

(19) World Intellectual Property Organization
International Bureau



(43) International Publication Date
9 June 2011 (09.06.2011)

PCT

(10) International Publication Number
WO 2011/069149 A2

(51) International Patent Classification:

C07C 237/22 (2006.01) A61P 35/00 (2006.01)
C07C 255/66 (2006.01) A61P 29/00 (2006.01)
A61K 31/16 (2006.01)

(21) International Application Number:

PCT/US2010/059057

(22) International Filing Date:

6 December 2010 (06.12.2010)

(25) Filing Language:

English

(26) Publication Language:

English

(30) Priority Data:

61/266,877 4 December 2009 (04.12.2009) US
61/394,629 19 October 2010 (19.10.2010) US

(71) Applicants (for all designated States except US): **DCB-USA LLC** [US/US]; 9th Floor, New Castle County, 1007 North Orange Street, Wilmington, Delaware 19801 (US). **NATIONAL TSING HUA UNIVERSITY** [CN/CN]; No. 101, Kuang Fu Road, Sec. 2, Hsinchu (TW). **NATIONAL HEALTH RESEARCH INSTITUTES** [CN/CN]; No. 35, Keyan Road, Zhunan Town, Miaoli County, 350 (TW).

(72) Inventors; and

(75) Inventors/Applicants (for US only): **LIN, Chun-Cheng**; No. 23, Alley 10, Lane 184, Nanyang Rd., Taichung County, Fengyuan City, 420 (TW). **CHANG, Wun-Shaing Wayne**; No. 35, Keyan Road, Miaoli County, Zhunan Township, 350 (TW). **UANG, Biing-Jiun**; No. 101, Sec. 2, Guangfu Road, East District, Hsinchu City, 300 (TW). **CHANG, Jang-Yang**; 2F., No. 36, Ln. 21, Sec. 6, Xinhai Road, Wenshan District, Taipei City, 116

(TW). **CHEN, Jo-Chun**; No. 17, Ln. 78, Dongying 2nd Street, East District, Taichung City, 401 (TW). **HSIEH, Hsing-Pang**; 4F., No. 21, Alley 16, Lane 32, Guang-Fu South Road, Taipei, 105 (TW).

(74) Agent: **TSAO, Y. Rocky**; Occhiuti Rohlicek & Tsao, LLP, 10 Fawcett Street, Cambridge, Massachusetts 02138 (US).

(81) Designated States (unless otherwise indicated, for every kind of national protection available): AE, AG, AL, AM, AO, AT, AU, AZ, BA, BB, BG, BH, BR, BW, BY, BZ, CA, CH, CL, CN, CO, CR, CU, CZ, DE, DK, DM, DO, DZ, EC, EE, EG, ES, FI, GB, GD, GE, GH, GM, GT, HN, HR, HU, ID, IL, IN, IS, JP, KE, KG, KM, KN, KP, KR, KZ, LA, LC, LK, LR, LS, LT, LU, LY, MA, MD, ME, MG, MK, MN, MW, MX, MY, MZ, NA, NG, NI, NO, NZ, OM, PE, PG, PH, PL, PT, RO, RS, RU, SC, SD, SE, SG, SK, SL, SM, ST, SV, SY, TH, TJ, TM, TN, TR, TT, TZ, UA, UG, US, UZ, VC, VN, ZA, ZM, ZW.

(84) Designated States (unless otherwise indicated, for every kind of regional protection available): ARIPO (BW, GH, GM, KE, LR, LS, MW, MZ, NA, SD, SL, SZ, TZ, UG, ZM, ZW), Eurasian (AM, AZ, BY, KG, KZ, MD, RU, TJ, TM), European (AL, AT, BE, BG, CH, CY, CZ, DE, DK, EE, ES, FI, FR, GB, GR, HR, HU, IE, IS, IT, LT, LU, LV, MC, MK, MT, NL, NO, PL, PT, RO, RS, SE, SI, SK, SM, TR), OAPI (BF, BJ, CF, CG, CI, CM, GA, GN, GQ, GW, ML, MR, NE, SN, TD, TG).

Published:

— without international search report and to be republished upon receipt of that report (Rule 48.2(g))

(54) Title: CATHEPSIN S INHIBITORS

(57) Abstract: Cathepsin S inhibitors having formula (I), (II), (III) or (IV) as shown in the specification. These inhibitors can be used to treat cancer and autoimmune/inflammatory diseases.



WO 2011/069149 A2

CATHEPSIN S INHIBITORS

CROSS REFERENCE TO RELATED APPLICATIONS

This application claims the benefit of the priority of U.S. Provisional Application Serial Nos. 61/266,877, filed on December 4, 2009, and 61/394,629, filed
5 October 19, 2010. The contents of both prior applications are incorporated herein by reference.

BACKGROUND

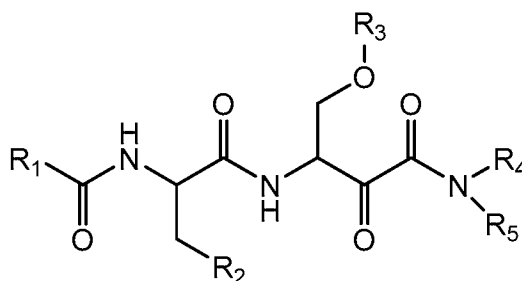
Cathepsin S (CTSS), a proteolytic enzyme, plays an essential role in the major histocompatibility complex (MHC) class II antigen presentation pathway.
10 Specifically, this enzyme degrades the invariant chain (a MHC class II chaperone) prior to its removal from the MHC class II peptide-binding cleft. This facilitates loading of antigenic amide compounds to MHC class II $\alpha\beta$ -dimers and subsequent transportation of the complex to the cell surface to initiate MHC class II restricted CD4+ T-cell recognition. See Pierre and Mellman, *Cell* 1998, **93**, 1135–1145. It has
15 been found that CTSS is associated with autoimmune and inflammatory diseases, such as asthma, allergy, atherosclerosis, emphysema, and rheumatoid arthritis.

CTSS also participates in dissolution and remodelling of connective tissue and basement membranes in tumor growth, invasion, and metastasis. See Sloane et al., *Biochemical and Molecular Aspects of selected Cancers*, 1994, 411–466, Academic
20 Press, New York. Inhibition of this enzyme has been reported to be effective in treating cancers. See Reise et al., *Immunity* 1996, 4, 357-366 and Liu et al., *Drug News Prespect* 2004, 17, 357-363.

SUMMARY

This invention is based on the discovery that certain amide compounds are effective in inhibiting CTSS.

5 In one aspect, this invention features amide compounds of formula (I):



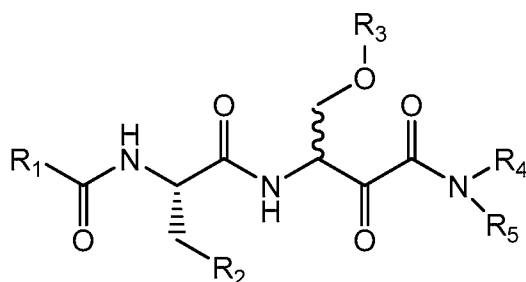
(I),

wherein R_1 is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, OR_a , SR_a , NR_aR_b , $N(R_a)C(O)R_b$, $N(R_a)C(O)OR_b$,
 10 $C(O)R_a$, $COOR_a$, $OC(O)R_a$, $C(S)R_a$, $C(O)NR_aR_b$, $C(S)NR_aR_b$, $N(R_a)C(S)R_b$, or $N(R_a)N(R_b)C(O)R_c$, in which each of R_a , R_b , and R_c , independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_a and R_b together with the nitrogen atom or nitrogen atoms to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl; each of R_2
 15 and R_3 , independently, is H, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, or alkyl optionally substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl; and each of R_4 and R_5 , independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_4 and R_5 together with the nitrogen atom to which they are attached form heterocycloalkyl,
 20 heterocycloalkenyl, or heteroaryl.

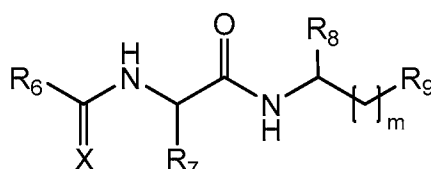
Referring to formula (I), the compounds may have one or more of the following features: (i) R_2 is cycloalkyl (e.g., cyclohexyl) or aryl (e.g., phenyl), (ii) R_3 is alkyl optionally substituted with cycloalkyl, heterocycloalkyl, aryl, or heteroaryl
 25 (e.g., benzyl), and (iii) one of R_4 and R_5 is H and the other of R_4 and R_5 is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or alkyl optionally substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl,

heterocycloalkenyl, aryl, heteroaryl, OR_d, C(O)R_d, COOR_d, or OC(O)R_d, in which R_d is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl (e.g., alkyl optionally substituted with aryl or COOR_d, or phenyl optionally substituted with halo or fused with heterocycloalkyl).

5 Some of the compounds of formula (I) has the following stereochemistry:



In another aspect, this invention features amide compounds of formula (II):



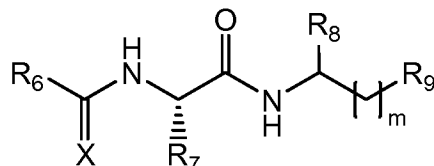
10 (II),

wherein m is 0, 1, 2, or 3; X is O or S; R₆ is cycloalkyl, cycloalkenyl, heteroaryl, or NR_aR_b, each of R_a and R_b, independently, being H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl; R₇ is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, or
 15 alkyl substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl; R₈ is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, and R₉ is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, OR_c, CN, CONR_cR_d, CON(R_c)NR_dR_e, C=NNR_dR_e, N(R_c)NR_dR_e, or alkenyl substituted with
 20 COOR_c, in which each of R_c and R_d, independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_c and R_d together with the nitrogen atom or nitrogen atoms to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl, and R_c is CN, C(O)R_f, C(S)R_f, C(O)NR_fR_g, C(S)NR_fR_g, each of R_f and R_g, independently, being H,
 25 alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl,

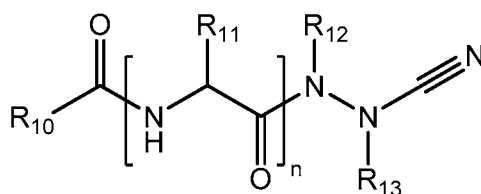
heterocycloalkenyl, aryl, or heteroaryl, or R_f and R_g together with the nitrogen atom to which they are attached forming heterocycloalkyl, heterocycloalkenyl, or heteroaryl.

Referring to formula (II), the compounds may have one or both of the following features: (i) R₆ is heteroaryl (e.g., pyrazinyl) and (ii) R₉ is CON(R_c)NR_dR_e or CONR_cR_d.

Some of the compounds of formula (II) has the following stereochemistry:



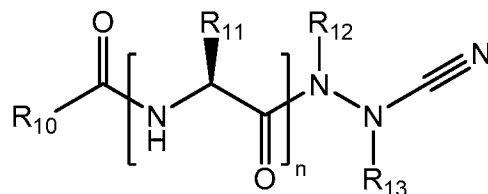
In still another aspect, this invention features amide compounds of formula (III):



(III),

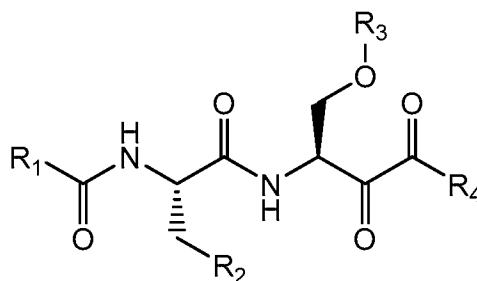
wherein n is 1, 2, or 3; R₁₀ is aryl, heteroaryl, alkoxy, aryloxy, or heteroaryloxy; R₁₁ is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, or alkyl substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl; and each of R₁₂ and R₁₃, independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl when R₁₀ is alkoxy; or each of R₁₂ and R₁₃, independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R₁₂ and R₁₃ together with the nitrogen atoms to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl when R₁₀ is aryl, heteroaryl, aryloxy, or heteroaryloxy.

Some of the compounds of formula (III) has the following stereochemistry:



In still another aspect, this invention features amide compounds of formula

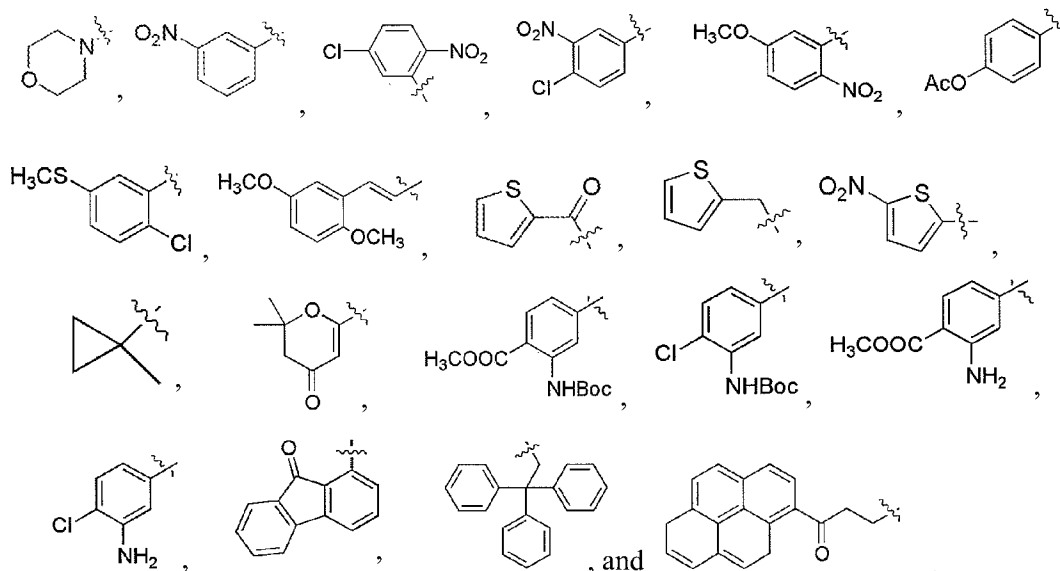
5 (IV):



(IV),

wherein each of R₁ and R₂, independently, alkyl, alkoxyalkyl, acyl, cycloalkyl, aryl, heteroaryl, heterocycloalkyl, cycloalkylalkyl, aralkyl, heteroaralkyl, or
 10 heterocycloalkylalkyl; R₃ is cycloalkyl, aryl, heteroaryl, heterocycloalkyl, cycloalkylalkyl, aralkyl, heteroaralkyl, or heterocycloalkylalkyl; and R₄ alkyl, alkoxyalkyl, acyl, amino, cycloalkyl, aryl, heteroaryl, heterocycloalkyl, cycloalkylalkyl, aralkyl, heteroaralkyl, or heterocycloalkylalkyl.

Referring to formula (IV), the compounds may feature that R₁ is one of the
 15 following moieties:



5 The term “alkyl” refers to a saturated, linear or branched hydrocarbon moiety, such as $-\text{CH}_3$ or $-\text{CH}(\text{CH}_3)_2$. The term “alkenyl” refers to a linear or branched hydrocarbon moiety that contains at least one double bond, such as $-\text{CH}=\text{CH}-\text{CH}_3$. The term “alkynyl” refers to a linear or branched hydrocarbon moiety that contains at least one triple bond, such as $-\text{C}\equiv\text{C}-\text{CH}_3$. The term “cycloalkyl” refers to a saturated, cyclic hydrocarbon moiety, such as cyclohexyl. The term “cycloalkenyl” refers to a non-aromatic, cyclic hydrocarbon moiety that contains at least one double bond, such as cyclohexenyl. The term “heterocycloalkyl” refers to a saturated, cyclic moiety having at least one ring heteroatom (e.g., N, O, or S), such as 4-tetrahydropyranyl. The term “heterocycloalkenyl” refers to a non-aromatic, cyclic moiety having at least one ring heteroatom (e.g., N, O, or S) and at least one ring double bond, such as pyranyl. The term “aryl” refers to a hydrocarbon moiety having one or more aromatic rings. Examples of aryl moieties include phenyl (Ph), phenylene, naphthyl, naphthylene, pyrenyl, anthryl, and phenanthryl. The term “heteroaryl” refers to a moiety having one or more aromatic rings that contain at least one heteroatom (e.g., N, O, or S). Examples of heteroaryl moieties include furyl, furylene, fluorenyl, pyrrolyl, thienyl, oxazolyl, imidazolyl, thiazolyl, pyridyl, pyrimidinyl, quinazolinyl, quinolyl, isoquinolyl and indolyl.

10

15

20

Alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, and heteroaryl mentioned herein include both substituted and unsubstituted moieties, unless specified otherwise. Possible substituents on cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, and heteroaryl include, but are not limited to, C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₂-C₁₀ alkynyl, C₃-C₂₀ cycloalkyl, C₃-C₂₀ cycloalkenyl, C₁-C₂₀ heterocycloalkyl, C₁-C₂₀ heterocycloalkenyl, C₁-C₁₀ alkoxy, aryl, aryloxy, heteroaryl, heteroaryloxy, amino, C₁-C₁₀ alkylamino, C₁-C₂₀ dialkylamino, arylamino, diarylamino, C₁-C₁₀ alkylsulfonamino, arylsulfonamino, C₁-C₁₀ alkylimino, arylimino, C₁-C₁₀ alkylsulfonimino, arylsulfonimino, hydroxyl, halo, thio, C₁-C₁₀ alkylthio, arylthio, C₁-C₁₀ alkylsulfonyl, arylsulfonyl, acylamino, aminoacyl, aminothioacyl, amido, amidino, guanidine, ureido, thioureido, cyano, nitro, nitroso, azido, acyl, thioacyl, acyloxy, carboxyl, and carboxylic ester. On the other hand, possible substituents on alkyl, alkenyl, or alkynyl include all of the above-recited substituents except C₁-C₁₀ alkyl. Cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, and heteroaryl can also be fused with each other.

In yet another aspect, this invention features a method for treating cancer or autoimmune/inflammatory disease. The method includes administering to a subject in need thereof an effective amount of one or more amide compounds of formula (I), (II), or (III) shown above. The term "cancer" refers to cellular tumor. Cancer cells have the capacity for autonomous growth, i.e., an abnormal state or condition characterized by rapidly proliferating cell growth. The term is meant to include all types of cancerous growths or oncogenic processes, metastatic tissues or malignantly transformed cells, tissues, or organs, irrespective of histopathologic type, or stage of invasiveness. Examples of cancer include, but are not limited to, carcinoma and sarcoma such as leukemia, sarcoma, osteosarcoma, lymphomas, melanoma, glioma, pheochromocytoma, hepatoma, ovarian cancer, skin cancer, testicular cancer, gastric cancer, pancreatic cancer, renal cancer, breast cancer, prostate cancer, colorectal cancer, cancer of head and neck, brain cancer, esophageal cancer, bladder cancer, adrenal cortical cancer, lung cancer, bronchus cancer, endometrial cancer, nasopharyngeal cancer, cervical or liver cancer, and cancer of unknown primary site.

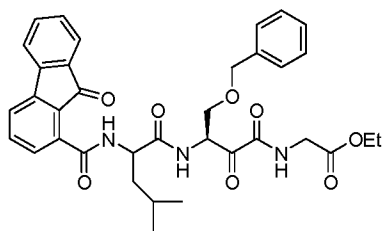
In addition, this invention encompasses a pharmaceutical composition that contains an effective amount of at least one of the above-mentioned amide compounds and a pharmaceutically acceptable carrier.

Also within the scope of this invention is a composition containing one or
5 more of the amide compounds described above for use in treating an above-described disease, and the use of such a composition for the manufacture of a medicament for the just-mentioned treatment.

The details of one or more embodiments of the invention are set forth in the description below. Other features, objects, and advantages of the invention will be
10 apparent from the description and from the claims.

DETAILED DESCRIPTION

Shown below are the exemplary compounds of this invention:

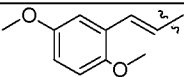
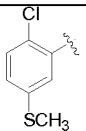
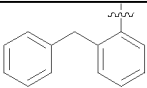

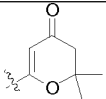
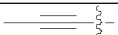
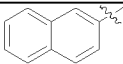
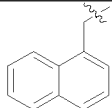
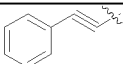
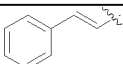
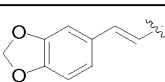
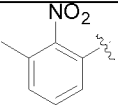
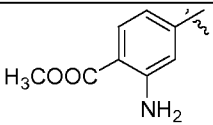
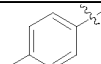


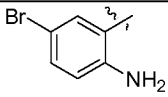
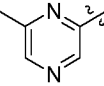
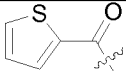
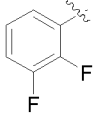
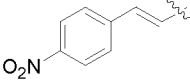
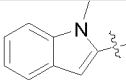
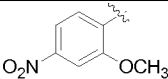
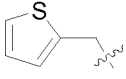

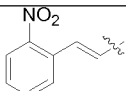


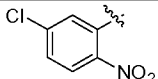
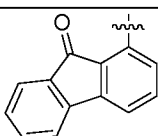
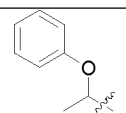
Compound 1

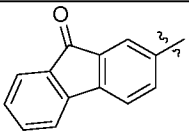


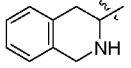
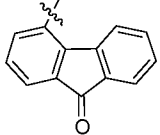
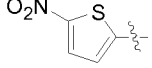

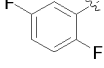
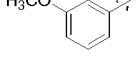


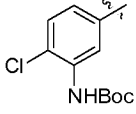

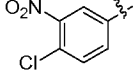
5

Table 1:

	<p>R₂</p>
<p>2</p>	
<p>3</p>	
<p>4</p>	
<p>5</p>	
<p>6</p>	
<p>7</p>	
<p>8</p>	

9	
10	
11	
12	
13	
14	
15	
16	
17	
18	
19	
20	
21	
22	

23	
24	
25	
26	
27	
28	
29	
30	
31	
32	
33	
34	
35	
36	
37	

38	
39	
40	
41	
42	
43	
44	
45	
46	
47	
48	
49	
50	
51	

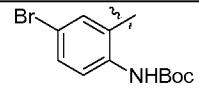
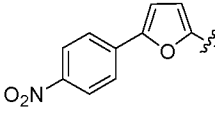
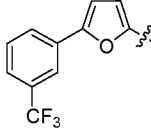
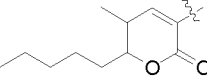
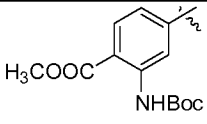
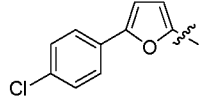
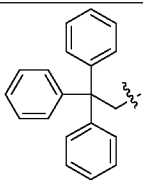
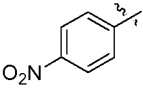
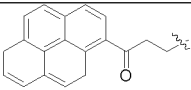
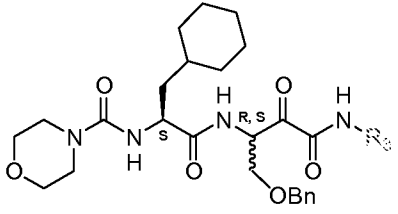
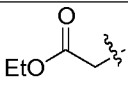


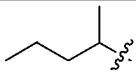
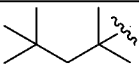
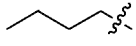
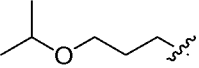
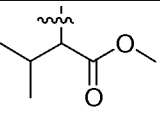
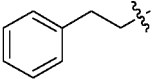
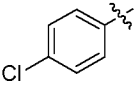
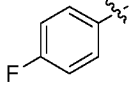
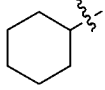
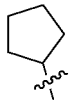
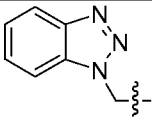
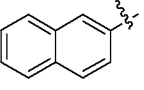
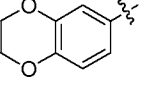
52	
53	
54	
55	
56	
58	
59	
60	
61	

Table 2:

	R ₃
62	
63	

64	
65	
66	
67	
68	
69	
70	
71	
72	
73	
74	
75	
76	
77	

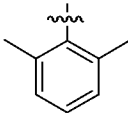
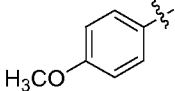
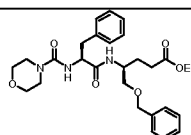
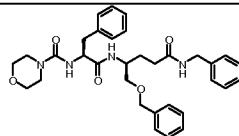
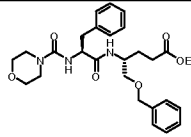
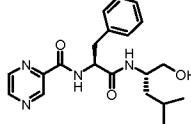
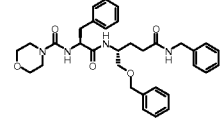
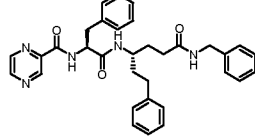
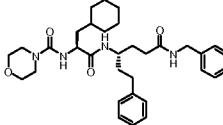
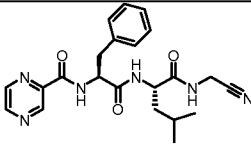
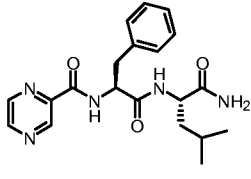
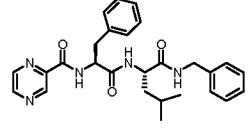
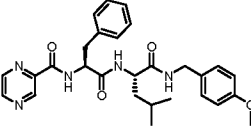
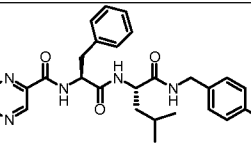
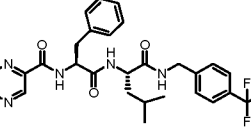
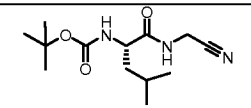
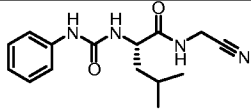
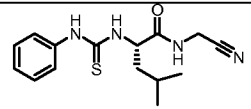
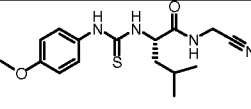
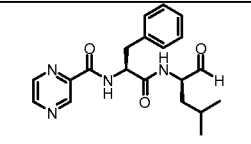
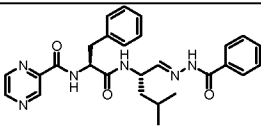
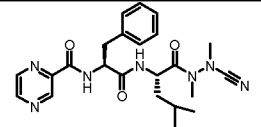
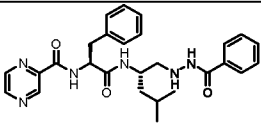
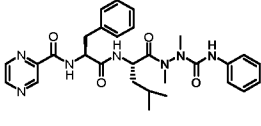
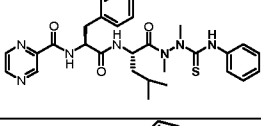
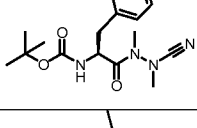
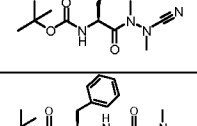
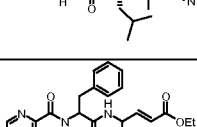
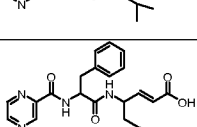
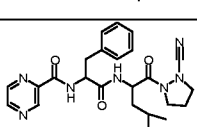
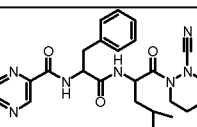

78	
79	

Table 3:

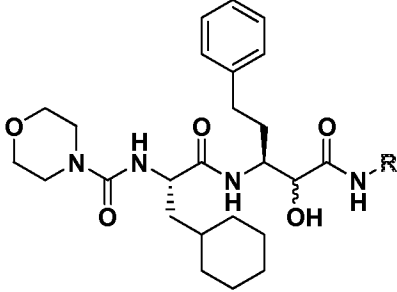
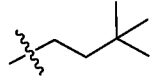
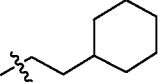
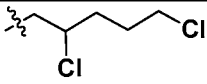
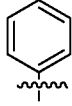
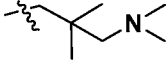
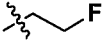
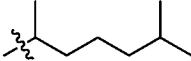
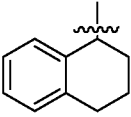
No.	Structure
80	
81	
82	
83	
84	
85	
86	

87	
88	
89	
90	
91	
92	
93	
94	
95	
96	
97	

98	
99	
100	
101	
102	
103	
104	
105	
106	
107	
108	
109	

110	
111	
112	
113	
114	
115	
116	

Table 4:

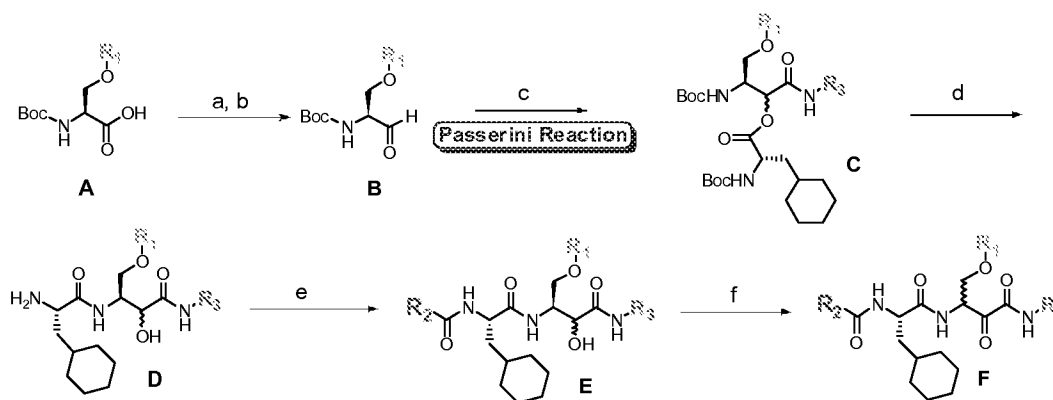
	R
117	
118	
119	
120	
121	
122	
123	
124	

The amide compounds of this invention can be prepared by methods well known in the art. Scheme I shown below illustrates a synthetic route for synthesizing certain compounds of formula (I).

5

10

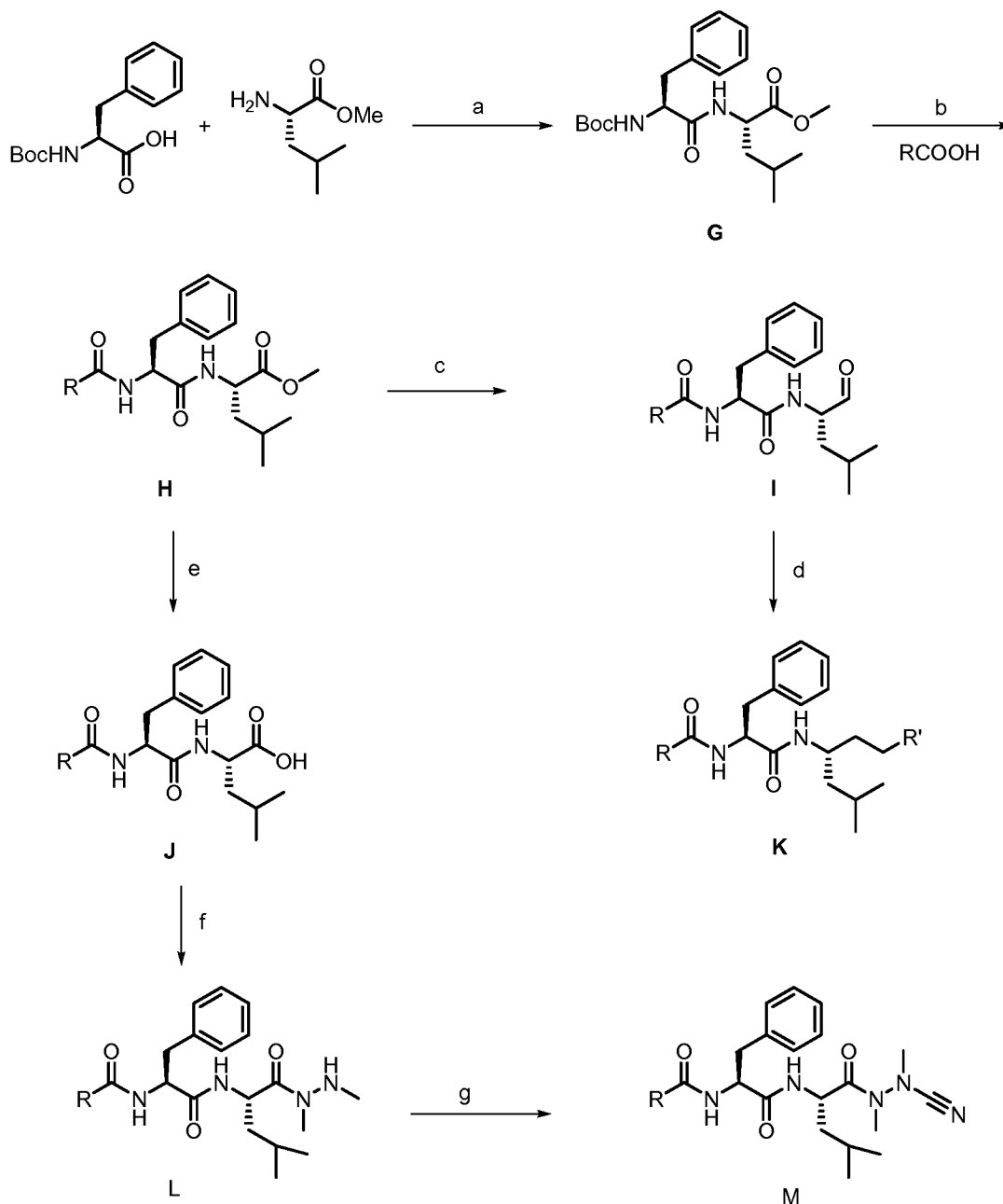
5 Scheme I



(a) N-methylmorpholine, isobutyl chloroformate, DME, -20 °C; then NaBH₄, H₂O, 0°C; (b) Dess-Martin periodinane, CH₂Cl₂, rt; (c) Boc-CHa-OH, R₂NC, CH₂Cl₂, rt; (d) TFA, CH₂Cl₂, rt; then Et₃N, CH₂Cl₂, rt; (e) R₂COOH, HBTU, Et₃N, DMF; (f) Dess-Martin periodinane,

Hydroxy-protected Boc-L-Serine (Boc-Ser-OH) **A**, which is prepared from
 10 commercially available Boc-Ser-OH, is first reduced and then partially oxidized to
 form aldehyde **B**. The resulting aldehyde is reacted with N-Boc-protected cyclohexyl
 alanine and isocyanoacetate to undergo the Passerini reaction to form compound **C**,
 which is deprotected and followed by O- to N-acyl group migration to form α -
 hydroxy amide **D**. The amide is then coupled with an acid to form compound **E**,
 15 which is subject to Dess-Martin oxidation to α -ketone amide compound **F**, a
 compound of formula (I).

Compounds of formulas (II) and (III) can be synthesized by following the
 synthetic route shown in the scheme below:



- 5 (a) HBTU, HOBt, DIPEA, DMF, 83%; (b) TFA, CH₂Cl₂; then RCOOH, IBCF, NMM, THF, 90% 2 steps; (c) NaBH₄, H₂O, 0°C; then Dess-Martin, CH₂Cl₂, rt; (d) Wittig reaction and then hydrogenation (e) 1M LiOH, THF, H₂O, 97%; (f) IBCF, NMM, THF; then *N,N*-dimethylhydrazine hydrochloride salt, 3N NaOH, 89% 2 steps; (g) BrCN, NaOAc, MeOH, r.t., 65%

As shown above, coupling two amino acids affords dipeptide **G**, which is
 10 reacted with an acid to give N-acyl dipeptide **H**. Dipeptide **H** is reduced to aldehyde
I, which is subject to the Wittig reaction and hydrogenation to afford Compound **J**, a

compound of formula (II). To synthesize a compound of formula (III), dipeptide **H** is hydrolyzed to afford an acid **J**, which is reacted with a hydrazine compound to give hydrozide compound **L**. Reacting compound **L** with BrCN affords desired amide compound **M**.

5 Amide compounds synthesized by the above methods can be purified by a suitable method such as column chromatography, high-pressure liquid chromatography, or recrystallization.

One skilled in the art can modify the above synthetic transformations to synthesize other amide compounds. These transformation methods may also
10 additionally include steps, either before or after the steps described specifically herein, to add or remove suitable protecting groups in order to ultimately allow synthesis of the amide compounds. In addition, various synthetic steps may be performed in an alternate sequence or order to give the desired compounds. Synthetic transformations and protecting group methodologies (protection and deprotection)
15 useful in synthesizing applicable amide compounds are known in the art and include, for example, those described in R. Larock, *Comprehensive Organic Transformations*, VCH Publishers (1989); T.W. Greene and P.G.M. Wuts, *Protective Groups in Organic Synthesis*, 2nd Ed., John Wiley and Sons (1991); L. Fieser and M. Fieser, *Fieser and Fieser's Reagents for Organic Synthesis*, John Wiley and Sons (1994); and
20 L. Paquette, ed., *Encyclopedia of Reagents for Organic Synthesis*, John Wiley and Sons (1995) and subsequent editions thereof.

The amide compounds mentioned herein may contain a non-aromatic double bond and one or more asymmetric centers. Thus, they can occur as racemates and racemic mixtures, single enantiomers, individual diastereomers, diastereomeric
25 mixtures, and cis- or trans- isomeric forms. All such isomeric forms are contemplated.

The amide compounds mentioned herein include the compounds themselves, as well as their salts, prodrugs, and solvates, if applicable. A salt, for example, can be formed between an anion and a positively charged group (e.g., amino) on amide
30 compound. Suitable anions include chloride, bromide, iodide, sulfate, nitrate, phosphate, citrate, methanesulfonate, trifluoroacetate, acetate, malate, tosylate, tartrate, fumarate, glutamate, glucuronate, lactate, glutarate, and maleate. Likewise, a

salt can also be formed between a cation and a negatively charged group (e.g., carboxylate) on an amide compound. Suitable cations include sodium ion, potassium ion, magnesium ion, calcium ion, and an ammonium cation such as tetramethylammonium ion. The amide compounds also include those salts containing quaternary nitrogen atoms. Examples of prodrugs include esters and other pharmaceutically acceptable derivatives, which, upon administration to a subject, are capable of providing active amide compounds. A solvate refers to a complex formed between an active amide compound and a pharmaceutically acceptable solvent. Examples of pharmaceutically acceptable solvents include water, ethanol, isopropanol, ethyl acetate, acetic acid, and ethanolamine.

Also within the scope of this invention is a method of administering an effective amount of one or more of the amide compounds to a patient having a disease described in the summary section above. The term “treating” or “treatment” refers to administering one or more of the amide compounds to a subject, who has a disease, a symptom of such a disease, or a predisposition toward such a disease, with the purpose to confer a therapeutic effect, e.g., to cure, relieve, alter, affect, ameliorate, or prevent the disease, the symptom of it, or the predisposition toward it. “An effective amount” refers to the amount of an active amide compound that is required to confer a therapeutic effect on the treated subject. Effective doses will vary, as recognized by those skilled in the art, depending on the types of diseases treated, route of administration, excipient usage, and the possibility of co-usage with other therapeutic treatment.

To practice the method of this invention, a composition having one or more amide compounds can be administered parenterally, orally, nasally, rectally, topically, or buccally. The term “parenteral” as used herein refers to subcutaneous, intracutaneous, intravenous, intramuscular, intraarticular, intraarterial, intrasynovial, intrasternal, intrathecal, intralesional, or intracranial injection, as well as any suitable infusion technique.

A sterile injectable composition can be a solution or suspension in a non-toxic parenterally acceptable diluent or solvent, such as a solution in 1,3-butanediol. Among the acceptable vehicles and solvents that can be employed are mannitol, water, Ringer’s solution, and isotonic sodium chloride solution. In addition, fixed oils

are conventionally employed as a solvent or suspending medium (e.g., synthetic mono- or diglycerides). Fatty acid, such as oleic acid and its glyceride derivatives are useful in the preparation of injectables, as are natural pharmaceutically acceptable oils, such as olive oil or castor oil, especially in their polyoxyethylated versions.

5 These oil solutions or suspensions can also contain a long chain alcohol diluent or dispersant, carboxymethyl cellulose, or similar dispersing agents. Other commonly used surfactants such as Tweens or Spans or other similar emulsifying agents or bioavailability enhancers which are commonly used in the manufacture of pharmaceutically acceptable solid, liquid, or other dosage forms can also be used for
10 the purpose of formulation.

A composition for oral administration can be any orally acceptable dosage form including capsules, tablets, emulsions and aqueous suspensions, dispersions, and solutions. In the case of tablets, commonly used carriers include lactose and corn starch. Lubricating agents, such as magnesium stearate, are also typically added. For
15 oral administration in a capsule form, useful diluents include lactose and dried corn starch. When aqueous suspensions or emulsions are administered orally, the active ingredient can be suspended or dissolved in an oily phase combined with emulsifying or suspending agents. If desired, certain sweetening, flavoring, or coloring agents can be added.

20 A nasal aerosol or inhalation composition can be prepared according to techniques well known in the art of pharmaceutical formulation. For example, such a composition can be prepared as a solution in saline, employing benzyl alcohol or other suitable preservatives, absorption promoters to enhance bioavailability, fluorocarbons, and/or other solubilizing or dispersing agents known in the art.

25 A composition having one or more active amide compounds can also be administered in the form of suppositories for rectal administration.

The carrier in the pharmaceutical composition must be "acceptable" in the sense that it is compatible with the active ingredient of the composition (and preferably, capable of stabilizing the active ingredient) and not deleterious to the
30 subject to be treated. One or more solubilizing agents can be utilized as pharmaceutical excipients for delivery of an active amide compound. Examples of

other carriers include colloidal silicon oxide, magnesium stearate, cellulose, sodium lauryl sulfate, and D&C Yellow # 10.

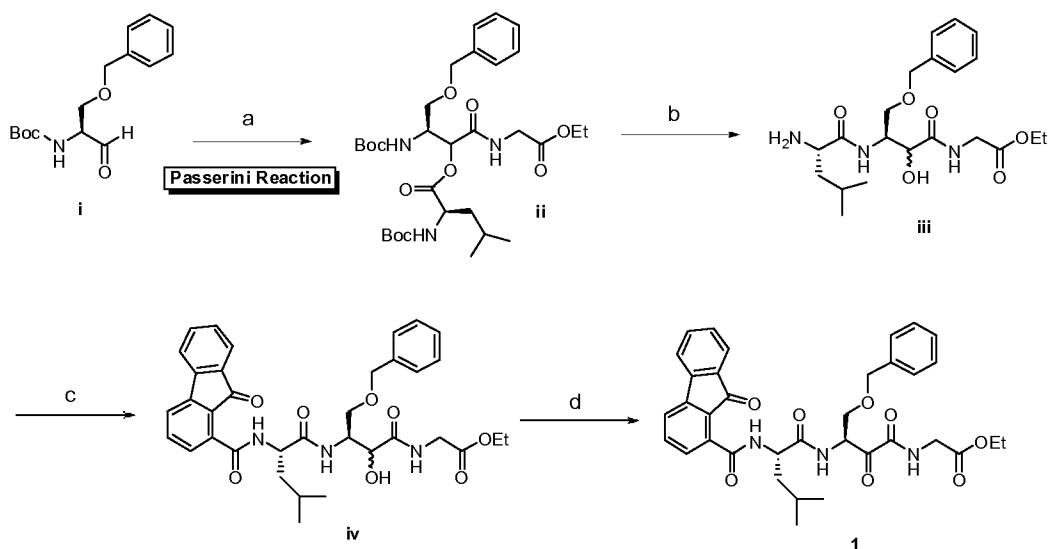
The amide compounds described above can be preliminarily screened for their efficacy in inhibiting cancer cells by an *in vitro* assay and then confirmed by animal experiments and clinic trials. Other methods will also be apparent to those of ordinary skill in the art.

The specific examples below are to be construed as merely illustrative, and not limitative of the remainder of the disclosure in any way whatsoever. Without further elaboration, it is believed that one skilled in the art can, based on the description herein, utilize the present invention to its fullest extent. All publications cited herein are hereby incorporated by reference in their entirety.

CHEMICAL SYNTHESIS

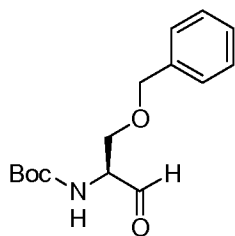
Compound 1 was synthesized as shown below:

15



20

(S)-tert-butyl 1-(benzyloxy)-3-oxopropan-2-ylcarbamate (i)

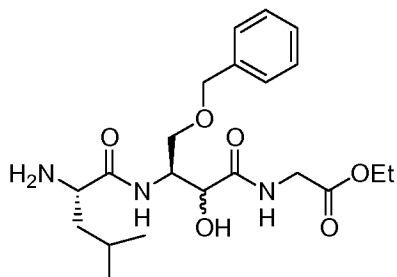


Boc-Ser-OH (5 g, 24.4 mmole) was dissolved in dry DMF (150 mL). 60 % NaH (2.1 g, 53.7 mmole) was added slowly at 0°C under nitrogen. Benzyl Bromide (3.2 mL, 26.8 mmole) was added dropwise until no hydrogen was produced. The resulting solution was stirred at 25°C overnight and then DMF was removed under reduced pressure. The residue was dissolved in EtOAc, washed with 1 N HCl, H₂O, and brine, dried over Na₂SO₄, and concentrated in vacuo. The crude product was dried under vacuum. It was used without further purification.

(2S)-3-(benzyloxy)-2-[(*tert*-butoxycarbonyl)amino]propanoic acid (7.2 g, 24.4 mmole) was dissolved in ethylene glycol dimethyl ether (50 mL). *N*-Methylmorpholine (2.7 ml, 24.4 mmole) was added, and the resulting clear solution was cooled to -20°C. Isobutyl chloroformate (3.19 ml, 24.4 mmole) was added dropwise to cause *N*-methylmorpholine HCl salt precipitation. Stirring was continued for 15 min and the supernatant was then transferred via a filter-tipped funnel into a rapidly stirred solution of NaBH₄ (2.93 g, 73.2 mmole) in ice water and washed with dry DME. After the mixture was stirred for 30 min, it was extracted with EtOAc and washed with H₂O. The organic layers were combined, dried over Na₂SO₄, and concentrated in vacuo. Purification by chromatography (silica, 4/1 : Hexane/EtOAc, R_f= 0.2) afforded *tert*-butyl *N*-[(1*R*)-2-(benzyloxy)-1-(hydroxymethyl)ethyl]carbamate as a white solid (6.3 g, 92 %).

tert-Butyl *N*-[(1*R*)-2-(benzyloxy)-1-(hydroxymethyl)ethyl]carbamate (1.2 g, 4.3 mmole) was dissolved in CH₂Cl₂ (40 mL). Dess-Martin periodinane (2.4 g, 5.5 mmole) was added. The solution was stirred for 2 h at room temperature and then quenched with Na₂S₂O₃ and saturated bicarbonate solution. After extracting with CH₂Cl₂, the organic layer was dried over MgSO₄, filtered, and concentrated by rotary evaporation. Purification by chromatography (silica, 4/1 : Hexane /EtOAc, R_f= 0.4) afforded (*S*)-*tert*-butyl 1-(benzyloxy)-3-oxopropan-2-ylcarbamate as a white solid (1.1 g, 96%).

3-(Benzyloxy)-2-[(*tert*-butoxycarbonyl)amino]-1- [(2-ethoxy-2-oxoethyl)amino] carbonylpropyl (2*R*)-2-[(*tert*-butoxycarbonyl)amino]-4- methylpentanoate (ii) and ethyl 2-[(3*S*)-3-[(2*S*)-2-amino-4-methylpentanoyl]amino-4-(benzyloxy)-2-hydroxybutanoyl]aminoacetate (iii)



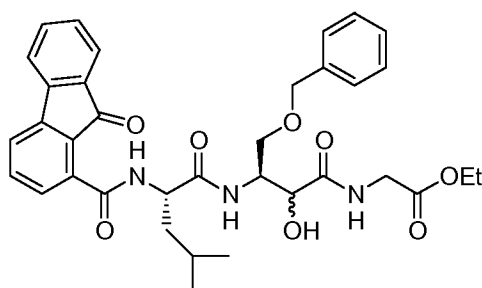
5

(*S*)-*tert*-Butyl 1-(benzyloxy)-3-oxopropan-2-ylcarbamate (630 mg, 2.3 mmole), Boc-Leu-OH (622 mg, 2.5 mmole), and ethyl isocyanoacetate (274 μ l, 2.5 mmole) were dissolved in dry CH_2Cl_2 (20 mL). The solution was stirred for 48 h at room temperature, concentrated, and then purified by chromatography (silica, 2/1 : Hexane/EtOAc, $R_f = 0.5$) to give 3-(benzyloxy)-2-[(*tert*-butoxycarbonyl)amino]-1- [(2-ethoxy-2-oxoethyl)amino]carbonylpropyl (2*R*)-2-[(*tert*-butoxycarbonyl)amino]-4- methylpentanoate as a white solid (1.1 g, 75%).

3-(Benzyloxy)-2-[(*tert*-butoxycarbonyl)amino]-1-[(2-ethoxy-2-oxoethyl)amino]carbonylpropyl (2*R*)-2-[(*tert*-butoxycarbonyl)amino]-4- methylpentanoate was dissolved in 50% TFA in CH_2Cl_2 . The solution was stirred for 30 min and then concentrated. The residue was redissolved in CH_2Cl_2 and neutralized with triethylamine. Stirring was continued for 10 min and then concentrated. Purification by chromatography (silica, 1/1 : Hexane/EtOAc with 10% MeOH, $R_f = 0.2$) afforded ethyl 2-[(3*S*)-3-[(2*S*)-2-amino-4-methylpentanoyl] amino-4-(benzyloxy)-2-hydroxy butanoyl]aminoacetate as a white solid.

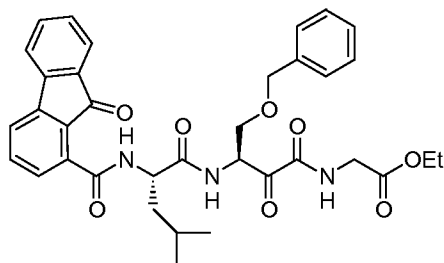
20

Ethyl 2-(4-(benzyloxy)-2-hydroxy-3-[(2*R*)-4-methyl-2-[(9-oxo-9*H*-1-fluorenyl) carbonyl]aminopentanoyl]amino]butanoylamino)acetate (iv)



Ethyl 2-[(3*S*)-3-[(2*S*)-2-amino-4-methylpentanoyl]amino-4-(benzyloxy)-2-
 hydroxyl butanoyl]aminoacetate(500 mg, 1.2 mmole), 9-Fluorenone-1-Carboxylic
 acid(266 mg, 1.2 mmole), and HBTU (587 mg, 1.6 mmole) were dissolved in DMF
 5 (10 mL). Et₃N (330 ul, 2.4 mmole) was added and stirring was continued overnight.
 DMF was removed under reduced pressure. The residue was diluted with EtOAc and
 washed with water. The organic layer was dried over MgSO₄, filtered, and
 concentrated by rotary evaporation. Purification by chromatography (silica, EtOAc,
 R_f=0.3) afforded ethyl 2-(4-(benzyloxy)-2-hydroxy-3-(((2*R*)-4-methyl-2-[(9-oxo-9*H*-
 10 1-fluorenyl)carbonyl]aminopentanoyl)amino)butanoylamino)acetate as a white solid
 (641 mg, 85%).

**Ethyl 2-(4-(benzyloxy)-3-(((2*R*)-4-methyl-2-[(9-oxo-9*H*-1-fluorenyl)carbonyl]
 aminopropanoyl)amino)-2-oxobutanoylamino)acetate (1)**



15 α -Hydroxy (50 mg, 0.08 mmole) was dissolved in CH₂Cl₂ (1 mL). Dess-
 Martin periodinane (100 mg, 0.24 mmole) was added and the solution was stirred for
 2 h at room temperature. The solution was quenched with Na₂S₂O₃ and saturated
 bicarbonate solution. After extracting with CH₂Cl₂, the organic layer was dried over
 MgSO₄, filtered, and concentrated by rotary evaporation. Purification by
 20 chromatography (silica, EtOAc, R_f= 0.5) afforded ethyl-(4-(benzyloxy)-3-(((2*R*)-4-
 methyl-2-[(9-oxo-9*H*-1-fluorenyl)carbonyl] aminopropanoyl)amino)-2-
 oxobutanoylamino)acetate as a white solid (41 mg, 82 %).

¹H NMR (CDCl₃, 400 MHz) δ 10.41 (d, *J* = 6.8 Hz, 1H), 8.20 (d, *J* = 7.6 Hz, 1H), 7.65-7.50 (m, 5H), 7.34-7.24 (m, 3H), 7.19-7.14 (m, 5H), 5.52-5.49 (m, 1H), 4.76-4.71 (m, 1H), 4.41 (s, 2H), 4.21 (q, *J* = 14.0, 7.6 Hz, 2H), 4.16 (dd, *J* = 9.6, 3.6 Hz, 1H), 4.00 (d, *J* = 5.2 Hz, 2H), 3.80 (dd, *J* = 10.0, 3.6 Hz, 1H), 1.90-1.80 (m, 3H),
5 1.26 (t, *J* = 7.2 Hz, 3H), 1.00 (d, *J* = 6.0 Hz, 3H), 0.95 (d, *J* = 6.0 Hz, 3H); ¹³C NMR (CDCl₃, 100 MHz) δ 195.70, 192.9, 171.97, 168.49, 164.3, 159.1, 145.7, 143.5, 137.4, 135.9, 135.2, 133.4, 132.9, 132.6, 130.3, 129.7, 128.3, 127.6, 127.5, 125.4, 123.2, 120.1, 73.3, 69.5, 61.8, 55.5, 52.9, 41.0, 40.3, 40.3, 24.9, 23.0, 22.0, 14.1; HRFABMS calcd for C₃₅H₃₇N₃O₈Na 650.2478, found 650.2471.

10 **Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(3-nitrobenzoyl)amino]propanoyl amino)-2-oxobutanoyl]aminoacetate (2)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.56 and 8.54 (t, *J* = 1.9 Hz, 1H), 8.26 and 8.24 (dd, *J* = 2.1, 0.8 Hz, 1H), 8.04 and 8.02 (t, *J* = 1.1 and 1.2 Hz, 1H), 7.52-7.41 (m, 3H), 7.27-7.16 (m, 6H), 7.04 (d, *J* = 7.8 Hz, 1H), 5.52-5.49 (m, 1H), 4.85-4.79 (m, 1H), 4.43 and 4.31 (s and dd, *J* = 20.8, 12.0 Hz, 2H), 4.22 (q, *J* = 7.2 Hz, 2H), 4.20-4.16 (m, 1H), 4.02 (dd, *J* = 5.5, 2.5 Hz, 2H), 3.78 (dd, *J* = 9.9, 3.3 Hz, 1H), 1.92-1.60 (m, 8H), 1.45-1.39 (m, 1H), 1.27 (t, *J* = 7.1 Hz, 3H), 1.24-1.06
20 (m, 2H), 1.00-0.83 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.7, 172.3, 168.6, 164.7, 159.1, 148.1, 137.1, 135.3, 133.0, 129.6, 128.4, 127.9, 127.7, 127.6, 126.1, 122.3, 73.4, 69.2, 61.9, 55.7, 51.6, 41.0, 40.2, 34.1, 33.5, 32.8, 26.3, 26.1, 26.0, 14.1; HRFABMS calcd for C₃₁H₃₈N₄O₉Na 633.2536, found 633.2518.

25

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-2-[(5-chloro-2-nitrobenzoyl)amino]-3-cyclohexyl propanoylamino)-2-oxobutanoyl]aminoacetate (35)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

30 ¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.00 (d, *J* = 8.7 Hz, 1H), 7.51-7.46 (m, 2H), 7.35 (m, 1H), 7.30-7.25 (m, 2H), 7.21-7.20 (m, 3H), 7.06 (d, *J* = 7.8 Hz, 0.3H), 6.90 (d, *J* = 7.8 Hz, 0.6H), 6.57 (d, *J* = 8.4 Hz, 1H), 5.45-5.42 (m, 1H),

4.80-4.74 (m, 1H), 4.46 (s and dd, $J = 26.4, 12.0$ Hz, 2H), 4.24-4.18 (m, 3H), 4.04-4.00 (m, 2H), 3.80 (dd, $J = 9.8, 3.2$ Hz, 1H), 1.85 (d, $J = 13.0$, 1H), 1.73-1.61 (m, 7H), 1.43 (m, 1H), 1.28 and 1.27 (t, $J = 7.1, 7.2$ Hz, 3H), 1.20-1.13 (m, 1H), 1.04-0.90 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 192.7, 171.2, 168.5, 164.8, 159.1, 144.6, 140.3, 137.2, 134.0, 130.5, 129.0, 128.9, 128.4, 127.9, 127.8, 127.7, 126.0, 73.4, 69.3, 61.9, 55.7, 51.4, 41.1, 40.0, 34.0, 33.6, 33.5, 32.8, 26.4, 26.1, 26.0, 14.1; HRFABMS calcd for $\text{C}_{31}\text{H}_{38}\text{N}_4\text{O}_9\text{Cl}$ 645.2327, found 645.2323.

Ethyl 2-[4-(benzyloxy)-3-((2R)-2-[(4-chloro-3-nitrobenzoyl)amino]-3-cyclohexylpropanoylamino)-2-oxobutanoyl]aminoacetate (51)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 8.29 and 8.28 (d, $J = 2.1$ and 2.0 Hz, 1H), 7.56 (d, $J = 8.4$ Hz, 1H), 7.34 (t, $J = 5.4$ Hz, 1H), 7.29-7.23 (m, 3H), 7.21-7.17 (m, 2H), 7.13 (d, $J = 8.3$ Hz, 1H), 7.01 (d, $J = 7.6$ Hz, 0.2H), 6.87 (d, $J = 7.8$ Hz, 0.8H), 5.49-5.43 (m, 1H), 4.78-4.73 (m, 1H), 4.43 (dd, $J = 16.5, 11.9$ Hz, 2H), 4.23 (q, $J = 7.1$ Hz, 2H), 4.19 (dd, $J = 10.0, 3.6$ Hz, 1H), 4.02 (dd, $J = 5.4, 3.7$ Hz, 1H), 3.79 (dd, $J = 9.9, 3.4$ Hz, 1H), 1.82-1.60 (m, 8H), 1.44-1.33 (m, 1H), 1.28 (t, $J = 7.2$ Hz, 3H), 1.25-1.11 (m, 2H), 1.02-0.84 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 192.7, 172.4, 168.5, 163.8, 159.1, 147.7, 137.1, 133.4, 132.0, 131.4, 130.1, 128.4, 127.9, 127.7, 124.6, 73.4, 69.2, 61.9, 55.7, 51.7, 41.0, 40.1, 34.1, 33.5, 32.8, 26.3, 26.0, 25.9, 14.1.

Ethyl 2-[(3R)-4-(benzyloxy)-3-((2R)-3-cyclohexyl-2-[(5-methoxy-2-nitrobenzoyl)amino] propanoylamino)-2-oxobutanoyl]aminoacetate (8)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

^1H NMR (CDCl_3 , 400 MHz) δ 7.94 (d, $J = 8.9$ Hz, 1H), 7.48 (t, $J = 5.5$ Hz, 1H), 7.22-7.13 (m, 6H), 6.90 (d, $J = 8.7$ Hz, 1H), 6.85-6.80 (m, 2H), 5.32-5.28 (m, 1H), 4.81-4.75 (m, 1H), 4.36 (dd, $J = 36.0, 12.0$ Hz, 2H), 4.15 (dd, $J = 14.2, 7.2$ Hz, 2H), 4.10 (dd, $J = 9.9, 3.6$ Hz, 1H), 3.95 (t, $J = 5.7$ Hz, 2H), 3.77 (s, 3H), 3.67 (dd, $J = 9.9, 3.2$ Hz, 1H), 1.77 (d, $J = 12.3$ Hz, 1H), 1.70-1.56 (m, 6H), 1.37 (m, 1H), 1.23-1.18 (m, 4H), 1.16-1.03 (m, 2H), 0.96-0.79 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz)

δ 192.8, 171.5, 168.6, 166.4, 163.5, 159.3, 138.7, 137.3, 135.0, 128.3, 128.5, 127.7, 126.9, 73.3, 69.4, 61.7, 56.1, 55.6, 51.2, 41.0, 39.6, 33.9, 33.4, 32.8, 26.3, 26.1, 26.0, 14.1; HRFABMS calcd for $C_{32}H_{40}N_4O_{10}Na$ 663.2642, found 663.2637

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(3-methyl-2-nitrobenzoyl)

5 **amino]propanoylamino)-2-oxobutanoyl]aminoacetate (20)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

1H NMR ($CDCl_3$, 400 MHz, mixture of two diastereomers) δ 7.26-7.23 (m, 4H), 7.15-7.05 (m, 5H), 6.85 (d, $J = 7.3$ Hz, 0.4H), 6.71 (d, $J = 7.8$ Hz, 0.6H), 6.45
10 (d, $J = 8.4$ Hz, 0.6H), 6.40 (d, $J = 8.4$ Hz, 0.4H), 5.35-5.29 (m, 1H), 4.63-4.55 (m, 1H), 4.31 and 4.31 (s and dd, $J = 28.8, 12.0$ Hz, 2H), 4.11-4.02 (m, 3H), 4.89-3.86 (m, 2H), 3.65 (td, $J = 8.2, 3.3$ Hz, 1H), 3.22 (s, 3H), 1.69 (d, $J = 11.5$ Hz, 1H), 1.62-1.43(m, 8H), 1.25-1.24 (m, 1H), 1.16-0.94 (m, 5H), 0.88-0.68 (m, 2H); ^{13}C NMR ($CDCl_3$, 100 MHz, mixture of two diastereomers) δ 193.0, 192.9, 171.7, 168.6, 165.4,
15 165.2, 159.4, 159.2, 149.4, 149.2, 137.3, 133.8, 131.2, 130.5, 130.4, 129.9, 129.7, 128.4, 127.8, 127.7, 125.7, 73.4, 73.3, 69.4, 69.3, 61.8, 55.8, 55.7, 51.3, 51.2, 41.1, 40.0, 39.8, 34.0, 33.7, 33.6, 32.7, 32.6, 26.4, 26.2, 26.0, 17.7, 14.1; HRFABMS calcd for $C_{32}H_{40}N_4O_9Na$ 647.2693 found 647.2697.

20

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(4-methoxybenzoyl)amino]propanoylamino)-2-oxobutanoyl]aminoacetate (3)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

25 1H NMR ($CDCl_3$, 400 MHz, mixture of two diastereomers) δ 7.75-7.72 (m, 2H), 7.46 and 7.43 (t, $J = 5.6$ Hz, 1H), 7.24-7.08 (m, 5H), 7.04 and 7.03 (d, $J = 8.6$ and 8.5 Hz, 2H), 6.91 and 6.87 (d, $J = 8.4$ and 8.2 Hz, 1H), 5.43-5.39 (m, 1H), 4.80-4.75 (m, 1H), 4.37 and 4. (s and dd, $J = 19.0, 12.0$ Hz, 2H), 4.15 and 4.12 (q, $J = 7.1$ and 7.2 Hz, 2H), 4.08 (dd, $J = 9.6, 3.9$ Hz, 1H), 3.95 and 3.90 (dd and d, $J = 5.7, 1.7$
30 and 5.8 Hz, 1H), 3.72 and 3.67 (dd and d, $J = 9.8, 3.3$ and 10.0, 3.3 Hz, 1H), 2.23 (s, 3H), 1.76-1.54(m, 8H), 1.35-1.30 (m, 1H), 1.21 (t, $J = 7.2$ Hz, 3H), 1.16-1.03 (m, 2H), 0.95-0.79 (m, 2H); ^{13}C NMR ($CDCl_3$, 100 MHz, mixture of two diastereomers)

8192.9, 192.8, 172.2, 172.1, 168.9, 168.5, 166.5, 166.3, 159.3, 159.1, 153.2, 137.2, 137.1, 131.4, 128.6, 128.3, 127.8, 127.6, 127.5, 121.7, 73.3, 69.3, 61.7, 61.6, 55.7, 55.6, 51.3, 51.2, 41.0, 40.2, 39.8, 34.2, 34.1, 33.6, 33.5, 32.8, 32.7, 26.3, 26.1, 26.0, 21.0, 14.1; HRFABMS calcd for C₃₃H₄₁N₃O₉Na 646.2741 found 646.2744.

5 **Ethyl 2-(4-(benzyloxy)-3-(((2*R*)-2-[2-chloro-5-(methylsulfanyl)benzoyl]amino)-3-cyclohexylpropanoyl)amino]-2-oxobutanoylamino)acetate (10)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.46 and 7.44 (d, *J* = 2.2 and 2.3 Hz, 1H), 7.40-7.36 (m, 1H), 7.28-7.22 (m, 4H), 7.21-7.17 (m, 3H), 10 7.02 (d, *J* = 7.8 Hz, 1H), 6.67 and 6.66 (d, *J* = 8.1 and 8.2 Hz, 1H), 5.49-5.47 (m, 1H), 4.82-4.74 (m, 1H), 4.43 and 4.42 (s and dd, *J* = 18.3, 12.0 Hz, 2H), 4.20 (q, *J* = 7.1 Hz, 2H), 4.17 (t, *J* = 3.0 Hz, 1H), 4.01 and 3.99 (dd and d, *J* = 5.5, 2.6 and 5.6 Hz, 2H), 15 3.77 (dd, *J* = 9.8, 2.6, 1H), 2.44 and 2.43 (s, 3H), 1.85-1.57 (m, 7H), 1.43-1.41 (m, 1H), 1.27 (t, *J* = 7.1 Hz, 3H), 1.23-1.11 (m, 3H), 1.02-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.8, 192.7, 171.4, 168.5, 166.2, 165.9, 159.0, 138.5, 137.2, 134.9, 134.8, 130.4, 130.3, 129.3, 128.4, 127.9, 127.8, 127.4, 127.3, 127.0, 126.9, 73.4, 73.3, 69.4, 69.3, 61.9, 55.7, 55.6, 51.6, 51.5, 41.1, 40.0, 39.4, 34.1, 33.6, 33.4, 32.7, 32.6, 26.4, 26.2, 26.1, 15.7, 15.6, 14.1; HRFABMS 20 calcd for C₃₂H₄₁N₃O₇ClS 646.2354, found 646.2347.

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(4-methylbenzoyl)amino]propanoylamino)-2-oxobutanoyl]aminoacetate (22)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.68-7.65 (m, 2H), 7.42 and 7.38 (t, *J* = 5.2, 5.6 Hz, 1H), 7.28-7.15 (m, 7H), 7.05 (d, *J* = 7.6 Hz, 0.5H), 6.66 (d, *J* = 6.8 Hz, 1H), 5.48-5.44 (m, 1H), 4.83-4.76 (m, 1H), 4.42 and 4.39 (s and dd, *J* = 18.6, 12.0 Hz, 2H), 4.24-4.12 (m, 3H), 4.00 (dd, *J* = 5.6, 1.2 Hz, 1H), 3.97 (d, *J* = 5.6 Hz, 1H), 3.77 and 3.73 (dd, *J* = 9.8, 3.3 and 9.9, 3.4 Hz, 1H), 2.36 (s, 30 3H), 1.82-1.58 (m, 7H), 1.38-1.36 (m, 1H), 1.29-1.20 (m, 4H), 1.16-1.13 (m, 2H), 0.98-0.85 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.8, 172.1, 172.0, 168.5, 167.4, 167.1, 159.1, 159.0, 142.2, 137.2, 131.1, 129.2,

128.4, 127.8, 127.7, 127.6, 127.1, 73.4, 69.3, 61.8, 55.6, 55.5, 51.2, 41.1, 40.2, 39.8, 34.3, 34.2, 33.6, 32.9, 32.8, 26.4, 26.1, 26.0, 21.4, 14.1; HRFABMS calcd for $C_{32}H_{41}N_3O_7Na$ 602.2842, found 602.2838.

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(2,3-difluorobenzoyl)amino]

5 **propanoylamino)-2-oxobutanoyl]aminoacetate (26)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

1H NMR ($CDCl_3$, 400 MHz, mixture of two diastereomers) δ 7.73 (tt, $J = 8.0$, 1.7 Hz, 1H), 7.36-7.26 (m, 4H), 7.23-7.12 (m, 3H), 7.05 (d, $J = 8.0$ Hz, 1H), 6.98-6.90
10 (m, 2H), 5.50-5.46 (m, 1H), 4.80-4.73 (m, 1H), 4.48-4.39 (m, 2H), 4.25-4.16 (m, 3H),
4.00 (t, $J = 6.3$ Hz, 2H), 3.80 and 3.55 (dd, $J = 5.6$, 3.4 Hz and 5.6, 3.3 Hz, 1H), 1.81-
1.59 (m, 7H), 1.42-1.36 (m, 1H), 1.30-1.25 (m, 3H), 1.23-1.11 (m, 3H), 1.03-0.84 (m,
2H); ^{13}C NMR ($CDCl_3$, 100 MHz, mixture of two diastereomers) δ 192.8, 171.5,
168.5, 162.2, 159.0, 151.6 (d, $J = 14.1$ Hz), 150.1 (d, $J = 14.1$ Hz), 149.1 (d, $J = 14.2$
15 Hz), 147.6 (d, $J = 14.0$ Hz), 137.1, 128.3, 127.8, 127.7, 127.6, 126.2, 124.5, 123.1 (d,
 $J = 13.2$ Hz), 120.3 (d, $J = 17.1$ Hz), 73.3, 69.3, 61.8, 55.6, 51.5, 41.0, 40.0, 34.0, 33.5,
32.7, 26.3, 26.1, 26.0, 14.1; HRFABMS calcd for $C_{31}H_{37}N_3O_7NaF_2$ 624.2497, found
624.2489.

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(2,5-difluorobenzoyl)amino]

20 **propanoylamino)-2-oxobutanoyl]aminoacetate (45)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

1H NMR ($CDCl_3$, 400 MHz) δ 7.71 (ddd, $J = 8.6$, 5.8, 3.1 Hz, 1H), 7.35 (t, $J =$
5.5 Hz, 1H), 7.28-7.22 (m, 3H), 7.21-7.16 (m, 2H), 7.15-7.05 (m, 3H), 6.94 (d, $J = 7.7$
25 Hz, 1H), 5.50-5.46 (m, 1H), 4.78-4.72 (m, 1H), 4.42 (dd, $J = 14.1$, 12.1 Hz, 2H), 4.22
(q, $J = 7.2$ Hz, 2H), 4.18 (dd, $J = 9.9$, 3.6 Hz, 1H), 4.01 (d, $J = 5.6$ Hz, 2H), 3.77 (dd,
 $J = 9.9$, 3.3 Hz, 1H), 1.81-1.59 (m, 7H), 1.42-1.37 (m, 1H), 1.28 (t, $J = 7.1$ Hz, 3H),
1.25-1.10 (m, 3H), 1.04-0.86 (m, 2H); ^{13}C NMR ($CDCl_3$, 100 MHz,) δ 192.9, 171.5,
168.5, 161.9, 159.2, 158.7 (d, $J = 242.7$ Hz), 156.4 (d, $J = 243.7$ Hz), 137.1, 128.3,
30 127.7, 127.6, 122.2 (dd, $J = 14.3$, 7.2 Hz), 120.0 (dd, $J = 24.0$, 10.0 Hz), 118.0 (d, $J =$
24.8 Hz), 117.46 (dd, $J = 27.7$, 8.2 Hz), 73.3, 69.4, 61.7, 55.6, 51.5, 41.0, 40.0, 34.0,

33.4, 32.8, 26.3, 26.0, 25.9, 14.0; HRFABMS calcd for C₃₁H₃₇N₃O₇NaF₂ 624.2497, found 624.2502.

Methyl 4-([(1*R*)-2-((1*R*)-1-[(benzyloxy)methyl]-3-[(2-ethoxy-2-oxoethyl)amino]-2,3-dioxopropylamino)-1-(cyclohexylmethyl)-2-oxoethyl]aminocarbonyl)-2-[(*tert*-butoxycarbonyl)amino]benzoate (56)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz) δ 10.23 (s, 1H), 8.79 (d, *J* = 1.5 Hz, 1H), 7.99 (d, *J* = 8.3 Hz, 1H), 7.42 (t, *J* = 5.5 Hz, 1H), 7.39 (dd, *J* = 8.3, 1.7 Hz, 1H), 7.26-7.16 (m, 5H), 7.04 (d, *J* = 7.7 Hz, 1H), 6.89 (d, *J* = 8.2 Hz, 1H), 5.49-5.45 (m, 1H), 4.80-4.75 (m, 1H), 4.43 and 4.41 (s and dd, *J* = 21.2, 12.0, 2H), 4.21 (q, *J* = 7.2 Hz, 2H), 4.16 (dd, *J* = 9.8, 3.5 Hz, 1H), 4.01 (dd, *J* = 5.4, 1.2 Hz, 2H), 3.91 (s, 3H), 3.76 (dd, *J* = 9.9, 3.3 Hz, 1H), 1.81-1.74 (m, 3H), 1.68-1.60 (m, 4H), 1.50 (s, 9H), 1.44-1.38 (m, 1H), 1.26 (t, *J* = 7.1 Hz, 3H), 1.23-1.10 (m, 3H), 1.02-0.87 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz) δ 192.8 171.8, 168.5, 167.9, 166.4, 159.1, 152.6, 142.4, 139.3, 137.2, 131.3, 128.4, 127.8, 127.7, 120.0, 116.9, 116.4, 80.9, 73.3, 69.3, 61.8, 55.6, 52.4, 51.4, 41.0, 40.0, 34.1, 33.5, 32.9, 18.2, 26.4, 26.1, 26.0, 14.1; HRFABMS calcd for C₃₈H₅₁N₄O₁₁ 739.3554, found 739.3562.

Ethyl 2-([(3*R*)-4-(benzyloxy)-3-[(2*R*)-2-(5-bromo-2-[(*tert*-butoxycarbonyl)amino]benzoylamino)-3-cyclohexylpropanoyl]amino-2-oxobutanoyl]amino]acetate (52)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz) δ 9.99 and 9.93 (s, 1H), 8.23 (d, *J* = 9.0 Hz, 1H), 7.56 (d, *J* = 2.1 Hz, 1H), 7.45 (d, *J* = 9.0, 2.0 Hz, 1H), 7.36 (t, *J* = 5.2 Hz, 1H), 7.29-7.17 (m, 5H), 6.98 (d, *J* = 8.0 Hz, 1H), 6.76 (d, *J* = 7.8 Hz, 1H), 5.50-5.46 (m, 1H), 4.74-4.69 (m, 1H), 4.43 (dd, *J* = 17.6, 12.2 Hz, 2H), 4.22 (q, *J* = 7.1 Hz, 2H), 4.19 (dd, *J* = 5.5, 4.1 Hz, 1H), 4.01 (d, *J* = 5.6 Hz, 2H), 3.79 (dd, *J* = 9.9, 3.2 Hz, 1H), 1.83 (d, *J* = 12.0 Hz, 1H), 1.74-1.58 (m, 7H), 1.47 (s, 9H), 1.36-1.31 (m, 1H), 1.28 (t, *J* = 7.1 Hz, 3H), 1.24-1.11 (m, 2H), 1.01-0.86 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz) δ 192.7, 171.8, 168.5, 167.2, 159.0, 152.7, 139.4, 137.0, 135.2, 129.4, 128.4, 128.0, 127.8, 121.4, 120.7, 113.6, 80.5, 73.4, 69.2, 61.9, 55.7, 51.2, 41.0, 40.5, 34.1, 33.6,

32.8, 28.3, 26.3, 26.1, 26.0, 14.1; HRFABMS calcd for C₃₇H₄₈N₃O₉Br 757.2574, found 757.2571.

Ethyl 2-[(4-(benzyloxy)-3-[(2R)-2-(3-[(*tert*-butoxycarbonyl)amino]-4-chloro benzoylamino)-3-cyclohexylpropanoyl]amino-2-oxobutanoyl)amino]acetate
5 **(49)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.53 (s, 1H), 7.44-7.38 (m, 2H), 7.34 (d, *J* = 8.3 and 8.4 Hz, 1H), 7.27-7.15 (m, 5H), 7.05 (d, *J* = 7.7 Hz, 0.7H), 7.01 (s, 1H), 6.87 (d, *J* = 8.2 Hz, 0.3H), 6.82 (d, *J* = 8.2 Hz, 0.7H), 5.49-5.43 (m, 1H), 4.81-4.74 (m, 1H), 4.42 and 4.36 (s and dd, *J* = 21.2, 12.1 Hz, 2H), 4.40 (q, *J* = 7.2 Hz, 2H), 4.15 (dd, *J* = 10.0, 3.8 Hz, 1H), 4.01 and 3.98 (dd and d, *J* = 5.5, 1.0 and 5.6 Hz, 2H), 3.75 (dd, *J* = 9.9, 3.3 Hz, 1H), 1.81-1.73 (m, 3H), 1.66-1.59 (m, 4H), 1.50 (s, 9H), 1.44-1.35 (m, 1H), 1.26 (t, *J* = 7.1 Hz, 3H), 1.23-1.09 (m, 2H), 1.01-0.86 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.8, 171.9, 168.5, 166.5, 166.3, 159.1, 152.1, 137.2, 135.3, 133.6, 129.2, 128.4, 127.8, 127.7, 127.6, 125.0, 122.4, 122.3, 117.9, 81.5, 73.3, 69.3, 61.8, 55.6, 51.4, 41.0, 40.0, 39.6, 34.2, 34.1, 33.5, 32.9, 28.2, 26.4, 26.1, 26.0, 14.1; HRFABMS calcd for C₃₆H₄₈N₄O₉Cl 715.3110, found 715.3113.

20 **Methyl 2-amino-4-[(1R)-2-(1-[(benzyloxy)methyl]-3-[(2-ethoxy-2-oxoethyl)amino]-2,3-dioxopropylamino)-1-(cyclohexylmethyl)-2-oxoethyl]aminocarbonyl benzoate (21)**

Compound 56 was dissolved in CH₂Cl₂, and TFA was added under 0°C. The solution was stirred for 30 min and then concentrated. Purification by chromatography (silica, 1/1 : Hexane/ EtOAc, R_f=0.3) afforded compound 21 as a white solid.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.84 and 7.82 (d, *J* = 8.3 and 8.2 Hz, 1H), 7.42 (t, *J* = 5.4 Hz, 1H), 7.27-7.15 (m, 5H), 7.05 and 7.04 (s, 1H), 7.03 (d, *J* = 7.8 Hz, 1H), 6.89 and 6.88 (dd, *J* = 8.3 Hz, 1H), 6.77 (d, *J* = 8.1 Hz, 1H), 5.48-5.44 (m, 1H), 4.77 (dd and d, *J* = 6.0 and 21.0, 5.9 Hz, 1H), 4.43 and 4.40 (s and dd, *J* = 18.3, 12.0, 2H), 4.22 (q, *J* = 7.1 Hz, 2H), 4.15 (dd, *J* = 10.0, 3.7 Hz, 1H), 4.01 and 3.97 (dd and d, *J* = 5.5, 3.6 and 5.6 Hz, 2H), 3.86 and 3.85 (s, 3H), 3.78 and

3.73 (dd, $J = 9.9, 3.3$ and $9.9, 3.3$ Hz, 1H), 1.81-1.57 (m, 7H), 1.37-1.35 (m, 1H), 1.27 (t, $J = 7.1$ Hz, 3H), 1.24-1.10 (m, 3H), 1.00-0.86 (m, 2H); HRFABMS calcd for $C_{33}H_{43}N_4O_9$ 639.3030, found 639.3026.

Ethyl 2-[3-((2*R*)-2-[(2-amino-5-bromobenzoyl)amino]-3-cyclohexylpropanoyl amino)-4-(benzyloxy)-2-oxobutanoyl]aminoacetate (23)

The title compound, a white powder, was prepared in the same manner as was Compound 21.

1H NMR ($CDCl_3$, 400 MHz) δ 7.42 (d, $J = 2.2$ Hz, 1H), 7.32 (t, $J = 5.2$ Hz, 1H), 7.29-7.23 (m, 5H), 7.1-7.18 (m, 2H), 6.86 (d, $J = 7.8$ Hz, 1H), 6.53 (d, $J = 8.8$ Hz, 1H), 6.43 (d, $J = 7.9$ Hz, 1H), 5.48-5.44 (m, 1H), 4.71-5.65 (m, 1H), 4.43 (s, 2H), 4.23 (q, $J = 7.1$ Hz, 2H), 4.17 (dd, $J = 10.0, 3.6$ Hz, 1H), 4.02 (dd, $J = 5.5, 2.2$ Hz, 2H), 3.78 (dd, $J = 9.8, 3.4$ Hz, 1H), 1.82-1.56 (m, 8H), 1.39-1.36 (m, 1H), 1.28 (t, $J = 7.0$ Hz, 3H), 1.25-1.12 (m, 2H), 1.03-0.86 (m, 2H); HRFABMS calcd for $C_{31}H_{40}N_4O_7Br$ 659.2080, found 659.2078.

Ethyl 2-[3-((2*R*)-2-[(3-amino-4-chlorobenzoyl)amino]-3-cyclohexylpropanoyl amino)-4-(benzyloxy)-2-oxobutanoyl]aminoacetate (4)

The title compound, a white powder, was prepared in the same manner as was Compound 21.

1H NMR ($CDCl_3$, 400 MHz, mixture of two diastereomers) δ 7.36 (t, $J = 5.1$ Hz, 1H), 7.28-7.21 (m, 5H), 7.19-7.17 (m, 2H), 7.10 (d, $J = 7.2$ Hz, 0.3H), 6.99 (dd, $J = 8.2, 2.0$ Hz, 1H), 6.95 (d, $J = 7.6$ Hz, 1H), 6.64 (d, $J = 8.1$ Hz, 1H), 5.47-5.44 (m, 1H), 4.77-4.70 (m, 1H), 4.43 and 4.41 (s and dd, $J = 17.3, 11.9$ Hz, 2H), 4.22 (q, $J = 7.2$ Hz, 2H), 4.16 (dd, $J = 9.8, 3.5$ Hz, 1H), 4.01 and 3.98 (dd and d, $J = 5.4, 3.2$ and 5.6 Hz, 2H), 3.78 and 3.76 (dd, $J = 9.9, 3.3$ Hz, 1H), 1.81-1.56 (m, 7H), 1.35 (s, 1H), 1.28 (t, $J = 7.2$ Hz, 3H), 1.25-1.14 (m, 3H), 1.01-0.86 (m, 2H). HRFABMS calcd for $C_{31}H_{40}N_4O_7Cl$ 615.2586, found 615.2592.

Ethyl 2-(4-(benzyloxy)-3-(((2*R*)-3-cyclohexyl-2-[(*E*)-3-(2,5-dimethoxyphenyl)-2-propenoyl]aminopropanoyl)amino)-2-oxobutanoylamino)acetate (9)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.84 and 7.83 (d, *J* = 15.8 Hz, 1H), 7.40-7.39 (m, 1H), 7.28-7.17 (m, 5H), 7.11 (d, *J* = 7.4 Hz, 0.4H), 7.01-6.92 (m, 1.6H), 6.86 and 6.84 (d, *J* = 2.6 Hz, 1H), 6.82 and 6.79 (s, 1H), 6.55 and 6.53 (d, *J* = 15.8 Hz, 1H), 6.14 (s, 1H), 5.48-5.46 (m, 1H), 4.76-4.70 (m, 1H),
5 4.43 and 4.41 (s and dd, *J* = 20.5, 12.0 Hz, 2H), 4.22 (q, *J* = 7.2 Hz, 2H), 4.16 (dd, *J* = 10.2, 3.4 Hz, 1H), 3.01 (dd, *J* = 5.4, 1.8 Hz, 1H), 3.99 (d, *J* = 5.6 Hz, 1H), 3.79 (s, 3H), 3.77-3.73 (m, 4H), 1.81-1.52 (m, 7H), 1.36-1.35 (m, 1H), 1.27 (t, *J* = 7.0 Hz, 2H), 1.24-1.06 (m, 2H), 1.00-0.87 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.8, 172.1, 168.5, 166.2, 159.1, 153.5, 152.8, 137.2, 137.0,
10 128.4, 127.8, 127.7, 127.6, 73.3, 69.3, 61.8, 55.5, 55.4, 51.0, 50.9, 41.0, 40.1, 39.5, 38.6, 34.1, 33.4, 32.9, 26.4, 26.1, 26.0, 14.1; HRFABMS calcd for C₃₅H₄₅N₃O₉Na 674.3054, found 674.3070.

15

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-(2-[(5-bromo-2-furyl)carbonyl]amino)-3-cyclohexylpropanoyl]amino)-2-oxobutanoylamino)acetate (5)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.34-7.25(m, 4H), 7.21-7.17 (m, 2H), 7.07-7.05 (m, 1H), 6.94 (d, *J* = 7.5 Hz, 0.4H), 6.82 (d, *J* = 8.0 Hz, 0.6H), 6.68-6.64 (m, 1H), 6.42(d, *J* = 3.2 Hz, 1H), 5.49-5.45(m, 1H), 4.72-4.66(m, 1H), 4.43 and 4.42 (s and dd, *J* = 15.8, 11.8 Hz, 2H), 4.26-4.15 (m, 3H), 4.01 (t, *J* = 5.6 Hz, 2H), 3.80-3.74 (m, 1H), 1.82-1.56(m, 8H), 1.36-1.35 (m, 1H),
25 1.31-1.25 (m, 3H), 1.23-1.11(m, 2H), 0.99-0.81 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ192.8, 171.6, 168.5, 159.0, 158.9, 149.0, 137.1, 128.4, 127.8, 127.7, 124.8, 117.1, 117.0, 114.1, 73.3, 69.3, 61.8, 55.6, 50.5, 41.0, 40.3, 40.0, 34.0, 33.9, 33.5, 32.7, 32.6, 26.3, 26.1, 26.0, 14.1; HRFABMS calcd for C₂₉H₃₇N₃O₈Br 634.1764, found 634.1768.

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-3-cyclohexyl-2-[2,3-dioxo-3-(2-thienyl)propanoyl]aminopropanoyl]amino)-2-oxobutanoylamino)acetate (25)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz) δ 8.38 (dd, *J* = 4.0, 1.2 Hz, 1H), 7.80 (dd, *J* = 4.8, 1.2 Hz, 1H), 7.64 (d, *J* = 8.6 Hz, 1H), 7.35 (t, *J* = 5.6 Hz, 1H), 7.30-7.26 (m, 1H),
5 7.23-7.15 (m, 4H), 6.86 (d, *J* = 7.8 Hz, 1H), 5.48-5.44 (m, 1H), 4.57 (td, *J* = 8.8, 5.8 Hz, 1H), 4.42 (dd, *J* = 13.9, 12.2 Hz, 2H), 4.22 (q, *J* = 7.1 Hz, 2H), 4.18 (dd, *J* = 9.9, 3.6 Hz, 2H), 4.00 (dd, *J* = 5.8, 0.6 Hz, 2H), 3.77 (dd, *J* = 9.9, 3.3 Hz, 1H), 1.80-1.72 (m, 2H), 1.69-1.58 (m, 5H), 1.37-1.31 (m, 1H), 1.30-1.23 (m, 4H), 1.22-1.10 (m, 2H),
10 1.02-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz) δ 192.8, 177.7, 170.8, 168.5, 160.6, 159.1, 138.5, 138.1, 137.1, 136.9, 128.4, 128.3, 127.8, 127.7, 73.3, 69.3, 61.8, 55.7, 51.2, 41.0, 39.8, 34.0, 33.5, 32.7, 26.3, 26.0, 25.9, 14.1; HRFABMS calcd for C₃₀H₃₈N₃O₈S 600.2380, found 600.2372.

15

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-(3-cyclohexyl-2-[2-(2-thienyl)acetyl]amino)-propanoyl]amino]-2-oxobutanoylamino)acetate (30)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.34-7.25 (m, 3H), 7.22-7.19 (m, 3H), 6.98-6.95(m, 1H), 6.93-6.91 (m, 1H), 6.82 (d, *J* = 7.7 Hz, 1H), 6.02-5.07 (m, 1H), 5.45-5.41 (m, 1H), 4.54-4.50 (m, 1H), 4.43 and 4.42 (s and dd, *J* = 18.3, 12.0 Hz, 2H), 4.23 (q, *J* = 7.3 Hz, 2H), 4.16 (dd, *J* = 9.8, 3.6 Hz, 1H), 4.01 (d, *J* = 5.5 Hz, 2H), 3.78-3.72 (m, 3H), 1.63-1.57 (m, 8H), 1.44-1.36 (m, 1H), 1.30-1.26 (m,
25 3H), 1.19-1.11 (m, 2H), 0.93-0.82 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.7, 171.6, 169.7, 168.5, 159.0, 137.2, 135.8, 128.5, 127.9, 127.7, 127.5, 127.4, 125.6, 73.4, 69.3, 61.9, 55.6, 55.5, 51.0, 50.9, 41.1, 39.7, 37.5, 34.0, 33.5, 32.7, 29.7, 26.3, 26.2, 26.0, 14.1; HRFABMS calcd for C₃₀H₃₉N₃O₇NaS 608.2406, found 608.2415.

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-3-cyclohexyl-2-[(5-nitro-2-thienyl)carbonyl]aminopropanoyl]amino]-2-oxobutanoylamino)acetate (43)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.87 (d, *J* = 7.9 Hz, 1H), 7.72 and 7.70 (d, *J* = 4.6 and 4.8 Hz, 1H), 7.52 and 7.46 (t, *J* = 5.6 and 5.5 Hz, 1H), 7.41 and 7.35 (d, *J* = 4.0 and 7.5 Hz, 1H), 7.29-7.22 (m, 3H), 7.21-7.16 (m, 2H), 7.09 (d, *J* = 7.8 Hz, 1H), 5.49-5.46 (m, 1H), 4.83-4.72 (m, 1H), 4.43 and 4.41 (s and dd, *J* = 22.1, 12.1 Hz, 2H), 4.22 and 4.19 (q, *J* = 7.1 and 7.3 Hz, 2H), 4.17-4.13 (m, 1H), 4.03-3.96 (m, 2H), 3.76 and 3.73 (dd, *J* = 10.0, 3.1 Hz, 1H), 1.76-1.60 (m, 7H), 1.41-1.31 (m, 1H), 1.27 (t, *J* = 7.1 Hz, 3H), 1.24-1.07 (m, 2H), 0.96-0.85 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.6, 172.5, 168.6, 160.1, 159.1, 154.4, 144.5, 137.0, 128.4, 128.3, 127.9, 127.7, 127.6, 126.6, 73.4, 69.0, 61.9, 55.7, 51.8, 41.0, 34.1, 33.5, 32.7, 26.3, 26.0, 25.9, 14.1; HRFABMS calcd for C₂₉H₃₆N₄O₉NaS 639.2101 found 639.2108.

15 **Ethyl 2-[(4-(benzyloxy)-3-[(2*R*)-2-(2-butynoylamino)-3-cyclohexylpropanoyl]amino-2-oxobutanoyl)amino]acetate (14)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.37 (t, *J* = 5.2 Hz, 1H), 7.31-7.26 (m, 3H), 7.22-7.18 (m, 2H), 6.94 (d, *J* = 7.6 Hz, 0.2 H), 6.83 (d, *J* = 7.7 Hz, 0.7H), 6.32 (d, *J* = 8.5 Hz, 1H), 5.46-5.44 (m, 1H), 4.61-4.54 (m, 1H), 4.43 and 4.42 (s and dd, *J* = 19.5, 12.1 Hz, 2H), 4.22 (q, *J* = 7.1 Hz, 2H), 4.18-4.13 (m, 1H), 4.02-3.99 (m, 2H), 3.74 (dd, *J* = 9.9, 3.3 Hz, 1H), 1.92 (s, 3H), 1.75 (d, *J* = 12.2 Hz, 1H), 1.68-1.61 (m, 6H), 1.53-1.46 (m, 1H), 1.34-1.31 (m, 1H), 1.27 (t, *J* = 7.2 Hz, 3H), 1.23-1.09 (m, 2H), 0.98-0.82 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.7, 171.3, 168.5, 159.1, 153.1, 137.2, 128.4, 127.9, 127.7, 84.5, 74.5, 73.4, 69.3, 61.8, 55.6, 51.0, 41.0, 40.1, 34.0, 33.9, 33.5, 32.8, 32.7, 26.3, 26.1, 25.9, 14.1, 3.65; HRFABMS calcd for C₂₈H₃₈N₃O₇ 528.2710, found 528.2710.

30 **Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-3-cyclohexyl-2-[(1-methylcyclopropyl)carbonyl]aminopropanoyl)amino]-2-oxobutanoylamino)acetate (12)**

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.44 (t, *J* = 5.4 Hz, 1H), 7.30-7.23 (m, 3H), 7.21-7.17 (m, 2H), 7.00 (d, *J* = 7.3 Hz, 1H), 6.18 (d, *J* = 8.1 Hz, 1H), 5.48-5.42 (m, 1H), 4.60 and 4.55 (dd, *J* = 8.4, 6.5 and 8.3, 6.4 Hz, 1H), 4.42 and 4.41 (s and dd, *J* = 20.0, 12.0 Hz, 2H), 4.21 (q, *J* = 7.2 Hz, 2H), 4.15 and 4.13 (dd, *J* = 3.6, 2.3 and 3.7, 2.4 Hz, 1H), 4.01-3.98 (m, 2H), 3.76 and 3.73 (dd, *J* = 5.0, 3.6 and 5.0, 3.4 Hz, 1H), 1.74-1.63 (m, 7H), 1.53-1.46 (m, 1H), 1.30-1.25 (m, 7H), 1.22-1.09 (m, 3H), 0.98-0.82 (m, 2H), 0.55 (s, 3H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.8 175.0, 172.2, 168.5, 159.1, 137.2, 128.4, 127.8, 127.7, 127.6, 73.3, 69.3, 61.8, 55.5, 55.4, 51.0, 50.9, 41.0, 40.1, 39.5, 38.6, 34.1, 33.4, 32.9, 26.3, 26.1, 26.0, 19.4, 19.0, 16.2, 16.1, 14.1; HRFABMS calcd for C₂₉H₄₁N₃O₇Na 566.2842, found 566.2834.

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-(3-cyclohexyl-2-[(2,2-dimethyl-4-oxo-3,4-dihydro-2*H*-6-pyranyl)carbonyl]aminopropanoyl)amino]-2-oxobutanoyl amino)acetate (13)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.38 (t, *J* = 5.4 Hz, 1H), 7.31-7.25 (m, 3H), 7.20-7.17 (m, 2H), 7.10-7.05 (m, 1H), 6.96 (d, *J* = 7.6 Hz, 0.3H), 6.85 (d, *J* = 7.8 Hz, 0.6H), 6.27 and 6.26 (s, 1H), 5.50-5.46 (m, 1H), 4.66-4.60 (m, 1H), 4.43 and 4.42 (s and dd, *J* = 15.0, 12.0 Hz, 2H), 4.23 (q, *J* = 7.1 Hz, 2H), 4.20-4.15 (m, 1H), 4.02-3.99 (m, 2H), 3.75 (dd, *J* = 9.8, 3.2 Hz, 1H), 2.55-2.45 (m, 2H), 1.98 (s, 1H), 1.76-1.53 (m, 8H), 1.46-1.44 (m, 6H), 1.30-1.10 (m, 5H), 1.01-0.78 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 193.0, 192.6, 171.1, 168.5, 160.8, 160.6, 159.0, 158.9, 158.5, 158.4, 137.1, 137.0, 128.5, 128.0, 127.7, 127.6, 105.2, 105.1, 83.4, 73.4, 69.2, 61.9, 55.7, 55.6, 51.1, 47.7, 41.1, 40.3, 39.8, 34.2, 34.1, 33.4, 33.0, 32.9, 29.7, 26.3, 26.0, 25.9, 25.8, 25.8, 14.1; HRFABMS calcd for C₃₂H₄₃N₃O₉Na 636.2897 found 636.2906.

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-3-cyclohexyl-2-[(6-methyl-2-pyrazinyl)carbonyl]aminopropanoyl)amino]-2-oxobutanoylamino)acetate (24)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 9.23 and 9.22 (s, 1H), 8.37 (s, 1H), 8.06 (d, *J* = 8.3 Hz, 1H), 7.34 (t, *J* = 5.0 Hz, 1H), 7.29-7.15 (m, 5H), 7.05 (d, *J* = 7.7 Hz, 0.3H), 6.94 (d, *J* = 7.6 Hz, 0.7H), 5.50-5.47 (m, 1H), 4.74 (dd and d, *J* = 17.3, 5.9 and 5.7 Hz, 1H), 4.42 and 4.40 (s and dd, *J* = 14.1, 12.5 Hz, 2H), 4.22 (q, *J* = 7.2 Hz, 2H), 4.17 (dd, *J* = 9.9, 3.5 Hz, 1H), 3.01 and 3.99 (d, *J* = 5.5 and 5.6 Hz, 2H), 3.78 and 3.76 (dd, *J* = 11.0, 3.3 and 10.0, 3.3 Hz, 1H), 2.62 (s, 3H), 1.84-1.61 (m, 8H), 1.36-1.35 (m, 1H), 1.28 (t, *J* = 7.0 Hz, 3H), 1.24-1.10 (m, 2H), 1.03-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.7, 171.5, 168.5, 163.5, 163.3, 159.0, 157.3, 143.4, 142.5, 137.2, 128.4, 127.8, 127.7, 127.6, 73.4, 69.3, 61.9, 55.6, 50.9, 41.1, 39.9, 34.1, 33.6, 32.7, 26.3, 26.1, 26.0, 14.1; HRFABMS calcd for C₃₀H₄₀N₅O₇ 582.2928, found 582.2950.

Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(2-phenoxypropanoyl) amino] propanoylamino)-2-oxobutanoyl]aminoacetate (37)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

HRFABMS calcd for C₃₃H₄₃N₃O₈Na 632.2948, found 632.2939.

Ethyl 2-(4-(benzyloxy)-3-(((2*R*)-3-cyclohexyl-2-[(2-oxo-6-pentyl-2*H*-3-pyranyl) carbonyl]aminopropanoyl)amino)-2-oxobutanoylamino)acetate (55)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.93 and 8.91 (s, 1H), 8.36 and 8.36 (d, *J* = 7.1 and 7.0 Hz, 1H), 7.36 (t, *J* = 5.5 Hz, 1H), 7.27-7.20 (m, 3H), 7.20-7.15 (m, 2H), 6.20 and 6.19 (d, *J* = 7.1 Hz, 1H), 5.48-5.44 (m, 1H), 4.66-4.60 (m, 1H), 4.41 and 4.39 (s, 2H), 4.20 and 4.19 (q, *J* = 7.1 Hz, 2H), 4.16-4.13 (m, 1H), 4.00-3.97 (m, 2H), 3.77 and 3.75 (dd, *J* = 8.3, 3.3 Hz, 1H), 2.54 (t, *J* = 7.6 Hz, 2H), 1.80-1.58 (m, 11H), 1.32-1.22 (m, 7H), 1.20-1.08 (m, 2H), 0.99-0.82 (m, 5H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.8, 192.7, 171.7, 171.6, 171.1, 168.5, 162.7, 162.5, 162.3, 159.0, 149.1, 137.4, 137.3, 128.3, 127.6, 127.5, 127.4, 114.8, 104.2, 73.2, 69.4, 61.7, 55.5, 51.5, 41.0, 39.0, 38.6, 34.0, 33.9, 33.6, 32.4, 31.0, 26.5, 26.3, 26.1, 25.9, 22.2, 14.1, 13.8; HRFABMS calcd for C₃₅H₄₇N₃O₉Na 676.3210, found 676.3200.

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-(3-cyclohexyl-2-[2-(1-naphthyl)acetyl] amino propanoyl)amino]-2-oxobutanoylamino)acetate (16)

The title compound, a white powder, was prepared in the same manner as was Compound 1.

5 ^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 7.92-7.87(m, 1H), 7.81-7.79 (m, 1H), 7.75 (d, $J = 8.0$ Hz, 1H), 7.46-7.40 (m, 2H), 7.39-7.31 (m, 2H), 7.27-7.14 (m, 6H), 6.97 (d, $J = 7.6$ Hz, 0.5H), 6.82 (d, $J = 7.6$ Hz, 0.5H), 5.64-5.92 (m, 1H), 5.34-5.31(m, 1H), 4.46-4.39 (m, 1H), 4.38 and 4.35 (s and dd, $J = 14.8, 12.2$ Hz, 2H), 4.17 (dd, $J = 21.3, 5.0$ and $7.1, 4.9$ Hz, 2H), 4.10-4.00 (m, 2H), 3.95 and 3.94 (d, 10
 $J = 5.5$ Hz, 2H), 3.92 and 3.88 (d, $J = 6.5$ and 6.4 Hz, 2H), 3.67 and 3.64 (dd, $J = 10.1, 3.3$ and $10.1, 3.4$ Hz, 1H), 1.69-1.35 (m, 5H), 1.26-1.09 (m, 7H), 0.90-0.56 (m, 5H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 192.7, 171.7, 171.1, 168.5, 159.0, 137.2, 133.9, 131.9, 130.7, 128.8, 128.5, 128.4, 127.8, 127.7, , 126.8, 126.1, 125.6, 123.6, 120.1, 73.3, 69.3, 61.8, 55.5, 50.9, 41.5, 41.0, 33.7, 33.4, 32.3, 15
29.6, 26.2, 25.9, 25.8, 14.1; HRFABMS calcd for $\text{C}_{36}\text{H}_{44}\text{N}_3\text{O}_7$ 630.3188, found .630.3179.

Ethyl 2-(4-(benzyloxy)-3-[(2*R*)-3-cyclohexyl-2-[(1-methyl-1*H*-2-indolyl)carbonyl] aminopropanoyl)amino]-2-oxobutanoylamino)acetate (28)

The title compound, a white powder, was prepared in the same manner as was
20 Compound 1.

^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 7.61 and 7.59 (d, $J = 0.6$ and 0.7 Hz, 1H), 7.38-7.28 (m, 3H), 7.25-7.10 (m, 5H), 7.01 (d, $J = 7.7$ Hz, 1H), 6.91 and 6.90 (s, 1H), 6.68 (t, $J = 7.8$ Hz, 1H), 5.51-5.45 (m, 1H), 4.79-4.72 (m, 1H), 4.43 and 4.41 (s, and dd, $J = 15.7, 12.1$ Hz, 2H), 4.25-4.16 (m, 3H), 4.01 and
25 3.98 (dd and d, $J = 5.5, 0.9$ and 5.5 Hz, 2H), 3.96 (s, 3H), 3.81 and 3.78 (t, $J = 2.9$ and 2.8 Hz, 1H), 1.84-1.60 (m, 8H), 1.41-1.39 (m, 1H), 1.29-1.24 (m, 3H), 1.22-1.10 (m, 2H), 1.05-0.86 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 192.8, 192.7, 172.0, 171.9, 168.5, 162.6, 162.4, 159.1, 139.1, 137.2, 131.3, 128.4, 127.8, 127.7, 127.6, 126.3, 126.0, 124.2, 121.9, 120.5, 110.1, 104.4, 73.4, 69.3, 61.9,
30 55.7, 55.6, 50.9, 50.8, 41.0, 40.1, 39.5, 34.3, 34.2, 33.6, 32.8, 32.7, 31.5, 26.4, 26.2, 26.0, 14.1;; HRFABMS calcd for $\text{C}_{34}\text{H}_{42}\text{N}_4\text{O}_7\text{Na}$ 641.2951, found 641.2933.

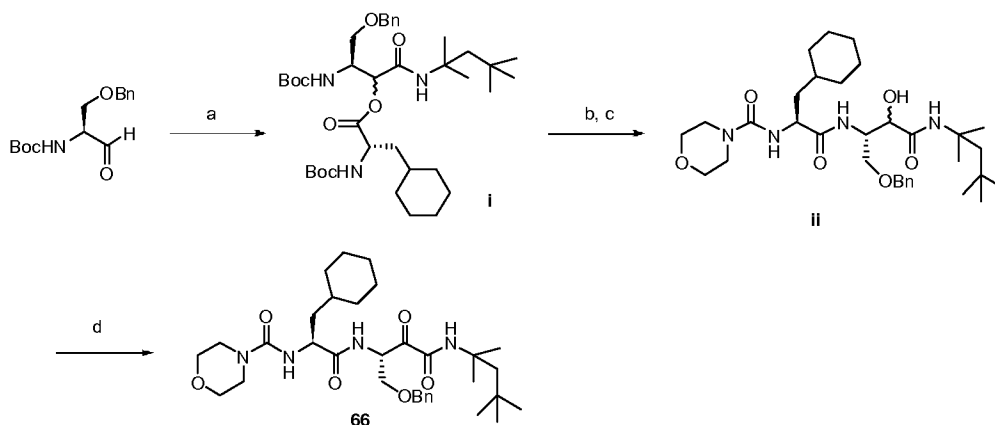
Ethyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(3,3,3-triphenylpropanoyl)amino]

propanoylamino)-2-oxobutanoyl]aminoacetate (59)

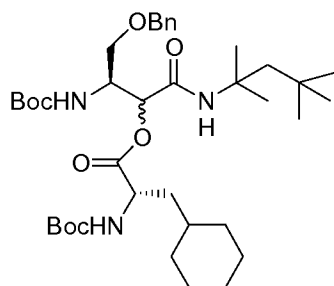
The title compound, a white powder, was prepared in the same manner as was Compound 1.

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.30-7.17 (m, 21H), 6.81 (d, *J* = 7.7 Hz, 0.1H), 6.68 (d, *J* = 7.5 Hz, 0.8H), 5.37-5.34 (m, 1H), 5.13 (d, *J* = 7.6 Hz, 0.8H), 5.03 (d, *J* = 7.7 Hz, 0.2H), 4.41 (dd, *J* = 17.5, 12.0 Hz, 1H), 4.26-4.19 (m, 3H), 4.10 (dd, *J* = 9.8, 3.8 Hz, 1H), 4.00 (d, *J* = 5.4 Hz, 2H), 3.70 (dd, *J* = 7.0, 3.4 Hz, 1H), 3.66 (d, *J* = 15.0 Hz, 2H), 3.51 (d, *J* = 15.2 Hz, 1H), 1.61 (m, 5H), 1.41 (d, *J* = 10.3 Hz, 1H), 1.34-1.21 (m, 5H), 1.07-1.06(m, 2H), 0.93-0.82 (m, 1H), 0.77-0.70 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 192.7, 171.6, 170.9, 170.7, 168.5, 159.1, 146.1, 137.3, 129.1, 128.4, 128.3, 128.2, 128.1, 127.8, 127.6, 126.5, 73.3, 69.4, 61.8, 55.9, 55.4, 55.3, 50.6, 50.5, 48.8, 48.7, 41.0, 39.2, 38.8, 33.4, 33.3, 32.3, 32.2, 26.3, 26.0, 25.8, 14.1; HRFABMS calcd for C₄₅H₅₁N₃O₇Na 768.3625, found 768.3638.

Compound 66 was synthesized as shown below:



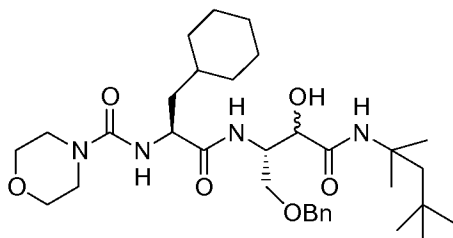
3-(Benzyloxy)-2-[(*tert*-butoxycarbonyl)amino]-1-[(1,1,3,3-tetramethylbutyl)amino]carbonylpropyl 2*R*)-2-[(*tert*-butoxycarbonyl)amino]-3-cyclohexylpropanoate (i)



$tert$ -Butyl N -[(1*R*)-2-(benzyloxy)-1-(hydroxymethyl)ethyl] carbamate (450 mg, 1.6 mmole), Boc-Cha-OH (405 mg, 1.8 mmole), and 1,1,3,3-Tetramethylbutyl isocyanide (304 μ l, 1.8 mmole) were dissolved in dry CH_2Cl_2 (16 mL). The solution

 5 was stirred for 48 h at room temperature, concentrated, and purified by chromatography (silica, : 1/4 Hexane/EtOAc, $R_f = 0.4$) to give 3-(benzyloxy)-2- [($tert$ -butoxycarbonyl) amino]-1-[(1,1,3,3-tetramethylbutyl)amino]carbonylpropyl 2*R*)-2- [($tert$ -butoxy carbonyl) amino]-3-cyclohexylpropanoate as a white solid (914 mg, 83 %).

10 ***N*4-[(1*S*)-2-((1*S*)-1-[(benzyloxy)methyl]-2-hydroxy-3-oxo-3-[(1,1,3,3-tetramethylbutyl)amino]propylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (ii)**



3-(Benzyloxy)-2-[($tert$ -butoxycarbonyl) amino]-1- [(1,1,3,3-tetramethylbutyl) amino]carbonylpropyl 2*R*)-2-[($tert$ -butoxy carbonyl) amino]-3-cyclohexylpropanoate

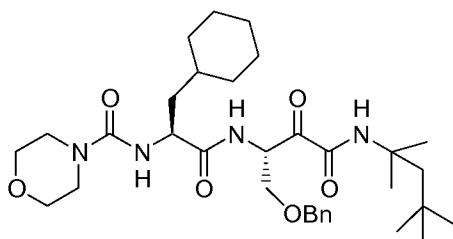
 15 was dissolved in 50% TFA in CH_2Cl_2 . The solution was stirred for 30 min and then concentrated. The residue was redissolved in CH_2Cl_2 and neutralized with triethylamine. Stirring was continued for 10 min and then concentrated. Purification by chromatography (silica : Hexane/EtOAc with 10% MeOH, $R_f = 0.2$) afforded *N*1-(1,1,3,3 -tetramethylbutyl)-(3*S*)-3-[(2*S*)-2-amino-3-cyclohexylpropanoyl]amino -4-(benzyloxy)-2-hydroxybutanamide as a white solid.

20 *N*1-(1,1,3,3 -tetramethylbutyl)-(3*S*)-3-[(2*S*)-2-amino-3-cyclohexylpropanoyl] amino -4-(benzyloxy)-2-hydroxybutanamide (360 mg, 0.7 mmole) was dissolved in

DMF (7 mL), followed by addition of addition of triethylamine (205 ul, 1.5 mmole) and stirring under N₂ for 15 min. 4-Morpholinecarbonyl chloride (93 ul, 0.8 mmole) was added. Stirring was continued overnight and DMF was removed under reduced pressure. The solution was diluted with EtOAc and washed with water. The organic layer was dried over MgSO₄, filtered, and concentrated by rotary evaporation. Purification by chromatography (silica, Hexane/EtOAc with 10% MeOH, R_f = 0.5) afforded *N*4-[(1*S*)-2-((1*S*)-1-[(benzyloxy)methyl]-2-hydroxy-3-oxo-3-[(1,1,3,3-tetramethylbutyl)amino]propylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-Morpholinecarboxamide as a white solid (280 mg, 63 %).

10

***N*4-[(1*S*)-2-((1*S*)-1-[(benzyloxy)methyl]-2,3-dioxo-3-[(1,1,3,3-tetramethylbutyl)amino]propylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (66a)**



15

*N*4-[(1*S*)-2- ((1*S*)-1-[(benzyloxy)methyl]-2- hydroxy-3-oxo-3-[(1,1,3,3-tetramethyl butyl) amino]propylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-Morpholinecarboxamide (260 mg, 0.4 mmole) was dissolved in CH₂Cl₂ (4 mL). Dess-Martin periodinane (550 mg, 1.2 mmole) was added. The solution was stirred for 2 h at room temperature and quenched with Na₂S₂O₃ and saturated bicarbonate solution. After extracting with CH₂Cl₂, the organic layer was dried over MgSO₄, filtered, and concentrated by rotary evaporation. Purification by chromatography (silica, 1/3 : Hexane /EtOAc, R_f = 0.6) afforded *N*4-[(1*S*)-2-((1*S*)-1-[(benzyloxy)methyl]-2,3-dioxo-3- [(1,1,3,3 -tetramethylbutyl)amino]propylamino)-1-(cyclohexyl -methyl)-2-oxoethyl]-4-morpholinecarboxamide as a white solid (170 mg, 71 %).

25

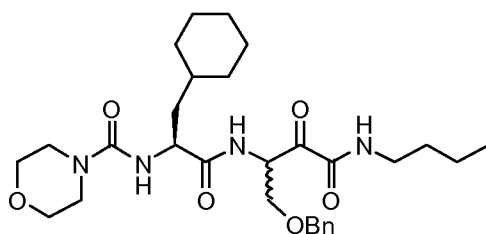
¹H NMR (CDCl₃, 400 MHz) δ 7.30-7.21 (m, 3H), 7.19-7.17 (m, 2H), 6.98 (d, *J* = 7.2 Hz, 1H), 6.78 (s, 1H), 5.47 (ddd, *J* = 7.8, 3.3, 1.7 Hz, 1H), 5.13 (d, *J* = 6.8 Hz,

1H), 4.47-4.44 (m, 1H), 4.40 (dd, $J = 26.9, 12.1$ Hz, 2H), 4.19 (dd, $J = 9.8, 3.6$ Hz, 1H), 3.72 (dd, $J = 9.8, 3.4$ Hz, 1H), 3.64-3.57 (m, 4H), 3.36-3.26 (m, 4H), 1.78-1.58 (m, 8H), 1.52-1.43 (m, 1H), 1.40 (s, 3H), 1.39 (s, 3H), 1.36-1.09 (m, 4H), 0.95 (s, 9H), 0.92-0.82 (m, 2H); ^{13}C NMR (CDCl_3) δ 194.6, 173.3, 157.9, 157.3, 137.2, 128.2, 127.6, 127.4, 73.2, 69.8, 66.3, 55.3, 55.1, 52.1, 51.5, 43.9, 40.3, 33.9, 33.4, 32.7, 31.5, 31.2, 28.4, 28.3, 26.3, 26.0, 25.9; HRFABMS calcd for $\text{C}_{33}\text{H}_{53}\text{N}_4\text{O}_6$ 601.3965, found 601.3963.

10 ***N*4-[(1*R*)-2-((1*R*)-1-[(benzyloxy)methyl]-2,3-dioxo-3-[(1,1,3,3-tetramethylbutyl)amino]propylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (66b)**

^1H NMR (CDCl_3 , 400 MHz) δ 7.30-7.24 (m, 3H), 7.23-7.18 (m, 2H), 7.05 (d, $J = 7.6$ Hz, 1H), 6.77 (s, 1H), 5.47 (ddd, $J = 7.7, 3.4, 1.6$ Hz, 1H), 4.95 (d, $J = 7.9$ Hz, 1H), 4.48-4.44 (m, 1H), 4.42 (s, 2H), 4.20 (dd, $J = 9.8, 3.5$ Hz, 1H), 3.76 (dd, $J = 9.7, 3.3$ Hz, 1H), 3.64-3.61 (m, 4H), 3.34-3.31 (m, 4H), 1.75-1.59 (m, 7H), 1.49-1.43 (m, 1H), 1.40 (s, 3H), 1.39 (s, 3H), 1.35-1.07 (m, 4H), 0.95 (s, 9H), 0.98-0.79 (m, 3H); ^{13}C NMR (CDCl_3) δ 194.6, 173.1, 157.8, 157.4, 137.3, 128.4, 127.8, 127.5, 73.3, 69.9, 66.4, 55.4, 55.3, 52.1, 51.7, 44.1, 40.1, 34.2, 33.5, 32.9, 31.6, 31.3, 28.5, 26.3, 26.1, 26.0; HRFABMS calcd for $\text{C}_{33}\text{H}_{53}\text{N}_4\text{O}_6$ 601.3965, found 601.3962.

20 ***N*4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(butylamino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (67)**

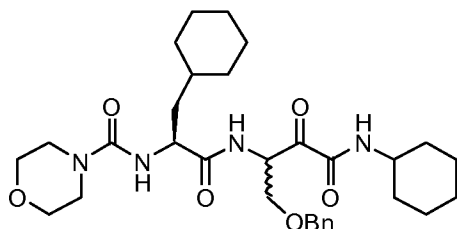


67

^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 7.32-7.25 (m, 3H), 7.21-7.18 (m, 2H), 7.12 and 6.94 (d, $J = 7.7$ and 7.6 Hz, 1H), 6.89 (t, $J = 5.6$ Hz, 1H), 5.49-5.45 (m, 1H), 4.99 and 4.96 (d, $J = 8.0$ and 8.1 Hz, 1H), 4.50-4.38 (m, 3H), 4.21 and 4.19 (dd, $J = 9.8, 3.4$ and 9.7, 3.2 Hz, 1H), 3.79 and 3.76 (dd, $J = 9.8, 3.2$ and 10.0, 3.0 Hz, 1H), 3.64-3.62 (m, 4H), 3.34-3.31 (m, 4H), 3.29-3.22 (m, 2H), 1.77-

1.59 (m, 7H), 1.53-1.44 (m, 3H), 1.37-1.27 (m, 2H), 1.23-1.09 (m, 3H), 0.96-0.85 (m, 5H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 194.0, 193.9, 173.3, 159.0, 158.9, 157.4, 157.2, 137.3, 128.3, 127.7, 127.5, 127.4, 73.2, 69.7, 69.6, 66.3, 55.5, 55.4, 52.1, 51.9, 44.0, 43.9, 40.4, 40.0, 39.0, 34.1, 34.0, 33.5, 33.4, 32.7, 31.1, 26.3, 26.1, 26.0, 19.9, 13.6; HRESIMS calcd for $\text{C}_{29}\text{H}_{44}\text{N}_4\text{O}_6\text{Na}$ 567.3159, found 567.3162.

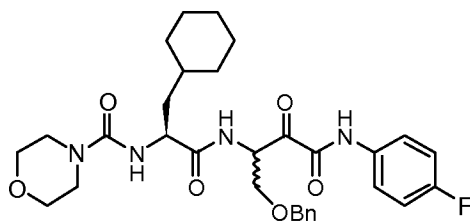
N4-[(1R)-2-[1-[(benzyloxy)methyl]-3-(cyclohexylamino)-2,3-dioxopropyl]amino]-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (73)



73

^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 7.32-7.22 (m, 3H), 7.21-7.17 (m, 2H), 7.13 and 6.95 (d, $J = 7.8$ and 7.7 Hz, 1H), 6.76 (d, $J = 8.1$ Hz, 1H), 5.49-5.45 (m, 1H), 5.05 and 5.01 (d, $J = 8.0$ and 8.2 Hz, 1H), 4.47-4.37 (m, 3H), 4.20 (dd, $J = 9.8$, 3.7 Hz, 1H), 3.78-3.74 (m, 1H), 3.72-3.67 (m, 1H), 3.64-3.61 (m, 4H), 3.37-3.28 (m, 4H), 1.86-1.59 (m, 12H), 1.54-1.45 (m, 1H), 1.35-1.16 (m, 8H), 0.98-0.85 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 194.1, 173.1, 158.0, 157.4, 157.2, 137.3, 128.4, 127.9, 127.6, 127.5, 73.4, 69.7, 66.4, 55.6, 52.2, 48.5, 44.0, 40.7, 34.2, 34.1, 33.6, 32.9, 32.6, 32.5, 26.4, 26.1, 26.0, 25.3, 24.6; HRESIMS calcd for $\text{C}_{31}\text{H}_{46}\text{N}_4\text{O}_6\text{Na}$ 593.3315, found 593.3318.

N4-[(1R)-2-[1-[(benzyloxy)methyl]-3-(4-fluoroanilino)-2,3-dioxopropyl]amino]-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (72)

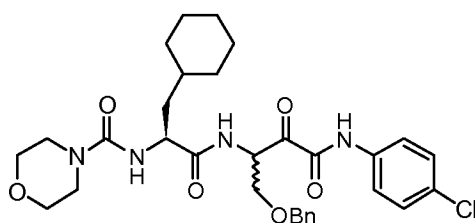


72

^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 8.60 (s, 1H), 7.57-7.54 (m, 2H), 7.24-7.16 (m, 5H), 7.05 (t, $J = 7.8$ Hz, 2H), 6.95 (d, $J = 6.8$ Hz,

1H), 5.57-5.53 (m, 1H), 4.90-4.85 (m, 1H), 4.50-4.39 (m, 3H), 4.25-4.22 (m, 1H), 3.82 (dd, $J = 9.7, 3.3$ Hz, 1H), 3.66-3.61 (m, 4H), 3.34-3.33 (m, 4H), 1.78-1.65 (m, 8H), 1.53-1.46 (m, 1H), 1.40-1.30 (m, 1H), 1.23-1.14 (m, 1H), 1.00-0.84 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 193.9, 173.2, 157.4, 157.3, 156.4, 137.1, 132.1, 128.4, 127.9, 127.7, 127.6, 121.7, 121.6, 116.1, 115.9, 73.4, 69.5, 69.4, 66.4, 55.4, 55.3, 52.1, 51.9, 44.1, 44.0, 40.5, 34.2, 34.1, 33.6, 32.9, 26.4, 26.2, 26.1; HRESIMS calcd for $\text{C}_{31}\text{H}_{39}\text{N}_4\text{O}_6\text{NaF}$ 605.2751, found 605.2768.

***N*4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(4-chloroanilino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (71)**



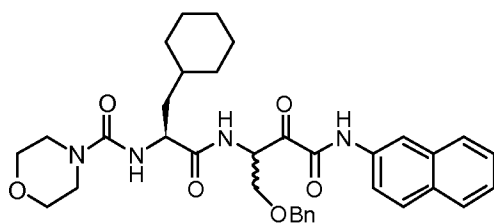
71

10

^1H NMR (CDCl_3 , 400 MHz, mixture of two diastereomers) δ 8.80 and 8.77 (s, 1H), 7.55-7.50 (m, 2H), 7.41 (d, $J = 7.5$ Hz, 0.4H), 7.31-7.26 (m, 2H), 7.23-7.15 (m, 5H), 5.57-5.51 (m, 1H), 5.11 and 5.10 (d, $J = 5.2$ and 5.3 Hz, 1H), 4.56-4.36 (m, 3H), 4.22-4.17 (m, 1H), 3.81-3.77 (m, 1H), 3.62-3.58 (m, 4H), 3.37-3.27 (m, 4H), 2.02-1.60 (m, 7H), 1.53-1.46 (m, 1H), 1.37-1.28 (m, 1H), 1.25-1.06 (m, 2H), 0.97-0.83 (m, 2H); ^{13}C NMR (CDCl_3 , 100 MHz, mixture of two diastereomers) δ 193.8, 173.5, 157.5, 157.3, 156.7, 156.6, 137.0, 134.7, 130.5, 129.2, 128.4, 127.9, 127.7, 127.6, 121.3, 121.2, 73.4, 69.5, 69.4, 66.4, 55.3, 55.2, 52.1, 51.9, 44.1, 44.0, 40.3, 40.0, 34.2, 34.1, 33.5, 32.8, 26.4, 26.1, 26.0; HRESIMS calcd for $\text{C}_{31}\text{H}_{39}\text{N}_4\text{O}_6\text{NaCl}$ 621.2456, found 621.2444.

20

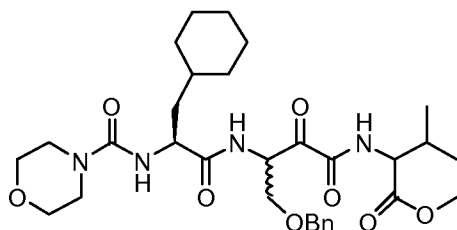
***N*4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(5,8-dihydro-2-naphthalenylamino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (76)**



76

¹H NMR (CDCl₃, 400 MHz) δ 8.77 (s, 1H), 8.28 (d, *J* = 1.8 Hz, 1H), 7.83-7.76 (m, 3H), 7.51-7.41 (m, 3H), 7.22-7.17 (m, 5H), 5.61 (ddd, *J* = 7.6, 3.4, 1.7 Hz, 1H), 4.88 (d, *J* = 8.1 Hz, 1H), 4.54-4.49 (m, 1H), 4.46 (d, *J* = 5.5 Hz, 1H), 4.29 (dd, *J* = 9.8, 3.7 Hz, 1H), 3.85 (d, *J* = 9.8, 3.3 Hz, 1H), 3.68-3.63 (m, 4H), 3.38-3.31 (m, 4H), 1.79-1.61 (m, 7H), 1.54-1.46 (m, 1H), 1.35-1.31 (m, 1H), 1.23-1.10 (m, 2H), 0.99-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.1, 173.6, 173.5, 157.5, 157.4, 156.9, 156.8, 137.1, 137.0, 133.5, 131.1, 129.0, 128.9, 128.4, 127.8, 127.7, 127.6, 127.5, 126.7, 126.6, 126.5, 119.5, 119.4, 117.4, 117.3, 73.4, 73.3, 69.7, 69.5, 66.4, 55.4, 55.3, 52.1, 52.0, 44.1, 44.0, 40.3, 40.0, 34.2, 34.1, 33.6, 33.5, 32.8, 32.7, 26.4, 26.1, 26.0; HRESIMS calcd for C₃₅H₄₂N₄O₆Na 637.3002, found 637.3004.

Methyl 2-[4-(benzyloxy)-3-((2*R*)-3-cyclohexyl-2-[(morpholinocarbonyl)amino]propanoylamino)-2-oxobutanoyl]amino-3-methylbutanoate (69)

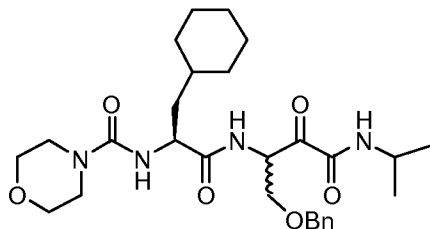


69

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.35-7.30 (m, 1H), 7.27-7.26 (m, 1H), 7.23-7.15 (m, 3H), 5.47-5.41 (m, 1H), 5.11 (s, 1H), 4.46-4.35 (m, 3H), 4.19 and 4.12 (ddd and dd, *J* = 9.7, 3.5, 2.3 and 9.8, 3.7 Hz, 1H), 3.76-3.73 (m, 1H), 3.71 and 3.70 (s, 3H), 3.66-3.57 (m, 4H), 3.40-3.18 (m, 4H), 2.23-2.12 (m, 1H), 1.74-1.44 (m, 7H), 1.38-1.04 (m, 4H), 0.97-0.82 (m, 8H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 193.0, 173.3, 171.0, 158.8, 158.7, 157.4, 137.1, 128.3, 127.8, 127.6, 127.5, 127.4, 73.3, 73.2, 69.8, 69.4, 66.3, 57.2, 57.1, 55.5, 52.3, 52.2, 52.1, 52.0, 44.0, 40.4, 39.8, 34.1, 34.0, 33.5, 32.7, 31.4, 31.3, 29.6, 26.3, 26.1,

26.0, 18.8, 17.7, 17.6 ; HRESIMS calcd for C₃₁H₄₆N₄O₈Na 625.3213, found 625.3222.

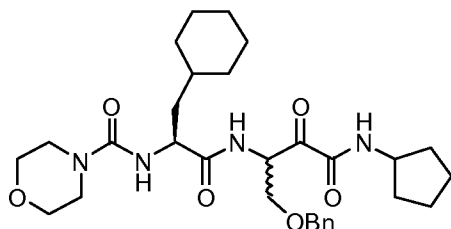
5 **N4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(isopropylamino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (63)**



63

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.31-7.21 (m, 3H), 7.20-7.15 (m, 2H), 6.80-6.78 (m, 1H), 5.48-5.43 (m, 1H), 5.22 (s, 1H), 4.47-4.34 (m, 3H), 4.17 and 4.16 (dd, *J* = 9.7, 3.1 and 9.6, 3.0 Hz, 1H), 4.02-3.95 (m, 1H), 3.76-3.68 (m, 1H), 3.60-3.59 (m, 4H), 3.35-3.27 (m, 4H), 1.74-1.45 (m, 7H), 1.38-1.31 (m, 1H), 1.25-1.05 (m, 3H), 1.15 and 1.14 (d, *J* = 6.2 and 6.5 Hz, 6H), 0.99-0.81 (m, 2H) ; ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.0, 173.4, 158.2, 158.0, 157.4, 157.3, 137.3, 128.3, 127.7, 127.5, 127.4, 73.3, 73.2, 69.6, 69.5, 66.3, 55.5, 55.4, 52.1, 52.0, 44.0, 41.6, 40.4, 40.0, 34.1, 34.0, 33.5, 32.8, 29.6, 26.3, 26.1, 26.0, 22.2; LRFABMS calcd for C₂₈H₄₃N₄O₆ 531.31, found 531.31.

15 **N4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(cyclopentylamino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (74)**

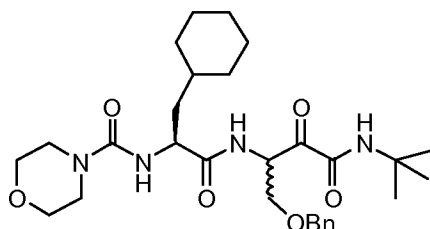


74

20 ¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.31-7.25 (m, 3H), 7.21-7.19 (m, 2H), 7.03 and 6.82 (d, *J* = 7.7 and 7.9 Hz, 1H), 6.78 (d, *J* = 7.4 Hz, 1H), 4.48-5.46 (m, 1H), 4.90 and 4.85 (d, *J* = 7.9 and 7.9 Hz, 1H), 4.49-4.39 (m, 1H), 4.21 (dd, *J* = 9.8, 3.4 Hz, 1H), 4.17-4.09 (m, 1H), 3.78 (dd, *J* = 9.7, 3.2 Hz, 1H), 3.66-

3.63 (m, 4H), 3.34-3.32 (m, 4H), 2.04-1.95 (m, 2H), 1.77-1.59 (m, 12H), 1.52-1.39 (m, 2H), 1.33-1.09 (m, 3H), 1.00-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 193.9, 173.4, 158.6, 158.4, 157.4, 157.3, 137.2, 128.2, 127.7, 127.4, 127.3, 73.2, 73.1, 69.6, 69.5, 66.4, 66.3, 55.4, 55.3, 52.1, 52.0, 51.0, 47.1, 44.0, 40.3, 39.9, 34.0, 33.9, 33.5, 32.6, 26.3, 26.0, 25.9, 23.6; LRFABMS calcd for C₃₀H₄₅N₄O₆ 557.33, found 557.33.

N4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(*tert*-butylamino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (64)



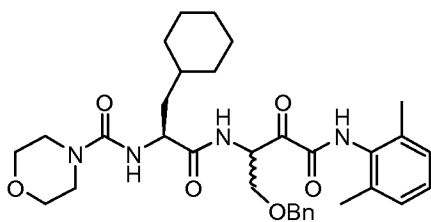
64

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.30-7.24 (m, 3H), 7.21-7.17 (m, 2H), 7.11 and 6.94 (d, *J* = 7.2 and 7.7 Hz, 1H), 6.69 (s, 1H), 5.48-5.43 (m, 1H), 5.08 and 5.04 (d, *J* = 8.0 and 8.0 Hz, 1H), 4.48-4.35 (m, 3H), 4.17 (dd, *J* = 9.7, 3.5 Hz, 1H), 3.75 and 3.73 (dd, *J* = 9.5, 3.4 and 9.4, 3.1 Hz, 1H), 3.65-3.57 (m, 4H), 3.36-3.26 (m, 4H), 1.76-1.58 (m, 6H), 1.51-1.43 (m, 1H), 1.33 and 1.32 (s, 9H), 1.29-1.07 (m, 4H), 0.97-0.83 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.5, 173.3, 158.2, 158.1, 157.3, 137.3, 128.3, 127.8, 127.5, 127.4, 73.3, 69.7, 66.4, 55.2, 52.1, 52.0, 51.5, 44.0, 34.1, 34.0, 33.5, 32.8, 28.2, 26.3, 26.1, 26.0; HRESIMS calcd for C₂₉H₄₄N₄O₆Na 567.3159, found 567.3156.

N4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(2,6-dimethylanilino)-2,3-

dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide

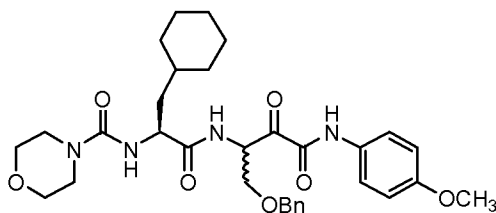
(78)



78

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.18 (s, 1H), 7.32-7.25 (m, 3H), 7.23-7.21 (m, 2H), 7.17 and 6.98 (d, *J* = 7.0 and 6.2 Hz, 1H), 7.13 and 7.11 (d, *J* = 6.2 and 6.1 Hz, 1H), 7.07-7.06 (m, 2H), 5.58-5.55 (m, 1H), 4.89 (d, *J* = 8.5 Hz, 1H), 4.52-4.43 (m, 3H), 4.31 and 4.29 (t, *J* = 3.5 and 3.6 Hz, 1H), 3.83 and 3.80 (dd, *J* = 3.1, 1.7 and 3.0, 1.6 Hz, 1H), 3.67-3.63 (m, 4H), 3.35-3.32 (m, 4H), 2.15 (s, 6H), 1.75-1.63 (m, 6H), 1.55-1.46 (m, 1H), 1.39-1.10 (m, 4H), 1.02-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.3, 194.1, 173.5, 157.5, 157.4, 157.2, 137.2, 135.0, 132.0, 128.3, 128.2, 127.8, 127.7, 127.4, 73.4, 70.1, 66.6, 66.3, 55.8, 55.7, 52.2, 52.0, 43.9, 43.9, 40.4, 40.1, 34.1, 34.0, 33.6, 33.5, 32.8, 32.7, 26.3, 26.1, 26.0, 18.2; HRESIMS calcd for C₃₃H₄₄N₄O₆Na 615.3159, found 615.3157.

N4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(4-methoxyanilino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (79)

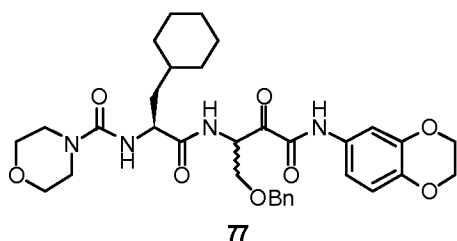


79

¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.56 (s, 1H), 7.51 and 7.50 (d, *J* = 9.0 and 9.1 Hz, 2H), 7.23-7.15 (m, 5H), 7.88 and 6.87 (d, *J* = 9.0 and 9.2 Hz, 2H), 5.58-5.55 (m, 1H), 5.95 (s, 1H), 4.52-4.39 (m, 3H), 4.26 and 4.24 (d, = 3.5 and 3.4 Hz, 1H), 3.83-3.81 (m, 1H), 3.79 (s, 3H), 3.68-3.61 (m, 4H), 3.34-3.33 (m, 4H), 1.78-1.62 (m, 6H), 1.51-1.46 (m, 1H), 1.38-1.11 (m, 4H), 1.00-0.84 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.2, 173.4, 157.5, 157.1, 156.3, 156.2, 137.1, 129.2, 128.4, 127.8, 127.6, 127.5, 121.6, 121.5, 114.3, 73.3, 69.6, 69.5, 66.4, 55.4, 55.1, 52.0, 44.1, 34.1, 34.0, 33.5, 32.8, 32.7, 26.3, 26.1, 26.0; HRFABMS calcd for C₃₂H₄₃N₄O₇ 595.3132, found 595.3134.

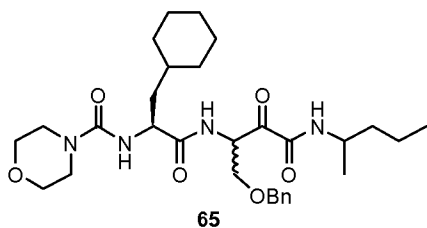
25

N4-[(1*R*)-2-[1-[(benzyloxy)methyl]-3-(4-methoxyanilino)-2,3-dioxopropyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (77)



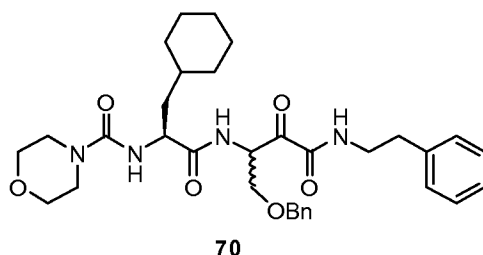
¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.52 (s, 1H), 7.26-7.18 (m, 6H), 7.00-6.97 (m, 2H), 6.82 and 6.81 (d, *J* = 8.7 and 8.7 Hz, 1H), 4.97 and 4.95 (d, *J* = 8.0 and 8.0 Hz, 1H), 4.50-4.38 (m, 3H), 4.23-4.21 (m, 5H), 3.81 and 3.79 (t, = 3.8 and 3.6 Hz, 1H), 3.64-3.62 (m, 4H), 3.33-3.32 (m, 4H), 1.79-1.61 (m, 6H), 1.53-1.45 (m, 1H), 1.38-1.34 (m, 1H), 1.29-1.08 (m, 3H), 0.99-0.85 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.1, 173.3, 157.4, 157.3, 156.3, 156.2, 143.6, 141.2, 137.2, 137.1, 129.8, 128.4, 127.9, 127.6, 127.5, 117.4, 113.5, 109.6, 73.4, 69.6, 69.5, 66.4, 64.4, 64.3, 55.4, 55.3, 52.1, 52.0, 44.1, 44.0, 40.4, 40.0, 34.2, 34.1, 33.5, 32.9, 32.8, 26.4, 26.1, 26.0; HRESIMS calcd for C₃₃H₄₂N₄O₈Na 645.2900, found 645.2886.

N4-[(1*R*)-2-(1-[(benzyloxy)methyl]-3-[(1-methylbutyl)amino]-2,3-dioxopropylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (65)



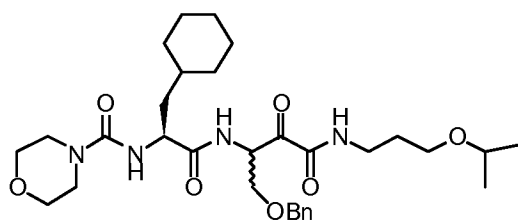
¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.31-7.26 (m, 3H), 7.20-7.18 (m, 3H), 7.04 and 6.84 (d, *J* = 7.5 and 7.6 Hz, 1H), 6.65 and 6.58 (d, *J* = 8.4 and 8.8 Hz, 1H), 5.51-5.46 (m, 1H), 4.92 and 4.88 (d, *J* = 7.6 and 8.5 Hz, 1H), 4.48-4.38 (m, 3H), 4.25-4.20 (m, 1H), 3.95-3.88 (m, 1H), 3.76 (dd, *J* = 9.8, 3.4 Hz, 1H), 3.65-3.61 (m, 4H), 3.34-3.32 (m, 4H), 1.78-1.54 (m, 7H), 1.52-1.06 (m, 10H), 1.00-0.82 (m, 6H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 194.1, 173.3, 158.3, 157.4, 157.3, 137.3, 128.3, 127.8, 127.5, 127.4, 73.3, 69.8, 66.4, 55.6, 55.5, 52.5, 52.1, 52.0, 45.3, 44.0, 40.5, 40.0, 38.6, 34.1, 34.0, 33.5, 32.8, 27.1, 26.3, 26.1, 26.0, 20.4, 19.1, 19.0, 13.7, 10.1; HRMS(ESI) calcd for C₃₀H₄₆N₄O₆Na 581.3315, found 581.3325.

***N*4-[(1*R*)-2-[1-[(benzyloxy)methyl]-2,3-dioxo-3-(phenethylamino)propyl]amino-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (70)**



¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.31-7.24 (m, 4H), 7.23-7.14 (m, 6H), 7.08 (d, *J* = 7.7 Hz, 0.4H), 6.96-6.89 (m, 1.6H), 5.49-5.45 (m, 1H), 4.94 and 4.90 (d, *J* = 7.9 and 8.0 Hz, 1H), 4.49-4.37 (m, 3H), 4.20 and 4.18 (d, *J* = 3.5, 2.5 and 3.5, 2.6 Hz, 1H), 3.78 and 3.76 (t, *J* = 3.0 and 3.0 Hz, 1H), 3.66-3.59 (m, 4H), 3.52 and 3.52 (dd, *J* = 13.5, 7.0 and 13.5, 7.0 Hz, 2H), 3.37-3.31 (m, 4H), 2.81 (t, *J* = 7.3 Hz, 2H), 1.77-1.60 (m, 6H), 1.51-1.43 (m, 1H), 1.36-1.27 (m, 1H), 1.25-1.10 (m, 3H), 0.98-0.86 (m, 2H); ¹³C NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ 193.7, 173.4, 159.0, 158.9, 157.4, 157.3, 138.0, 137.2, 128.6, 128.5, 128.3, 127.7, 127.5, 127.4, 126.6, 73.2, 69.6, 69.5, 66.5, 66.3, 55.5, 55.3, 52.0, 51.9, 47.1, 43.9, 40.4, 40.3, 39.9, 38.3, 35.2, 34.0, 33.9, 33.5, 32.7, 26.3, 26.1, 25.9; HRESIMS calcd for C₃₃H₄₄N₄O₆Na 615.3159, found 615.3149.

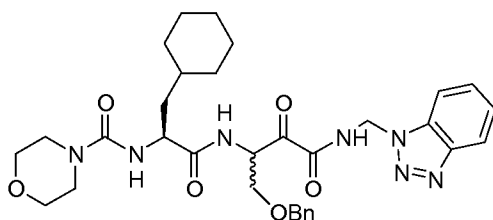
***N*4-[(1*R*)-2-(1-[(benzyloxy)methyl]-3-[(3-isopropoxypropyl)amino]-2,3-dioxopropylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-morpholinecarboxamide (68)**



¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 7.72 and 7.68 (t, *J* = 5.4 and 5.6 Hz, 1H), 7.30-7.22 (m, 3H), 7.20-7.18 (m, 2H), 7.06 and 6.89 (d, *J* = 7.8 and 7.8 Hz, 1H), 5.50-5.46 (m, 1H), 5.01 and 4.97 (d, *J* = 7.9 and 8.1 Hz, 1H), 4.48-4.38 (m, 3H), 4.19 (dd, *J* = 9.8, 3.5 Hz, 1H), 3.78 and 3.76 (t, *J* = 3.1 and 3.2 Hz, 1H), 3.69-3.62 (m, 4H), 3.56-3.49 (m, 3H), 3.40-3.32 (m, 6H), 1.79-1.58 (m, 8H),

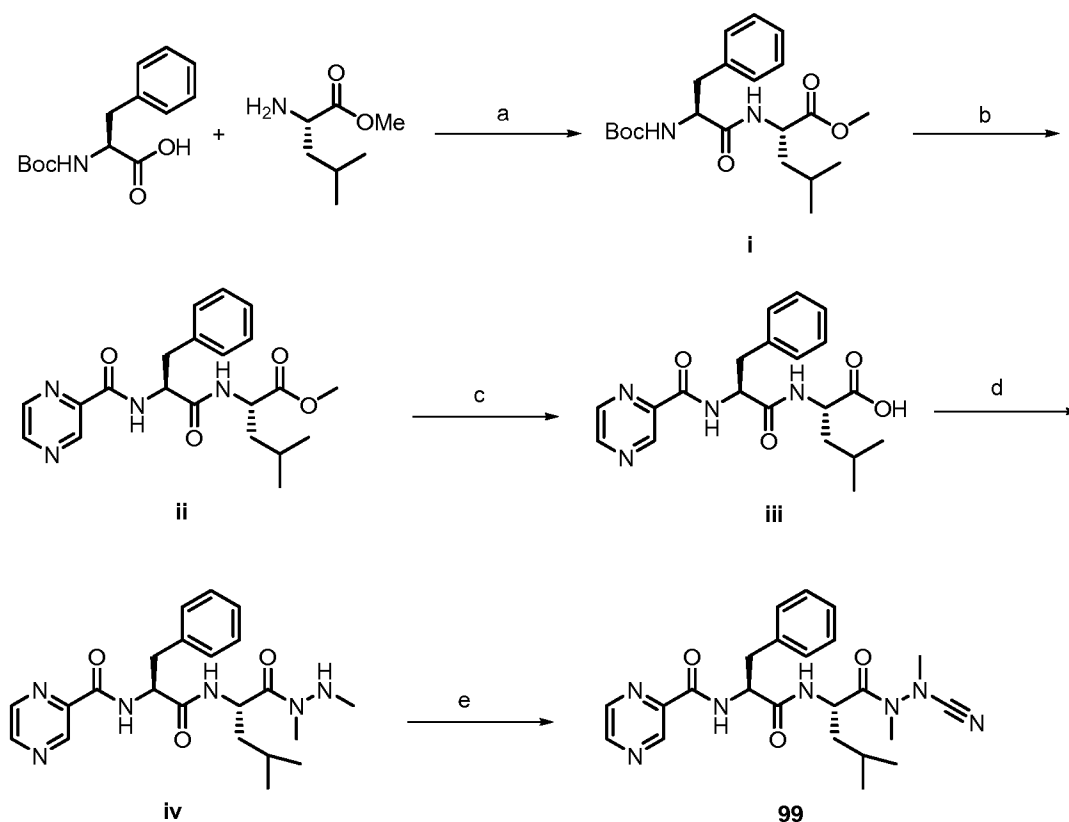
1.50-1.43 (m, 1H), 1.38-1.26 (m, 1H), 1.24-1.14 (m, 9H), 0.98-0.84 (m, 2H); ¹³C
 NMR (CDCl₃, 100 MHz, mixture of two diastereomers) δ193.6, 193.5, 173.4, 158.9,
 158.8, 157.4, 157.2, 137.3, 128.3, 127.7, 127.5, 127.4, 73.2, 71.9, 69.6, 69.5, 67.0,
 66.8, 66.6, 66.5, 66.4, 55.5, 55.4, 52.1, 52.0, 44.0, 40.4, 40.0, 38.5, 38.4, 34.1, 34.0,
 5 33.5, 33.4, 32.9, 32.7, 28.7, 28.6, 26.3, 26.1, 25.9; HRESIMS calcd for
 C₃₁H₄₈N₄O₇Na 611.3421, found 611.3422.

**N4-[(1R)-2-(3-[(1H-1,2,3-benzotriazol-1-ylmethyl)amino]-1-[(benzyloxy)methyl]-
 2,3-dioxopropylamino)-1-(cyclohexylmethyl)-2-oxoethyl]-4-
 morpholinecarboxamide (75)**

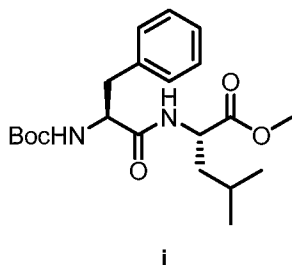


10 ¹H NMR (CDCl₃, 400 MHz, mixture of two diastereomers) δ 8.21-8.18 (m,
 1H), 8.02-8.00 (m, 1H), 7.80 (dd, J = 8.5, 0.6 Hz, 1H), 7.51-7.46 (m, 1H), 7.36 (t, J =
 7.8 Hz, 1H), 7.19-7.14 (m, 3H), 7.06-6.98 (m, 2H), 6.09 and 6.06 (d, J = 7.0 Hz, 2H),
 5.49-5.42 (m, 1H), 4.92 (d, J = 7.8 Hz, 1H), 4.51-4.40 (m, 1H), 4.30 and 4.29 (dd and
 15 s, J = 20.5, 12.0 Hz, 2H), 4.15-4.09 (m, 1H), 3.75 and 3.73 (dd, J = 5.2, 3.4 and 5.3,
 3.4 Hz, 1H), 3.67-3.58 (m, 4H), 3.37-3.28 (m, 4H), 1.66-1.52 (m, 7H), 1.46-1.37 (m,
 1H), 1.30-1.20 (m, 1H), 1.19-1.06 (m, 2H), 0.92-0.81 (m, 2H); ¹³C NMR (CDCl₃,
 100 MHz, mixture of two diastereomers) δ193.1, 173.7, 173.6, 159.9, 159.6, 157.5,
 157.3, 145.9, 136.9, 136.8, 132.3, 128.4, 128.3, 128.1, 127.8, 127.5, 127.4, 124.4,
 20 119.7, 110.4, 73.3, 69.5, 66.4, 55.5, 55.4, 52.0, 51.9, 50.5, 44.0, 40.2, 39.8, 34.1, 33.9,
 33.5, 33.4, 32.7, 32.6, 26.3, 26.1, 25.9; HRMS(FAB) calcd for C₃₂H₄₂N₇O₆
 620.3197, found 620.3194.

Compound 99 was synthesized as show below:



Methyl 2-(2-[(*tert*-butoxycarbonyl)amino]-3-phenylpropanoylamino)-4-methyl pentanoate (i)



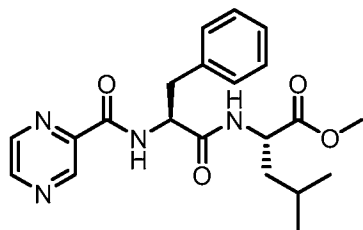
5

Boc-Phe-OH (2 g, 13.77 mmol), H-Leu-OMe (11g, 41.32 mmol), HOBt (5.58g, 41.32 mmol), and HBTU (15.67 g, 41.32 mmol) were dissolved in DMF (69 mL) and then DIPEA (7.2 mL, 41.32 mmol) was added under argon. The reaction was stirred for 8 hrs at room temperature. The reaction was extracted by EtOAc and wash with 5% NaHSO₃, sat. NaHCO₃ and brine. The organic layer was dried over Na₂SO₄, and concentrated by rotary evaporation. The crude was purified by chromatography (silica, 4/1 : Hexane/ EtOAc, R_f = 0.3) to give methyl 2-(2-[(*tert*-

10

butoxycarbonyl)amino]-3-phenylpropanoylamino)-4-methylpentanoate as white solid (4.5 g, 8%).

Methyl 4-methyl- 2-(3-phenyl-2-[(2-pyrazinylcarbonyl)amino]propanoylamino) pentanoate (ii)



ii

5

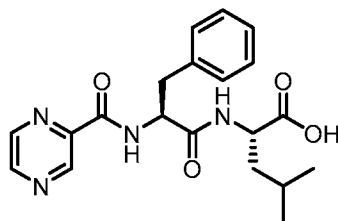
Methyl 2-(2-[(*tert*-butoxycarbonyl)amino]-3-phenylpropanoylamino)-4-methyl pentanoate (2.24 g, 5.69 mmol) was dissolved in 33% TFA in DCM. The solution was stirred for 2 h and then concentrated to remove TFA. 2-Pyrazinecarboxylic acid (1.06 g, 8.55 mmol) was dissolved in THF (43 mL) and then cooled to -10°C. *N*-Methylmorpholine (2.19 mL, 19.95 mmol) and isobutyl chloroformate (1.12 mL, 8.55 mmol) were added dropwise. After *N*-Methylmorpholine HCl salt was precipitated, the crude compound was dissolved in THF (29 mL). The solution was stirred for 2 h at r.t. The solution was extracted by EtOAc and washed with water, saturated sodium bicarbonate solution, and brine. The organic layer was dried over Na₂SO₄, filtered, and concentrated by rotary evaporation. Purification by chromatography (silica, 2/1 : Hexane/ EtOAc, R_f = 0.3) afforded methyl 4-methyl-2-(3-phenyl-2-[(2-pyrazinylcarbonyl)amino]propanoylamino)pentanoate (1.9 g, 90 %).

10

15

20

4-Methyl-2-(3-phenyl-2-[(2-pyrazinylcarbonyl)amino]propanoylamino) pentanoic acid (iii)

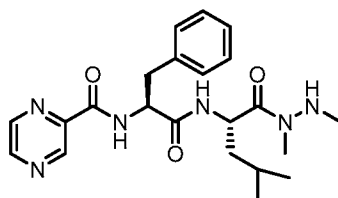


iii

Methyl 4-methyl- 2-(3-phenyl-2-[(2-pyrazinylcarbonyl)amino]propanoylamino) pentanoate (1.7 g, 4.27 mmol) was

dissolved in THF (21 mL). 1 M LiOH (21 mL) was added. The solution was stirred for 6 h and concentrated by rotary evaporation. The pH value of water layer was adjusted to 2 by using HCl aqueous solution. The solution was extracted by EtOAc and washed with water and brine. The organic layer was dried over Na₂SO₄, filtered, and concentrated by rotary evaporation to afford 4-methyl-2-(3-phenyl-2-[(2-pyrazinylcarbonyl)amino]propanoylamino) pentanoic acid as white solid (1.6 g, 97%).

***N*2-[1-benzyl-2-(1-[(1,2-dimethylhydrazino) carbonyl]-3-methylbutylamino)-2-oxoethyl]-2-pyrazinecarboxamide (iv)**



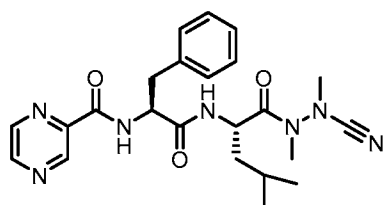
iv

10

4-Methyl-2-(3-phenyl-2-[(2-pyrazinylcarbonyl)amino]propanoylamino) pentanoic acid (200 mg, 0.52 mmol) was dissolved in THF (1.2 mL). *N*-Methylmorpholine (0.057 mL, 0.52 mmol) was added, and the resulting clear solution was cooled to -10°C. Isobutyl chloroformate (0.068 mL, 0.52 mmol) was added dropwise to cause *N*-Methylmorpholine HCl salt precipitation. *N,N'*-dimethylhydrazine hydrochloride salt (346 mg, 2.6 mmol) was dissolved in 3N NaOH (1.7 mL). The resulting mixture was added to the solution and stirred for 1 h. The solution was extracted by EtOAc, and washed with 5% NaHSO₃, saturated sodium bicarbonate solution, and brine. The organic layer was dried over Na₂SO₄, filtered, and concentrated by rotary evaporation. Purification by chromatography (silica, 20/1 : DCM/ MeOH, R_f = 0.3) afforded *N*2-[1-benzyl-2-(1-[(1,2-dimethylhydrazino) carbonyl]-3-methylbutylamino)-2-oxoethyl]-2-pyrazinecarboxamide as a pale yellow solid (197 mg, 89%).

25

***N*2-[1-benzyl-2-(1-[(2-cyano-1,2-dimethylhydrazino)carbonyl]-3-methylbutylamino)-2-oxoethyl]-2-pyrazinecarboxamide (99)**



99

*N*2-[1-benzyl-2-(1-[(1,2-dimethylhydrazino)carbonyl]-3-methylbutylamino)-2-oxoethyl]-2-pyrazinecarboxamide (100 mg, 0.23 mmol) and sodium acetate (53 mg, 0.64 mmol) were dissolved in methanol (1 mL). Cyanogen bromide (49 mg, 0.46 mmol) was added and the solution was stirred for 4 h. Methanol was concentrated by rotary evaporation. The pH value was adjusted (5% NaHSO₃) to 1-2. The solution was extracted by EtOAc, and washed with water and brine. The organic layer was dried over Na₂SO₄, filtered, and concentrated by rotary evaporation. Purification by chromatography (silica, 1/1 : Hexane/ EtOAc, R_f = 0.3) afforded *N*2-[1-benzyl-2-(1-[(2-cyano-1,2-dimethylhydrazino)carbonyl]-3-methylbutylamino)-2-oxoethyl]-2-pyrazinecarboxamide as pale yellow solid (67mg, 65%).

¹H NMR (CDCl₃, 400 MHz) δ 9.34 (d, *J* = 1.2 Hz, 1H), 8.73 (d, *J* = 2 Hz, 1H), 8.51 (dd, *J* = 2.0, 1.2 Hz, 1H), 7.28-7.10 (m, 5H), 5.00 (dd, *J* = 14.2, 7.6 Hz, 1H), 4.87 (dd, *J* = 14.4, 7.2 Hz, 1H), 3.21 (s, 3H), 3.17 (s, 3H), 3.09 (m, 2H), 1.59-1.40 (m, 3H), 0.92 (d, *J* = 6.4 Hz, 3H), 0.87 (d, *J* = 6.4 Hz, 3H); ¹³C NMR (CDCl₃, 75 MHz) δ 173.71, 170.68, 162.86, 147.49, 144.28, 143.76, 142.71, 136.06, 129.28, 128.52, 127.01, 113.40, 53.97, 47.74, 41.03, 40.84, 38.22, 30.41, 24.74, 23.02, 21.34; LRMSEI calcd for C₂₃H₂₉N₇O₃ 451.23, found 452.2 (M+1), 474.2 (M+23).

20 **BIOASSAYS**

Purification of Cathepsin S

Human cathepsin S was synthesized as a pre-proenzyme containing an N-terminal secretion signal, a pro-sequence region, and a mature polypeptide. In cells, the mature cathepsin S protein was generated by acid-activated autoprocessing of proenzyme where the 99-residue pro-sequence region was removed. To obtain recombinant cathepsin S, cDNA encoding procathepsin S (amino acids 17-331) was cloned into the vector pET23a and the protein with a His₆ tag (H) engineered at the C-terminus was expressed in *E. coli*. Recombinant procathepsin S (~35 kDa) was

abundantly recovered in the soluble fraction of total bacterial lysates as well as in the solubilized inclusion bodies. Following refolding, procathepsin S was added with acetic acid (pH 4.5), resulting in the generation of cathepsin S with a molecular mass of 24.6 kDa. The identity of cathepsin S was also confirmed by Western blotting with
5 human cathepsin S-specific polyclonal antibodies. The specific activity of recombinant cathepsin S was determined to be 0.26 U/mg by fluorometry using Z-VVR-AMC as a substrate.

Cathepsin S Assay

The activity of recombinant cathepsin S was measured using
10 benzyloxycarbonyl- valine-valine-arginine-7-amido-4-methylcoumarin (Z-VVR-AMC) as the substrate. The assay mixture consisted of 50 mM MES buffer (pH 6.5), 1 mM DTT, 2.5 mM EDTA, 5 μ M substrate and 50 nM enzyme solution in a total volume of 200 μ l. The release of the fluorophore AMC from the synthetic peptide substrate Z-VVR-AMC was then monitored. Fluorescence intensity of AMC was
15 measured continuously at 37 °C using a spectrophotometer (model LS55, Perkin Elmer instruments) with excitation and emission settings of 370 nm and 460 nm, respectively. A microplate-based screening procedure was used to identify potential cathepsin S inhibitors. Test compounds were dissolved in dimethyl sulfoxide (DMSO) to a final concentration of 100 μ M and incubated with recombinant activated enzyme
20 at 37 °C for 10 min before initiating the reaction with the addition of substrate Z-VVR-AMC as previously described. For IC₅₀ determination, the test compounds were 2-fold serially diluted and added to the assay mixture and AMC fluorescence intensities were measured. IC₅₀ was calculated using GraphPad Prism software.

Compounds 1-99 were tested and exhibited inhibitory activity. Some of them,
25 e.g., compounds 1-56, 62-79, and 99, had IC₅₀ values lower than 50 nm.

Growth Inhibition Assay

Logarithmic phase cells were seeded in a 96-well plate and incubated
30 overnight prior to addition of the designated compounds. After incubation with different concentrations of the tested compounds for three generative times, cells were incubated with medium containing 0.4 mg/mL 3-(4, 5-dimethylthiazol-2-yl)-2,5-

diphenyl tetrazolium bromide (MTT) for 2 hours. The conversion of MTT to formazan by metabolically viable cells was measured by the absorbance at 570 nm in a 96-well microtiter plate reader. The percentage conversion by mock-treated control cells was used to evaluate the effect of the chemicals on cell growth and to determine the concentration that inhibited 50% of growth (GI₅₀).

Cancer cells migration assay

The cancer cell migration assay was performed in 96-well-MultiScreen-MIC plates (Millipore) with 8 µm-pore-sized polycarbonate membrane. Briefly, highly-metastatic human lung adenocarcinoma CL1-5 cells were placed onto the upper chamber (2×10⁴ cells/well) with tested compounds in complete medium (RPMI 1640 medium containing 1% FBS) and only medium placed onto the lower chamber. The chamber culture was incubated for 24 h at 37°C and, then, the non-migrated cells were washed off the upper surface of the membrane. The migrated cells on the bottom side were dissociated with Cell Detachment Buffer (Chemicon, Inc.), lysed and stained for nucleic acids with CyQuant GR dye (Molecular Probes). The signal intensities were measured using a fluorescence reader (VICTORTIM 1420 Multilabel Counter, Wallac) at excitation wavelength of 485 nm and emission wavelength of 535 nm (1sec). The result was presented as the average values from three independent experiments performed in duplicates.

Compounds 1-4, 7, 10, 14, 16, 21-25, 30, 36, 43, 45, 49, 56, 62, 64, 66, 67, and 70-72 inhibited CL-15 cell migration by 25% or more.

Similarly, Compounds 1 and 118 were tested against human A2058 melanoma cells and pancreatic cancer cells. Compound 1 effectively inhibited migratory and invasive abilities of A2058 melanoma cells and Compound 118 effectively inhibited migratory and invasive abilities of pancreatic cancer cells.

HUVECs migration assay

HUVECs migration was determined using an *in vitro* wound healing assay. Briefly, HUVECs were placed into 6-well gelatin-coated plates (3×10⁵ cells/well) and allowed to grow into a confluent cell monolayer for 24 hours. A wound was created by scraping the confluent cell monolayer with a pipette tip to create an empty space. After washing with PBS to remove floating cells, medium containing 1% FBS and 20 ng/ml VEGF was added with various concentrations of

tested compounds. After 24-hour incubation, cell migration was quantified by counting the number of cells migrating from the wound edge into the empty space. The viability of HUVECs was determined by MTT assay in duplicated wells.

Compounds 2-4, 9, 16, 21-25, 27, 28, 30, 36, 43, 45, and 48 inhibited
5 HUVECs migration by 25% or more.

In vivo assay

BALB/cAnN-Foxn1nu/CrINarl female mice were inoculated with A2058 melanoma cells. On day 7, 12 mice were treated i.v. with Compound 1 in DMSO (mg/kg) and 8 mice were treated with DMSO as control. The treatment was
10 continued for 72 days. The mice were sacrificed and their lungs were weighted.

The lung weights of the compound-treated mice were significantly lower than those of the non-compound-treated mice (0.471 g vs. 0.671 g). This indicates that Compound 1 effectively inhibited cancer growth in A2058 inoculated mice.

15

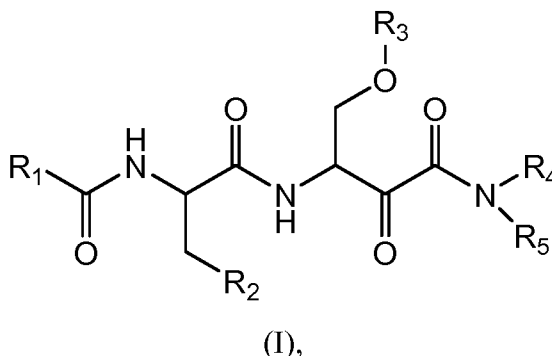
OTHER EMBODIMENTS

All of the features disclosed in this specification may be combined in any combination. Each feature disclosed in this specification may be replaced by an alternative feature serving the same, equivalent, or similar purpose. Thus, unless expressly stated otherwise, each feature disclosed is only an example of a generic
20 series of equivalent or similar features.

From the above description, one skilled in the art can easily ascertain the essential characteristics of the present invention, and without departing from the spirit and scope thereof, can make various changes and modifications of the invention to adapt it to various usages and conditions. Thus, other embodiments are also within
25 the scope of the following claims.

WHAT IS CLAIMED IS:

1. A compound of formula (I):



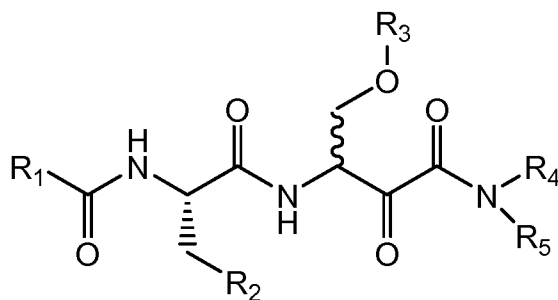
wherein

R_1 is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, OR_a , SR_a , NR_aR_b , $N(R_a)C(O)R_b$, $N(R_a)C(O)OR_b$, $C(O)R_a$, $COOR_a$, $OC(O)R_a$, $C(S)R_a$, $C(O)NR_aR_b$, $C(S)NR_aR_b$, $N(R_a)C(S)R_b$, or $N(R_a)N(R_b)C(O)R_c$, in which each of R_a , R_b , and R_c , independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_a and R_b together with the nitrogen atom or nitrogen atoms to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl;

each of R_2 and R_3 , independently, is H, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, or alkyl optionally substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl; and

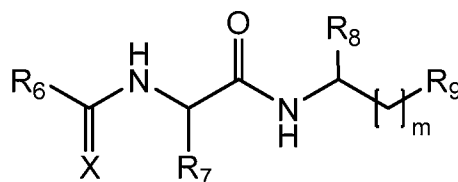
each of R_4 and R_5 , independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_4 and R_5 together with the nitrogen atom to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl.

2. The compound of claim 1, wherein the compound is of the following formula:



3. The compound of claim 2, wherein R_2 is cycloalkyl or aryl.
4. The compound of claim 3, wherein R_2 is cyclohexyl or phenyl.
5. The compound of claim 4, wherein R_3 is alkyl optionally substituted with cycloalkyl, heterocycloalkyl, aryl, or heteroaryl.
6. The compound of claim 5, wherein R_3 is benzyl.
7. The compound of claim 6, wherein one of R_4 and R_5 is H and the other of R_4 and R_5 is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or alkyl optionally substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, OR_d , $C(O)R_d$, $COOR_d$, or $OC(O)R_d$, in which R_d is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl.
8. The compound of claim 7, wherein the other of R_4 and R_5 is alkyl optionally substituted with aryl or $COOR_d$, or phenyl optionally substituted with halo or fused with heterocycloalkyl.
9. The compound of claim 2, wherein the compound is 1-79.

10. A compound of formula (II):



(II),

wherein

m is 0, 1, 2, or 3;

X is O or S;

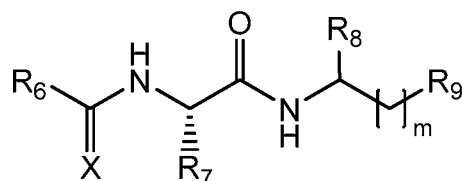
R₆ is cycloalkyl, cycloalkenyl, heteroaryl, or NR_aR_b, each of R_a and R_b, independently, being H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl;

R₇ is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, or alkyl substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl;

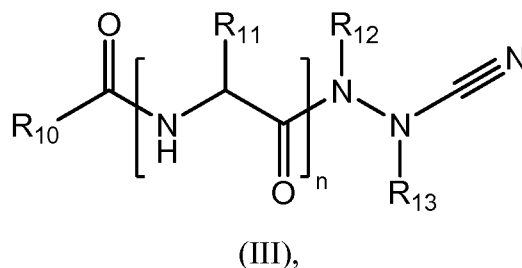
R₈ is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, and

R₉ is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, OR_c, CN, CONR_cR_d, CON(R_c)NR_dR_e, C=NNR_dR_e, N(R_c)NR_dR_e, or alkenyl substituted with COOR_c, in which each of R_c and R_d, independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_c and R_d together with the nitrogen atom or nitrogen atoms to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl, and R_e is CN, C(O)R_f, C(S)R_f, C(O)NR_fR_g, C(S)NR_fR_g, each of R_f and R_g, independently, being H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_f and R_g together with the nitrogen atom to which they are attached forming heterocycloalkyl, heterocycloalkenyl, or heteroaryl.

11. The compound of claim 10, wherein the compound is of the following formula:



12. The compound of claim 11, wherein R_6 is heteroaryl.
13. The compound of claim 11, wherein the R_9 is $\text{CON}(R_c)\text{NR}_dR_e$ or CONR_cR_d .
14. The compound of claim 13, wherein R_6 is pyrazinyl.
15. A compound of formula (III):

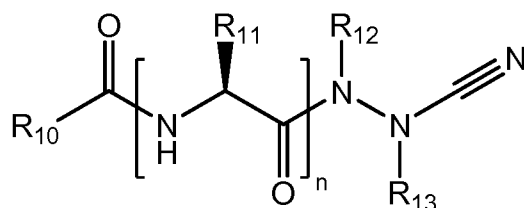


wherein

- n is 1, 2, or 3;
- R_{10} is aryl, heteroaryl, alkoxy, aryloxy, or heteroaryloxy;
- R_{11} is cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, heteroaryl, or alkyl substituted with cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl; and
- each of R_{12} and R_{13} , independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl when R_{10} is alkoxy; or each of R_{12} and R_{13} , independently, is H, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, heterocycloalkyl, heterocycloalkenyl, aryl, or heteroaryl, or R_{12} and R_{13}

together with the nitrogen atoms to which they are attached form heterocycloalkyl, heterocycloalkenyl, or heteroaryl when R₁₀ is aryl, heteroaryl, aryloxy, or heteroaryloxy.

16. The compound of claim 15, wherein the compound is of the following formula:



17. A method for treating cancer, comprising administering to a subject in need thereof an effective amount of a compound of claim 2.

18. A method for treating cancer, comprising administering to a subject in need thereof an effective amount of a compound of claim 11.

19. A method for treating cancer, comprising administering to a subject in need thereof an effective amount of a compound of claim 16.

20. A pharmaceutical composition, comprising a pharmaceutically acceptable carrier and a compound of claim 2.

21. A pharmaceutical composition, comprising a pharmaceutically acceptable carrier and a compound of claim 11.

22. A pharmaceutical composition, comprising a pharmaceutically acceptable carrier and a compound of claim 16.