the joints, particularly the synovial joints, but it may also affect many other tissues and organs including the lungs, pericardium, and sclera. The condition can be disabling and painful, and patients whose disease is not adequately managed may have significant loss of mobility and substantial impairments in daily functioning. Numerous animal models of rheumatoid arthritis exist and may be used, for example, to optimize treatment regimens. These models include the collagen-induced arthritis model, the collagen-antibody-induced arthritis model, the zymosan-induced arthritis model, and the methylated BSA model. In addition, genetically manipulated transgenic mouse lines exist and provide suitable models. For a

review of numerous models see Asquith et al., 2009, *European Journal of Immunology* 39(8): 2040-4.

5 [00225] In certain embodiments, the condition being treated comprises psoriasis, such as plaque psoriasis. In certain embodiments, the condition being treated comprises psoriatic arthritis. There are five types of psoriasis: plaque, guttate, inverse, pustular, and erythrodermic. The most common form, plaque psoriasis, is commonly seen as red and white hues of scaly patches appearing on the epidermis. In certain embodiments, the condition being treated herein is plaque psoriasis. Psoriasis can also cause inflammation of the joints, which is known as psoriatic arthritis. Approximately 10-30% of patients with psoriasis also  
10 have psoriatic arthritis. In certain embodiments, the disclosure provides methods for treating psoriatic arthritis. In certain embodiments the patient in need of treatment for psoriasis, such as plaque psoriasis, or for psoriatic arthritis has elevated levels of IL-12. Animal models of psoriasis are available and may be used, for example, to optimize treatment regimens. See, for example, Conrad, 2006, *Current Rheumatology Report* 8(5): 342-347.

15 [00226] In certain embodiments, the condition being treated comprises atherosclerosis. Atherosclerosis is a condition in which an artery wall thickens as a result of the accumulation of fatty materials such as cholesterol and triglyceride. It affects arterial blood vessels and involves a chronic inflammatory response, such as in the walls of arteries. Animal models are available and may be used, for example, to optimize treatment regimens. See, for  
20 example, Getz, 2012, *Arterioscler Thromb Vasc Biol.* 32(5): 1104-15.

[00227] In certain embodiments, the condition being treated is inflammatory bowel disease, such as Crohn's disease or ulcerative colitis. Crohn's disease is a type of inflammatory bowel disease that may affect any part of the gastrointestinal tract (e.g., mouth to anus), leading to diverse GI symptoms. Approximately 50% of cases affect both ileum and  
25 the large intestines. The primary symptoms include abdominal pain, diarrhea, vomiting, and/or weight loss. In addition, patients may experience symptoms and complications in other tissues and organs, such as anemia, skin rash, arthritis, inflammation of the eye, and fatigue. In some cases, uncontrolled disease may lead to obstruction, fistula, or abscess. Ulcerative colitis affects the colon and is characterized by ulcers or open sores. The main  
30 symptom of active disease includes constant diarrhea mixed with blood and/or mucus. The frequency and severity of the diarrhea varies with the severity of the disease, and the GI – tract bleeding may lead to anemia. Like with Crohn's disease, non-GI symptoms may also be present. Severe ulcerative colitis can lead to perforation and may be fatal. Numerous animal

models to, for example, study inflammatory bowel disease and/or optimize treatment are available. See, for example, Mizoguchi, 2012, *Prog Mol Biol Transl Sci.* 105: 263-320.

[00228] In certain embodiments, the condition being treated comprises irritable bowel syndrome. Irritable bowel syndrome generally involves a sensitization of the nerves responsible for peristalsis. As a result, the muscles controlled by these nerves spasm in response to mild stimuli, such as certain foods or stress. Symptoms include pain, diarrhea, and/or constipation.

[00229] In certain embodiments, a compound, salt, and/or prodrug of the disclosure is administered topically, for example, to decrease inflammation in an inflammatory skin disorder. In certain embodiments, a compound, salt, and/or prodrug of the disclosure is administered locally, for example, injected into the space around an inflamed joint in a subject with rheumatoid arthritis. In certain embodiments, a compound, salt, and prodrug of the disclosure is administered systemically, such as orally or intravenously. These are merely exemplary. The appropriate route of administration may be selected based on the particular indication being treated and the patient's condition, and numerous exemplary routes of administration are described herein and known in the art.

[00230] The disclosure contemplates methods of treating any one or more of the foregoing diseases or conditions (including categories of diseases or conditions) using a compound, salt or prodrug of the disclosure.

## F. COMPOSITIONS AND MODES OF ADMINISTRATION

[00231] It will be appreciated that compounds and agents, salts and/or prodrugs thereof, used in the compositions and methods of the present disclosure preferably should readily penetrate the blood-brain barrier when peripherally administered. Compounds which cannot penetrate the blood-brain barrier, however, can still be effectively administered directly into the central nervous system, *e.g.*, by an intraventricular route.

[00232] In some embodiments of this disclosure, the compound, or salt and/or prodrug thereof, of the present disclosure is formulated with a pharmaceutically acceptable carrier. In other embodiments, no carrier is used. For example, the compound, or salt and/or prodrug thereof, as described herein can be administered alone or as a component of a pharmaceutical formulation (therapeutic composition). The compound, or salt and/or prodrug thereof, may be formulated for administration in any convenient way for use in human medicine.

[00233] Pharmaceutically acceptable carriers that may be used in these compositions include, but are not limited to, ion exchangers, alumina, aluminum stearate, lecithin, serum

proteins, such as human serum albumin, buffer substances such as phosphates, glycine, sorbic acid, potassium sorbate, partial glyceride mixtures of saturated vegetable fatty acids, water, salts or electrolytes, such as protamine sulfate, disodium hydrogen phosphate, potassium hydrogen phosphate, sodium chloride, zinc salts, colloidal silica, magnesium trisilicate, 5 polyvinyl pyrrolidone, cellulose-based substances, polyethylene glycol, sodium carboxymethylcellulose, polyacrylates, waxes, polyethylene-polyoxypropylene-block polymers, polyethylene glycol and wool fat.

**[00234]** In some embodiments, the therapeutic methods of the disclosure include administering the composition of a compound or agent, or salt and/or prodrug thereof, 10 topically, systemically, or locally. For example, therapeutic compositions of compounds or agents, salts and/or prodrugs thereof, of the disclosure may be formulated for administration by, for example, injection (*e.g.*, intravenously, subcutaneously, or intramuscularly), inhalation or insufflation (either through the mouth or the nose) or oral, buccal, sublingual, transdermal, nasal, or parenteral administration. The compositions of compounds or agents, 15 salts and/or prodrugs thereof, described herein may be formulated as part of an implant or device, or formulated for slow or extended release. When administered parenterally, the therapeutic composition of compounds or agents, salts and/or prodrugs thereof, for use in this disclosure is preferably in a pyrogen-free, physiologically acceptable form. Techniques and formulations generally may be found in Remington's Pharmaceutical Sciences, Meade 20 Publishing Co., Easton, PA.

**[00235]** In certain embodiments, pharmaceutical compositions suitable for parenteral administration may comprise the compound, or salt and/or prodrug thereof, of the present disclosure in combination with one or more pharmaceutically acceptable sterile isotonic aqueous or non-aqueous solutions, dispersions, suspensions or emulsions, or sterile powders 25 which may be reconstituted into sterile injectable solutions or dispersions just prior to use, which may contain antioxidants, buffers, bacteriostats, solutes which render the formulation isotonic with the blood of the intended recipient or suspending or thickening agents. Examples of suitable aqueous and non-aqueous carriers which may be employed in the pharmaceutical compositions of the disclosure include water, ethanol, polyols (such as 30 glycerol, propylene glycol, polyethylene glycol, and the like), and suitable mixtures thereof, vegetable oils, such as olive oil, and injectable organic esters, such as ethyl oleate. Proper fluidity can be maintained, for example, by the use of coating materials, such as lecithin, by

the maintenance of the required particle size in the case of dispersions, and by the use of surfactants.

[00236] A composition comprising a compound, or salt and/or prodrug thereof, of the present disclosure may also contain adjuvants, such as preservatives, wetting agents, emulsifying agents and dispersing agents. Prevention of the action of microorganisms may be ensured by the inclusion of various antibacterial and antifungal agents, for example, paraben, chlorobutanol, phenol sorbic acid, and the like. It may also be desirable to include isotonic agents, such as sugars, sodium chloride, and the like into the compositions. In addition, prolonged absorption of the injectable pharmaceutical form may be brought about by the inclusion of agents which delay absorption, such as aluminum monostearate and gelatin.

[00237] In certain embodiments of the disclosure, compositions comprising a compound, or salt and/or prodrug thereof, of the present disclosure can be administered orally, *e.g.*, in the form of capsules, cachets, pills, tablets, lozenges (using a flavored basis, usually sucrose and acacia or tragacanth), powders, granules, or as a solution or a suspension in an aqueous or non-aqueous liquid, or as an oil-in-water or water-in-oil liquid emulsion, or as an elixir or syrup, or as pastilles (using an inert base, such as gelatin and glycerin, or sucrose and acacia) and the like, each containing a predetermined amount of the compound, or salt and/or prodrug thereof, of the present disclosure as an active ingredient.

[00238] In solid dosage forms for oral administration (capsules, tablets, pills, dragees, powders, granules, and the like), one or more compositions comprising the compound, or salt and/or prodrug thereof, of the present disclosure may be mixed with one or more pharmaceutically acceptable carriers, such as sodium citrate or dicalcium phosphate, and/or any of the following: (1) fillers or extenders, such as starches, lactose, sucrose, glucose, mannitol, and/or silicic acid; (2) binders, such as, for example, carboxymethylcellulose, alginates, gelatin, polyvinyl pyrrolidone, sucrose, and/or acacia; (3) humectants, such as glycerol; (4) disintegrating agents, such as agar-agar, calcium carbonate, potato or tapioca starch, alginic acid, certain silicates, and sodium carbonate; (5) solution retarding agents, such as paraffin; (6) absorption accelerators, such as quaternary ammonium compounds; (7) wetting agents, such as, for example, cetyl alcohol and glycerol monostearate; (8) absorbents, such as kaolin and bentonite clay; (9) lubricants, such as talc, calcium stearate, magnesium stearate, solid polyethylene glycols, sodium lauryl sulfate, and mixtures thereof; and (10) coloring agents. In the case of capsules, tablets and pills, the pharmaceutical compositions may also comprise buffering agents. Solid compositions of a similar type may also be

employed as fillers in soft and hard-filled gelatin capsules using such excipients as lactose or milk sugars, as well as high molecular weight polyethylene glycols and the like.

[00239] Liquid dosage forms for oral administration include pharmaceutically acceptable emulsions, microemulsions, solutions, suspensions, syrups, and elixirs. In addition to the compound, or salt and/or prodrug thereof, of the present disclosure, the liquid dosage forms may contain inert diluents commonly used in the art, such as water or other solvents, solubilizing agents and emulsifiers, such as ethyl alcohol (ethanol), isopropyl alcohol, ethyl carbonate, ethyl acetate, benzyl alcohol, benzyl benzoate, propylene glycol, 1,3-butylene glycol, oils (in particular, cottonseed, groundnut, corn, germ, olive, castor, and sesame oils), glycerol, tetrahydrofuryl alcohol, polyethylene glycols and fatty acid esters of sorbitan, and mixtures thereof. Besides inert diluents, the oral compositions can also include adjuvants such as wetting agents, emulsifying and suspending agents, sweetening, flavoring, coloring, perfuming, and preservative agents.

[00240] Suspensions, in addition to the active compounds, salts and/or prodrugs thereof, may contain suspending agents such as ethoxylated isostearyl alcohols, polyoxyethylene sorbitol, and sorbitan esters, microcrystalline cellulose, aluminum metahydroxide, bentonite, agar-agar and tragacanth, and mixtures thereof.

[00241] A person of ordinary skill in the art, such as a physician, is readily able to determine the required amount of the compound, or salt and/or prodrug thereof, of the present disclosure to treat the subject using the compositions and methods of this disclosure. It is understood that the dosage regimen will be determined for an individual, taking into consideration, for example, various factors that modify the action of a compound, or salt and/or prodrug thereof, of the present disclosure, the severity or stage of the disease, route of administration, and characteristics unique to the individual, such as age, weight, size, and extent of cognitive impairment.

[00242] It is well-known in the art that normalization to body surface area is an appropriate method for extrapolating doses between species. To calculate the human equivalent dose (HED) from a dosage used in the treatment of age-dependent cognitive impairment in rats, the formula  $HED (mg/kg) = rat\ dose (mg/kg) \times 0.16$  may be employed (see Estimating the Safe Starting Dose in Clinical Trials for Therapeutics in Adult Healthy Volunteers, December 2002, Center for Biologics Evaluation and Research). For example, using that formula, a dosage of 10 mg/kg in rats is equivalent to 1.6 mg/kg in humans. This conversion is based on a more general formula  $HED = animal\ dose\ in\ mg/kg \times (animal$

weight in kg/human weight in kg)<sup>0.33</sup>. Similarly, to calculate the HED can be calculated from a dosage used in the treatment in mouse, the formula  $HED (mg/kg) = \text{mouse dose (mg/kg)} \times 0.08$  may be employed (*see* Estimating the Safe Starting Dose in Clinical Trials for Therapeutics in Adult Healthy Volunteers, December 2002, Center for Biologics Evaluation and Research).

**[00243]** In certain embodiments of the disclosure, the dose of the compound, or salt and/or prodrug thereof, or composition of the present disclosure is between 0.00001 and 100 mg/kg/day (which, given a typical human subject of 70 kg, is between 0.0007 and 7000 mg/day). Desired duration of administration of the compounds, salts or prodrugs described herein can be determined by routine experimentation by one skilled in the art. For example, the compounds, salts and/or prodrugs of the present disclosure may be administered for a period of 1-4 weeks, 1-3 months, 3-6 months, 6-12 months, 1-2 years, or more, up to the lifetime of the patient. For example, daily administration of the compounds over this period is contemplated.

**[00244]** In addition to compound, or salt and/or prodrug thereof, of the present disclosure, the compositions and methods of this disclosure can also include other therapeutically useful agents. These other therapeutically useful agents may be administered in a single formulation, simultaneously or sequentially with the compound, or salt and/or prodrug thereof, of the present disclosure according to the methods of the disclosure.

**[00245]** It will be understood by one of ordinary skill in the art that the compositions and methods described herein may be adapted and modified as is appropriate for the application being addressed and that the compositions and methods described herein may be employed in other suitable applications, and that such other additions and modifications will not depart from the scope hereof. For example, the compounds, salts and/or prodrugs of the disclosure are also useful as agents for agonizing P<sub>2</sub>Y<sub>6</sub> receptor activity, and can be used *in vitro* or *in vivo* to study normal and abnormal P<sub>2</sub>Y<sub>6</sub> receptor function. In certain embodiments, the compounds, salts, and/or prodrugs of the disclosure are used, directly or indirectly, to agonize P<sub>2</sub>Y<sub>6</sub> receptor activity, and may be used in any of the *in vitro* and/or *in vivo* methods disclosed herein. In certain embodiments, P<sub>2</sub>Y<sub>6</sub> receptor-modulating compounds, salts and/or prodrugs of the disclosure are agonists of the disclosure, and include the compounds, salts, and/or prodrugs described herein. The disclosure contemplates that any such compounds, salts, or prodrugs of the disclosure may be used to treat any of conditions described herein.

[00246] This disclosure will be better understood from the Experimental Details which follow. However, one skilled in the art will readily appreciate that the specific methods and results discussed are merely illustrative of the disclosure as described more fully in the embodiments which follow thereafter.

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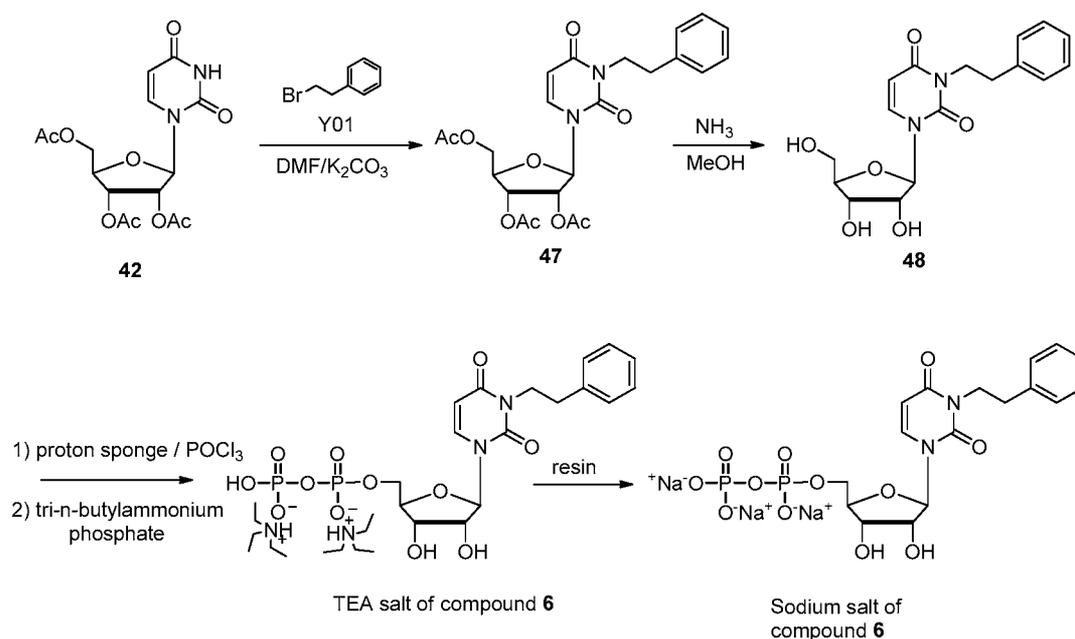
## EXAMPLES

### EXAMPLE 1

#### PREPARATION OF TRIETHYLAMINE AND SODIUM SALTS OF COMPOUND 6

[00247] Scheme 2 below provides a general synthetic route for the preparation of the triethylamine (TEA) and sodium salts of compound 6.

10 Scheme 2



#### Step 1: Synthesis of compound 47

[00248] To a solution of compound 42 (3.0 g, 8.11 mmol) in DMF (90 mL) was added Y01 (3.0 g, 16.22 mmol) and  $\text{K}_2\text{CO}_3$  (4.47 g, 16.22 mmol), the resulting mixture was stirred at 70 °C for 1h. After cooling down, the mixture was diluted with 250 mL water, extracted with ethyl acetate (EA) (250 mL $\times$ 3), the organic layer was dried over anhydrous  $\text{Na}_2\text{SO}_4$ , concentrated to give a crude product. The crude product was purified on column (eluted with PE / EA = 3:1) to give 3.61 g 47 as a colorless oil, yield: 94%.  $^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3$ )  $\delta$  7.36 (d,  $J = 8.1$  Hz, 1H), 7.32 – 7.27 (m, 4H), 7.25 – 7.18 (m, 1H), 5.98 (d,  $J = 4.0$  Hz, 1H), 5.81 (d,  $J = 8.1$  Hz, 1H), 5.34 (d,  $J = 2.4$  Hz, 2H), 4.35 (s, 3H), 4.13 (m, 2H), 3.01 – 2.84 (m, 2H), 2.14 (dd,  $J = 12.1, 4.2$  Hz, 9H), 1.26 (t,  $J = 7.1$  Hz, 1H).

#### Step 2: Synthesis of compound 48

[00249] 3.61 g **47** was dissolved in 150 mL 5N NH<sub>3</sub>/methanol then stirred at room temperature for 12 hrs. After the reaction was finished, methanol was removed under vacuum to give the crude product. The crude product was recrystallized from EA to give 1.94 g **48** as a white solid, yield: 73%. <sup>1</sup>H NMR (300 MHz, DMSO) δ 7.95 (d, *J* = 8.1 Hz, 1H), 7.37 – 7.11 (m, 5H), 5.77 (m, 2H), 5.42 (d, *J* = 5.4 Hz, 1H), 5.12 (m, 1H), 4.06 – 3.88 (m, 4H), 3.84 (m, 1H), 3.64 (m, 1H), 3.53 (m, 1H), 2.80 (t, *J* = 9.0 Hz, 2H).

### Step 3: Synthesis of the triethylamine (TEA) salt of compound 6

[00250] To a solution of compound **48** (500 mg, 1.44 mmol) in 7.2 mL trimethyl phosphate was added proton sponge (460 mg, 2.15 mmol) under nitrogen atmosphere followed by POCl<sub>3</sub> (290 mg, 1.87 mmol) at 0 °C. After 1h of stirring at 0-4 °C, tri-n-butylamine (192 mg, 1.04 mmol) was added to the solution followed by 7.2 mL of 0.5M tri-n-butylammonium phosphate solution in dimethylformamide (DMF). After 5 min the mixture was poured into a cold 0.5M aqueous TEAB solution (45 mL, pH 7.5) and stirred at 0 °C for 10 min. The solution was allowed to warm to room temperature upon stirring and then left standing for 1h. The mixture was extracted with tert-butyl methyl ether (50 mL×3), the aqueous solution was evaporated and lyophilized to yield white solid. The white solid was purified on prep-HPLC to give 82.8 mg compound **6** TEA salt, yield: 7.1%. <sup>1</sup>H NMR (300 MHz, D<sub>2</sub>O) δ 7.82 (d, *J* = 8.1 Hz, 1H), 7.23 – 7.08 (m, 5H), 5.83 (d, *J* = 8.1 Hz, 1H), 5.73 (d, *J* = 4.0 Hz, 1H), 4.23 – 3.93 (m, 7H), 3.12 – 2.94 (m, 16H), 2.78 (t, *J* = 7.0 Hz, 2H), 1.14 (t, *J* = 7.3 Hz, 24H).

### Step 4: Synthesis of the sodium salt of compound 6

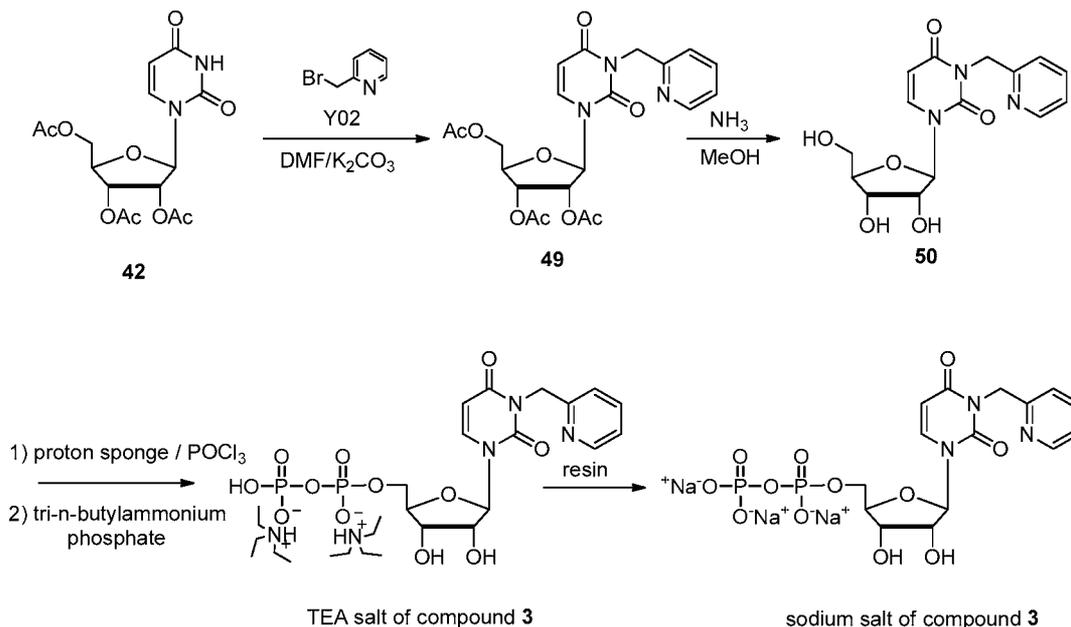
[00251] 82.8 mg compound **6** TEA salt was changed to sodium salt by ion exchange resin to give Compound **6** sodium salt, 58.9 mg, yield: 100%. <sup>1</sup>H NMR (300 MHz, D<sub>2</sub>O) δ 7.84 (d, *J* = 8.1 Hz, 1H), 7.20 (m, 5H), 5.87 (d, *J* = 8.1 Hz, 1H), 5.76 (d, *J* = 4.3 Hz, 1H), 4.24 – 4.02 (m, 7H), 2.86 (t, *J* = 7.1 Hz, 2H). <sup>31</sup>P NMR (162 MHz, D<sub>2</sub>O) δ -9.68 (d, *J* = 20.7 Hz, 1P), -11.00 (d, *J* = 20.9 Hz, 1P).

## EXAMPLE 2

### PREPARATION OF TRIETHYLAMINE AND SODIUM SALTS OF COMPOUND 3

[00252] Scheme 3 below provides a general synthetic route for the preparation of the triethylamine (TEA) and sodium salts of compound **3**.

Scheme 3



### Step 1: Synthesis of compound 49

[00253] Compound 49 was prepared from compound 42 according to the same procedure as described in step 1 of Example 1. 2.98 g compound 49 was obtained from 3.0 g compound 42, yield: 79.7%. <sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>) δ 8.47 (d, *J* = 4.7 Hz, 1H), 7.58 (m, 1H), 7.43 (d, *J* = 8.2 Hz, 1H), 7.19 – 7.07 (m, 2H), 6.01 (d, *J* = 4.8 Hz, 1H), 5.85 (d, *J* = 8.2 Hz, 1H), 5.36 – 5.26 (m, 2H), 5.20 (s, 2H), 4.31 (s, 3H), 2.05 (t, *J* = 10.5 Hz, 9H).

### Step 2: Synthesis of compound 50

[00254] Compound 50 was prepared from compound 49 according to the same procedure as described in step 2 of Example 1. 1.79 g compound 50 was obtained from 2.98 g compound 49, yield: 82.7%. <sup>1</sup>H NMR (300 MHz, DMSO) δ 8.42 (d, *J* = 3.5 Hz, 1H), 8.03 (d, *J* = 8.1 Hz, 1H), 7.76 – 7.67 (m, 1H), 7.26 – 7.18 (m, 2H), 5.81 (dd, *J* = 14.9, 6.5 Hz, 2H), 5.44 (d, *J* = 5.7 Hz, 1H), 5.23 – 5.01 (m, 4H), 4.03 (m, 1H), 3.96 (m, 1H), 3.84 (m, 1H), 3.70 – 3.59 (m, 1H), 3.53 (m, 1H).

### Step 3: Synthesis of the TEA salt of compound 3

[00255] The TEA salt of compound 3 was prepared from compound 50 according to the same procedure as described in step 3 of Example 1. 8.6 mg compound 3 TEA salt was obtained from 100 mg compound 50, yield: 4%. <sup>1</sup>H NMR (300 MHz, D<sub>2</sub>O) δ 8.38 – 8.26 (m, 1H), 7.96 (d, *J* = 8.2 Hz, 1H), 7.74 (m, 1H), 7.34 – 7.19 (m, 2H), 5.94 (m, 2H), 5.13 (d, *J* = 2.8 Hz, 2H), 4.32 – 4.27 (m, 2H), 4.21 – 4.11 (m, 3H), 3.08 (q, *J* = 7.3 Hz, 13H), 1.16 (t, *J* = 7.3 Hz, 23H).

### Step 4: Synthesis of the sodium salt of compound 3

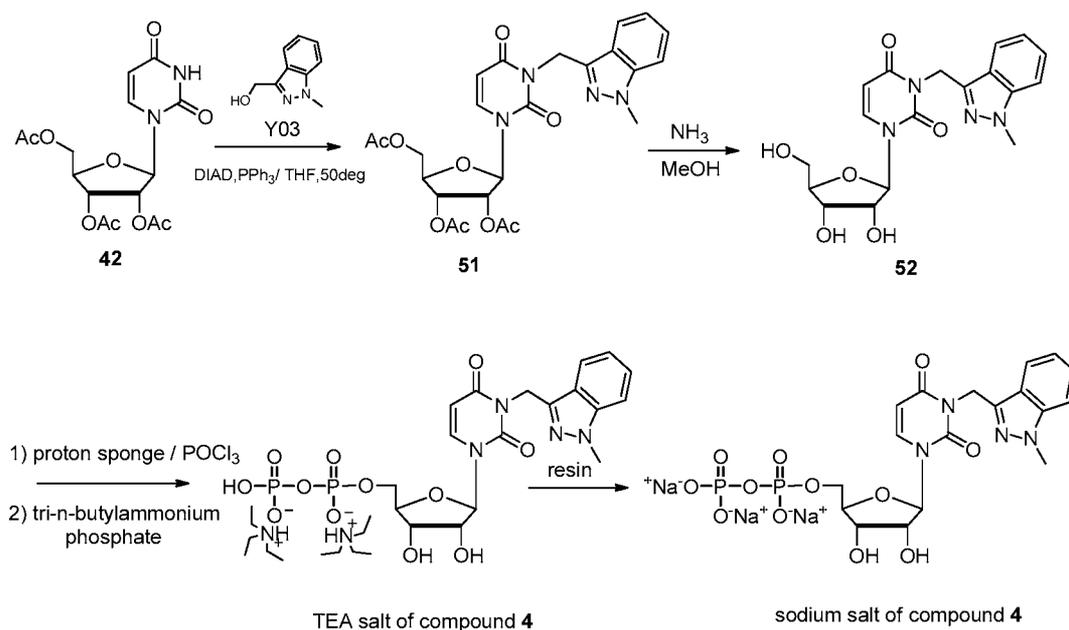
[00256] The sodium salt of compound **3** was prepared from the TEA salt of compound **3** according to the same procedure as described in step 4 of Example 1. 24.9 mg compound **3** sodium salt was obtained from 31 mg compound **3** TEA salt, yield: 99%. <sup>1</sup>H NMR (300 MHz, D<sub>2</sub>O) δ 8.31 (d, *J* = 4.4 Hz, 1H), 7.98 (d, *J* = 8.1 Hz, 1H), 7.73 (t, *J* = 7.8 Hz, 1H), 7.25 (d, *J* = 7.7 Hz, 2H), 6.01 (d, *J* = 8.1 Hz, 1H), 5.86 (d, *J* = 3.8 Hz, 1H), 5.12 (s, 2H), 4.28 (m, 5H). <sup>31</sup>P NMR (162 MHz, D<sub>2</sub>O) δ -6.73 (d, *J* = 21.9 Hz), -10.54 (d, *J* = 21.9 Hz).

### EXAMPLE 3

#### PREPARATION OF TRIETHYLAMINE AND SODIUM SALTS OF COMPOUND 4

[00257] Scheme 4 below provides a general synthetic route for the preparation of the triethylamine (TEA) and sodium salts of compound **4**.

Scheme 4



#### Step 1: Synthesis of compound **51**

[00258] To a solution of compound **42** (1.061 g, 1.87 mmol), **Y03** (930 mg, 5.73 mmol) and PPh<sub>3</sub> (1.501 g, 5.73 mmol) in 25 mL THF was added dropwise a solution of DIAD (1.159 g, 5.73 mmol) in 5 mL THF over 30 min, the resulting mixture was stirred at 50°C for 3h. After the reaction was finished, THF was removed to give the crude product. The crude product was purified on column (eluted with EA) to give 1.37 g compound **51** as an oil, yield: 88.8%.

#### Step 2: Synthesis of compound **52**

[00259] Compound **52** was prepared from compound **51** according to the same procedure as described in step 2 of Example 1. 0.8 g compound **52** was obtained from 1.37 g

compound **51**, yield: 77.4%.  $^1\text{H}$  NMR (300 MHz, DMSO)  $\delta$  7.99 (d,  $J = 8.1$  Hz, 1H), 7.73 (d,  $J = 8.2$  Hz, 1H), 7.55 (d,  $J = 8.5$  Hz, 1H), 7.36 (t,  $J = 7.7$  Hz, 1H), 7.09 (t,  $J = 7.5$  Hz, 1H), 5.87 – 5.76 (m, 2H), 5.38 (d,  $J = 5.7$  Hz, 1H), 5.30 (d,  $J = 4.0$  Hz, 2H), 5.12 – 5.06 (m, 1H), 4.01 (t,  $J = 5.2$  Hz, 1H), 3.94 (s, 4H), 3.84 (d,  $J = 3.6$  Hz, 1H), 3.68 – 3.46 (m, 2H).

### 5 **Step 3: Synthesis of the TEA salt of compound 4**

[00260] The TEA salt of compound **4** was prepared from compound **52** according to the same procedure as described in step 3 of Example 1. 8.1 mg compound **4** TEA salt was obtained from 100 mg compound **52**, yield: 4%.  $^1\text{H}$  NMR (300 MHz,  $\text{D}_2\text{O}$ )  $\delta$  7.91 (d,  $J = 8.1$  Hz, 1H), 7.68 (d,  $J = 8.2$  Hz, 1H), 7.43 – 7.34 (m, 2H), 7.11 (m, 1H), 5.98 (d,  $J = 8.1$  Hz, 1H), 5.88 (d,  $J = 4.2$  Hz, 1H), 5.32 (d,  $J = 1.9$  Hz, 2H), 4.26 (m, 2H), 4.15 (m, 3H), 3.86 (s, 3H), 3.07 (q,  $J = 7.3$  Hz, 12H), 1.23 – 1.09 (t,  $J = 7.3$  Hz, 20H).

### **Step 4: Synthesis of the sodium salt of compound 4**

[00261] The sodium salt of compound **4** was prepared from the TEA salt of compound **4** according to the same procedure as described in step 4 of Example 1. 64.3 mg compound **4** sodium salt was obtained from 80 mg compound **4** TEA salt, yield: 98%.  $^1\text{H}$  NMR (300 MHz,  $\text{D}_2\text{O}$ )  $\delta$  7.74 (d,  $J = 8.1$  Hz, 1H), 7.32 (d,  $J = 8.0$  Hz, 1H), 6.96 (m, 1H), 6.79 (m, 2H), 5.84 (d,  $J = 8.1$  Hz, 1H), 5.73 (d,  $J = 4.1$  Hz, 1H), 4.92 (s, 2H), 4.29 – 4.06 (m, 5H), 3.55 (s, 3H).  $^{31}\text{P}$  NMR (162 MHz,  $\text{D}_2\text{O}$ )  $\delta$  -9.88 (d,  $J = 19.7$  Hz, 1P), -10.82 (d,  $J = 19.7$  Hz, 1P).

## EXAMPLE 4

### 20 **PREPARATION OF TRIETHYLAMINE AND SODIUM SALTS OF COMPOUND 1**

[00262] Scheme 5 below provides a general synthetic route for the preparation of the triethylamine (TEA) and sodium salts of compound **1**.

Scheme 5



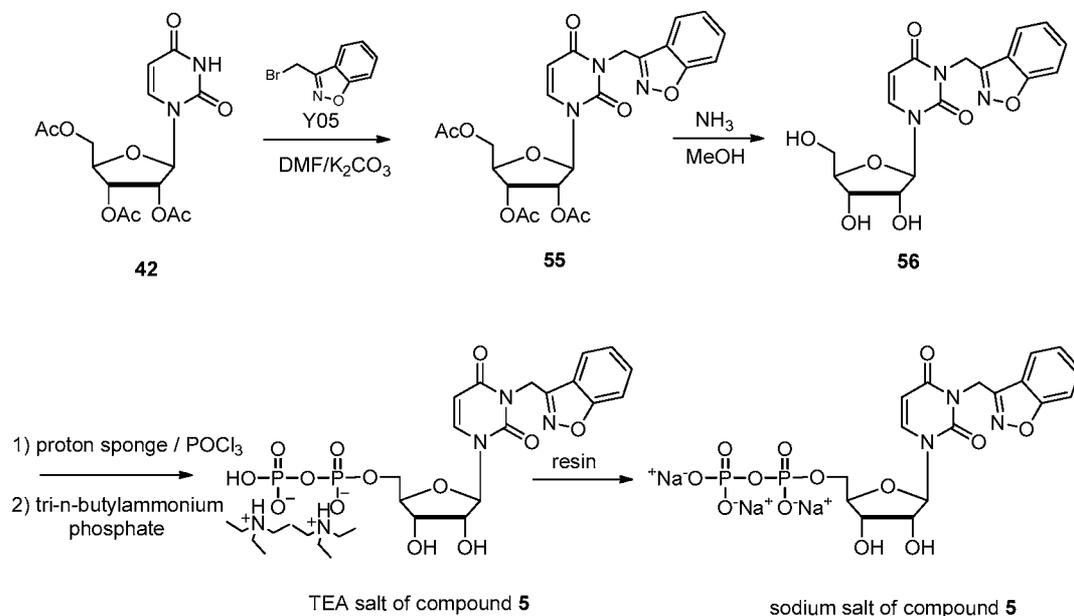
$J = 4.1$  Hz, 1H), 4.55 (m, 2H), 4.31 – 4.04 (m, 5H).  $^{31}\text{P}$  NMR (162 MHz,  $\text{D}_2\text{O}$ )  $\delta$  -8.13 (d,  $J = 21.6$  Hz, 1P), -10.86 (d,  $J = 21.7$  Hz, 1P).

### EXAMPLE 5

#### PREPARATION OF TRIETHYLAMINE AND SODIUM SALTS OF COMPOUND 5

- 5 [00267] Scheme 5 below provides a general synthetic route for the preparation of the triethylamine (TEA) and sodium salts of compound 5.

Scheme 5



#### Step 1: Synthesis of compound 55

- 10 [00268] Compound 55 was prepared from compound 42 according to the same procedure as described in step 1 of Example 1. 4.2 g compound 55 was obtained from 3.0 g compound 42, yield: 100%.  $^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3$ )  $\delta$  7.79 (d,  $J = 8.0$  Hz, 1H), 7.53 (dd,  $J = 3.7, 1.6$  Hz, 2H), 7.45 (d,  $J = 8.2$  Hz, 1H), 7.30 (m, 1H), 6.04 (d,  $J = 4.7$  Hz, 1H), 5.89 (d,  $J = 8.2$  Hz, 1H), 5.50 (d,  $J = 1.7$  Hz, 2H), 5.33 (m, 2H), 4.34 (d,  $J = 4.3$  Hz, 3H), 2.10 (d,  $J = 6.6$  Hz, 6H), 2.04 (s, 3H).

#### Step 2: Synthesis of compound 56

- [00269] Compound 56 was prepared from compound 55 according to the same procedure as described in step 2 of Example 1. 2.36 g compound 56 was obtained from 4.2 g compound 55, yield: 75.6%.  $^1\text{H}$  NMR (300 MHz, DMSO)  $\delta$  8.06 (d,  $J = 8.2$  Hz, 2H), 7.86 (d,  $J = 8.0$  Hz, 2H), 7.76 – 7.61 (m, 4H), 7.39 (t,  $J = 7.4$  Hz, 2H), 5.89 (d,  $J = 7.9$  Hz, 2H), 5.80 (m, 2H), 5.38-5.42 (m, 3H), 5.16 (m, 1H), 3.85-4.04 (m, 2H), 3.50-3.66 (m, 2H).

#### Step 3: Synthesis of the TEA salt of compound 5

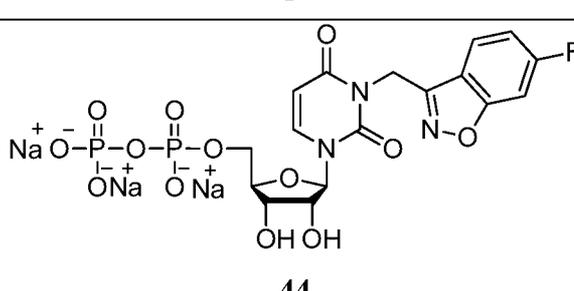
[00270] The TEA salt of compound **5** was prepared from compound **56** according to the same procedure as described in step 3 of Example 1. 26.3 mg compound **5** TEA salt was obtained from 300 mg compound **56**, yield: 5%. <sup>1</sup>H NMR (300 MHz, D<sub>2</sub>O) δ 7.80 (d, *J* = 8.2 Hz, 1H), 7.51 (d, *J* = 7.9 Hz, 1H), 7.42 – 7.35 (m, 1H), 7.31 (m, 1H), 7.12 (t, *J* = 7.3 Hz, 1H), 5.90 (d, *J* = 8.2 Hz, 1H), 5.80 (d, *J* = 4.0 Hz, 1H), 5.22 (s, 2H), 4.27 – 4.00 (m, 6H), 2.98 (q, *J* = 7.3 Hz, 7H), 1.07 (t, *J* = 7.3 Hz, 10H).

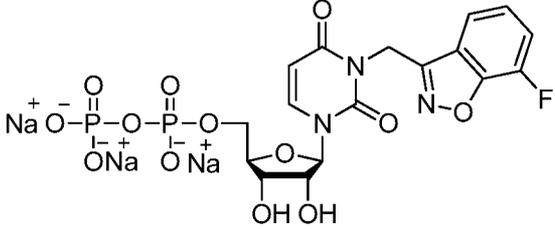
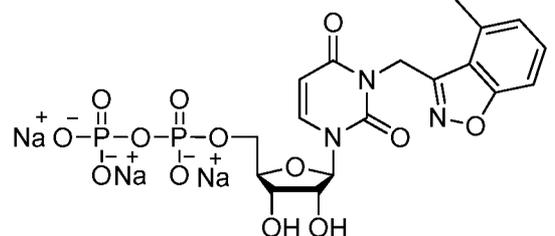
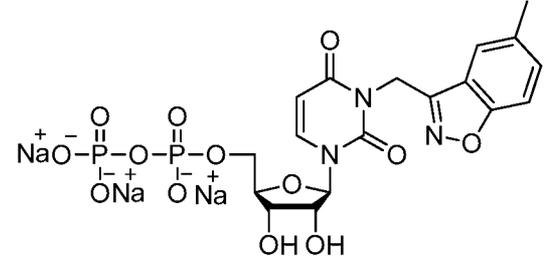
#### Step 4: Synthesis of the sodium salt of compound **5**

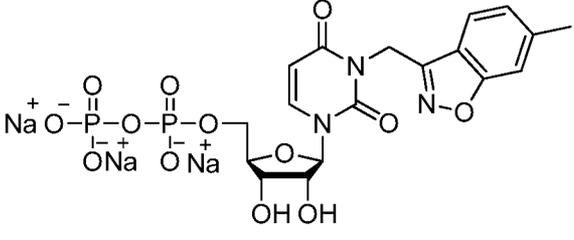
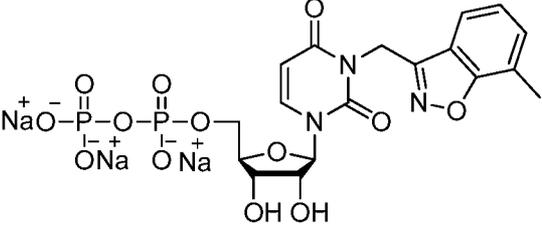
[00271] The sodium salt of compound **5** was prepared from the TEA salt of compound **5** according to the same procedure as described in step 4 of Example 1. 51.5 mg compound **5** sodium salt was obtained from 55 mg compound **5** TEA salt, yield: 99%. <sup>1</sup>H NMR (300 MHz, D<sub>2</sub>O) δ 7.98 (d, *J* = 8.2 Hz, 1H), 7.75 (d, *J* = 8.0 Hz, 1H), 7.63 – 7.54 (m, 2H), 7.35 (m, 1H), 6.03 (d, *J* = 8.2 Hz, 1H), 5.89 (d, *J* = 4.2 Hz, 1H), 5.45 (s, 2H), 4.31 (m, 2H), 4.15 (m, 3H). <sup>31</sup>P NMR (162 MHz, D<sub>2</sub>O) δ -7.95 (d, *J* = 21.2 Hz, 1P), -10.80 (d, *J* = 21.5 Hz, 1P).

[00272] The sodium salts of compounds **44-49** were prepared according to similar synthetic procedures as those used for preparing compound **5** (see Scheme 5 above). The characterization of these sodium salts are summarized in Table 1 below.

**Table 1:** Characterization of compounds **44-49**:

Compound	Characterization
 <p style="text-align: center;"><b>44</b></p>	<p>White solid, yield: 3%</p> <p><sup>1</sup>H NMR (400 MHz, D<sub>2</sub>O): δ 7.92 (1H, d, <i>J</i> = 8 Hz), 7.51-7.52 (1H, m), 7.21-7.25 (1H, m), 7.01-7.06 (1H, m), 5.98 (1H, d, <i>J</i> = 8.4 Hz), 5.88 (1H, d, <i>J</i> = 4 Hz), 5.38 (2H, s), 4.25-4.24 (2H, m), 4.16-4.11 (3H, m).</p> <p><sup>31</sup>P NMR (400 MHz, D<sub>2</sub>O): δ -10.78 (1P, d, <i>J</i> = 15.4 Hz), -11.36 (1P, d, <i>J</i> = 15.5 Hz).</p>

 <p style="text-align: center;"><b>45</b></p>	<p>White solid, yield: 3%</p> <p><b><sup>1</sup>H NMR (400 MHz, D<sub>2</sub>O):</b> δ 8.01 (1H, d, <i>J</i> = 8 Hz), 7.58-7.56 (1H, m), 7.40-7.31 (2H, m), 6.04 (1H, d, <i>J</i> = 8.4 Hz), 5.90 (1H, s), 5.48 (1H, s), 4.37-4.30 (2H, m), 4.18-4.17 (3H, m).</p> <p><b><sup>31</sup>P NMR (400 MHz, D<sub>2</sub>O):</b> δ -6.87 (1P, d, <i>J</i> = 16.1 Hz), -10.91 (1P, d, <i>J</i> = 16.7 Hz).</p>
 <p style="text-align: center;"><b>46</b></p>	<p>White solid, yield: 4.6%</p> <p><b><sup>1</sup>H NMR (400 MHz, D<sub>2</sub>O):</b> δ 8.02 (1H, d, <i>J</i> = 8 Hz), 7.48 (1H, d, <i>J</i> = 7.2 Hz), 7.38 (1H, d, <i>J</i> = 8.4 Hz), 7.14 (1H, d, <i>J</i> = 7.2 Hz), 6.05 (1H, d, <i>J</i> = 8.0 Hz), 5.90 (1H, s), 5.60 (1H, s), 4.34-4.31 (2H, m), 4.22-4.20 (3H, m).</p> <p><b><sup>31</sup>P NMR (400 MHz, D<sub>2</sub>O):</b> δ -5.79 (1P, d, <i>J</i> = 14.2 Hz), -10.01 (1P, d, <i>J</i> = 13.7 Hz).</p>
 <p style="text-align: center;"><b>47</b></p>	<p>White solid, yield: 5.3%</p> <p><b><sup>1</sup>H NMR (400 MHz, D<sub>2</sub>O):</b> δ 7.98 (1H, d, <i>J</i> = 8 Hz), 7.44 (1H, s), 7.39 (1H, s), 6.01 (1H, d, <i>J</i> = 8.0 Hz), 5.86 (1H, d, <i>J</i> = 4.0 Hz), 5.37 (2H, s), 4.35-4.33 (1H, m), 4.28-4.26 (1H, m), 4.16-4.15 (3H, m).</p> <p><b><sup>31</sup>P NMR (400 MHz, D<sub>2</sub>O):</b> δ -6.57 (1P, d, <i>J</i> = 16.7 Hz), -10.87 (1P, d, <i>J</i> = 16.7 Hz).</p>

 <p style="text-align: center;"><b>48</b></p>	<p>White solid, yield: 5.3%</p> <p><b><sup>1</sup>H NMR (400 MHz, D<sub>2</sub>O):</b> δ 7.96 (1H, d, <i>J</i> = 8 Hz), 7.57 (1H, d, <i>J</i> = 8 Hz), 7.35 (1H, s), 7.16 (1H, d, <i>J</i> = 8 Hz), 6.01 (1H, d, <i>J</i> = 8.0 Hz), 5.89 (1H, d, <i>J</i> = 4.0 Hz), 5.40 (2H, s), 4.30-4.26 (2H, m), 4.18-4.11 (3H, m), 2.40 (3H, s).</p> <p><b><sup>31</sup>P NMR (400 MHz, D<sub>2</sub>O):</b> δ -10.35 (1P, d, <i>J</i> = 15.3 Hz), -11.32 (1P, d, <i>J</i> = 15.4 Hz).</p>
 <p style="text-align: center;"><b>49</b></p>	<p>White solid, yield: 3%</p> <p><b><sup>1</sup>H NMR (400 MHz, D<sub>2</sub>O):</b> δ 7.97 (1H, d, <i>J</i> = 8 Hz), 7.51 (1H, d, <i>J</i> = 8 Hz), 7.35 (1H, d, <i>J</i> = 8 Hz), 7.21 (1H, d, <i>J</i> = 8 Hz), 6.03 (1H, d, <i>J</i> = 8.0 Hz), 5.91 (1H, d, <i>J</i> = 4.0 Hz), 5.41 (2H, s), 4.30-4.28 (2H, m), 4.21-4.12 (3H, m), 2.40 (3H, s).</p> <p><b><sup>31</sup>P NMR (400 MHz, D<sub>2</sub>O):</b> δ -10.73 (1P, d, <i>J</i> = 15.3 Hz), -11.33 (1P, d, <i>J</i> = 15.1 Hz).</p>

### EXAMPLE 6

#### MATERIALS AND METHODS FOR *IN VITRO* AND *IN VIVO* STUDIES

##### Activation of P<sub>2</sub>Y<sub>6</sub> Receptor

- 5 [00273] Synthetic ligands were tested for activation of P<sub>2</sub>Y<sub>6</sub> receptor by measuring receptor induced Ca<sup>2+</sup> changes with the fluorescent Ca<sup>2+</sup> indicator fluo-4. 1321N1 human astrocytoma cell lines either expressing P<sub>2</sub>Y<sub>2</sub>, P<sub>2</sub>Y<sub>4</sub> or P<sub>2</sub>Y<sub>6</sub> receptors were plated into 24-well plates. Two days after plating, fluorometric measurements were made and responses of cells to a serial dilution of ligands were determined. P<sub>2</sub>Y<sub>6</sub> receptor-mediated Ca<sup>2+</sup> fluorescent
- 10 change was determined by normalized accumulation of fluorescent change of 3 timepoints after ligand administration subtracted by value from ACSF control. Changes in fluorescent

intensity were plotted corresponding to ligand concentration in GraphPad. Dose-response curve and EC<sub>50</sub> for each ligand was estimated using nonlinear curve fit and Sigmoidal dose-response analysis. The sodium salt of compound **5** exhibited an EC<sub>50</sub> of 12 nM. The sodium salt of compound **5** was demonstrated to selectively activate P<sub>2</sub>Y<sub>6</sub> receptors by comparing its Ca<sup>2+</sup> mobilizing effects in three 1321N1 human astrocytoma cell lines expressing P<sub>2</sub>Y<sub>2</sub>, P<sub>2</sub>Y<sub>4</sub> or P<sub>2</sub>Y<sub>6</sub> receptors. The sodium salt of compound **5** was only effective at elevating Ca<sup>2+</sup> levels when applied to cells expressing P<sub>2</sub>Y<sub>6</sub> receptors and not effective in P<sub>2</sub>Y<sub>2</sub>, or P<sub>2</sub>Y<sub>4</sub> receptor expressing cells. The ability of the sodium salt of compound **5** to elevate Ca<sup>2+</sup> signals in P<sub>2</sub>Y<sub>6</sub> expressing cells was attenuated by addition of the P<sub>2</sub>Y<sub>6</sub> receptor antagonist MRS2578.

## 10 PSAPP Mice

[00274] Heterozygous mutant (K670N/M671L) APP (50% C57B6, 50% SJL) transgenic mice were crossed with heterozygous mutant (A246E) PS-1 (50% C57B6, 50% SJL) transgenic mice to generate heterozygous PSAPP transgenic mice (also referred to as PS-1/APP or PSAPP<sup>+/+</sup> mice), which refers to animals heterozygous for the PS-1 A246E transgene and the APP K670N/M671L transgene. Non-transgenic control animals were littermates (also referred to as PSAPP<sup>-/-</sup> mice) generated in the breeding for PSAPP transgenic animals. Mouse genotype was determined by Polymerase Chain Reaction (PCR). Both male and female mice of 6-7 months old were used for the experiments below. All animal experiments were performed in accordance with the Tufts Animal Care and Use Committee and with national regulations and policies.

## Two-photon *in vivo* Imaging Study

[00275] In this study, PSAPP mice were anesthetized using isoflurane and a thin-skull preparation was used to minimize the surface damage. Amyloid plaques were visualized with methoxyX04 labeling and blood plasma was labeled with Rhodamine dextran to facilitate re-localization of the same imaging area. Stack images were obtained using a two-photon system (Prairie Technologies) with excitation at 850 nm. The emission was detected by external photomultiplier tubes (525/70; DLCP 575; 607/45 nm).

## Stereotaxic Injection

[00276] Animals were anesthetized and immobilized in a stereotaxic frame. For each injection, 1µl of 10mM UDP or other suitable compounds in artificial cerebrospinal *fluid* (ACSF) as the vehicle were injected intraventricularly using the following coordinates: AP 0.2 mm, ML 1 mm, and DV 2.2 mm.

## Histology and Immunohistochemistry

[00277] Mice were perfused transcardially with 4% paraformaldehyde and 40  $\mu\text{m}$  Coronal sections were collected. Sections were sequentially incubated in 0.3%  $\text{H}_2\text{O}_2$  for 10 minutes, blocking solution for 2 hrs, blocking solution containing the primary antibody (rabbit anti-beta1-42; rabbit anti-beta1-40, from Chemicon International and rat anti-CD45) for 48 hours at 4°C, and blocking solution containing biotinylated antibody or fluorescently-labeled antibody for 2 hours at room temperature. Sections were visualized in a bright field microscope or a confocal microscope, and the optical density was obtained using MetaMorph software.

### **Fear Conditioning Test**

10 [00278] On day one, animals were trained in a fear conditioning apparatus for a total of 7 minutes with a two-pairing paradigm of cue and mild foot shock (a 30-s acoustic-conditioned stimulus, 80dB; a 2-s shock stimulus, 0.5mA). To evaluate contextual fear learning, the animals were returned to the training context 24 hours post-training, and freezing behavior was scored for 5 minutes. Freezing behavior was monitored by  
15 MotorMonitor (Hamilton Kinder) and scored every 5 seconds.

### **Electrophysiology and Long-term Potentiation (LTP) Recording**

[00279] Hippocampal slices (350  $\mu\text{m}$  thick) were prepared from 6-month-old PSAPP mice. Baseline responses were obtained every 10 seconds and Input-output (I/O) curves, paired-pulse modification and LTP were successively measured. The stimulation intensity  
20 was set to a level that gives a value of 30% of the maximum obtained. LTP were induced by high frequency stimulation (HFS, 100 pulses at 100 Hz, four times) or by theta-burst stimulation (TBS, 10 bursts at 5 Hz, repeated 10 times in 15 s intervals).

## **EXAMPLE 7**

### **DOSE-DEPENDENT ACTIVATION OF $\text{P}_2\text{Y}_6$ RECEPTOR**

25 [00280] Synthetic ligands were tested for activation of  $\text{P}_2\text{Y}_6$  receptor by measuring receptor induced  $\text{Ca}^{2+}$  changes with the fluorescent  $\text{Ca}^{2+}$  indicator fluo-4, and results are shown in Figure 10(A)–(K). 1321N1 human astrocytoma cell lines either expressing  $\text{P}_2\text{Y}_2$ ,  $\text{P}_2\text{Y}_4$  or  $\text{P}_2\text{Y}_6$  receptors were plated into 24-well plates. Two days after plating, fluorometric measurements were made and responses of cells to a serial dilution of ligands were  
30 determined.  $\text{P}_2\text{Y}_6$  receptor-mediated  $\text{Ca}^{2+}$  fluorescent change was determined by normalized accumulation of fluorescent change of 3 timepoints after ligand administration subtracted by value from ACSF control. Changes in fluorescent intensity were plotted corresponding to ligand concentration in GraphPad. Dose-response curve and  $\text{EC}_{50}$  for each ligand was

estimated using nonlinear curve fit and Sigmoidal dose-response analysis. The sodium salt of compound **5** exhibited an EC<sub>50</sub> of 12 nM. The sodium salt of compound **5** was demonstrated to selectively activate P<sub>2</sub>Y<sub>6</sub> receptors by comparing its Ca<sup>2+</sup> mobilizing effects in three 1321N1 human astrocytoma cell lines expressing P<sub>2</sub>Y<sub>2</sub>, P<sub>2</sub>Y<sub>4</sub> or P<sub>2</sub>Y<sub>6</sub> receptors. The sodium salt of compound **5** was only effective at elevating Ca<sup>2+</sup> levels when applied to cells expressing P<sub>2</sub>Y<sub>6</sub> receptors and not effective in P<sub>2</sub>Y<sub>2</sub>, or P<sub>2</sub>Y<sub>4</sub> receptor expressing cells. The ability of the sodium salt of compound **5** to elevate Ca<sup>2+</sup> signals in P<sub>2</sub>Y<sub>6</sub> receptor expressing cells was attenuated by addition of the P<sub>2</sub>Y<sub>6</sub> receptor antagonist MRS2578. These experiments demonstrated that compound **5** is a P<sub>2</sub>Y<sub>6</sub> receptor agonist.

10

### EXAMPLE 8

#### ACUTE UDP ADMINISTRATION REDUCED PLAQUE BURDEN IN PSAPP MICE

[00281] To evaluate the effect of UDP on plaque burden, two-photon microscopy was used to assess the amyloid plaques in the barrel cortex in living PSAPP mice. Amyloid plaques were stained by systemically administered methoxy-X04. One day prior to imaging, PSAPP mice were injected with methoxyX04 to label the amyloid plaques. On the imaging day, to facilitate the re-location of the same imaging area, blood plasma was labeled with Rhodamine dextran. Images were obtained from the same start- and end-point to ensure the same image volume.

[00282] The results were shown in a maximum intensity projection of a fluorescent stack containing 45 planes. Representative images of methoxyX04 labeled amyloid plaques and angiopathy on days 1 are shown in Figure 1(A)-(C). Immediately after imaging, animals were injected with ACSF or UDP intracerebroventricularly (i.c.v.) and allowed to recover. On day 4, animals were subjected to a second period of imaging of the same regions studied on day 1 and the results are shown in Figure 1(D)-(F). The similar pattern of angiopathy (shown by open arrows) indicated the same imaging area.

[00283] Overall, decreased plaque occupied-area was observed on day 4 following administration of UDP. In the images with higher magnification (Figure 1(C) and (F)), the same dense core plaques (as shown by arrows) could be identified based on its morphology and location relative to the blood vessel. It was observed that the dense core plaques had more intense methoxyX04 labeling, but with decreased plaque size (as shown by arrows), when compared to the size of the same plaques on day 1. This suggested that acute UDP treatment reduced plaques size in live animals. This effect was further evaluated by quantifying the number of plaques, plaque load, and size of cross-section of individual

plaques. See Figure 2(A)-(E). Quantitative analysis showed that acute UDP treatment led to a 12.6% reduction in the number of plaques ( $P<0.01$ ) and a 17.2% reduction in plaque load ( $P<0.01$ ) in barrel cortex as assessed by two-photon microscopy. Individual identified plaques that were detected on the second imaging session showed an 18.2% reduction ( $P<0.01$ ) in cross-sectional area following UDP treatment.

**[00284]** After repeated imaging, brains were fixed and subjected to postmortem immunohistochemistry with amyloid beta specific antibodies  $\beta 1-40$  and  $\beta 1-42$  to evaluate the plaque load (area occupied by immunostaining of plaque) in cortex and hippocampus. See Figure 3(A)-(D). UDP treatment resulted in a 60% ( $p<0.05$ ) and 62% ( $p<0.01$ ) decrease in plaque load in the cortex and hippocampus, respectively, as assessed by staining with the  $\beta 1-40$  antibody. Quantification of staining with  $\beta 1-42$  antibody showed a 48% ( $P<0.01$ ) and 47% ( $P<0.05$ ) decrease in plaque load in the cortex and hippocampus, respectively. See Figure 4(A)-(F). Both *in vivo* imaging and post hoc staining showed decrease in plaque burden in brains of PSAPP mice, consistent with reduced plaque load in the tested animals following acute administration of UDP (e.g., a  $P_2Y_6$  receptor agonist).

#### EXAMPLE 9

##### ACTIVATION OF $P_2Y_6$ RECEPTORS REDUCED PLAQUE BURDEN IN PSAPP MICE

**[00285]** 3-phenacyl-UDP (also referred to as PSB0474) is a potent and selective  $P_2Y_6$  receptor agonist ( $EC_{50}=70\text{nM}$ ,  $>500$ -fold selective). In this study,  $P_2Y_6$  receptor was activated *in vivo* using 3-phenacyl-UDP (PSB0474). The effect of this activation may have on plaque burden was also evaluated.

**[00286]** PSB0474 was systemically administered to PSAPP mice via intraperitoneal injection for 2, 4 and 6 consecutive days. In one group, prior to evaluation and following to administration for 6 consecutive days, treatment was suspended for two weeks (6 + 2 weeks group). Brains were then fixed and plaque load was evaluated by immunostaining with the amyloid beta specific antibodies:  $\beta 1-40$  and  $\beta 1-42$ . Representative images of plaque load in cortex and hippocampus from animals that received injections of PSB0474 according to the foregoing injection schedules are shown in Figure 5(A)-(D). Quantitative data showed that administration of PSB0474 for 4 and 6 consecutive days significantly decreased immunoreactivity of  $\beta 1-40$  in both cortex and hippocampus (Figure 6(A) and 6(B)). Whereas, when administration of PSB0474 was stopped for 2 weeks following six consecutive days of treatment (denoted as the 6 + 2 weeks group),  $\beta 1-40$  staining rebounded; although to a level lower than observed in mice treated with saline as a vehicle control. Figures 6A and 6B

depict the reduction in plaque load (%) the cortex and hippocampus, respectively, in PSAPP mice after treatment with 3-phenacyl-UDP for 2, 4, or 6 consecutive days, as assayed by staining with the  $\beta$ 1-40 antibody. Figures 6C-6F depict data obtained following administration of different dosages of PSB0474. It is important to note that a 1000x increase in dose of PSB0474 did not cause detrimental effects to the animal, suggesting that there is a wide therapeutic window for P2Y6 receptor agonists. However, with the higher dose of 1mg/kg we did observe smaller effects on the efficacy endpoint presumably because the enhanced receptor occupancy led to some desensitization/internalization of the P2Y6 receptor. This result indicates that activation of P<sub>2</sub>Y<sub>6</sub> receptor significantly attenuated plaque load in both the cortex and hippocampus in PSAPP mice.

#### EXAMPLE 10

##### ACUTE UDP ADMINISTRATION IMPROVED COGNITIVE FUNCTION AND HIPPOCAMPAL LTP IN PSAPP MICE

**[00287]** Amyloid beta peptide has been reported to be toxic to synaptic transmission, and accumulation of amyloid protein is associated with cognitive impairment both in animal models of AD and in AD patients. Additionally, accumulation of amyloid protein is observed in other conditions associated with cognitive impairment, such as in Down Syndrome. Therefore, we further investigated in PSAPP mice whether the observed reduction in plaque burden would also lead to reversal in cognitive and memory deficits typically observed in AD patients, such as impaired cognition, impaired memory, and deficits in long-term potentiation (LTP).

**[00288]** In this study, the fear conditioning associative learning paradigm was used as a rapid cognition assay for PSAPP mice. This study allowed us to probe cognitive function with a single training day followed in 24 hours by tests for contextual and cued fear learning. Contextual fear learning is dependent upon a brain area that has been implicated as a locus for cognitive decline in AD: the hippocampus. Two pairings of CS-US for fear conditioning were followed 24 hours later by testing for contextual and cued fear learning. Previous studies have reported that PSAPP animals appear to have a selective hippocampus-dependent impairment in associative learning following two pairings of conditioned stimuli for fear conditioning.

**[00289]** In this study, it was found that PSAPP mice treated with ACSF showed low freezing behavior during 5 minute-testing time (Figure 7(A)), which is similar to the level reported in previous study (Dineley, et al. 2002). After UDP treatment, PSAPP mice

exhibited increased freezing behavior during the first 4 minutes but not during the last minute. Analysis of total freezing percentage (Figures 7(B) and 7(C)) showed that PSAPP mice treated with acute UDP exhibited significantly higher freezing behavior ( $49\% \pm 5\%$ ) compared to an animal treated with ACSF ( $18\% \pm 3\%$ ). This data suggested that acute UDP treatment rescued the deficit in contextual fear learning in PSAPP mice.

[00290] In the fear conditioning test mice exhibit a freezing behavior if they have a memory of the application of the aversive shock that was delivered 24 hours earlier. When placed in the appropriate environment the mice “freeze” and do not explore their environment as they anticipate the delivery of an additional shock. Thus the greater percent time that they exhibit freezing indicates a greater memory of their previous experience and thus improved memory. This represents a decrease in the cognitive impairment observed in the untreated mice.

[00291] Accumulated evidence has shown that amyloid peptides naturally secreted or isolated from Alzheimer’s brains impair synaptic plasticity, especially hippocampal long-term potentiation (Walsh et al., 2002). Therefore, we further performed LTP recordings in PASPP mice and investigated whether  $P_2Y_6$  receptor-mediated plaque clearance affects synaptic plasticity. In this study, LTP was successfully induced in CA1 area of the hippocampus in aged PSAPP mice with high-frequency stimulation (HFS, 100 pulses at 100 Hz, four times in 20 s intervals). First, it was observed that LTP at the schaffer collateral synapse within the CA1 region was depressed in PSAPP mice, as compared with littermates (Figure 8(A)). This result confirmed previous reports about synaptic toxicity of A $\beta$ . Acute UDP treatment reversed this LTP deficit in PSAPP mice, and the LTP significantly increased compared with mice injected with ACSF (Figure 8(B)). Analysis of the last 15 min potentiation showed a significant increase in field excitatory postsynaptic potential (fEPSP) in PSAPP mice treated with UDP, which is comparable to the level in PSAPP littermates (Figure 8(C)). These data supports the conclusion that activation of  $P_2Y_6$  receptor rescues the LTP deficiency in PSAPP mice, which is consistent with improvement in cognition mediated by  $P_2Y_6$  receptor.

#### EXAMPLE 11

##### ACTIVATION OF $P_2Y_6$ RECEPTOR WITH CHRONIC INJECTION OF PSB0474 IMPROVED COGNITIVE FUNCTION OF PSAPP MICE

[00292] Similar to acute UDP treatment, chronic injection of the  $P_2Y_6$  receptor agonist 3-phenacyl-UDP (PSB0474) increased total freezing percentage in context test in PSAPP

mice (Figure 9(A) - (C)). In this study, PSB0474 was administered at two different doses, both of which showed beneficial effect in improving cognitive function in the PSAPP mice.

#### EXAMPLE 12

##### ACTIVATION OF P<sub>2</sub>Y<sub>6</sub> RECEPTOR WITH COMPOUND 5 IMPROVED COGNITIVE FUNCTION OF PSAPP MICE AND REDUCED PLAQUE BURDEN IN PSAPP MICE

5 [00293] In this study, compound 5 was injected intraperitoneally into 6 to 7-month-old PSAPP and WT mice daily at two different doses, i.e., 1µg/kg or 1mg/kg of compound 5 (in 1% DMSO/PBS) for 7 consecutive days. Consistent with the results observed following acute UDP or PSB0474 treatment, treatment with compound 5 increased total freezing  
10 percentage in the context test in PSAPP mice (see Figure 11). Figure 11 shows freezing behavior (freezing %) of PASPP mice in fear conditioning studies after treatment with vehicle control or compound 5. Figure 11 depicts the results of experiments using the contextual fear conditioning test with PSAPP mice treated with vehicle control (black bar at center of graph). These mice showed significantly decreased freezing percentage compared  
15 to the age-matched wildtype animals (white bar); indicative of the memory deficits and cognitive impairment in PSAPP mice. Administration of compound 5 prior to testing significantly improved the freezing behavior (hatched bar at right of graph) compared to the control treatment. In fact, this behavior which is indicative of cognitive function and memory was restored to a level equivalent to that observed in wildtype animals. This result is  
20 consistent with the conclusion that compound 5 improved cognitive function (decreased cognitive deficits) in these mice, such as by improving memory and/or learning.

[00294] Treatment with compound 5 was also found to reduce the plaque burden in cortex and hippocampus of PSAPP mice (Figure 12 (A)-(C)). Figure 12 shows plaque load in the cortex (Cx) and hippocampus (Hp) of the PSAPP mice after treatment with compound 5  
25 or vehicle control, as assayed using the amyloid beta specific antibody β1-42. Figure 12A depicts the substantial decrease in Aβ plaque load (%) in the cortex following treatment with compound 5, in comparison to the vehicle control. Figure 12 B depicts the substantial decrease in Aβ plaque load (%) in the hippocampus following treatment with compound 5, in comparison to the vehicle control. Figure 12C shows postmortem immunohistochemistry  
30 analysis of the plaque load in cortex and hippocampus of PSAPP mice after treatment with compound 5 or vehicle control. Amyloid beta specific antibody β1-42 was used in the analysis.

[00295] To generate these graphs showing plaque load, mice were euthanized, brain sections cut and antibodies directed against A $\beta$  42 were used to disclose A $\beta$  plaques. Images were acquired digitally and an algorithm was applied to threshold the image so that plaques were isolated from the background. The algorithm then calculated the percent area of the field of view occupied by the plaques.

[00296] In addition to rodent models, such as described above, compounds, salts and prodrugs of the present disclosure may be tested in canine models for human neurodegenerative diseases, such as dogs with canine counterpart of Alzheimer's disease. For example, an aged beagle model is available from InterVivo (see, the website on the world wide web [intervivo.com/aged-dog/ad](http://intervivo.com/aged-dog/ad)). Other models have been reported in the literature, such as by Insua et al., *Neurobiol Aging*, 2010, 31(4): 625-635 (epub 2008 Jun 24, doi: 10.1016/j.neurobiolaging.2008.05.014).

[00297] Further, ADME (Absorption, Distribution, Metabolism and Excretion) and Toxicity (ADMET) Studies for safety, tolerability, and pharmacokinetic (PK) profiles of the compounds, salts and prodrugs of the present disclosure are conducted in rodents and a second species (such as dogs).

### EXAMPLE 13

#### ADMINISTRATION OF COMPOUND 5 DECREASED LEVELS OF CIRCULATING CYTOKINES IN THE PLASMA OF PSAPP MICE

[00298] Inflammatory cytokines were assessed in mouse plasma of both wild type and PS1/APP mice (Alzheimer's mouse model) and the impact of intraperitoneal delivery of compound 5 on circulating cytokines was assessed. Seven daily intraperitoneal injections of 1 $\mu$ g/kg of compound 5 were delivered to mice. 24 hours following the final injection, plasma was collected. Wildtype, age matched littermates and PSAPP mice (>6 months of age) were treated either with vehicle (phosphate buffered saline) or vehicle containing compound. Compared to wildtype mice, PSAPP mice exhibited greater levels of several cytokines (where cytokine levels were measured in pg/ml. In particular IL-9, IL-15 and MIG were elevated compared to WT vehicle controls. Treatment with compound reduced the levels of several cytokines in PSAPP mice including Il-1 $\beta$ , IL-2, IL-7, IL-9, IL-10, IL-15, MIG and MIP1 $\alpha$ . Additionally, treatment reduced the levels of certain cytokines in wildtype animals (e.g. IL-2 and IL-10) supporting the conclusion that agonizing P<sub>2</sub>Y<sub>6</sub> receptor activity, directly or indirectly, affects inflammatory cytokines more generally (e.g., not specifically in Alzheimers models). See Figure 13.

**EXAMPLE 14****PRE-SYMPTOMATIC ADMINISTRATION TO PSAPP MICE REDUCED AMYLOID  $\beta$   
ACCUMULATION AND REDUCED IMPAIRMENT**

5 [00299] In this study, treatment of PSAPP mice commenced when the mice were pre-symptomatic. Specifically, treatment was initiated when the mice were approximately 3 months old. PSAPP mice were treated for 100 days with daily, intraperitoneal injections of 10 $\mu$ g /kg of the nucleoside of compound **5** or with vehicle. We discovered that the nucleoside of compound **5** has activity similar to that of compound **5** in terms of modulating  
10 P<sub>2</sub>Y<sub>6</sub> receptor activity. Without being bound by theory, when the nucleoside of compound **5** is administered, it may be phosphorylated to produce compound **5** (e.g., converted to compound **5**), which is capable of agonizing P<sub>2</sub>Y<sub>6</sub> receptor activity. Accordingly, data obtained with this particular nucleoside is reflective of administration of compound **5**.

[00300] Following treatment, mice were assessed in a fear conditioning task for  
15 memory formation. Subsequently, plaque burden in the mice was also evaluated. The data provided in Examples 14 and 15 is for 19 vehicle treated mice and 22 compound treated mice. The data provided for the vehicle-treated group is the average across those mice, and error bars depict the standard error (SEM). Similarly, the data provided for the compound-treated group is the average across those mice, and the error bars depict the SEM.

20 [00301] Treatment with the nucleoside of compound **5** prevented impairment of contextual fear memory. In other words, treatment decreased loss of memory that otherwise develops and is observed in PSAPP mice. Memory is assessed by the percent time that mice "freeze" 24 hours after a fear inducing electric shock. The greater the freezing the greater the memory of the prior shock. As depicted in Figure 14, the mice treated with the nucleoside of  
25 compound **5** show a statistically significant increase in this freezing time, as compared to vehicle treated mice.

[00302] In addition, mice treated with the nucleoside of compound **5** had reduced plaque burden. This reflects a reduction in amyloid  $\beta$  accumulation in the compound-treated mice versus the vehicle-treated mice. See Figure 15.

30

**EXAMPLE 15****DECREASED LEVELS OF CYTOKINES IN THE PLASMA OF PSAPP MICE**

[00303] As part of the study described in Example 14, the levels of numerous cytokines in plasma of mice treated with vehicle or the nucleoside of compound **5** were also

evaluated. As described in Example 14, treatment was initiated when the mice were approximately 3 months old. PSAPP mice were treated for 100 days with daily injections of 10 $\mu$ g /kg of the nucleoside of compound **5** or vehicle. Following treatment and the fear conditioning task experiment, plasma was taken for multiplex cytokine analysis of circulating cytokine levels in vehicle-treated versus compound-treated PSAPP mice. Cytokine levels are assayed using a multi-plex system where beads are labelled with capture antibody specific for each analyte tested. Each bead set is coupled to a specific capture antibody and is distinguishable from beads coupled to a different capture antibody. Thus, the levels of each analyte can be evaluated and distinguished. These results are summarized in Figures 16-19, and levels of each analyte are shown in pg/ml.

**[00304]** Briefly, following treatment for 100 days with the nucleoside of compound **5**, which maybe converted to compound **5** *in vivo*, a statistically significant reduction, in plasma concentrations of IL-4, IL-10, and IL-12 (also referred to as IL-12(p70)) was observed, in comparison to vehicle control treated mice. See Figure 16. For IL-12, the reduction observed represents an actual reduction in the functional IL-12, heterodimeric cytokine, and not just a reduction in the p40 subunit common to multiple cytokines. Specifically, the data examining the p40 subunit alone (depicted as IL-12(p40); using a capture antibody that measures the p40 subunit) does not reflect a change following treatment with the compound while the IL-12(p70) data shows a statistically significant reduction following treatment with the compound (see Figure 16). Regardless of the mechanism of action by which IL-12 is reduced, these results indicate that it is not merely via a mechanism generic to all cytokines that share the p40 subunit. Throughout the application, we refer to a reduction in IL-12 cytokine levels interchangeably by reference to either “IL-12” or “IL-12(p70)”.

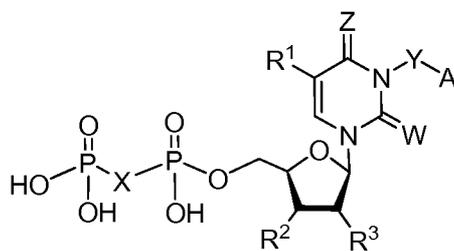
In addition, the average plasma levels of numerous other cytokines, such as IFN-r, IL-1 $\beta$ , IL-2, IL-3, IL-5, IL-6, IL-7, IL-9, IL-13, IL-17, LIF, MIP-1 $\alpha$ , and MIP-1 $\beta$ , were also reduced. However, administration of the compound did not result in overall immunosuppression, as the levels of several cytokines were not changed in treated mice. For example, no or substantially no change in the levels of M-CSF, MIP-2, Eotaxin, GM-CSF, G-CSF, LIX, MCP-1, IL-1 $\alpha$  and IP-10 was observed.

30

## CLAIMS

## What is claimed is:

1. A method for treating an inflammatory condition in a subject in need thereof, comprising  
 5 administering to the subject a therapeutically effective amount of  
 (a) a compound of formula I:



I

or a prodrug or salt thereof, wherein:

- 10 A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;  
 X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;  
 15 Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;  
 Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;  
 R<sup>1</sup> is selected from:  
 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally  
 20 substituted with one or more R<sup>7</sup>;  
 R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;  
 each occurrence of R<sup>4</sup> is independently selected from:  
 25 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>,

-N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>,  
 -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>5</sup>);

5 each occurrence of R<sup>5</sup> is independently selected from:

H-,

(C1-C12)-aliphatic-,

(C3-C10)-cycloalkyl- or -cycloalkenyl-,

[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

10 (C6-C10)-aryl-,

(C6-C10)-aryl-(C1-C12)aliphatic-,

(C3-C10)-heterocyclyl-,

(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,

(C5-C10)-heteroaryl-, and

15 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

20 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,

25 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,

-C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,

-C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,

-(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,

-N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,

30 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,

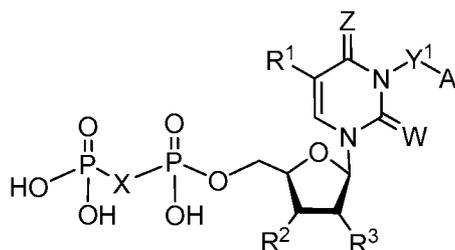
-C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,

or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic- ; or

(b) a compound of formula II:



II

5

or a prodrug or salt thereof, wherein:

A is selected from:

a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

10 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

15 X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

20 R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>,

-OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected

25 from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy,

1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>,

-C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>,

$-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  
 $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  
 $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  
5  $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ ,  
or  $-P(O)(H)(OR^5)$ ;

each occurrence of  $R^5$  is independently selected from:

H-,  
(C1-C12)-aliphatic-,  
10 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
(C6-C10)-aryl-,  
(C6-C10)-aryl-(C1-C12)aliphatic-,  
(C3-C10)-heterocyclyl-,  
15 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
(C5-C10)-heteroaryl-, and  
(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered  
aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
20 O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and  
wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;

$R^6$  is selected from:

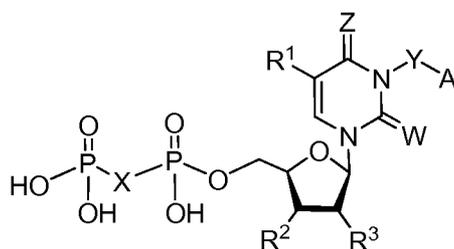
$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;  
25 each occurrence of  $R^7$  is independently selected from:  
halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,  
1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  
 $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
30  $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  
 $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  
 $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,

$-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ ,  
or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-

- 5 2. The method of claim 1, wherein the inflammatory condition is selected from any of an inflammatory skin condition, an autoimmune condition, a rheumatoid condition, an inflammatory bowel condition, an inflammatory joint condition, an inflammatory condition of the eye, an inflammatory condition of the lungs, an inflammatory condition of the kidney, an inflammatory condition caused by an allergic reaction, and an inflammatory condition
- 10 caused by an infectious agent.
3. The method of claim 1 or 2, wherein the inflammatory condition is mediated, in whole or in part, by an elevated interleukin level in the subject.
4. The method of any of claims 1-3, wherein the method comprises reducing the level of one or more interleukins in a tissue or body fluid of the subject.
- 15 5. The method of any of claims 1-4, wherein the inflammatory condition is not a neural or neurodegenerative condition.
6. A method for reducing the plasma concentration of a cytokine in a subject having an inflammatory condition, comprising administering to the subject a therapeutically effective amount of
- 20 (a) a compound of formula I:



I

or a prodrug or salt thereof, wherein:

- A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms
- 25 independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more  $R^7$ ;
- X is independently selected from -O-, -S-, -N( $R^5$ )- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more  $R^4$ ;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

5 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

10 each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,  
 15 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

20 each occurrence of R<sup>5</sup> is independently selected from:

H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 25 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 30 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,

O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

5 -R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

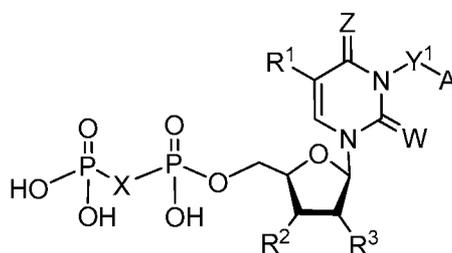
each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>, -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 10 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 15 or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic- ; or

(b) a compound of formula II:



II

or a prodrug or salt thereof, wherein:

A is selected from:

- 25 a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen;
- a naphthalene group;
- a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and
- a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently

5 and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

10 R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

15 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

25 H-, (C1-C12)-aliphatic-, (C3-C10)-cycloalkyl- or -cycloalkenyl-, [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-, (C6-C10)-aryl-, (C6-C10)-aryl-(C1-C12)aliphatic-, 30 (C3-C10)-heterocyclyl-, (C6-C10)-heterocyclyl-(C1-C12)aliphatic-, (C5-C10)-heteroaryl-, and (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

5 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 10 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 15 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

20 7. The method of claim 6, wherein the inflammatory condition is selected from an autoimmune condition, an inflammatory condition of the lungs, an inflammatory condition of the joints, an inflammatory condition of the connective tissue, an inflammatory condition of the bowel, an inflammatory condition of the kidney, an inflammatory condition of the liver, an inflammatory condition of the skin, an inflammatory condition of the vascular system, an  
 25 inflammatory condition of the heart, inflammation mediated by IgE antibodies, and an allergic reaction.

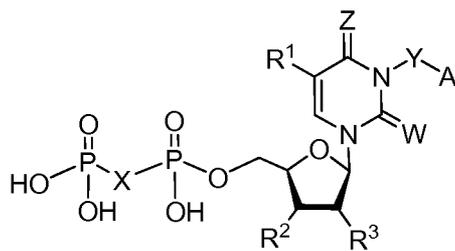
8. The method of any one of claims 1-7, wherein the inflammatory condition is an autoimmune condition.

9. The method of any of claims 1-7, wherein the inflammatory condition is psoriasis,  
 30 rheumatoid arthritis, Crohn's disease, inflammatory bowel disease, ulcerative colitis, or juvenile rheumatoid arthritis.

10. The method of any one of claims 2-7, wherein the inflammatory joint condition is rheumatoid arthritis or psoriatic arthritis.

11. The method of any of claims 1-7, wherein the inflammatory condition is atherosclerosis.
12. The method of any of claims 1-11, wherein the inflammatory condition is a condition characterized by elevated plasma concentrations of one or more of IL-4, IL-10, or IL-12.
13. The method of claim 12, wherein the inflammatory condition is a condition characterized by an increased plasma concentration of IL-12.
14. The method of any of claims 1-13, wherein the method comprises reducing the plasma concentrations of one or more of the following cytokines: IL-4, IL-10, or IL-12.
15. The method of any of claims 12-14, wherein the inflammatory condition is rheumatoid arthritis, psoriatic arthritis, psoriasis, multiple sclerosis, atherosclerosis, Crohn's disease, ulcerative colitis, inflammatory bowel disease, or irritable bowel syndrome.
16. A method for reducing the plasma concentrations of IL-4, IL-10, or IL-12 of a subject having an inflammatory condition, comprising administering to the subject a therapeutically effective amount of

(a) a compound of formula I:



I

or a prodrug or salt thereof, wherein:

- A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;
- X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;
- Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;
- Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;
- R<sup>1</sup> is selected from:  
 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;
- R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>,

$-\text{OC}(\text{O})\text{NR}^5\text{R}^6$ , and  $-\text{OC}(\text{O})\text{OR}^5$ ; preferably,  $\text{R}^2$  and  $\text{R}^3$  are each independently selected from  $-\text{OR}^5$ ,  $-\text{SR}^5$ ,  $-\text{NR}^5\text{R}^6$  and  $-\text{OC}(\text{O})\text{R}^5$ ;

each occurrence of  $\text{R}^4$  is independently selected from:

halogen,  $-\text{OR}^5$ ,  $-\text{NO}_2$ ,  $-\text{CN}$ ,  $-\text{CF}_3$ ,  $-\text{OCF}_3$ ,  $-\text{R}^5$ , 1,2-methylenedioxy,  
 5 1,2-ethylenedioxy,  $-\text{N}(\text{R}^5)_2$ ,  $-\text{SR}^5$ ,  $-\text{SOR}^5$ ,  $-\text{SO}_2\text{R}^5$ ,  $-\text{SO}_2\text{N}(\text{R}^5)_2$ ,  $-\text{SO}_3\text{R}^5$ ,  $-\text{C}(\text{O})\text{R}^5$ ,  
 $-\text{C}(\text{O})\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{S})\text{R}^5$ ,  $-\text{C}(\text{S})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{C}(\text{O})\text{OR}^5$ ,  
 $-\text{C}(\text{O})\text{C}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{OC}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{OC}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{C}(\text{S})\text{N}(\text{R}^5)_2$ ,  
 $-(\text{CH}_2)_{0-2}\text{NHC}(\text{O})\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{N}(\text{R}^5)\text{COR}^5$ ,  $-\text{N}(\text{R}^5)\text{N}(\text{R}^5)\text{C}(\text{O})\text{OR}^5$ ,  $-\text{N}(\text{R}^5)\text{N}(\text{R}^5)\text{CON}(\text{R}^5)_2$ ,  
 $-\text{N}(\text{R}^5)\text{SO}_2\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{SO}_2\text{N}(\text{R}^5)_2$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{O})\text{OR}^5$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{O})\text{R}^5$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{S})\text{R}^5$ ,  
 10  $-\text{N}(\text{R}^5)\text{C}(\text{O})\text{N}(\text{R}^5)_2$ ,  $-\text{N}(\text{R}^5)\text{C}(\text{S})\text{N}(\text{R}^5)_2$ ,  $-\text{N}(\text{COR}^5)\text{COR}^5$ ,  $-\text{N}(\text{OR}^5)\text{R}^5$ ,  $-\text{C}(=\text{NH})\text{N}(\text{R}^5)_2$ ,  
 $-\text{C}(\text{O})\text{N}(\text{OR}^5)\text{R}^5$ ,  $-\text{C}(=\text{NOR}^5)\text{R}^5$ ,  $-\text{OP}(\text{O})(\text{OR}^5)_2$ ,  $-\text{P}(\text{O})(\text{R}^5)_2$ ,  $-\text{P}(\text{O})(\text{OR}^5)_2$ ,  
 or  $-\text{P}(\text{O})(\text{H})(\text{OR}^5)$ ;

each occurrence of  $\text{R}^5$  is independently selected from:

H-,  
 15 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 20 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;  
 wherein two  $\text{R}^5$  groups bound to the same atom optionally form a 3- to 10-membered  
 25 aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
 O, S, SO, or  $\text{SO}_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
 C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and  
 wherein each  $\text{R}^5$  group is independently and optionally substituted with one or more  $\text{R}^7$ ;

$\text{R}^6$  is selected from:

30  $-\text{R}^5$ ,  $-\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{N}(\text{R}^5)_2$  and  $-\text{S}(\text{O})_2\text{R}^5$ ;

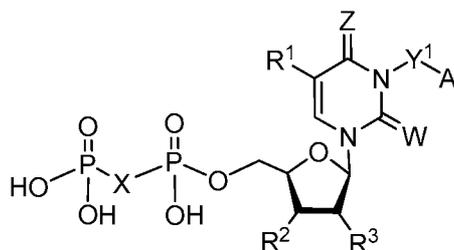
each occurrence of  $\text{R}^7$  is independently selected from:

halogen,  $-\text{OR}^8$ ,  $-\text{NO}_2$ ,  $-\text{CN}$ ,  $-\text{CF}_3$ ,  $-\text{OCF}_3$ ,  $-\text{R}^8$ , oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy,  $-\text{N}(\text{R}^8)_2$ ,  $-\text{SR}^8$ ,  $-\text{SOR}^8$ ,  $-\text{SO}_2\text{R}^8$ ,  $-\text{SO}_2\text{N}(\text{R}^8)_2$ ,  $-\text{SO}_3\text{R}^8$ ,  $-\text{C}(\text{O})\text{R}^8$ ,

- $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  
 $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  
5  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  
 $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ ,  
or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

- H- and (C1-C6)-aliphatic- ; or  
10 (b) a compound of formula II:



II

or a prodrug or salt thereof, wherein:

- 15 A is selected from:  
a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen;  
a naphthalene group;  
a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected  
from N, O and S ; and  
20 a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently  
selected from N, O, S, SO, or SO<sub>2</sub>;  
wherein A is optionally further substituted with one or more R<sup>4</sup>;  
X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group  
independently and optionally substituted with one or more R<sup>4</sup>;  
25 Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently  
and optionally substituted with one or more R<sup>4</sup>;  
Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;  
R<sup>1</sup> is selected from:

-H, halogen,  $-OR^5$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$  and a (C1-C6)-aliphatic- group optionally substituted with one or more  $R^4$ ;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ; preferably,  $R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$  and  $-OC(O)R^5$ ;

each occurrence of  $R^4$  is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ , or  $-P(O)(H)(OR^5)$ ;

each occurrence of  $R^5$  is independently selected from:

H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;

$R^6$  is selected from:

$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

each occurrence of  $R^7$  is independently selected from:

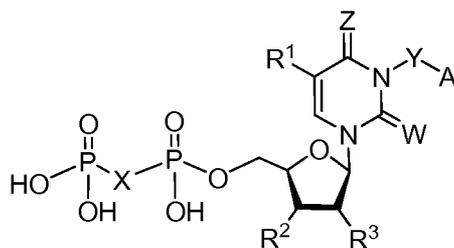
- halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ , or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-.

17. The method of claim 16, wherein the method comprises reducing the plasma concentration of IL-12.
18. The method of claim 16, wherein the method comprises reducing the plasma concentrations of IL-4, IL-10, and IL-12.
19. The method of any of claims 16-18, wherein the inflammatory condition is rheumatoid arthritis, psoriasis, psoriatic arthritis, atherosclerosis, multiple sclerosis, inflammatory bowel syndrome, Crohn's disease, and ulcerative colitis.
20. The method of any of claims 1-19, wherein the method does not result in general immunosuppression.
21. A method for treating glaucoma in a subject in need thereof, comprising administering to the subject a therapeutically effective amount of

(a) a compound of formula I:



I

or a prodrug or salt thereof, wherein:

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

5 independently and optionally substituted with one or more R<sup>4</sup>;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

10 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

15 each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,  
 20 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

25 each occurrence of R<sup>5</sup> is independently selected from:

H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 30 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,

(C5-C10)-heteroaryl-, and

(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,

5 O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

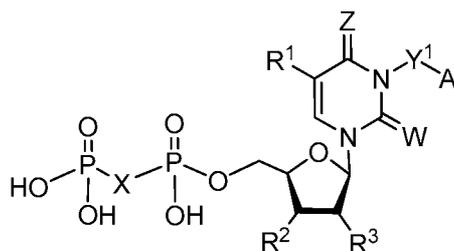
10 each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>, -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>, -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 15 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

20 each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic- ; or

(b) a compound of formula **II**:



25

**II**

or a prodrug or salt thereof, wherein:

A is selected from:

a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

5 wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

10 Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>,

15 -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>,  
 20 -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>,  
 -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>,  
 -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>,  
 -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>,  
 25 -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

H-,  
 (C1-C12)-aliphatic-,  
 30 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,

(C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

5 wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

10 R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

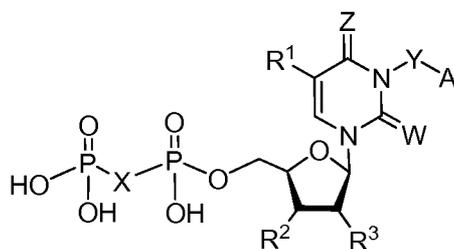
halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 15 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 20 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

22. A method for decreasing intraocular pressure in a subject in need thereof, comprising  
 25 administering to the subject a therapeutically effective amount of

(a) a compound of formula I:



I

or a prodrug or salt thereof, wherein:



(C5-C10)-heteroaryl-, and

(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,

5 O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

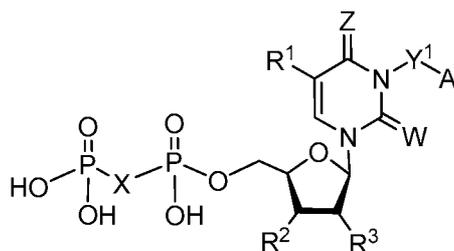
10 each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>, -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>, -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

20 each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic- ; or

(b) a compound of formula II:



25 II

or a prodrug or salt thereof, wherein:

A is selected from:

a phenyl group that is substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

5 wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

10 Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>,

15 -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>,  
 20 -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>,  
 -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>,  
 -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>,  
 -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>,  
 25 -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

H-,  
 (C1-C12)-aliphatic-,  
 30 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,

(C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

5 wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

10 R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

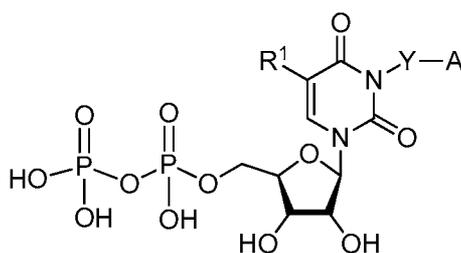
each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 15 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 20 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

23. The method of any one of claims 1-22, wherein the method comprises administering a  
 25 compound of formula I-A:



I-A

or a prodrug or salt thereof, wherein:

A is selected from:

a phenyl group;

a naphthyl group;

5 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O, and S; and

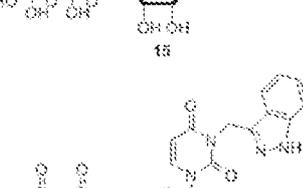
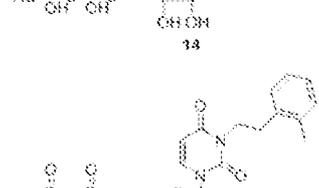
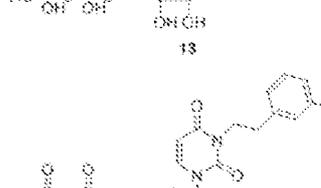
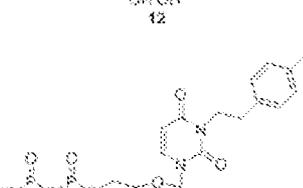
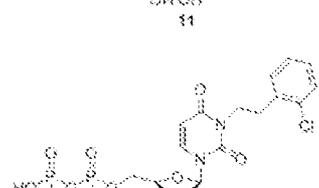
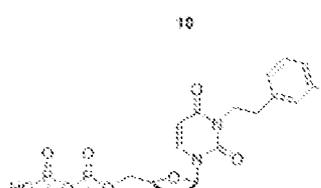
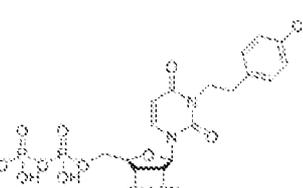
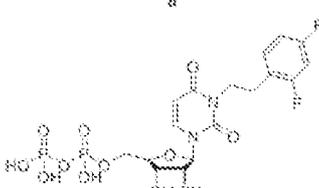
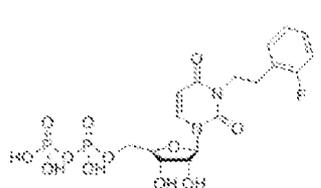
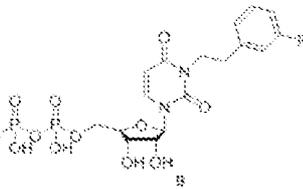
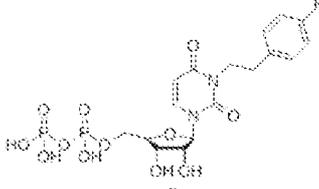
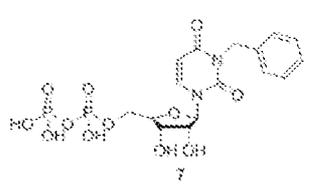
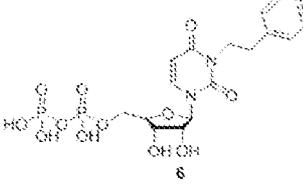
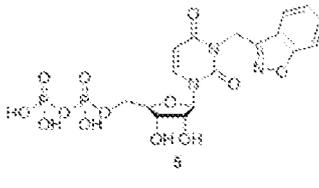
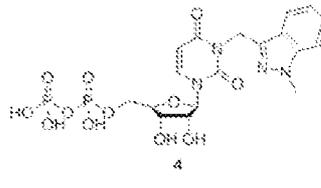
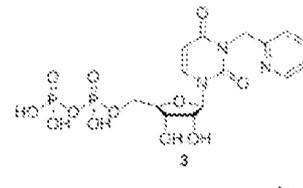
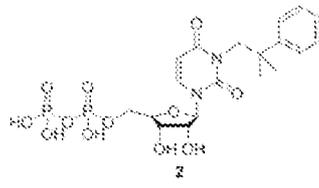
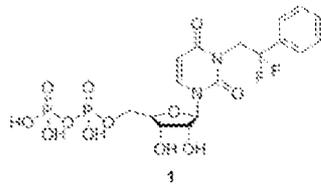
a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, and S;

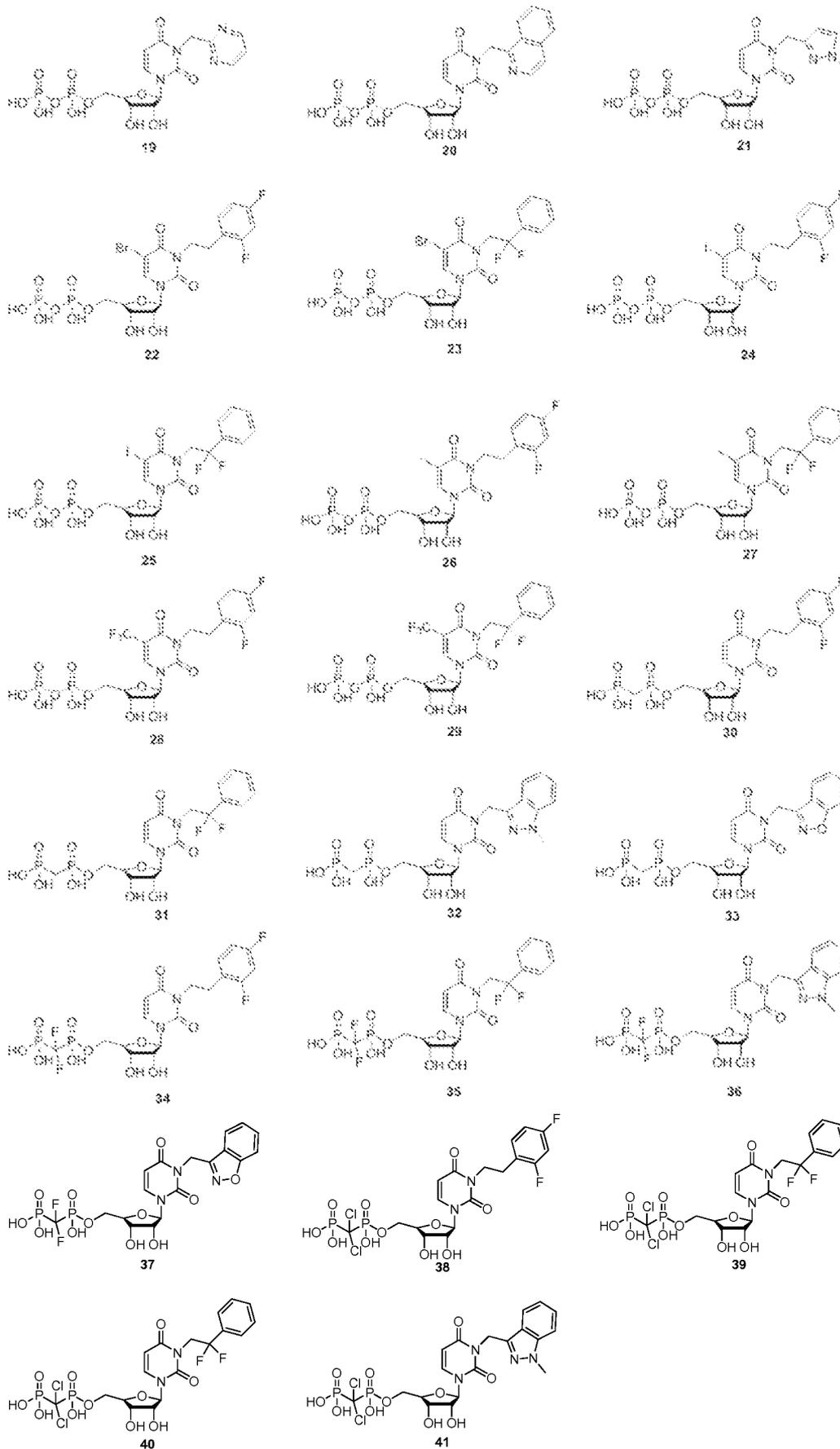
10 wherein A is optionally further substituted with 1, 2, or 3 substituents independently selected from the group consisting of halogen, hydroxyl, (C1-C6)-alkyl, (C1-C6)-alkoxyl, and (C1-C6)-haloalkoxyl;

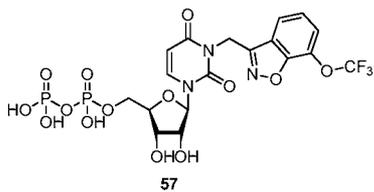
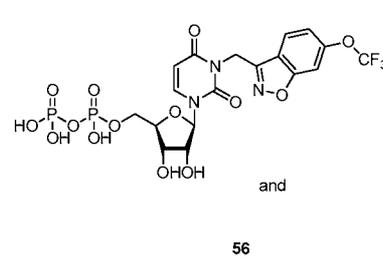
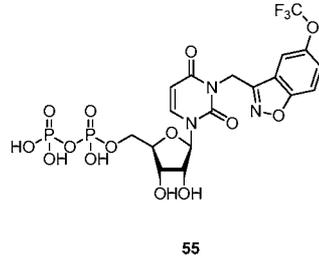
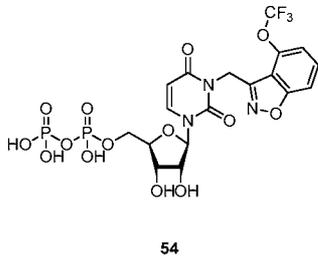
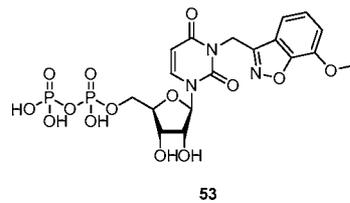
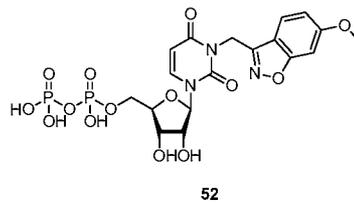
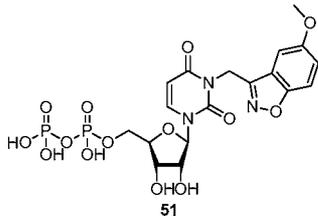
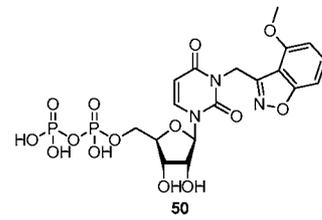
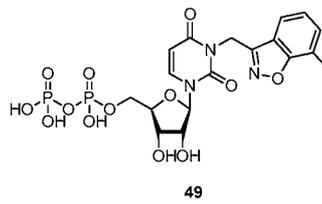
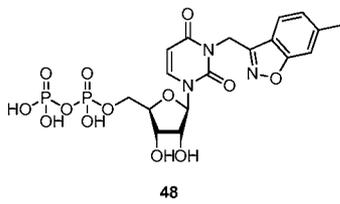
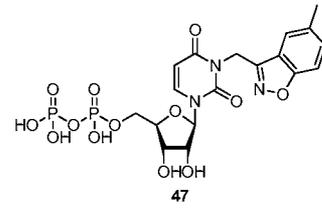
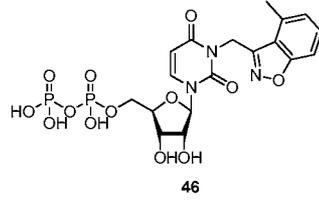
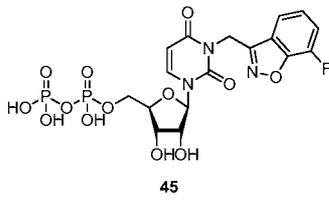
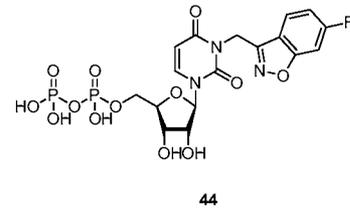
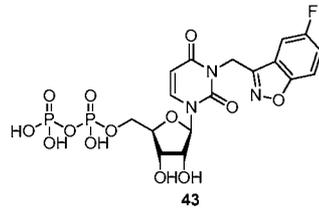
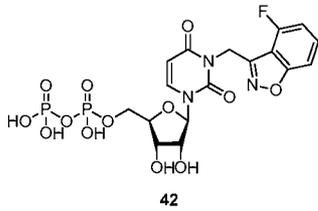
Y is a (C1-C6)-alkylene optionally substituted with halogen; and

R<sup>1</sup> is -H, halogen, or a (C1-C6)-aliphatic group optionally substituted with one or more halogen.

15 24. The method of claim 23, wherein the compound is one of the following or a pharmaceutically acceptable salt thereof:

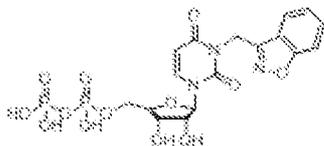






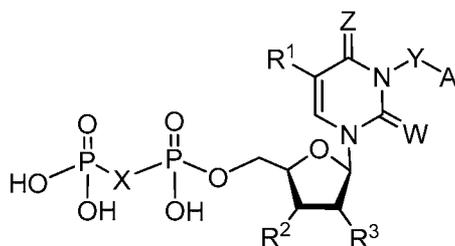
25. The method of claim 23, wherein the compound is

5



(compound 5), or a pharmaceutically acceptable salt thereof.

26. A prodrug of a compound having a structure of formula I:



I

or a salt thereof, wherein:

- 5 A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

- 10 Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

- 15 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

- 20 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>,  
25 -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>,

$-\text{C}(\text{O})\text{N}(\text{OR}^5)\text{R}^5$ ,  $-\text{C}(=\text{NOR}^5)\text{R}^5$ ,  $-\text{OP}(\text{O})(\text{OR}^5)_2$ ,  $-\text{P}(\text{O})(\text{R}^5)_2$ ,  $-\text{P}(\text{O})(\text{OR}^5)_2$ ,  
or  $-\text{P}(\text{O})(\text{H})(\text{OR}^5)$ ;

each occurrence of  $\text{R}^5$  is independently selected from:

H-,

5 (C1-C12)-aliphatic-,

(C3-C10)-cycloalkyl- or -cycloalkenyl-,

[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

(C6-C10)-aryl-,

(C6-C10)-aryl-(C1-C12)aliphatic-,

10 (C3-C10)-heterocyclyl-,

(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,

(C5-C10)-heteroaryl-, and

(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

15 wherein two  $\text{R}^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $\text{SO}_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each  $\text{R}^5$  group is independently and optionally substituted with one or more  $\text{R}^7$ ;

$\text{R}^6$  is selected from:

20  $-\text{R}^5$ ,  $-\text{C}(\text{O})\text{R}^5$ ,  $-\text{C}(\text{O})\text{OR}^5$ ,  $-\text{C}(\text{O})\text{N}(\text{R}^5)_2$  and  $-\text{S}(\text{O})_2\text{R}^5$ ;

each occurrence of  $\text{R}^7$  is independently selected from:

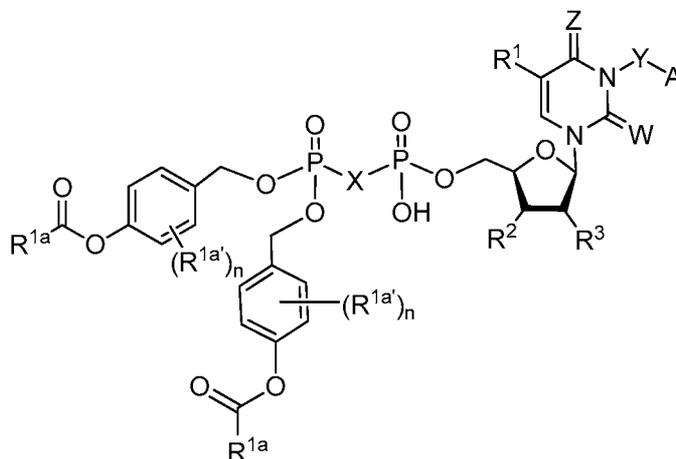
halogen,  $-\text{OR}^8$ ,  $-\text{NO}_2$ ,  $-\text{CN}$ ,  $-\text{CF}_3$ ,  $-\text{OCF}_3$ ,  $-\text{R}^8$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-\text{N}(\text{R}^8)_2$ ,  $-\text{SR}^8$ ,  $-\text{SOR}^8$ ,  $-\text{SO}_2\text{R}^8$ ,  $-\text{SO}_2\text{N}(\text{R}^8)_2$ ,  $-\text{SO}_3\text{R}^8$ ,  $-\text{C}(\text{O})\text{R}^8$ ,  $-\text{C}(\text{O})\text{C}(\text{O})\text{R}^8$ ,  $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{R}^8$ ,  $-\text{C}(\text{S})\text{R}^8$ ,  $-\text{C}(\text{S})\text{OR}^8$ ,  $-\text{C}(\text{O})\text{OR}^8$ ,  $-\text{C}(\text{O})\text{C}(\text{O})\text{OR}^8$ ,  
25  $-\text{C}(\text{O})\text{C}(\text{O})\text{N}(\text{R}^8)_2$ ,  $-\text{OC}(\text{O})\text{R}^8$ ,  $-\text{C}(\text{O})\text{N}(\text{R}^8)_2$ ,  $-\text{OC}(\text{O})\text{N}(\text{R}^8)_2$ ,  $-\text{C}(\text{S})\text{N}(\text{R}^8)_2$ ,  
 $-(\text{CH}_2)_{0-2}\text{NHC}(\text{O})\text{R}^8$ ,  $-\text{N}(\text{R}^8)\text{N}(\text{R}^8)\text{COR}^8$ ,  $-\text{N}(\text{R}^8)\text{N}(\text{R}^8)\text{C}(\text{O})\text{OR}^8$ ,  $-\text{N}(\text{R}^8)\text{N}(\text{R}^8)\text{CON}(\text{R}^8)_2$ ,  
 $-\text{N}(\text{R}^8)\text{SO}_2\text{R}^8$ ,  $-\text{N}(\text{R}^8)\text{SO}_2\text{N}(\text{R}^8)_2$ ,  $-\text{N}(\text{R}^8)\text{C}(\text{O})\text{OR}^8$ ,  $-\text{N}(\text{R}^8)\text{C}(\text{O})\text{R}^8$ ,  $-\text{N}(\text{R}^8)\text{C}(\text{S})\text{R}^8$ ,  
 $-\text{N}(\text{R}^8)\text{C}(\text{O})\text{N}(\text{R}^8)_2$ ,  $-\text{N}(\text{R}^8)\text{C}(\text{S})\text{N}(\text{R}^8)_2$ ,  $-\text{N}(\text{COR}^8)\text{COR}^8$ ,  $-\text{N}(\text{OR}^8)\text{R}^8$ ,  $-\text{C}(=\text{NH})\text{N}(\text{R}^8)_2$ ,

$-\text{C}(\text{O})\text{N}(\text{OR}^8)\text{R}^8$ ,  $-\text{C}(=\text{NOR}^8)\text{R}^8$ ,  $-\text{OP}(\text{O})(\text{OR}^8)_2$ ,  $-\text{P}(\text{O})(\text{R}^8)_2$ ,  $-\text{P}(\text{O})(\text{OR}^8)_2$ ,  
or  $-\text{P}(\text{O})(\text{H})(\text{OR}^8)$ ;

each occurrence of  $\text{R}^8$  is independently selected from:

H- and (C1-C6)-aliphatic-

- 5 27. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-IA:



**Prodrug-IA**

or a salt thereof, wherein:

each  $n$  is independently 0-4;

- 10 each occurrence of  $\text{R}^{1a}$  is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $\text{R}^7$ ; and

each occurrence of  $\text{R}^{1a'}$  is independently selected from  $-\text{H}$  and  $\text{R}^7$ ;

- 15 A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or  $\text{SO}_2$ , wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more  $\text{R}^7$ ;

X is independently selected from  $-\text{O}-$ ,  $-\text{S}-$ ,  $-\text{N}(\text{R}^5)-$  and a (C1-C3)-aliphatic group independently and optionally substituted with one or more  $\text{R}^4$ ;

- 20 Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more  $\text{R}^4$ ;

Z and W are each independently selected from  $=\text{O}$ ,  $=\text{S}$ ,  $=\text{N}(\text{R}^5)$ , and  $=\text{NOR}^5$ ;

$\text{R}^1$  is selected from:

- 25  $-\text{H}$ , halogen,  $-\text{OR}^5$ ,  $-\text{CN}$ ,  $-\text{CF}_3$ ,  $-\text{OCF}_3$  and a (C1-C6)-aliphatic group optionally substituted with one or more  $\text{R}^7$ ;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ;

each occurrence of  $R^4$  is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , 1,2-methylenedioxy,  
 5 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  
 $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  
 $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  
 $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  
 10  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  
 $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ ,  
 or  $-P(O)(H)(OR^5)$ ;

each occurrence of  $R^5$  is independently selected from:

H-,  
 15 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 20 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered

25 aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;

$R^6$  is selected from:

30  $-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

each occurrence of  $R^7$  is independently selected from:

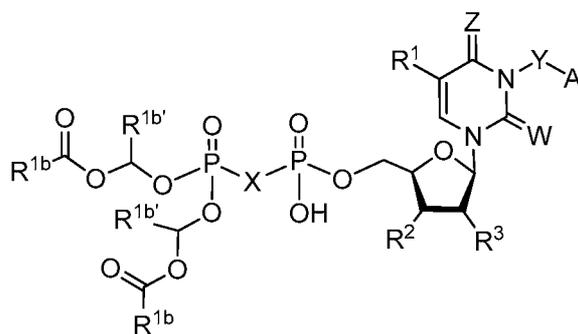
halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,

- $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  
 $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  
5  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  
 $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ ,  
or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-

- 10 28. The prodrug of claim 27, wherein at least one  $R^{1a}$  is an alkyl group, such as methyl, ethyl, isopropyl and t-butyl.  
29. The prodrug of claim 27, wherein at least one  $R^{1a}$  is an optionally substituted phenyl.  
30. The prodrug of any one of claims 27-29, wherein both occurrences of  $R^{1a}$  are the same.  
15 31. The prodrug of any one of claims 27-30, wherein n is 0.  
32. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-IB1:



**Prodrug-IB1**

or a salt thereof,

- 20 wherein:

each occurrence of  $R^{1b}$  is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^7$ ; and

- 25 each occurrence of  $R^{1b'}$  is independently  $-H$ ,  $-(C1-C6)$ -aliphatic, or  $-(C3-C6)$ -cycloalkyl; preferably, each occurrence of  $R^{1b'}$  is independently  $-H$  or  $-(C1-C6)$ -aliphatic;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

5 independently and optionally substituted with one or more R<sup>4</sup>;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

10 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

15 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>,  
20 -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

H-,  
25 (C1-C12)-aliphatic-,  
(C3-C10)-cycloalkyl- or -cycloalkenyl-,  
[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
(C6-C10)-aryl-,  
(C6-C10)-aryl-(C1-C12)aliphatic-,  
30 (C3-C10)-heterocyclyl-,  
(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
(C5-C10)-heteroaryl-, and  
(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

5 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

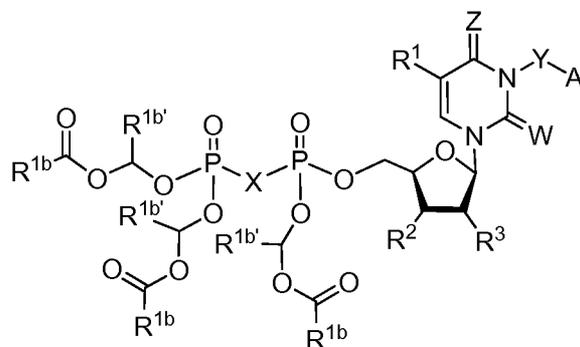
each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 10 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 15 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

20 33. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-IB2:



**Prodrug-IB2**

or a salt thereof,

wherein:

25 each occurrence of R<sup>1b</sup> is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup>; and

each occurrence of R<sup>1b'</sup> is independently -H, -(C1-C6)-aliphatic or -(C3-C6)-cycloalkyl;  
preferably, each occurrence of R<sup>1b'</sup> is independently -H or -(C1-C6)-aliphatic;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms  
independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic  
5 ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group  
independently and optionally substituted with one or more R<sup>4</sup>;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or  
more R<sup>4</sup>;

10 Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally  
substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -  
15 OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy,  
1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>,  
-C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>,  
20 -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,  
-(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>,  
-N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>,  
-N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>,  
-C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>,

25 or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

H-,

(C1-C12)-aliphatic-,

(C3-C10)-cycloalkyl- or -cycloalkenyl-,

30 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

(C6-C10)-aryl-,

(C6-C10)-aryl-(C1-C12)aliphatic-,

(C3-C10)-heterocyclyl-,

(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,

(C5-C10)-heteroaryl-, and

(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

10 -R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>, -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>, -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

34. The prodrug of claim 32 or 33, wherein at least one occurrence of R<sup>1b</sup> is an alkyl group.

25 35. The prodrug of claim 34, wherein said at least one occurrence of R<sup>1b</sup> is a methyl, ethyl, isopropyl or t-butyl.

36. The prodrug of any one of claims 32-35, wherein at least one occurrence of R<sup>1b'</sup> is -H.

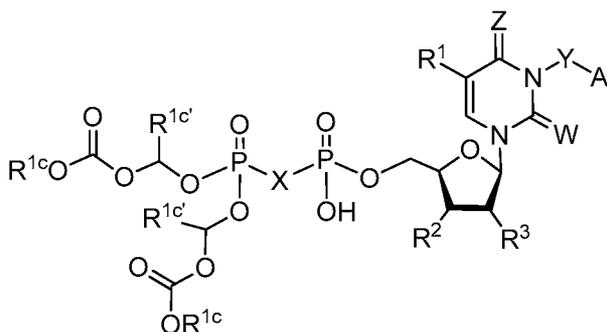
37. The prodrug of any one of claims 32-35, wherein at least one occurrence of R<sup>1b'</sup> is a - (C1-C6)-alkyl group.

30 38. The prodrug of claim 37, wherein said at least one occurrence of R<sup>1b'</sup> is methyl, ethyl or isopropyl.

39. The prodrug of any one of claims 32-38, wherein all the occurrences of R<sup>1b</sup> are the same.

40. The prodrug of any one of claims 32-39, wherein all the occurrences of R<sup>1b'</sup> are the same.

41. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug IC1:



**Prodrug-IC1**

or a salt thereof,

wherein:

each occurrence of R<sup>1c</sup> is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl,

10 cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup>; and

each occurrence of R<sup>1c'</sup> is independently -H, -(C1-C6)-aliphatic or -(C3-C6)-cycloalkyl; preferably, each occurrence of R<sup>1c'</sup> is independently -H or -(C1-C6)-aliphatic;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms

15 independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

20 Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

25 R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , 1,2-methylenedioxy,  
 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  
 $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  
 $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  
 5  $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  
 $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  
 $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  
 $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ ,  
 or  $-P(O)(H)(OR^5)$ ;

10 each occurrence of  $R^5$  is independently selected from:

H-,

(C1-C12)-aliphatic-,

(C3-C10)-cycloalkyl- or -cycloalkenyl-,

[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

15 (C6-C10)-aryl-,

(C6-C10)-aryl-(C1-C12)aliphatic-,

(C3-C10)-heterocyclyl-,

(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,

(C5-C10)-heteroaryl-, and

20 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

25 wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;  
 $R^6$  is selected from:

$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

each occurrence of  $R^7$  is independently selected from:

halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,

30 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,

$-C(O)R^8$ ,  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,

$-C(O)C(O)OR^8$ ,  $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,

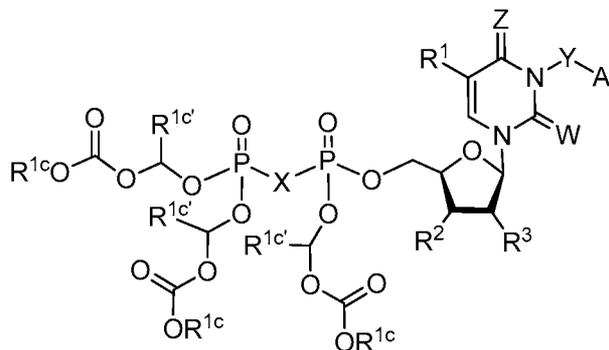
$-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,

-N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>); and

5 each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

42. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-IC2:



**Prodrug-IC2**

10 or a salt thereof,

wherein:

each occurrence of R<sup>1c</sup> is a group independently selected from aliphatic, heterocyclyl,  
 cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl,  
 cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least  
 15 one R<sup>7</sup>; and

each occurrence of R<sup>1c'</sup> is independently -H, -(C1-C6)-aliphatic or -(C3-C6)-alkyl;  
 preferably, each occurrence of R<sup>1c'</sup> is independently -H or -(C1-C6)-aliphatic;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms  
 independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic  
 20 ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group  
 independently and optionally substituted with one or more R<sup>4</sup>;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or  
 more R<sup>4</sup>;

25 Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen,  $-OR^5$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$  and a (C1-C6)-aliphatic group optionally substituted with one or more  $R^7$ ;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ;

5 each occurrence of  $R^4$  is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ , or  $-P(O)(H)(OR^5)$ ;

15 each occurrence of  $R^5$  is independently selected from:

H-,  
(C1-C12)-aliphatic-,  
(C3-C10)-cycloalkyl- or -cycloalkenyl-,  
[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
20 (C6-C10)-aryl-,  
(C6-C10)-aryl-(C1-C12)aliphatic-,  
(C3-C10)-heterocyclyl-,  
(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
(C5-C10)-heteroaryl-, and

25 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

30 wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;  
 $R^6$  is selected from:

$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

each occurrence of  $R^7$  is independently selected from:

halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 5  $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ ,  
 or  $-P(O)(H)(OR^8)$ ; and

10 each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-

43. The prodrug of claim 41 or 42, wherein at least one occurrence of  $R^{1c}$  is an alkyl group.

44. The prodrug of claim 43, wherein said at least one occurrence of  $R^{1c}$  is methyl, ethyl,  
 15 isopropyl or t-butyl.

45. The prodrug of any one of claims 41-44, wherein at least one occurrence of  $R^{1c'}$  is  $-H$ .

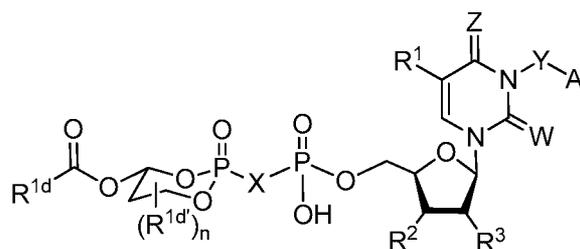
46. The prodrug of any one of claims 41-44, wherein at least one occurrence of  $R^{1c'}$  is a  $-$   
 (C1-C6)-alkyl group.

47. The prodrug of claim 46, wherein said at least one occurrence of  $R^{1c'}$  is methyl, ethyl  
 20 or isopropyl.

48. The prodrug of any one of claims 41-47, wherein all the occurrences of  $R^{1c}$  are the same.

49. The prodrug of any one of claims 41-48, wherein all the occurrences of  $R^{1c'}$  are the same

25 50. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-ID:



**Prodrug-ID**

or a salt thereof,

wherein:

$R^{1d}$  is a group selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^7$ ;

n is 0-5; and

5 each occurrence of  $R^{1d}$  is independently selected from  $-H$  and  $R^7$ ;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ , wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more  $R^7$ ;

X is independently selected from  $-O-$ ,  $-S-$ ,  $-N(R^5)-$  and a (C1-C3)-aliphatic group  
10 independently and optionally substituted with one or more  $R^4$ ;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more  $R^4$ ;

Z and W are each independently selected from  $=O$ ,  $=S$ ,  $=N(R^5)$ , and  $=NOR^5$ ;

$R^1$  is selected from:

15  $-H$ , halogen,  $-OR^5$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$  and a (C1-C6)-aliphatic group optionally substituted with one or more  $R^7$ ;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ;

each occurrence of  $R^4$  is independently selected from:

20 halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  
25  $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ ,  
or  $-P(O)(H)(OR^5)$ ;

each occurrence of  $R^5$  is independently selected from:

30  $H-$ ,  
(C1-C12)-aliphatic-,  
(C3-C10)-cycloalkyl- or -cycloalkenyl-,  
[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

(C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 5 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
 10 C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and  
 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

15 halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 20 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

25 H- and (C1-C6)-aliphatic-.

51. The prodrug of claim 50, wherein n is 0-2.

52. The prodrug of claim 51, wherein n is 0.

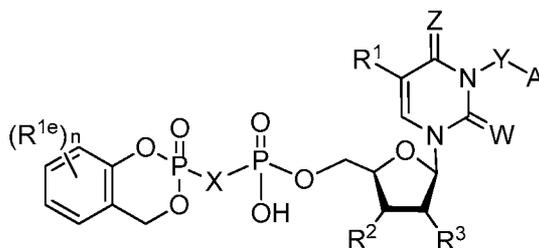
53. The prodrug of claim 51, wherein n is 1 or 2, and all R<sup>1d</sup> are attached to the carbon of  
 the ring distal to the carbon bearing R<sup>1d</sup>CO<sub>2</sub>.

30 54. The prodrug of any one of claims 50-53, wherein R<sup>1d</sup> is an alkyl group.

55. The prodrug of claim 54, wherein R<sup>1d</sup> is methyl, ethyl, isopropyl or t-butyl.

56. The prodrug of any one of claims 50-53, wherein R<sup>1d</sup> is an optionally substituted  
 phenyl.

57. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-IE:



**Prodrug-IE**

or a salt thereof,

5 wherein:

n is 0-4; and

each occurrence of R<sup>1e</sup> is independently selected from -H and R<sup>7</sup>;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms

independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic

10 ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

independently and optionally substituted with one or more R<sup>4</sup>;

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

15 Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -

20 OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, 1,2-methylenedioxy,

1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>,

-C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>,

25 -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,

-(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>,

-N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>,

-N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>,

$-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ ,  
or  $-P(O)(H)(OR^5)$ ;

each occurrence of  $R^5$  is independently selected from:

- H-,  
5 (C1-C12)-aliphatic-,  
(C3-C10)-cycloalkyl- or -cycloalkenyl-,  
[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
(C6-C10)-aryl-,  
(C6-C10)-aryl-(C1-C12)aliphatic-,  
10 (C3-C10)-heterocyclyl-,  
(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
(C5-C10)-heteroaryl-, and  
(C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered  
15 aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;

$R^6$  is selected from:

- 20  $-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

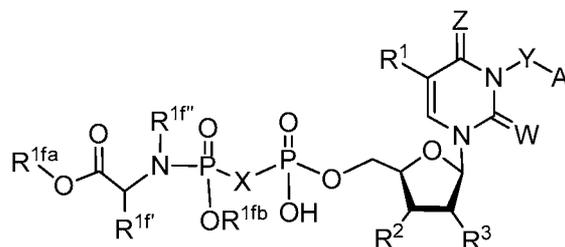
each occurrence of  $R^7$  is independently selected from:

- halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,  
1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  
25  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  
 $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  
 $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  
 $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ ,  
30 or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-.

58. The prodrug of claim 57, wherein at least one occurrence of R<sup>1e</sup> is a -(C1-C6)-alkyl group or a halogen, preferably -F or -Cl.
59. The prodrug of claim 58, wherein said at least one occurrence of R<sup>1e</sup> is methyl, ethyl, isopropyl or t-butyl.
- 5 60. The prodrug of claim 57, wherein n is 1.
61. . The prodrug of claim 60, wherein R<sup>1e</sup> is methyl.
62. A prodrug of claim 26, wherein the prodrug has a structure of formula Prodrug-IF:



**Prodrug-IF**

10 or a salt thereof,

wherein:

R<sup>1fa</sup> and R<sup>1fb</sup> each independently is a group selected from -H, aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>7</sup>; and

15

R<sup>1f'</sup> and R<sup>1f''</sup> each independently is a group selected from -H, -(C1-C6)-aliphatic and -(C3-C6)-cycloalkyl; preferably, R<sup>1f'</sup> and R<sup>1f''</sup> each independently is a group selected from -H or -(C1-C6)-aliphatic;

A is a 3- to 10-membered aromatic or non-aromatic ring having up to 5 heteroatoms

20

independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein the aromatic or non-aromatic ring is independently and optionally substituted with one or more R<sup>7</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

25

Y is a bond or a (C1-C5)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic group optionally substituted with one or more R<sup>7</sup>;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ;

each occurrence of  $R^4$  is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , 1,2-methylenedioxy,  
 5 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  
 $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  
 $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  
 $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  
 10  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  
 $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ ,  
 or  $-P(O)(H)(OR^5)$ ;

each occurrence of  $R^5$  is independently selected from:

H-,  
 15 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 20 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;  
 wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered  
 25 aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
 O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
 C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and  
 wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;

$R^6$  is selected from:

30  $-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

each occurrence of  $R^7$  is independently selected from:

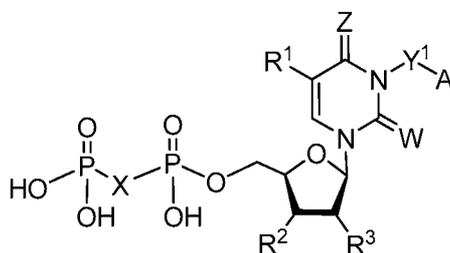
halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,

- $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  $-N(R^8)N(R^8)CON(R^8)_2$ ,  
 $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  
5  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  
 $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ ,  
or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-.

- 10 63. The prodrug of claim 62, wherein  $R^{1fa}$  is an alkyl group.  
64. The prodrug of claim 63, wherein  $R^{1fa}$  is methyl, ethyl, isopropyl or t-butyl.  
65. The prodrug of any one of claims 62-64, wherein  $R^{1fb}$  is an optionally substituted phenyl.  
66. The prodrug of any one of claims 62-65, wherein  $R^{1f}$  is  $-H$ .  
15 67. The prodrug of any one of claims 62-65, wherein  $R^{1f}$  is a  $-(C1-C6)$ -alkyl group.  
68. The prodrug of claim 67, wherein  $R^{1f}$  is methyl, ethyl or isopropyl.  
69. The prodrug of any one of claims 62-68, wherein  $R^{1f'}$  is  $-H$ .  
70. A prodrug of a compound having a structure of formula **II**:



20

**II**

or a salt thereof, wherein:

A is selected from:

- a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;  
25 a naphthalene group;  
a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S; and  
a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently

5 and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

10 R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>; preferably, R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup> and -OC(O)R<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

15 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

20

each occurrence of R<sup>5</sup> is independently selected from:

25 H-, (C1-C12)-aliphatic-, (C3-C10)-cycloalkyl- or -cycloalkenyl-, [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-, (C6-C10)-aryl-, (C6-C10)-aryl-(C1-C12)aliphatic-, 30 (C3-C10)-heterocyclyl-, (C6-C10)-heterocyclyl-(C1-C12)aliphatic-, (C5-C10)-heteroaryl-, and (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

5 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

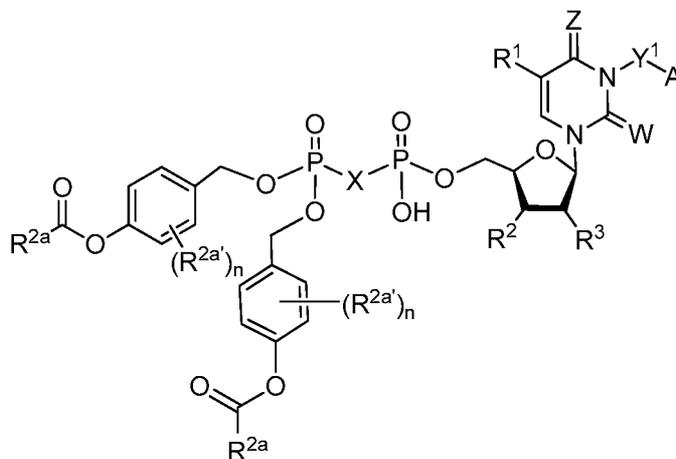
each occurrence of R<sup>7</sup> is independently selected from:

10 halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>, -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>, -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>);

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-

20 71. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug-IIA:



**Prodrug-IIA**

or a salt thereof, wherein:

each n is independently 0-4;

each occurrence of  $R^{2a}$  is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^4$ ; and

5 each occurrence of  $R^{2a'}$  is independently selected from  $-H$  and  $R^4$ ;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

10 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more  $R^4$ ;

15 X is independently selected from  $-O-$ ,  $-S-$ ,  $-N(R^5)-$  and a (C1-C3)-aliphatic group independently and optionally substituted with one or more  $R^4$ ;

$Y^1$  is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more  $R^4$ ;

Z and W are each independently selected from  $=O$ ,  $=S$ ,  $=N(R^5)$ , and  $=NOR^5$ ;

20  $R^1$  is selected from:

$-H$ , halogen,  $-OR^5$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$  and a (C1-C6)-aliphatic- group optionally substituted with one or more  $R^4$ ;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ;

25 each occurrence of  $R^4$  is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,

30  $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,

-N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>,  
 -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

- H-,  
 5 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 10 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered  
 15 aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
 O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
 C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

- 20 -R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

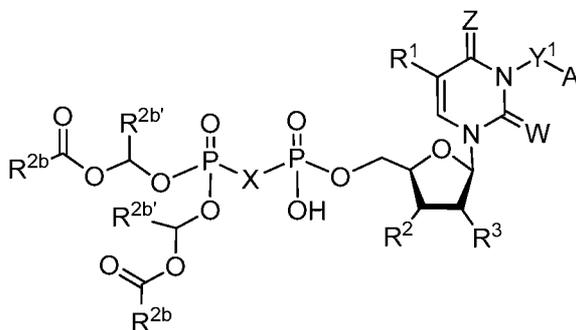
each occurrence of R<sup>7</sup> is independently selected from:

- halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 25 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>,  
 -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>,  
 30 -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

72. The prodrug of claim 71, wherein at least one R<sup>2a</sup> is an alkyl group, such as methyl, ethyl, isopropyl and t-butyl.
73. The prodrug of claim 71, wherein at least one R<sup>2a</sup> is an optionally substituted phenyl.
74. The prodrug of any one of claims 71-73, wherein both occurrences of R<sup>2a</sup> are the same.
75. The prodrug of any one of claims 71-74, wherein n is 0.
76. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug-IIB1:



**Prodrug-IIB1**

10 or a salt thereof,

wherein:

each occurrence of R<sup>2b</sup> is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one R<sup>4</sup>; and

each occurrence of R<sup>2b'</sup> is independently -H, -(C1-C6)-aliphatic or -(C3-C6)-cycloalkyl; preferably, each occurrence of R<sup>2b'</sup> is independently -H or -(C1-C6)-aliphatic;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

$Y^1$  is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more  $R^4$ ;

Z and W are each independently selected from =O, =S, =N( $R^5$ ), and =NOR<sup>5</sup>;

$R^1$  is selected from:

- 5        -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more  $R^4$ ;

$R^2$  and  $R^3$  are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of  $R^4$  is independently selected from:

- 10        halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N( $R^5$ )<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N( $R^5$ )<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N( $R^5$ )<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N( $R^5$ )<sub>2</sub>, -OC(O)N( $R^5$ )<sub>2</sub>, -C(S)N( $R^5$ )<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N( $R^5$ )N( $R^5$ )COR<sup>5</sup>, -N( $R^5$ )N( $R^5$ )C(O)OR<sup>5</sup>,  
 15        -N( $R^5$ )N( $R^5$ )CON( $R^5$ )<sub>2</sub>, -N( $R^5$ )SO<sub>2</sub>R<sup>5</sup>, -N( $R^5$ )SO<sub>2</sub>N( $R^5$ )<sub>2</sub>, -N( $R^5$ )C(O)OR<sup>5</sup>, -N( $R^5$ )C(O)R<sup>5</sup>, -N( $R^5$ )C(S)R<sup>5</sup>, -N( $R^5$ )C(O)N( $R^5$ )<sub>2</sub>, -N( $R^5$ )C(S)N( $R^5$ )<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N( $R^5$ )<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of  $R^5$  is independently selected from:

- 20        H-,  
           (C1-C12)-aliphatic-,  
           (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
           [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
           (C6-C10)-aryl-,  
 25        (C6-C10)-aryl-(C1-C12)aliphatic-,  
           (C3-C10)-heterocyclyl-,  
           (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
           (C5-C10)-heteroaryl-, and  
           (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;  
 30        wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;  
 $R^6$  is selected from:

$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

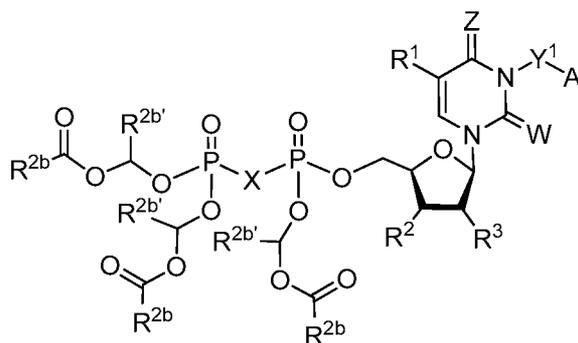
each occurrence of  $R^7$  is independently selected from:

- 5 halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  
 $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  
 10  $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  
 $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  
 $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  
 $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ , or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

- 15 H- and (C1-C6)-aliphatic-

77. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug-IIB2:



**Prodrug-IIB2**

or a salt thereof,

- 20 wherein:

each occurrence of  $R^{2b}$  is a group independently selected from aliphatic, heterocyclyl,  
 cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl,  
 cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least  
 one  $R^4$ ; and

- 25 each occurrence of  $R^{2b'}$  is independently  $-H$ ,  $-(C1-C6)$ -aliphatic or  $-(C3-C6)$ -cycloalkyl;  
 preferably, each occurrence of  $R^{2b'}$  is independently  $-H$  or  $-(C1-C6)$ -aliphatic;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

5 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

10 independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

15 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

20 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>,  
 25 -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

30 H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

(C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 5 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-

10 C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>; R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

15 halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>, -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>, -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 20 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

25 H- and (C1-C6)-aliphatic-.

78. The prodrug of claim 76 or 77, wherein at least one occurrence of R<sup>2b</sup> is an alkyl group.

79. The prodrug of claim 78, wherein said at least one occurrence of R<sup>2b</sup> is a methyl, ethyl, isopropyl or t-butyl.

30 80. The prodrug of any one of claims 76-79, wherein at least one occurrence of R<sup>2b'</sup> is -H.

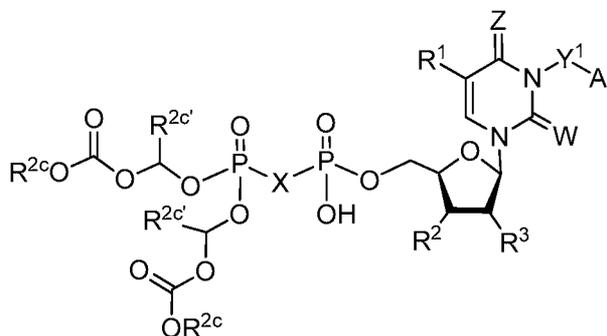
81. The prodrug of any one of claims 76-79, wherein at least one occurrence of R<sup>2b'</sup> is a - (C1-C6)-alkyl group.

82. The prodrug of claim 81, wherein said at least one occurrence of  $R^{2b'}$  is methyl, ethyl or isopropyl.

83. The prodrug of any one of claims 76-82, wherein all the occurrences of  $R^{2b}$  are the same.

5 84. The prodrug of any one of claims 76-83, wherein all the occurrences of  $R^{2b'}$  are the same.

85. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug-IIC1:



**Prodrug-IIC1**

10 or a salt thereof,

wherein:

each occurrence of  $R^{2c}$  is a group independently selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^4$ ; and

15 each occurrence of  $R^{2c'}$  is independently -H, -(C1-C6)-aliphatic, or -(C3-C6)-cycloalkyl; preferably, each occurrence of  $R^{2c'}$  is independently -H or -(C1-C6)-aliphatic;

A is selected from:

- 20 a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;
- a naphthalene group;
- a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and
- a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

25 wherein A is optionally further substituted with one or more  $R^4$ ;

X is independently selected from -O-, -S-, -N( $R^5$ )- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more  $R^4$ ;

$Y^1$  is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more  $R^4$ ;

Z and W are each independently selected from =O, =S, =N( $R^5$ ), and =NOR<sup>5</sup>;

$R^1$  is selected from:

- 5 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more  $R^4$ ;

$R^2$  and  $R^3$  are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of  $R^4$  is independently selected from:

- 10 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N( $R^5$ )<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N( $R^5$ )<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N( $R^5$ )<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N( $R^5$ )<sub>2</sub>, -OC(O)N( $R^5$ )<sub>2</sub>, -C(S)N( $R^5$ )<sub>2</sub>, -( $CH_2$ )<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N( $R^5$ )N( $R^5$ )COR<sup>5</sup>, -N( $R^5$ )N( $R^5$ )C(O)OR<sup>5</sup>,  
 15 -N( $R^5$ )N( $R^5$ )CON( $R^5$ )<sub>2</sub>, -N( $R^5$ )SO<sub>2</sub>R<sup>5</sup>, -N( $R^5$ )SO<sub>2</sub>N( $R^5$ )<sub>2</sub>, -N( $R^5$ )C(O)OR<sup>5</sup>, -N( $R^5$ )C(O)R<sup>5</sup>, -N( $R^5$ )C(S)R<sup>5</sup>, -N( $R^5$ )C(O)N( $R^5$ )<sub>2</sub>, -N( $R^5$ )C(S)N( $R^5$ )<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N( $R^5$ )<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of  $R^5$  is independently selected from:

- 20 H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 25 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;  
 30 wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;  
R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

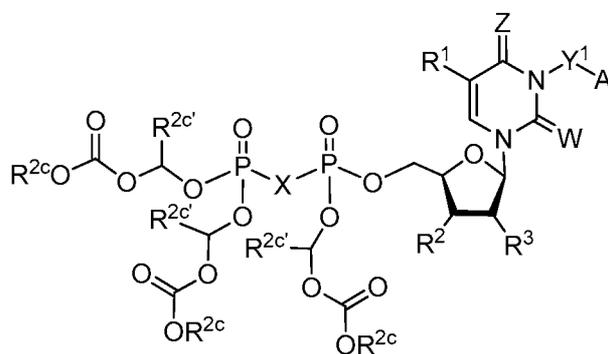
each occurrence of R<sup>7</sup> is independently selected from:

- 5 halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
-C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
-C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
-C(S)N(R<sup>8</sup>)<sub>2</sub>,  
10 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>,  
-N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>,  
-N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>,  
-N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>,  
-OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

- 15 H- and (C1-C6)-aliphatic-

86. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug-IIC2:



**Prodrug-IIC2**

or a salt thereof,

- 20 wherein:

each occurrence of R<sup>2c</sup> is a group independently selected from aliphatic, heterocyclyl,  
cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl,  
cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least  
one R<sup>4</sup>; and

- 25 each occurrence of R<sup>2c'</sup> is independently -H, -(C1-C6)-aliphatic or -(C3-C6)-cycloalkyl;  
preferably, each occurrence of R<sup>2c'</sup> is independently -H or -(C1-C6)-aliphatic;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

5 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group

10 independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

15 -H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

20 halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>,  
 25 -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

30 H-,  
 (C1-C12)-aliphatic-,  
 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

(C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 5 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-  
 10 C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and  
 wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

each occurrence of R<sup>7</sup> is independently selected from:

15 halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>, -(CH<sub>2</sub>)<sub>0-2</sub>  
 NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>,  
 20 -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>, -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>, -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>,  
 -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>8</sup>); and

each occurrence of R<sup>8</sup> is independently selected from:

25 H- and (C1-C6)-aliphatic-.

87. The prodrug of claim 85 or 86, wherein at least one occurrence of R<sup>2c</sup> is an alkyl group.

88. The prodrug of claim 87, wherein said at least one occurrence of R<sup>2c</sup> is methyl, ethyl, isopropyl or t-butyl.

30 89. The prodrug of any one of claims 85-88, wherein at least one occurrence of R<sup>2c'</sup> is -H.

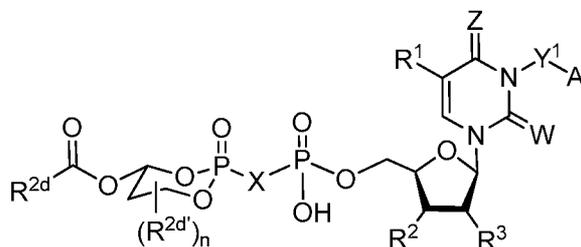
90. The prodrug of any one of claims 85-88, wherein at least one occurrence of R<sup>2c'</sup> is a - (C1-C6)-alkyl group.

91. The prodrug of claim 90, wherein said at least one occurrence of  $R^{2c'}$  is methyl, ethyl or isopropyl.

92. The prodrug of any one of claims 85-91, wherein all the occurrences of  $R^{2c}$  are the same.

5 93. The prodrug of any one of claims 85-92, wherein all the occurrences of  $R^{2c'}$  are the same.

94. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug II-D:



**Prodrug-II-D**

10 or a salt thereof,

wherein:

$R^{2d}$  is a group selected from aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^4$ ;

15  $n$  is 0-5; and

each occurrence of  $R^{2d'}$  is independently selected from  $-H$  and  $R^4$ ;

$A$  is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

20 a naphthalene group;

a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ ;

25 wherein  $A$  is optionally further substituted with one or more  $R^4$ ;

$X$  is independently selected from  $-O-$ ,  $-S-$ ,  $-N(R^5)-$  and a (C1-C3)-aliphatic group independently and optionally substituted with one or more  $R^4$ ;

$Y^1$  is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more  $R^4$ ;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

5 R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>,  
 10 -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>,  
 -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,  
 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>,  
 -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>,  
 -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>,  
 15 -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>,  
 -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

each occurrence of R<sup>5</sup> is independently selected from:

H-,  
 (C1-C12)-aliphatic-,  
 20 (C3-C10)-cycloalkyl- or -cycloalkenyl-,  
 [(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 25 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
 30 O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;

R<sup>6</sup> is selected from:

$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

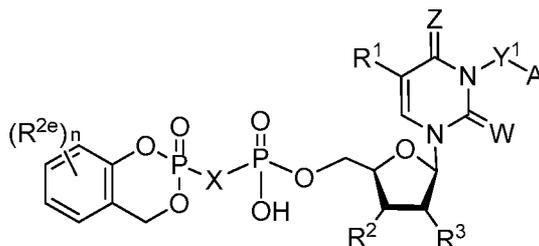
each occurrence of  $R^7$  is independently selected from:

- halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  
 5  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  
 $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  
 $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  
 $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  
 10  $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  
 $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ , or  $-P(O)(H)(OR^8)$ ; and

each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-

95. The prodrug of claim 94, wherein n is 0-2.  
 15 96. The prodrug of claim 95, wherein n is 0.  
 97. The prodrug of claim 95, wherein n is 1 or 2, and all  $R^{2d}$  are attached to the carbon of  
 the ring distal to the carbon bearing  $R^{2d}CO_2$ .  
 98. The prodrug of any one of claims 94-97, wherein  $R^{2d}$  is an alkyl group.  
 99. The prodrug of claim 98, wherein  $R^{2d}$  is methyl, ethyl, isopropyl or t-butyl.  
 20 100. The prodrug of any one of claims 94-97, wherein  $R^{2d}$  is an optionally  
 substituted phenyl.  
 101. A prodrug of claim 70, wherein the prodrug has a structure of formula  
 Prodrug-III:



**Prodrug-III**

25

or a salt thereof,

wherein:

n is 0-4; and

each occurrence of  $R^{2e}$  is independently selected from  $-H$  and  $R^4$ ;

A is selected from:

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;

a naphthalene group;

5 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;

wherein A is optionally further substituted with one or more R<sup>4</sup>;

10 X is independently selected from -O-, -S-, -N(R<sup>5</sup>)- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more R<sup>4</sup>;

Y<sup>1</sup> is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more R<sup>4</sup>;

Z and W are each independently selected from =O, =S, =N(R<sup>5</sup>), and =NOR<sup>5</sup>;

15 R<sup>1</sup> is selected from:

-H, halogen, -OR<sup>5</sup>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub> and a (C1-C6)-aliphatic- group optionally substituted with one or more R<sup>4</sup>;

R<sup>2</sup> and R<sup>3</sup> are each independently selected from -OR<sup>5</sup>, -SR<sup>5</sup>, -NR<sup>5</sup>R<sup>6</sup>, -OC(O)R<sup>5</sup>, -OC(O)NR<sup>5</sup>R<sup>6</sup>, and -OC(O)OR<sup>5</sup>;

20 each occurrence of R<sup>4</sup> is independently selected from:

halogen, -OR<sup>5</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>5</sup>, oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy, -N(R<sup>5</sup>)<sub>2</sub>, -SR<sup>5</sup>, -SOR<sup>5</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)C(O)R<sup>5</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>5</sup>, -C(S)R<sup>5</sup>, -C(S)OR<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)C(O)OR<sup>5</sup>, -C(O)C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)R<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub>, -OC(O)N(R<sup>5</sup>)<sub>2</sub>, -C(S)N(R<sup>5</sup>)<sub>2</sub>,

25 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)COR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)N(R<sup>5</sup>)CON(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)SO<sub>2</sub>R<sup>5</sup>, -N(R<sup>5</sup>)SO<sub>2</sub>N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(O)OR<sup>5</sup>, -N(R<sup>5</sup>)C(O)R<sup>5</sup>, -N(R<sup>5</sup>)C(S)R<sup>5</sup>, -N(R<sup>5</sup>)C(O)N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>)C(S)N(R<sup>5</sup>)<sub>2</sub>, -N(COR<sup>5</sup>)COR<sup>5</sup>, -N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NH)N(R<sup>5</sup>)<sub>2</sub>, -C(O)N(OR<sup>5</sup>)R<sup>5</sup>, -C(=NOR<sup>5</sup>)R<sup>5</sup>, -OP(O)(OR<sup>5</sup>)<sub>2</sub>, -P(O)(R<sup>5</sup>)<sub>2</sub>, -P(O)(OR<sup>5</sup>)<sub>2</sub>, or -P(O)(H)(OR<sup>5</sup>);

30 each occurrence of R<sup>5</sup> is independently selected from:

H-,

(C1-C12)-aliphatic-,

(C3-C10)-cycloalkyl- or -cycloalkenyl-,

[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,  
 (C6-C10)-aryl-,  
 (C6-C10)-aryl-(C1-C12)aliphatic-,  
 (C3-C10)-heterocyclyl-,  
 5 (C6-C10)-heterocyclyl-(C1-C12)aliphatic-,  
 (C5-C10)-heteroaryl-, and  
 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two R<sup>5</sup> groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N,  
 10 O, S, SO, or SO<sub>2</sub>, wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

wherein each R<sup>5</sup> group is independently and optionally substituted with one or more R<sup>7</sup>;  
 R<sup>6</sup> is selected from:

-R<sup>5</sup>, -C(O)R<sup>5</sup>, -C(O)OR<sup>5</sup>, -C(O)N(R<sup>5</sup>)<sub>2</sub> and -S(O)<sub>2</sub>R<sup>5</sup>;

15 each occurrence of R<sup>7</sup> is independently selected from:

halogen, -OR<sup>8</sup>, -NO<sub>2</sub>, -CN, -CF<sub>3</sub>, -OCF<sub>3</sub>, -R<sup>8</sup>, oxo, thioxo, 1,2-methylenedioxy,  
 1,2-ethylenedioxy, -N(R<sup>8</sup>)<sub>2</sub>, -SR<sup>8</sup>, -SOR<sup>8</sup>, -SO<sub>2</sub>R<sup>8</sup>, -SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -SO<sub>3</sub>R<sup>8</sup>, -C(O)R<sup>8</sup>,  
 -C(O)C(O)R<sup>8</sup>, -C(O)CH<sub>2</sub>C(O)R<sup>8</sup>, -C(S)R<sup>8</sup>, -C(S)OR<sup>8</sup>, -C(O)OR<sup>8</sup>, -C(O)C(O)OR<sup>8</sup>,  
 -C(O)C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)R<sup>8</sup>, -C(O)N(R<sup>8</sup>)<sub>2</sub>, -OC(O)N(R<sup>8</sup>)<sub>2</sub>, -C(S)N(R<sup>8</sup>)<sub>2</sub>,  
 20 -(CH<sub>2</sub>)<sub>0-2</sub>NHC(O)R<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)COR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)N(R<sup>8</sup>)CON(R<sup>8</sup>)<sub>2</sub>,  
 -N(R<sup>8</sup>)SO<sub>2</sub>R<sup>8</sup>, -N(R<sup>8</sup>)SO<sub>2</sub>N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(O)OR<sup>8</sup>, -N(R<sup>8</sup>)C(O)R<sup>8</sup>, -N(R<sup>8</sup>)C(S)R<sup>8</sup>,  
 -N(R<sup>8</sup>)C(O)N(R<sup>8</sup>)<sub>2</sub>, -N(R<sup>8</sup>)C(S)N(R<sup>8</sup>)<sub>2</sub>, -N(COR<sup>8</sup>)COR<sup>8</sup>, -N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NH)N(R<sup>8</sup>)<sub>2</sub>,  
 -C(O)N(OR<sup>8</sup>)R<sup>8</sup>, -C(=NOR<sup>8</sup>)R<sup>8</sup>, -OP(O)(OR<sup>8</sup>)<sub>2</sub>, -P(O)(R<sup>8</sup>)<sub>2</sub>, -P(O)(OR<sup>8</sup>)<sub>2</sub>,  
 or -P(O)(H)(OR<sup>8</sup>);

25 each occurrence of R<sup>8</sup> is independently selected from:

H- and (C1-C6)-aliphatic-.

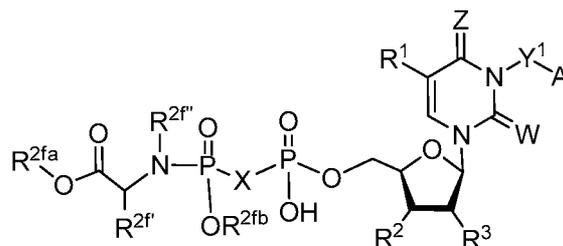
102. The prodrug of claim 101, wherein at least one occurrence of R<sup>2e</sup> is a -(C1-C6)-alkyl group or a halogen, preferably -F or -Cl.

103. The prodrug of claim 102, wherein said at least one occurrence of R<sup>2e</sup> is  
 30 methyl, ethyl, isopropyl or t-butyl.

104. The prodrug of claim 101, wherein n is 1.

105. The prodrug of claim 104, wherein R<sup>2e</sup> is methyl.

106. A prodrug of claim 70, wherein the prodrug has a structure of formula Prodrug-III F:



**Prodrug-III F**

5 or a salt thereof,

wherein:

$R^{2fa}$  and  $R^{2fb}$  each independently is a group selected from -H, aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl and heteroaryl, wherein said aliphatic, heterocyclyl, cycloalkyl, cycloalkenyl, aryl or heteroaryl is unsubstituted or substituted with at least one  $R^4$ ; and

10

$R^{2f'}$  and  $R^{2f''}$  each independently is a group selected from -H, -(C1-C6)-aliphatic and -(C3-C6)-cycloalkyl; preferably,  $R^{2f'}$  and  $R^{2f''}$  each independently is a group selected from -H or -(C1-C6)-aliphatic;

A is selected from:

15

a phenyl group that is unsubstituted or substituted with at least one (C1-C5)-aliphatic group or halogen;  
 a naphthalene group;  
 a 5- to 10-membered heteroaryl group having up to 5 heteroatoms independently selected from N, O and S ; and

20

a 3- to 10-membered non-aromatic ring having up to 5 heteroatoms independently selected from N, O, S, SO, or SO<sub>2</sub>;  
 wherein A is optionally further substituted with one or more  $R^4$ ;

X is independently selected from -O-, -S-, -N( $R^5$ )- and a (C1-C3)-aliphatic group independently and optionally substituted with one or more  $R^4$ ;

25

$Y^1$  is a (C1-C5)-aliphatic group substituted with at least one oxo and further independently and optionally substituted with one or more  $R^4$ ;

Z and W are each independently selected from =O, =S, =N( $R^5$ ), and =NOR<sup>5</sup>;

$R^1$  is selected from:

-H, halogen,  $-OR^5$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$  and a (C1-C6)-aliphatic- group optionally substituted with one or more  $R^4$ ;

$R^2$  and  $R^3$  are each independently selected from  $-OR^5$ ,  $-SR^5$ ,  $-NR^5R^6$ ,  $-OC(O)R^5$ ,  $-OC(O)NR^5R^6$ , and  $-OC(O)OR^5$ ;

5 each occurrence of  $R^4$  is independently selected from:

halogen,  $-OR^5$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^5$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^5)_2$ ,  $-SR^5$ ,  $-SOR^5$ ,  $-SO_2R^5$ ,  $-SO_2N(R^5)_2$ ,  $-SO_3R^5$ ,  $-C(O)R^5$ ,  $-C(O)C(O)R^5$ ,  $-C(O)CH_2C(O)R^5$ ,  $-C(S)R^5$ ,  $-C(S)OR^5$ ,  $-C(O)OR^5$ ,  $-C(O)C(O)OR^5$ ,  $-C(O)C(O)N(R^5)_2$ ,  $-OC(O)R^5$ ,  $-C(O)N(R^5)_2$ ,  $-OC(O)N(R^5)_2$ ,  $-C(S)N(R^5)_2$ ,  
 10  $-(CH_2)_{0-2}NHC(O)R^5$ ,  $-N(R^5)N(R^5)COR^5$ ,  $-N(R^5)N(R^5)C(O)OR^5$ ,  $-N(R^5)N(R^5)CON(R^5)_2$ ,  $-N(R^5)SO_2R^5$ ,  $-N(R^5)SO_2N(R^5)_2$ ,  $-N(R^5)C(O)OR^5$ ,  $-N(R^5)C(O)R^5$ ,  $-N(R^5)C(S)R^5$ ,  $-N(R^5)C(O)N(R^5)_2$ ,  $-N(R^5)C(S)N(R^5)_2$ ,  $-N(COR^5)COR^5$ ,  $-N(OR^5)R^5$ ,  $-C(=NH)N(R^5)_2$ ,  $-C(O)N(OR^5)R^5$ ,  $-C(=NOR^5)R^5$ ,  $-OP(O)(OR^5)_2$ ,  $-P(O)(R^5)_2$ ,  $-P(O)(OR^5)_2$ , or  $-P(O)(H)(OR^5)$ ;

15 each occurrence of  $R^5$  is independently selected from:

H-,

(C1-C12)-aliphatic-,

(C3-C10)-cycloalkyl- or -cycloalkenyl-,

[(C3-C10)-cycloalkyl or -cycloalkenyl]-(C1-C12)-aliphatic-,

20 (C6-C10)-aryl-,

(C6-C10)-aryl-(C1-C12)aliphatic-,

(C3-C10)-heterocyclyl-,

(C6-C10)-heterocyclyl-(C1-C12)aliphatic-,

(C5-C10)-heteroaryl-, and

25 (C5-C10)-heteroaryl-(C1-C12)-aliphatic-;

wherein two  $R^5$  groups bound to the same atom optionally form a 3- to 10-membered aromatic or non-aromatic ring having up to 3 heteroatoms independently selected from N, O, S, SO, or  $SO_2$ , wherein said ring is optionally fused to a (C6-C10)aryl, (C5-C10)heteroaryl, (C3-C10)cycloalkyl, or a (C3-C10)heterocyclyl; and

30 wherein each  $R^5$  group is independently and optionally substituted with one or more  $R^7$ ;

$R^6$  is selected from:

$-R^5$ ,  $-C(O)R^5$ ,  $-C(O)OR^5$ ,  $-C(O)N(R^5)_2$  and  $-S(O)_2R^5$ ;

each occurrence of  $R^7$  is independently selected from:

halogen,  $-OR^8$ ,  $-NO_2$ ,  $-CN$ ,  $-CF_3$ ,  $-OCF_3$ ,  $-R^8$ , oxo, thioxo, 1,2-methylenedioxy, 1,2-ethylenedioxy,  $-N(R^8)_2$ ,  $-SR^8$ ,  $-SOR^8$ ,  $-SO_2R^8$ ,  $-SO_2N(R^8)_2$ ,  $-SO_3R^8$ ,  $-C(O)R^8$ ,  $-C(O)C(O)R^8$ ,  $-C(O)CH_2C(O)R^8$ ,  $-C(S)R^8$ ,  $-C(S)OR^8$ ,  $-C(O)OR^8$ ,  $-C(O)C(O)OR^8$ ,  $-C(O)C(O)N(R^8)_2$ ,  $-OC(O)R^8$ ,  $-C(O)N(R^8)_2$ ,  $-OC(O)N(R^8)_2$ ,  $-C(S)N(R^8)_2$ ,  
 5  $-(CH_2)_{0-2}NHC(O)R^8$ ,  $-N(R^8)N(R^8)COR^8$ ,  $-N(R^8)N(R^8)C(O)OR^8$ ,  
 $-N(R^8)N(R^8)CON(R^8)_2$ ,  $-N(R^8)SO_2R^8$ ,  $-N(R^8)SO_2N(R^8)_2$ ,  $-N(R^8)C(O)OR^8$ ,  
 $-N(R^8)C(O)R^8$ ,  $-N(R^8)C(S)R^8$ ,  $-N(R^8)C(O)N(R^8)_2$ ,  $-N(R^8)C(S)N(R^8)_2$ ,  
 $-N(COR^8)COR^8$ ,  $-N(OR^8)R^8$ ,  $-C(=NH)N(R^8)_2$ ,  $-C(O)N(OR^8)R^8$ ,  $-C(=NOR^8)R^8$ ,  
 $-OP(O)(OR^8)_2$ ,  $-P(O)(R^8)_2$ ,  $-P(O)(OR^8)_2$ , or  $-P(O)(H)(OR^8)$ ; and

10 each occurrence of  $R^8$  is independently selected from:

H- and (C1-C6)-aliphatic-

107. The prodrug of claim 106, wherein  $R^{2fa}$  is an alkyl group.

108. The prodrug of claim 107, wherein  $R^{2fa}$  is methyl, ethyl, isopropyl or t-butyl.

109. The prodrug of any one of claims 106-108, wherein  $R^{2fb}$  is an optionally  
 15 substituted phenyl.

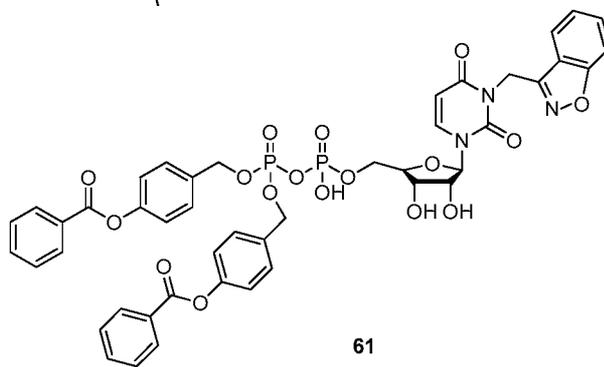
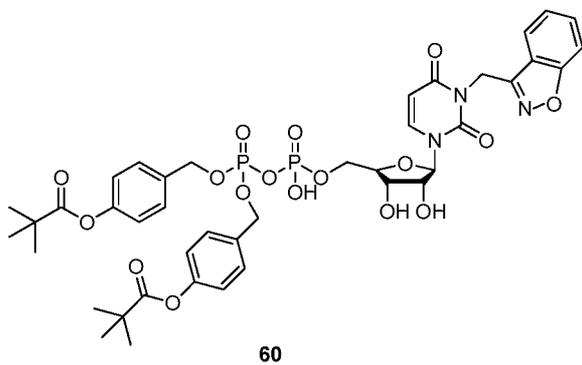
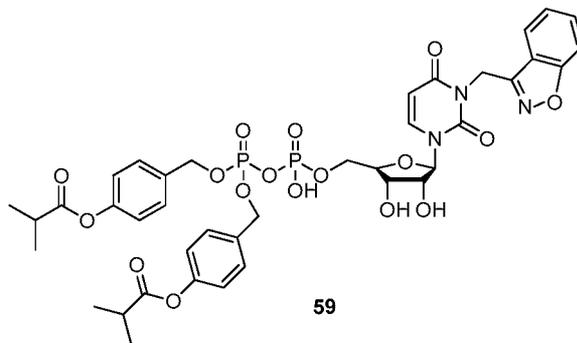
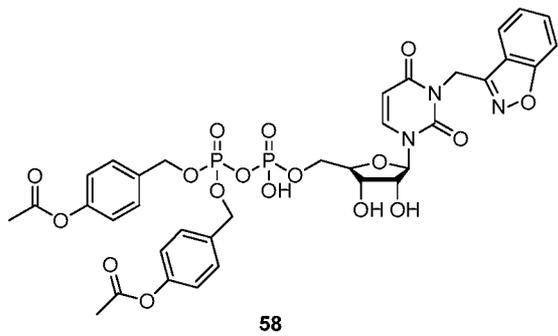
110. The prodrug of any one of claims 106-109, wherein  $R^{2f}$  is  $-H$ .

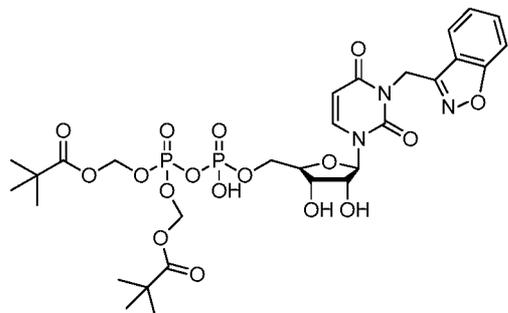
111. The prodrug of any one of claims 106-109, wherein  $R^{2f}$  is a  $-(C1-C6)$ -alkyl  
 group.

112. The prodrug of claim 111, wherein  $R^{2f}$  is methyl, ethyl or isopropyl.

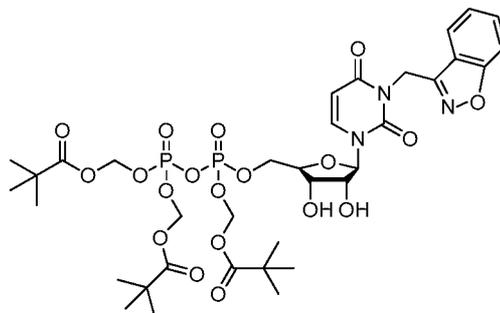
20 113. The prodrug of any one of claims 106-112, wherein  $R^{2f'}$  is  $-H$ .

114. The prodrug of any one of above claims, wherein said prodrug is selected  
 from:

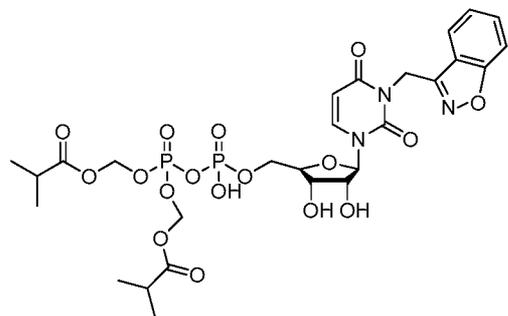




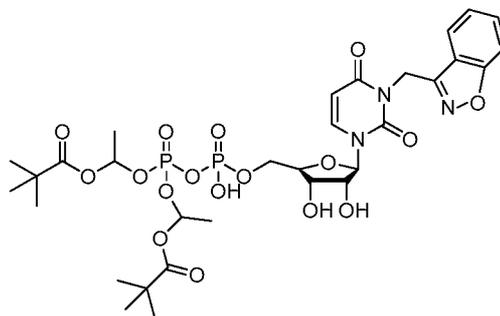
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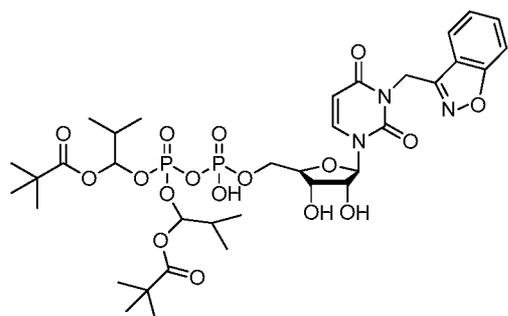
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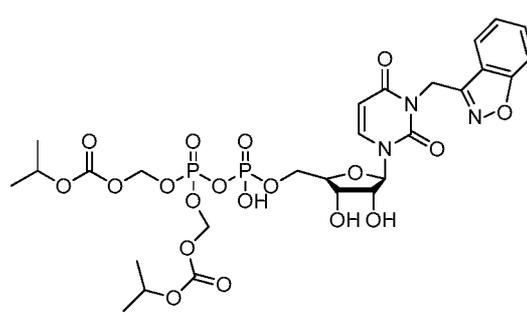
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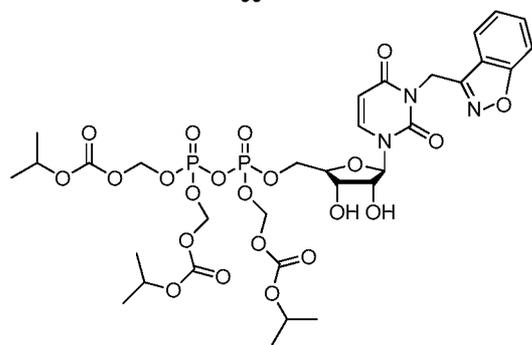
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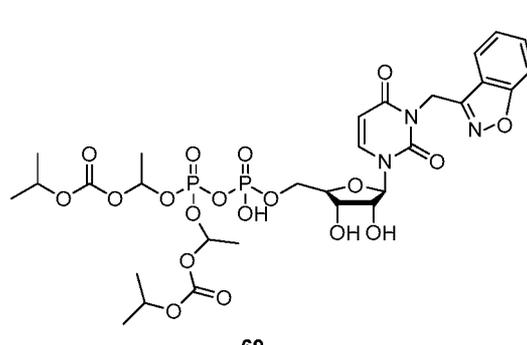
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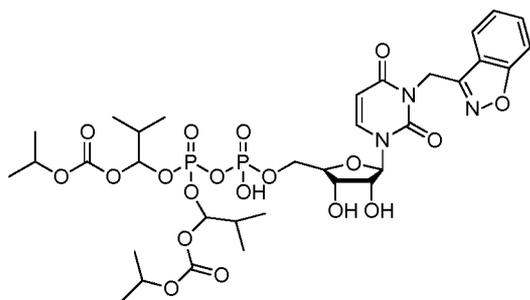
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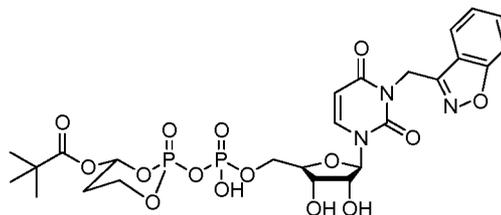
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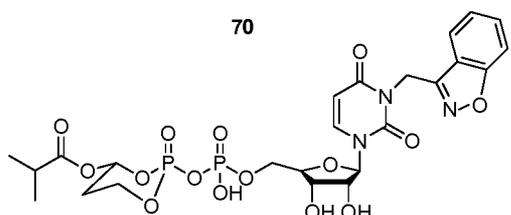
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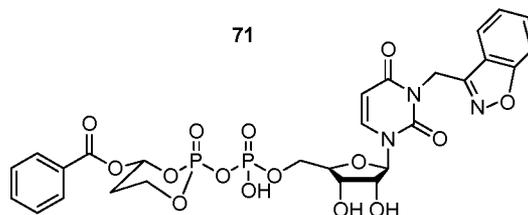
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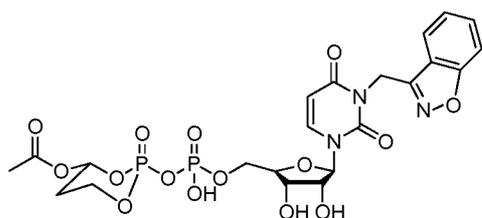
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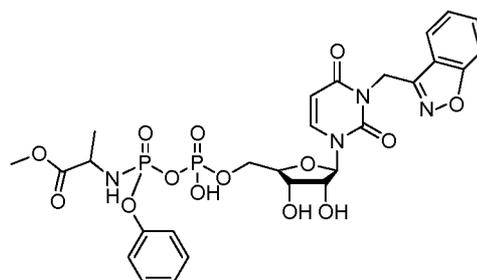
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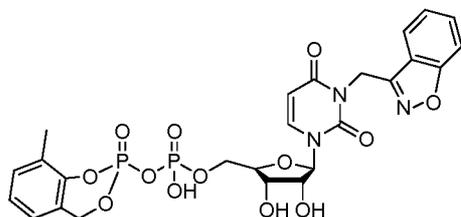


74



75

and



76

or a salt thereof.

115. A pharmaceutical composition, comprising a prodrug according to any one of claims 26-114 and a pharmaceutically acceptable carrier, adjuvant or vehicle

5 116. A method for treating a neurodegenerative disorder in a subject in need thereof, comprising administering a therapeutically effective amount of a prodrug according to any one of claims 26-114.

10 117. The method of claim 116, wherein the neurodegenerative disorder is selected from Alzheimer's disease, Parkinson's disease, Mild Cognitive Impairment (MCI), Huntington's disease, multiple sclerosis and cerebral vascular accidents.

118. A method for treating a traumatic brain injury in a subject in need thereof, comprising administering a therapeutically effective amount of a prodrug according to any one of claims 26-114.
119. A method for treating pain in a subject in need thereof, comprising  
5 administering a therapeutically effective amount of a prodrug according to any one of claims 26-114.
120. The method of claim 119, wherein the pain is selected from musculoskeletal pain, fibromyalgia, myofascial pain, pain during menstruation, pain during  
10 osteoarthritis, pain during rheumatoid arthritis, pain during gastrointestinal inflammation, pain during inflammation of the heart muscle, pain during multiple sclerosis, pain during neuritis, pain during AIDS, pain during chemotherapy, tumor pain, headache, CPS, central pain, neuropathic pain, trigeminal neuralgia, shingles, stamp pain, phantom limb pain, temporomandibular joint disorder, nerve injury, migraine, post-herpetic neuralgia, neuropathic pain encountered as a consequence of  
15 injuries, amputation infections, metabolic disorders or degenerative diseases of the nervous system, neuropathic pain associated with diabetes, pseudesthesia, hypothyroidism, uremia, vitamin deficiencies or alcoholism, acute pain after injuries, postoperative pain, pain during acute gout, or pain from operations.
121. A method for treating Down Syndrome (DS) in a subject in need thereof,  
20 comprising administering a therapeutically effective amount of a prodrug according to any one of claims 26-114.
122. A method for treating glaucoma in a subject in need thereof, comprising administering a therapeutically effective amount of a prodrug according to any one of claims 26-114.
- 25 123. A method for decreasing intraocular pressure in a subject in need thereof, comprising administering a therapeutically effective amount of a prodrug according to any one of claims 26-114.
124. The method according to any one of claims 116-123, wherein the prodrug is administered by a route selected from topical, pulmonary, internal topical,  
30 intradermal, intravenous, subcutaneous, intranasal, epidermal, ophthalmic, oral, intraventricular, and intrathecal.
125. The method of any one of claims 116-118 or 121, wherein treating comprises providing a beneficial effect selected from one or more of: improving cognitive

function, preventing or delaying cognitive decline, improving memory and/or learning, decreasing amyloid plaque load, increasing synaptic plasticity, improving hippocampal long-term potentiation, or enhancing beta amyloid clearance.

- 5 126. A method of improving cognitive function in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has Alzheimer's disease.
- 10 127. A method of decreasing or delaying cognitive impairment in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has Alzheimer's disease.
128. A method of improving hippocampal long-term potentiation in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has Alzheimer's disease.
- 15 129. A method of enhancing the rate of beta amyloid clearance in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has Alzheimer's disease.
- 20 130. A method of enhancing the rate of beta amyloid clearance in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has a traumatic brain injury.
- 25 131. A method of enhancing the rate of beta amyloid clearance in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has Down Syndrome.
- 30 132. A method of decreasing intraocular pressure in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has glaucoma or ocular hypertension.
133. A method for treating Parkinson's disease in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114.

134. A method of enhancing clearance of decreasing accumulation of alpha synuclein in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114, wherein the subject in need thereof has Parkinson's disease or Lewy body disease.
- 5 135. A method of treating an inflammatory condition in a subject in need thereof, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114.
136. The method of claim 135, wherein the inflammatory condition is selected from  
10 any of an autoimmune condition, a rheumatoid condition, an inflammatory skin condition, an inflammatory bowel condition, an inflammatory joint condition, an inflammatory condition of the eye, an inflammatory condition of the lungs, an inflammatory condition of the kidney, an inflammatory condition caused by an allergic reaction, or an inflammatory condition caused by an infectious agent.
137. The method of claim 135 or 136, wherein the inflammatory condition is  
15 mediated, in whole or in part, by elevated interleukin levels.
138. The method of any one of claims 135-137, wherein the inflammatory condition is not a neural or neurodegenerative condition.
139. A method of decreasing cytokine levels in plasma of a subject having an  
20 inflammatory condition, comprising administering to the subject an effective amount of a prodrug of any one of claims 26-114.
140. The method of claim 139, wherein the method comprises decreasing levels of one or more interleukin.
141. A method of agonizing P<sub>2</sub>Y<sub>6</sub> receptors in a cell, comprising contacting the cell  
25 with a prodrug of any one of claims 26-114.

Figure 1

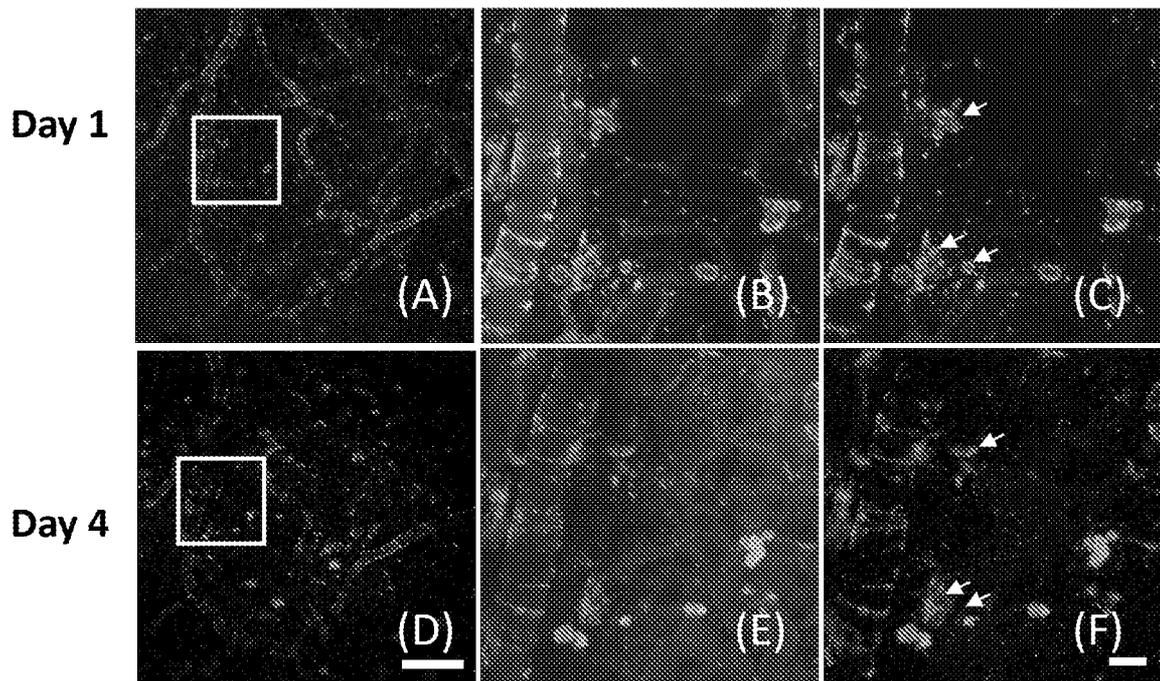


Figure 2

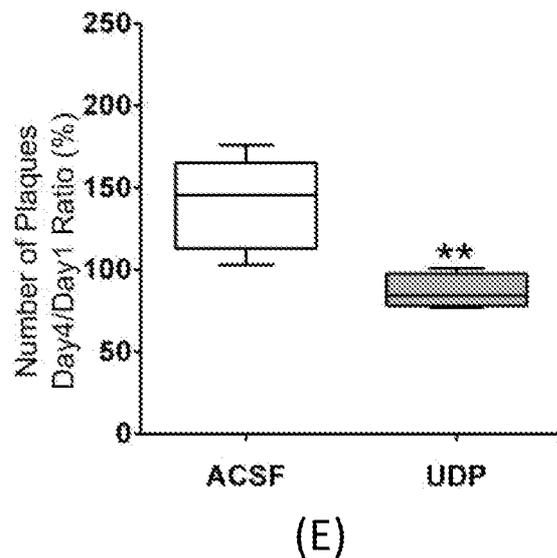
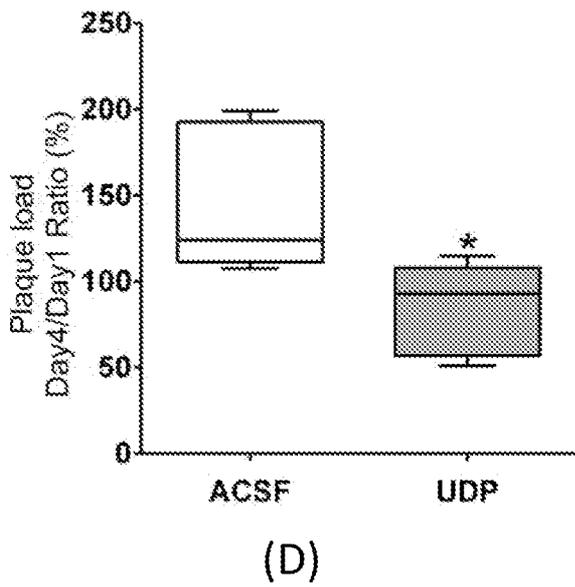
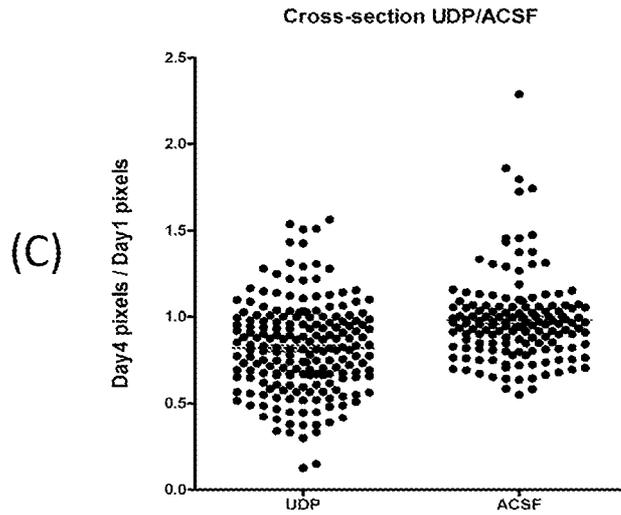
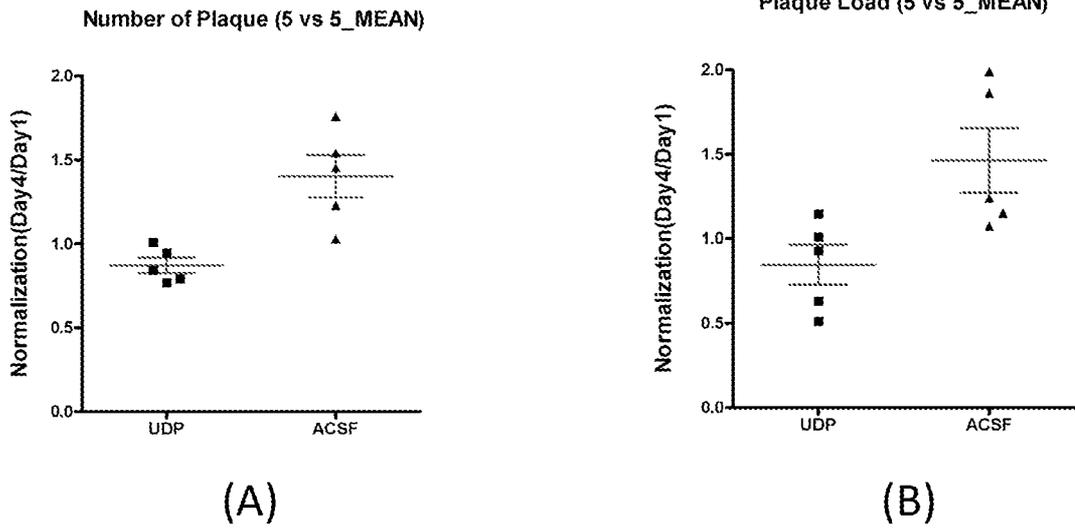


Figure 3

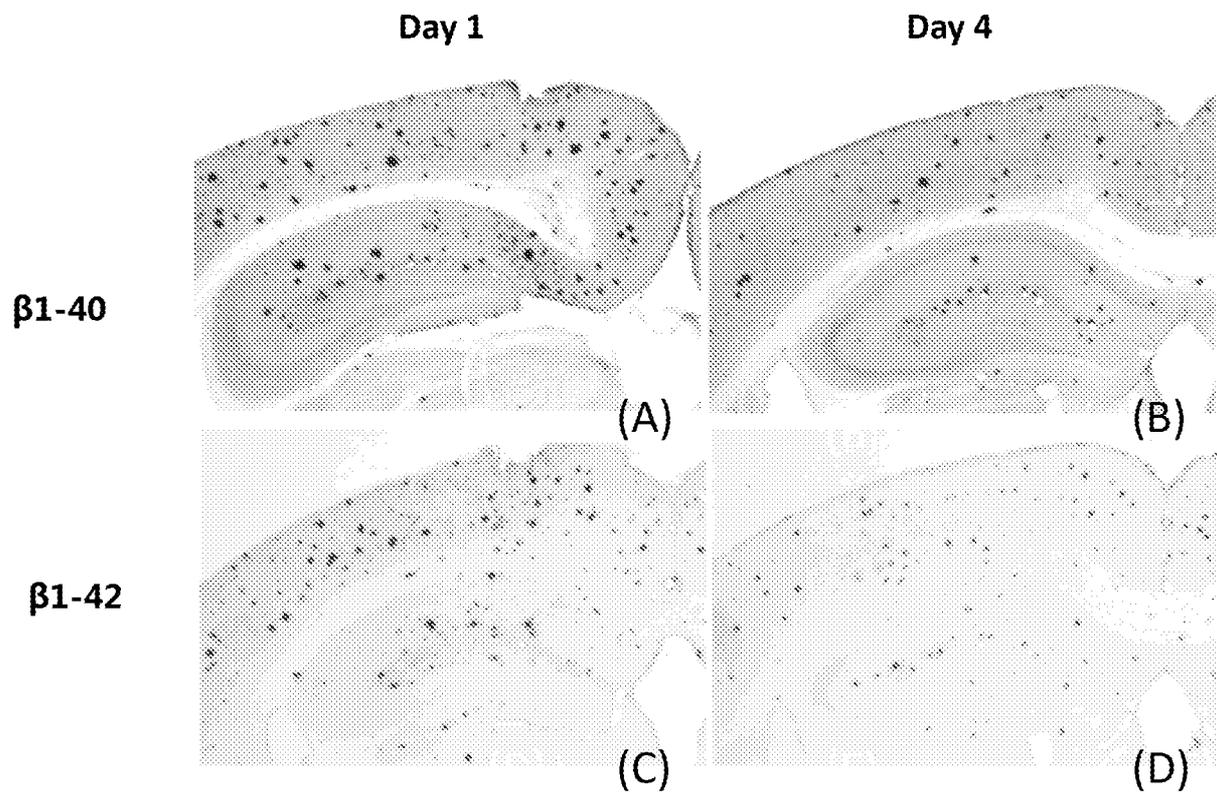


Figure 4

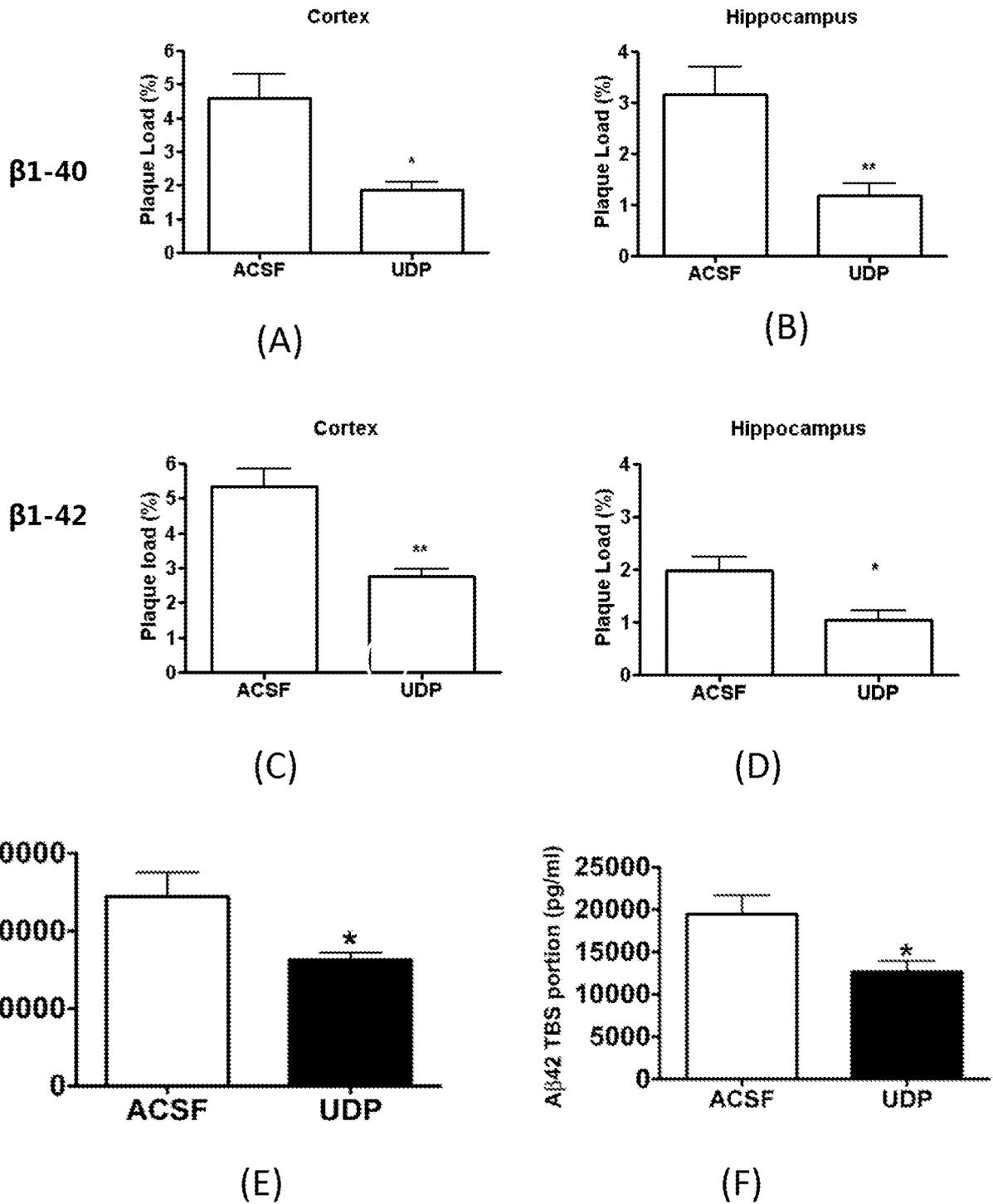


Figure 5

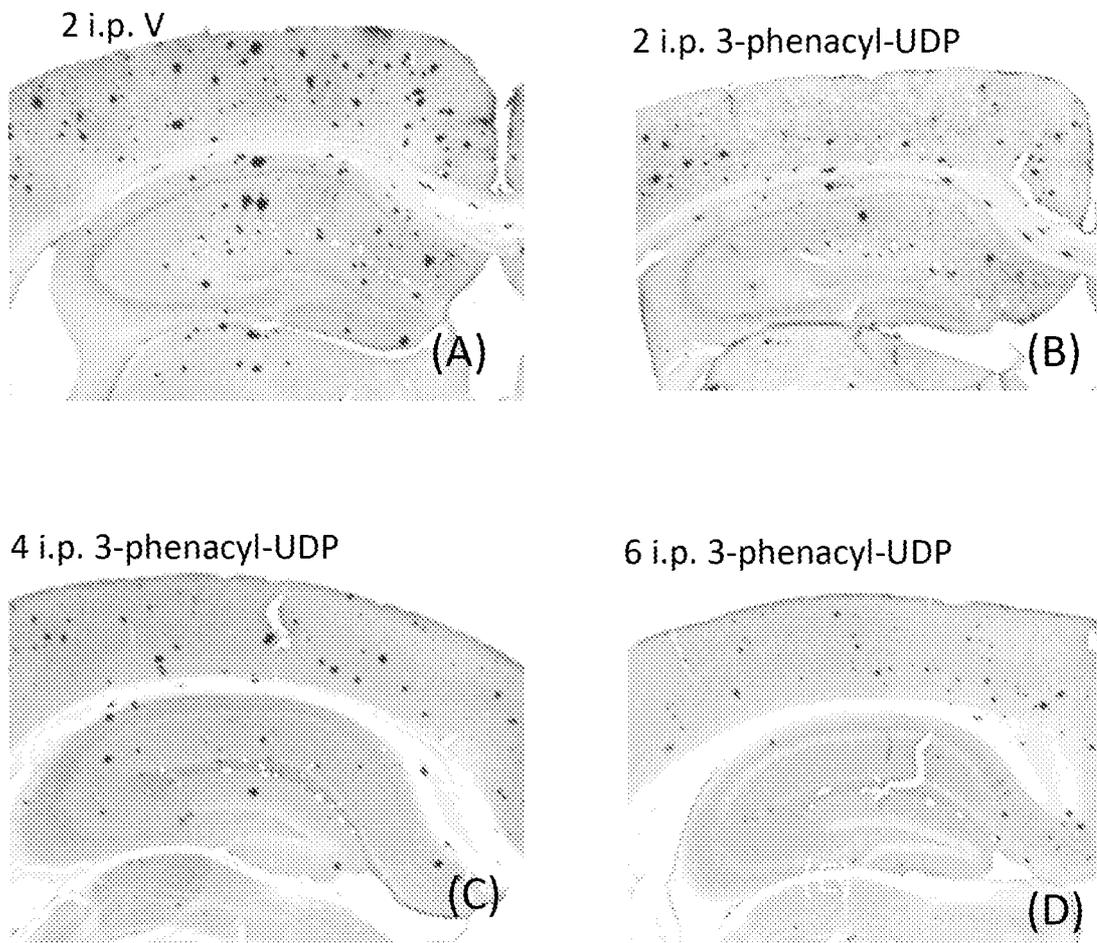
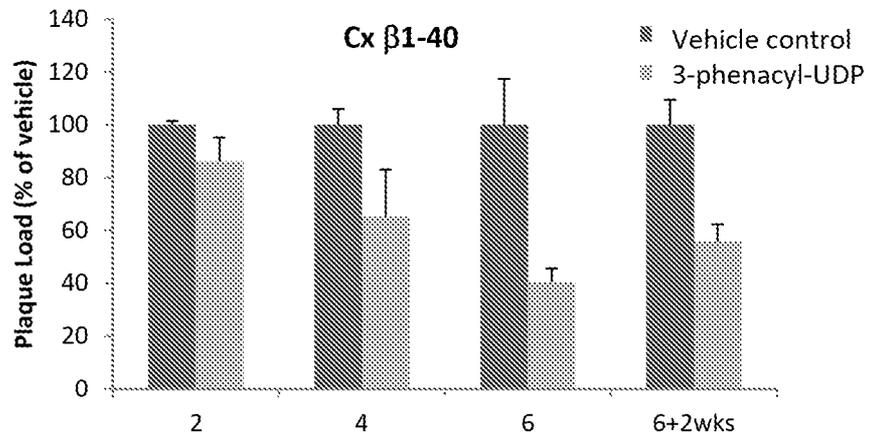
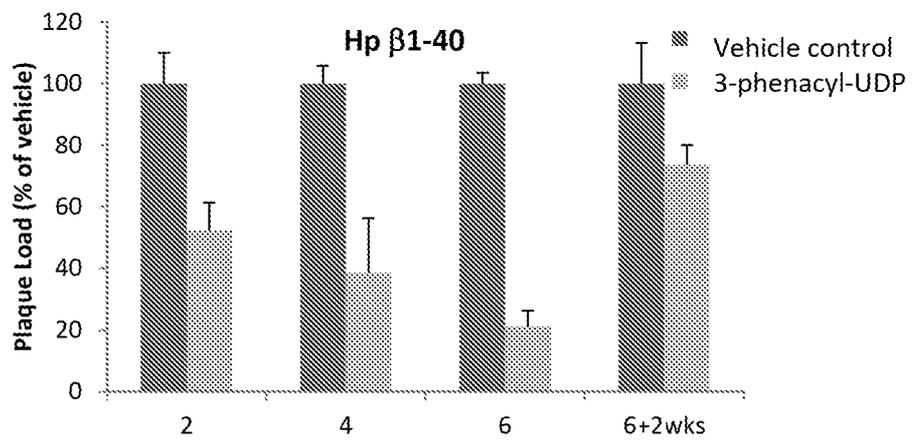


Figure 6



(A)



(B)

Figure 6 (continued)

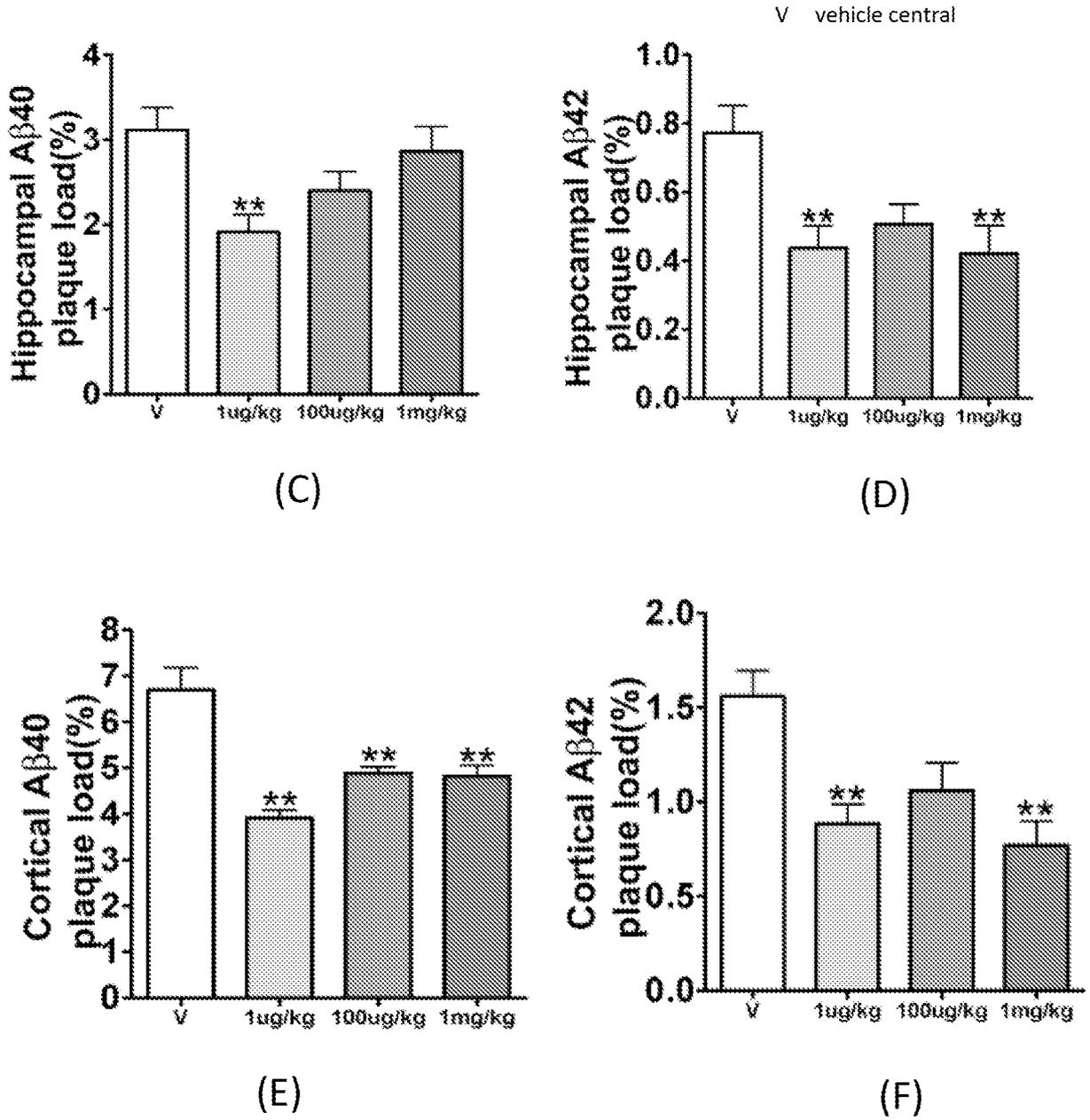


Figure 7

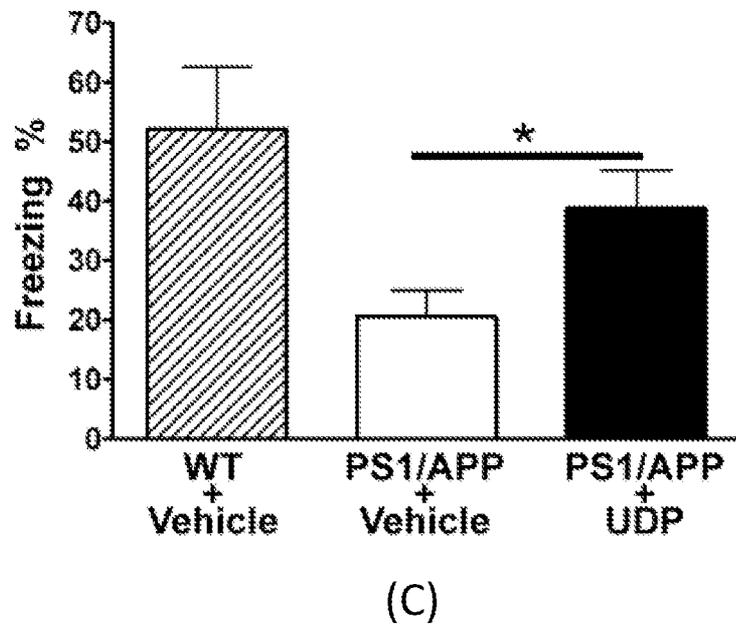
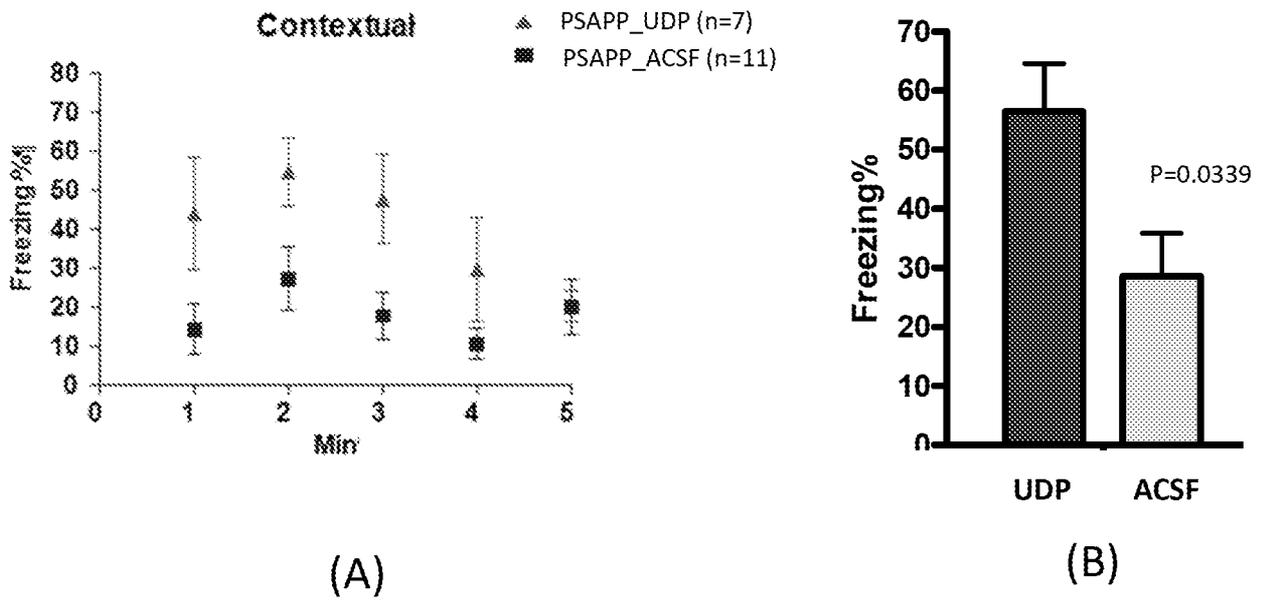
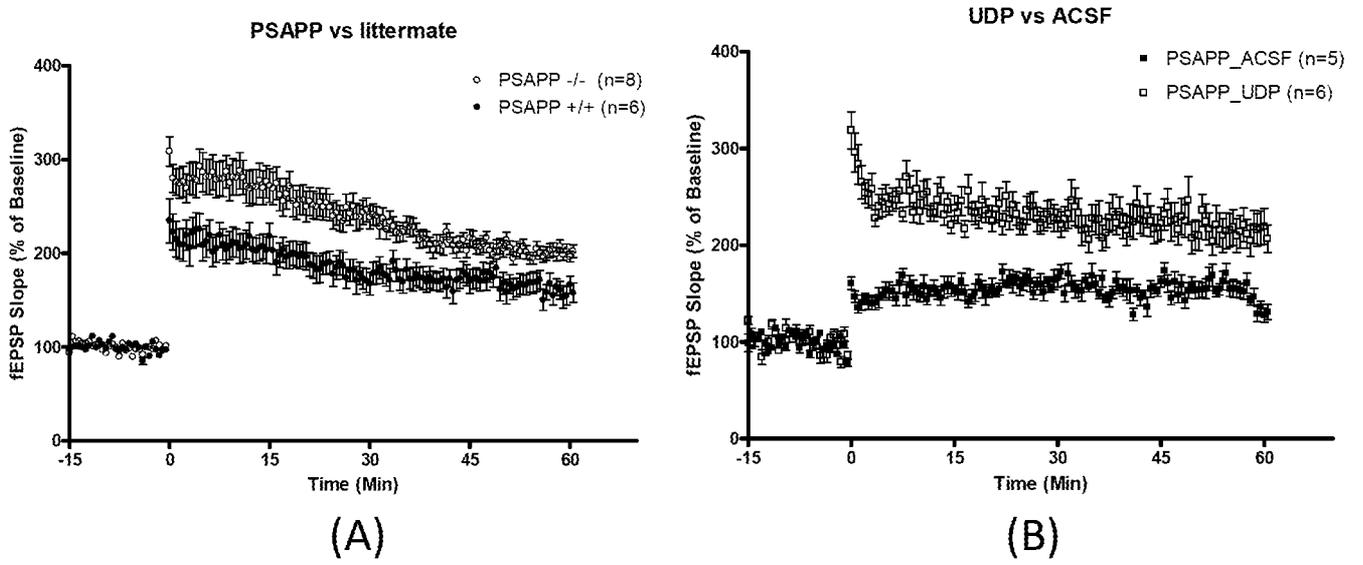


Figure 8



Last 15 min potentiation

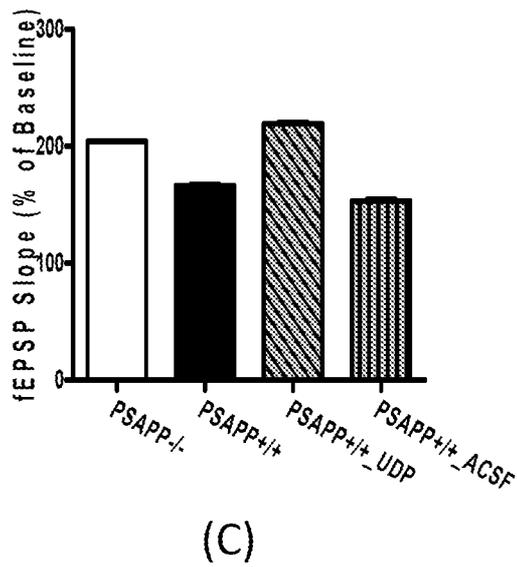


Figure 9

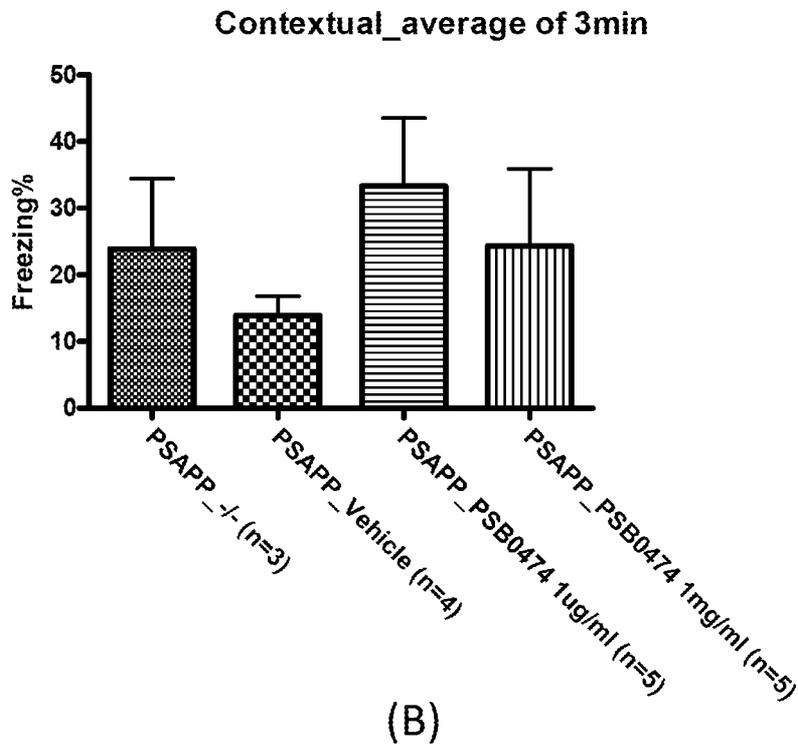
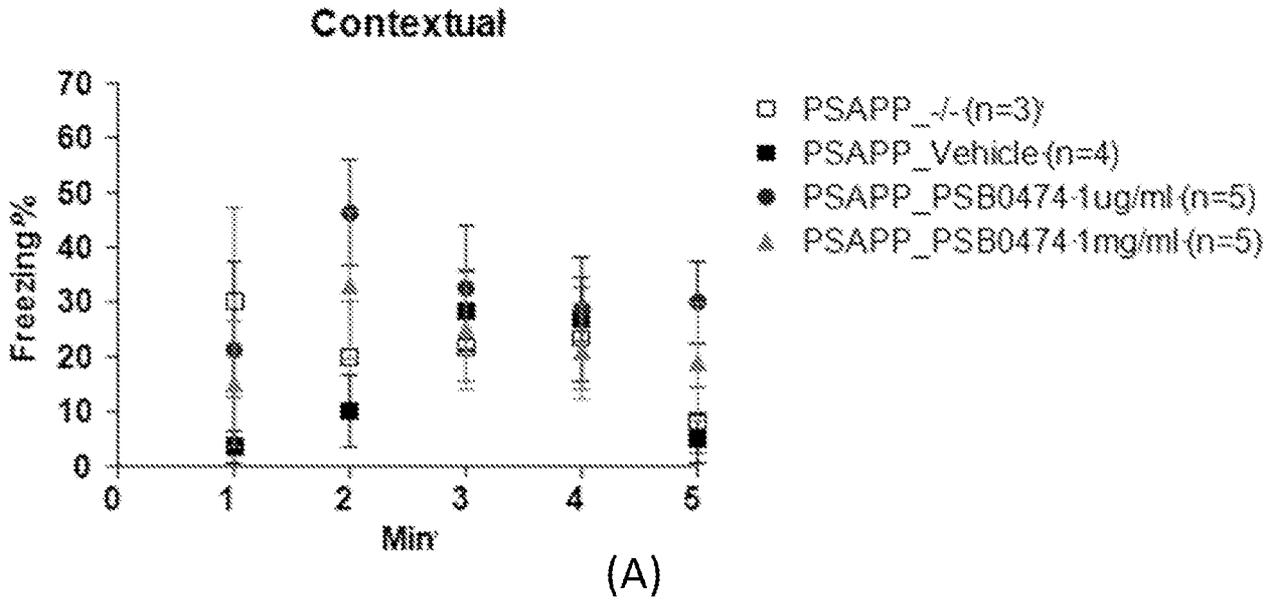
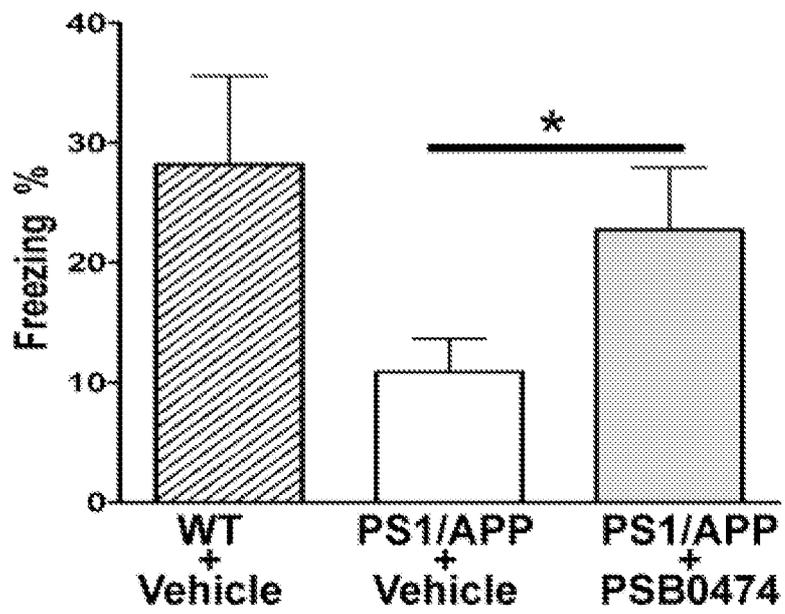
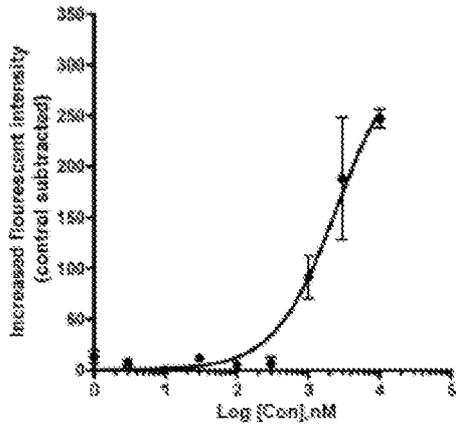


Figure 9 (continued)

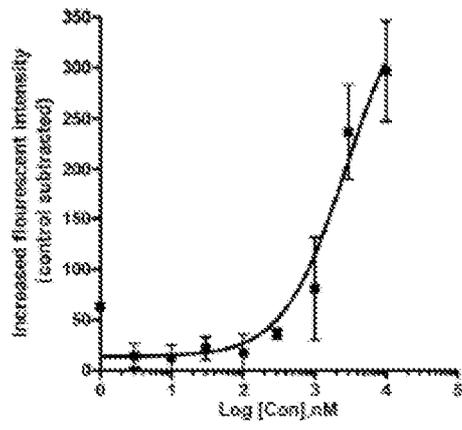


(C)

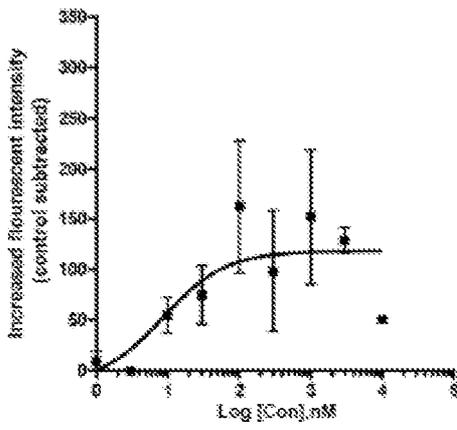
Figure 10



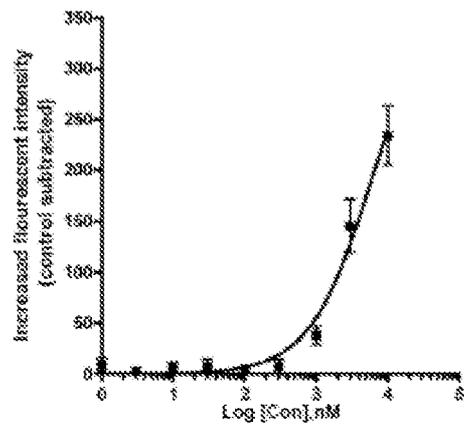
(A)



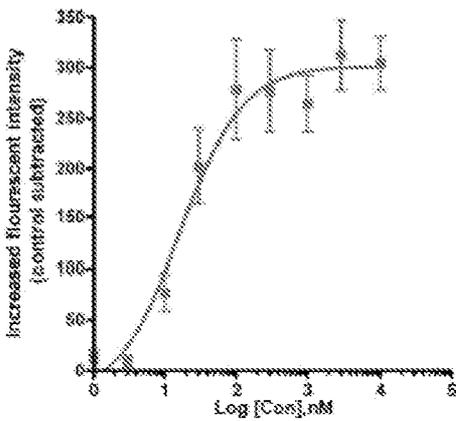
(B)



(C)

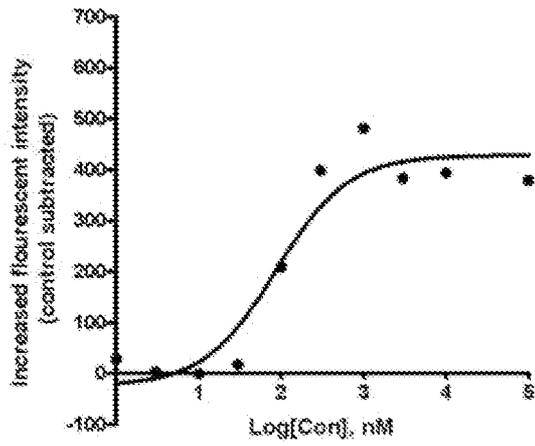


(D)

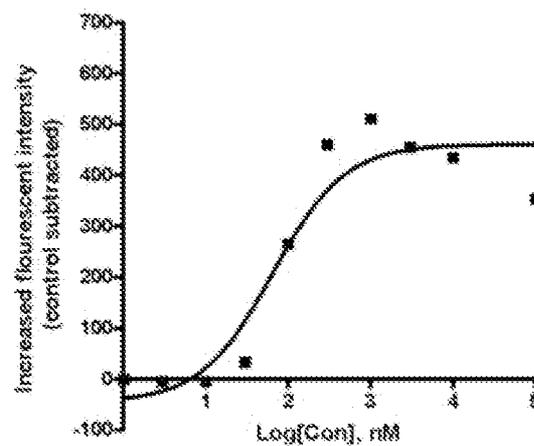


(E)

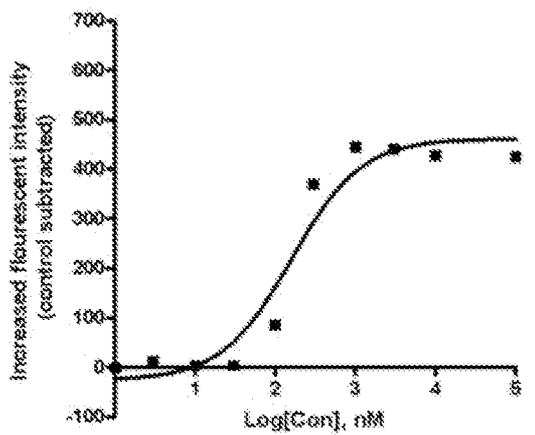
Figure 10 (continued)



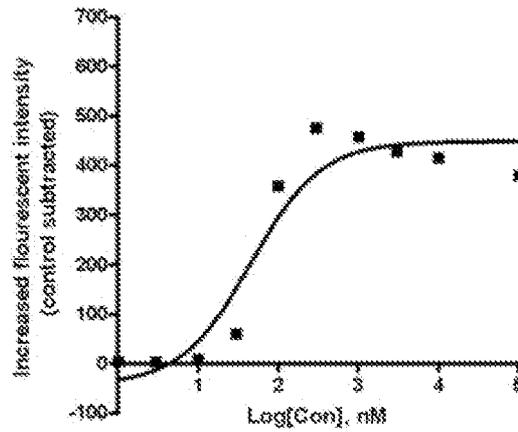
(F)



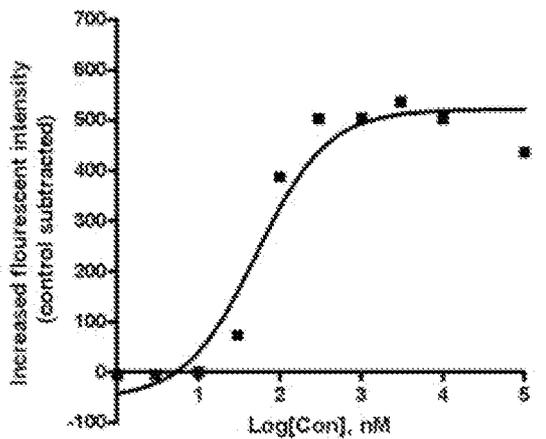
(G)



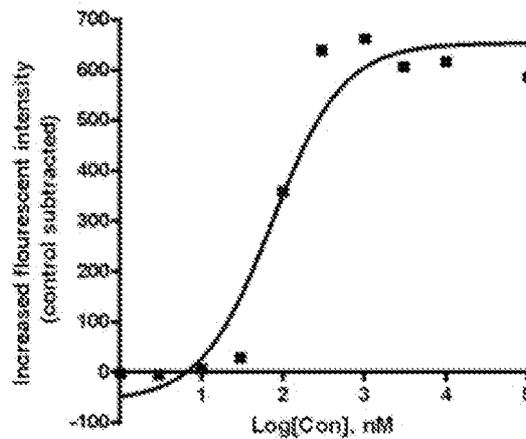
(H)



(I)



(J)



(K)

Figure 11

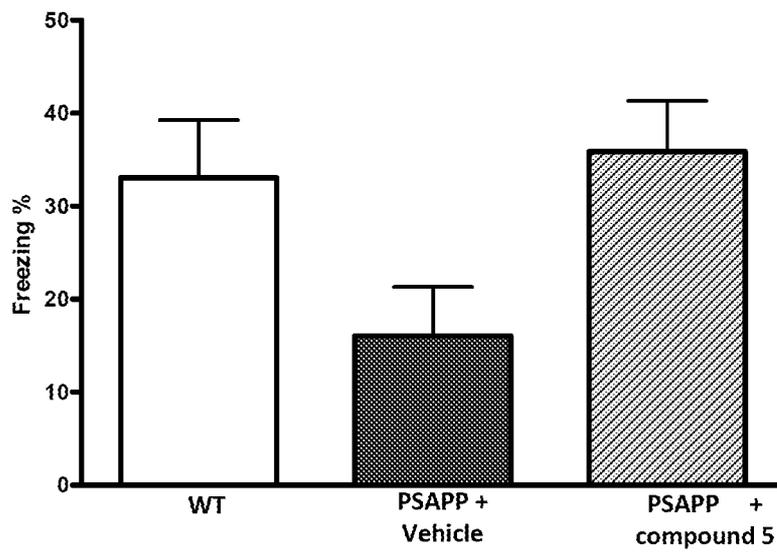
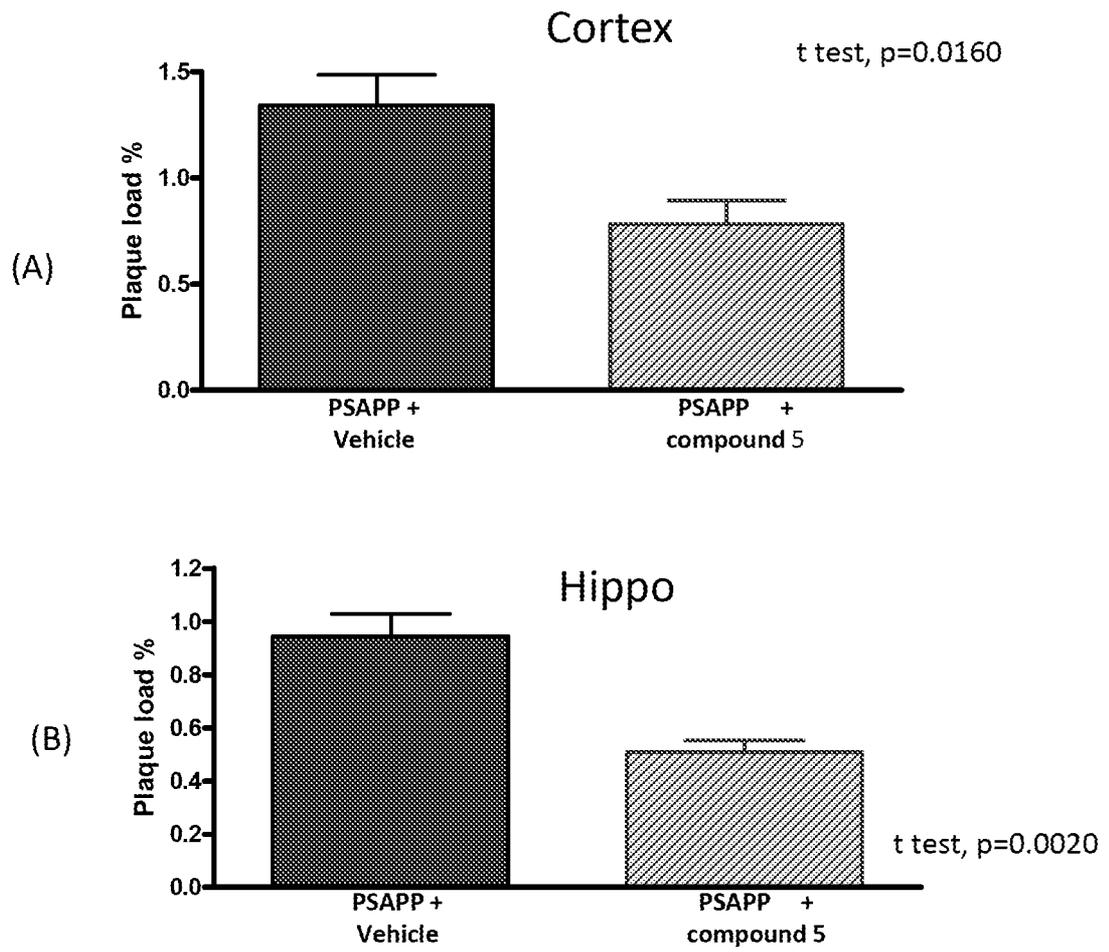


Figure 12



A $\beta$  1-42

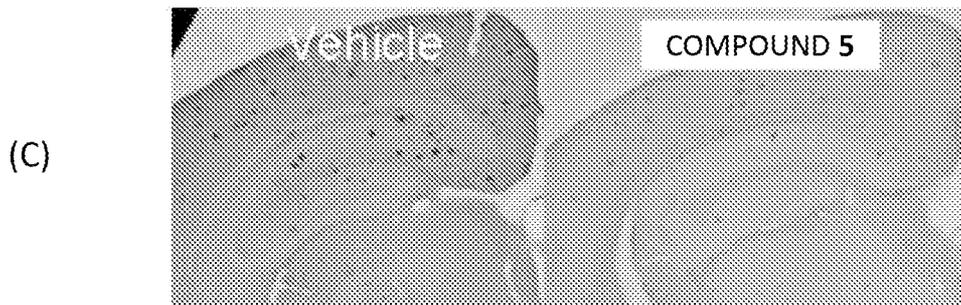


Figure 13

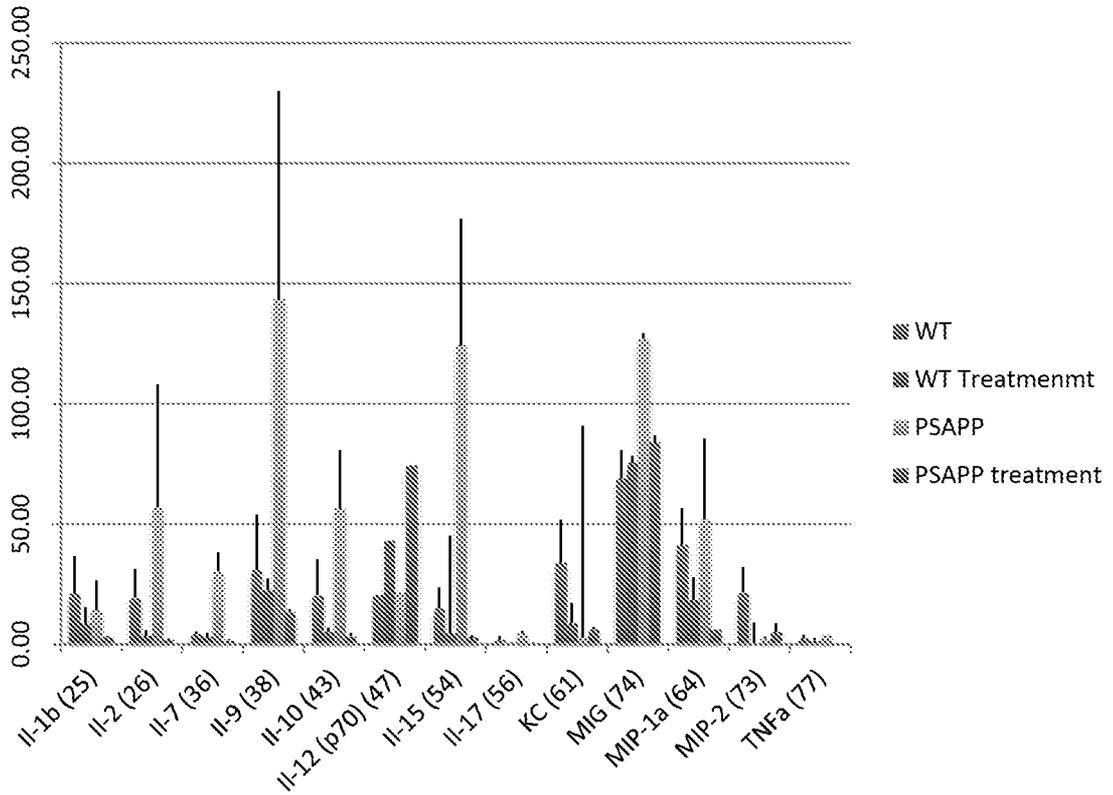


Figure 14

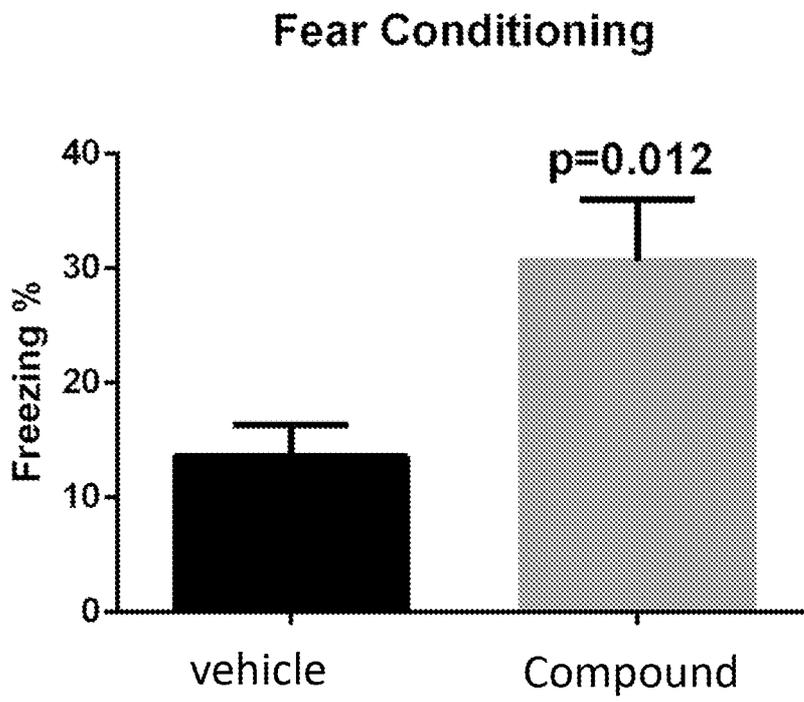


Figure 15

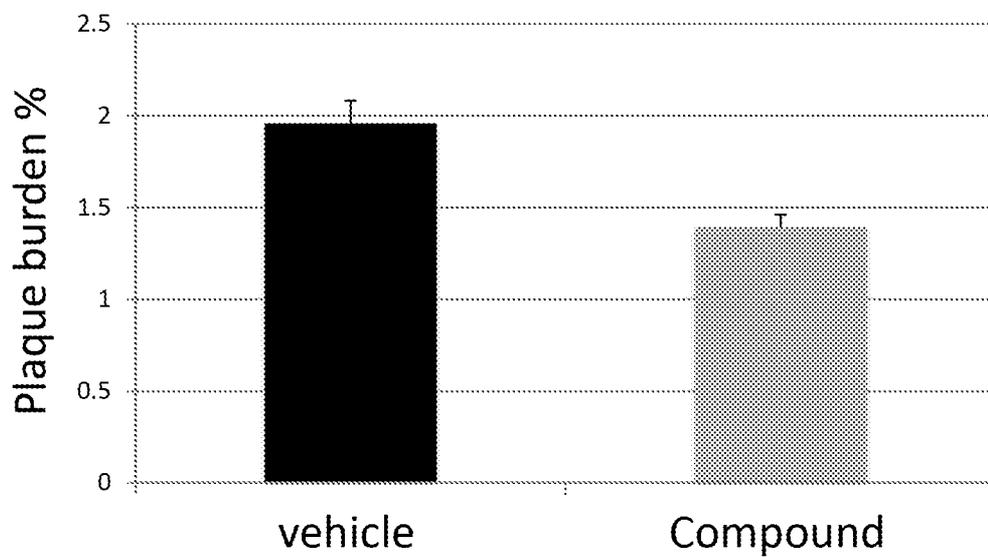


Figure 16

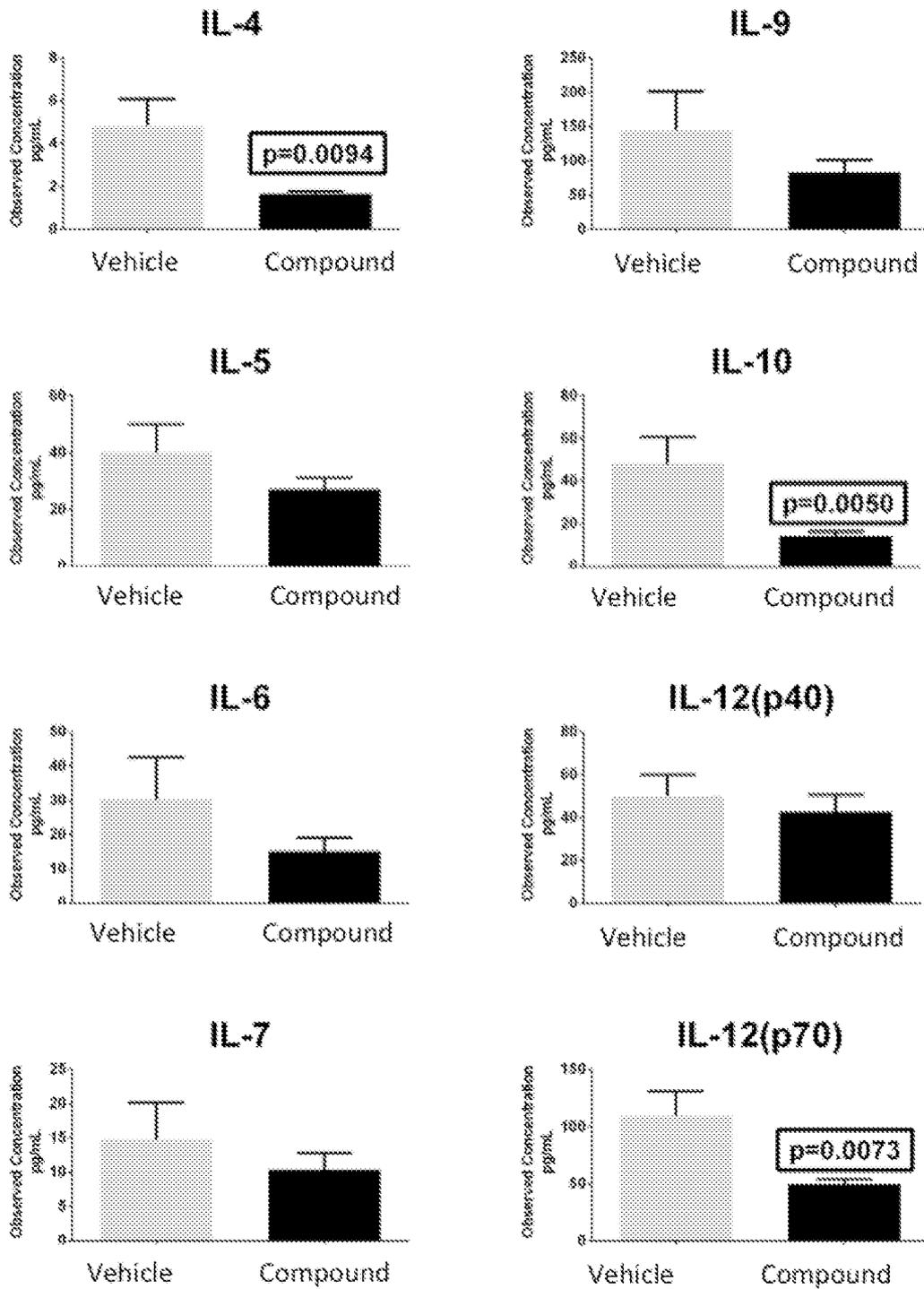


Figure 17

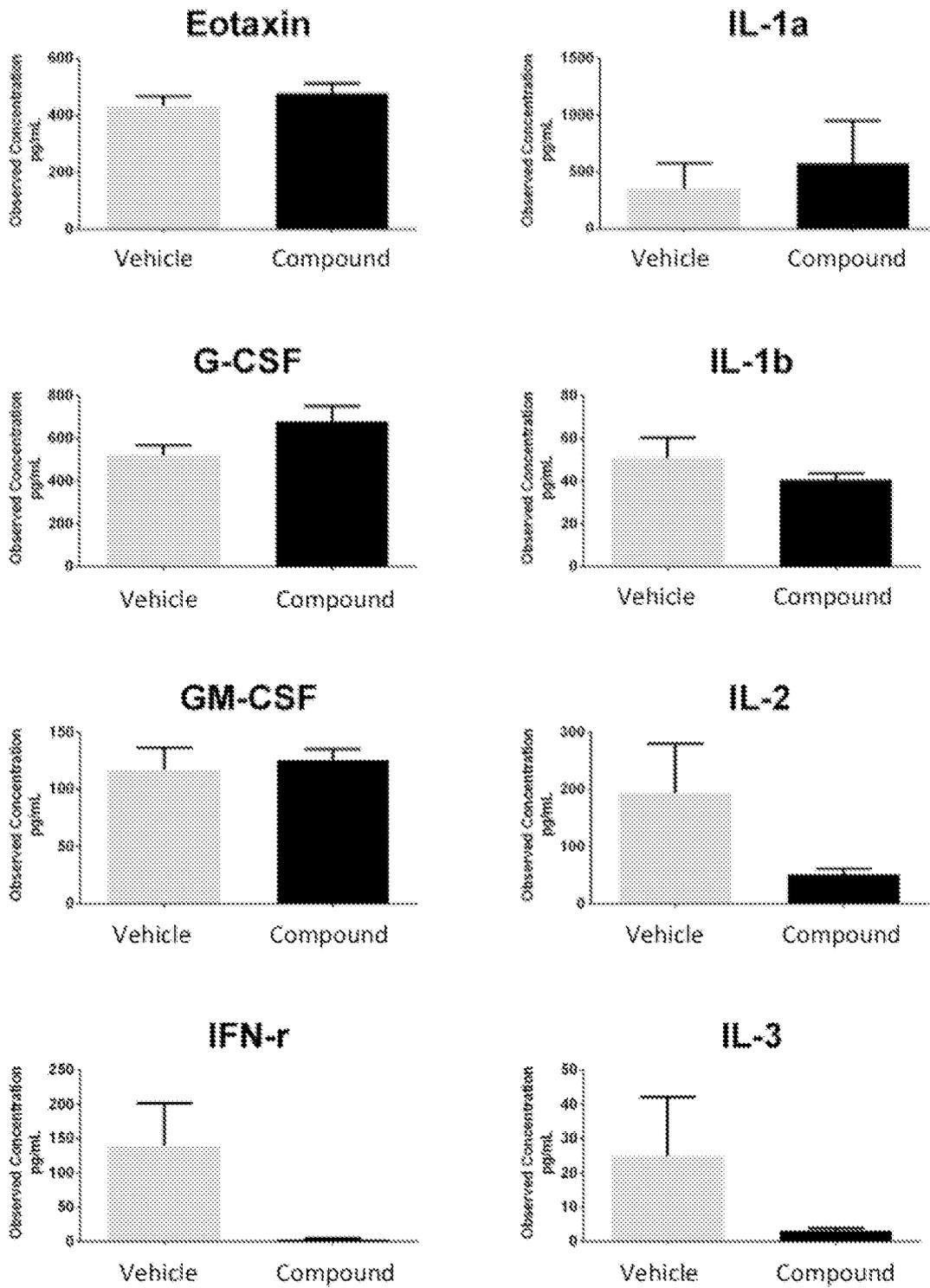


Figure 18

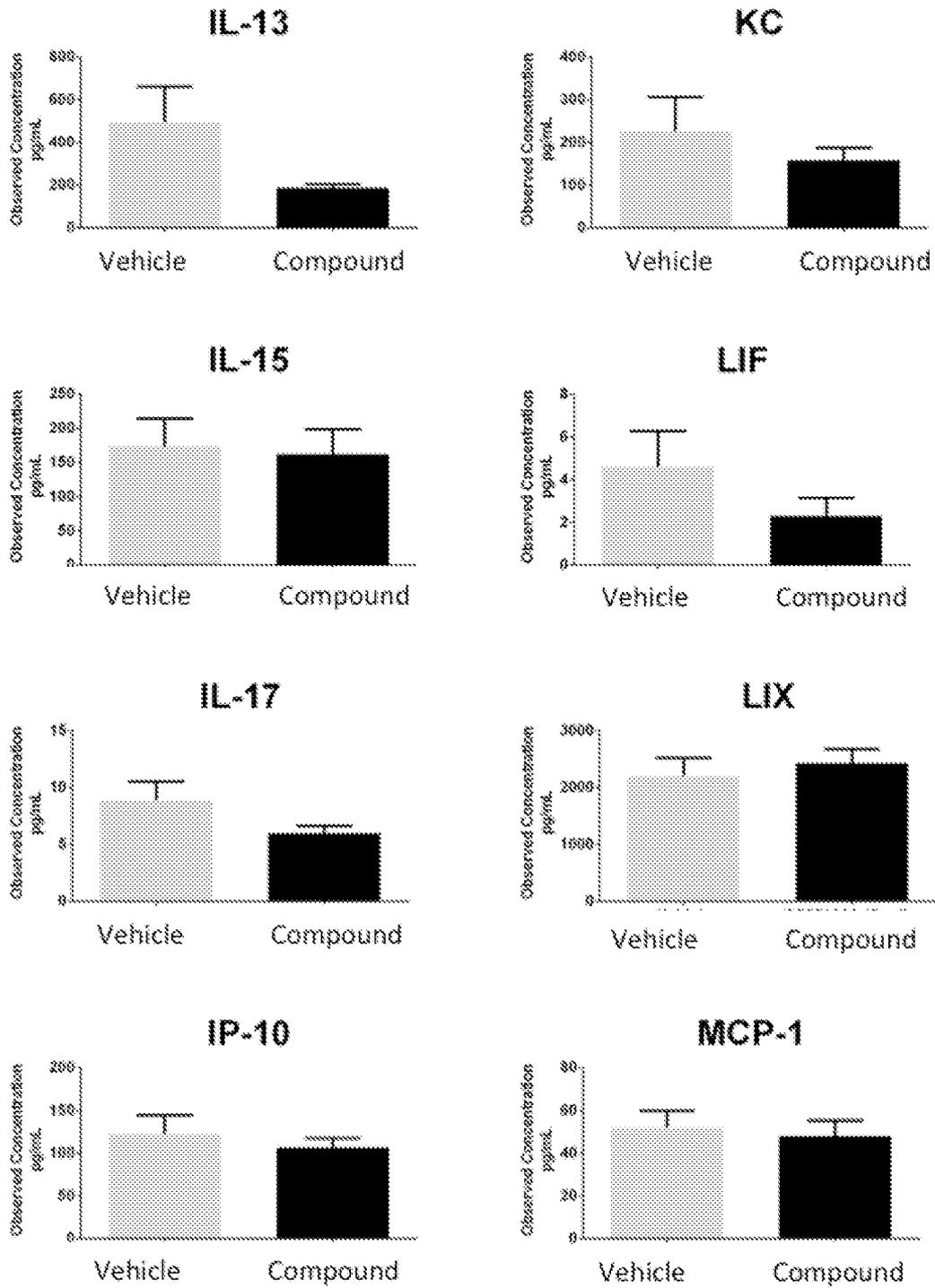
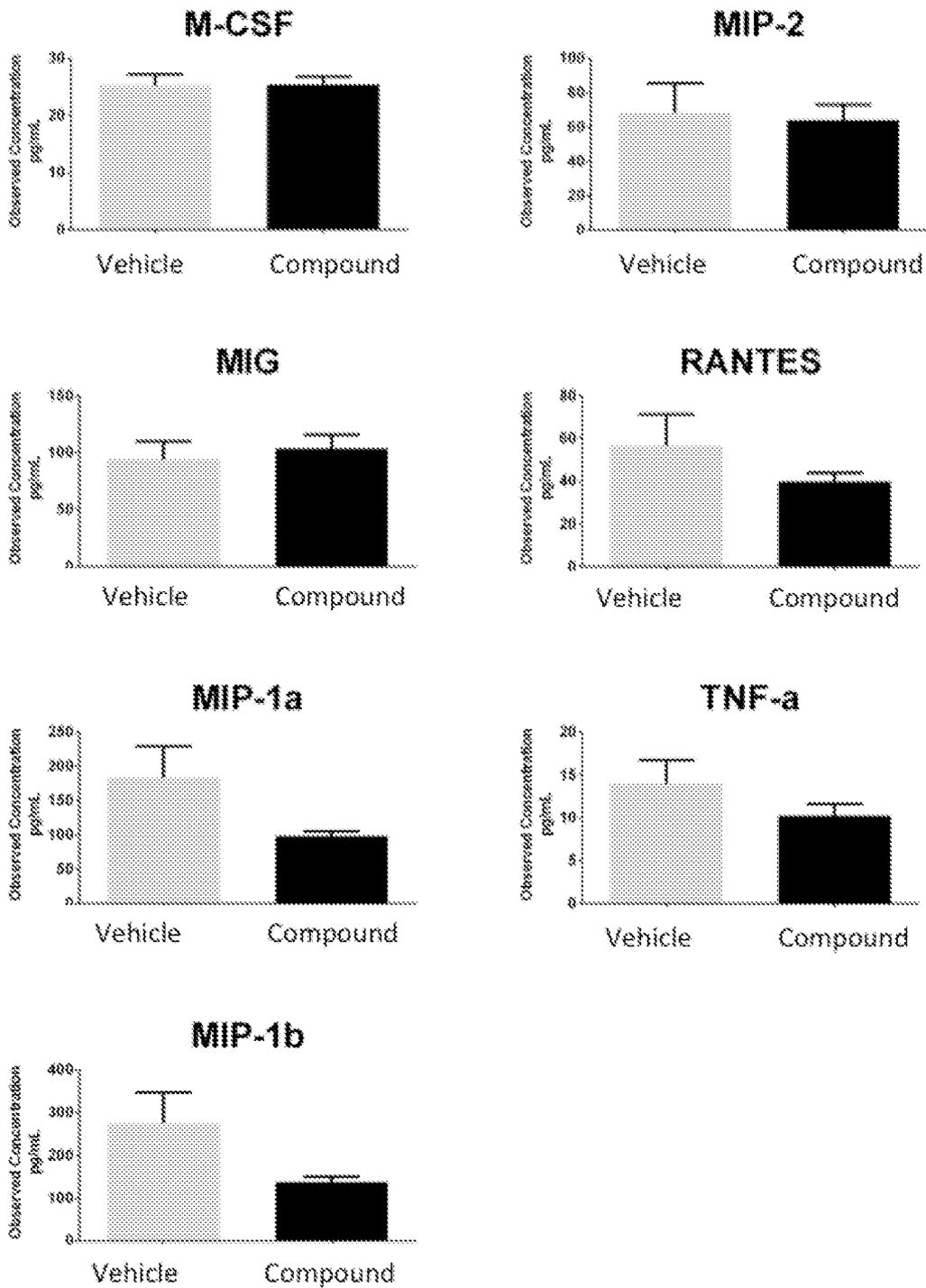


Figure 19



## INTERNATIONAL SEARCH REPORT

International application No.  
PCT/US2013/062413

## A. CLASSIFICATION OF SUBJECT MATTER

*C07H 19/067 (2006.01) C07D 405/04 (2006.01) C07D 405/14 (2006.01) C07D 413/14 (2006.01) C07F 9/09 (2006.01)*  
*A61K 31/7072 (2006.01) A61P 25/28 (2006.01) A61P 25/04 (2006.01) C07F 9/22 (2006.01) C07F 9/6571 (2006.01)*  
*C07F 9/6574 (2006.01) A61P 27/06 (2006.01) A61P 37/00 (2006.01) A61P 29/00 (2006.01)*

According to International Patent Classification (IPC) or to both national classification and IPC

## B. FIELDS SEARCHED

Minimum documentation searched (classification system followed by classification symbols)

Documentation searched other than minimum documentation to the extent that such documents are included in the fields searched

Electronic data base consulted during the international search (name of data base and, where practicable, search terms used)

REGISTRY, CAPLUS: Substructure search covering full scope of formulae I and II and prodrugs thereof  
 CAPLUS Keywords: NUCLEOSIDE, NUCLEOTIDE, URIDINE, DIPHOSPHATE, MONOPHOSPHATE, TRIPHOSPHATE, PRODRUG and like terms  
 PATENTSCOPE: applicant search

## C. DOCUMENTS CONSIDERED TO BE RELEVANT

Category*	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
Documents are listed in the continuation of Box C		

 Further documents are listed in the continuation of Box C
  See patent family annex

* Special categories of cited documents:		
"A" document defining the general state of the art which is not considered to be of particular relevance	"T" later document published after the international filing date or priority date and not in conflict with the application but cited to understand the principle or theory underlying the invention	
"E" earlier application or patent but published on or after the international filing date	"X" document of particular relevance; the claimed invention cannot be considered novel or cannot be considered to involve an inventive step when the document is taken alone	
"L" document which may throw doubts on priority claim(s) or which is cited to establish the publication date of another citation or other special reason (as specified)	"Y" document of particular relevance; the claimed invention cannot be considered to involve an inventive step when the document is combined with one or more other such documents, such combination being obvious to a person skilled in the art	
"O" document referring to an oral disclosure, use, exhibition or other means	"&" document member of the same patent family	
"P" document published prior to the international filing date but later than the priority date claimed		

Date of the actual completion of the international search 9 January 2014	Date of mailing of the international search report 09 January 2014
<b>Name and mailing address of the ISA/AU</b>  AUSTRALIAN PATENT OFFICE PO BOX 200, WODEN ACT 2606, AUSTRALIA Email address: pct@ipaaustralia.gov.au Facsimile No.: +61 2 6283 7999	<b>Authorised officer</b>  Jean Todd AUSTRALIAN PATENT OFFICE (ISO 9001 Quality Certified Service) Telephone No. 0399359608

INTERNATIONAL SEARCH REPORT		International application No.
C (Continuation). DOCUMENTS CONSIDERED TO BE RELEVANT		PCT/US2013/062413
Category*	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
X	WO 2008/115499 A1 (NOVACEA, INC.) 25 September 2008 & CAS Registry Number 1062200-79-6 page 22, formula V; and claims 8, 14, 21 & 36	1-10, 12-20, 23, 26, 115 & 135-141
X	CAPLUS Accession Number 1995:344707 & KIMURA, T. ET AL., "Sleep promoting effects of N3-benzyluridine in unrestrained rats", Research Communications in Psychology, Psychiatry and Behavior, 1993, Vol. 18 (3 & 4), pages 111-119 abstract; and compound with CAS Registry Number 14985-34-3	26 & 115
X Y	EL-TAYEB, A. ET AL., "Synthesis and Structure-activity Relationships of Uracil Nucleotide Derivatives and Analogues as Agonists at Human P2Y <sub>2</sub> , P2Y <sub>4</sub> , and P2Y <sub>6</sub> receptors", Journal of Medicinal Chemistry, 2006, Vol. 49 (24), pages 7076-7087 abstract; page 7076, left column, 2nd paragraph; page 7078, Scheme 1, compounds 6c, 9c, 10c and 11c, and figure 2, compound 13; page 7080, right column, 3rd paragraph; page 7081, table 1; page 7082, right column, 2nd paragraph and Figure 5 as above	1-20, 23-26, 70, 115 & 135- 141 27-69, 71-114, 119 & 120
X	US 2012/0035115 A1 (MANOHARAN ET AL.) 09 February 2012 page 47, Scheme 7A, compounds 100a, 100b, 101a, 101b, 102a and 102b	70
X Y	MARUOKA, H. ET AL., "Pyrimidine Ribonucleotides with Enhanced Selectivity as P2Y <sub>6</sub> Receptor Agonists: Novel 4-Alkyloxyimino, (S)-Methanocarba, and 5'-Triphosphate $\gamma$ -Ester Modifications", Journal of Medicinal Chemistry, 2010, Vol. 53 (11), pages 4488-4501 see abstract; page 4488, right column, 1st and 2nd paragraphs; page 4489, chart 1, compound 5 as above	1-24, 26, 70, 115-118 & 121-141 27-69, 71-114, 119 & 120
Y	JESSEN, H. J. ET AL., "Bioreversible Protection of Nucleoside Diphosphates", Angewandte Chemie International Edition, 2008, vol. 47, pages 8719-8722. scheme 1; scheme 2, BAB-NDP 1; and scheme 3	27-61, 71-105 & 114
Y	US 7,964,580 B2 (SOFIA ET AL.) 21 June 2011 abstract	62-69 & 106-114
Y	OKADA, M. ET AL., "Analgesic Effects of Intrathecal Administration of P2Y Nucleotide Receptor Agonists UTP and UDP in Normal and Neuropathic Pain Model Rats", The Journal of Pharmacology and Experimental Therapeutics, 2002, vol. 303 (1), pages 66-73. abstract; and page 72, left column, 2nd paragraph	119 & 120
P,X	WO 2013/049686 A1 (TUFTS UNIVERSITY) 04 April 2013 abstract; pages 32-48; [0126]; and [0128]-[0130]	26-121, 114-121, 124-134 & 141

**INTERNATIONAL SEARCH REPORT**

Information on patent family members

International application No.

**PCT/US2013/062413**

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<b>Patent Document/s Cited in Search Report</b>		<b>Patent Family Member/s</b>	
<b>Publication Number</b>	<b>Publication Date</b>	<b>Publication Number</b>	<b>Publication Date</b>
WO 2008/115499 A1	25 Sep 2008	CN 101765369 A	30 Jun 2010
		EP 2136626 A1	30 Dec 2009
		JP 2010522165 A	01 Jul 2010
		US 2010016252 A1	21 Jan 2010
		US 8410075 B2	02 Apr 2013
		WO 2008115499 A1	25 Sep 2008
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		CA 2737661 A1	08 May 2010
		EP 2342616 A2	13 Jul 2011
		JP 2012513953 A	21 Jun 2012
		US 2010077085 A1	25 Mar 2010
		US 2012035115 A1	09 Feb 2012
		WO 2010039548 A2	08 Apr 2010
US 7964580 B2	21 Jun 2011	AU 2008232827 A1	09 Oct 2008
		AU 2008232827 B2	16 Aug 2012
		CA 2682230 A1	09 Oct 2008
		CN 101918425 A	15 Dec 2010
		CO 6260023 A2	22 Mar 2011
		EP 2203462 A2	07 Jul 2010
		IL 201239 A	24 Mar 2013
		IL 217228 A	29 Aug 2013
		JP 2010532747 A	14 Oct 2010
		JP 5318085 B2	16 Oct 2013
		JP 2012121903 A	28 Jun 2012
		KR 20100016041 A	12 Feb 2010
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		MX 2009010401 A	10 Nov 2009
		MY 147409 A	30 Nov 2012

Due to data integration issues this family listing may not include 10 digit Australian applications filed since May 2001.

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**INTERNATIONAL SEARCH REPORT**

Information on patent family members

International application No.

**PCT/US2013/062413**

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<b>Patent Document/s Cited in Search Report</b>		<b>Patent Family Member/s</b>	
<b>Publication Number</b>	<b>Publication Date</b>	<b>Publication Number</b>	<b>Publication Date</b>
		NZ 579880 A	25 May 2012
		NZ 599206 A	30 Aug 2013
		RU 2009139968 A	10 May 2011
		SG 179445 A1	27 Apr 2012
		TW 200904453 A	01 Feb 2009
		TW I357332 B	01 Feb 2012
		US 2010016251 A1	21 Jan 2010
		US 7964580 B2	21 Jun 2011
		US 2011257122 A1	20 Oct 2011
		US 8334270 B2	18 Dec 2012
		US 2013029929 A1	31 Jan 2013
		US 8580765 B2	12 Nov 2013
		WO 2008121634 A2	09 Oct 2008
WO 2013/049686 A1	04 Apr 2013	US 8598141 B2	03 Dec 2013
		WO 2013049686 A1	04 Apr 2013

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