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(54) **Titre : COMPOSES AMIDES DESTINES AU TRAITEMENT DU VIH**
(54) **Title: AMIDE COMPOUNDS FOR THE TREATMENT OF HIV**

(57) **Abrégé/Abstract:**

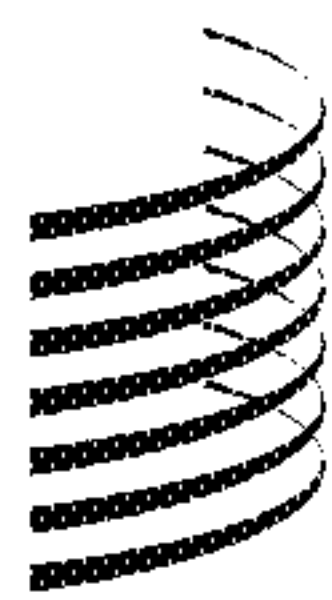
Compounds of formula (I) or salts thereof are disclosed. Also disclosed are pharmaceutical compositions comprising a compound of formula I, processes for preparing compounds of formula I, intermediates useful for preparing compounds of formula I and therapeutic methods for treating a Retroviridae viral infection including an infection caused by the HIV virus.

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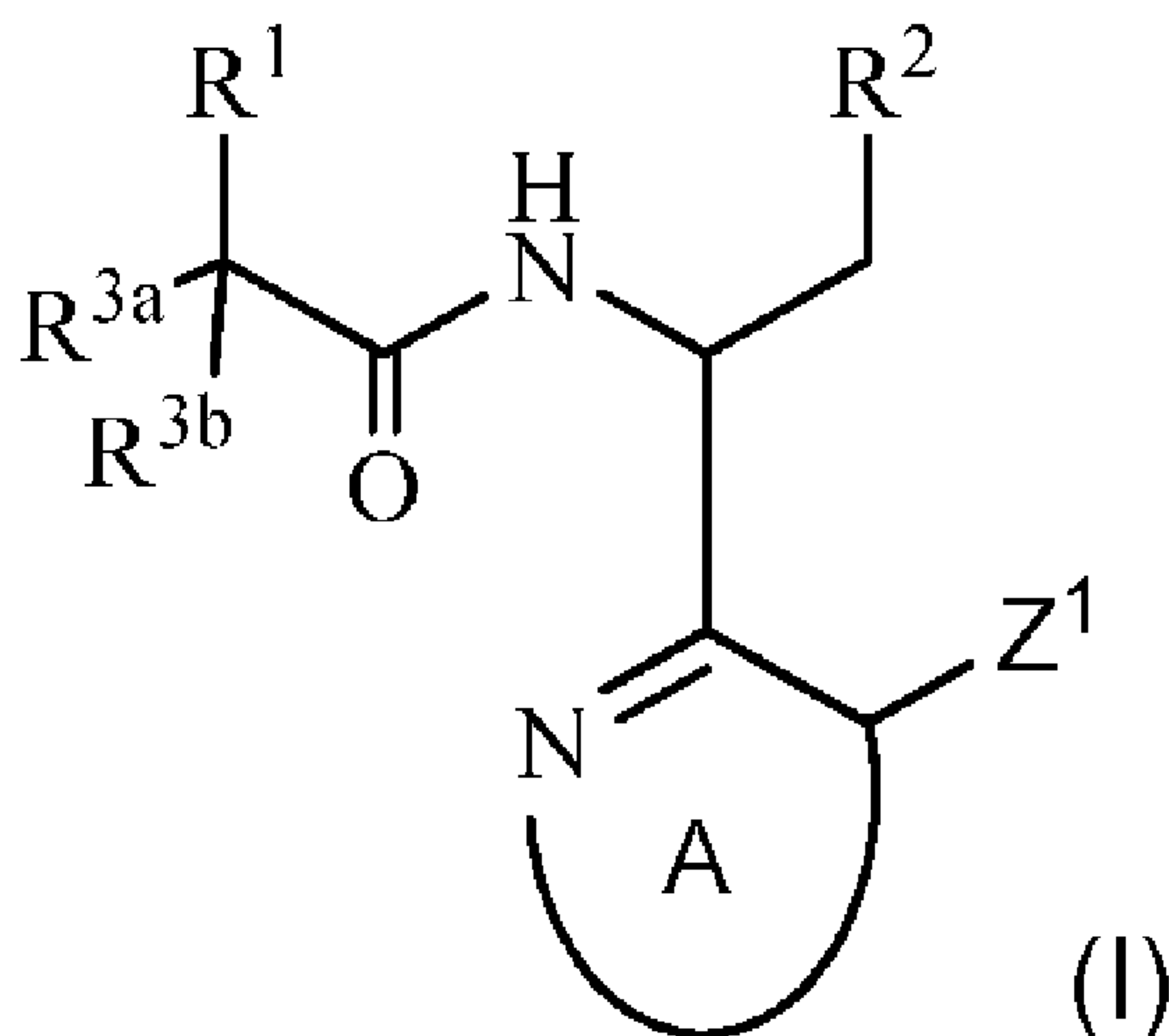
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(54) Title: AMIDE COMPOUNDS FOR THE TREATMENT OF HIV



(57) Abstract: Compounds of formula (I) or salts thereof are disclosed. Also disclosed are pharmaceutical compositions comprising a compound of formula I, processes for preparing compounds of formula I, intermediates useful for preparing compounds of formula I and therapeutic methods for treating a Retroviridae viral infection including an infection caused by the HIV virus.

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JUMBO APPLICATIONS / PATENTS

**THIS SECTION OF THE APPLICATION / PATENT CONTAINS MORE
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AMIDE COMPOUNDS FOR THE TREATMENT OF HIV

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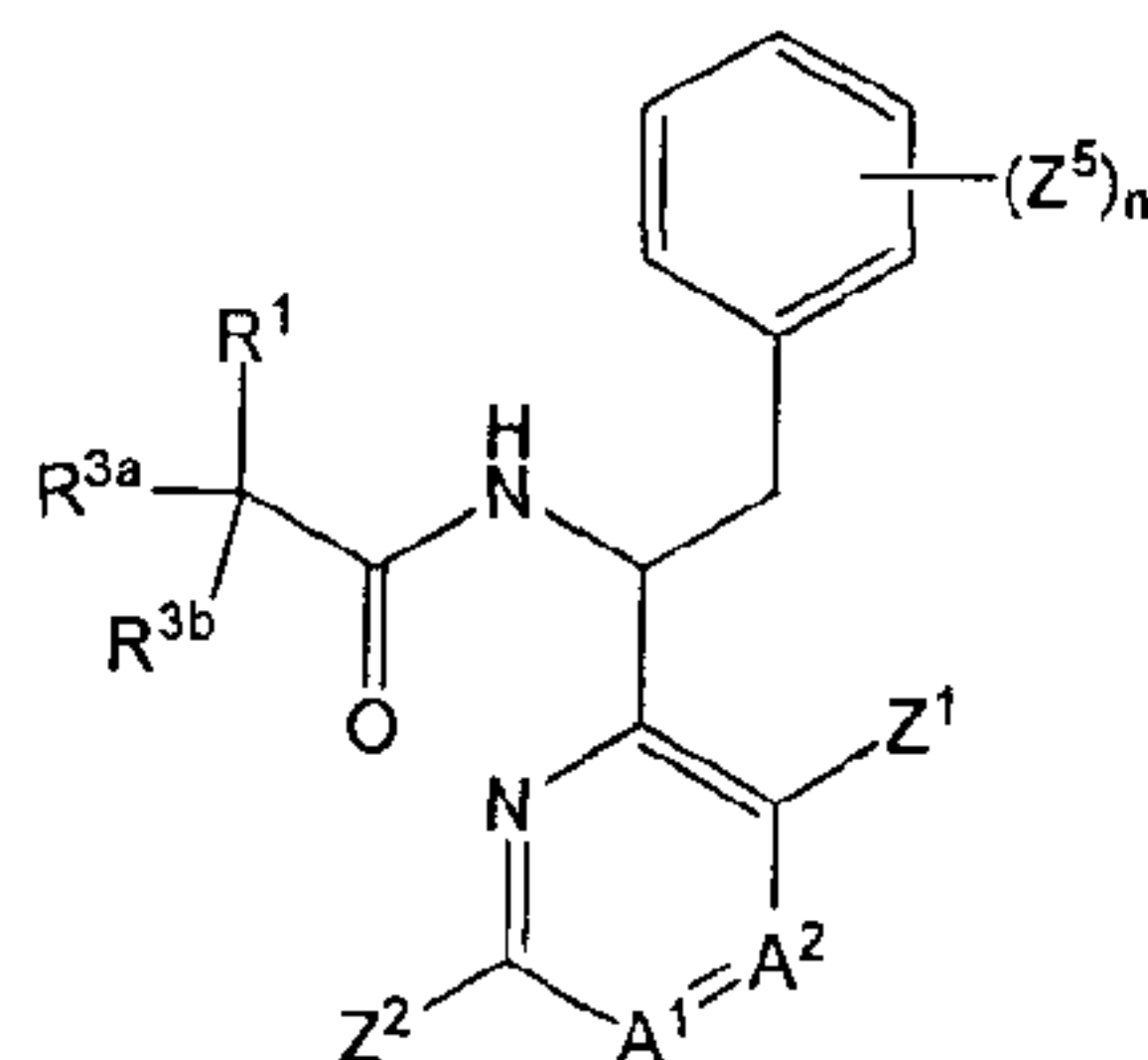
BACKGROUND

[0002] Positive-single stranded RNA viruses comprising the *Retroviridae* family include those of the subfamily *Orthoretrovirinae* and genera *Alpharetrovirus*, *Betaretrovirus*, *Gamaretrovirus*, *Deltaretrovirus*, *Epsilonretrovirus*, *Lentivirus*, and *Spumavirus* which cause many human and animal diseases. Among the *Lentivirus*, HIV-1 infection in humans leads to depletion of T helper cells and immune dysfunction, producing immunodeficiency and vulnerability to opportunistic infections. Treating HIV-1 infections with highly active antiretroviral therapies (HAART) has proven to be effective at reducing viral load and significantly delaying disease progression (Hammer, S.M., et al.; *JAMA* 2008, 300: 555-570). However, these treatments could lead to the emergence of HIV strains that are resistant to current therapies (Taiwo, B., *International Journal of Infectious Diseases* 2009, 13:552-559; Smith, R. J., et al., *Science* 2010, 327:697-701). Therefore, there is a pressing need to discover new antiretroviral agents that are active against emerging drug-resistant HIV variants.

SUMMARY

[0003] Provided herein are compounds and methods for the treatment of HIV (i.e., human immunodeficiency virus) infection.

[0004] One embodiment provides a compound of formula IIIId:



IIIId

wherein

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

each R^{3a} and R^{3b} is independently H or (C₁-C₃)alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered

heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, $-C(O)R^{n3}$, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups are the same or different, and wherein any (C₂-C₈)alkenyl or (C₂-C₈)alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each R^{n3} is independently H or (C₁-C₄)alkyl;

each R^{q3} and R^{r3} is independently H or (C₁-C₄)alkyl;

each Z^{2b} is independently oxo, (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl or (C₁-C₄)haloalkyl;

each Z^{2c} is independently oxo, halogen, $-CN$, $-OR^{n4}$, $-OC(O)R^{p4}$, $-OC(O)NR^{q4}R^{r4}$, $-SR^{n4}$, $-S(O)R^{p4}$, $-S(O)_2OH$, $-S(O)_2R^{p4}$, $-S(O)_2NR^{q4}R^{r4}$, $-NR^{q4}R^{r4}$, $-NR^{n4}COR^{p4}$, $-NR^{n4}CO_2R^{p4}$, $-NR^{n4}CONR^{q4}R^{r4}$, $-NR^{n4}S(O)_2R^{p4}$, $-NR^{n4}S(O)_2OR^{p4}$, $-NR^{n4}S(O)_2NR^{q4}R^{r4}$, $-NO_2$, $-C(O)R^{n4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$;

each R^{n4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each Z^3 is independently a (C_1-C_4) heteroalkyl;

each Z^4 is independently oxo, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, halogen, $-CN$, $-OR^{n5}$, $-NR^{q5}R^{r5}$, $-NR^{n5}COR^{p5}$, $-NR^{n5}CO_2R^{p5}$, $-C(O)R^{n5}$, $-C(O)OR^{n5}$, or $-C(O)NR^{q5}R^{r5}$, wherein any (C_3-C_7) carbocycle or (C_1-C_8) alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, $-CN$, or $-OR^{n6}$;

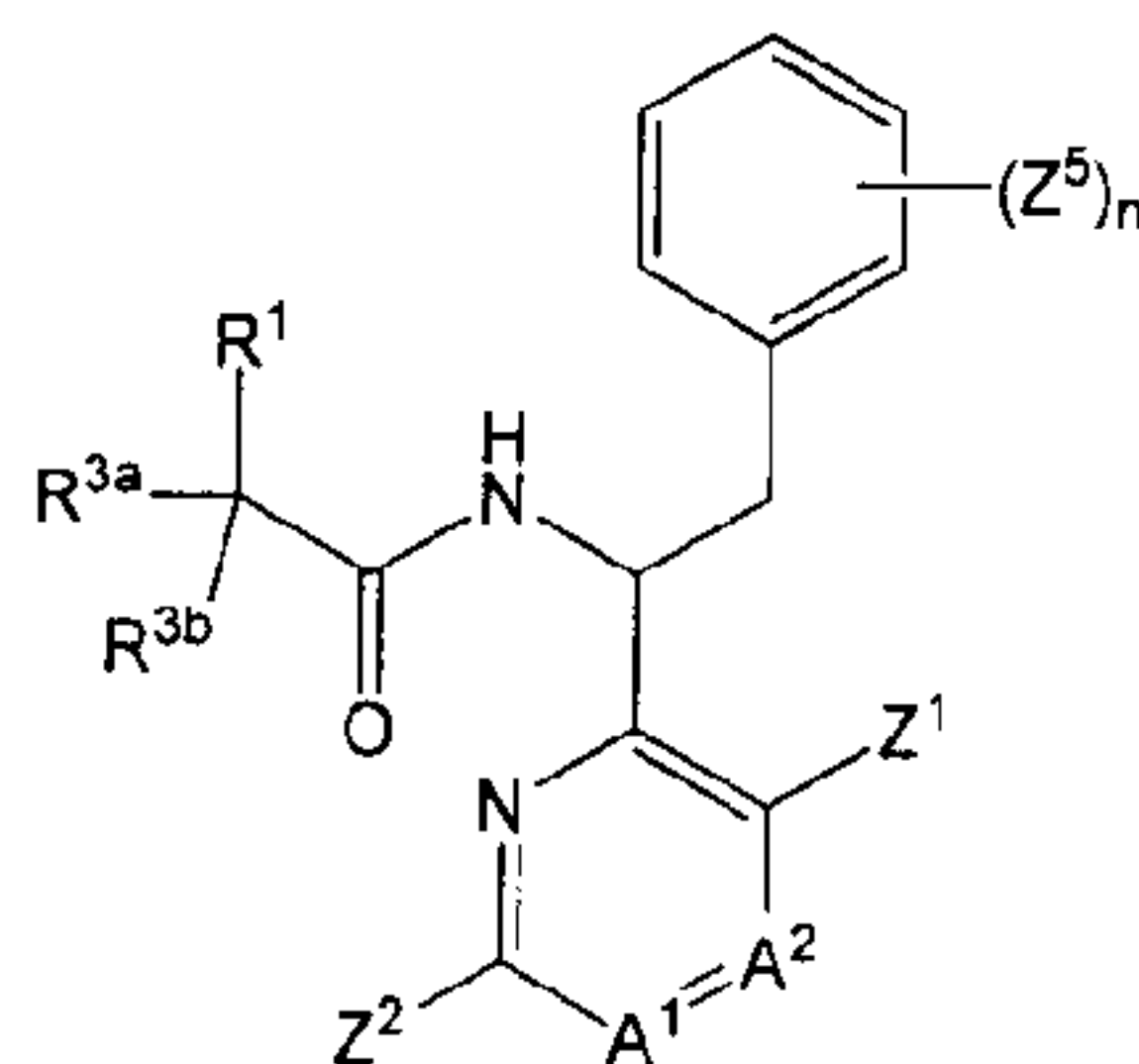
each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C_1-C_4) alkyl;

each Z^5 is independently halogen, which may be same or different; and

n is 0, 1, 2, or 3;

or a pharmaceutically acceptable salt thereof.

[0004a] One embodiment provides a compound of formula IIIId:



IIIId

wherein

A^1 is CH, $C-Z^3$, or nitrogen;

A^2 is CH or nitrogen;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

each R^{3a} and R^{3b} is independently H or (C_1-C_3) alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C_3-C_7) carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, $-CN$, $-OR^{n1}$, $-OC(O)R^{p1}$, $-OC(O)NR^{q1}R^{r1}$, $-SR^{n1}$, $-S(O)R^{p1}$, $-S(O)_2OH$, $-S(O)_2R^{p1}$, $-S(O)_2NR^{q1}R^{r1}$, $-NR^{q1}R^{r1}$, $-NR^{n1}COR^{p1}$, $-NR^{n1}CO_2R^{p1}$, $-NR^{n1}CONR^{q1}R^{r1}$, $-NR^{n1}S(O)_2R^{p1}$,

$-\text{NR}^{\text{n1}}\text{S}(\text{O})_2\text{OR}^{\text{p1}}$, $-\text{NR}^{\text{n1}}\text{S}(\text{O})_2\text{NR}^{\text{q1}}\text{R}^{\text{r1}}$, $-\text{C}(\text{O})\text{R}^{\text{n1}}$, $-\text{C}(\text{O})\text{OR}^{\text{n1}}$, $-\text{C}(\text{O})\text{NR}^{\text{q1}}\text{R}^{\text{r1}}$ and $-\text{S}(\text{O})_2\text{NR}^{\text{n1}}\text{COR}^{\text{p1}}$, wherein any $(\text{C}_3\text{-C}_7)$ carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently $(\text{C}_1\text{-C}_8)$ alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, $-\text{CN}$, $-\text{OH}$, $-\text{NH}_2$, $-\text{C}(\text{O})\text{NR}^{\text{q2}}\text{R}^{\text{r2}}$, or $(\text{C}_1\text{-C}_8)$ heteroalkyl;

each Z^{1d} is independently $(\text{C}_1\text{-C}_8)$ alkyl or $(\text{C}_1\text{-C}_8)$ haloalkyl;

each R^{n1} is independently H, $(\text{C}_1\text{-C}_8)$ alkyl, $(\text{C}_3\text{-C}_7)$ carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any $(\text{C}_3\text{-C}_7)$ carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any $(\text{C}_1\text{-C}_8)$ alkyl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently $(\text{C}_1\text{-C}_8)$ alkyl, $(\text{C}_3\text{-C}_7)$ carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any $(\text{C}_3\text{-C}_7)$ carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any $(\text{C}_1\text{-C}_8)$ alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, $(\text{C}_1\text{-C}_8)$ alkyl, $(\text{C}_3\text{-C}_7)$ carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any $(\text{C}_3\text{-C}_7)$ carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any $(\text{C}_1\text{-C}_8)$ alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, $(\text{C}_1\text{-C}_8)$ alkyl, $(\text{C}_3\text{-C}_7)$ carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is $(\text{C}_2\text{-C}_8)$ alkenyl or $(\text{C}_2\text{-C}_8)$ alkynyl which are optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Z^{2c} is independently oxo, halogen, $-\text{CN}$, $-\text{OR}^{n4}$, $-\text{OC}(\text{O})\text{R}^{p4}$, $-\text{OC}(\text{O})\text{NR}^{q4}\text{R}^{r4}$, $-\text{SR}^{n4}$, $-\text{S}(\text{O})\text{R}^{p4}$, $-\text{S}(\text{O})_2\text{OH}$, $-\text{S}(\text{O})_2\text{R}^{p4}$, $-\text{S}(\text{O})_2\text{NR}^{q4}\text{R}^{r4}$, $-\text{NR}^{q4}\text{R}^{r4}$, $-\text{NR}^{n4}\text{COR}^{p4}$, $-\text{NR}^{n4}\text{CO}_2\text{R}^{p4}$, $-\text{NR}^{n4}\text{CONR}^{q4}\text{R}^{r4}$, $-\text{NR}^{n4}\text{S}(\text{O})_2\text{R}^{p4}$, $-\text{NR}^{n4}\text{S}(\text{O})_2\text{OR}^{p4}$, $-\text{NR}^{n4}\text{S}(\text{O})_2\text{NR}^{q4}\text{R}^{r4}$, $-\text{NO}_2$, $-\text{C}(\text{O})\text{R}^{n4}$, $-\text{C}(\text{O})\text{OR}^{n4}$, or $-\text{C}(\text{O})\text{NR}^{q4}\text{R}^{r4}$;

each R^{n4} is independently H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, or $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$;

each R^{p4} is independently $(\text{C}_1\text{-C}_8)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, or $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$;

each R^{q4} and R^{r4} is independently H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, or $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$;

each Z^3 is independently a $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$;

each Z^4 is independently oxo, $(\text{C}_1\text{-C}_8)\text{alkyl}$, $(\text{C}_3\text{-C}_7)\text{carbocycle}$, halogen, $-\text{CN}$, $-\text{OR}^{n5}$, $-\text{NR}^{q5}\text{R}^{r5}$, $-\text{NR}^{n5}\text{COR}^{p5}$, $-\text{NR}^{n5}\text{CO}_2\text{R}^{p5}$, $-\text{C}(\text{O})\text{R}^{n5}$, $-\text{C}(\text{O})\text{OR}^{n5}$, or $-\text{C}(\text{O})\text{NR}^{q5}\text{R}^{r5}$, wherein any $(\text{C}_3\text{-C}_7)\text{carbocycle}$ or $(\text{C}_1\text{-C}_8)\text{alkyl}$ of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, $-\text{CN}$, or $-\text{OR}^{n6}$;

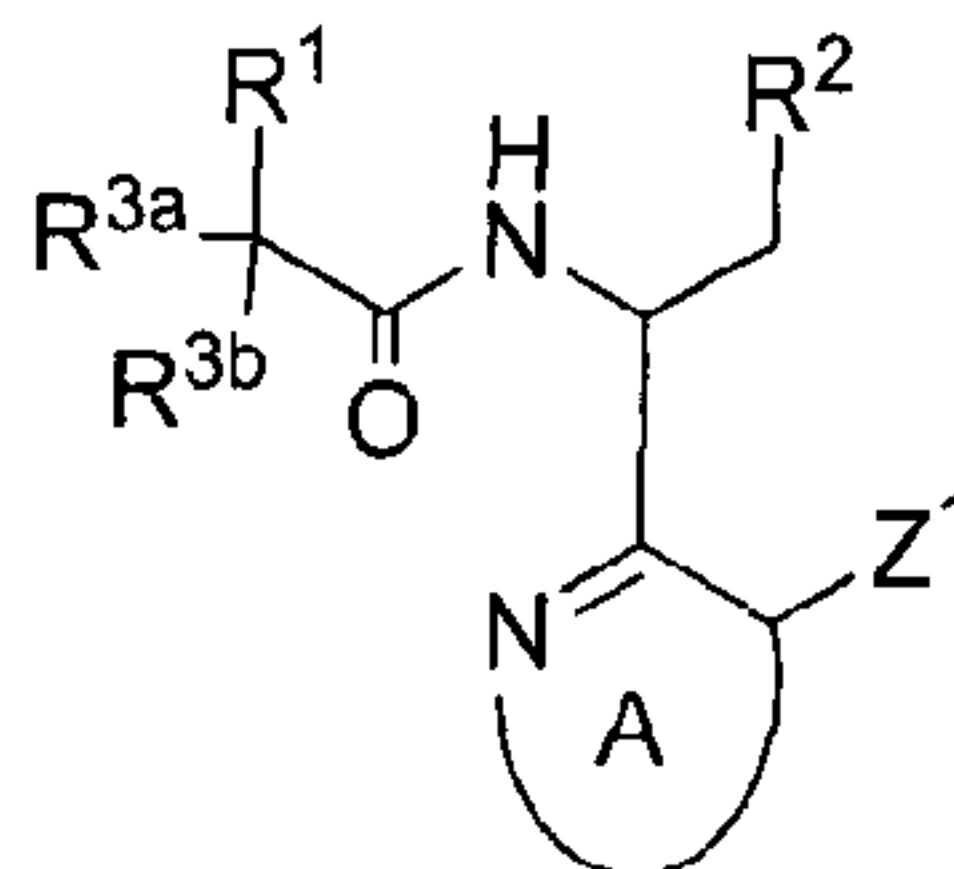
each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or $(\text{C}_1\text{-C}_4)\text{alkyl}$;

each Z^5 is independently halogen, which may be same or different; and

n is 0, 1, 2, or 3;

or a pharmaceutically acceptable salt thereof.

[0005] One embodiment provides a compound of formula III:



III

wherein

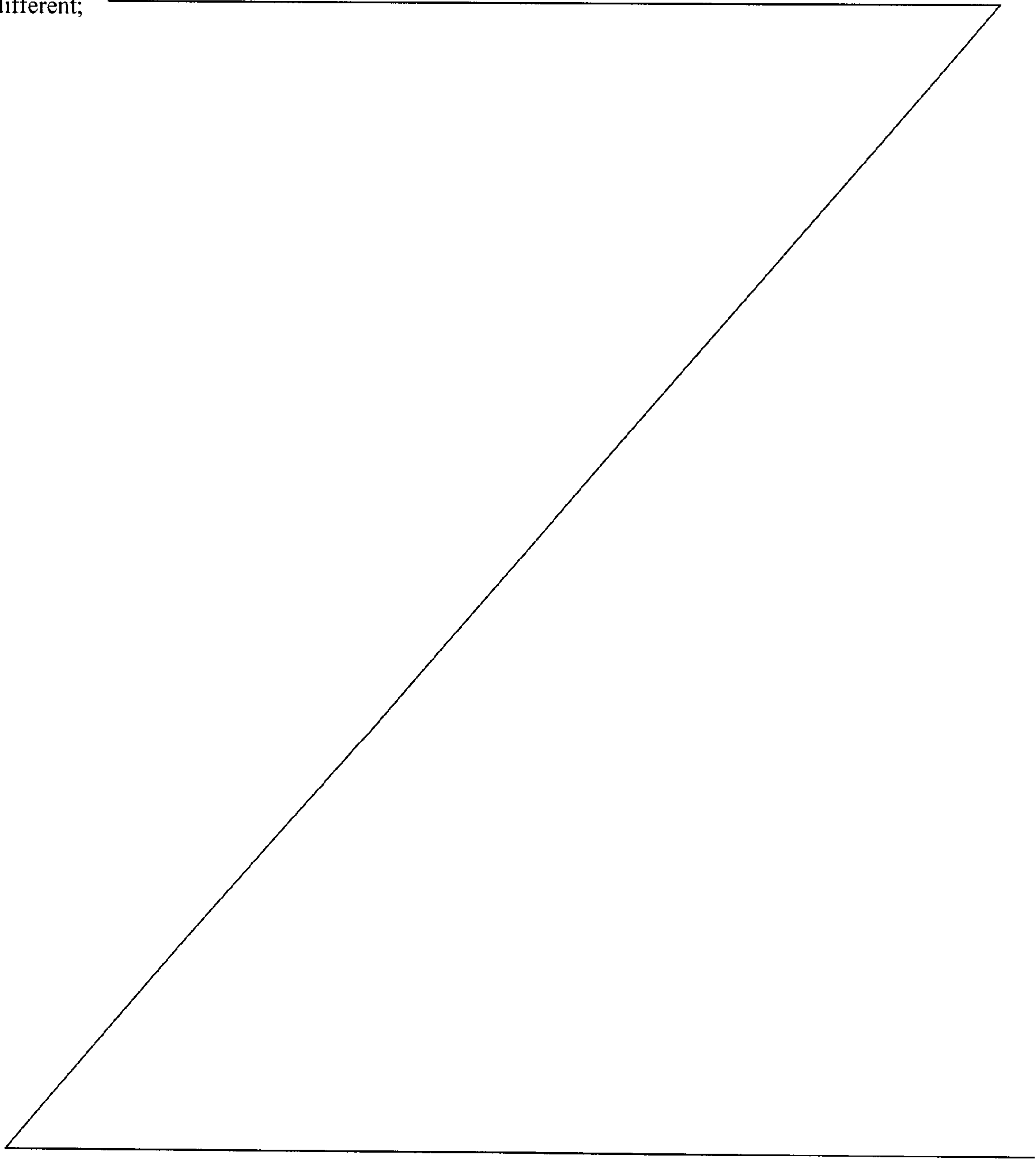
A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups, wherein the Z^3 groups are the same or different;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

R^2 is phenyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each R^{3a} and R^{3b} is independently H or (C_1-C_3) alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;



each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or

7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, $-C(O)R^{n3}$, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups are the same or different, and wherein any (C_2-C_8) alkenyl or (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each R^{n3} is independently H or (C_1-C_4) alkyl;

each R^{q3} and R^{r3} is independently H or (C_1-C_4) alkyl;

each Z^{2b} is independently oxo, (C_1-C_4) alkyl, (C_1-C_4) heteroalkyl, or (C_1-C_4) haloalkyl;

each Z^{2c} is independently oxo, halogen, $-CN$, $-OR^{n4}$, $-OC(O)R^{p4}$, $-OC(O)NR^{q4}R^{r4}$, $-SR^{n4}$, $-S(O)R^{p4}$, $-S(O)_2OH$, $-S(O)_2R^{p4}$, $-S(O)_2NR^{q4}R^{r4}$, $-NR^{q4}R^{r4}$, $-NR^{n4}COR^{p4}$, $-NR^{n4}CO_2R^{p4}$, $-NR^{n4}CONR^{q4}R^{r4}$, $-NR^{n4}S(O)_2R^{p4}$, $-NR^{n4}S(O)_2OR^{p4}$, $-NR^{n4}S(O)_2NR^{q4}R^{r4}$, $-NO_2$, $-C(O)R^{n4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$;

each R^{n4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{p4} is independently (C_1-C_8) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each Z^3 is independently a (C_1-C_4) heteroalkyl or halogen;

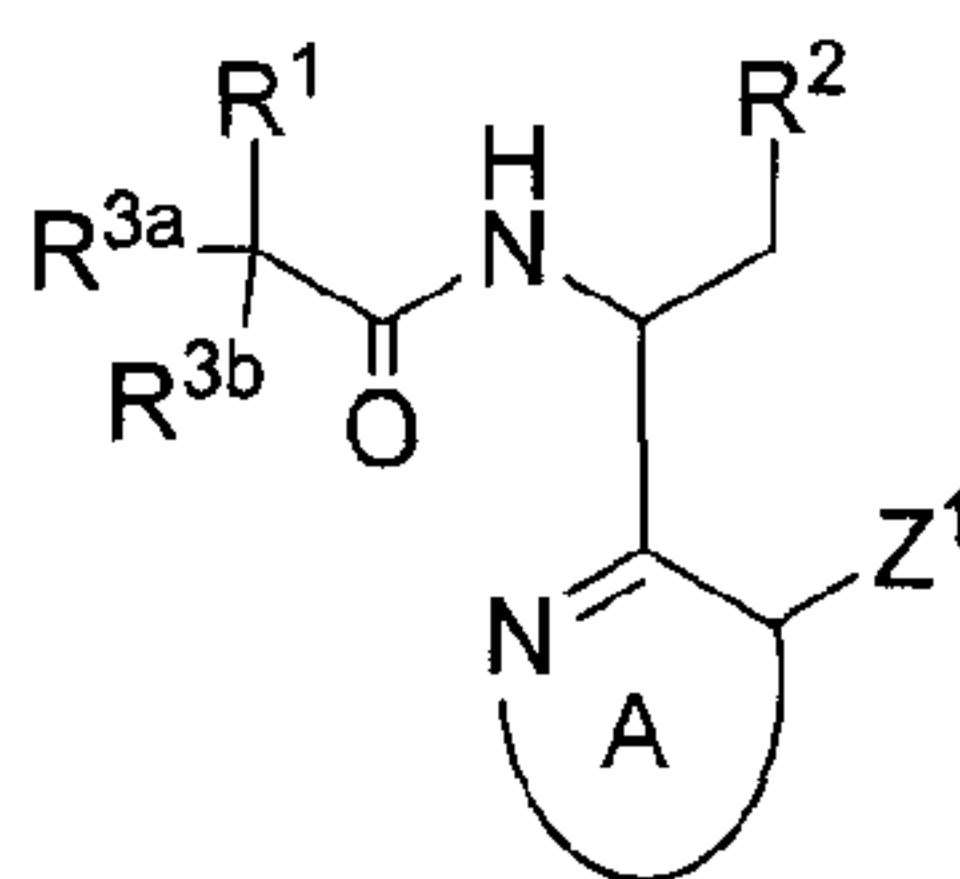
each Z^4 is independently oxo, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, halogen, $-CN$, $-OR^{n5}$, $-NR^{q5}R^{r5}$, $-NR^{n5}COR^{p5}$, $-NR^{n5}CO_2R^{p5}$, $-C(O)R^{n5}$, $-C(O)OR^{n5}$, or $-C(O)NR^{q5}R^{r5}$, wherein any (C_3-C_7) carbocycle or (C_1-C_8) alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, $-CN$, or $-OR^{n6}$; and

each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C_1-C_4) alkyl;

or a pharmaceutically acceptable salt thereof.

[0005a] One embodiment provides a compound of formula III:



III

wherein

A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups, wherein the Z^3 groups are the same or different;

R^1 is 6-membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

R^2 is phenyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each R^{3a} and R^{3b} is independently H or (C₁-C₃)alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂NR^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each R^{n1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered, or 5-6 membered monocyclic-heteroaryl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkenyl or (C_2-C_8) alkynyl which are optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, -NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴, or -C(O)NR^{q4}R^{r4};

each R^{n4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{p4} is independently (C_1-C_8) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each Z^3 is independently a (C_1-C_4) heteroalkyl or halogen;

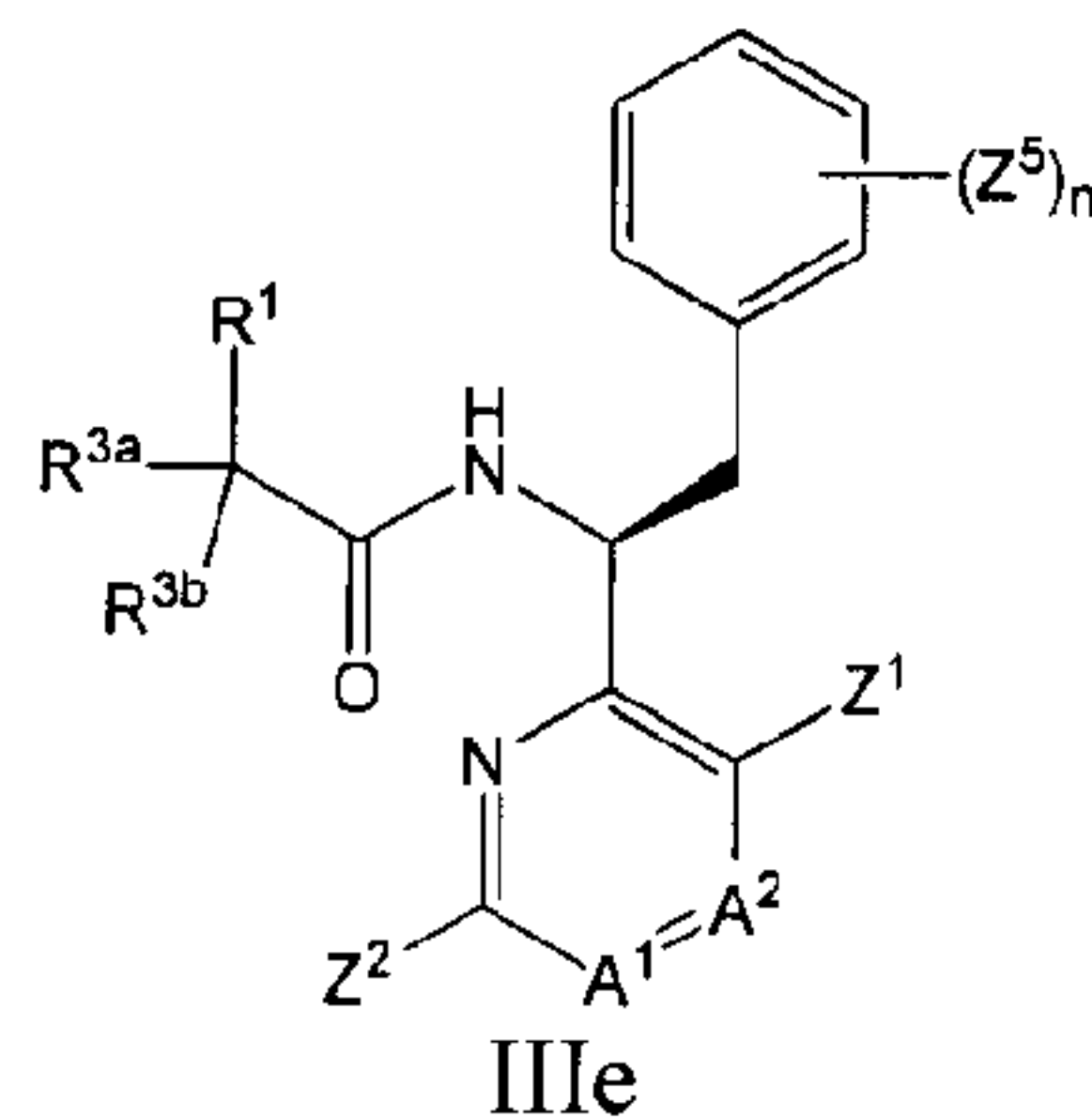
each Z^4 is independently oxo, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, halogen, $-CN$, $-OR^{n5}$, $-NR^{q5}R^{r5}$, $-NR^{n5}COR^{p5}$, $-NR^{n5}CO_2R^{p5}$, $-C(O)R^{n5}$, $-C(O)OR^{n5}$, or $-C(O)NR^{q5}R^{r5}$, wherein any (C_3-C_7) carbocycle or (C_1-C_8) alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, $-CN$, or $-OR^{n6}$; and

each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C_1-C_4) alkyl;

or a pharmaceutically acceptable salt thereof.

[0005b] One embodiment provides a compound of formula IIIe:

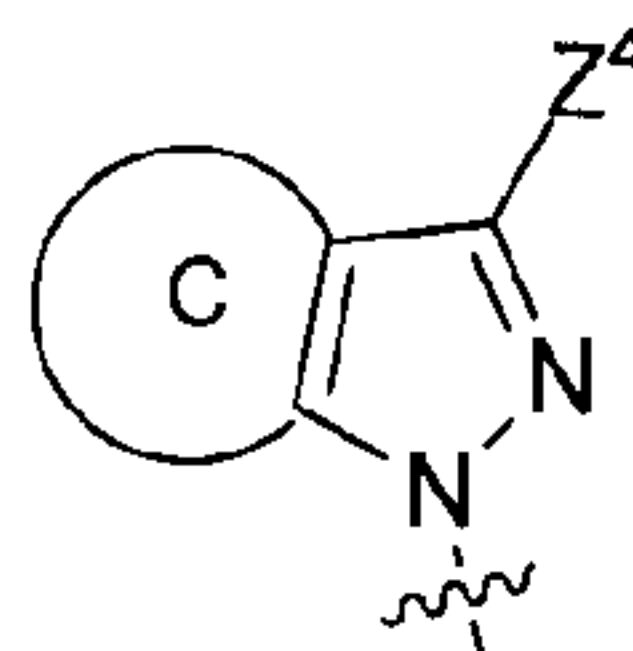


wherein

A^1 is CH;

A^2 is CH;

R^1 has the following formula:

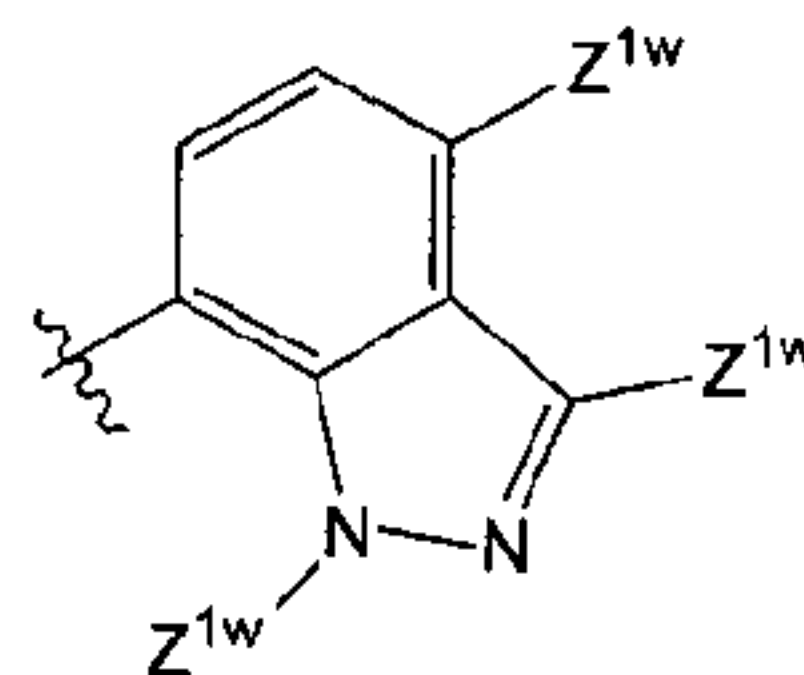


wherein:

C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle, wherein any 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle of C is optionally substituted with 1, 2, 3, or 4 Z^4 groups, wherein the Z^4 groups are the same or different;

R^{3a} and R^{3b} are each H;

Z^1 is



wherein each Z^{1w} is independently Z^{1a} , Z^{1b} , or H

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c}

groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkynyl, optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Z^{2c} is independently oxo, halogen, -CN, $-OR^{n4}$, $-OC(O)R^{p4}$, $-OC(O)NR^{q4}R^{r4}$, $-SR^{n4}$, $-S(O)R^{p4}$, $-S(O)_2OH$, $-S(O)_2R^{p4}$, $-S(O)_2NR^{q4}R^{r4}$, $-NR^{q4}R^{r4}$, $-NR^{n4}COR^{p4}$, $-NR^{n4}CO_2R^{p4}$, $-NR^{n4}CONR^{q4}R^{r4}$, $-NR^{n4}S(O)_2R^{p4}$, $-NR^{n4}S(O)_2OR^{p4}$, $-NR^{n4}S(O)_2NR^{q4}R^{r4}$, $-NO_2$, $-C(O)R^{n4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$;

each R^{n4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{p4} is independently (C_1-C_8) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each Z^4 is independently oxo, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, halogen, -CN, $-OR^{n5}$, $-NR^{q5}R^{r5}$, $-NR^{n5}COR^{p5}$, $-NR^{n5}CO_2R^{p5}$, $-C(O)R^{n5}$, $-C(O)OR^{n5}$, or $-C(O)NR^{q5}R^{r5}$, wherein any (C_3-C_7) carbocycle or (C_1-C_8) alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, -CN, or $-OR^{n6}$;

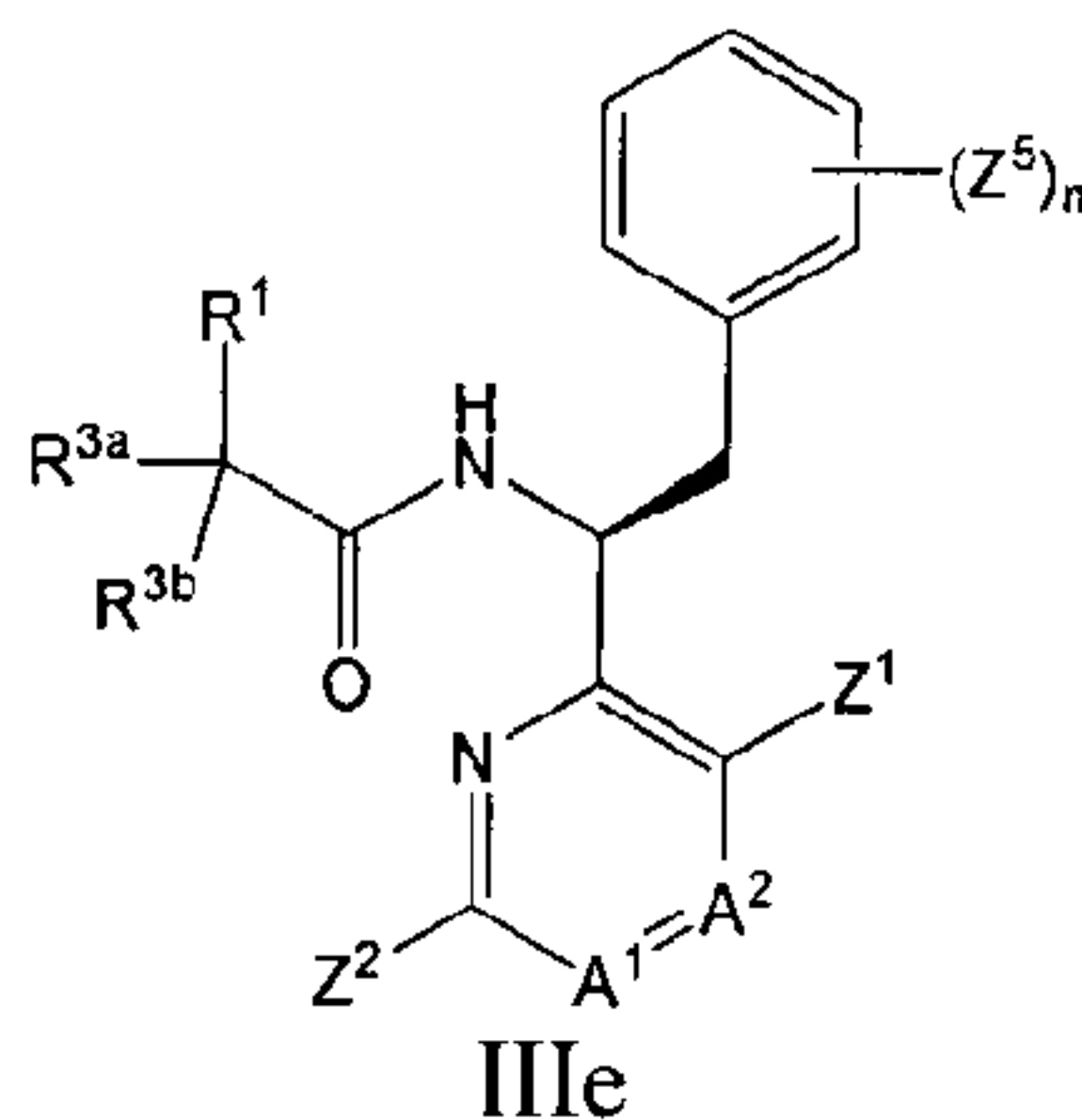
each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C_1-C_4) alkyl;

each Z^5 is independently halogen, which may be same or different; and

n is 0, 1, 2, or 3;

or a pharmaceutically acceptable salt thereof.

[0005c] One embodiment provides a compound of formula IIIe:

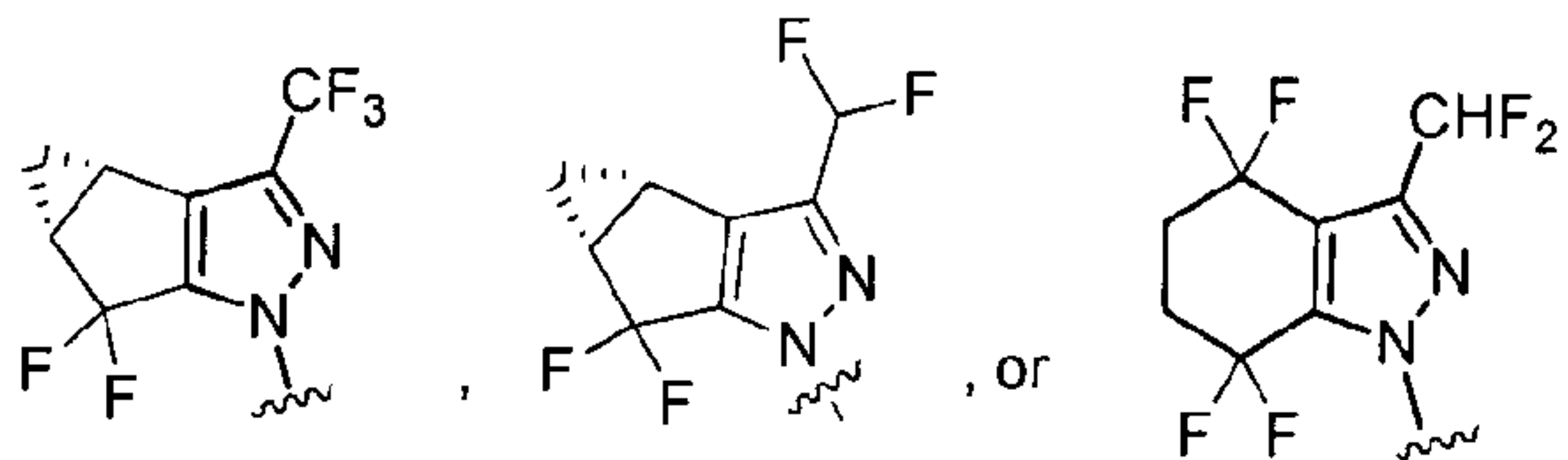


wherein

A^1 is CH;

A^2 is CH;

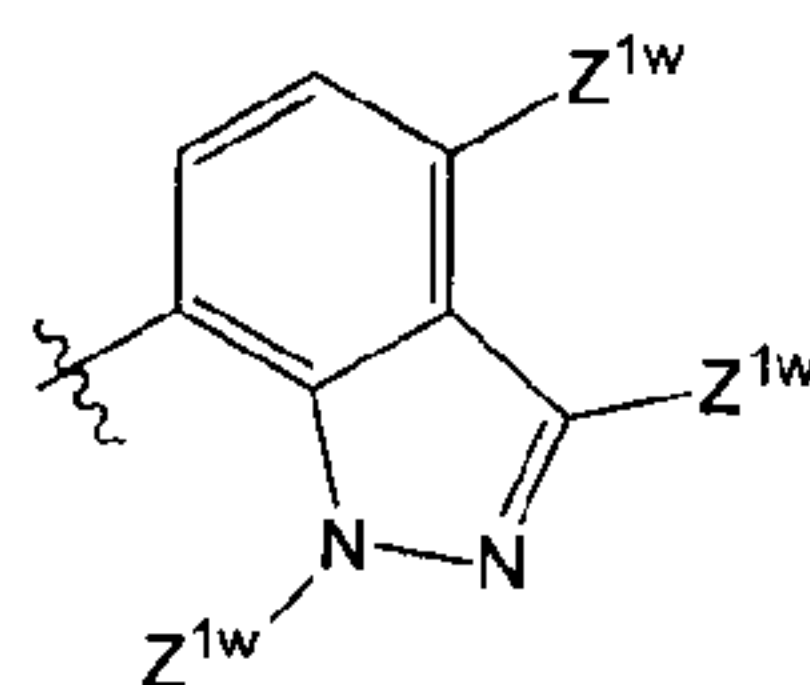
R^1 is:



;

R^{3a} and R^{3b} are each H;

Z^1 is



wherein each Z^{1w} is independently Z^{1a} , Z^{1b} , or H;

each Z^{1a} is independently halogen, -CN, -ORⁿ¹, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, or -NRⁿ¹CO₂R^{p1};

each Z^{1b} is independently (C₁-C₈alkyl), wherein the (C₁-C₈alkyl) is optionally substituted with 1, 2, or 3 halogen, which are the same or different; and at least one of Z^{1w} is Z^{1a} or Z^{1b}

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

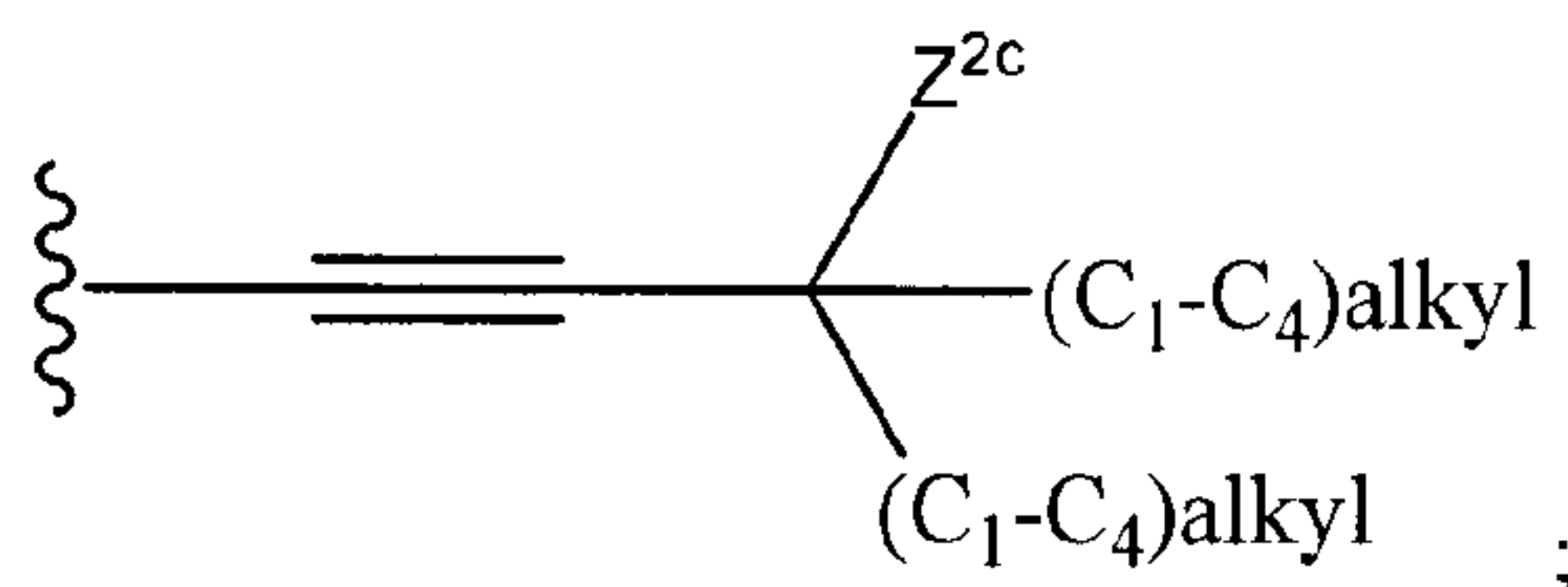
each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1}

is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is of the formula:



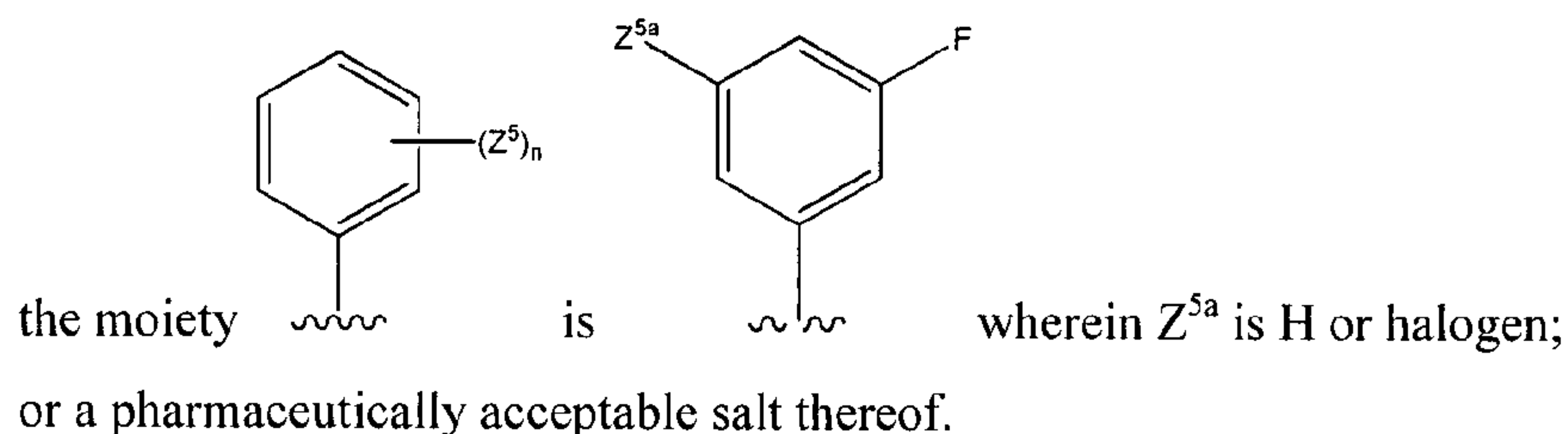
Z^{2c} is oxo, halogen, -CN, $-OR^{n4}$, $-OC(O)R^{p4}$, $-OC(O)NR^{q4}R^{r4}$, $-SR^{n4}$, $-S(O)R^{p4}$, $-S(O)_2OH$, $-S(O)_2R^{p4}$, $-S(O)_2NR^{q4}R^{r4}$, $-NR^{q4}R^{r4}$, $-NR^{n4}COR^{p4}$, $-NR^{n4}CO_2R^{p4}$, $-NR^{n4}CONR^{q4}R^{r4}$, $-NR^{n4}S(O)_2R^{p4}$, $-NR^{n4}S(O)_2OR^{p4}$, $-NR^{n4}S(O)_2NR^{q4}R^{r4}$, $-NO_2$, $-C(O)R^{n4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$;

each R^{n4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

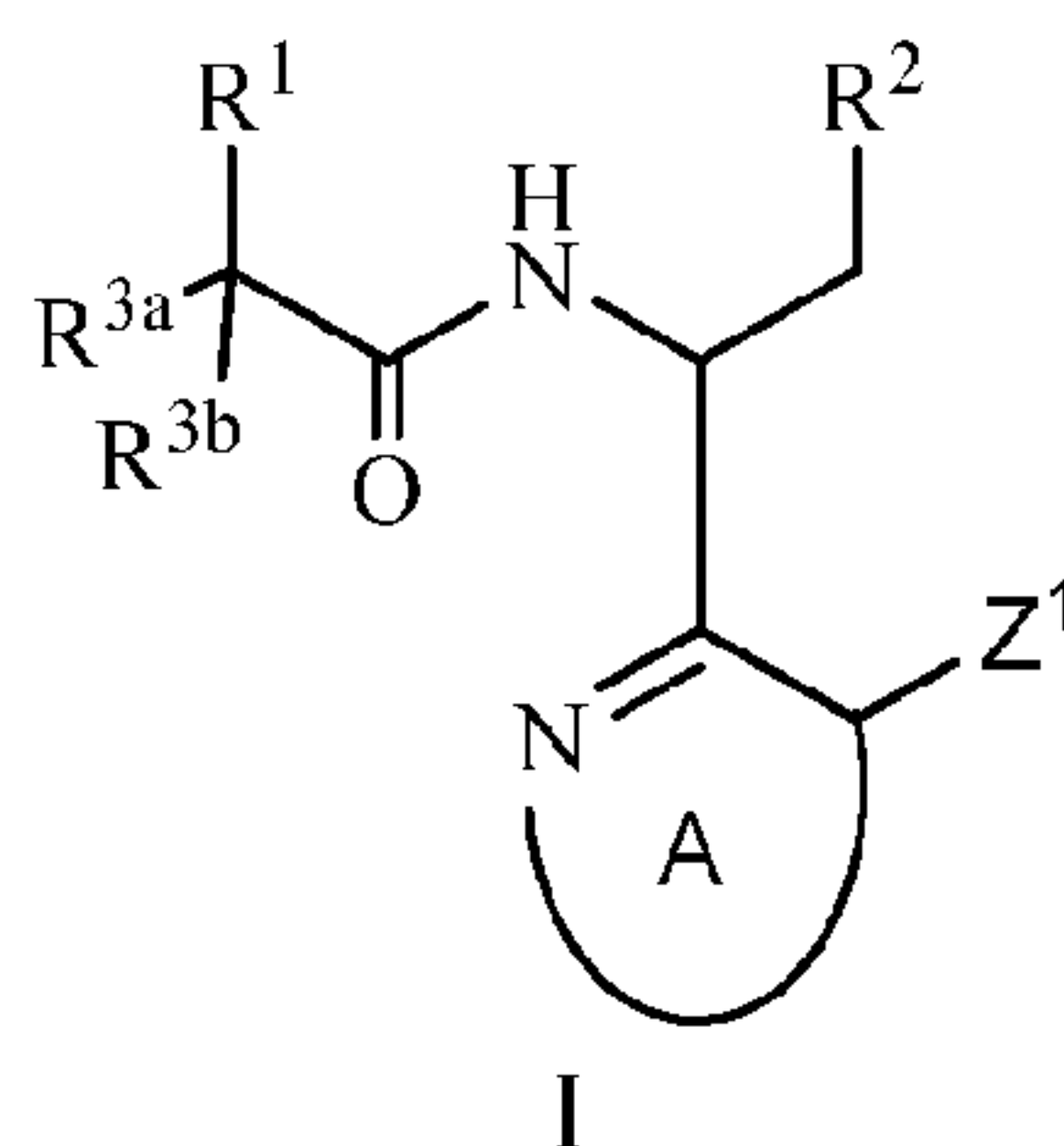
each R^{p4} is independently (C_1-C_8) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

and



[0006] One embodiment provides a compound of formula I



wherein:

A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with one or more (e.g., 1 or 2) Z^3 groups;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl or 3-12 membered heterocycle of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups;

R^2 is phenyl, 5-membered monocyclic-heteroaryl, 6-membered monocyclic-heteroaryl or (C₃-C₇)carbocycle, wherein any phenyl, 5-membered monocyclic-heteroaryl, 6-membered monocyclic-heteroaryl or (C₃-C₇)carbocycle of R^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^5 groups;

each R^{3a} and R^{3b} is independently selected from H, halogen, (C₁-C₃)alkyl and (C₁-C₃)haloalkyl, or R^{3a} is selected from H, (C₁-C₃)alkyl and (C₁-C₃)haloalkyl and R^{3b} is selected from -OH and -CN;

Z^1 is selected from 6-12 membered aryl, 5-14 membered heteroaryl and 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl and 3-14 membered heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} ;

each Z^{1a} is independently selected from (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, NO₂, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} or Z^{1d} groups;

each Z^{1b} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl, wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of Z^{1b} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} groups;

each Z^{1c} is independently selected from (C₃-C₇)carbocycle, phenyl, 5-6 membered monocyclic-heteroaryl, 3-7 membered heterocycle, halogen, -CN, -ORⁿ², -OC(O)R^{p2}, -OC(O)NR^{q2}R^{r2}, -SRⁿ², -S(O)R^{p2}, -S(O)₂OH, -S(O)₂R^{p2}, -S(O)₂NR^{q2}R^{r2}, -NR^{q2}R^{r2}, -NRⁿ²COR^{p2}, -NRⁿ²CO₂R^{p2}, -NRⁿ²CONR^{q2}R^{r2}, -NRⁿ²S(O)₂R^{p2}, -NRⁿ²S(O)₂OR^{p2}, -NRⁿ²S(O₂NR^{q2}R^{r2}), NO₂, -C(O)Rⁿ², -C(O)ORⁿ², -C(O)NR^{q2}R^{r2}, halophenyl, 5-6 membered haloheteroaryl, 3-7 membered haloheterocycle and (C₁-C₈)heteroalkyl;

each Z^{1d} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl and (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl of Rⁿ¹ is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} or Z^{1d} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of Rⁿ¹ is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} groups;

each R^{p1} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl of R^{p1} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} or Z^{1d} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of R^{p1} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} groups;

R^{q1} and R^{r1} are each independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl of R^{q1} or R^{r1} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} or Z^{1d} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of R^{q1} or R^{r1} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} groups, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1c} or Z^{1d} groups;

each R^{n2} is independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl, phenyl, halophenyl, 5-6 membered monocyclic-haloheteroaryl, 3-7 membered haloheterocycle, (C₁-C₈)haloalkyl and (C₁-C₈)heteroalkyl;

each R^{p2} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl, phenyl, halophenyl, 5-6 membered monocyclic-haloheteroaryl, 3-7 membered haloheterocycle, (C₁-C₈)haloalkyl and (C₁-C₈)heteroalkyl;

R^{q2} and R^{r2} are each independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl, phenyl, halophenyl, 5-6 membered monocyclic-haloheteroaryl, 3-7 membered haloheterocycle, (C₁-C₈)haloalkyl and (C₁-C₈)heteroalkyl, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle;

Z^2 is selected from (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, -C(O) R^{n3} and -C(O)NR^{q3}R^{r3}, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl and 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4, or 5) Z^{2c} groups;

each Z^{2a} is independently selected from (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴ and -C(O)NR^{q4}R^{r4}, wherein any (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{2a} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups;

each Z^{2b} is independently selected from (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl and (C₁-C₄)haloalkyl;

each Z^{2c} is independently selected from halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴ and -C(O)NR^{q4}R^{r4};

each R^{n3} is independently selected from H, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl, wherein any (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl of R^{n3} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any (C₁-C₄)alkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl of R^{n3} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2a} groups;

R^{q3} and R^{r3} are each independently selected from H, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl, wherein any (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl of R^{q3} or R^{r3} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any (C₁-C₄)alkyl and (C₂-C₄)alkenyl of R^{q3} or R^{r3} is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2a} groups, or R^{q3} and R^{r3} together with the nitrogen to which they are attached form a heterocycle or heteroaryl, wherein the heterocycle or heteroaryl is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups;

each R^{n4} is independently selected from H, (C₁-C₄)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₁-C₄)haloalkyl and (C₁-C₄)heteroalkyl;

each R^{p4} is independently selected from (C₁-C₈)alkyl, (C₂-C₄)alkenyl, (C₂-C₄)alkynyl, (C₁-C₄)haloalkyl and (C₁-C₄)heteroalkyl;

R^{q4} and R^{r4} are each independently selected from H, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₂-C₄)alkynyl, (C₁-C₄)haloalkyl and (C₁-C₄)heteroalkyl;

each Z^3 is independently selected from halogen, (C₁-C₄)alkyl, -OH, -CN, (C₁-C₄)heteroalkyl and (C₁-C₄)haloalkyl;

each Z^4 is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -OC(O)R^{p5}, -OC(O)NR^{q5}R^{r5}, -SRⁿ⁵, -S(O)R^{p5}, -S(O)₂OH, -S(O)₂R^{p5}, -S(O)₂NR^{q5}R^{r5}, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -NRⁿ⁵CONR^{q5}R^{r5}, -NRⁿ⁵S(O)₂R^{p5}, -NRⁿ⁵S(O)₂OR^{p5}, -NRⁿ⁵S(O)₂NR^{q5}R^{r5}, NO₂, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵ and -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle, of Z^4 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{4a} or Z^{4b} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of Z^4 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{4a} groups;

each Z^{4a} is independently selected from halogen, -CN, -ORⁿ⁶, -OC(O)R^{p6}, -OC(O)NR^{q6}R^{r6}, -SRⁿ⁶, -S(O)R^{p6}, -S(O)₂OH, -S(O)₂R^{p6}, -S(O)₂NR^{q6}R^{r6}, -NR^{q6}R^{r6}, -NRⁿ⁶COR^{p6},

$-\text{NR}^{\text{n}6}\text{CO}_2\text{R}^{\text{p}6}$, $-\text{NR}^{\text{n}6}\text{CONR}^{\text{q}6}\text{R}^{\text{r}6}$, $-\text{NR}^{\text{n}6}\text{S}(\text{O})_2\text{R}^{\text{p}6}$, $-\text{NR}^{\text{n}6}\text{S}(\text{O})_2\text{OR}^{\text{p}6}$, $-\text{NR}^{\text{n}6}\text{S}(\text{O})_2\text{NR}^{\text{q}6}\text{R}^{\text{r}6}$, NO_2 , $-\text{C}(\text{O})\text{R}^{\text{n}6}$, $-\text{C}(\text{O})\text{OR}^{\text{n}6}$ and $-\text{C}(\text{O})\text{NR}^{\text{q}6}\text{R}^{\text{r}6}$;

each $\text{Z}^{4\text{b}}$ is independently selected from $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$, $(\text{C}_2\text{-C}_4)\text{alkynyl}$ and $(\text{C}_1\text{-C}_4)\text{haloalkyl}$;

each $\text{R}^{\text{n}5}$ is independently selected from H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$ and $(\text{C}_2\text{-C}_4)\text{alkynyl}$;

each $\text{R}^{\text{p}5}$ is independently selected from $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$ and $(\text{C}_2\text{-C}_4)\text{alkynyl}$;

$\text{R}^{\text{q}5}$ and $\text{R}^{\text{r}5}$ are each independently selected from H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$ and $(\text{C}_2\text{-C}_4)\text{alkynyl}$;

each $\text{R}^{\text{n}6}$ is independently selected from H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$ and $(\text{C}_2\text{-C}_4)\text{alkynyl}$;

each $\text{R}^{\text{p}6}$ is independently selected from $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$ and $(\text{C}_2\text{-C}_4)\text{alkynyl}$;

$\text{R}^{\text{q}6}$ and $\text{R}^{\text{r}6}$ are each independently selected from H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$, $(\text{C}_2\text{-C}_4)\text{alkenyl}$ and $(\text{C}_2\text{-C}_4)\text{alkynyl}$;

each Z^5 is independently selected from $(\text{C}_1\text{-C}_6)\text{alkyl}$, halogen, $-\text{CN}$ and $-\text{OR}^{\text{n}7}$, wherein any $(\text{C}_1\text{-C}_6)\text{alkyl}$ of Z^5 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) halogen; and

each $\text{R}^{\text{n}7}$ is independently selected from H, $(\text{C}_1\text{-C}_3)\text{alkyl}$, $(\text{C}_1\text{-C}_3)\text{haloalkyl}$ and $(\text{C}_3\text{-C}_7)\text{carbocycle}$;

or a pharmaceutically acceptable salt thereof.

[0007] One embodiment provides a pharmaceutical composition comprising a compound of formula I or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier. Another embodiment provides a pharmaceutical composition comprising a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

[0008] One embodiment provides a pharmaceutical composition comprising a compound of formula I or a pharmaceutically acceptable salt thereof; and an additional therapeutic agent, wherein the additional therapeutic agent is an HIV protease inhibiting compound, an HIV non-nucleoside inhibitor of reverse transcriptase, an HIV nucleoside inhibitor of reverse

transcriptase, an HIV nucleotide inhibitor of reverse transcriptase, an HIV integrase inhibitor, a gp41 inhibitor, a CXCR4 inhibitor, a gp120 inhibitor, a CCR5 inhibitor, a capsid polymerization inhibitor, or a non-catalytic site HIV integrase inhibitor and combinations thereof. Another embodiment provides a pharmaceutical composition comprising a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIG, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof; and an additional therapeutic agent, wherein the additional therapeutic agent is an HIV protease inhibiting compound, an HIV non-nucleoside inhibitor of reverse transcriptase, an HIV nucleoside inhibitor of reverse transcriptase, an HIV nucleotide inhibitor of reverse transcriptase, an HIV integrase inhibitor, a gp41 inhibitor, a CXCR4 inhibitor, a gp120 inhibitor, a CCR5 inhibitor, a capsid polymerization inhibitor, or a non-catalytic site HIV integrase inhibitor and combinations thereof.

[0009] One embodiment provides a method for treating a *Retroviridae* viral infection (e.g., an HIV viral infection) in a mammal (e.g., a human), comprising administering a compound of formula I, or a pharmaceutically acceptable salt thereof, to the mammal. Another embodiment provides a method for treating a *Retroviridae* viral infection (e.g., an HIV viral infection) in a mammal (e.g., a human), comprising administering a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIG, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, to the mammal. Another embodiment provides a method for treating a HIV infection in a patient in need thereof comprising administering a therapeutically effective amount of a compound as detailed herein, or a pharmaceutically acceptable salt thereof, to the patient.

[0010] One embodiment provides a method for inhibiting the proliferation of the HIV virus, treating AIDS or delaying the onset of AIDS or ARC symptoms in a mammal (e.g., a human), comprising administering a compound of formula I, or a pharmaceutically acceptable salt thereof, to the mammal. Another embodiment provides a method for inhibiting the proliferation of the HIV virus, treating AIDS or delaying the onset of AIDS or ARC symptoms in a mammal (e.g., a human), comprising administering a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIG, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, to the mammal.

[0011] One embodiment provides a method for treating an HIV infection in a mammal (e.g., a human), comprising administering a compound of formula I, or a pharmaceutically acceptable salt thereof, to the mammal. Another embodiment provides a method for treating an HIV

infection in a mammal (e.g., a human), comprising administering a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, to the mammal.

[0012] One embodiment provides a method for treating an HIV infection in a mammal (e.g., a human), comprising administering to the mammal in need thereof a therapeutically effective amount of a compound of formula I, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents selected from the group consisting of HIV protease inhibiting compounds, HIV non-nucleoside inhibitors of reverse transcriptase, HIV nucleoside inhibitors of reverse transcriptase, HIV nucleotide inhibitors of reverse transcriptase, HIV integrase inhibitors, gp41 inhibitors, CXCR4 inhibitors, gp120 inhibitors, CCR5 inhibitors, capsid polymerization inhibitors, and other drugs for treating HIV, and combinations thereof. Another embodiment provides a method for treating an HIV infection in a mammal (e.g., a human), comprising administering to the mammal in need thereof a therapeutically effective amount of a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents selected from the group consisting of HIV protease inhibiting compounds, HIV non-nucleoside inhibitors of reverse transcriptase, HIV nucleoside inhibitors of reverse transcriptase, HIV nucleotide inhibitors of reverse transcriptase, HIV integrase inhibitors, gp41 inhibitors, CXCR4 inhibitors, gp120 inhibitors, CCR5 inhibitors, capsid polymerization inhibitors, and other drugs for treating HIV, and combinations thereof. Another embodiment provides a method for treating an HIV infection in a patient in need thereof comprising administering to the patient a therapeutically effective amount of a compound as described herein, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of an additional therapeutic agent, wherein the additional therapeutic agent is an HIV protease inhibiting compound, an HIV non-nucleoside inhibitor of reverse transcriptase, an HIV nucleoside inhibitor of reverse transcriptase, an HIV nucleotide inhibitor of reverse transcriptase, an HIV integrase inhibitor, a gp41 inhibitor, a CXCR4 inhibitor, a gp120 inhibitor, a CCR5 inhibitor, a capsid polymerization inhibitor, or a non-catalytic site HIV integrase site inhibitor and combinations thereof.

[0013] One embodiment provides a method for treating an HIV infection in a mammal (e.g., a human), comprising administering to the mammal in need thereof a therapeutically effective amount of a compound of formula I, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents selected from the group consisting of HIV protease inhibiting compounds, HIV non-nucleoside inhibitors of reverse transcriptase, HIV nucleoside inhibitors of reverse transcriptase, HIV nucleotide inhibitors of reverse transcriptase, HIV integrase inhibitors, gp41 inhibitors, CXCR4 inhibitors, gp120 inhibitors, CCR5 inhibitors, capsid polymerization inhibitors, and non-catalytic site HIV integrase inhibitors, and combinations thereof. Another embodiment provides a method for treating an HIV infection in a mammal (e.g., a human), comprising administering to the mammal in need thereof a therapeutically effective amount of a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents selected from the group consisting of HIV protease inhibiting compounds, HIV non-nucleoside inhibitors of reverse transcriptase, HIV nucleoside inhibitors of reverse transcriptase, HIV nucleotide inhibitors of reverse transcriptase, HIV integrase inhibitors, gp41 inhibitors, CXCR4 inhibitors, gp120 inhibitors, CCR5 inhibitors, capsid polymerization inhibitors, and non-catalytic site HIV integrase inhibitors, and combinations thereof.

[0014] One embodiment provides a compound of formula I, or a pharmaceutically acceptable salt thereof for use in medical therapy (e.g., for use in treating a *Retroviridae* viral infection (e.g., an HIV viral infection) or the proliferation of the HIV virus or AIDS or delaying the onset of AIDS or ARC symptoms in a mammal (e.g., a human)). Another embodiment provides a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, for use in medical therapy (e.g., for use in treating a *Retroviridae* viral infection (e.g., an HIV viral infection) or the proliferation of the HIV virus or AIDS or delaying the onset of AIDS or ARC symptoms in a mammal (e.g., a human)).

[0015] One embodiment provides a compound of formula I, or a pharmaceutically acceptable salt thereof for use in the manufacture of a medicament for treating a *Retroviridae* viral infection (e.g., an HIV viral infection) or the proliferation of the HIV virus or AIDS or delaying the onset of AIDS or ARC symptoms in a mammal (e.g., a human). Another embodiment provides a

compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, for use in the manufacture of a medicament for treating a *Retroviridae* viral infection (e.g., an HIV viral infection) or the proliferation of the HIV virus or AIDS or delaying the onset of AIDS or ARC symptoms in a mammal (e.g., a human).

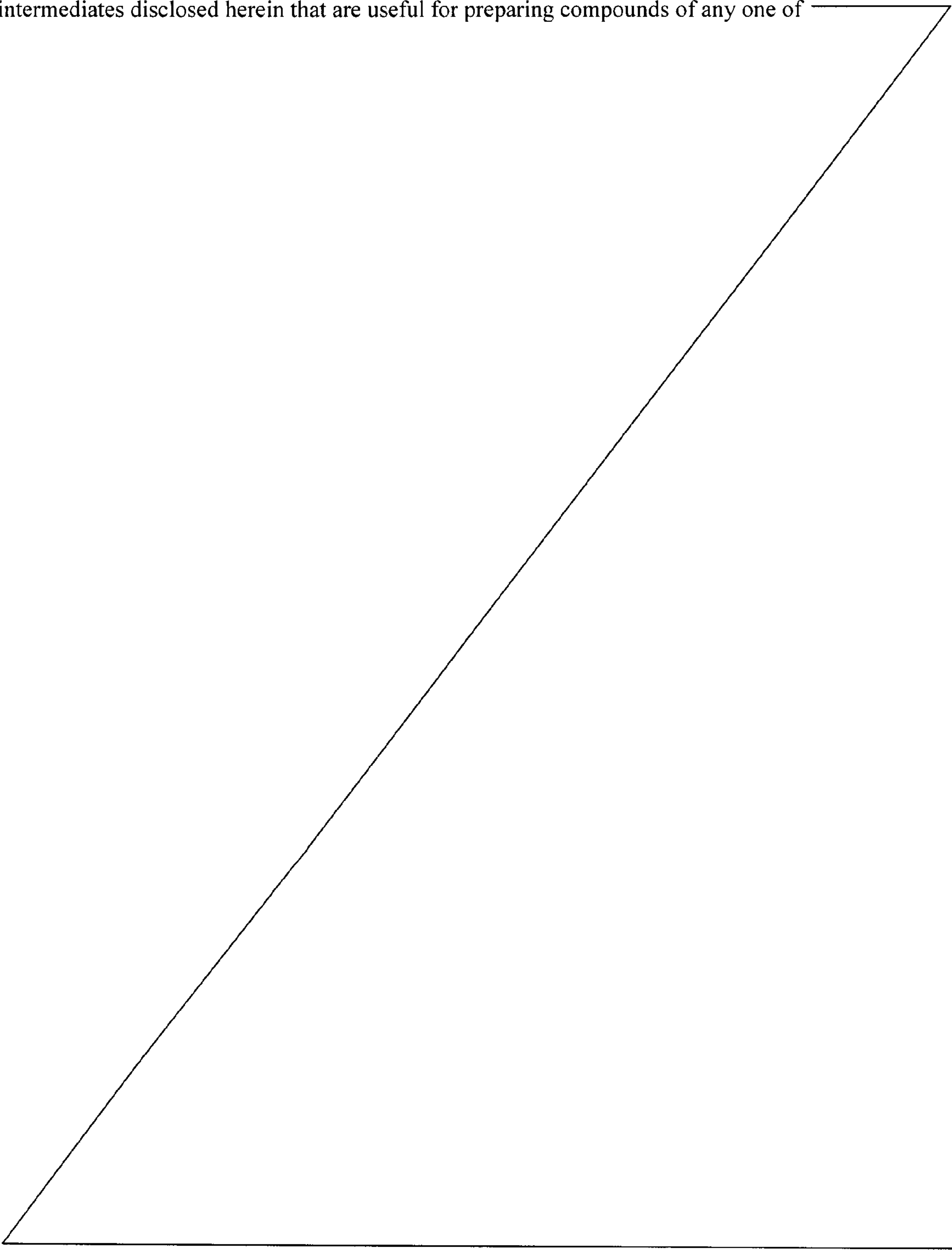
[0016] One embodiment provides a compound of formula I, or a pharmaceutically acceptable salt thereof, for use in the prophylactic or therapeutic treatment of the proliferation of a *Retroviridae* virus, an HIV virus or AIDS or for use in the therapeutic treatment of delaying the onset of AIDS or ARC symptoms. Another embodiment provides a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, for use in the prophylactic or therapeutic treatment of the proliferation of a *Retroviridae* virus, an HIV virus or AIDS or for use in the therapeutic treatment of delaying the onset of AIDS or ARC symptoms.

[0017] One embodiment provides a compound of formula I, or a pharmaceutically acceptable salt thereof, for use in the prophylactic or therapeutic treatment of a *Retroviridae* virus infection (e.g., an HIV virus infection). Another embodiment provides a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, for use in the prophylactic or therapeutic treatment of a *Retroviridae* virus infection (e.g., an HIV virus infection).

[0018] One embodiment provides the use of a compound of formula I, or a pharmaceutically acceptable salt thereof, for the manufacture of a medicament for a *Retroviridae* virus infection (e.g., an HIV virus infection) in a mammal (e.g., a human). Another embodiment provides a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, for the manufacture of a medicament for a *Retroviridae* virus infection (e.g., an HIV virus infection) in a mammal (e.g., a human).

[0018a] One embodiment provides the use of a compound of formula I, or a pharmaceutically acceptable salt thereof, for inhibiting *Retroviridae* virus activity (e.g., an HIV virus). Another embodiment provides a compound as detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, for inhibiting a *Retroviridae* virus activity (e.g., an HIV virus).

[0019] One embodiment provides processes and intermediates disclosed herein that are useful for preparing compounds of formula I or salts thereof. Another embodiment provides processes and intermediates disclosed herein that are useful for preparing compounds of any one of



formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or salts thereof.

[0020] Other embodiments, objects, features and advantages will be set forth in the detailed description of the embodiments that follows, and in part will be apparent from the description, or may be learned by practice, of the claimed invention. These objects and advantages will be realized and attained by the processes and compositions particularly pointed out in the written description and claims hereof. The foregoing Summary has been made with the understanding that it is to be considered as a brief and general synopsis of some of the embodiments disclosed herein, is provided solely for the benefit and convenience of the reader, and is not intended to limit in any manner the scope, or range of equivalents, to which the appended claims are lawfully entitled.

DETAILED DESCRIPTION

[0021] The description below is made with the understanding that the present disclosure is to be considered as an exemplification of the claimed subject matter, and is not intended to limit the appended claims to the specific embodiments illustrated. The headings used throughout this disclosure are provided for convenience only and are not to be construed to limit the claims in any way. Embodiments illustrated under any heading may be combined with embodiments illustrated under any other heading.

Definitions

[0022] Unless defined otherwise, all technical and scientific terms used herein have the same meaning as commonly understood by one of ordinary skill in the art. A dash at the front or end of a chemical group is a matter of convenience; chemical groups may be depicted with or without one or more dashes without losing their ordinary meaning. A wavy line drawn through a line in a structure indicates a point of attachment of a group. A dashed line indicates an optional bond. A prefix such as “C_{u-v}” or (C_u-C_v) indicates that the following group has from u to v carbon atoms. For example, “C₁₋₆alkyl” indicates that the alkyl group has from 1 to 6 carbon atoms.

[0023] Unless stated otherwise, the following terms and phrases as used herein are intended to have the following meanings:

[0024] When trade names are used herein, applicants intend to independently include the tradename product and the active pharmaceutical ingredient(s) of the tradename product.

[0025] “Alkyl” is a straight or branched saturated hydrocarbon. For example, an alkyl group can have 1 to 8 carbon atoms (i.e., (C₁-C₈)alkyl) or 1 to 6 carbon atoms (i.e., (C₁-C₆)alkyl) or 1 to 4 carbon atoms (i.e., (C₁-C₄)alkyl). Examples of suitable alkyl groups include, but are not limited to, methyl (Me, -CH₃), ethyl (Et, -CH₂CH₃), 1-propyl (n-Pr, n-propyl, -CH₂CH₂CH₃), 2-propyl (i-Pr, i-propyl, -CH(CH₃)₂), 1-butyl (n-Bu, n-butyl, -CH₂CH₂CH₂CH₃), 2-methyl-1-propyl (i-Bu, i-butyl, -CH₂CH(CH₃)₂), 2-butyl (s-Bu, s-butyl, -CH(CH₃)CH₂CH₃), 2-methyl-2-propyl (t-Bu, t-butyl, -C(CH₃)₃), 1-pentyl (n-pentyl, -CH₂CH₂CH₂CH₂CH₃), 2-pentyl (-CH(CH₃)CH₂CH₂CH₃), 3-pentyl (-CH(CH₂CH₃)₂), 2-methyl-2-butyl (-C(CH₃)₂CH₂CH₃), 3-methyl-2-butyl (-CH(CH₃)CH(CH₃)₂), 3-methyl-1-butyl (-CH₂CH₂CH(CH₃)₂), 2-methyl-1-butyl (-CH₂CH(CH₃)CH₂CH₃), 1-hexyl (-CH₂CH₂CH₂CH₂CH₂CH₃), 2-hexyl (-CH(CH₃)CH₂CH₂CH₂CH₃), 3-hexyl (-CH(CH₂CH₃)(CH₂CH₂CH₃)), 2-methyl-2-pentyl (-C(CH₃)₂CH₂CH₂CH₃), 3-methyl-2-pentyl (-CH(CH₃)CH(CH₃)CH₂CH₃), 4-methyl-2-pentyl (-CH(CH₃)CH₂CH(CH₃)₂), 3-methyl-3-pentyl (-C(CH₃)(CH₂CH₃)₂), 2-methyl-3-pentyl (-CH(CH₂CH₃)CH(CH₃)₂), 2,3-dimethyl-2-butyl (-C(CH₃)₂CH(CH₃)₂), 3,3-dimethyl-2-butyl (-CH(CH₃)C(CH₃)₃), and octyl (-CH₂)₇CH₃).

[0026] “Alkenyl” is a straight or branched hydrocarbon with at least one carbon-carbon, *sp*² double bond. For example, an alkenyl group can have 2 to 8 carbon atoms (i.e., C₂-C₈ alkenyl), or 2 to 6 carbon atoms (i.e., C₂-C₆ alkenyl). Examples of suitable alkenyl groups include, but are not limited to, ethylene or vinyl (-CH=CH₂), allyl (-CH₂CH=CH₂) and 5-hexenyl (-CH₂CH₂CH₂CH₂CH=CH₂).

[0027] “Alkynyl” is a straight or branched hydrocarbon with at least one carbon-carbon, *sp* triple bond. For example, an alkynyl group can have 2 to 8 carbon atoms (i.e., C₂-C₈ alkyne,) or 2 to 6 carbon atoms (i.e., C₂-C₆ alkynyl). Examples of suitable alkynyl groups include, but are not limited to, acetylenic (-C≡CH), propargyl (-CH₂C≡CH), and the like.

[0028] The term “halo” or “halogen” as used herein refers to fluoro, chloro, bromo and iodo.

[0029] The term “haloalkyl” as used herein refers to an alkyl as defined herein, wherein one or more hydrogen atoms of the alkyl are each independently replaced by a halo substituent. For example, (C₁-C₆)haloalkyl is a (C₁-C₆)alkyl wherein one or more of the hydrogen atoms of the (C₁-C₆)alkyl have been replaced by a halo substituent. Examples of haloalkyls include but are not limited to fluoromethyl, fluorochloromethyl, difluoromethyl, difluorochloromethyl, trifluoromethyl, 1,1,1, trifluoroethyl and pentafluoroethyl.

[0030] The term “heteroalkyl” as used herein refers to an alkyl as defined herein, wherein one or more of the carbon atoms of the alkyl are replaced by an O, S, or NR^q, (or if the carbon atom being replaced is a terminal carbon with an OH, SH or N(R^q)₂) wherein each R^q is independently H or (C₁-C₆)alkyl. For example, (C₁-C₈)heteroalkyl includes a heteroalkyl of one to eight carbons and one or more heteroatoms (e.g., O, S, NR^q, OH, SH or N(R^q)₂). Thus, for example, a C₁ heteroalkyl encompasses, e.g., -CH₂-NH₂. Examples of heteroalkyls include but are not limited to methoxymethyl, ethoxymethyl, methoxy, 2-hydroxyethyl and N,N'-dimethylpropylamine.

[0031] The term “aryl” as used herein refers to a single all carbon aromatic ring or a multiple condensed all carbon ring system wherein at least one of the rings is aromatic. For example, in certain embodiments, an aryl group has 6 to 20 carbon atoms, 6 to 14 carbon atoms, or 6 to 12 carbon atoms. Aryl includes a phenyl radical. Aryl also includes multiple condensed ring systems (e.g., ring systems comprising 2, 3 or 4 rings) having about 9 to 20 carbon atoms in which at least one ring is aromatic and wherein the other rings may be aromatic or not aromatic (i.e., carbocycle). Such multiple condensed ring systems are optionally substituted with one or more (e.g., 1, 2 or 3) oxo groups on any carbocycle portion of the multiple condensed ring system. The rings of the multiple condensed ring system can be connected to each other via fused, spiro and bridged bonds when allowed by valency requirements. It is to be understood that the point of attachment of a multiple condensed ring system, as defined above, can be at any position of the ring system including an aromatic or a carbocycle portion of the ring. It is also to be understood that when reference is made to a certain atom-range membered aryl (e.g., 6-12 membered aryl), the atom range is for the total ring atoms of the aryl. For example, a 6-membered aryl would include phenyl and a 10-membered aryl would include naphthyl and 1, 2, 3, 4-tetrahydronaphthyl. Non-limiting examples of aryl groups include, but are not limited to, phenyl, indenyl, naphthyl, 1, 2, 3, 4-tetrahydronaphthyl, anthracenyl, and the like.

[0032] The term “heteroaryl” as used herein refers to a single aromatic ring that has at least one atom other than carbon in the ring, wherein the atom is selected from the group consisting of oxygen, nitrogen and sulfur; “heteroaryl” also includes multiple condensed ring systems that have at least one such aromatic ring, which multiple condensed ring systems are further described below. Thus, “heteroaryl” includes single aromatic rings of from about 1 to 6 carbon atoms and about 1-4 heteroatoms selected from the group consisting of oxygen, nitrogen and sulfur. The sulfur and nitrogen atoms may also be present in an oxidized form provided the ring

is aromatic. Exemplary heteroaryl ring systems include but are not limited to pyridyl, pyrimidinyl, oxazolyl or furyl. "Heteroaryl" also includes multiple condensed ring systems (e.g., ring systems comprising 2, 3 or 4 rings) wherein a heteroaryl group, as defined above, is condensed with one or more rings selected from heteroaryls (to form for example 1,8-naphthyridinyl), heterocycles, (to form for example 1,2,3,4-tetrahydro-1,8-naphthyridinyl), carbocycles (to form for example 5,6,7,8-tetrahydroquinolyl) and aryls (to form for example indazolyl) to form the multiple condensed ring system. Thus, a heteroaryl (a single aromatic ring or multiple condensed ring system) has about 1-20 carbon atoms and about 1-6 heteroatoms within the heteroaryl ring. Such multiple condensed ring systems may be optionally substituted with one or more (e.g., 1, 2, 3 or 4) oxo groups on the carbocycle or heterocycle portions of the condensed ring. The rings of the multiple condensed ring system can be connected to each other via fused, spiro and bridged bonds when allowed by valency requirements. It is to be understood that the individual rings of the multiple condensed ring system may be connected in any order relative to one another. It is also to be understood that the point of attachment of a multiple condensed ring system (as defined above for a heteroaryl) can be at any position of the multiple condensed ring system including a heteroaryl, heterocycle, aryl or carbocycle portion of the multiple condensed ring system. It is also to be understood that the point of attachment for a heteroaryl or heteroaryl multiple condensed ring system can be at any suitable atom of the heteroaryl or heteroaryl multiple condensed ring system including a carbon atom and a heteroatom (e.g., a nitrogen). It also to be understood that when a reference is made to a certain atom-range membered heteroaryl (e.g., a 5-14 membered heteroaryl), the atom range is for the total ring atoms of the heteroaryl and includes carbon atoms and heteroatoms. For example, a 5-membered heteroaryl would include a thiazolyl and a 10-membered heteroaryl would include a quinolinyl. Exemplary heteroaryls include but are not limited to pyridyl, pyrrolyl, pyrazinyl, pyrimidinyl, pyridazinyl, pyrazolyl, thienyl, indolyl, imidazolyl, oxazolyl, isoxazolyl, thiazolyl, furyl, oxadiazolyl, thiadiazolyl, quinolyl, isoquinolyl, benzothiazolyl, benzoxazolyl, indazolyl, quinoxalyl, quinazolyl, 5,6,7,8-tetrahydroisoquinolinyl benzofuranyl, benzimidazolyl, thianaphthenyl, pyrrolo[2,3-b]pyridinyl, quinazolinyl-4(3H)-one, triazolyl, 4,5,6,7-tetrahydro-1H-indazole and 3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazole.

[0033] The term "C-linked-heteroaryl" (carbon-linked heteroaryl) as used herein refers to a heteroaryl that is linked at a carbon atom of the heteroaryl to the remainder of the compound of

formula I (e.g., a C-linked-heteroaryl of Z^2 bonded to the A ring of formula I through a carbon atom of the C-linked-heteroaryl).

[0034] The term “heterocyclyl” or “heterocycle” as used herein refers to a single saturated or partially unsaturated ring that has at least one atom other than carbon in the ring, wherein the atom is selected from the group consisting of oxygen, nitrogen and sulfur; the term also includes multiple condensed ring systems that have at least one such saturated or partially unsaturated ring, which multiple condensed ring systems are further described below. Thus, the term includes single saturated or partially unsaturated rings (e.g., 3, 4, 5, 6 or 7-membered rings) from about 1 to 6 carbon atoms and from about 1 to 3 heteroatoms selected from the group consisting of oxygen, nitrogen and sulfur in the ring. The ring may be substituted with one or more (e.g., 1, 2 or 3) oxo groups and the sulfur and nitrogen atoms may also be present in their oxidized forms. Exemplary heterocycles include but are not limited to azetidiny, tetrahydrofuranyl and piperidiny. The term “heterocycle” also includes multiple condensed ring systems (e.g., ring systems comprising 2, 3 or 4 rings) wherein a single heterocycle ring (as defined above) can be condensed with one or more groups selected from heterocycles (to form for example a 1,8-decahydronaphthyridiny), carbocycles (to form for example a decahydroquinoly) and aryls to form the multiple condensed ring system. Thus, a heterocycle (a single saturated or single partially unsaturated ring or multiple condensed ring system) has about 2-20 carbon atoms and 1-6 heteroatoms within the heterocycle ring. Such multiple condensed ring systems may be optionally substituted with one or more (e.g., 1, 2, 3 or 4) oxo groups on the carbocycle or heterocycle portions of the multiple condensed ring. The rings of the multiple condensed ring system can be connected to each other via fused, spiro and bridged bonds when allowed by valency requirements. It is to be understood that the individual rings of the multiple condensed ring system may be connected in any order relative to one another. It is also to be understood that the point of attachment of a multiple condensed ring system (as defined above for a heterocycle) can be at any position of the multiple condensed ring system including a heterocycle, aryl and carbocycle portion of the ring. It is also to be understood that the point of attachment for a heterocycle or heterocycle multiple condensed ring system can be at any suitable atom of the heterocycle or heterocycle multiple condensed ring system including a carbon atom and a heteroatom (e.g., a nitrogen). It is also to be understood that when reference is made to a certain atom-range membered heterocycle (e.g., a 3-14 membered heterocycle), the atom range is for the total ring atoms of the heterocycle and includes carbon atoms and

heteroatoms. For example, a 3-membered heterocycle would include an aziridinyl and a 10-membered heterocycle would include a 1,2,3,4- tetrahydroquinolyl. Exemplary heterocycles include, but are not limited to aziridinyl, azetidiny, pyrrolidinyl, piperidinyl, homopiperidinyl, morpholinyl, thiomorpholinyl, piperazinyl, tetrahydrofuranyl, dihydrooxazolyl, tetrahydropyranyl, tetrahydrothiopyranyl, 1,2,3,4- tetrahydroquinolyl, benzoxazinyl, dihydrooxazolyl, chromanyl, 1,2-dihydropyridinyl, 2,3-dihydrobenzofuranyl, 1,3-benzodioxolyl, 1,4-benzodioxanyl, spiro[cyclopropane-1,1'-isoindolinyl]-3'-one, isoindolinyl-1-one, 2-oxa-6-azaspiro[3.3]heptanyl, imidazolidin-2-one and pyrrolidin-2-one.

[0035] The term “C-linked-heterocycle” (carbon-linked heterocycle) as used herein refers to a “heterocycle that is linked at a carbon atom of the heterocycle to the remainder of the compound of formula I (e.g., a C-linked-heterocycle of Z^2 bonded to the A ring of formula I through a carbon atom of the C-linked-heterocycle).

[0036] The term “carbocycle” or “carbocyclyl” refers to a single saturated (i.e., cycloalkyl) or a single partially unsaturated (e.g., cycloalkenyl, cycloalkadienyl, etc.) all carbon ring having 3 to 7 carbon atoms (i.e., (C₃-C₇)carbocycle). The term “carbocycle” or “carbocyclyl” also includes multiple condensed, saturated and partially unsaturated all carbon ring systems (e.g., ring systems comprising 2, 3 or 4 carbocyclic rings). Accordingly, carbocycle includes multicyclic carbocycles such as a bicyclic carbocycles (e.g., bicyclic carbocycles having about 6 to 12 carbon atoms such as bicyclo[3.1.0]hexane and bicyclo[2.1.1]hexane), and polycyclic carbocycles (e.g. tricyclic and tetracyclic carbocycles with up to about 20 carbon atoms). The rings of the multiple condensed ring system can be connected to each other via fused, spiro and bridged bonds when allowed by valency requirements. For example, multicyclic carbocycles can be connected to each other via a single carbon atom to form a spiro connection (e.g., spiro[4,5]decane, etc), via two adjacent carbon atoms to form a fused connection (e.g., carbocycles such as decahydronaphthalene, norsabinane, norcarane) or via two non-adjacent carbon atoms to form a bridged connection (e.g., norbornane, bicyclo[2.2.2]octane, etc). The “carbocycle” or “carbocyclyl” can also be optionally substituted with one or more (e.g., 1, 2 or 3) oxo groups. Non-limiting examples of monocyclic carbocycles include cyclopropyl, cyclobutyl, cyclopentyl, 1-cyclopent-1-enyl, 1-cyclopent-2-enyl, 1-cyclopent-3-enyl, cyclohexyl, 1-cyclohex-1-enyl, 1-cyclohex-2-enyl and 1-cyclohex-3-enyl.

[0037] The term “halophenyl” as used herein refers to phenyl, wherein one or more (e.g., 1, 2, 3, 4 or 5) hydrogen atoms of the phenyl are each replaced independently by a halo substituent.

Examples of halophenyl include but are not limited to fluorophenyl, 2,3-dichlorophenyl, 3-bromo-4-fluorophenyl and pentafluorophenyl.

[0038] The term “haloheteroaryl” as used herein refers to a heteroaryl, wherein one or more (e.g., 1, 2, 3, 4 or 5) hydrogen atoms of the heteroaryl are each replaced independently by a halo substituent. Examples of haloheteroaryl include but are not limited to 2-fluorofuryl, 2,3-dichloropyridinyl and 8-chloro-3-fluoroquinolinyl.

[0039] The term “haloheterocycle” as used herein refers to a heterocycle, wherein one or more (e.g., 1, 2, 3, 4 or 5) hydrogen atoms of the heterocycle are each replaced independently by a halo substituent. Examples of haloheteroaryl include but are not limited to 2-fluoropiperidinyl, 2-chloro-3-fluoropiperazinyl and 3-bromopyrrolidinyl.

[0040] One skilled in the art will recognize that substituents and other moieties of the compounds of formula I should be selected in order to provide a compound which is sufficiently stable to provide a pharmaceutically useful compound which can be formulated into an acceptably stable pharmaceutical composition. Compounds of formula I which have such stability are contemplated as falling within the scope of the present invention. Similarly, one skilled in the art will recognize that substituents and other moieties of the compounds detailed herein, including a compound of any one of formulas I, Ia, Ib, Ic, Id, Ie, If, Ig, III, IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk, or a pharmaceutically acceptable salt thereof, should be selected in order to provide a compound which is sufficiently stable to provide a pharmaceutically useful compound which can be formulated into an acceptably stable pharmaceutical composition. Compounds as detailed herein which have such stability are contemplated as falling within the scope of the present invention.

[0041] The modifier “about” used in connection with a quantity is inclusive of the stated value and has the meaning dictated by the context (e.g., includes the degree of error associated with measurement of the particular quantity). The word “about” may also be represented symbolically by “~” in the context of a chemical measurement (e.g., ~ 50 mg or pH ~ 7).

[0042] The term “treatment” or “treating,” to the extent it relates to a disease or condition includes preventing the disease or condition from occurring, inhibiting the disease or condition, eliminating the disease or condition, and/or relieving one or more symptoms of the disease or condition.

[0043] In one embodiment, “treatment” or “treating” include one or more of the following: a) inhibiting the disease or condition (e.g., decreasing one or more symptoms resulting from the

disease or condition, and/or diminishing the extent of the disease or condition); b) slowing or arresting the development of one or more symptoms associated with the disease or condition (*e.g.*, stabilizing the disease or condition, delaying the worsening or progression of the disease or condition); and c) relieving the disease or condition, *e.g.*, causing the regression of clinical symptoms, ameliorating the disease state, delaying the progression of the disease, increasing the quality of life, and/or prolonging survival.

Stereoisomers

[0044] Stereochemical definitions and conventions used herein generally follow S. P. Parker, Ed., McGraw-Hill Dictionary of Chemical Terms (1984) McGraw-Hill Book Company, New York; and Eliel, E. and Wilen, S., Stereochemistry of Organic Compounds (1994) John Wiley & Sons, Inc., New York.

[0045] The term “chiral” refers to molecules which have the property of non-superimposability of the mirror image partner, while the term “achiral” refers to molecules which are superimposable on their mirror image partner.

[0046] The term “stereoisomers” refers to compounds which have identical chemical constitution, but differ with regard to the arrangement of the atoms or groups in space.

[0047] “Diastereomer” refers to a stereoisomer with two or more centers or axes of chirality and whose molecules are not mirror images of one another. Diastereomers typically have different physical properties, *e.g.*, melting points, boiling points, spectral properties, and reactivities. Mixtures of diastereomers may separate under high resolution analytical procedures such as electrophoresis and chromatography.

[0048] “Enantiomers” refer to two stereoisomers of a compound which are non-superimposable mirror images of one another.

[0049] The compounds disclosed herein may have chiral centers, *e.g.*, chiral carbon atoms. Such compounds thus include racemic mixtures of all stereoisomers, including enantiomers, diastereomers, and atropisomers. In addition, the compounds disclosed herein include enriched or resolved optical isomers at any or all asymmetric, chiral atoms. Similarly, compositions disclosed herein also include racemic mixtures of all stereoisomers, including enantiomers, diastereomers, and atropisomers of compounds disclosed herein. In addition, the compounds and compositions disclosed herein include enriched or resolved optical isomers at any or all asymmetric, chiral atoms. In other words, the chiral centers apparent from the depictions are provided as the chiral isomers or racemic mixtures. Both racemic and diastereomeric mixtures,

as well as the individual optical isomers isolated or synthesized, substantially free of their enantiomeric or diastereomeric partners, are all within the scope of the invention. The racemic mixtures can be separated into their individual, substantially optically pure isomers through well-known techniques such as, for example, the separation of diastereomeric salts formed with optically active adjuncts, e.g., acids or bases followed by conversion back to the optically active substances. The desired optical isomer can also be synthesized by means of stereospecific reactions, beginning with the appropriate stereoisomer of the desired starting material.

[0050] The invention includes any or all of the stereochemical forms, including any enantiomeric or diastereomeric forms and geometric isomers of the compounds described, or mixtures thereof. Unless stereochemistry is explicitly indicated in a chemical structure or name, the structure or name is intended to embrace all possible stereoisomers, including geometric isomers, of a compound depicted. Compositions comprising a compound of the invention are also intended, such as a composition of substantially pure compound, including a specific stereochemical form, including a specific geometric isomer, thereof. Compositions comprising a mixture of compounds of the invention in any ratio are also embraced by the invention, including mixtures of two or more stereochemical forms of a compound of the invention in any ratio, such that racemic, non-racemic, enantio-enriched and scalemic mixtures of a compound are embraced, or mixtures thereof.

[0051] It is to be understood that for compounds disclosed herein when a bond is drawn in a non-stereochemical manner (e.g., flat) the atom to which the bond is attached includes all stereochemical possibilities. It is also to be understood that when a bond is drawn in a stereochemical manner (e.g., bold, bold-wedge, dashed or dashed-wedge) the atom to which the stereochemical bond is attached has the stereochemistry as shown unless otherwise noted. Accordingly, in one embodiment, a compound disclosed herein is greater than 50% a single enantiomer. In another embodiment, a compound disclosed herein is at least 80% a single enantiomer. In another embodiment, a compound disclosed herein is at least 90% a single enantiomer. In another embodiment, a compound disclosed herein is at least 98% a single enantiomer. In another embodiment, a compound disclosed herein is at least 99% a single enantiomer. In another embodiment, a compound disclosed herein is greater than 50% a single diastereomer. In another embodiment, a compound disclosed herein is at least 80% a single diastereomer. In another embodiment, a compound disclosed herein is at least 90% a single diastereomer. In another embodiment, a compound disclosed herein is at least 98% a single

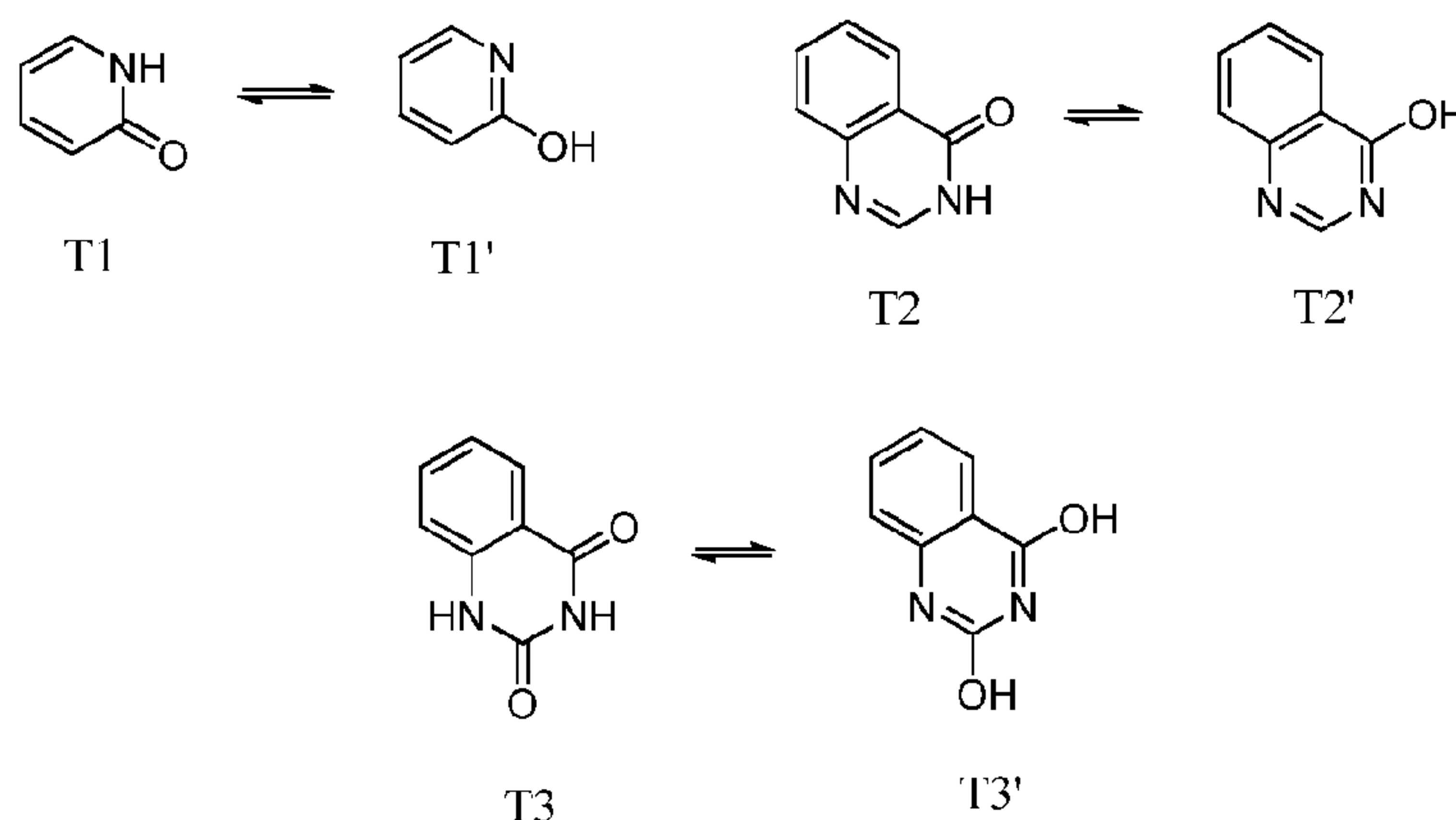
diastereomer. In another embodiment, a compound disclosed herein is at least 99% a single diastereomer.

[0052] Accordingly, in one embodiment, a composition disclosed herein is greater than 50% a single enantiomer. In another embodiment, a composition disclosed herein is at least 80% a single enantiomer. In another embodiment, a composition disclosed herein is at least 90% a single enantiomer. In another embodiment, a composition disclosed herein is at least 98% a single enantiomer. In another embodiment, a composition disclosed herein is at least 99% a single enantiomer. In another embodiment, a composition disclosed herein is greater than 50% a single diastereomer. In another embodiment, a composition disclosed herein is at least 80% a single diastereomer. In another embodiment, a composition disclosed herein is at least 90% a single diastereomer. In another embodiment, a composition disclosed herein is at least 98% a single diastereomer. In another embodiment, a composition disclosed herein is at least 99% a single diastereomer.

[0053] In certain embodiments, the compounds disclosed herein display atropisomerism resulting from steric hindrance affecting the axial rotation rate around a single bond. In certain circumstances, the resultant conformational isomers are observed as distinct entities by characterization techniques such as NMR and HPLC. In certain embodiments, the compounds disclosed herein exist as a mixture of atropisomers. The synthetic examples provided herein note where such mixtures of atropisomers have been observed. However, the detection of atropisomers is dependent on factors such as temperature, solvent, conditions of purification, and timescale of spectroscopic technique. Characterization data presented herein may not represent the equilibrium state depending on the conditions of purification, isolation, handling, solvents used, and temperature.

Tautomers

[0054] The compounds disclosed herein can also exist as tautomeric isomers in certain cases. Although only one delocalized resonance structure may be depicted, all such forms are contemplated within the scope of the invention. For example, ene-amine tautomers can exist for purine, pyrimidine, imidazole, guanidine, amidine, and tetrazole systems and all their possible tautomeric forms are within the scope of the invention. Another non-limiting example includes keto-enol tautomers of heteroaryls. Such tautomers are exemplified by T1/T1', T2/T2' and T3/T3'. All such tautomeric forms are also within the scope of the invention.



Protecting Groups

[0055] “Protecting group” refers to a moiety of a compound that masks or alters the properties of a functional group or the properties of the compound as a whole. Chemical protecting groups and strategies for protection/deprotection are well known in the art. See e.g., Protective Groups in Organic Chemistry, Theodora W. Greene, John Wiley & Sons, Inc., New York, 1991.

Protecting groups are often utilized to mask the reactivity of certain functional groups, to assist in the efficiency of desired chemical reactions, e.g., making and breaking chemical bonds in an ordered and planned fashion. Protection of functional groups of a compound alters other physical properties besides the reactivity of the protected functional group, such as the polarity, lipophilicity (hydrophobicity), and other properties which can be measured by common analytical tools. Chemically protected intermediates may themselves be biologically active or inactive.

Salts and Hydrates

[0056] “Pharmaceutically acceptable salt” refers to a salt of a compound that is pharmaceutically acceptable and that possesses (or can be converted to a form that possesses) the desired pharmacological activity of the parent compound. Pharmaceutically acceptable salts are generally regarded as safe and suitable for use without undue toxicity, irritation, allergic response, and the like, commensurate with a reasonable benefit/risk ratio. Examples of “pharmaceutically acceptable salts” of the compounds disclosed herein include salts derived from an appropriate base, such as an alkali metal (for example, sodium), an alkaline earth metal (for example, magnesium), ammonium and NX_4^+ (wherein X is C_1-C_4 alkyl). Pharmaceutically acceptable salts of a nitrogen atom or an amino group include for example salts of organic carboxylic acids such as acetic, benzoic, camphorsulfonic, citric, glucoheptonic, gluconic, lactic, fumaric, tartaric, maleic, malonic, malic, mandelic, isethionic, lactobionic, succinic, 2-

naphthalenesulfonic, oleic, palmitic, propionic, stearic, and trimethylacetic acids; organic sulfonic acids, such as methanesulfonic, ethanesulfonic, benzenesulfonic and p-toluenesulfonic acids; and inorganic acids, such as hydrochloric, hydrobromic, sulfuric, nitric, phosphoric and sulfamic acids. Pharmaceutically acceptable salts of a compound of a hydroxy group include the anion of said compound in combination with a suitable cation such as Na^+ and NX_4^+ (wherein X is independently selected from H or a $\text{C}_1\text{-C}_4$ alkyl group). Pharmaceutically acceptable salts also include salts formed when an acidic proton present in the parent compound is replaced by either a metal ion, e.g., an alkali metal ion, an alkaline earth ion, or an aluminum ion; or coordinates with an organic base such as diethanolamine, triethanolamine, N-methylglucamine and the like. Also included in this definition are ammonium and substituted or quaternized ammonium salts. Representative non-limiting lists of pharmaceutically acceptable salts can be found in S.M. Berge et al., J. Pharma Sci., 66(1), 1-19 (1977), and Remington: The Science and Practice of Pharmacy, R. Hendrickson, ed., 21st edition, Lippincott, Williams & Wilkins, Philadelphia, PA, (2005), at p. 732, Table 38-5.

[0057] For therapeutic use, salts of active ingredients of the compounds disclosed herein will typically be pharmaceutically acceptable, i.e., they will be salts derived from a physiologically acceptable acid or base. However, salts of acids or bases which are not pharmaceutically acceptable may also find use, for example, in the preparation or purification of a compound of formula I or another compound disclosed herein. All salts, whether or not derived from a physiologically acceptable acid or base, are within the scope of the present invention.

[0058] Metal salts typically are prepared by reacting the metal hydroxide with a compound disclosed herein. Examples of metal salts which are prepared in this way are salts containing Li^+ , Na^+ , and K^+ . A less soluble metal salt can be precipitated from the solution of a more soluble salt by addition of the suitable metal compound.

[0059] In addition, salts may be formed from acid addition of certain organic and inorganic acids, e.g., HCl, HBr, H_2SO_4 , H_3PO_4 or organic sulfonic acids, to basic centers, such as amines. Finally, it is to be understood that the compositions herein comprise compounds disclosed herein in their un-ionized, as well as zwitterionic form, and combinations with stoichiometric amounts of water as in hydrates.

[0060] Often crystallizations produce a solvate of the compound of the invention. As used herein, the term "solvate" refers to an aggregate that comprises one or more molecules of a compound of the invention with one or more molecules of solvent. The solvent may be water, in _____

which case the solvate may be a hydrate. Alternatively, the solvent may be an organic solvent. Thus, the compounds of the present invention may exist as a hydrate, including a monohydrate, dihydrate, hemihydrate, sesquihydrate, trihydrate, tetrahydrate and the like, as well as the corresponding solvated forms. The compound of the invention may be true solvates, while in other cases, the compound of the invention may merely retain adventitious water or be a mixture of water plus some adventitious solvent.

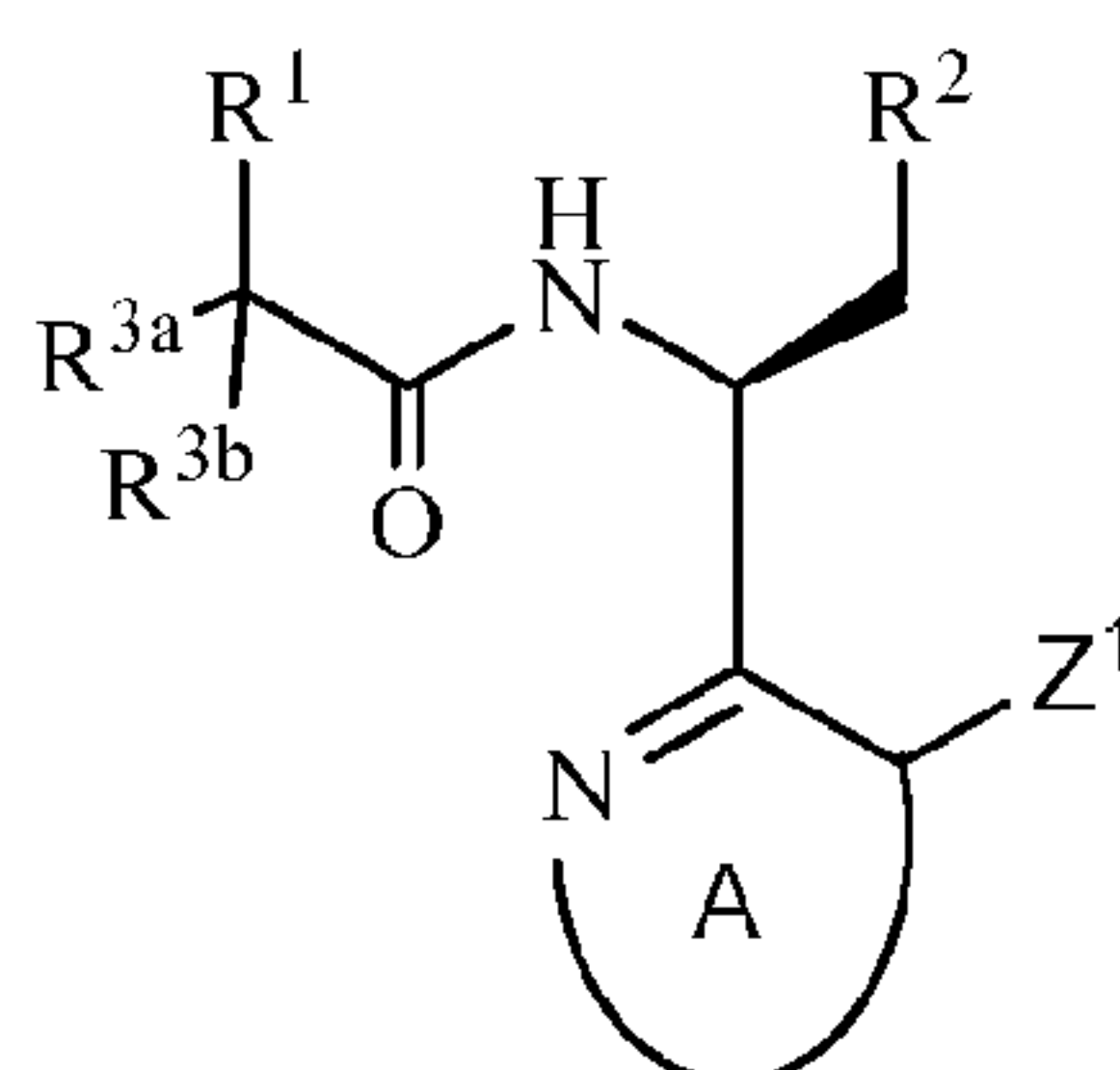
Isotopes

[0061] It is understood by one skilled in the art that this invention also includes any compound claimed that may be enriched at any or all atoms above naturally occurring isotopic ratios with one or more isotopes such as, but not limited to, deuterium (^2H or D). As a non-limiting example, in certain embodiments, a $-\text{CH}_3$ group is replaced with $-\text{CD}_3$.

[0062] Specific values listed below for radicals, substituents, and ranges in the embodiments of the invention are for illustration only; they do not exclude other defined values or other values within defined ranges for the radicals and substituents.

Compounds of formula I.

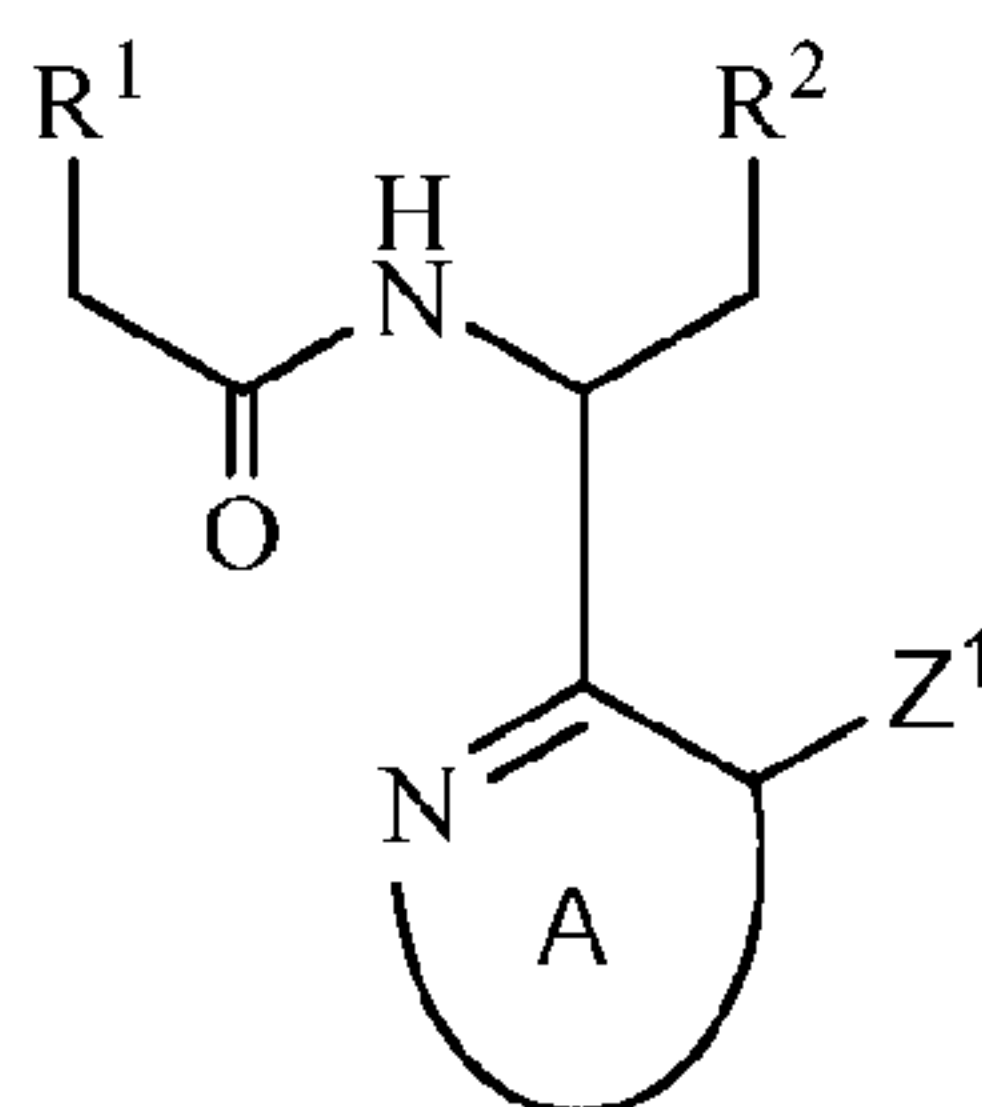
[0063] A specific group of compounds of formula I are compounds of formula Ia.



Ia

or a pharmaceutically acceptable salt thereof.

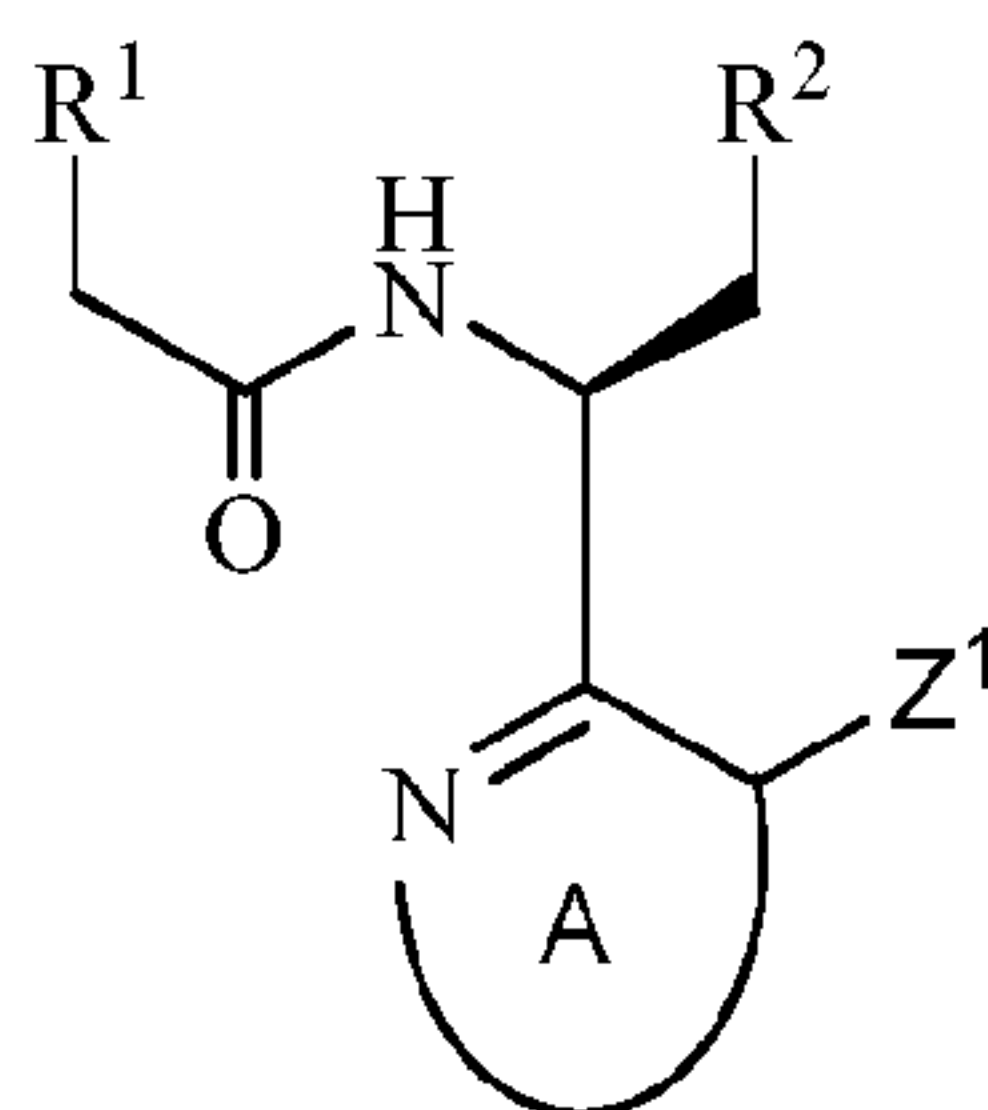
[0064] Another specific group of compounds of formula I are compounds of formula Ib.



Ib

or a pharmaceutically acceptable thereof.

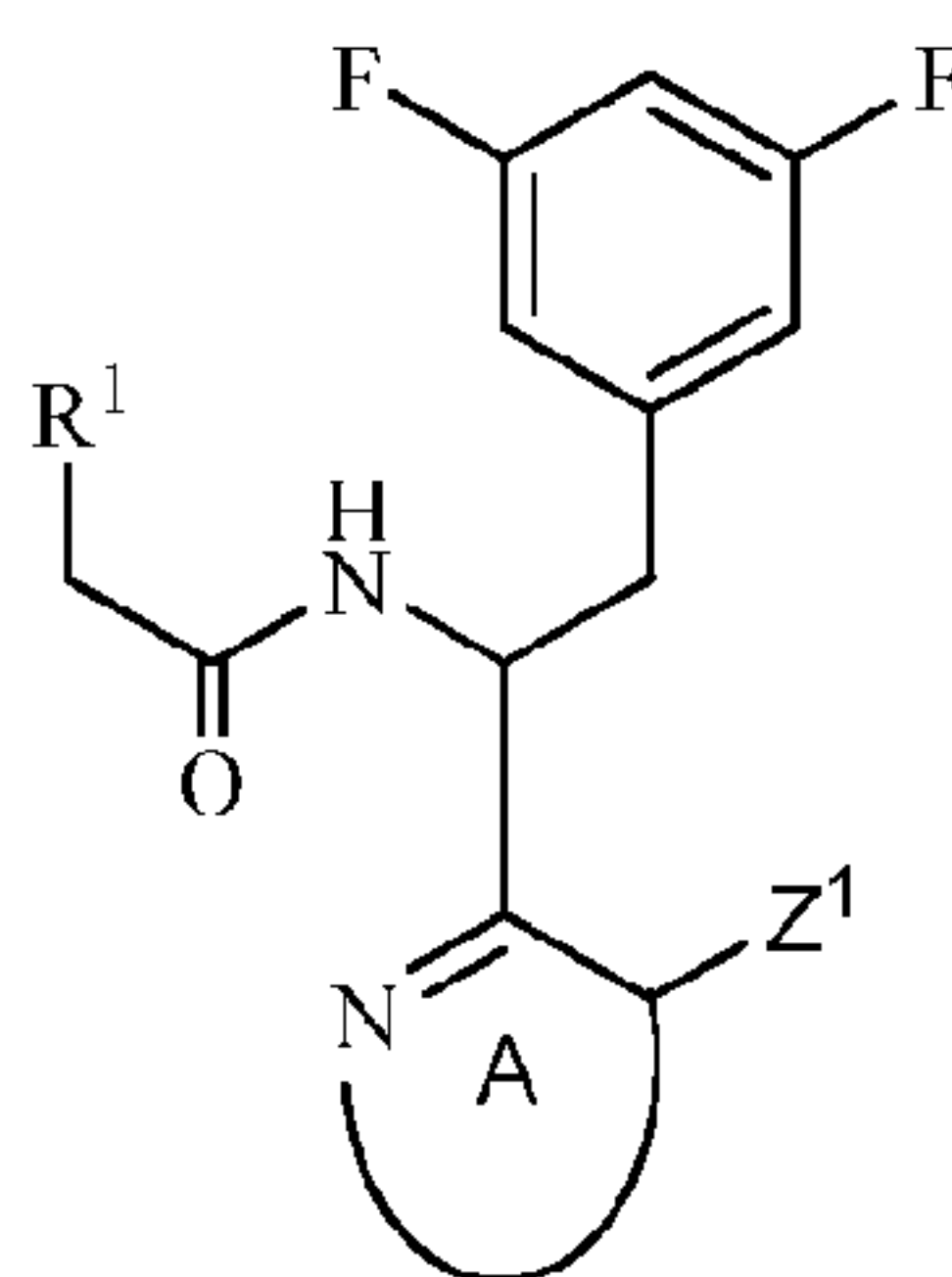
[0065] Another specific group of compounds of formula I are compounds of formula Ic.



Ic

or a pharmaceutically acceptable thereof.

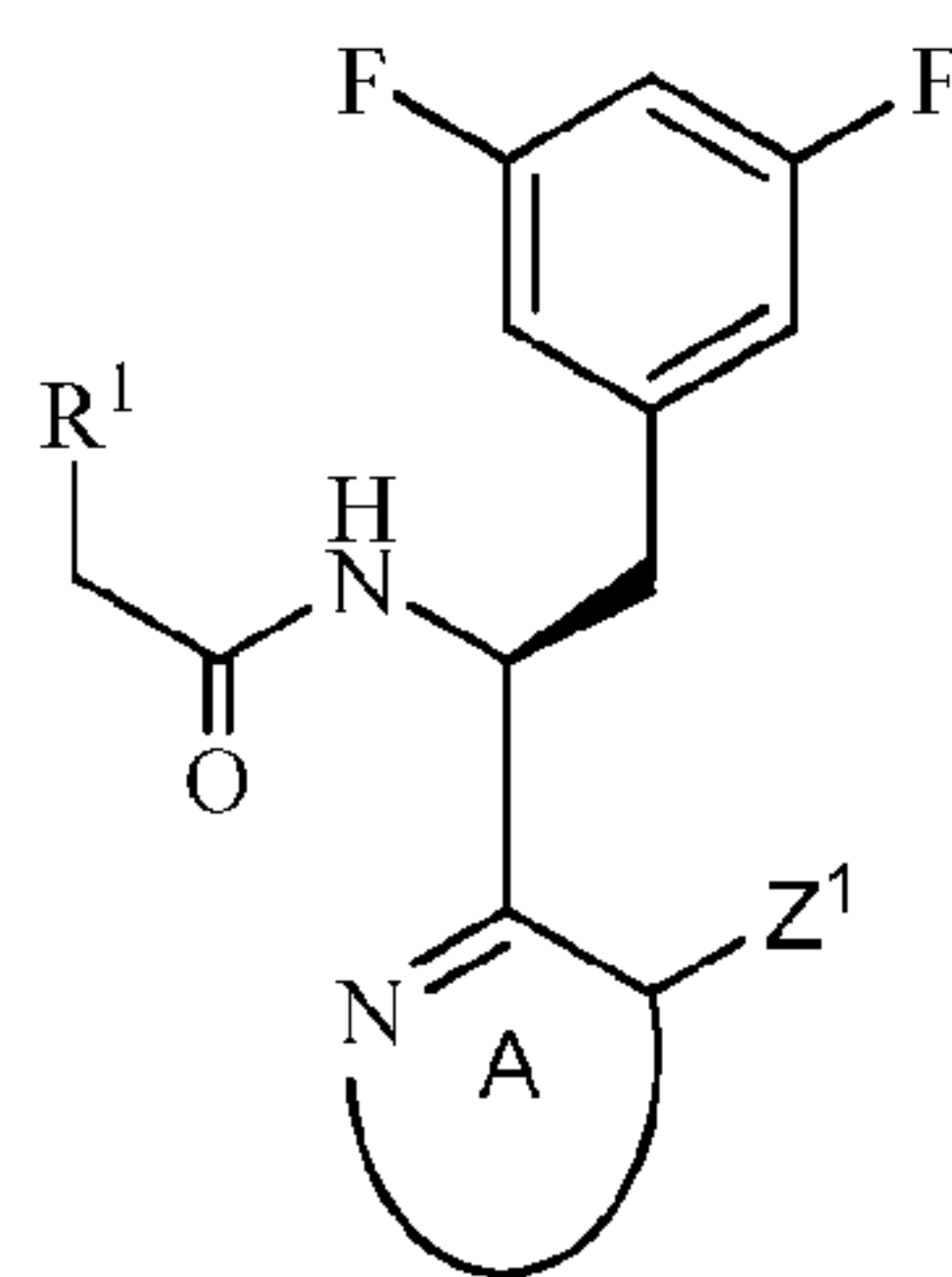
[0066] Another specific group of compounds of formula I are compounds of formula Id.



Id

or a pharmaceutically acceptable thereof.

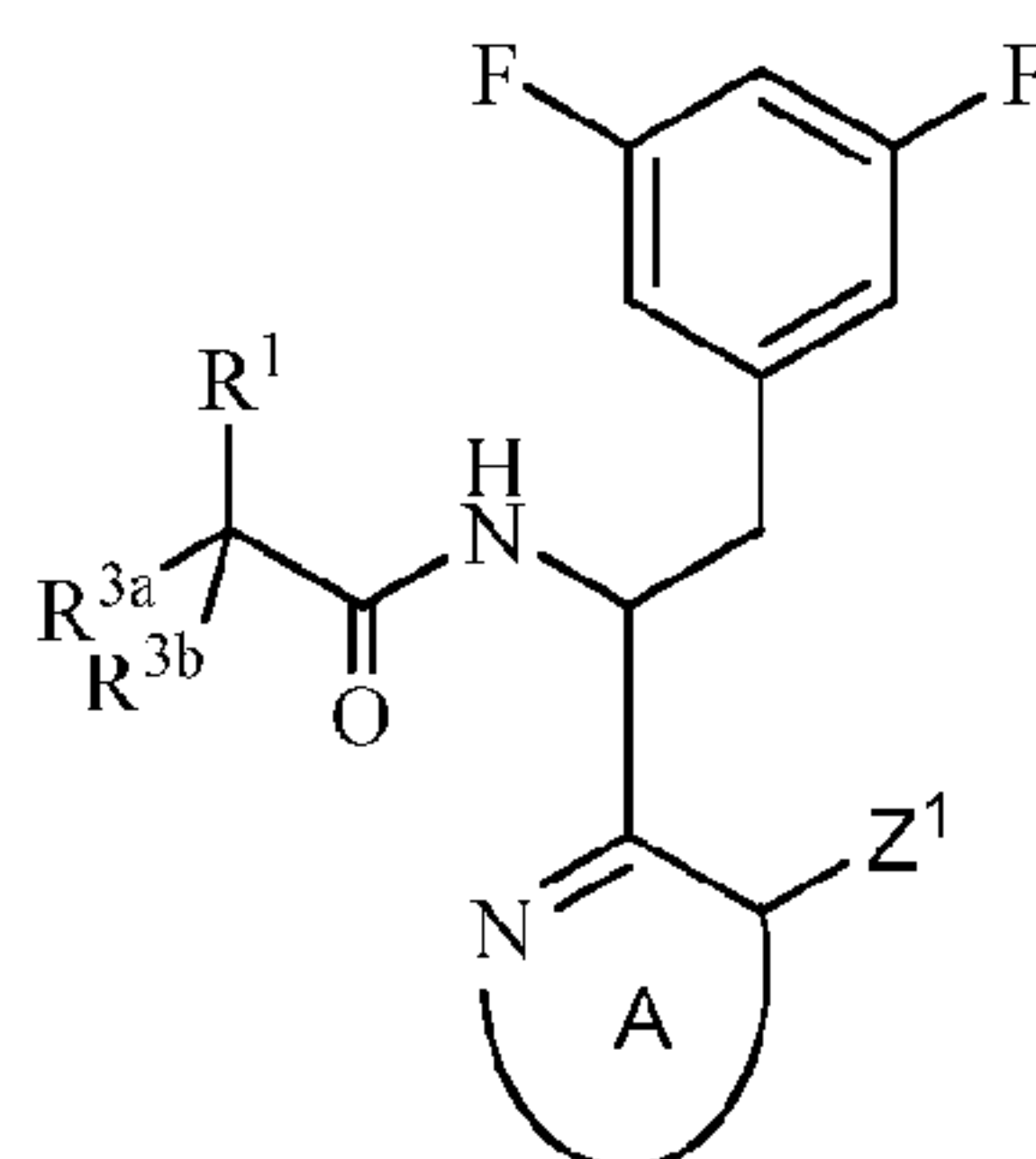
[0067] Another specific group of compounds of formula I are compounds of formula Ie.



Ie

or a pharmaceutically acceptable thereof.

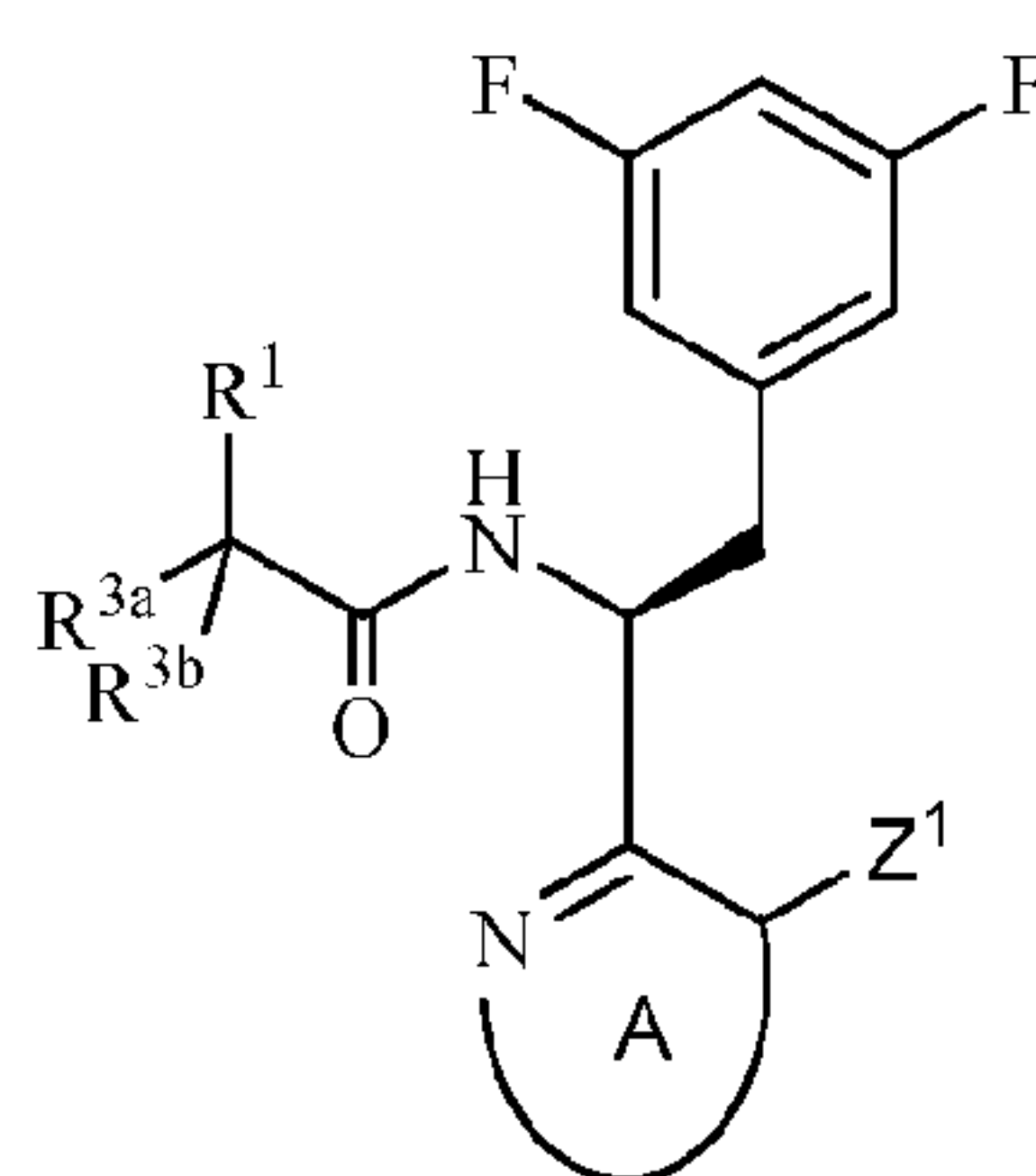
[0068] Another specific group of compounds of formula I are compounds of formula If.



If

or a pharmaceutically acceptable thereof.

[0069] Another specific group of compounds of formula I are compounds of formula Ig.



Ig

or a pharmaceutically acceptable thereof.

[0070] Specific values listed below are values for compounds of formula I as well as all related formulas (e.g., formulas Ia, Ib, Ic, Id, Ie, If, Ig). It is to be understood that two or more values may be combined. Thus, it is to be understood that any variable for compounds of formula I may be combined with any other variable for compounds of formula I the same as if each and every combination of variables were specifically and individually listed. For example, it is understood that any specific value of R^1 detailed herein for compounds of formula I may be combined with any other specific value for one or more of the variables A, Z^1 , R^2 , R^{3a} or R^{3b} the same as if each and every combination were specifically and individually listed.

[0071] Specific values listed for compounds of formula I may apply equally to compounds of formula III and all related formulas (e.g., formulas IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk) as applicable. For example, specific values for ring A of formula I may apply equally to ring A of formula III provided that the ring A of formula III encompasses within its scope the specific values. It is also understood that any combination of variables for compounds of formula I may apply equally to compounds of formula III and all related formulas (e.g., formulas IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk) as applicable, the same

as if each and every combination were specifically and individually listed. For example, specific values for ring A and Z^1 may apply equally to the $A-Z^1$ moiety of formula III provided that the scope of the $A-Z^1$ moiety of formula III encompasses the specific value.

[0072] A specific group of compounds of formula I are compounds wherein each R^{3a} and R^{3b} is independently selected from H, halogen, (C_1-C_3) alkyl, and (C_1-C_3) haloalkyl.

[0073] A specific group of compounds of formula I are compounds wherein each R^{3a} and R^{3b} is independently selected from H, (C_1-C_3) alkyl, and (C_1-C_3) haloalkyl.

[0074] A specific group of compounds of formula I are compounds wherein each R^{3a} and R^{3b} is independently selected from H and (C_1-C_3) alkyl.

[0075] A specific group of compounds of formula I are compounds wherein each R^{3a} and R^{3b} is independently selected from H, methyl and ethyl.

[0076] A specific group of compounds of formula I are compounds wherein each R^{3a} and R^{3b} is independently selected from H and methyl.

[0077] A specific group of compounds of formula I are compounds wherein R^{3a} is H and R^{3b} is (C_1-C_3) alkyl.

[0078] A specific group of compounds of formula I are compounds wherein R^{3a} is H and R^{3b} is methyl or ethyl.

[0079] A specific group of compounds of formula I are compounds wherein R^{3a} is H and R^{3b} is methyl.

[0080] A specific value for R^{3a} and R^{3b} is H.

[0081] A specific value for R^2 is phenyl or a 5-membered monocyclic-heteroaryl, wherein any phenyl or 5-membered monocyclic-heteroaryl of R^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^5 groups.

[0082] A specific value for R^2 is phenyl or a 5-membered monocyclic-heteroaryl, wherein any phenyl or 5-membered monocyclic-heteroaryl of R^2 is substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^5 groups.

[0083] A specific value for R^2 is phenyl optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^5 groups.

[0084] A specific value for R^2 is phenyl substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^5 groups.

[0085] A specific value for Z^5 is halogen.

[0086] A specific value for Z^5 is fluoro.

[0087] A specific value for R^2 is 3,5-difluorophenyl.

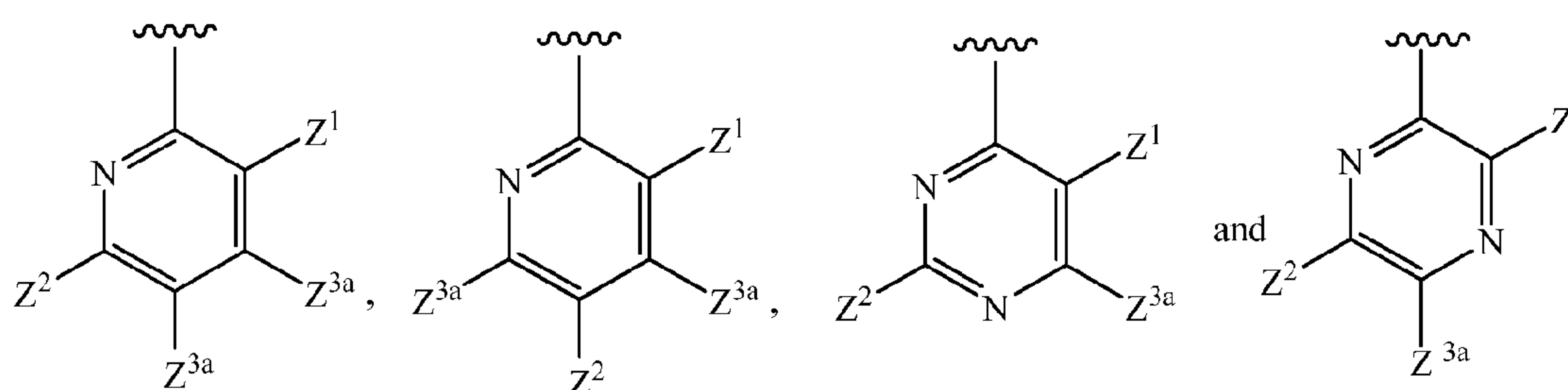
[0088] A specific value for A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl, wherein any pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group and optionally substituted with one or more (e.g., 1 or 2) Z^3 groups.

[0089] A specific value for A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl, wherein any pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl of A is substituted with one Z^1 group at the position shown and one Z^2 group.

[0090] A specific value for A is pyridinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with one or more (e.g., 1 or 2) Z^3 groups.

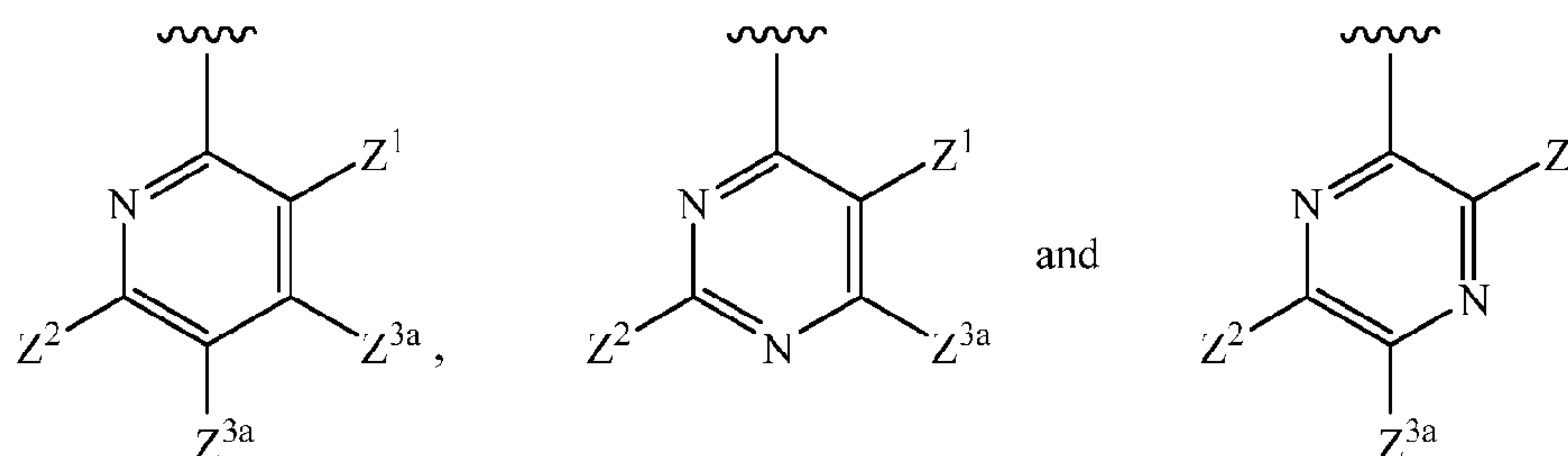
[0091] A specific value for A is pyridinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown and one Z^2 group

[0092] A specific value for A is selected from:



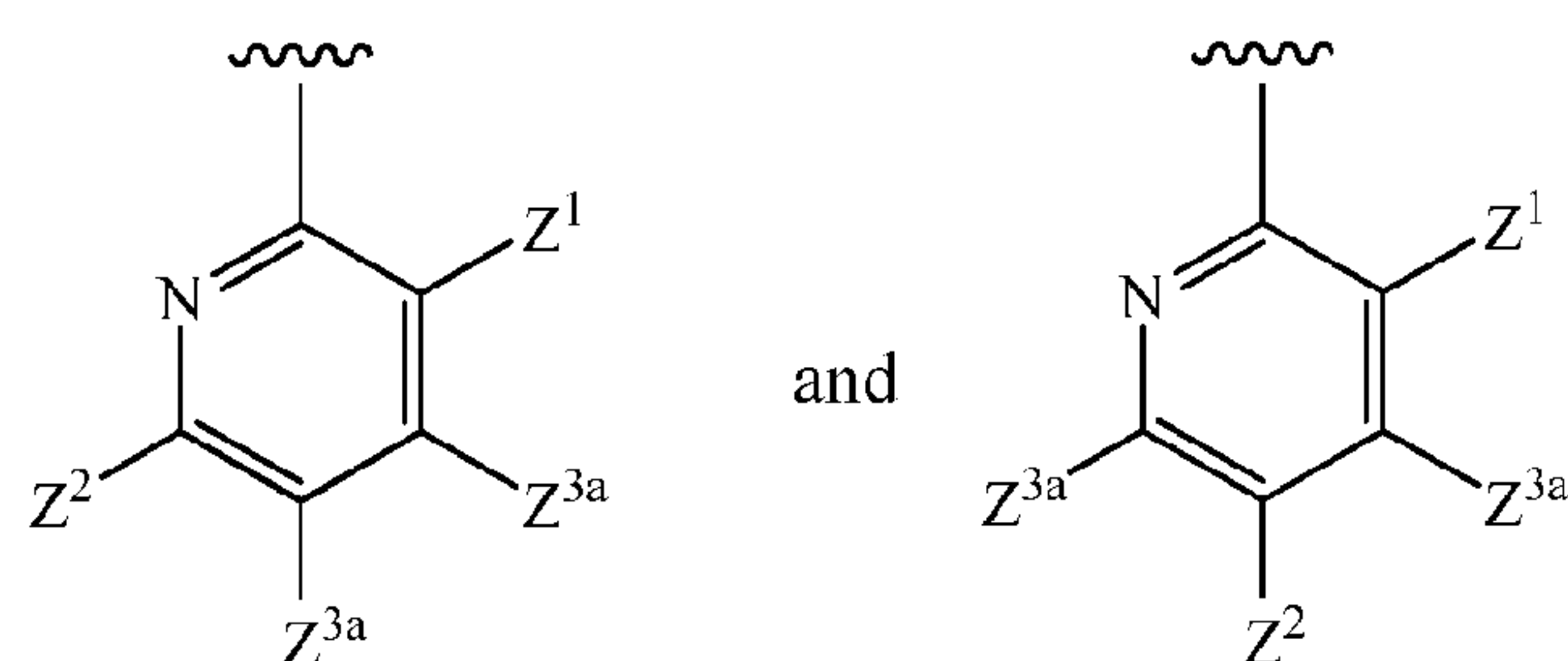
wherein each Z^{3a} is independently selected from H and Z^3 .

[0093] A specific value for A is selected from:



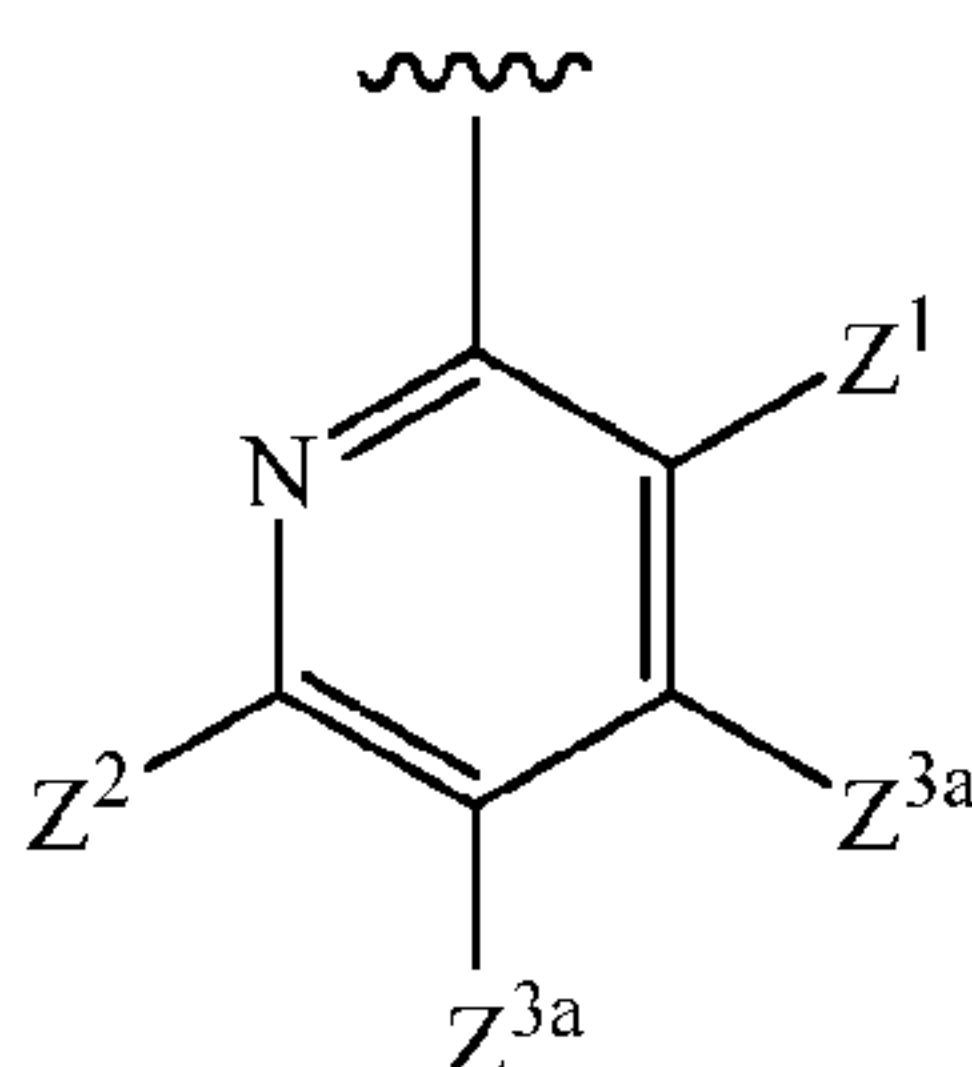
wherein each Z^{3a} is independently selected from H and Z^3 .

[0094] A specific value for A is selected from:



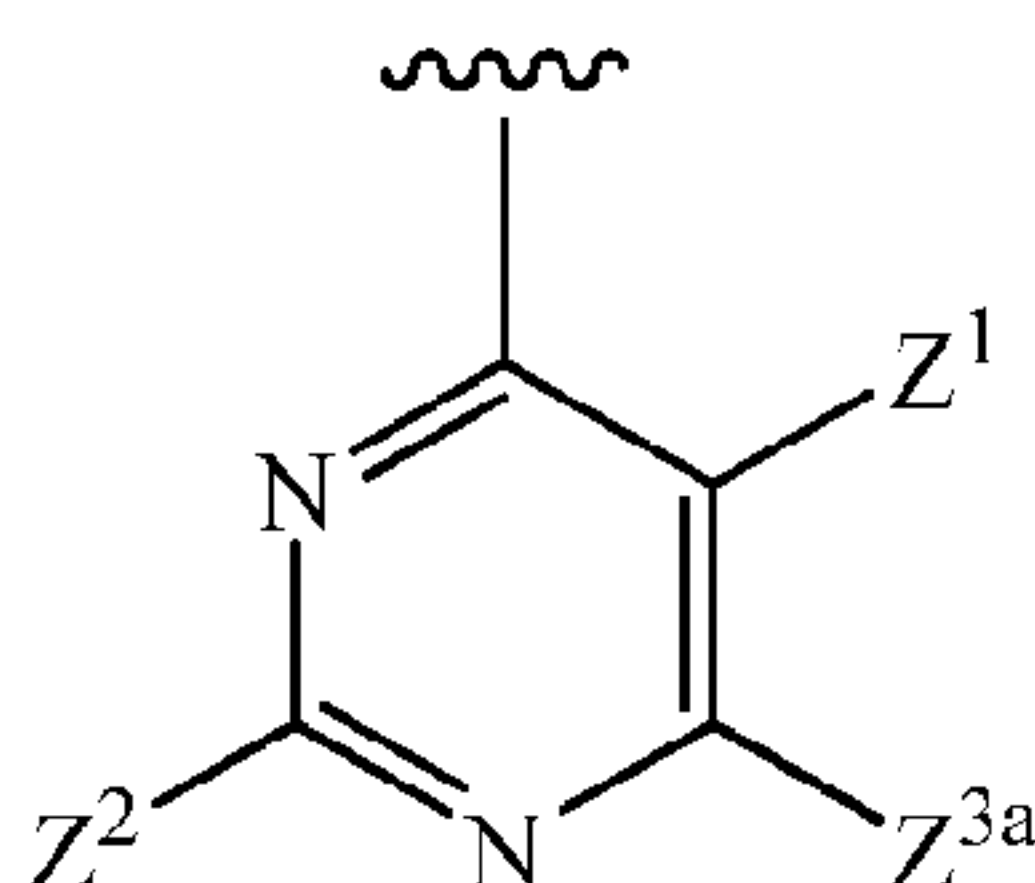
wherein each Z^{3a} is independently selected from H and Z^3 .

[0095] A specific value for A is:



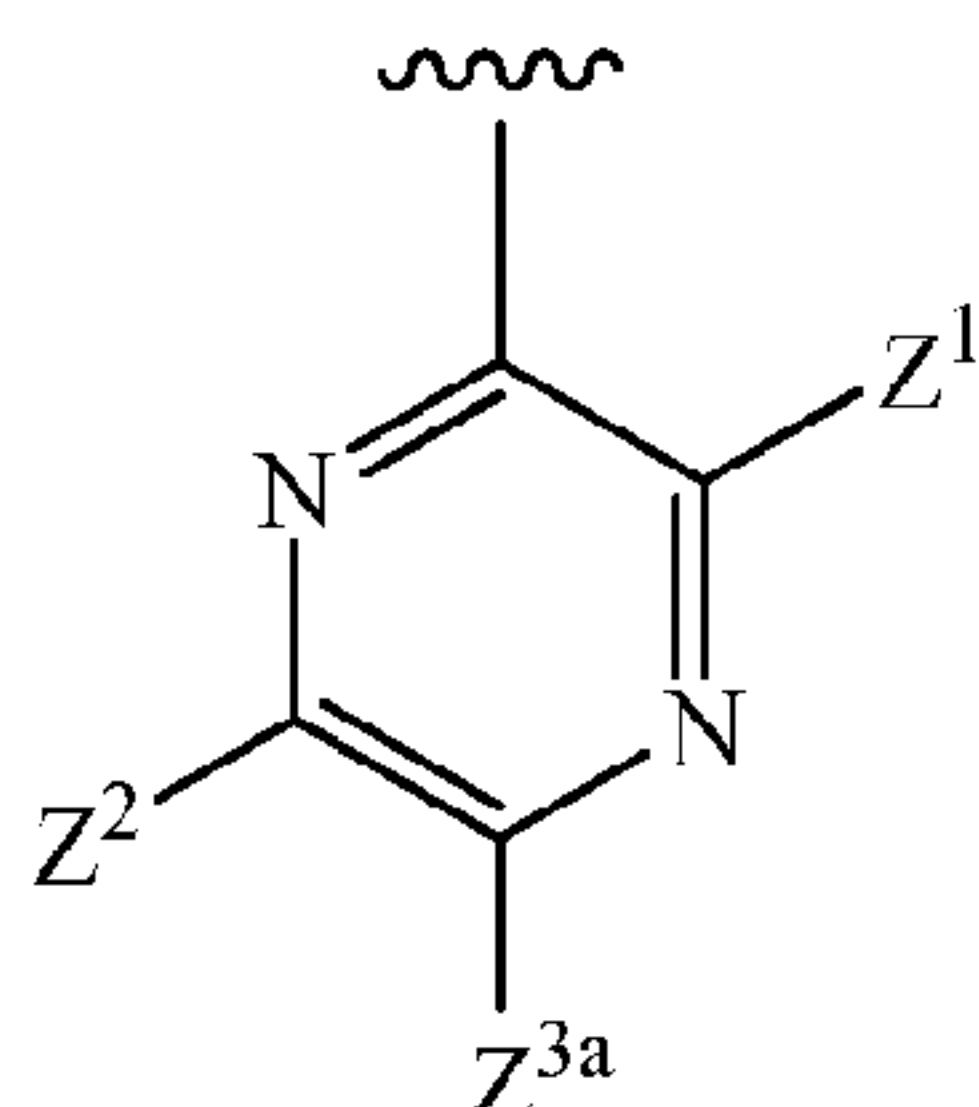
wherein each Z^{3a} is independently selected from H and Z^3 .

[0096] A specific value for A is:



wherein each Z^{3a} is independently selected from H and Z^3 .

[0097] A specific value for A is:



wherein each Z^{3a} is independently selected from H and Z^3 .

[0098] A specific value for Z^{3a} is H.

[0099] A specific value for Z^1 is selected from phenyl, 5-14 membered heteroaryl and 3-14 membered heterocycle, wherein any phenyl, 5-14 membered heteroaryl and 3-14 membered

heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0100] A specific value for Z^1 is selected from phenyl, 5-12 membered heteroaryl and 3-12 membered heterocycle, wherein any phenyl, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0101] A specific value for Z^1 is selected from phenyl, 5-14 membered heteroaryl and 3-14 membered heterocycle, wherein any phenyl, 5-14 membered heteroaryl and 3-14 membered heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0102] A specific value for Z^1 is selected from phenyl, 5-12 membered heteroaryl and 3-12 membered heterocycle, wherein any phenyl, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0103] A specific value for Z^1 is selected from phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0104] A specific value for Z^1 is selected from phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0105] A specific value for Z^1 is selected from phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle have 1-11 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0106] A specific value for Z^1 is selected from phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle have 1-11 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0107] A specific value for Z^1 is selected from phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle have 4-11 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0108] A specific value for Z^1 is selected from phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle have 4-11 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle and 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0109] A specific value for Z^1 is selected from 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle, wherein any from 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with one or more Z^{1a} or Z^{1b} groups.

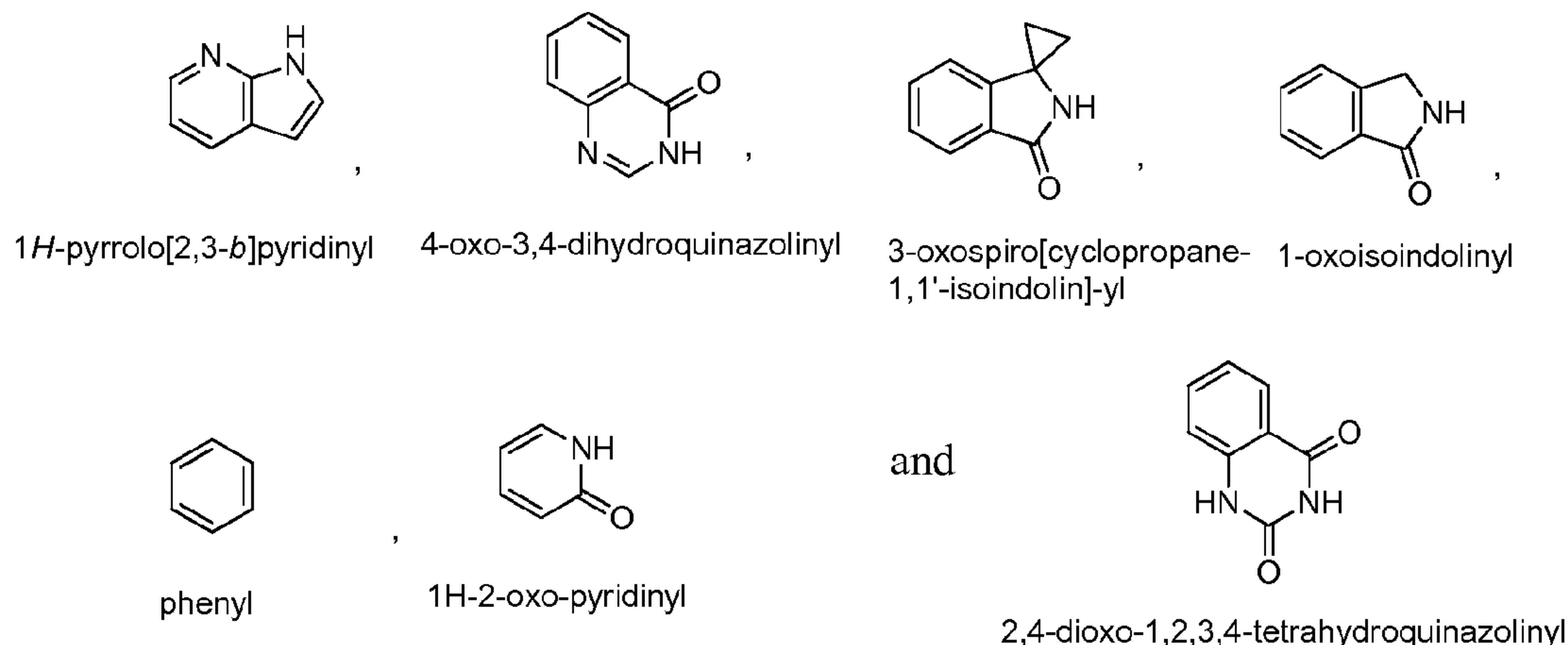
[0110] A specific value for Z^1 is selected from 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle, wherein any from 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with one or more Z^{1a} groups.

[0111] A specific value for Z^1 is selected from 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle, wherein the 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle have 3-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with one or more Z^{1a} or Z^{1b} groups.

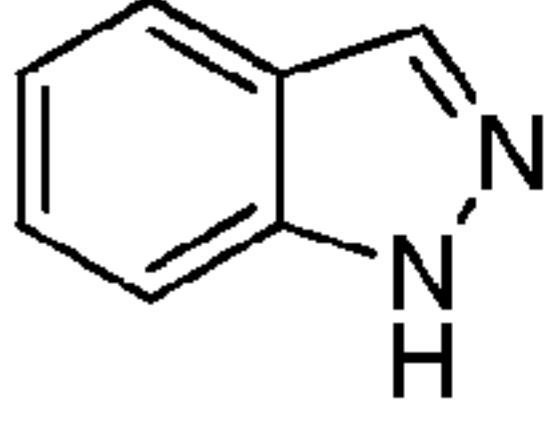
[0112] A specific value for Z^1 is selected from 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle, wherein the 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle have 3-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-10 membered bicyclic-heteroaryl and 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with one or more Z^{1a} groups.

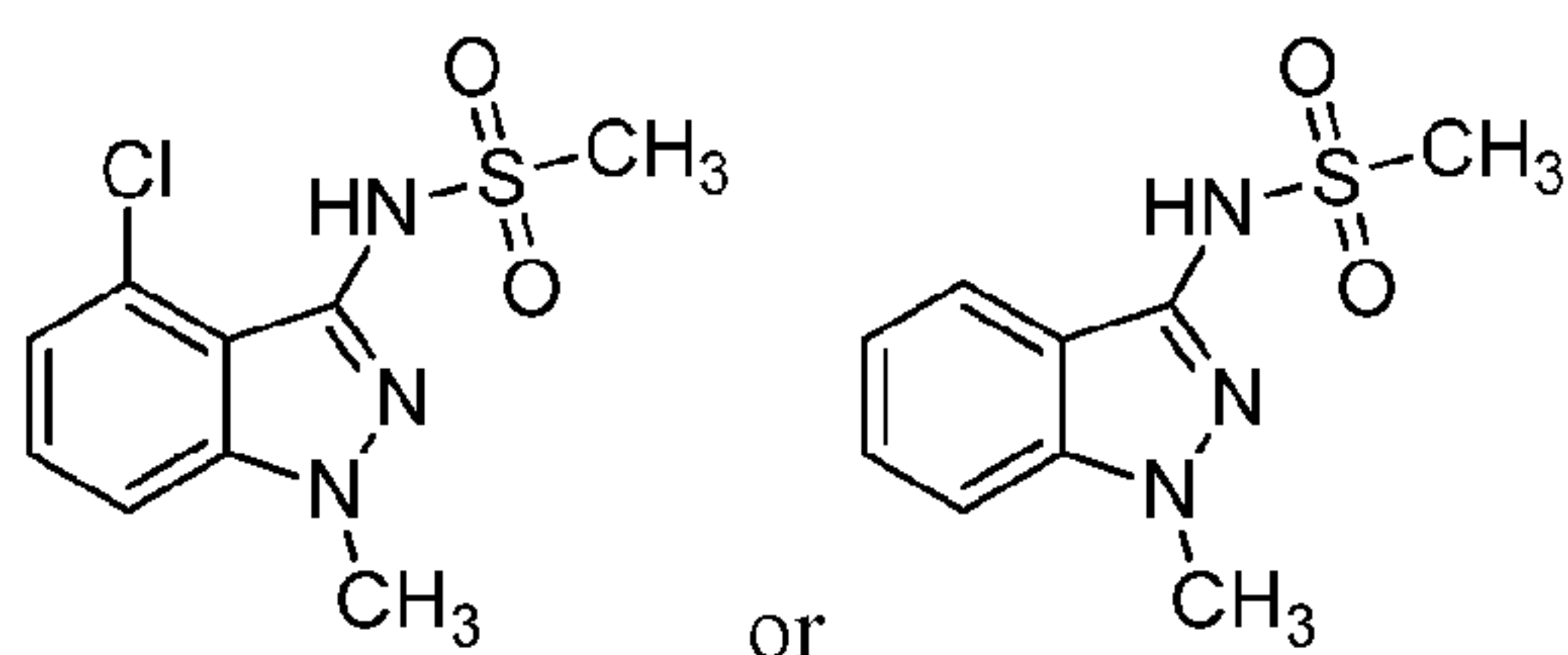
[0113] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisindolinyl, 4-oxo-3,4-dihydroquinazolinyl, 3-oxospiro[cyclopropane-1,1'-isindolin]-yl, 1H-2-oxo-pyridinyl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolinyl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisindolinyl, 4-oxo-3,4-dihydroquinazolinyl, 3-oxospiro[cyclopropane-1,1'-isindolin]-yl, 1H-2-oxo-pyridinyl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolinyl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups. A specific value for Z^1 is 1H-indazol-7-yl, wherein Z^1 is optionally substituted with one or more Z^{1a} or Z^{1b} groups.

[0114] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisindolinyl, 4-oxo-3,4-dihydroquinazolinyl, 3-oxospiro[cyclopropane-1,1'-isindolin]-yl, 1H-2-oxo-pyridinyl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolinyl as shown by the following formulas;



wherein any phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 4-oxo-3,4-dihydroquinazolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, 1H-2-oxo-pyridinyl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolinyl of Z^1 is optionally substituted with one or more (e.g., 1, 2,

3, 4 or 5) Z^{1a} or Z^{1b} groups. A specific value for Z^1 is . A specific value for Z^1 is



[0115] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, pyridinyl and quinazolinyl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, pyridinyl and quinazolinyl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0116] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 4-oxo-3,4-dihydroquinazolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, 1H-2-oxo-pyridinyl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolinyl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 4-oxo-3,4-dihydroquinazolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, 1H-2-oxo-pyridinyl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolinyl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

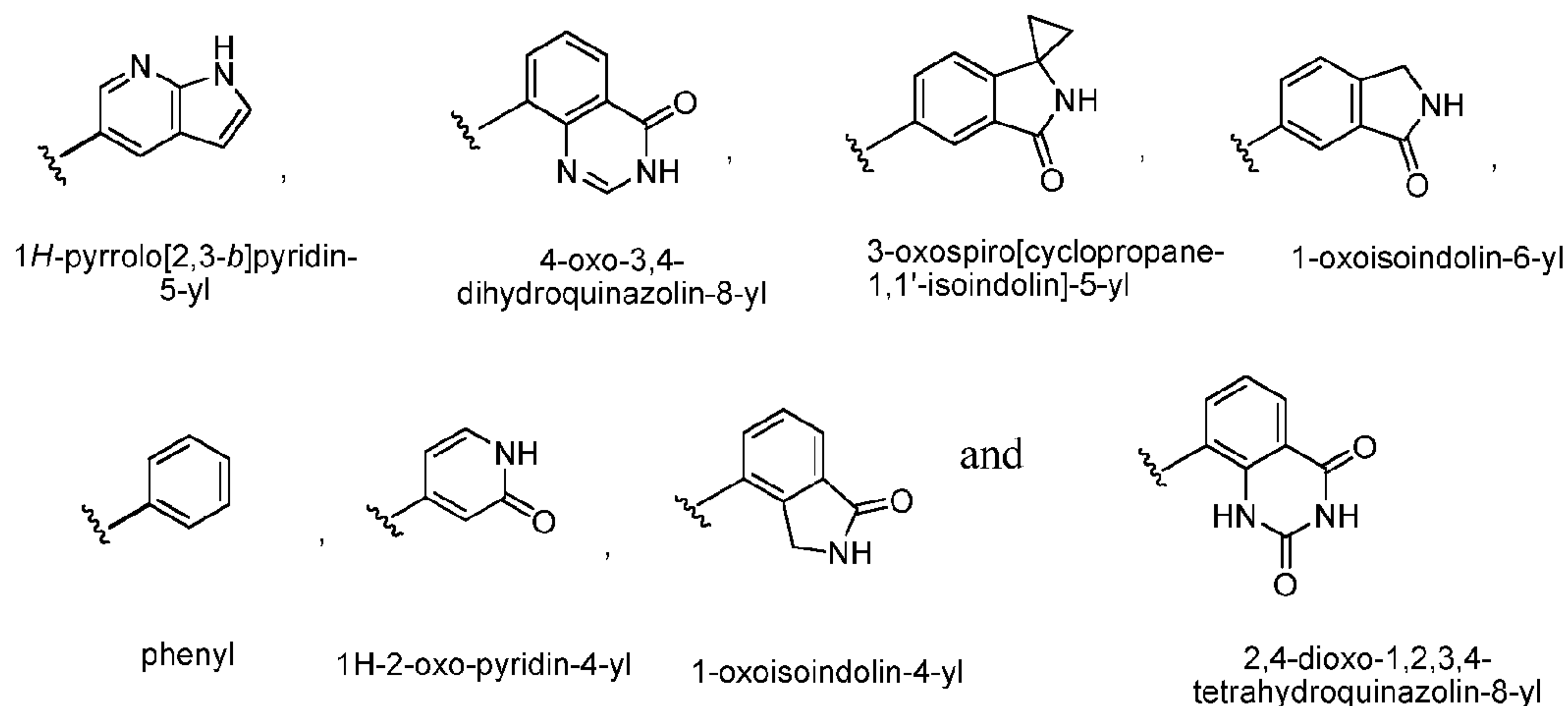
[0117] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, pyridinyl and quinazolinyl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridinyl, 1-oxoisoindolinyl, 3-oxospiro[cyclopropane-1,1'-isoindolin]-yl, pyridinyl and quinazolinyl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0118] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisoindolin-5-yl, 1-oxoisoindolin-4-yl, 4-oxo-3,4-dihydroquinazolin-8-yl, 3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl, 1H-2-oxo-pyridin-4-yl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisoindolin-5-yl, 1-oxoisoindolin-4-yl, 4-oxo-3,4-dihydroquinazolin-8-yl, 3'-oxospiro[cyclopropane-1,1'-

isoindolin]-5'-yl, 1H-2-oxo-pyridin-4-yl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

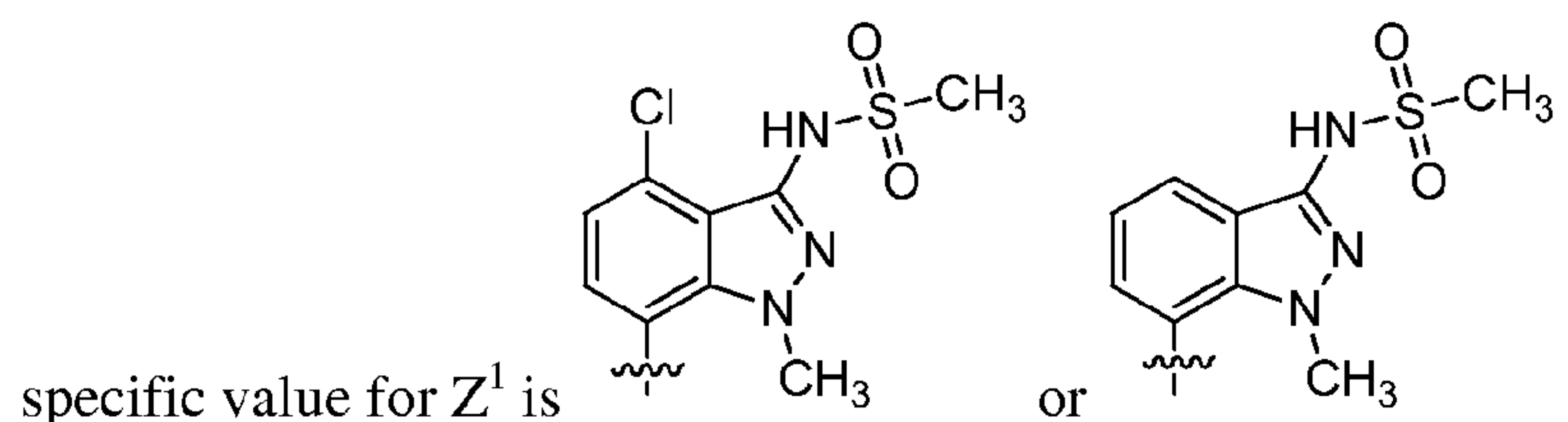
[0119] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisoindolin-5-yl, 1-oxoisoindolin-4-yl, 3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl, pyridin-4-yl and quinazolin-8-yl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisoindolin-5-yl, 1-oxoisoindolin-4-yl, 3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl, pyridin-4-yl and quinazolin-8-yl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups.

[0120] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisoindolin-5-yl, 1-oxoisoindolin-4-yl, 4-oxo-3,4-dihydroquinazolin-8-yl, 3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl, 1H-2-oxo-pyridin-4-yl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl as shown by the following formulas;



wherein any phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisoindolin-5-yl, 1-oxoisoindolin-4-yl, 4-oxo-3,4-dihydroquinazolin-8-yl, 3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl, 1H-2-oxo-pyridin-4-yl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl of Z^1 is optionally substituted with

one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} or Z^{1b} groups. A specific value for Z^1 is . A



[0121] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisindolin-5-yl, 1-oxoisindolin-4-yl, 4-oxo-3,4-dihydroquinazolin-8-yl, 3'-oxospiro[cyclopropane-1,1'-isindolin]-5'-yl, 1H-2-oxo-pyridin-4-yl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisindolin-5-yl, 1-oxoisindolin-4-yl, 4-oxo-3,4-dihydroquinazolin-8-yl, 3'-oxospiro[cyclopropane-1,1'-isindolin]-5'-yl, 1H-2-oxo-pyridin-4-yl and 2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0122] A specific value for Z^1 is selected from phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisindolin-5-yl, 1-oxoisindolin-4-yl, 3'-oxospiro[cyclopropane-1,1'-isindolin]-5'-yl, pyridin-4-yl and quinazolin-8-yl, wherein any phenyl, 1H-pyrrolo[2,3-b]pyridin-5-yl, 1-oxoisindolin-5-yl, 1-oxoisindolin-4-yl, 3'-oxospiro[cyclopropane-1,1'-isindolin]-5'-yl, pyridin-4-yl and quinazolin-8-yl of Z^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{1a} groups.

[0123] A specific group of compounds of formula I are compounds wherein Z^1 is not substituted with Z^{1b} .

[0124] A specific value for each Z^{1a} is independently selected from halogen, $-OR^{n1}$ and $-C(O)NR^{q1}R^{r1}$.

[0125] A specific value for each Z^{1a} is independently selected from halogen and $-C(O)NR^{q1}R^{r1}$.

[0126] A specific value for each R^{n1} , R^{q1} and R^{r1} are each H.

[0127] A specific value for each Z^{1a} is independently selected from halogen, $-OH$ and $-C(O)NH_2$.

[0128] A specific value for each Z^{1a} is independently selected from fluoro, $-OH$ and $-C(O)NH_2$.

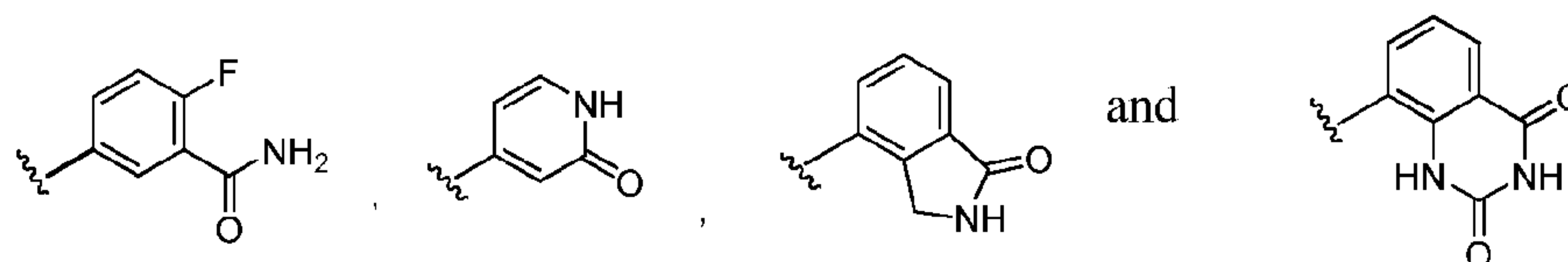
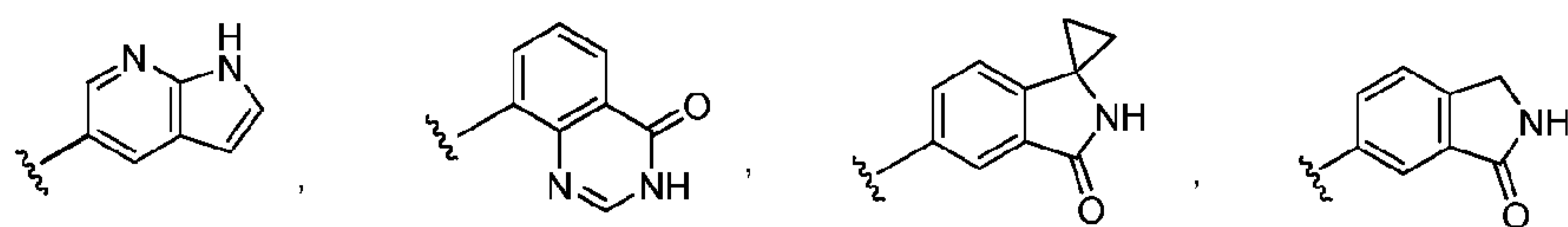
[0129] A specific value for R_{q1} and R_{r1} is H.

[0130] A specific value for each Z^{1a} is independently selected from halogen and $-NR^{n1}S(O)_2R^{p1}$.

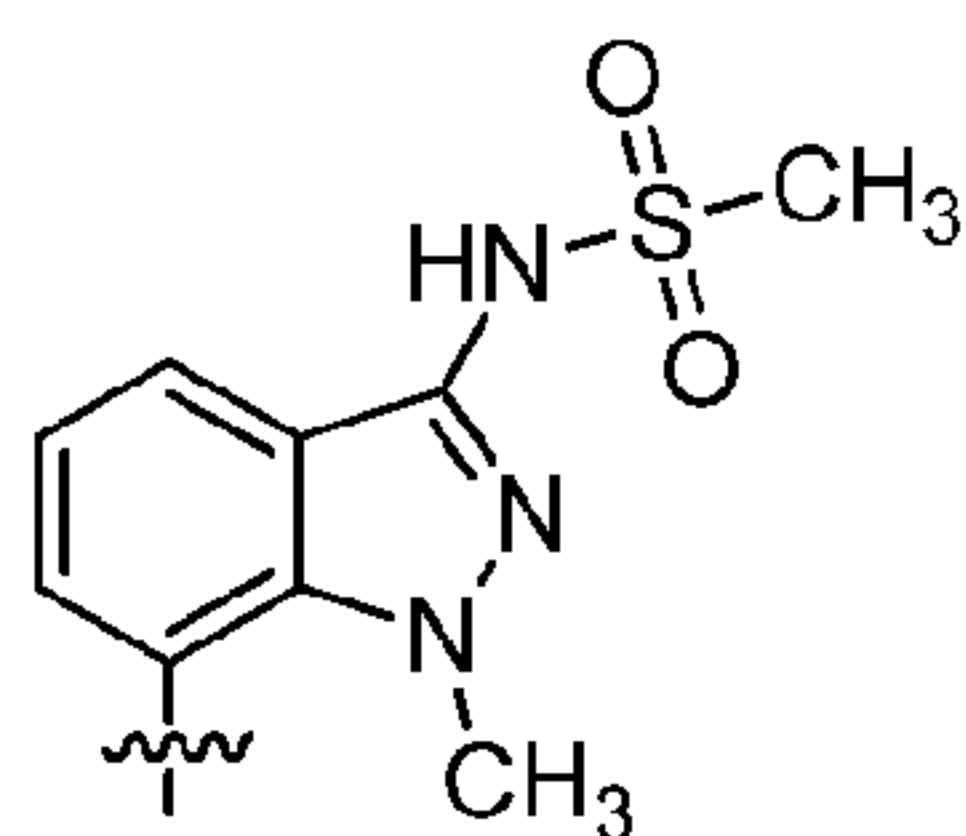
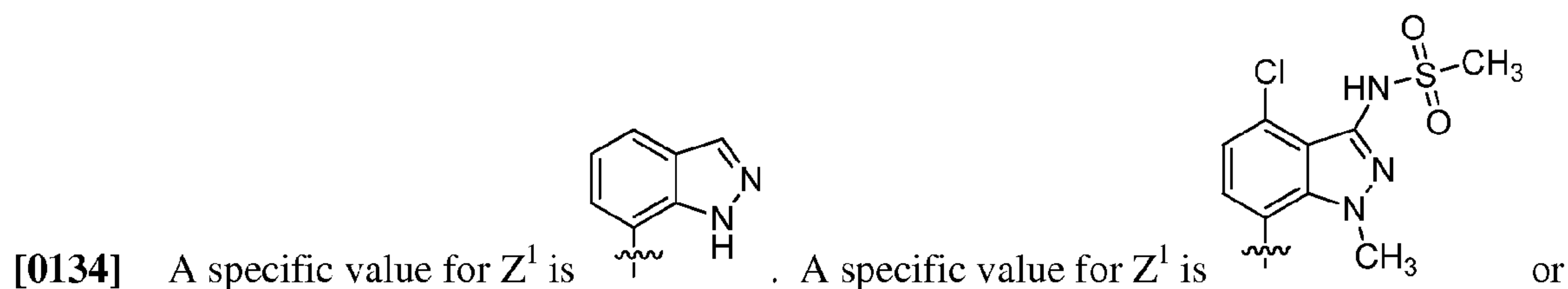
[0131] A specific value for each Z^{1b} is (C_1-C_8) alkyl, which may be same or different.

[0132] In certain embodiments, each Z^{1a} is independently selected from halogen and $-NR^{n1}S(O)_2R^{p1}$ and each Z^{1b} is (C_1-C_8) alkyl, which may be same or different..

[0133] A specific value for Z^1 is selected from:



and



[0135] A specific value for Z^2 is selected from (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle and $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl and 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0136] A specific value for Z^2 is selected from (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle and $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl and 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0137] A specific value for Z^2 is selected from (C_2-C_8) alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle and $-C(O)NR^{q3}R^{r3}$, wherein any phenyl, 5-6 membered C-linked-

monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl and 8-10 membered C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any (C₂-C₈)alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0138] A specific value for Z^2 is selected from (C₂-C₈)alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle and -C(O)NR^{q3}R^{r3}, wherein any phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl and 8-10 membered C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups, and wherein any (C₂-C₈)alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0139] A specific value for Z^2 is selected from (C₂-C₈)alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle and -C(O)NR^{q3}R^{r3}, wherein the 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl and 8-10 membered C-linked-bicyclic-heterocycle have 1-9 carbon atoms and 1-4 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered and C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any (C₂-C₈)alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0140] A specific value for Z^2 is selected from (C₂-C₈)alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle and -C(O)NR^{q3}R^{r3}, wherein the 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl and 8-10 membered C-linked-bicyclic-heterocycle have 1-9 carbon atoms and 1-4 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered and C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups, and wherein any (C₂-C₈)alkynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0141] A specific value for Z^2 is selected from 4-methylpentynyl, phenyl, pyridinyl, 1H-2-oxo-pyridinyl, triazolyl, 1-oxoisindolinyl, 1H-pyrrolo[2,3-b]pyridinyl and -C(O)NR^{q3}R^{r3}, wherein any phenyl, pyridinyl, 1H-2-oxo-pyridinyl, triazolyl, 1-oxoisindolinyl and 1H-

pyrrolo[2,3-b]pyridinyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any 4-methylpentynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0142] A specific value for Z^2 is selected from 4-methylpentynyl, phenyl, pyridinyl, 1H-2-oxo-pyridinyl, triazolyl, 1-oxoisindolinyl, 1H-pyrrolo[2,3-b]pyridinyl and $-C(O)NR^{q3}R^{r3}$, wherein any phenyl, pyridinyl, 2-oxopyridinyl, triazolyl, 1-oxoisindolinyl and 1H-pyrrolo[2,3-b]pyridinyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups, and wherein any 4-methylpentynyl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0143] A specific value for Z^2 is selected from 4-methylpentyn-1-yl, phenyl, pyridin-4-yl, 1H-2-oxo-pyridin-2-yl, triazol-4-yl, 1-oxoisindolin-6-yl, 1H-pyrrolo[2,3-b]pyridine-5-yl and $-C(O)NR^{q3}R^{r3}$, wherein any phenyl, pyridin-4-yl, 1H-2-oxo-pyridin-2-yl, triazol-4-yl, 1-oxoisindolin-6-yl and 1H-pyrrolo[2,3-b]pyridine-5-yl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2b} or Z^{2c} groups, and wherein any 4-methylpentyn-1-yl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0144] A specific value for Z^2 is selected from 4-methylpentyn-1-yl, phenyl, pyridin-4-yl, 1H-2-oxo-pyridin-2-yl, triazol-4-yl, 1-oxoisindolin-6-yl, 1H-pyrrolo[2,3-b]pyridine-5-yl and $-C(O)NR^{q3}R^{r3}$, wherein any phenyl, pyridin-4-yl, 1H-2-oxo-pyridin-2-yl, triazol-4-yl, 1-oxoisindolin-6-yl and 1H-pyrrolo[2,3-b]pyridine-5-yl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups, and wherein any 4-methylpentyn-1-yl of Z^2 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^{2c} groups.

[0145] A specific group of compounds of formula I are compounds wherein each Z^2 is not substituted with Z^{2b} .

[0146] A specific group of compounds of formula I are compounds wherein each Z^2 is optionally substituted with one or more Z^{2c} groups.

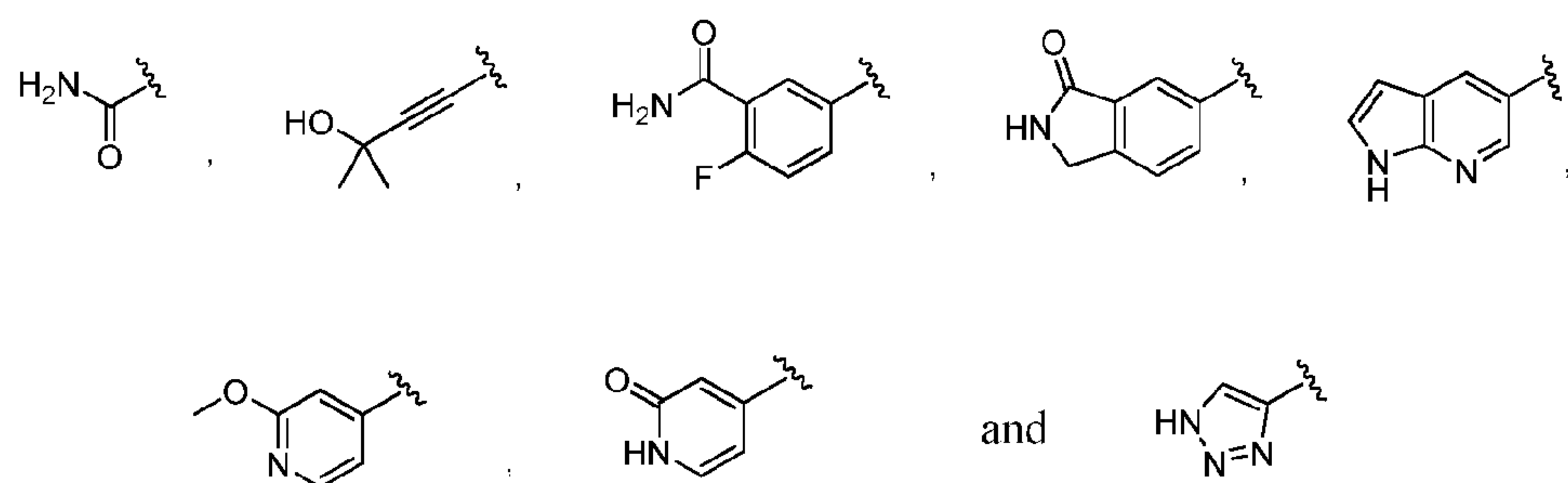
[0147] A specific value for each Z^{2c} is independently selected from halogen, $-OR_{n4}$ and $-C(O)NR_{q4}R_{r4}$.

[0148] A specific group of compounds of formula I are compounds wherein R^{n4} is H or methyl, and R^{q4} and R^{r4} are each H.

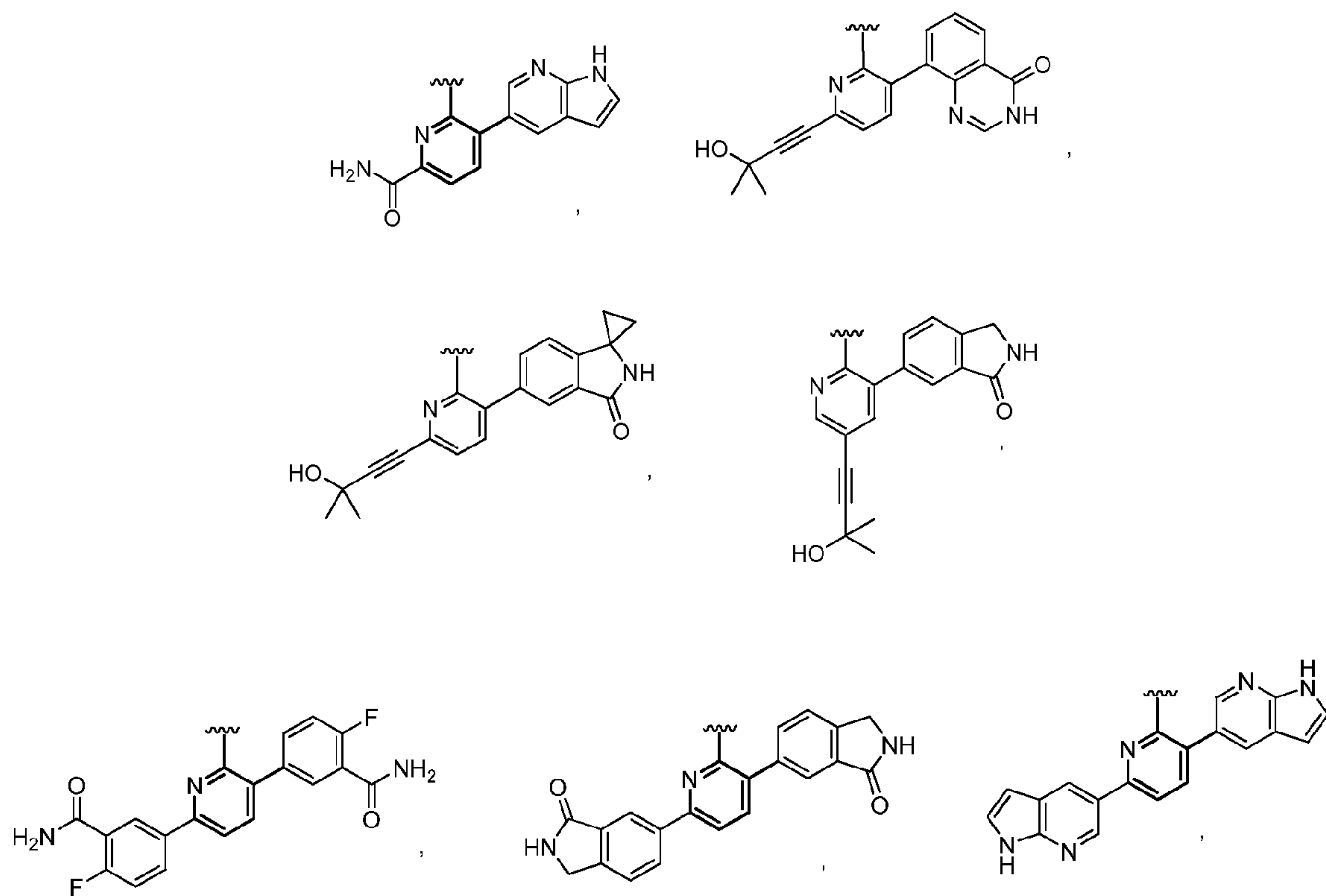
[0149] A specific value for R^{n4} is H or methyl.

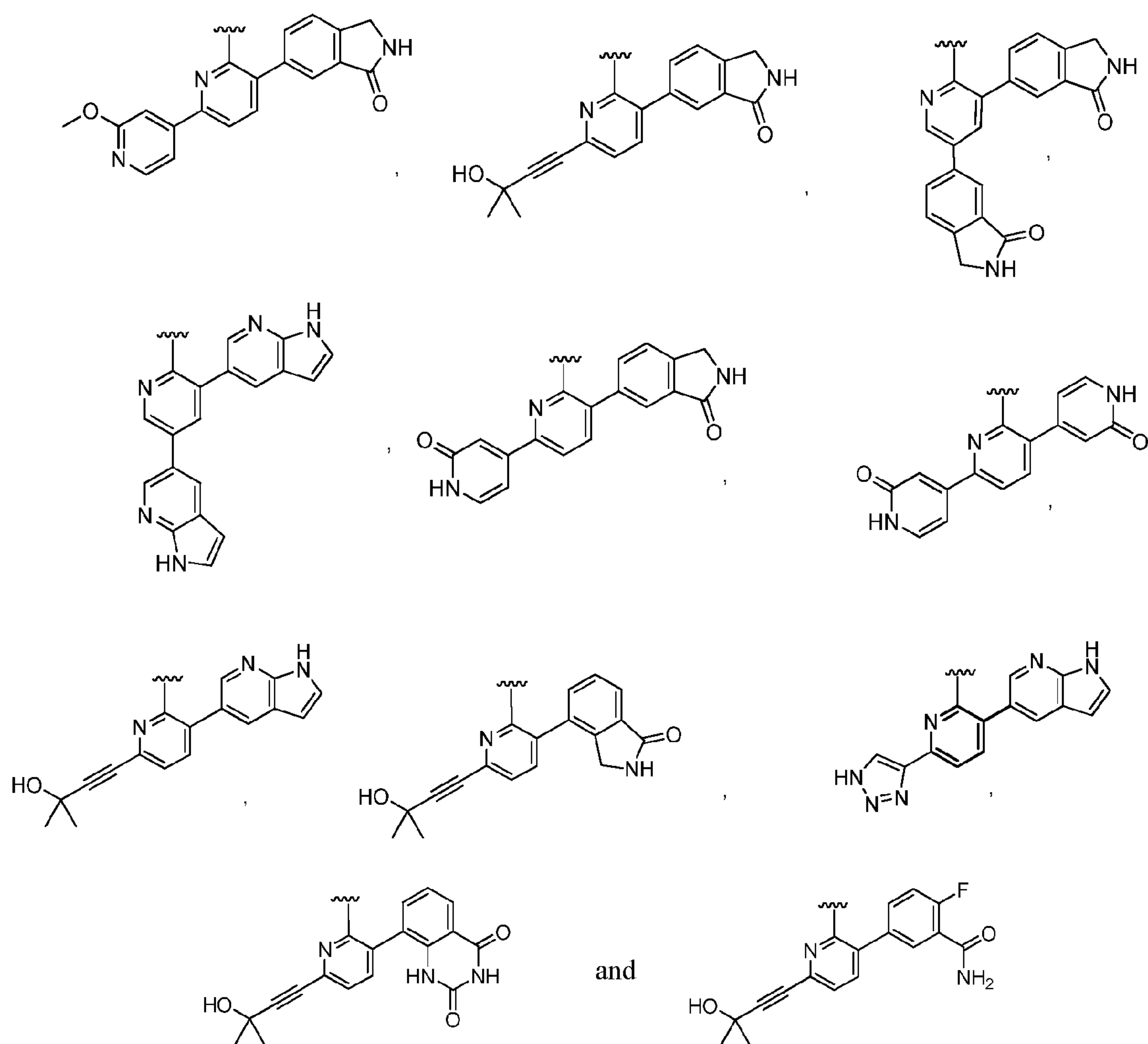
[0150] A specific value for each R^{q4} and R^{r4} is H.

[0151] A specific value for Z^2 is selected from:

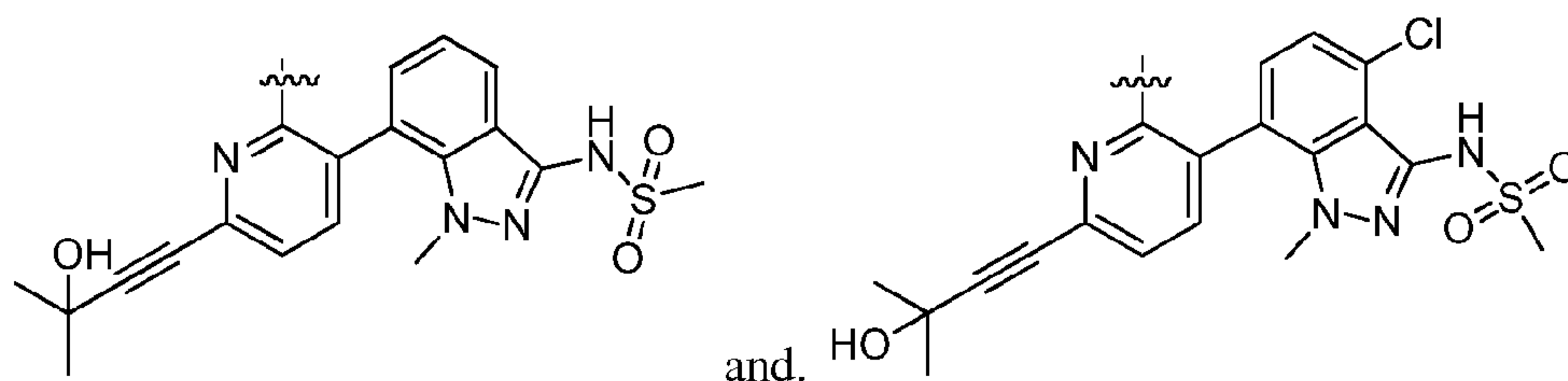


[0152] A specific value for A-Z¹ is selected from:





[0153] A specific value for A-Z¹ is selected from:



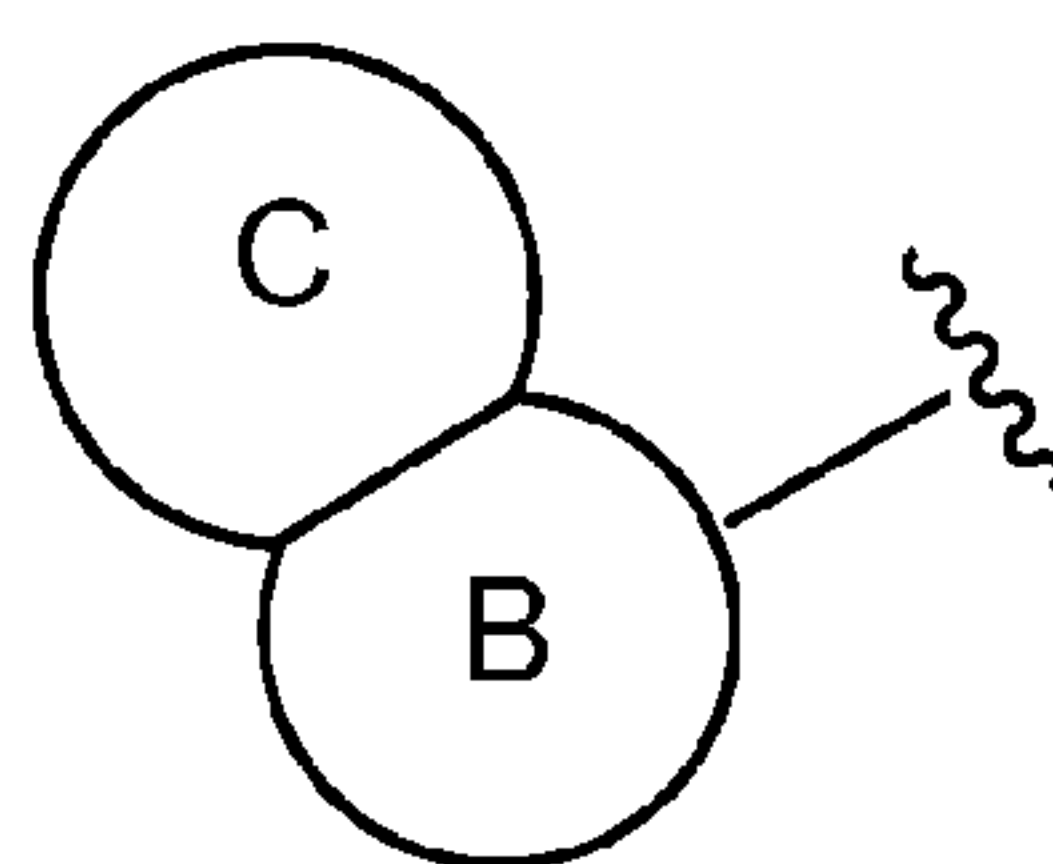
[0154] A specific value for R¹ is a 5-12 membered heteroaryl, wherein any 5-12 membered heteroaryl of R¹ is optionally substituted with one or more (e.g., 1, 2, 3, 4, or 5) Z⁴ groups.

[0155] A specific value for R¹ is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R¹ is optionally substituted with one or more (e.g., 1, 2, 3, 4, or 5) Z⁴ groups.

[0156] A specific value for R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl have 4-10 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4, or 5) Z^4 groups.

[0157] A specific value for R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl contains at least one partially unsaturated ring, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0158] A specific value for R^1 has the following formula IIa:



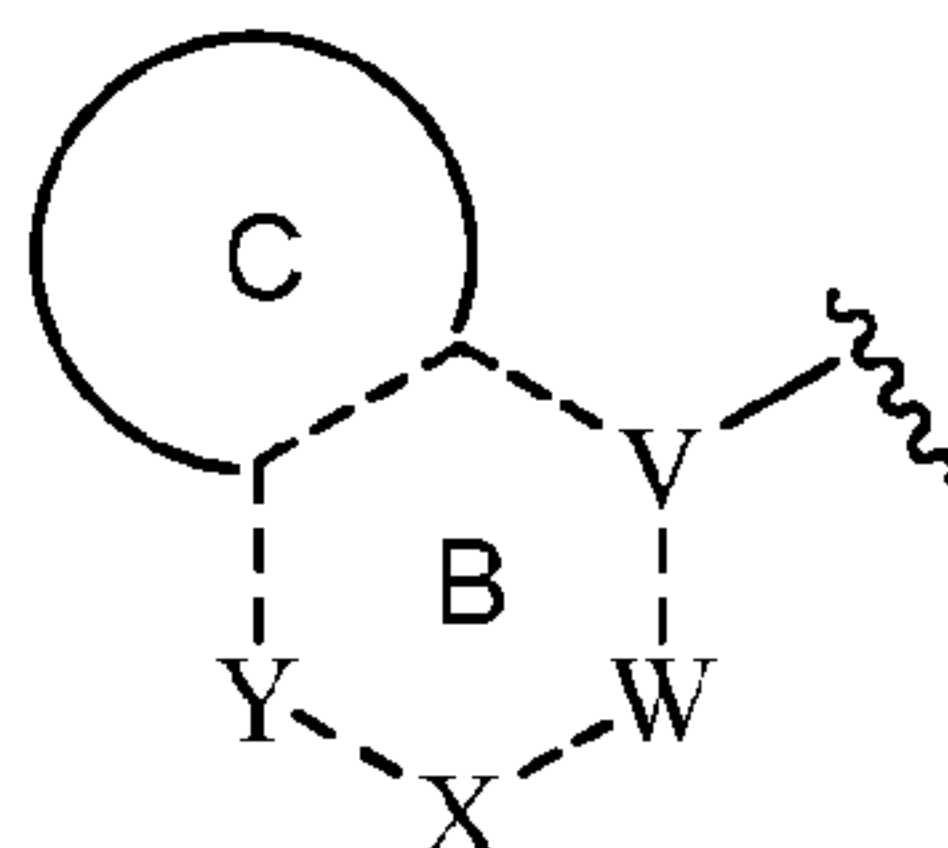
IIa

wherein:

C together with the two carbon atoms of ring B to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle of C is optionally substituted with one or more (e.g. 1, 2, 3, 4 or 5) Z^4 groups; and

B is a 5 or 6 membered monocyclic-heteroaryl with 1, 2 or 3 nitrogen atoms, wherein B is optionally substituted with one or more or (e.g. 1, 2, 3, 4 or 5) Z^4 groups.

[0159] A specific value for R^1 has the following IIb:



IIb

wherein:

C together with the two carbon atoms of ring B to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle of C is optionally substituted with one or more (e.g. 1, 2, 3, 4 or 5) Z^4 groups; and

B is a 5 or 6 membered monocyclic-heteroaryl having 1, 2 or 3 nitrogen atoms;

V is C or N;

W is CZ^{4c} , NZ^{4c} or N;

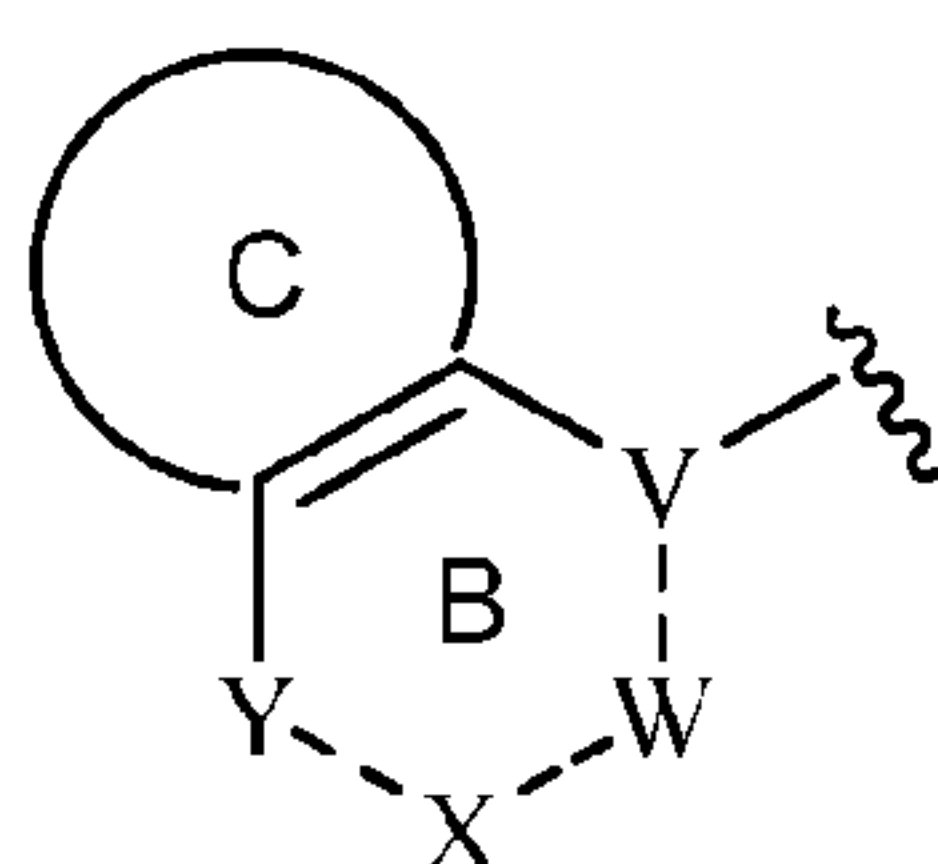
X is CZ^{4c} , NZ^{4c} or N;

Y is CZ^{4c} , N or absent;

the dashed bonds are selected from single bonds and double bonds, wherein the dashed bonds, V, W, X and Y are selected so that the 5 or 6 membered monocyclic-heteroaryl B is aromatic; and

each Z^{4c} is independently selected from H or Z^4 .

[0160] A specific value for R^1 has the following formula IIc:



IIc

wherein:

C together with the two carbon atoms of ring B to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle of C is optionally substituted with one or more (e.g. 1, 2, 3, 4 or 5) Z^4 groups; and

B is a 5 or 6 membered monocyclic-heteroaryl having 1, 2 or 3 nitrogen atoms;

V is C or N;

W is CZ^{4c} or N;

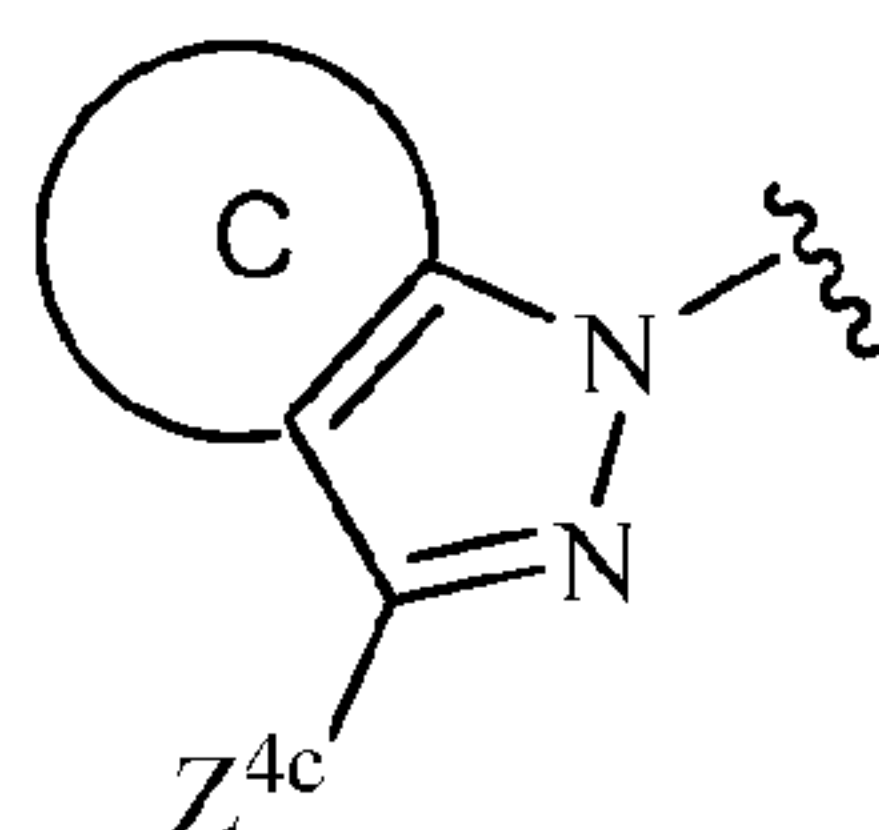
X is CZ^{4c} , NZ^{4c} or N;

Y is CZ^{4c} , N or absent;

the dashed bonds are selected from single bonds and double bonds, wherein the dashed bonds, V, W, X and Y are selected so that the 5 or 6 membered monocyclic-heteroaryl B is aromatic; and

each Z^{4c} is independently selected from H or Z^4 .

[0161] A specific value for R^1 has the following R^1 has the following formula IId:



IId

wherein:

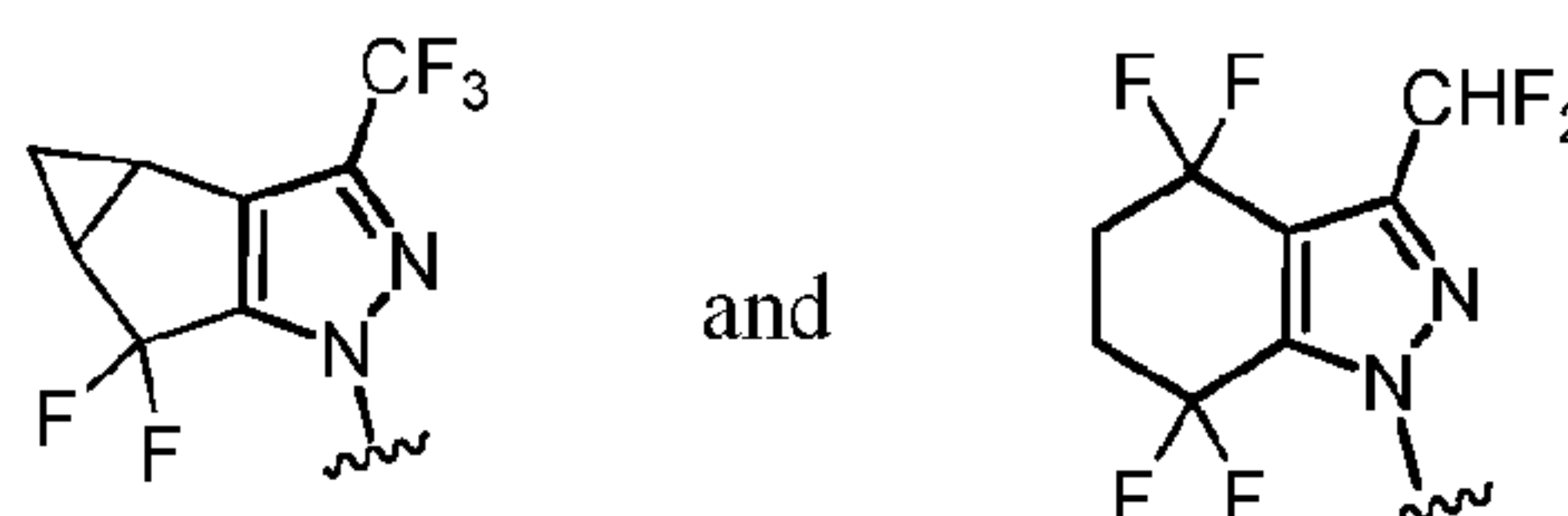
C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-9 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-9 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-9 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-9 membered bicyclic heterocycle of C is optionally substituted with one or more (e.g. 1, 2, 3, 4 or 5) Z^4 groups; and

each Z^{4c} is independently selected from H or Z^4 .

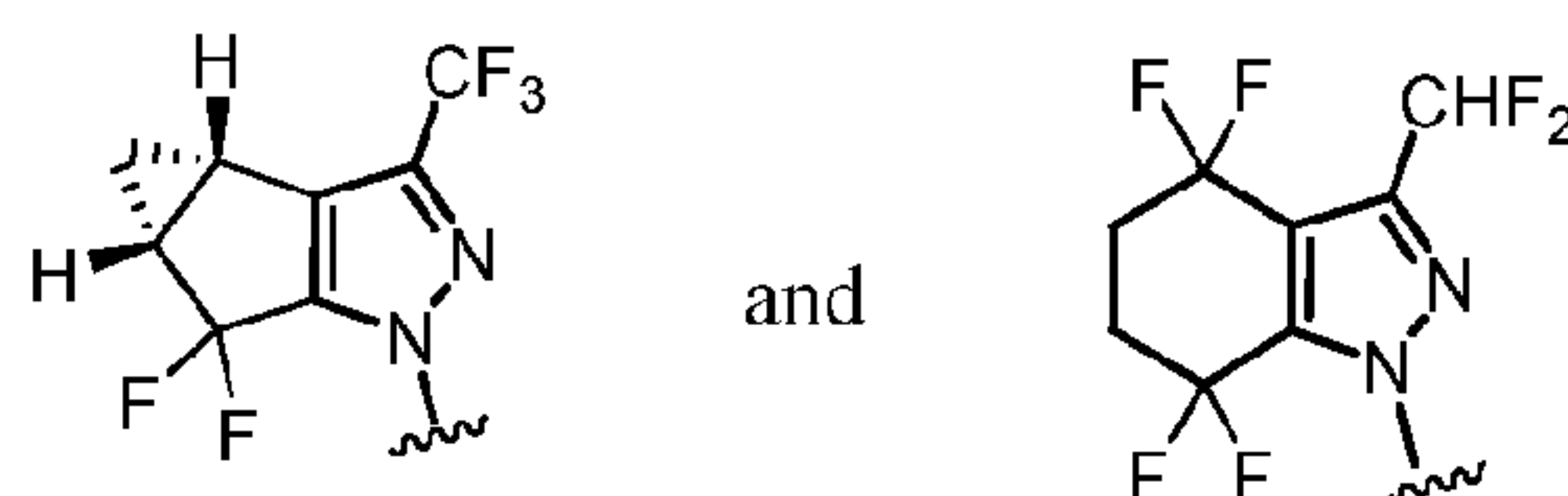
[0162] A specific value for each Z^4 is independently selected from (C_1-C_6) alkyl and halogen, wherein any (C_1-C_6) alkyl of Z^4 is optionally substituted with one or more (e.g., 1, 2, 3, 4, or 5) halogen.

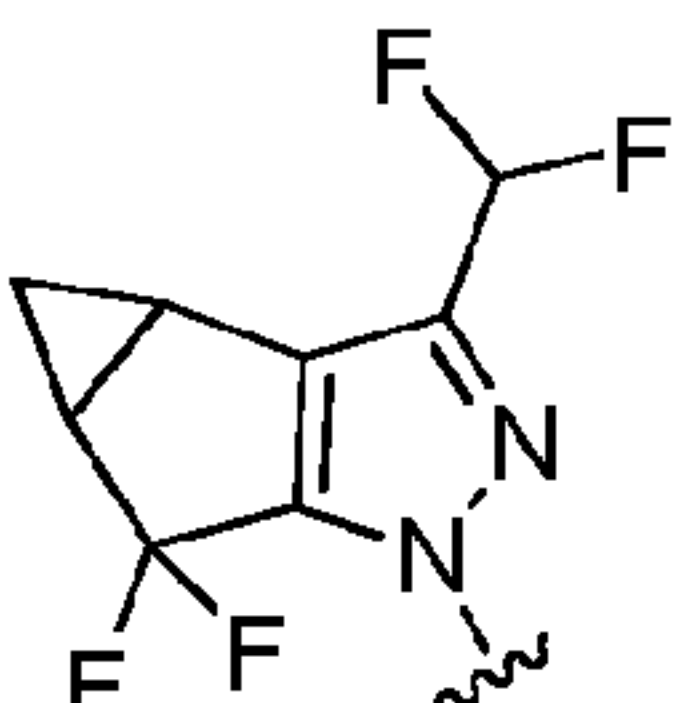
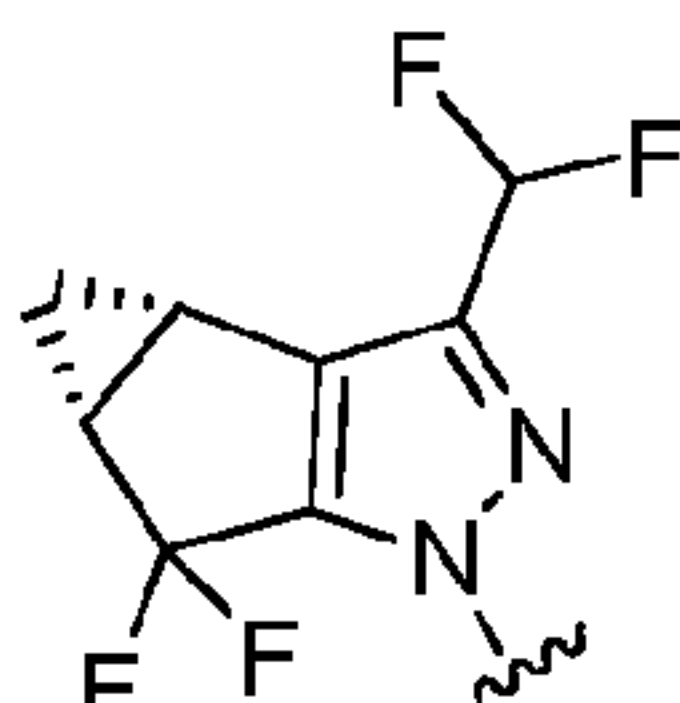
[0163] A specific value for each Z^4 is independently selected from fluoro, trifluoromethyl and difluoromethyl.

[0164] A specific value for R^1 is selected from:



[0165] A specific value for R^1 is selected from:



[0166] A specific value for R^1 is . A specific value for R^1 is .

[0167] A specific value for R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl has 4-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0168] A specific value for R^1 is a 8-12 membered bicyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl has 6-9 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0169] A specific value for R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl has 6-9 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0170] A specific value for R^1 is selected from indolyl and 4,5,6,7-tetrahydro-indazolyl, wherein any indolyl and 4,5,6,7-tetrahydro-indazolyl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0171] A specific value for R^1 is selected from indolyl, 4,5,6,7-tetrahydro-indazolyl, 3b,4,4a,5-tetrahydro-cyclopropa[3,4]cyclopenta[1,2-c]pyrazole and 1,4,5,5a,6,6a-hexahydrocyclopropa[g]indazole, wherein any indolyl, 4,5,6,7-tetrahydro-indazolyl, 3b,4,4a,5-tetrahydro-cyclopropa[3,4]cyclopenta[1,2-c]pyrazole and 1,4,5,5a,6,6a-

hexahydrocyclopropa[g]indazole of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0172] A specific value for R^1 is selected from indol-3-yl and 4,5,6,7-tetrahydro-1H-indazol-1-yl, wherein any indol-3-yl and 4,5,6,7-tetrahydro-1H-indazol-1-yl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

[0173] A specific value for R^1 is selected from indol-3-yl, 4,5,6,7-tetrahydro-1H-indazol-1-yl, 3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl and 1,4,5,5a,6,6a-hexahydrocyclopropa[g]indazol-1-yl, wherein any indol-3-yl, 4,5,6,7-tetrahydro-1H-indazol-1-yl, 3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl and 1,4,5,5a,6,6a-hexahydrocyclopropa[g]indazol-1-yl of R^1 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) Z^4 groups.

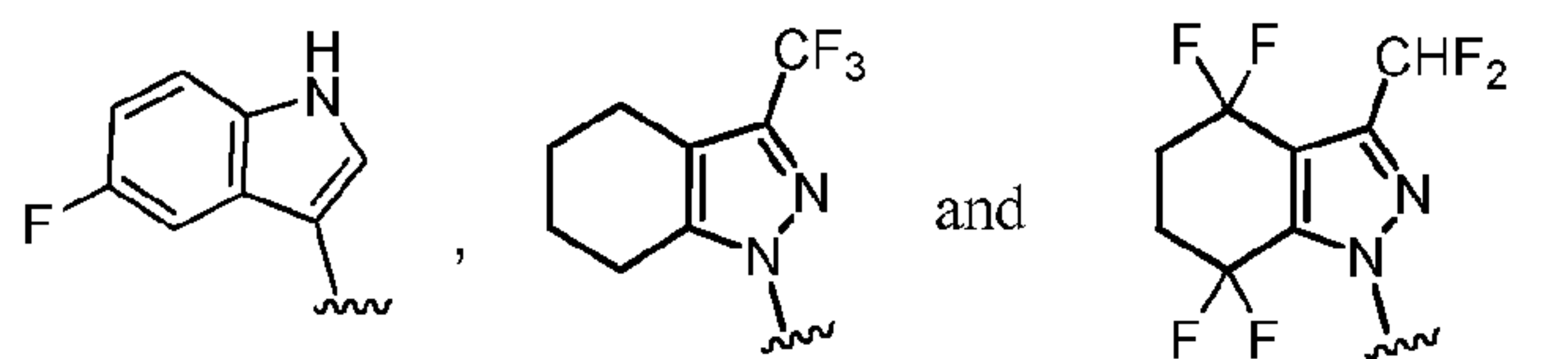
[0174] A specific value for each Z^4 is independently selected from (C_1-C_6) alkyl and halogen, wherein any (C_1-C_6) alkyl of Z^4 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) halogen.

[0175] A specific value for each Z^4 is independently selected from (C_1-C_6) alkyl, -CN and halogen, wherein any (C_1-C_6) alkyl of Z^4 is optionally substituted with one or more (e.g., 1, 2, 3, 4 or 5) halogen.

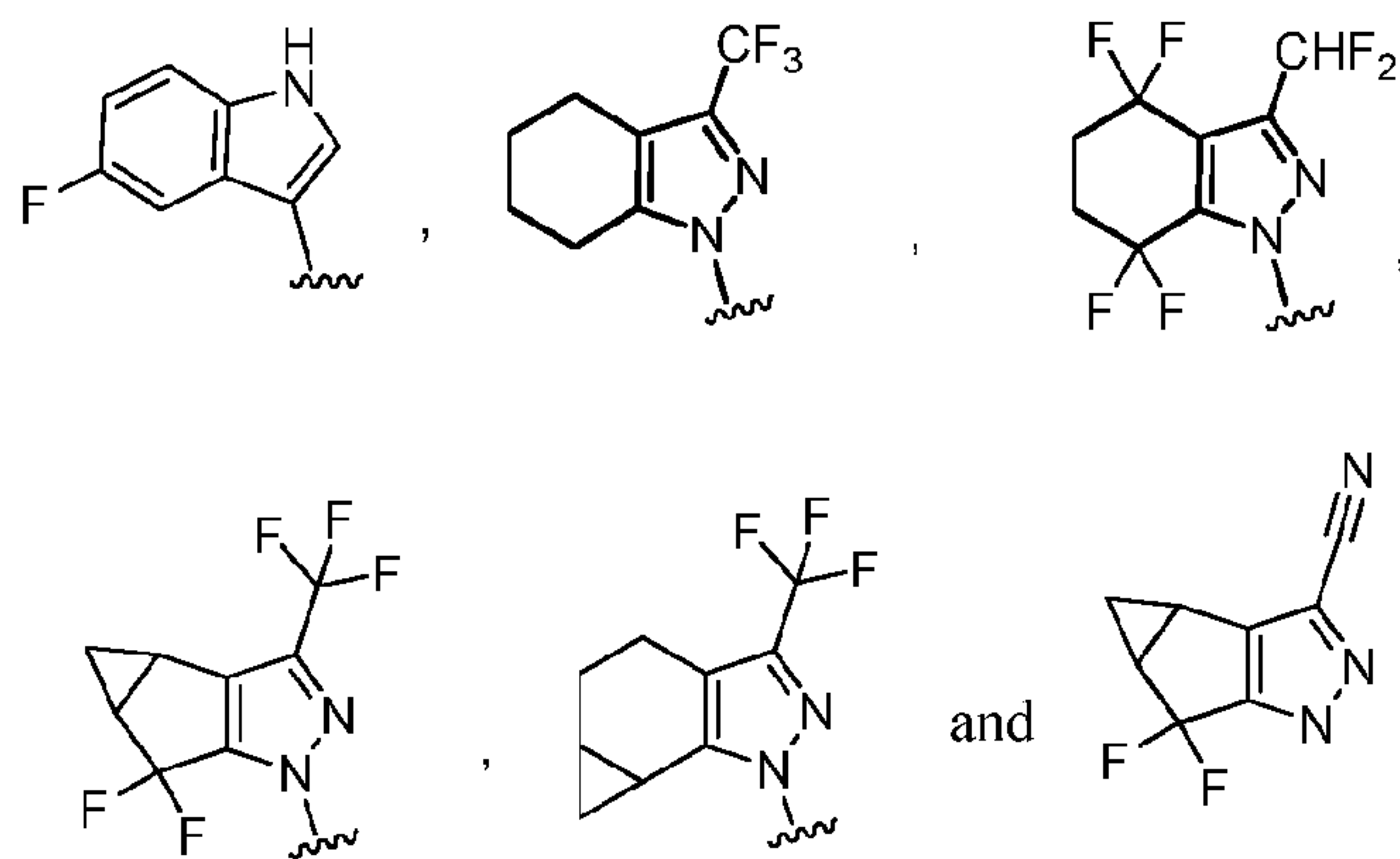
[0176] A specific value for each Z^4 is independently selected from fluoro, trifluoromethyl and difluoromethyl.

[0177] A specific value for each Z^4 is independently selected from fluoro, trifluoromethyl, -CN and difluoromethyl.

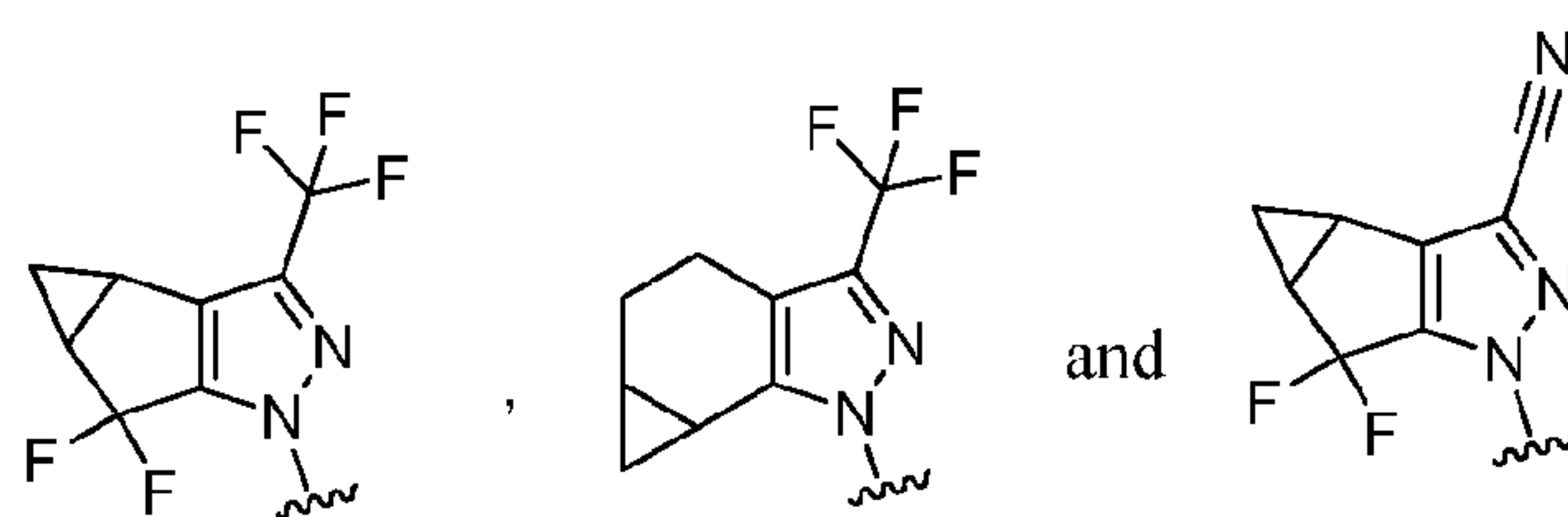
[0178] A specific value for R^1 is selected from:

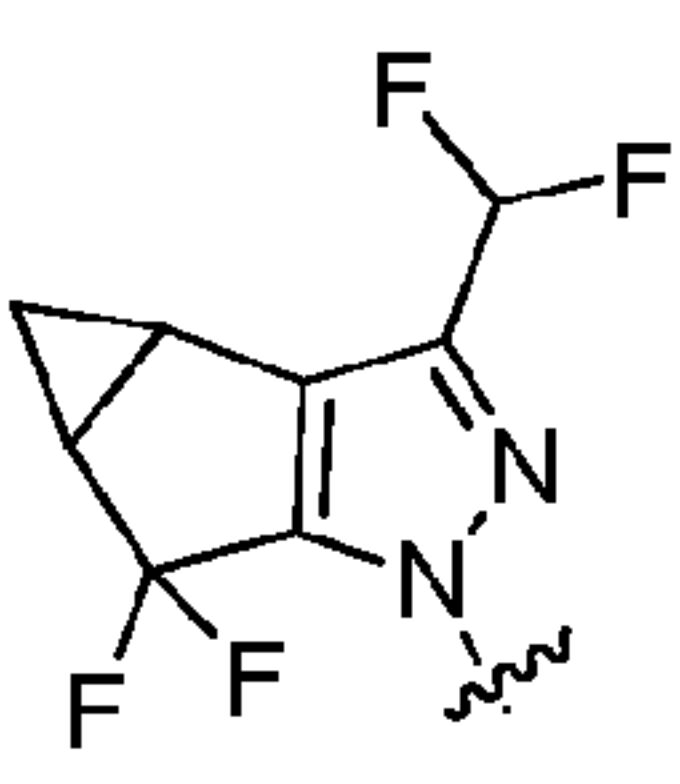
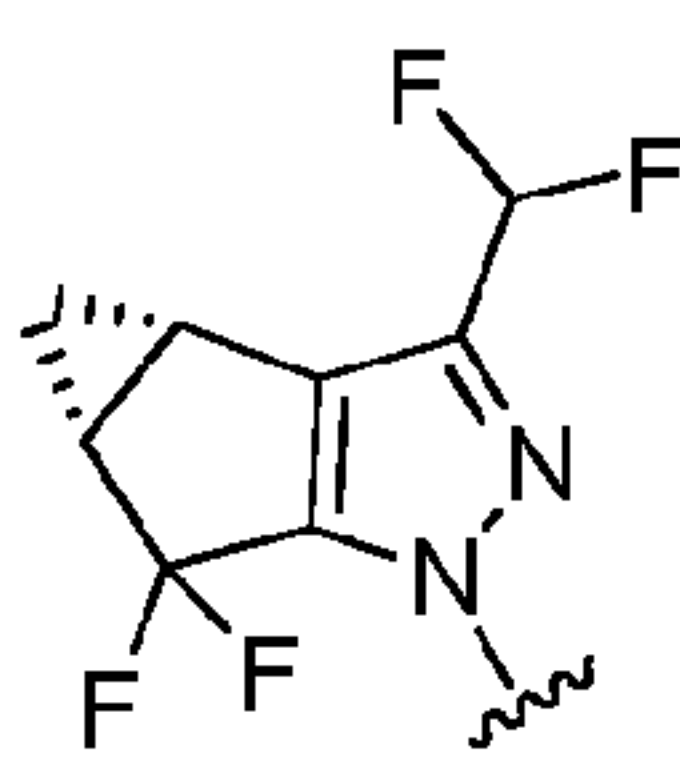


[0179] A specific value for R^1 is selected from:



[0180] A specific value for R^1 is selected from:



[0181] A specific value for R^1 is . A specific value for R^1 is .

[0182] In one variation of formula I, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and R^1 is a 5-12 membered heteroaryl, optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and each Z^4 is independently fluoro, trifluoromethyl, or difluoromethyl.

[0183] In one variation of formula I, A is pyridinyl; and R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups.

[0184] In one variation of formula I, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and R² is 3,5-difluorophenyl. In another variation, A is pyridinyl; and R² is 3,5-difluorophenyl. In another variation, A is pyrimidinyl; and R² is 3,5-difluorophenyl. In another variation, A is pyrazinyl; and R² is 3,5-difluorophenyl. In another variation, A is pyridazinyl; and R² is 3,5-difluorophenyl.

[0185] In one variation of formula I, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is phenyl, optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl, wherein any 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle wherein any 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0186] In one variation of formula I, A is pyridinyl; and Z¹ is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl; and Z¹ is phenyl, optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl; and Z¹ is 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl, wherein any 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl; and Z¹ is 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle wherein any 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0187] In one variation of formula I, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyridinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyrimidinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyrazinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyridazinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

[0188] In one variation of formula I, A is pyridinyl substituted with one Z^1 moiety, one Z^2 moiety and no (zero) Z^3 moieties; and Z^2 is (C_2-C_8) alkynyl or aryl, which Z^2 may be optionally substituted as provided by formula I. In another variation, A is pyridinyl substituted with one Z^1 moiety, one Z^2 moiety and no (zero) Z^3 moieties; and Z^2 is (C_2-C_8) alkynyl, which Z^2 may be optionally substituted as provided by formula I. In a particular variation, A is pyridinyl substituted with one Z^1 moiety, one Z^2 moiety at the position alpha to the nitrogen atom of the

pyridinyl ring, and no (zero) Z^3 moieties, wherein Z^2 is (C_2-C_8) alkynyl, which Z^2 may be optionally substituted as provided by formula I.

[0189] In one variation of formula I, R^1 is a 5-12 membered heteroaryl optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different; and Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0190] In one variation of formula I, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle wherein any 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0191] In one variation of formula I, R^1 is a 5-12 membered heteroaryl optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle,

or $-\text{C}(\text{O})\text{NR}^{\text{q3}}\text{R}^{\text{r3}}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{b}}$ or $\text{Z}^{2\text{c}}$ groups, and wherein any $(\text{C}_2\text{-C}_8)$ alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{c}}$ group.

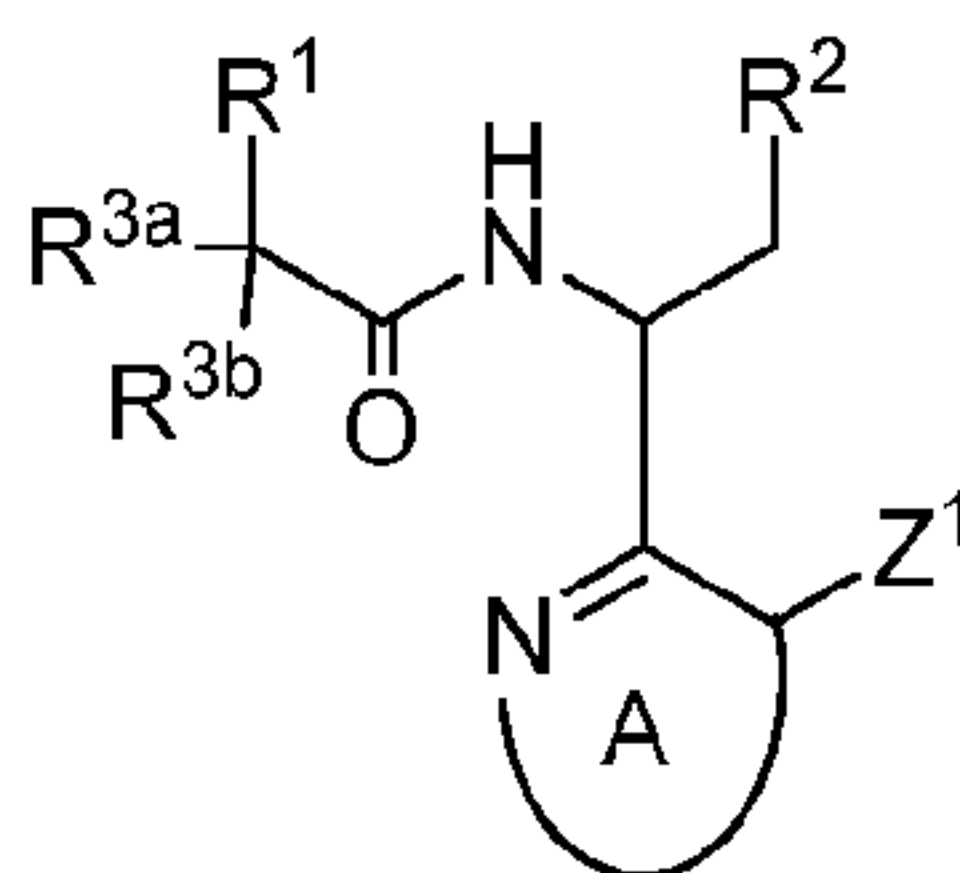
[0192] In one variation of formula I, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{1\text{a}}$ groups; and Z^2 is $(\text{C}_2\text{-C}_8)$ alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-\text{C}(\text{O})\text{NR}^{\text{q3}}\text{R}^{\text{r3}}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{b}}$ or $\text{Z}^{2\text{c}}$ groups, and wherein any $(\text{C}_2\text{-C}_8)$ alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{c}}$ groups.

[0193] In one variation of formula I, Z^1 is bicyclic-heteroaryl optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{1\text{a}}$ groups; and Z^2 is $(\text{C}_2\text{-C}_8)$ alkynyl optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{c}}$ groups.

[0194] In one variation of formula I, R^1 is a 5-12 membered heteroaryl; Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{1\text{a}}$ groups; and Z^2 is $(\text{C}_2\text{-C}_8)$ alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-\text{C}(\text{O})\text{NR}^{\text{q3}}\text{R}^{\text{r3}}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{b}}$ or $\text{Z}^{2\text{c}}$ groups, and wherein any $(\text{C}_2\text{-C}_8)$ alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 $\text{Z}^{2\text{c}}$ groups.

Compounds of formula III.

[0195] The present disclosure provides compounds of formula III:



III

wherein

A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups, wherein the Z^3 groups are the same or different;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

R^2 is phenyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each R^{3a} and R^{3b} is independently H or (C_1-C_3) alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C_3-C_7) carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, $-OR^{n1}$, $-OC(O)R^{p1}$, $-OC(O)NR^{q1}R^{r1}$, $-SR^{n1}$, $-S(O)R^{p1}$, $-S(O)_2OH$, $-S(O)_2R^{p1}$, $-S(O)_2NR^{q1}R^{r1}$, $-NR^{q1}R^{r1}$, $-NR^{n1}COR^{p1}$, $-NR^{n1}CO_2R^{p1}$, $-NR^{n1}CONR^{q1}R^{r1}$, $-NR^{n1}S(O)_2R^{p1}$, $-NR^{n1}S(O)_2OR^{p1}$, $-NR^{n1}S(O)_2NR^{q1}R^{r1}$, $-C(O)R^{n1}$, $-C(O)OR^{n1}$, $-C(O)NR^{q1}R^{r1}$ and $-S(O)_2NR^{n1}COR^{p1}$, wherein any (C_3-C_7) carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C_1-C_8) alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, $-NH_2$, $-C(O)NR^{q2}R^{r2}$, or (C_1-C_8) heteroalkyl;

each Z^{1d} is independently (C_1-C_8) alkyl or (C_1-C_8) haloalkyl;

each R^{n1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, $-C(O)R^{n3}$, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups are the same or different, and wherein any (C_2-C_8) alkenyl or (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each R^{n3} is independently H or (C_1-C_4) alkyl;

each R^{q3} and R^{r3} is independently H or (C_1-C_4) alkyl;

each Z^{2b} is independently oxo, (C_1-C_4) alkyl, (C_1-C_4) heteroalkyl, or (C_1-C_4) haloalkyl;

each Z^{2c} is independently oxo, halogen, $-CN$, $-OR^{n4}$, $-OC(O)R^{p4}$, $-OC(O)NR^{q4}R^{r4}$, $-SR^{n4}$, $-S(O)R^{p4}$, $-S(O)_2OH$, $-S(O)_2R^{p4}$, $-S(O)_2NR^{q4}R^{r4}$, $-NR^{q4}R^{r4}$, $-NR^{n4}COR^{p4}$, $-NR^{n4}CO_2R^{p4}$, $-NR^{n4}CONR^{q4}R^{r4}$, $-NR^{n4}S(O)_2R^{p4}$, $-NR^{n4}S(O)_2OR^{p4}$, $-NR^{n4}S(O)_2NR^{q4}R^{r4}$, $-NO_2$, $-C(O)R^{n4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$;

each R^{n4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{p4} is independently (C_1-C_8) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each Z^3 is independently a (C_1-C_4) heteroalkyl or halogen;

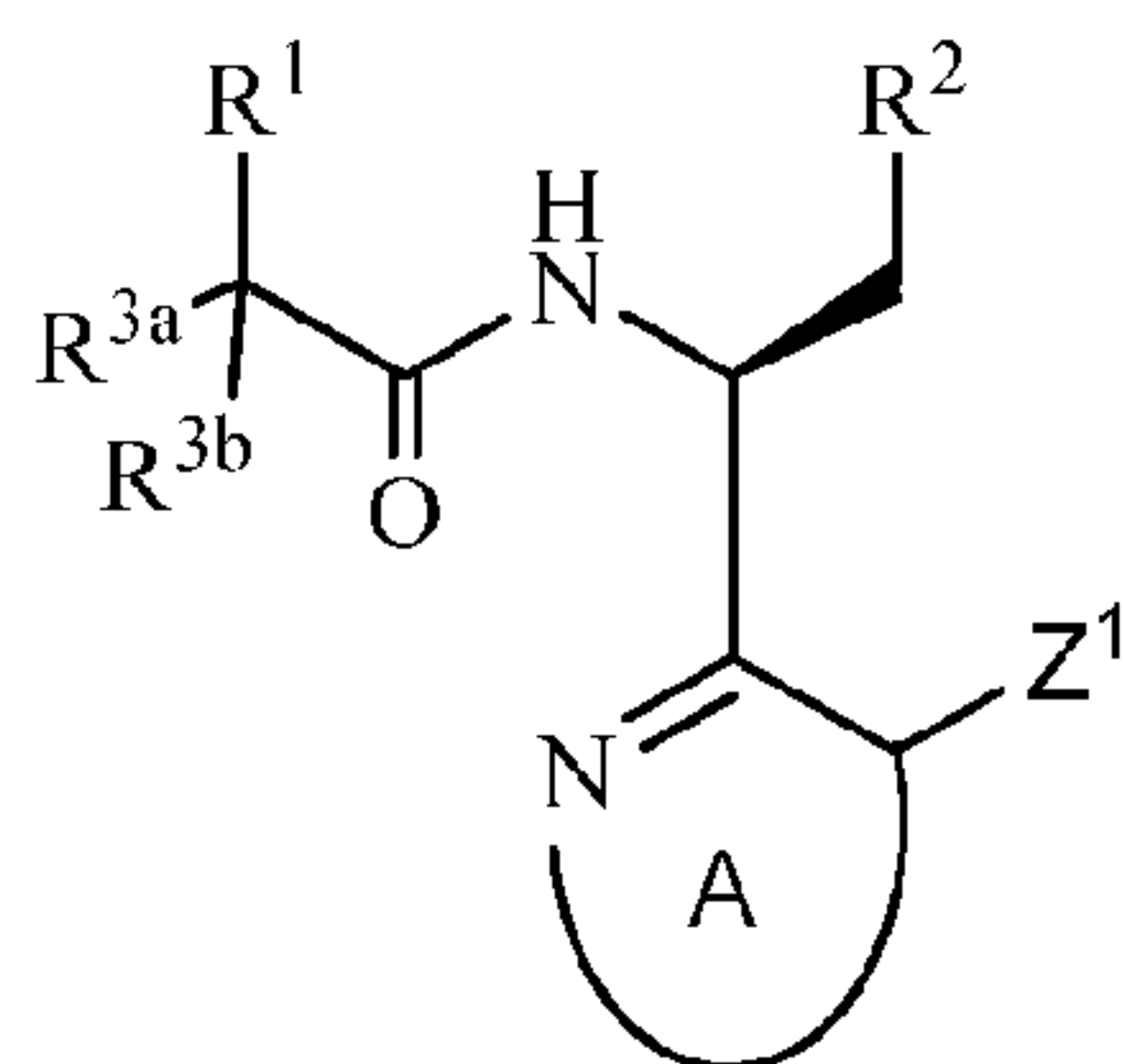
each Z^4 is independently oxo, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, halogen, $-CN$, $-OR^{n5}$, $-NR^{q5}R^{r5}$, $-NR^{n5}COR^{p5}$, $-NR^{n5}CO_2R^{p5}$, $-C(O)R^{n5}$, $-C(O)OR^{n5}$, or $-C(O)NR^{q5}R^{r5}$, wherein any (C_3-C_7) carbocycle or (C_1-C_8) alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, $-CN$, or $-OR^{n6}$; and

each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C_1-C_4) alkyl;

or a pharmaceutically acceptable salt thereof.

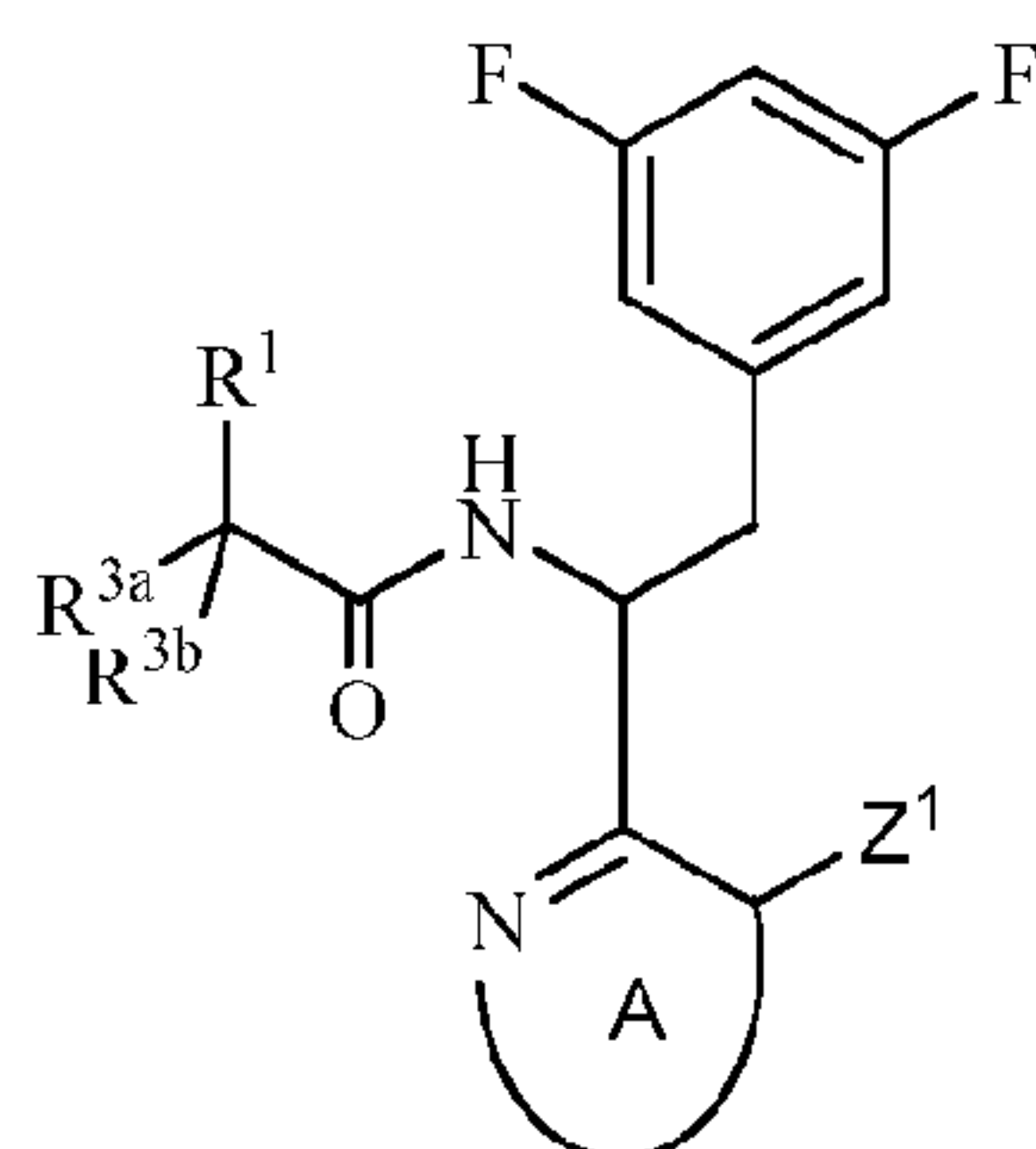
[0196] In certain embodiments, a compound of formula III is a compound of formula IIIa.



IIIa

or a pharmaceutically acceptable salt thereof.

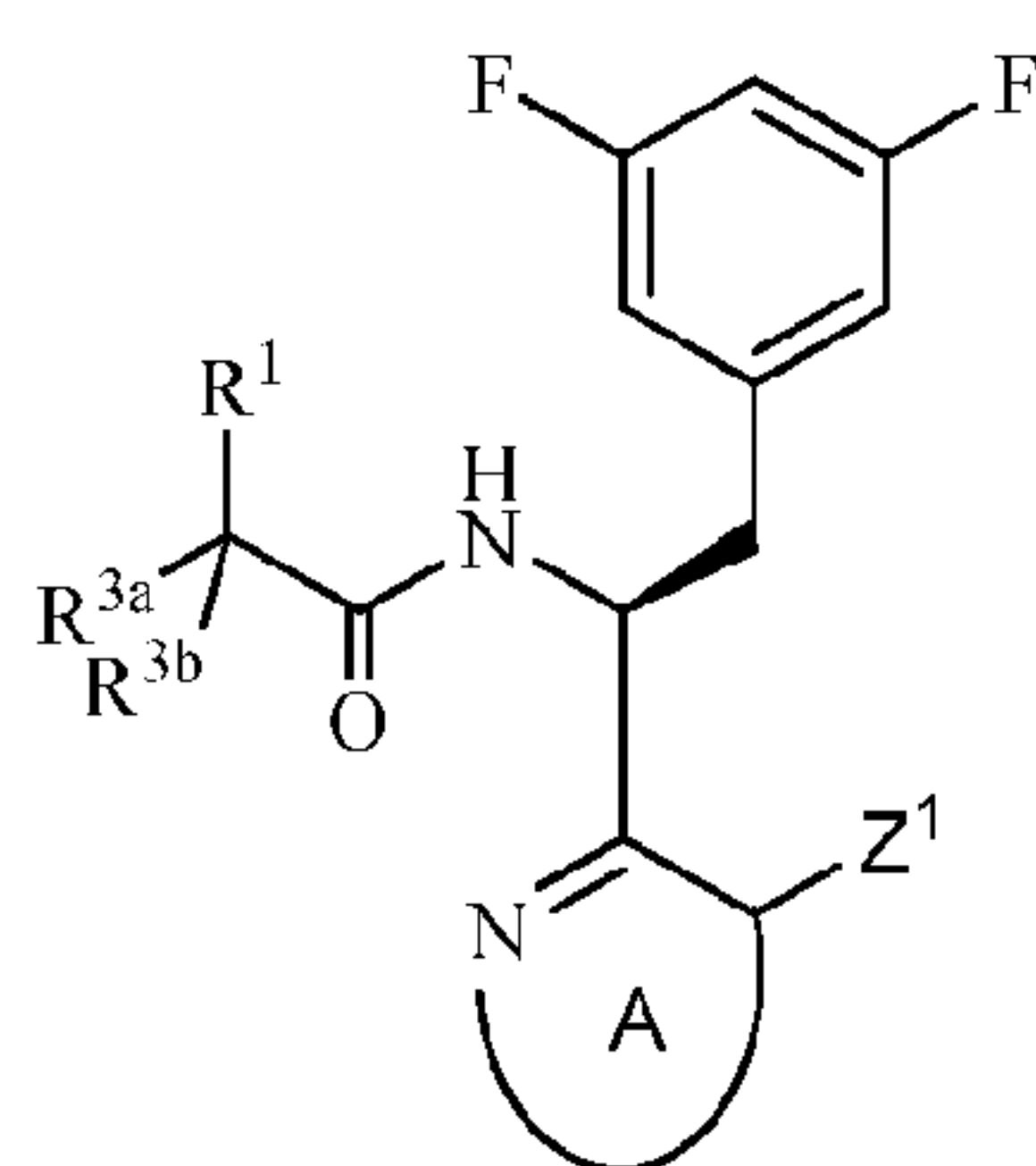
[0197] In certain embodiments, a compound of formula III is a compound of formula IIIb.



IIIb

or a pharmaceutically acceptable thereof.

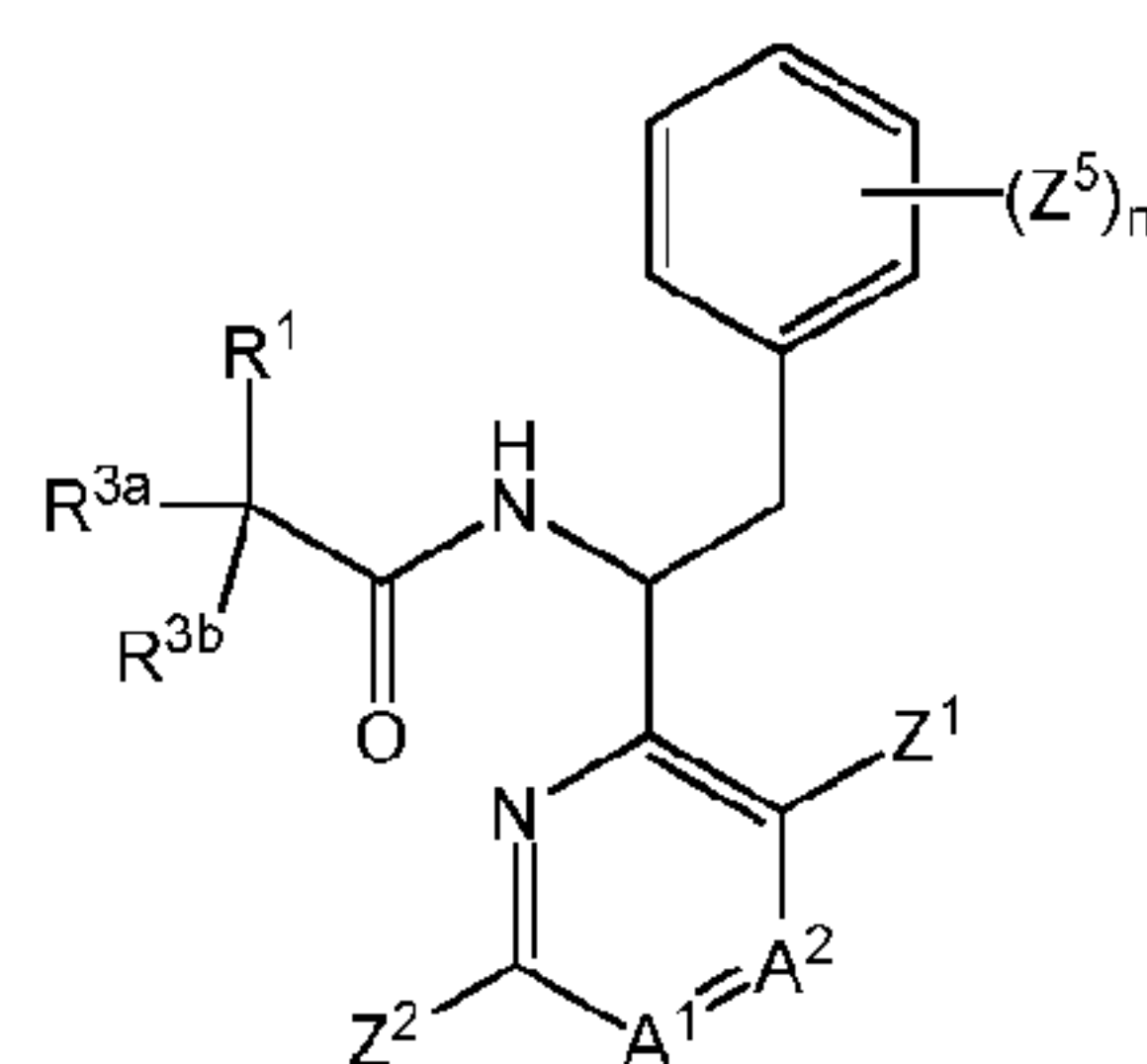
[0198] In certain embodiments, a compound of formula III is a compound of formula IIIc.



IIIc

or a pharmaceutically acceptable thereof.

[0199] The present disclosure provides compounds of formula III d:



III d

wherein

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

each R^{3a} and R^{3b} is independently H or (C_1-C_3) alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C_3-C_7) carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, $-OR^{n1}$, $-OC(O)R^{p1}$, $-OC(O)NR^{q1}R^{r1}$, $-SR^{n1}$, $-S(O)R^{p1}$, $-S(O)_2OH$, $-S(O)_2R^{p1}$, $-S(O)_2NR^{q1}R^{r1}$, $-NR^{q1}R^{r1}$, $-NR^{n1}COR^{p1}$, $-NR^{n1}CO_2R^{p1}$, $-NR^{n1}CONR^{q1}R^{r1}$, $-NR^{n1}S(O)_2R^{p1}$, $-NR^{n1}S(O)_2OR^{p1}$, $-NR^{n1}S(O)_2NR^{q1}R^{r1}$, $-C(O)R^{n1}$, $-C(O)OR^{n1}$, $-C(O)NR^{q1}R^{r1}$ and $-S(O)_2NR^{n1}COR^{p1}$, wherein any (C_3-C_7) carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C_1-C_8) alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, $-NH_2$, $-C(O)NR^{q2}R^{r2}$, or (C_1-C_8) heteroalkyl;

each Z^{1d} is independently (C_1-C_8) alkyl or (C_1-C_8) haloalkyl;

each R^{n1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally

substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, $-C(O)R^{n3}$, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups are the same or different, and wherein any (C_2-C_8) alkenyl or (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each R^{n3} is independently H or (C_1-C_4) alkyl;

each R^{q3} and R^{r3} is independently H or (C_1-C_4) alkyl;

each Z^{2b} is independently oxo, (C_1-C_4) alkyl, (C_1-C_4) heteroalkyl or (C_1-C_4) haloalkyl;

each Z^{2c} is independently oxo, halogen, $-CN$, $-OR^{n4}$, $-OC(O)R^{p4}$, $-OC(O)NR^{q4}R^{r4}$, $-SR^{n4}$, $-S(O)R^{p4}$, $-S(O)_2OH$, $-S(O)_2R^{p4}$, $-S(O)_2NR^{q4}R^{r4}$, $-NR^{q4}R^{r4}$, $-NR^{n4}COR^{p4}$, $-NR^{n4}CO_2R^{p4}$, $-NR^{n4}CONR^{q4}R^{r4}$, $-NR^{n4}S(O)_2R^{p4}$, $-NR^{n4}S(O)_2OR^{p4}$, $-NR^{n4}S(O)_2NR^{q4}R^{r4}$, $-NO_2$, $-C(O)R^{n4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$;

each R^{n4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{p4} is independently (C_1-C_8) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C_1-C_4) alkyl, (C_1-C_4) haloalkyl, or (C_1-C_4) heteroalkyl;

each Z^3 is independently a (C_1-C_4) heteroalkyl;

each Z^4 is independently oxo, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, halogen, $-CN$, $-OR^{n5}$, $-NR^{q5}R^{r5}$, $-NR^{n5}COR^{p5}$, $-NR^{n5}CO_2R^{p5}$, $-C(O)R^{n5}$, $-C(O)OR^{n5}$, or $-C(O)NR^{q5}R^{r5}$, wherein any (C_3-C_7) carbocycle or (C_1-C_8) alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, $-CN$, or $-OR^{n6}$;

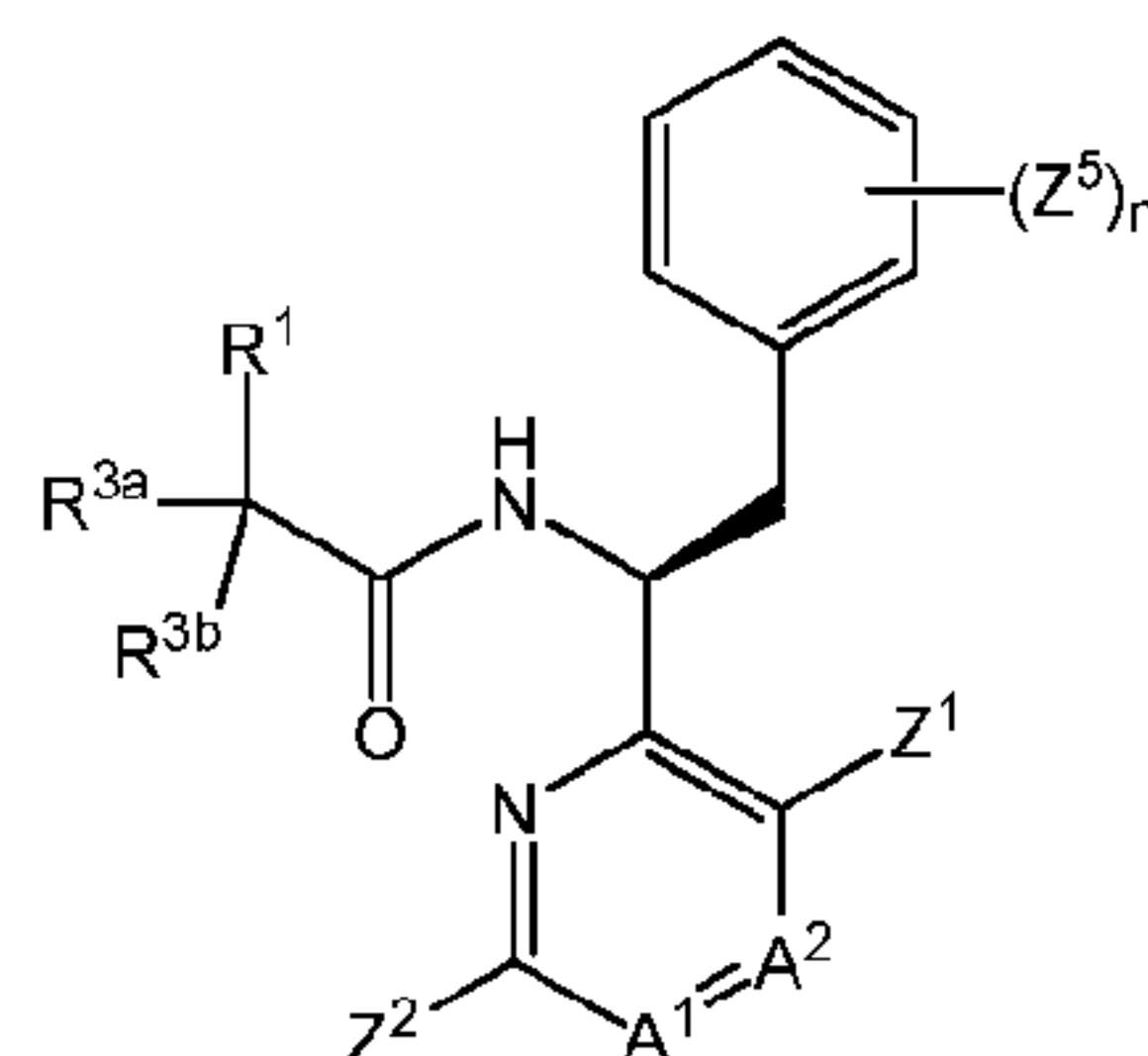
each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C_1-C_4) alkyl;

each Z^5 is independently halogen, which may be same or different; and

n is 0, 1, 2, or 3;

or a pharmaceutically acceptable salt thereof.

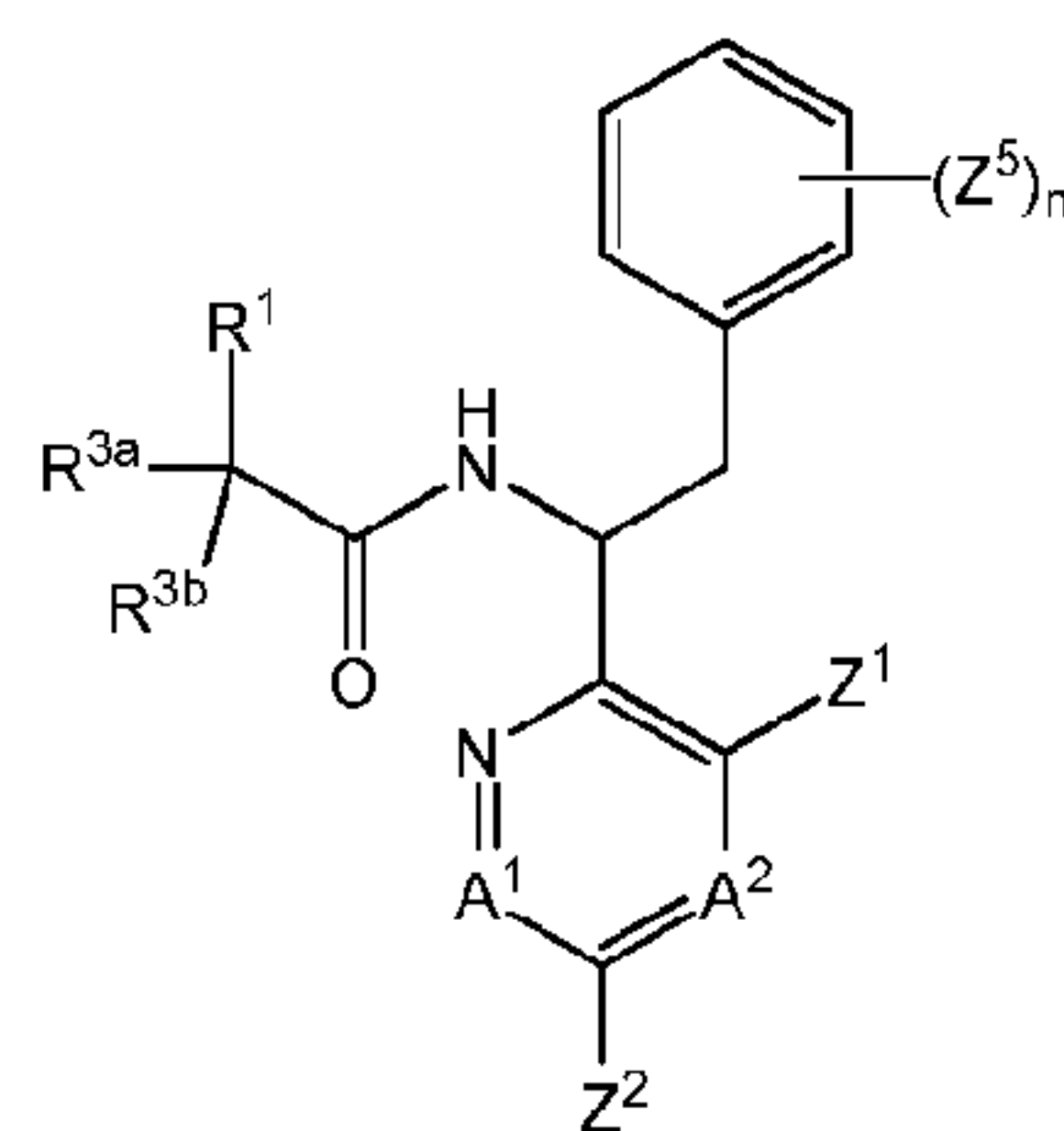
[0200] In certain embodiments, a compound of formula IIIe is a compound of formula IIIe.



IIIe

or a pharmaceutically acceptable salt thereof.

[0201] The present disclosure provides compounds of formula IIIf:



IIIf

wherein

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

each R^{3a} and R^{3b} is independently H or (C₁-C₃)alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or

7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, -C(O) R^{n3} , or -C(O)NR^{q3} R^{r3} , wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups are the same or different, and wherein any (C₂-C₈)alkenyl or (C₂-C₈)alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each R^{n3} is independently H or (C₁-C₄)alkyl;

each R^{q3} and R^{r3} is independently H or (C₁-C₄)alkyl;

each Z^{2b} is independently oxo, (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl or (C₁-C₄)haloalkyl;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, -OC(O) R^{p4} , -OC(O)NR^{q4} R^{r4} , -SRⁿ⁴, -S(O) R^{p4} , -S(O)₂OH, -S(O)₂ R^{p4} , -S(O)₂NR^{q4} R^{r4} , -NR^{q4} R^{r4} , -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂ R^{p4} , -NRⁿ⁴CONR^{q4} R^{r4} , -NRⁿ⁴S(O)₂ R^{p4} , -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4} R^{r4} , -NO₂, -C(O) R^{n4} , -C(O)ORⁿ⁴, or -C(O)NR^{q4} R^{r4} ;

each R^{n4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each Z^3 is independently a (C₁-C₄)heteroalkyl;

each Z^4 is independently oxo, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -NR^{q5} R^{r5} , -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂ R^{p5} , -C(O) R^{n5} , -C(O)ORⁿ⁵, or -C(O)NR^{q5} R^{r5} , wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, -CN, or -ORⁿ⁶;

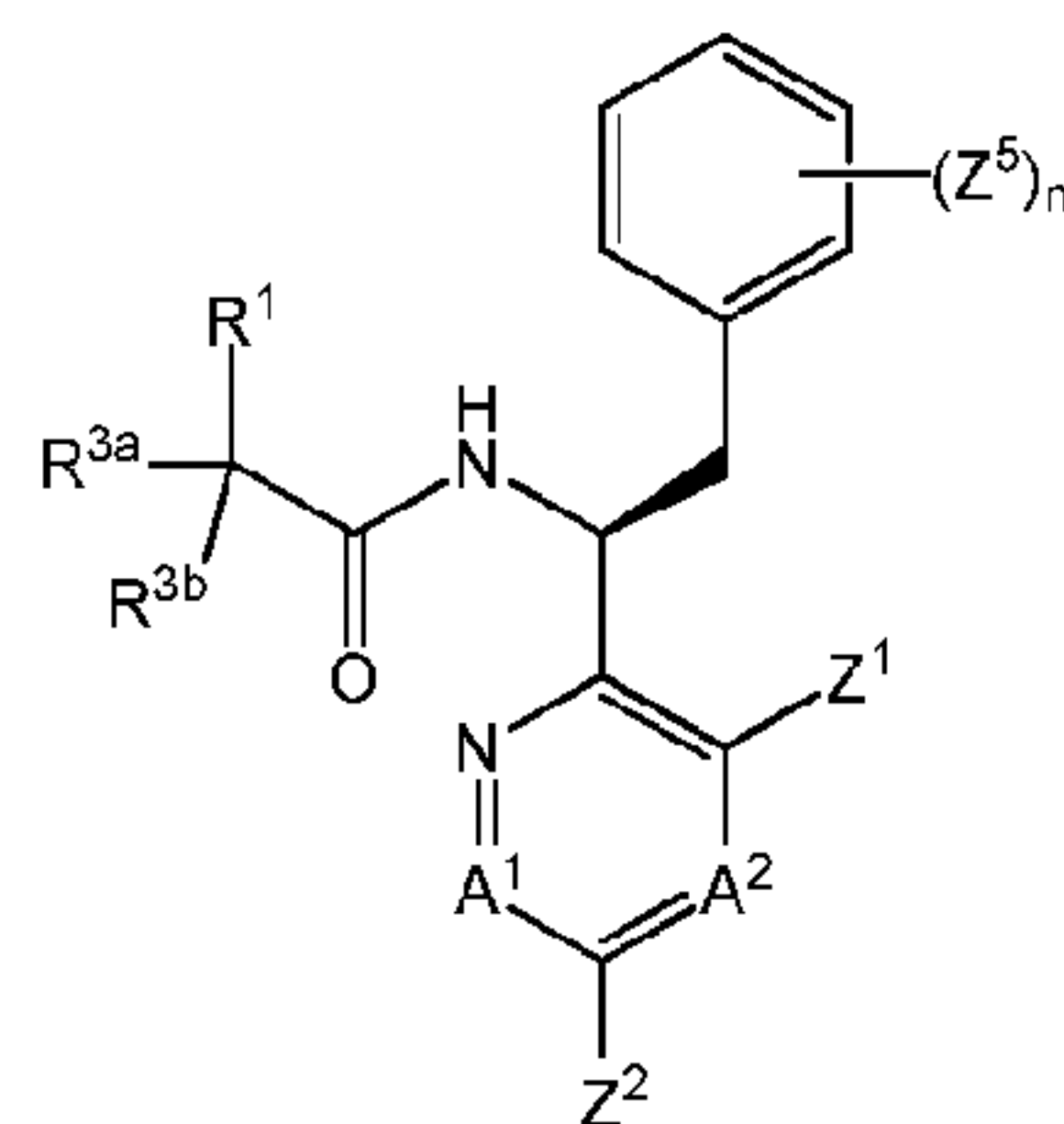
each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C₁-C₄)alkyl;

each Z^5 is independently halogen, which may be same or different; and

n is 0, 1, 2, or 3;

or a pharmaceutically acceptable salt thereof.

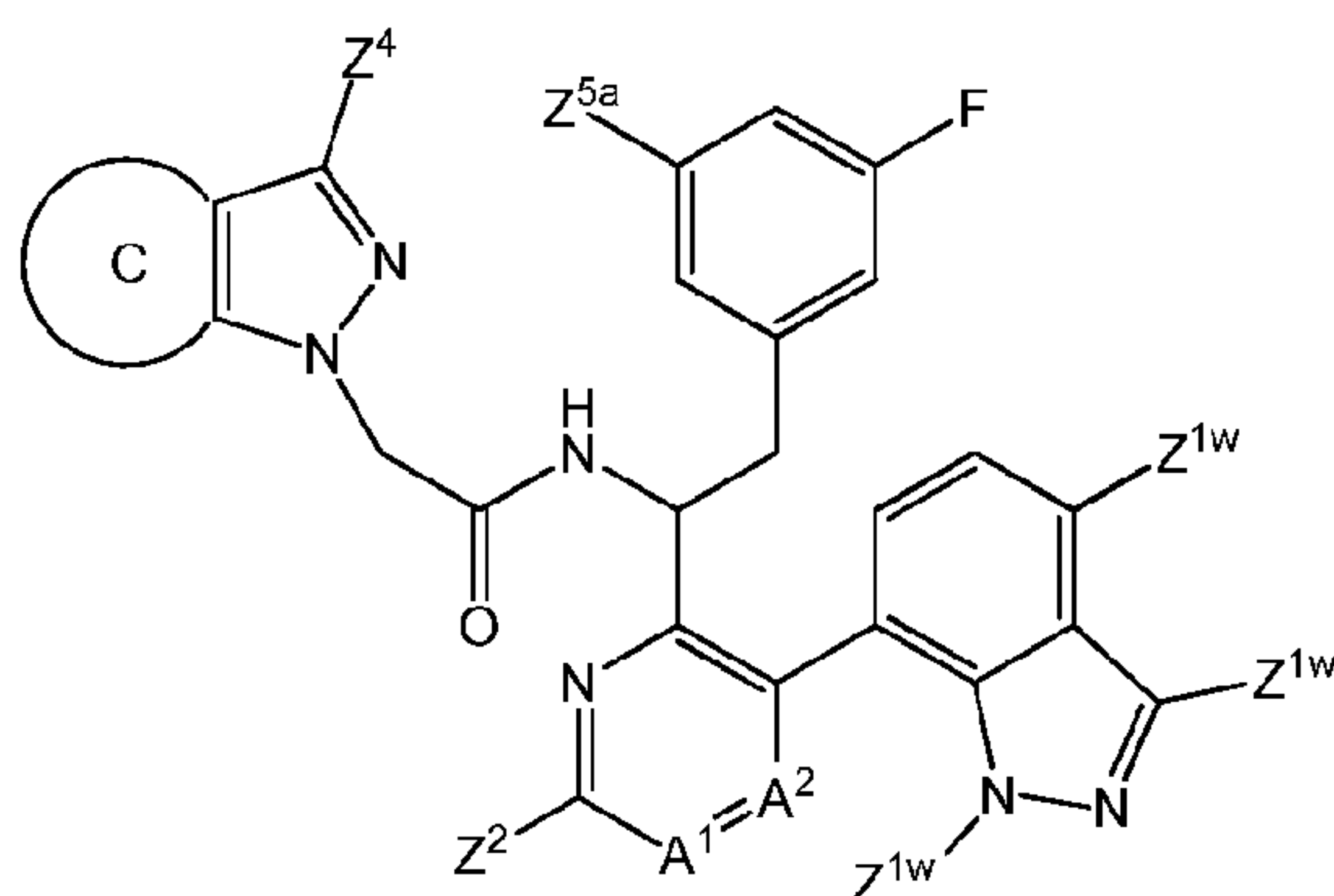
[0202] In certain embodiments, a compound of formula IIIf is a compound of formula IIIg.



IIIg

or a pharmaceutically acceptable salt thereof.

[0203] The present disclosure provides compounds of formula IIIh:



IIIh

wherein

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle, wherein any 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

each Z^{1w} is independently Z^{1a} , Z^{1b} or H;

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C_1-C_8) alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C_1-C_8) heteroalkyl;

each Z^{1d} is independently (C_1-C_8) alkyl or (C_1-C_8) haloalkyl;

each Rⁿ¹ is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, -C(O)Rⁿ³, or -C(O)NR^{q3}R^{r3}, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups

are the same or different, and wherein any (C₂-C₈)alkenyl or (C₂-C₈)alkynyl of Z² is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Rⁿ³ is independently H or (C₁-C₄)alkyl;

each R^{q3} and R^{r3} is independently H or (C₁-C₄)alkyl;

each Z^{2b} is independently oxo, (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl or (C₁-C₄)haloalkyl;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, -NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴, or -C(O)NR^{q4}R^{r4};

each Rⁿ⁴ is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

Z³ is independently a (C₁-C₄)heteroalkyl;

each Z⁴ is independently oxo, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵, or -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z⁴ is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

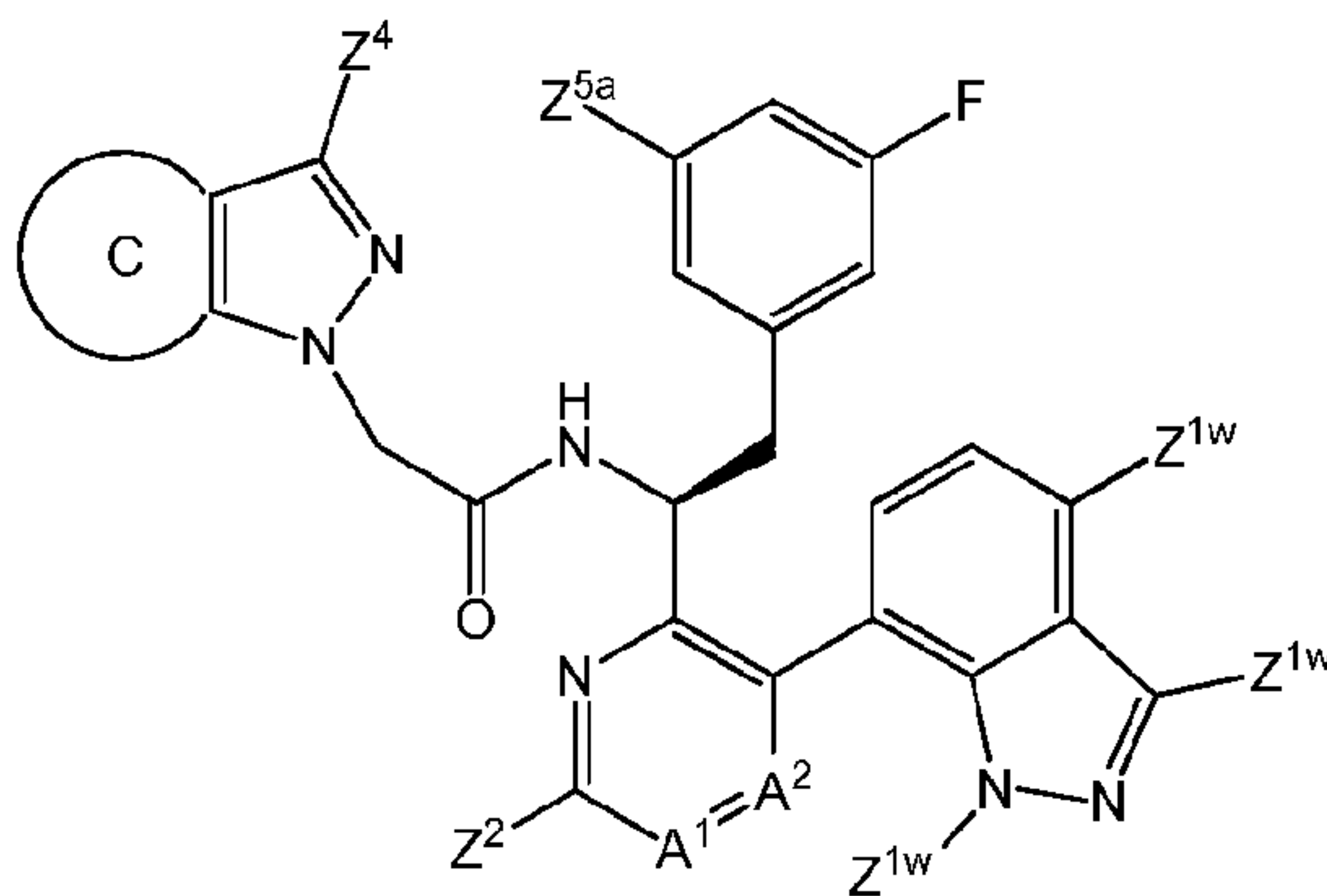
each Z^{4a} is independently halogen, -CN, or -ORⁿ⁶;

each Rⁿ⁵, R^{p5}, R^{q5}, R^{r5}, and Rⁿ⁶ is independently H or (C₁-C₄)alkyl; and

Z^{5a} is H or halogen;

or a pharmaceutically acceptable salt thereof.

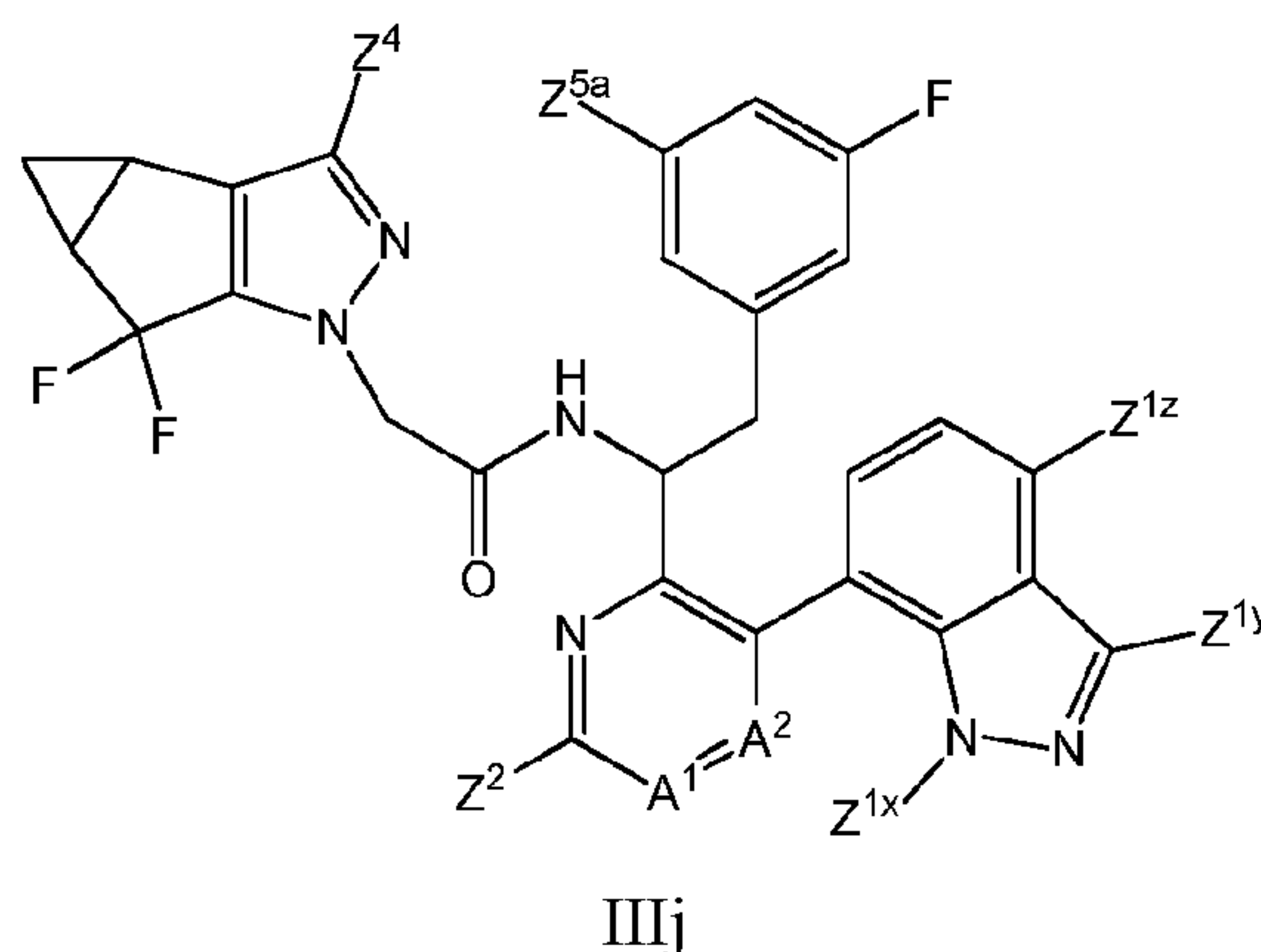
[0204] In certain embodiments, a compound of formula IIIh is a compound of formula IIIi.



IIIi

or a pharmaceutically acceptable salt thereof.

[0205] The present disclosure provides compounds of formula IIIj:



wherein

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

Z^{1x} is H or (C₁-C₈)alkyl;

Z^{1y} is -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, or -NRⁿ¹CO₂R^{p1};

Z^{1z} is H, halogen, -CN, -ORⁿ¹, (C₁-C₈)alkyl, wherein the (C₁-C₈)alkyl is optionally substituted with 1, 2, or 3 halogen, which are the same or different;

each Rⁿ¹ is independently H or (C₁-C₈)alkyl;

each R^{p1} is independently (C₁-C₈)alkyl;

each R^{q1} and R^{r1} is independently H or (C₁-C₈)alkyl;

Z^3 is (C₁-C₄)heteroalkyl;

Z^2 is (C₂-C₈)alkynyl, optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} group, wherein the Z^{2c} groups are the same or different; wherein Z^{2c} is independently halogen, -ORⁿ⁴, -NRⁿ⁴CO₂R^{p4}, -C(O)ORⁿ⁴, or -NR^{q4}R^{r4};

each Rⁿ⁴ is independently H or (C₁-C₄)alkyl;

each R^{p4} is independently (C₁-C₄)alkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, or (C₁-C₄)heteroalkyl;

Z^4 is hydrogen, (C₁-C₈)alkyl, halogen, -CN, C(O)Rⁿ⁵, -C(O)ORⁿ⁵, -C(O)NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NR^{q5}R^{r5}, or (C₃-C₇)carbocycle, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with halogen or hydroxyl;

each Rⁿ⁵ is independently H or (C₁-C₄)alkyl;

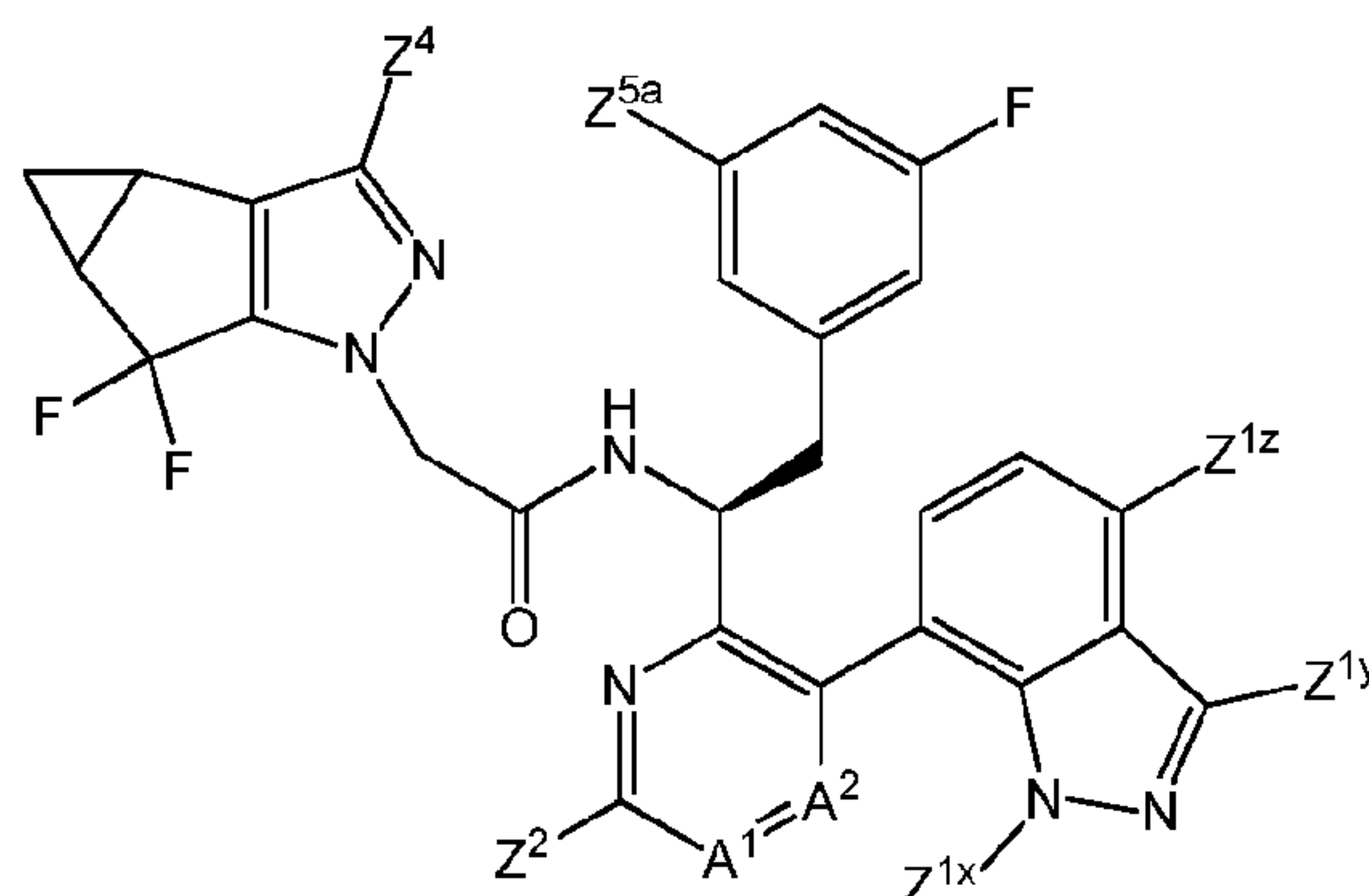
each R^{p5} is independently H or (C₁-C₄)alkyl;

each R^{q5} and R^{r5} is independently H or (C_1-C_4) alkyl; and

Z^{5a} is H or halogen;

or a pharmaceutically acceptable salt thereof.

[0206] In certain embodiments, a compound of formula IIIj is a compound of formula IIIk.



IIIk

or a pharmaceutically acceptable salt thereof.

[0207] Specific values listed below are values for compounds of formula III as well as all related formulas (e.g., formulas IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk) where applicable. For example, values recited below as applying to formula III apply equally to all related formulas of formula III (e.g., formulas IIIa, IIIb, IIIc, IIId, IIIe, IIIf, IIIg, IIIh, IIIi, IIIj, and IIIk) that permit the presence of such variable. It is to be understood that two or more values may be combined. Thus, it is to be understood that any variable for compounds of formula III may be combined with any other variable for compounds of formula III the same as if each and every combination of variables were specifically and individually listed. For example, it is understood that any specific value of R^1 detailed herein for compounds of formula III may be combined with any other specific value for one or more of the variables A, Z^1 , R^2 , R^{3a} or R^{3b} of formula III the same as if each and every combination were specifically and individually listed.

[0208] In certain embodiments of formula III, A^1 is CH. In certain embodiments, A^1 is $C-Z^3$. In certain embodiments, A^1 is nitrogen.

[0209] In certain embodiments of formula III, A^2 is CH. In certain embodiments, A^2 is nitrogen.

[0210] In certain embodiments of formula III, A^1 is CH; and A^2 is CH. In certain embodiments, A^1 is $C-Z^3$; and A^2 is CH. In certain embodiments, A^1 is nitrogen; and A^2 is CH.

[0211] In certain embodiments of formula III, A^1 is CH; and A^2 is nitrogen. In certain embodiments, A^1 is C- Z^3 ; and A^2 is nitrogen. In certain embodiments, A^1 is nitrogen; and A^2 is nitrogen.

[0212] In certain embodiments of formula III, Z^5 is F. In certain embodiments of formula III, n is one. In certain embodiments, n is two. In certain embodiments of formula III, n is one and Z^5 is F. In certain embodiments, n is two and each Z^5 is F.

[0213] In certain embodiments of formula III, Z^{5a} is H. In certain embodiments, Z^{5a} is F.

[0214] In certain embodiments of formula III, each Z^{1w} is independently Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups may be the same or different. In certain embodiments, each Z^{1w} is independently (C₁-C₈)alkyl, halogen, or -NRⁿ¹S(O)₂R^{p1}, which may be same or different.

[0215] In certain embodiments of formula III, Z^{1x} is H. In certain embodiments, Z^{1x} is (C₁-C₈)alkyl. In certain embodiments, Z^{1x} is (C₁-C₄)alkyl. In certain embodiments, Z^{1x} is (C₁-C₃)alkyl. In certain embodiments, Z^{1x} is methyl.

[0216] In certain embodiments of formula III, Z^{1y} is -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, or -NR^{q1}R^{r1}. In certain embodiments, Z^{1y} is -NRⁿ¹S(O)₂R^{p1} or -NRⁿ¹S(O)₂NR^{q1}R^{r1}. In certain embodiments, Z^{1y} is -NRⁿ¹S(O)₂R^{p1}. In certain embodiments, Z^{1y} is -NRⁿ¹S(O)₂NR^{q1}R^{r1}. In certain embodiments, Z^{1y} is -NR^{q1}R^{r1}.

[0217] In certain embodiments of formula III, Z^{1z} is H or halogen. In certain embodiments, Z^{1z} is H. In certain embodiments, Z^{1z} is halogen. In certain embodiments, Z^{1z} is Cl. In certain embodiments, Z^{1z} is F. In certain embodiments, Z^{1z} is Br.

[0218] In certain embodiments of formula III, Z^{1y} is -NRⁿ¹S(O)₂R^{p1} or -NRⁿ¹S(O)₂NR^{q1}R^{r1} and Z^{1z} is halogen. In certain embodiments, Z^{1y} is -NRⁿ¹S(O)₂R^{p1} and Z^{1z} is halogen. In certain embodiments, Z^{1x} is (C₁-C₄)alkyl; Z^{1y} is -NRⁿ¹S(O)₂R^{p1} or -NRⁿ¹S(O)₂NR^{q1}R^{r1}; and Z^{1z} is halogen. In certain embodiments, Z^{1x} is (C₁-C₄)alkyl; Z^{1y} is -NRⁿ¹S(O)₂R^{p1}; and Z^{1z} is halogen.

[0219] In certain embodiments of formula III, A is pyridinyl, pyrimidinyl, pyrazinyl, or pyridazinyl, wherein any pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group and optionally substituted with 1 or 2 Z^3 groups. In certain embodiments, A is pyridinyl, pyrimidinyl, pyrazinyl, or pyridazinyl, wherein any pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group and optionally substituted with 1 Z^3 group.

[0220] In certain embodiments, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl, wherein any pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl of A is substituted with one Z^1 group at the position shown and one Z^2 group. In one aspect, A is not substituted with a Z^3 group.

[0221] In certain embodiments, A is pyridinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups. In certain embodiments, A is pyridinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 Z^3 group.

[0222] In certain embodiments, A is pyridinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown and one Z^2 group. In one aspect, the Z^2 group attached at the position alpha to the nitrogen of the pyridinyl group. In a further aspect, A is not substituted with a Z^3 group.

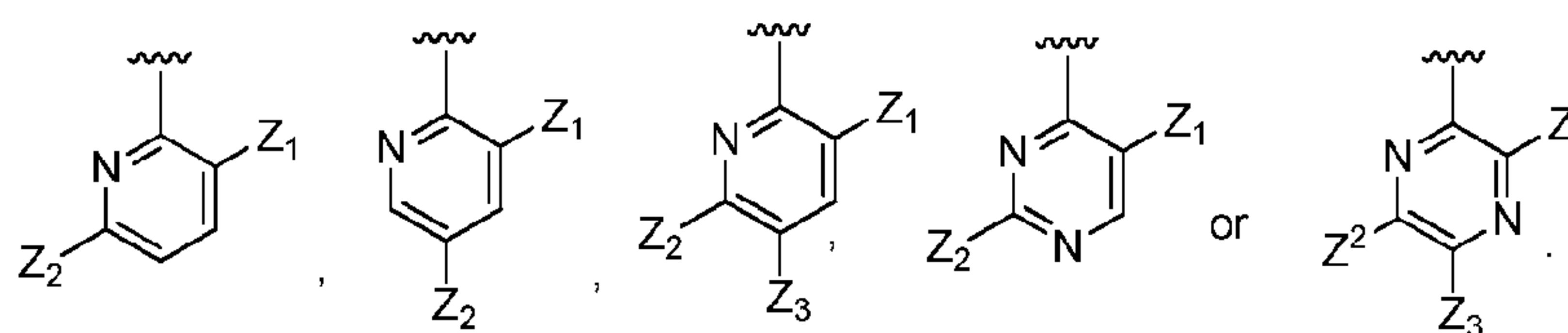
[0223] In certain embodiments, A is pyrimidinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups. In certain embodiments, A is pyrimidinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 Z^3 group.

[0224] In certain embodiments, A is pyrimidinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown and one Z^2 group. In one aspect, A is not substituted with a Z^3 group.

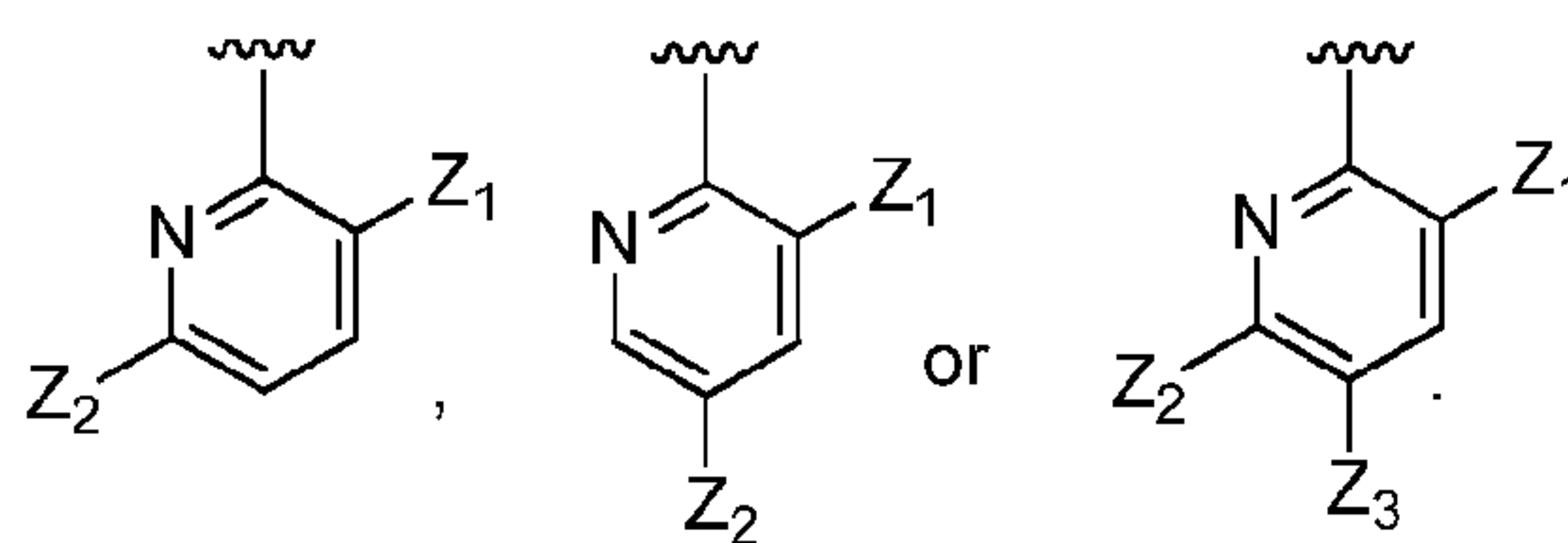
[0225] In certain embodiments, A is pyrazinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups. In certain embodiments, A is pyrazinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 Z^3 group.

[0226] In certain embodiments, A is pyrazinyl, wherein any pyridinyl of A is substituted with one Z^1 group at the position shown and one Z^2 group. In one aspect, A is not substituted with a Z^3 group.

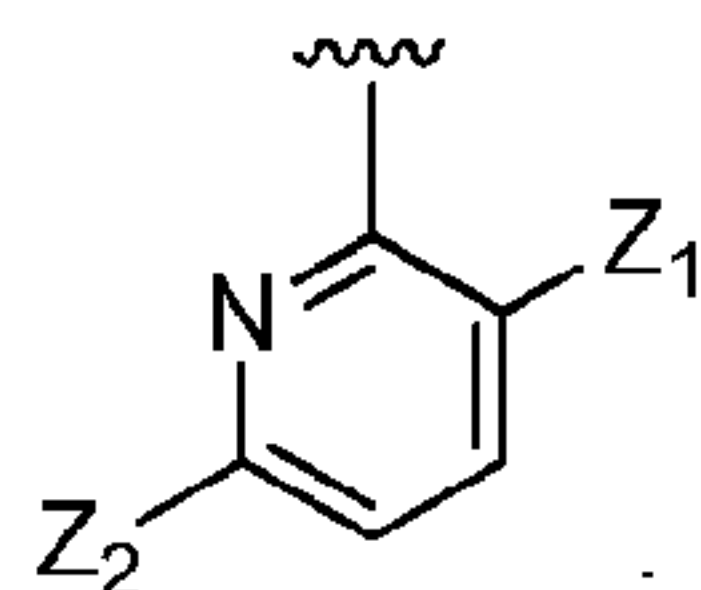
[0227] In certain embodiments, A is:



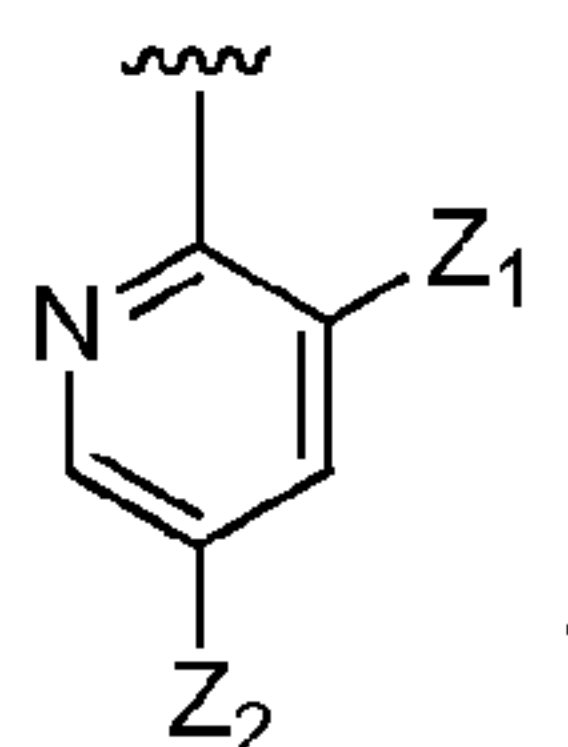
[0228] In certain embodiments, A is:



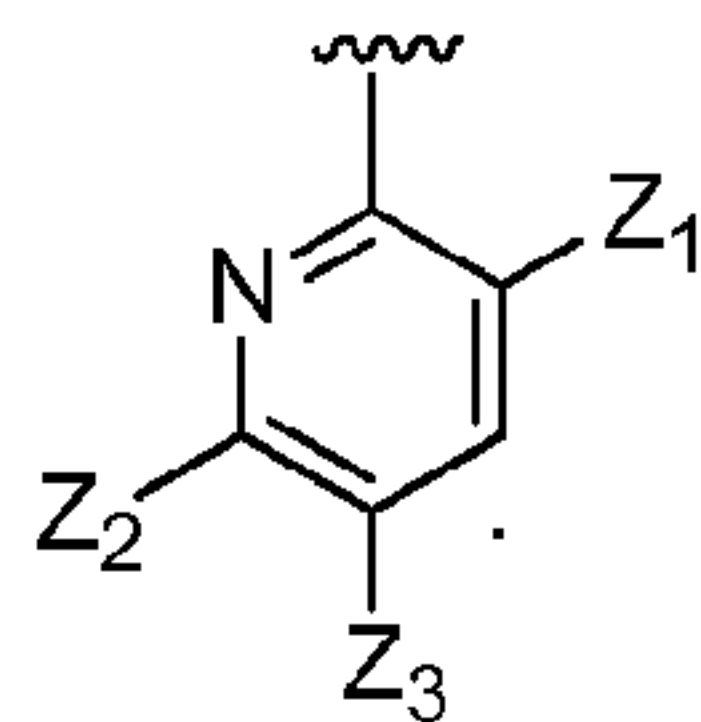
[0229] In certain embodiments, A is:



[0230] In certain embodiments, A is:

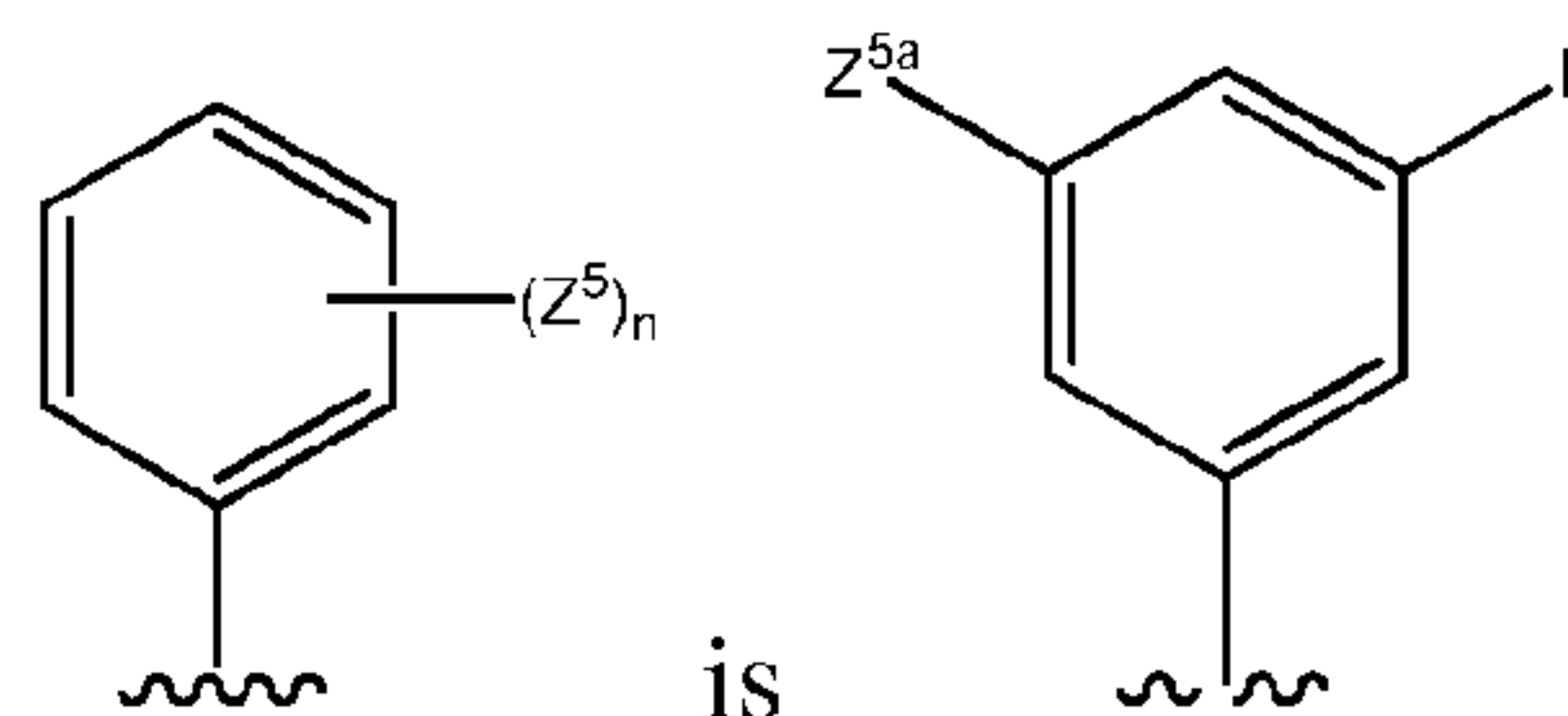


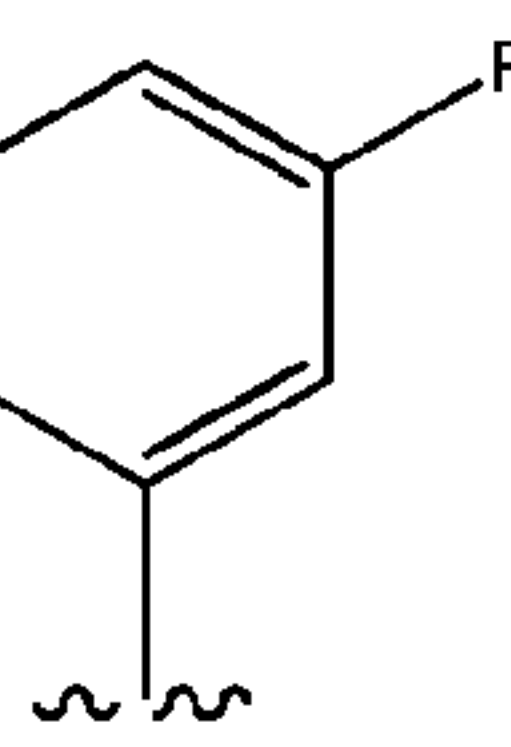
[0231] In certain embodiments, A is:



[0232] In certain embodiments of formula III, R^2 is phenyl optionally substituted with 1, 2, or 3 halogens, which may be the same or different. In certain embodiments, R^2 is phenyl optionally substituted with 1 or 2 halogens, which may be the same or different. In certain embodiments, R^2 is phenyl optionally substituted with 2 halogens, which may be the same or different. In certain embodiments, R^2 is phenyl optionally substituted with 1 halogen.

[0233] In certain embodiments, R^2 is 3,5-difluorophenyl or 3-fluorophenyl. In certain embodiments, R^2 is 3,5-difluorophenyl. In certain embodiments, R^2 is 3-fluorophenyl.



[0234] In certain embodiments, the moiety  is  wherein Z^{5a} is H or halogen.

[0235] In certain embodiments of formula III, each Z^3 , where present, is independently methoxy, dimethylamino, or methylamino. In certain embodiments, Z^3 , where present, is methoxy. In certain embodiments, Z^3 , where present, is dimethylamino. In certain

embodiments, Z^3 , where present, is methylamino. In certain embodiments, Z^3 , where present, is halogen. In certain embodiments, Z^3 , where present, is fluoro. In certain embodiments, Z^3 , where present, is chloro. In certain embodiments, Z^3 , where present, is bromo.

[0236] In certain embodiments of formula III, each R^{3a} and R^{3b} are each H. In certain embodiments, R^{3a} is methyl and R^{3b} is H.

[0237] In certain embodiments of formula III, Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

[0238] In certain embodiments, Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

[0239] In certain embodiments, Z^2 is (C_2-C_8) alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, or 8-10 membered C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

[0240] In certain embodiments, Z^2 is (C_2-C_8) alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, or 8-10 membered C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

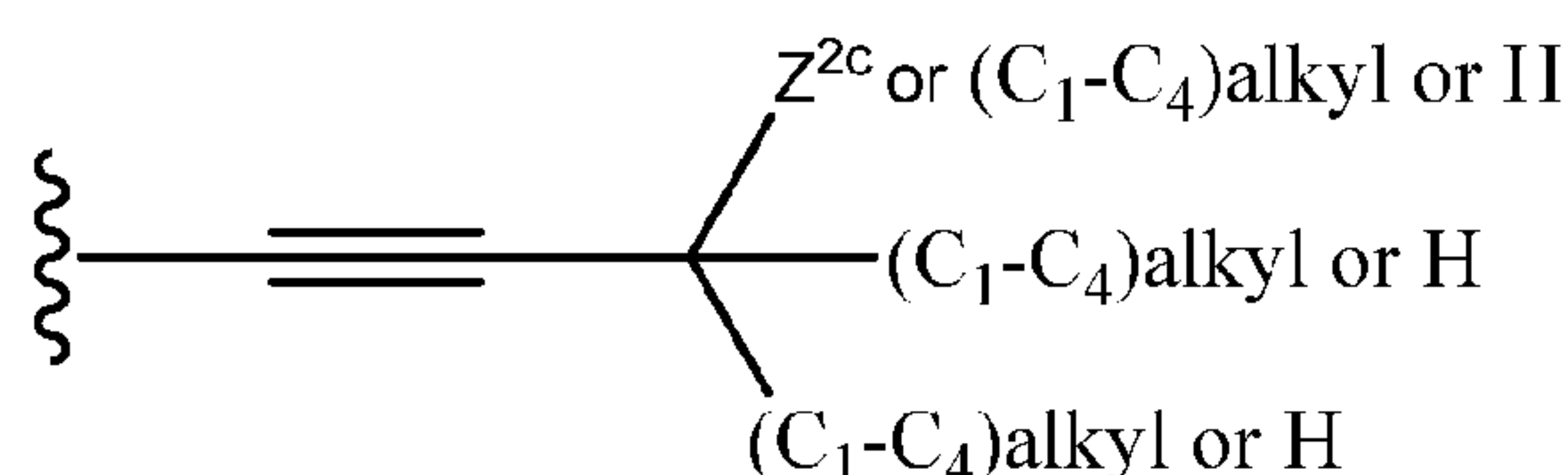
[0241] In certain embodiments, Z^2 is (C_2-C_8) alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein the 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, or 8-10 membered C-linked-bicyclic-heterocycle have 1-9 carbon atoms and 1-4 heteroatoms in the ring system, and wherein any

phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered and C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

[0242] In certain embodiments, Z^2 is (C_2-C_8) alkynyl, phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein the 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, or 8-10 membered C-linked-bicyclic-heterocycle have 1-9 carbon atoms and 1-4 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered C-linked-monocyclic-heteroaryl, 8-10 membered C-linked-bicyclic-heteroaryl, 8-10 membered, or C-linked-bicyclic-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

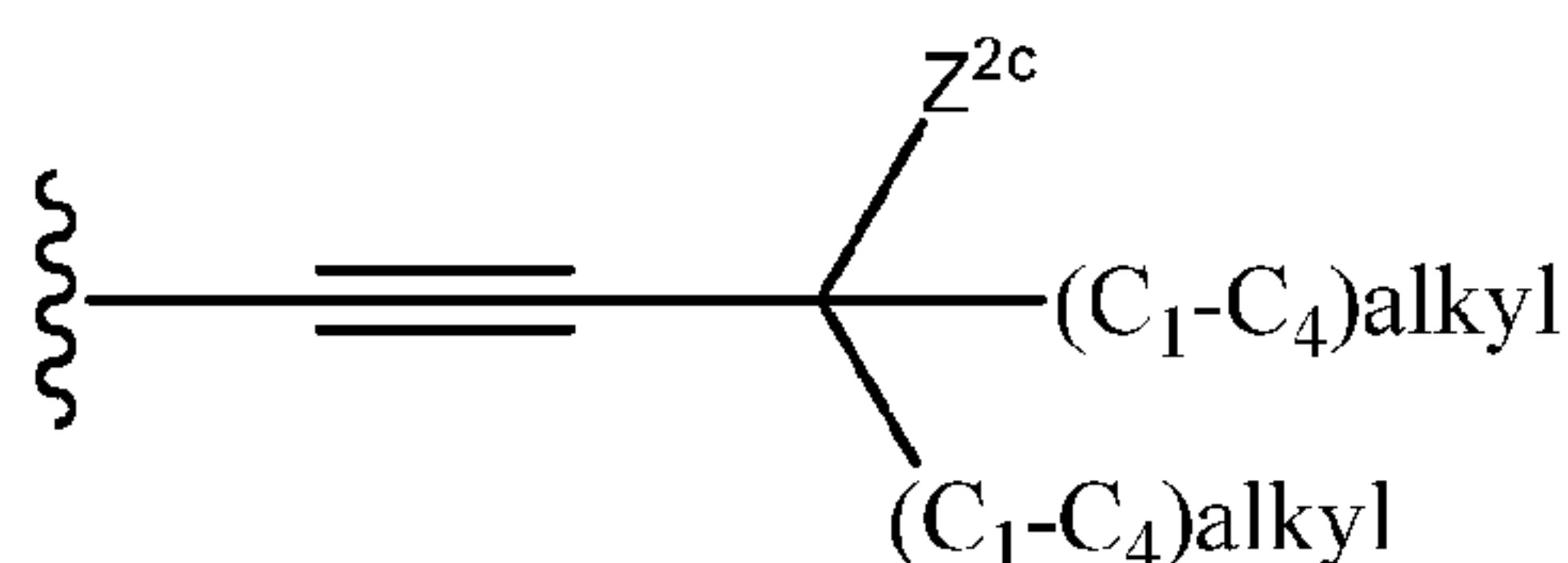
[0243] In certain embodiments of formula III, Z^2 is (C_2-C_8) alkynyl, optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups. In certain embodiments, Z^2 is (C_2-C_8) alkynyl, optionally substituted with 1, 2, 3, or 4 Z^{2c} groups. In certain embodiments, Z^2 is (C_2-C_8) alkynyl, optionally substituted with 1, 2, or 3 Z^{2c} groups. In certain embodiments, Z^2 is (C_2-C_8) alkynyl, optionally substituted with 1 or 2 Z^{2c} groups.

[0244] In certain embodiments, Z^2 is of the formula:



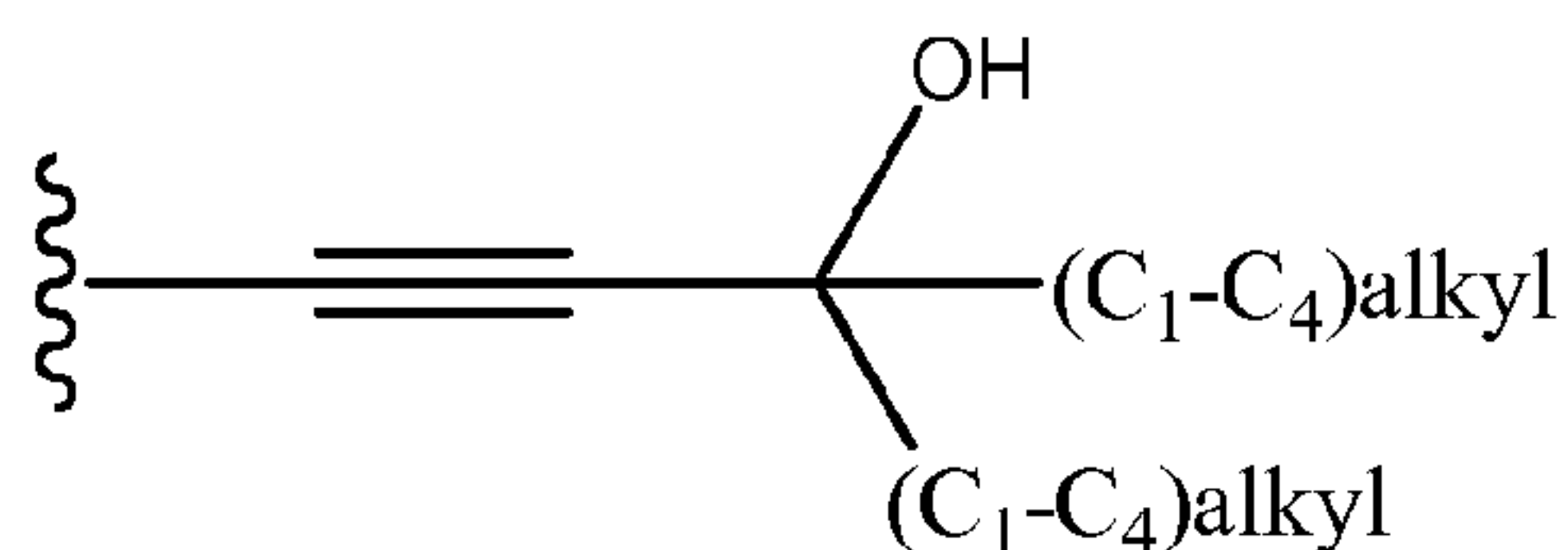
wherein each of the (C_1-C_4) alkyl moieties of Z^2 , if present, is optionally substituted with 1, 2 or 3 Z^{2c} groups, wherein the Z^{2b} groups may be the same or different.

[0245] In certain embodiments, Z^2 is of the formula:



wherein each of the (C_1-C_4) alkyl moieties of Z^2 is optionally substituted with 1, 2 or 3 Z^{2c} groups, wherein the Z^{2b} groups may be the same or different.

[0246] In certain embodiments, Z^2 is of the formula:



wherein each of the (C₁-C₄)alkyl moieties of Z² is optionally substituted with 1, 2 or 3 Z^{2c} groups, wherein the Z^{2b} groups may be the same or different.

[0247] In certain embodiments of formula III, Z² is substituted with 1, 2, 3, or 4 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1, 2, or 3 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1 or 2 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1 Z^{2b} or Z^{2c} group.

[0248] In certain embodiments of formula III, Z² is optionally substituted with 1, 2, or 3 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1 Z^{2b} or Z^{2c} group. In certain embodiments, Z² is substituted with 2 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 3 Z^{2b} or Z^{2c} groups, wherein the Z^{2b} and Z^{2c} groups may be the same or different.

[0249] In certain embodiments of formula III, Z² is substituted with 1, 2, 3, or 4 Z^{2c} groups, wherein the Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1, 2, or 3 Z^{2c} groups, wherein the Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1 or 2 Z^{2c} groups, wherein the Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1 Z^{2c} group.

[0250] In certain embodiments of formula III, Z² is optionally substituted with 1, 2, or 3 Z^{2c} groups, wherein the Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 1 Z^{2c} group. In certain embodiments, Z² is substituted with 2 Z^{2c} groups, wherein the Z^{2c} groups may be the same or different. In certain embodiments, Z² is substituted with 3 Z^{2c} groups, wherein the Z^{2c} groups may be the same or different.

[0251] In certain embodiments, each Z^{2c} is independently halogen, -ORⁿ⁴, NR^{q4}R^{r4}, -NRⁿ⁴CO₂R^{p4}, -C(O)ORⁿ⁴, or -C(O)NR^{q4}R^{r4}. In certain embodiments, each Z^{2c} is independently halogen or -ORⁿ⁴.

Chemical structures representing various substituents (R¹, R², R³, R⁴, R⁵, R⁶, R⁷, R⁸, R⁹, R¹⁰, R¹¹, R¹², R¹³, R¹⁴, R¹⁵, R¹⁶, R¹⁷, R¹⁸, R¹⁹, R²⁰, R²¹, R²², R²³, R²⁴, R²⁵, R²⁶, R²⁷, R²⁸, R²⁹, R³⁰, R³¹, R³², R³³, R³⁴, R³⁵, R³⁶, R³⁷, R³⁸, R³⁹, R⁴⁰, R⁴¹, R⁴², R⁴³, R⁴⁴, R⁴⁵, R⁴⁶, R⁴⁷, R⁴⁸, R⁴⁹, R⁵⁰, R⁵¹, R⁵², R⁵³, R⁵⁴, R⁵⁵, R⁵⁶, R⁵⁷, R⁵⁸, R⁵⁹, R⁶⁰, R⁶¹, R⁶², R⁶³, R⁶⁴, R⁶⁵, R⁶⁶, R⁶⁷, R⁶⁸, R⁶⁹, R⁷⁰, R⁷¹, R⁷², R⁷³, R⁷⁴, R⁷⁵, R⁷⁶, R⁷⁷, R⁷⁸, R⁷⁹, R⁸⁰, R⁸¹, R⁸², R⁸³, R⁸⁴, R⁸⁵, R⁸⁶, R⁸⁷, R⁸⁸, R⁸⁹, R⁹⁰, R⁹¹, R⁹², R⁹³, R⁹⁴, R⁹⁵, R⁹⁶, R⁹⁷, R⁹⁸, R⁹⁹, R¹⁰⁰, R¹⁰¹, R¹⁰², R¹⁰³, R¹⁰⁴, R¹⁰⁵, R¹⁰⁶, R¹⁰⁷, R¹⁰⁸, R¹⁰⁹, R¹¹⁰, R¹¹¹, R¹¹², R¹¹³, R¹¹⁴, R¹¹⁵, R¹¹⁶, R¹¹⁷, R¹¹⁸, R¹¹⁹, R¹²⁰, R¹²¹, R¹²², R¹²³, R¹²⁴, R¹²⁵, R¹²⁶, R¹²⁷, R¹²⁸, R¹²⁹, R¹³⁰, R¹³¹, R¹³², R¹³³, R¹³⁴, R¹³⁵, R¹³⁶, R¹³⁷, R¹³⁸, R¹³⁹, R¹⁴⁰, R¹⁴¹, R¹⁴², R¹⁴³, R¹⁴⁴, R¹⁴⁵, R¹⁴⁶, R¹⁴⁷, R¹⁴⁸, R¹⁴⁹, R¹⁵⁰, R¹⁵¹, R¹⁵², R¹⁵³, R¹⁵⁴, R¹⁵⁵, R¹⁵⁶, R¹⁵⁷, R¹⁵⁸, R¹⁵⁹, R¹⁶⁰, R¹⁶¹, R¹⁶², R¹⁶³, R¹⁶⁴, R¹⁶⁵, R¹⁶⁶, R¹⁶⁷, R¹⁶⁸, R¹⁶⁹, R¹⁷⁰, R¹⁷¹, R¹⁷², R¹⁷³, R¹⁷⁴, R¹⁷⁵, R¹⁷⁶, R¹⁷⁷, R¹⁷⁸, R¹⁷⁹, R¹⁸⁰, R¹⁸¹, R¹⁸², R¹⁸³, R¹⁸⁴, R¹⁸⁵, R¹⁸⁶, R¹⁸⁷, R¹⁸⁸, R¹⁸⁹, R¹⁹⁰, R¹⁹¹, R¹⁹², R¹⁹³, R¹⁹⁴, R¹⁹⁵, R¹⁹⁶, R¹⁹⁷, R¹⁹⁸, R¹⁹⁹, R²⁰⁰, R²⁰¹, R²⁰², R²⁰³, R²⁰⁴, R²⁰⁵, R²⁰⁶, R²⁰⁷, R²⁰⁸, R²⁰⁹, R²¹⁰, R²¹¹, R²¹², R²¹³, R²¹⁴, R²¹⁵, R²¹⁶, R²¹⁷, R²¹⁸, R²¹⁹, R²²⁰, R²²¹, R²²², R²²³, R²²⁴, R²²⁵, R²²⁶, R²²⁷, R²²⁸, R²²⁹, R²³⁰, R²³¹, R²³², R²³³, R²³⁴, R²³⁵, R²³⁶, R²³⁷, R²³⁸, R²³⁹, R²⁴⁰, R²⁴¹, R²⁴², R²⁴³, R²⁴⁴, R²⁴⁵, R²⁴⁶, R²⁴⁷, R²⁴⁸, R²⁴⁹, R²⁵⁰, R²⁵¹, R²⁵², R²⁵³, R²⁵⁴, R²⁵⁵, R²⁵⁶, R²⁵⁷, R²⁵⁸, R²⁵⁹, R²⁶⁰, R²⁶¹, R²⁶², R²⁶³, R²⁶⁴, R²⁶⁵, R²⁶⁶, R²⁶⁷, R²⁶⁸, R²⁶⁹, R²⁷⁰, R²⁷¹, R²⁷², R²⁷³, R²⁷⁴, R²⁷⁵, R²⁷⁶, R²⁷⁷, R²⁷⁸, R²⁷⁹, R²⁸⁰, R²⁸¹, R²⁸², R²⁸³, R²⁸⁴, R²⁸⁵, R²⁸⁶, R²⁸⁷, R²⁸⁸, R²⁸⁹, R²⁹⁰, R²⁹¹, R²⁹², R²⁹³, R²⁹⁴, R²⁹⁵, R²⁹⁶, R²⁹⁷, R²⁹⁸, R²⁹⁹, R³⁰⁰, R³⁰¹, R³⁰², R³⁰³, R³⁰⁴, R³⁰⁵, R³⁰⁶, R³⁰⁷, R³⁰⁸, R³⁰⁹, R³¹⁰, R³¹¹, R³¹², R³¹³, R³¹⁴, R³¹⁵, R³¹⁶, R³¹⁷, R³¹⁸, R³¹⁹, R³²⁰, R³²¹, R³²², R³²³, R³²⁴, R³²⁵, R³²⁶, R³²⁷, R³²⁸, R³²⁹, R³³⁰, R³³¹, R³³², R³³³, R³³⁴, R³³⁵, R³³⁶, R³³⁷, R³³⁸, R³³⁹, R³⁴⁰, R³⁴¹, R³⁴², R³⁴³, R³⁴⁴, R³⁴⁵, R³⁴⁶, R³⁴⁷, R³⁴⁸, R³⁴⁹, R³⁵⁰, R³⁵¹, R³⁵², R³⁵³, R³⁵⁴, R³⁵⁵, R³⁵⁶, R³⁵⁷, R³⁵⁸, R³⁵⁹, R³⁶⁰, R³⁶¹, R³⁶², R³⁶³, R³⁶⁴, R³⁶⁵, R³⁶⁶, R³⁶⁷, R³⁶⁸, R³⁶⁹, R³⁷⁰, R³⁷¹, R³⁷², R³⁷³, R³⁷⁴, R³⁷⁵, R³⁷⁶, R³⁷⁷, R³⁷⁸, R³⁷⁹, R³⁸⁰, R³⁸¹, R³⁸², R³⁸³, R³⁸⁴, R³⁸⁵, R³⁸⁶, R³⁸⁷, R³⁸⁸, R³⁸⁹, R³⁹⁰, R³⁹¹, R³⁹², R³⁹³, R³⁹⁴, R³⁹⁵, R³⁹⁶, R³⁹⁷, R³⁹⁸, R³⁹⁹, R⁴⁰⁰, R⁴⁰¹, R⁴⁰², R⁴⁰³, R⁴⁰⁴, R⁴⁰⁵, R⁴⁰⁶, R⁴⁰⁷, R⁴⁰⁸, R⁴⁰⁹, R⁴¹⁰, R⁴¹¹, R⁴¹², R⁴¹³, R⁴¹⁴, R⁴¹⁵, R⁴¹⁶, R⁴¹⁷, R⁴¹⁸, R⁴¹⁹, R

$-\text{C}(\text{O})\text{NH}_2$, , , , , , , , ,
 or ,

CC(C)(O)C#N

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[0260] In certain embodiments, R^1 is a 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups.

[0261] In certain embodiments, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl have 4-10 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups.

[0262] In certain embodiments, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl contains at least one partially unsaturated ring, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups.

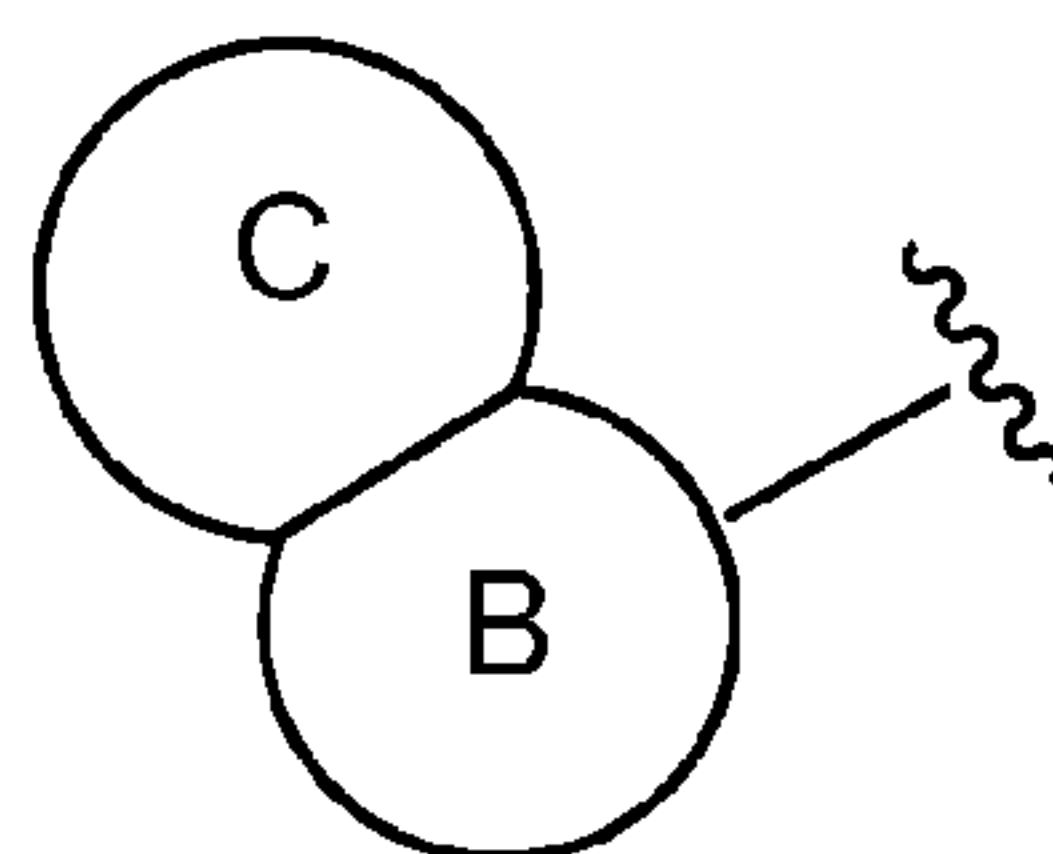
[0263] In certain embodiments, R^1 is a 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered tricyclic-heteroaryl contains at least one partially unsaturated ring, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups.

[0264] In certain embodiments of formula III, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl has 4-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups.

[0265] In certain embodiments, R^1 is a 8-12 membered bicyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl has 6-9 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups.

[0266] In certain embodiments, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein the 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl has 6-9 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups.

[0267] In certain embodiments of formula III, R^1 has the following formula IIa:



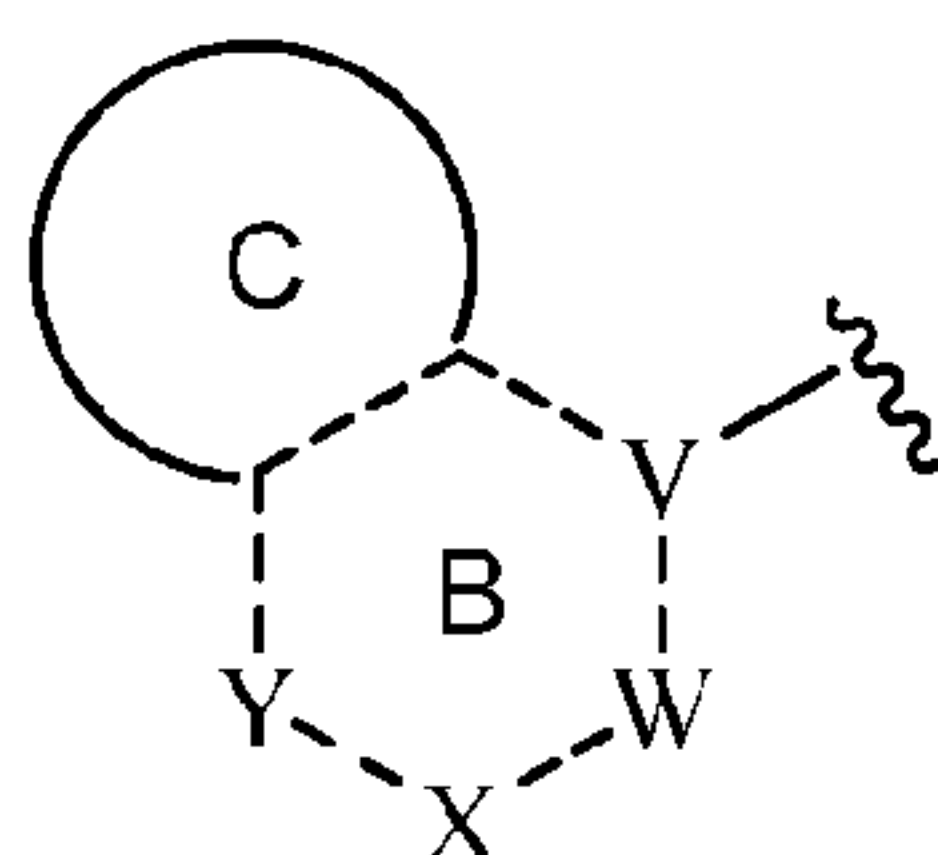
IIa

wherein:

C together with the two carbon atoms of ring B to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle, or 5-8 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different; and

B is a 5 or 6 membered monocyclic-heteroaryl with 1, 2 or 3 nitrogen atoms, wherein B is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different.

[0268] In certain embodiments of formula III, R^1 has the following formula IIb:



IIb

wherein:

C together with the two carbon atoms of ring B to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle, or 5-8 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different; and

B is a 5 or 6 membered monocyclic-heteroaryl having 1, 2 or 3 nitrogen atoms;

V is C or N;

W is CZ^{4c} , NZ^{4c} or N;

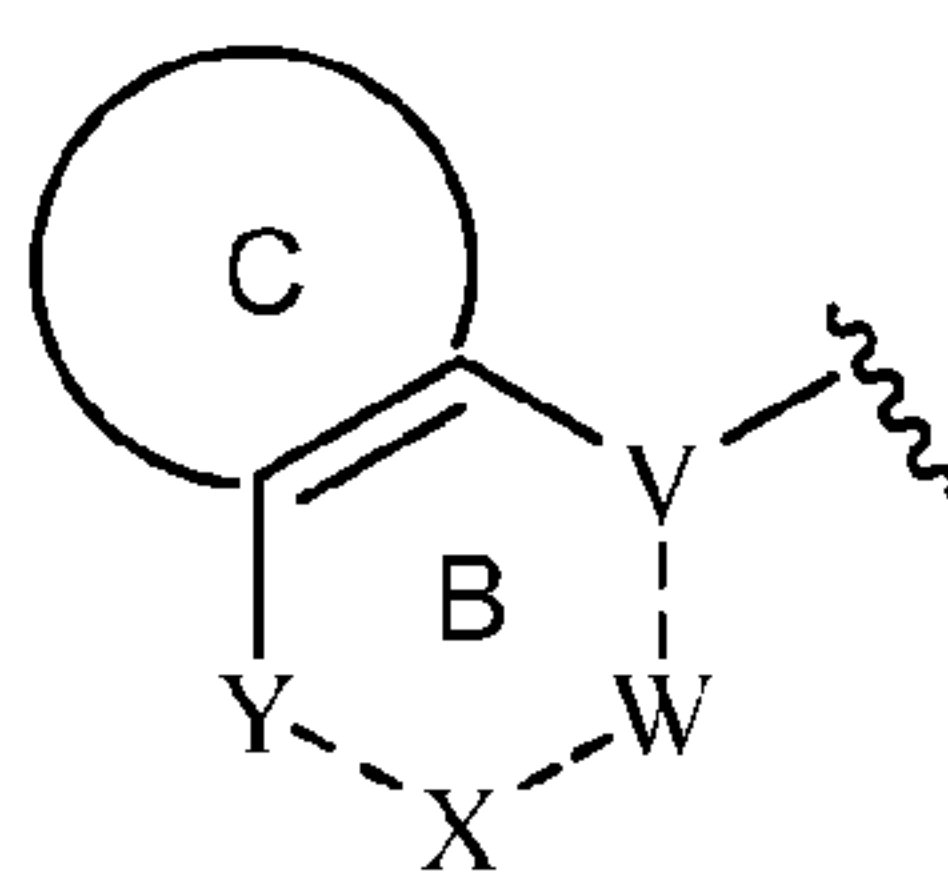
X is CZ^{4c} , NZ^{4c} or N;

Y is CZ^{4c} , N or absent;

the dashed bonds are selected from single bonds and double bonds, wherein the dashed bonds, V, W, X and Y are selected so that the 5 or 6 membered monocyclic-heteroaryl B is aromatic; and

each Z^{4c} is independently selected from H or Z^4 , wherein the Z^4 groups are the same or different.

[0269] In certain embodiments of formula III, R^1 has the following formula IIc:



IIc

wherein:

C together with the two carbon atoms of ring B to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle, or 5-8 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-8 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-8 membered bicyclic heterocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different; and

B is a 5 or 6 membered monocyclic-heteroaryl having 1, 2 or 3 nitrogen atoms;

V is C or N;

W is CZ^{4c} or N;

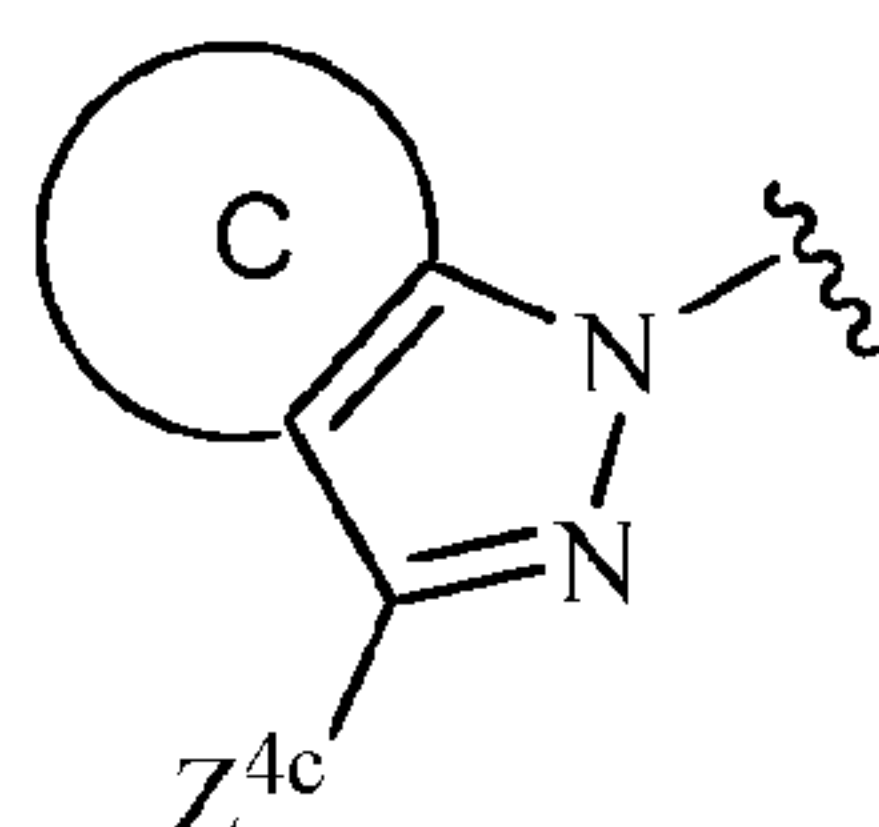
X is CZ^{4c} , NZ^{4c} or N;

Y is CZ^{4c} , N or absent;

the dashed bonds are selected from single bonds and double bonds, wherein the dashed bonds, V, W, X and Y are selected so that the 5 or 6 membered monocyclic-heteroaryl B is aromatic; and

each Z^{4c} is independently selected from H or Z^4 , wherein the Z^4 groups are the same or different.

[0270] In certain embodiments of formula III, R^1 has the following formula IIId:



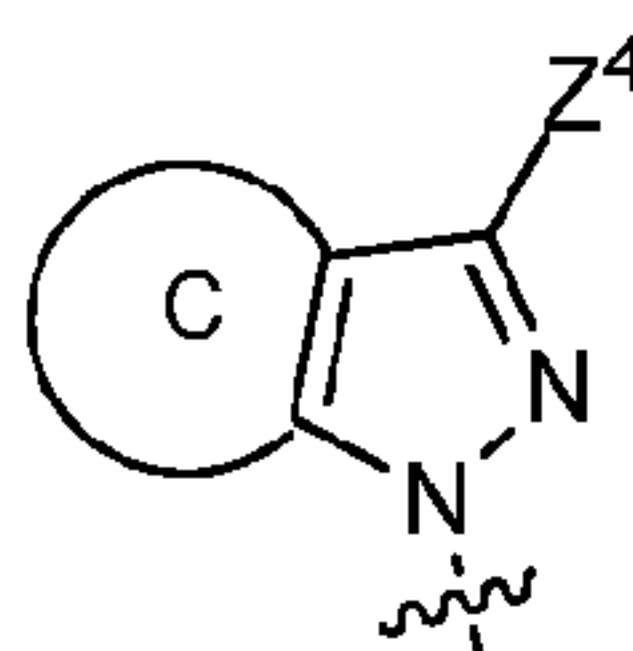
IIId

wherein:

C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-9 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle, or 5-9 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-9 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-9 membered bicyclic heterocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different; and

each Z^{4c} is independently selected from H or Z^4 , wherein the Z^4 groups are the same or different.

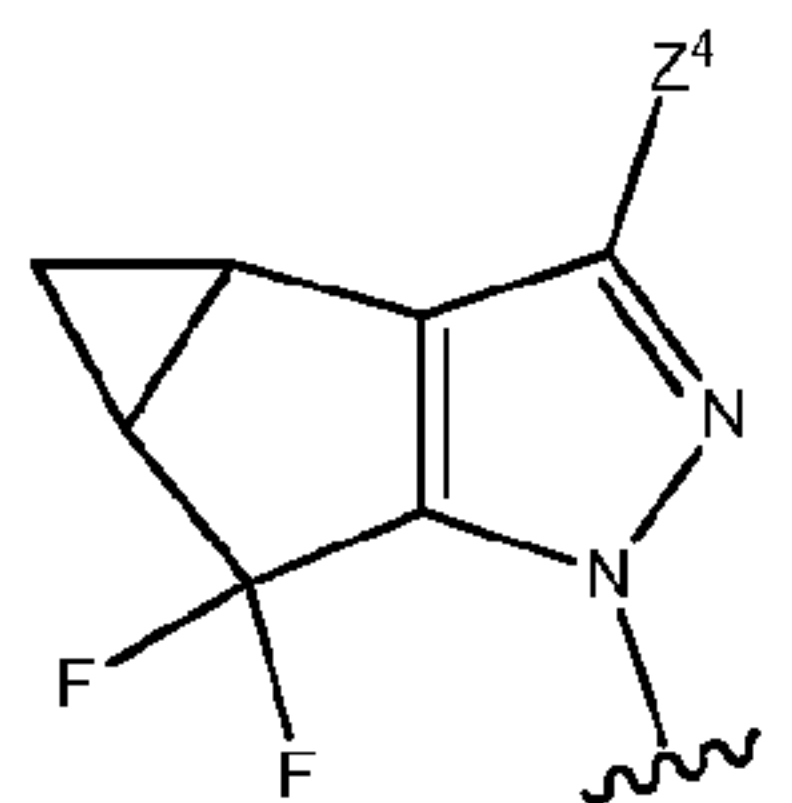
[0271] In certain embodiments of formula III, R^1 has the following formula:



wherein:

C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle, wherein any 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different.

[0272] In certain embodiments of formula III, R^1 has the following formula:



[0273] In certain embodiments of formula III, C together with the two carbon atoms to which it is attached forms a 5-7 membered monocyclic-carbocycle or 5-7 membered bicyclic-

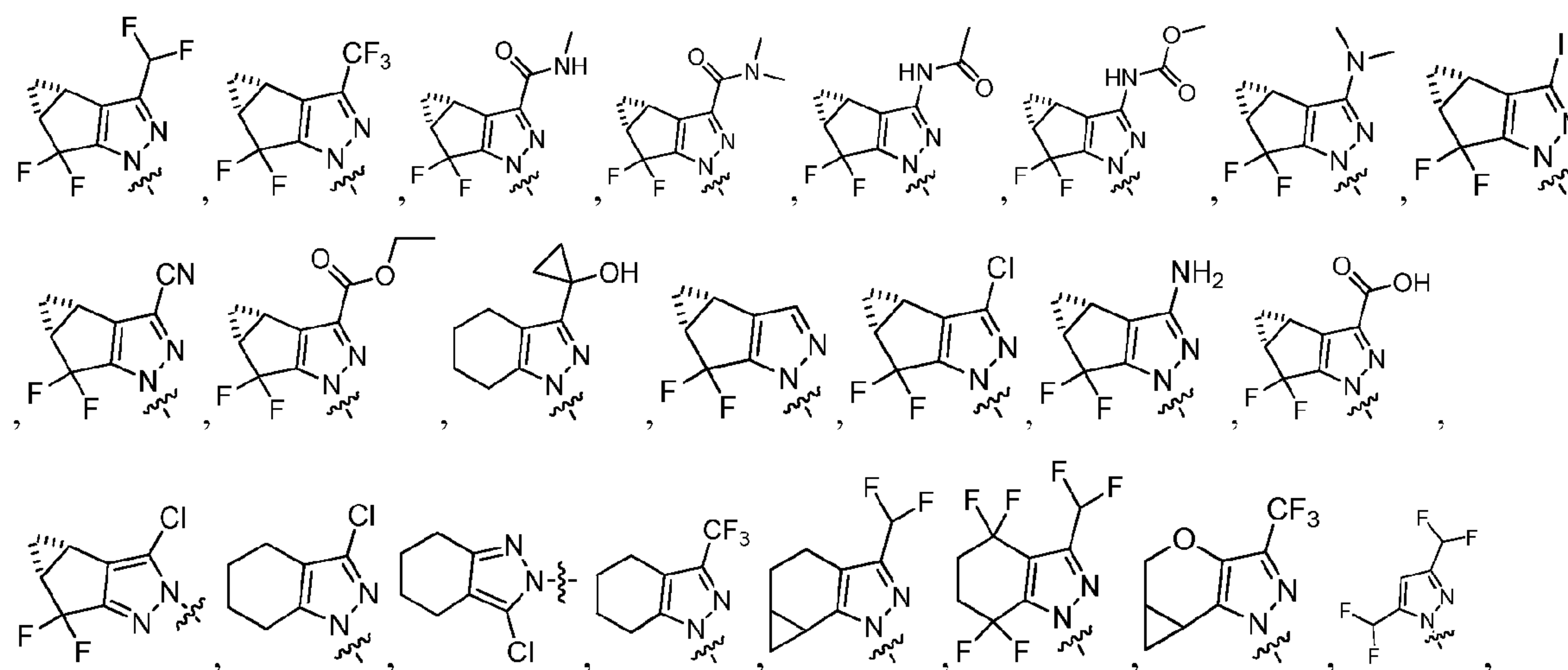
carbocycle, wherein any 5-7 membered monocyclic-carbocycle or 5-7 membered bicyclic-carbocycle of C is optionally substituted with 1, 2, 3, or 4 Z^4 groups, wherein the Z^4 groups are the same or different.

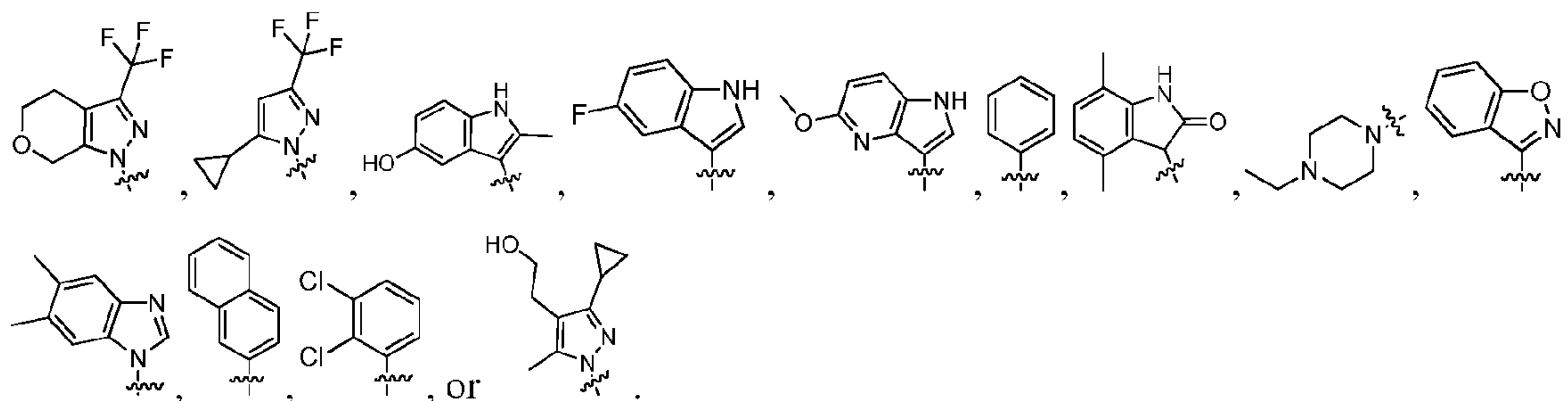
[0274] In certain embodiments of formula III, each Z^4 is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -C(O)ORⁿ⁵, or -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups.

[0275] In certain embodiments, each Z^4 is independently (C₁-C₆)alkyl or halogen, wherein any (C₁-C₆)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 halogen, which may be the same or different. In certain embodiments, each Z^4 is independently (C₁-C₄)alkyl or halogen, wherein any (C₁-C₆)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 halogen, which may be the same or different. In certain embodiments, each Z^4 is independently (C₁-C₃)alkyl or halogen, wherein any (C₁-C₃)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 halogen, which may be the same or different.

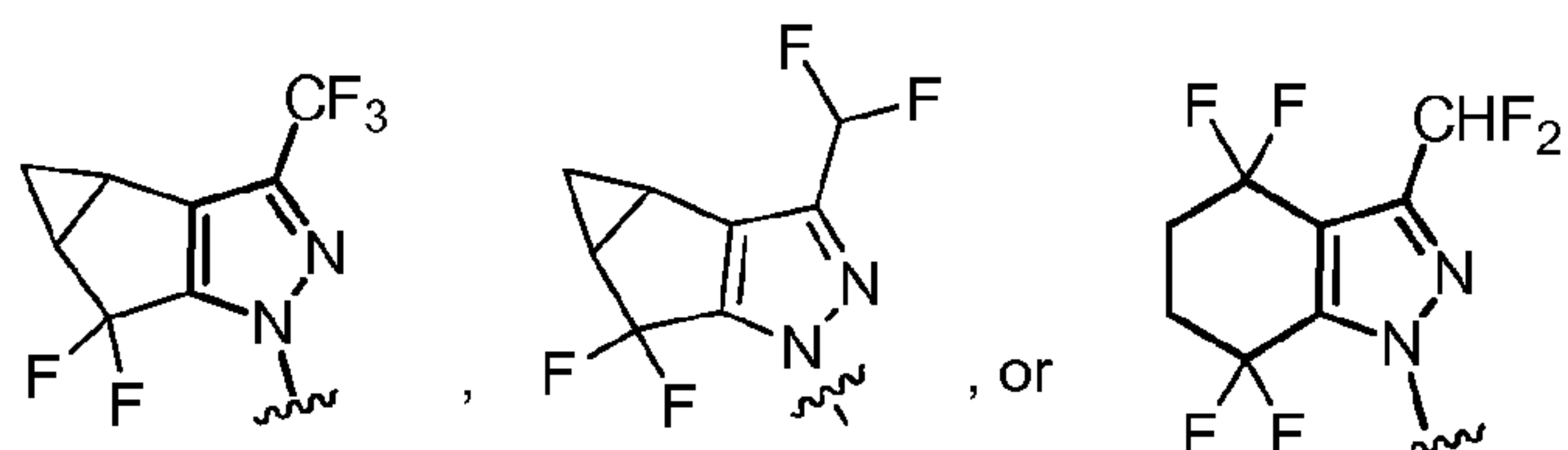
[0276] In certain embodiments, each Z^4 is independently fluoro, trifluoromethyl, or difluoromethyl.

[0277] In certain embodiments of formula III, R¹ optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups is

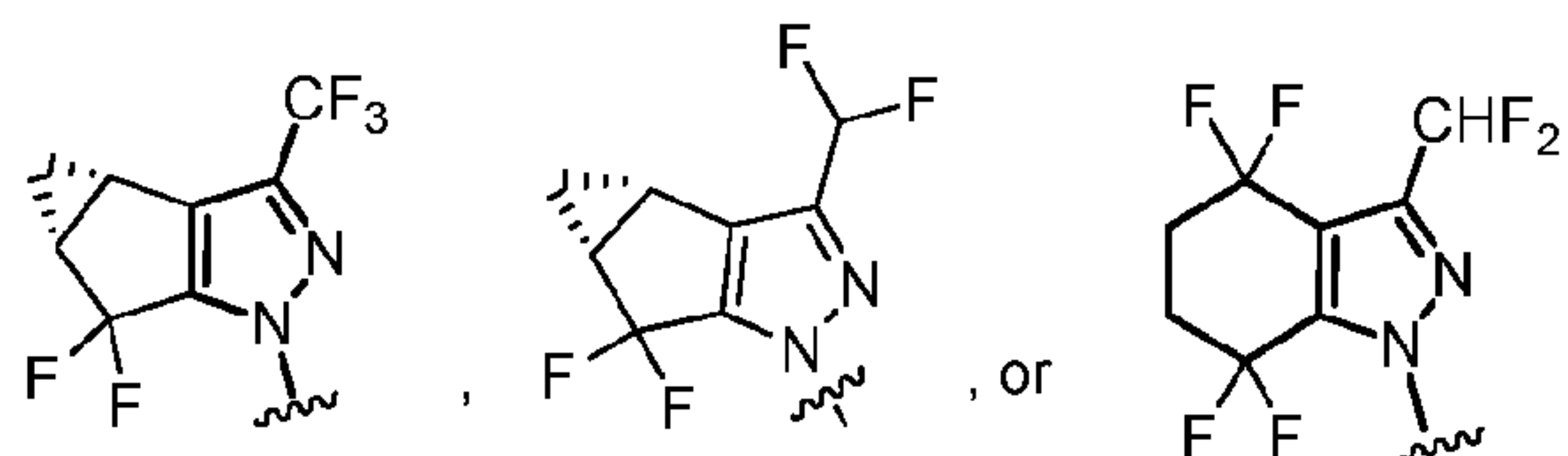




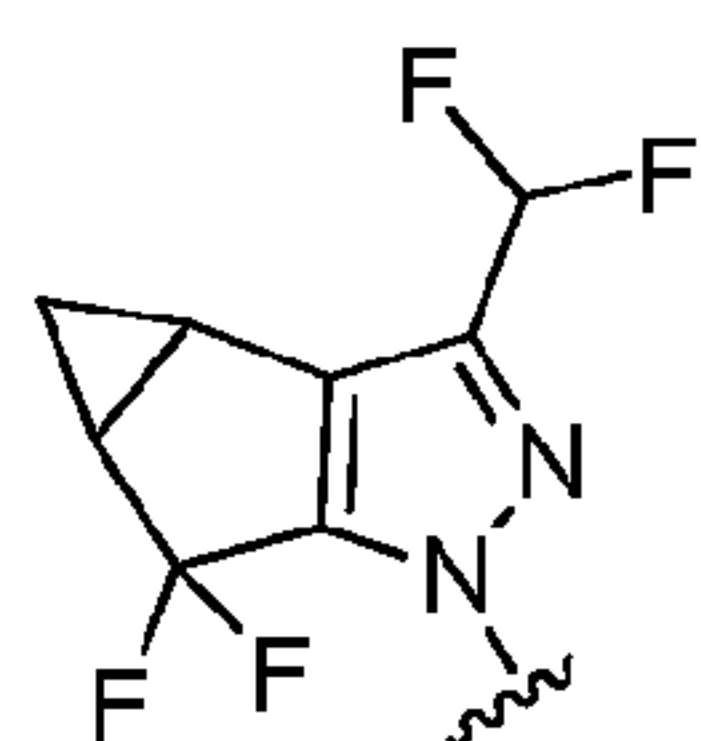
[0278] In certain embodiments, R^1 optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups is



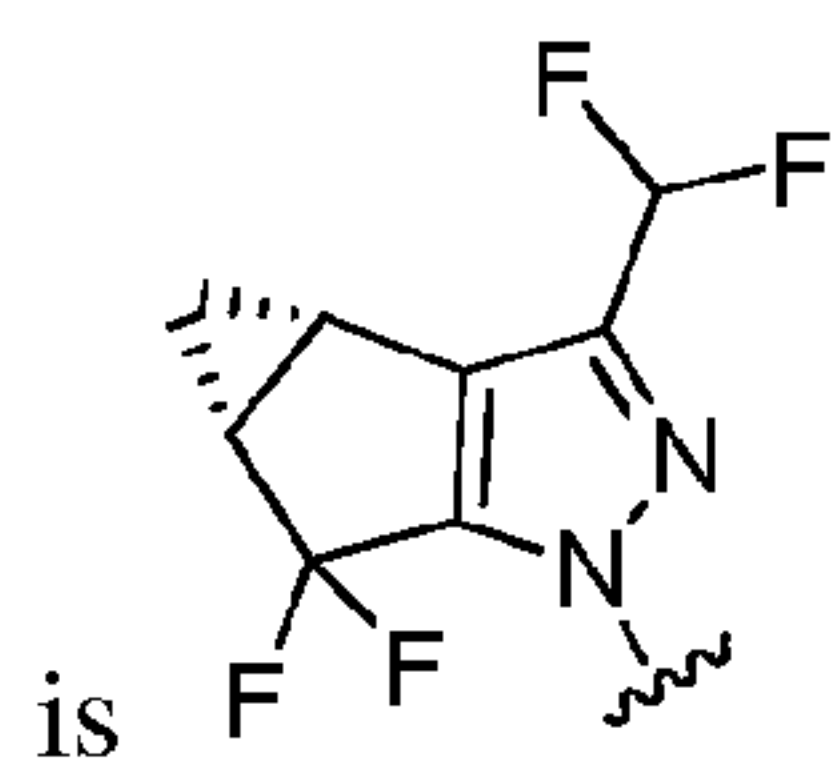
[0279] In certain embodiments, R^1 optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups is



[0280] In certain embodiments, R^1 optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups is



. In certain embodiments, R^1 optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups



is

C12C=CC(F)(F)C1C2C3=CC(F)(F)C(F)(F)C3Fc1c(F)c2c(c1)c1c(F)c(F)c1n2


 or
 

[0287] In certain embodiments, each Z^4 is independently fluoro, trifluoromethyl, or difluoromethyl.

[0288] In certain embodiments, each Z^4 is independently fluoro, trifluoromethyl, -CN, or difluoromethyl.

[0289] In certain embodiments of Formula III, Z^1 is phenyl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any phenyl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0290] In certain embodiments, Z^1 is phenyl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any phenyl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0291] In certain embodiments, Z^1 is phenyl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any phenyl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0292] In certain embodiments, Z^1 is phenyl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any phenyl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0293] In certain embodiments, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0294] In certain embodiments, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0295] In certain embodiments, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle have 1-11 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0296] In certain embodiments, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle have 1-11 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0297] In certain embodiments, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle have 4-11 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0298] In certain embodiments, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle, wherein the 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle have 4-11 carbon atoms and 1-3 heteroatoms in the ring system, and wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0299] In certain embodiments, Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle, wherein any from 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0300] In certain embodiments, Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle, wherein any from 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0301] In certain embodiments, Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle, wherein the 8-10 membered bicyclic-heteroaryl or 8-10 membered

bicyclic-heterocycle has 3-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} groups.

[0302] In certain embodiments, Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle, wherein the 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle has 3-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0303] In certain embodiments of formula III, Z^1 is not substituted with Z^{1b} .

[0304] In certain embodiments of formula III, each Z^{1a} is independently oxo, (C₃-C₇)carbocycle, halogen, -CN, -O-(C₁-C₈)alkyl, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, or -C(O)NR^{q1}R^{r1}.

[0305] In certain embodiments, each Z^{1a} is independently -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, or halogen. In certain embodiments, each Z^{1a} is independently halogen or -NRⁿ¹S(O)₂R^{p1}. In certain embodiments, each Z^{1a} is independently halogen or -NRⁿ¹S(O)₂NR^{q1}R^{r1}.

[0306] In certain embodiments, Z^1 is substituted with 2 Z^{1a} groups, wherein each Z^{1a} is independently -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, or halogen.

[0307] In certain embodiments, each Z^{1a} is independently halogen or -NRⁿ¹S(O)₂R^{p1} and each Z^{1b} is (C₁-C₈)alkyl, which may be same or different.

[0308] In certain embodiments, Z^{1a} is -NRⁿ¹S(O)₂R^{p1} or -NRⁿ¹S(O)₂NR^{q1}R^{r1}. In certain embodiments, Z^{1a} is halogen. In certain embodiments, Z^{1a} is -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, or -NRⁿ¹CONR^{q1}R^{r1}.

[0309] In certain embodiments, Z^{1a} is halogen, -ORⁿ¹, or -C(O)NR^{q1}R^{r1}.

[0310] In certain embodiments, Z^{1a} is halogen or -C(O)NR^{q1}R^{r1}.

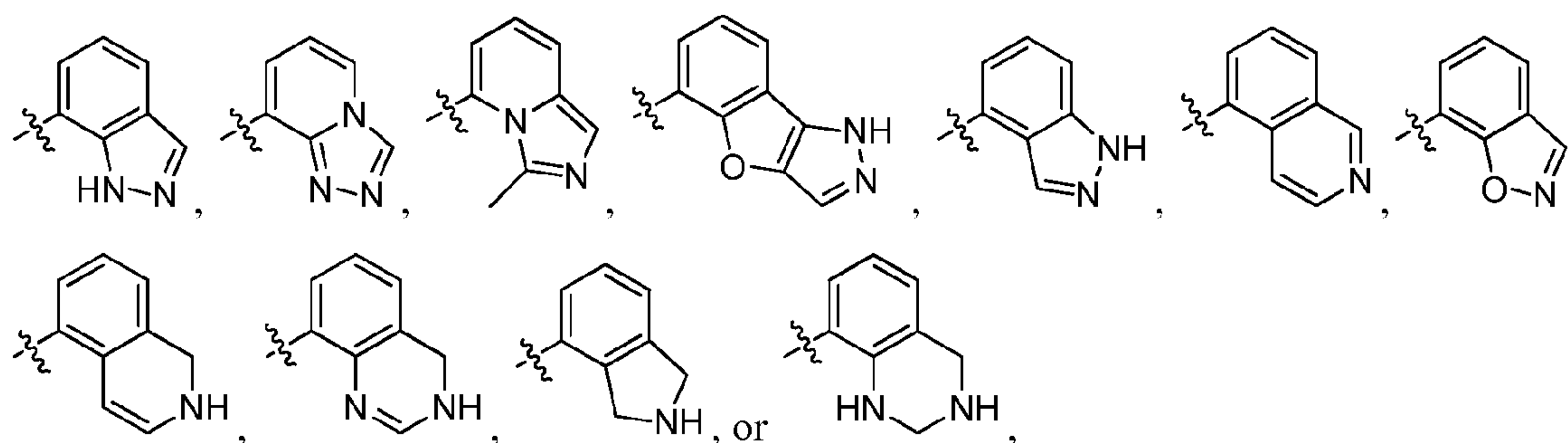
[0311] In certain embodiments, Z^{1a} is halogen, -OH, or -C(O)NH₂.

[0312] In certain embodiments, Z^{1a} is fluoro, -OH, or -C(O)NH₂.

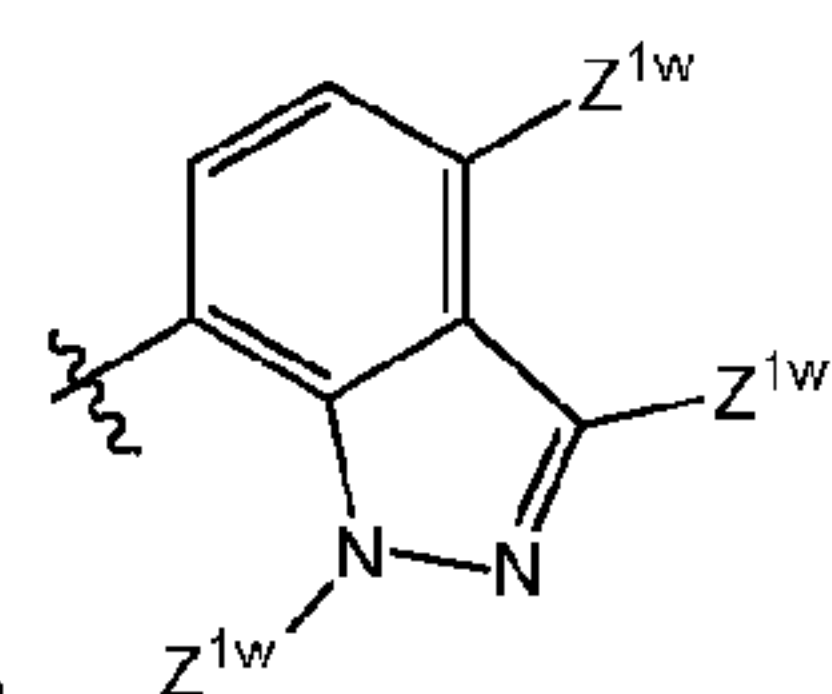
[0313] In certain embodiments, each Z^{1b} is (C₁-C₈)alkyl, which may be same or different.

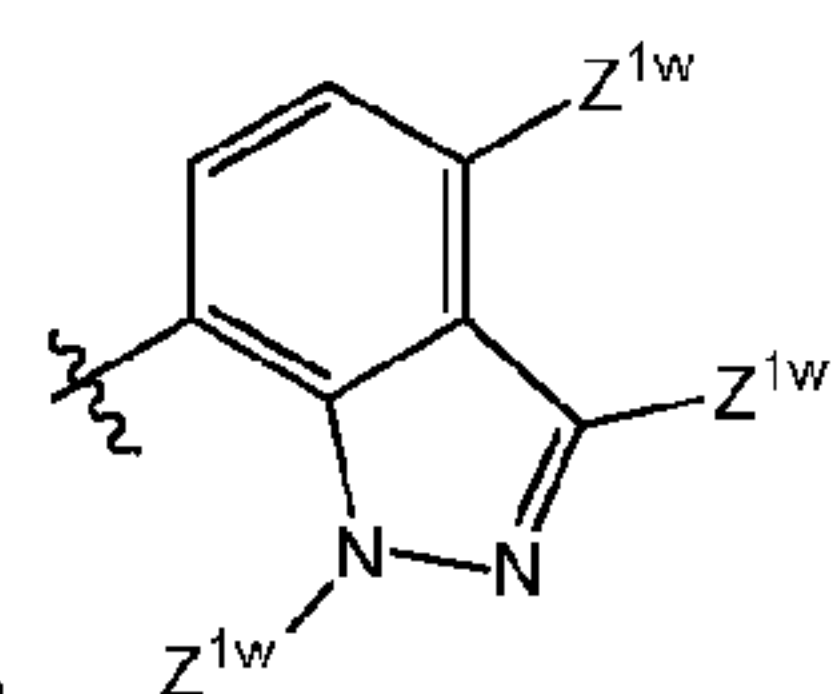
[0314] In certain embodiments, each Z^{1b} is independently methyl or difluoromethyl.

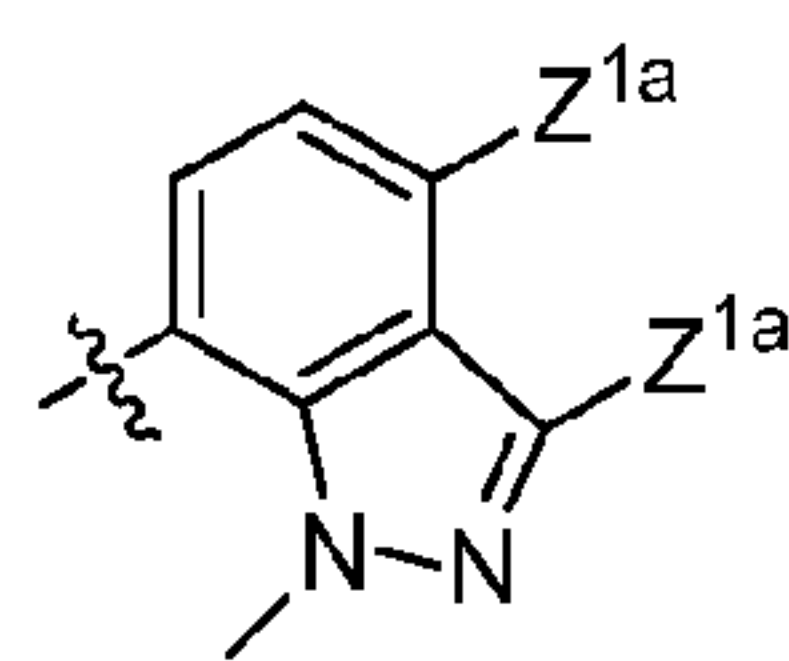
[0315] In certain embodiments of formula III, Z^1 is

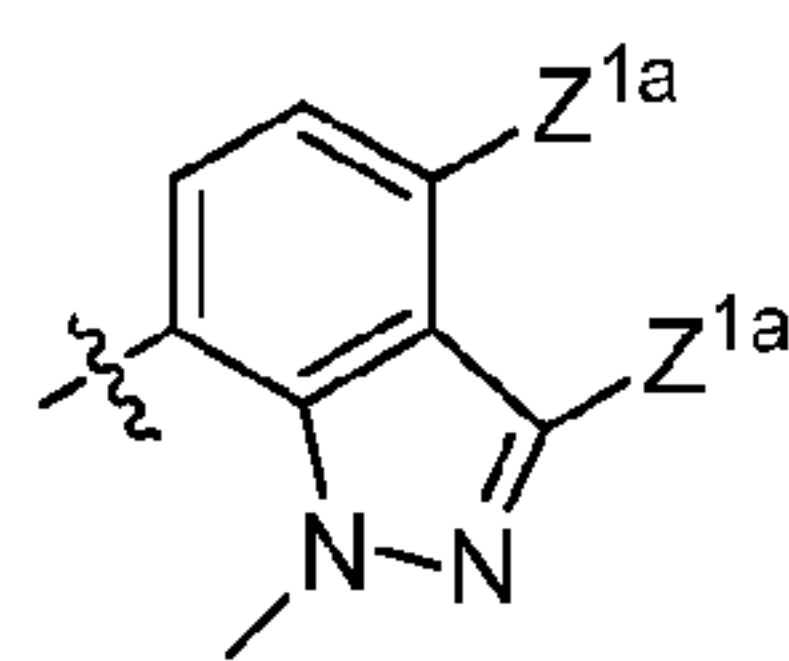


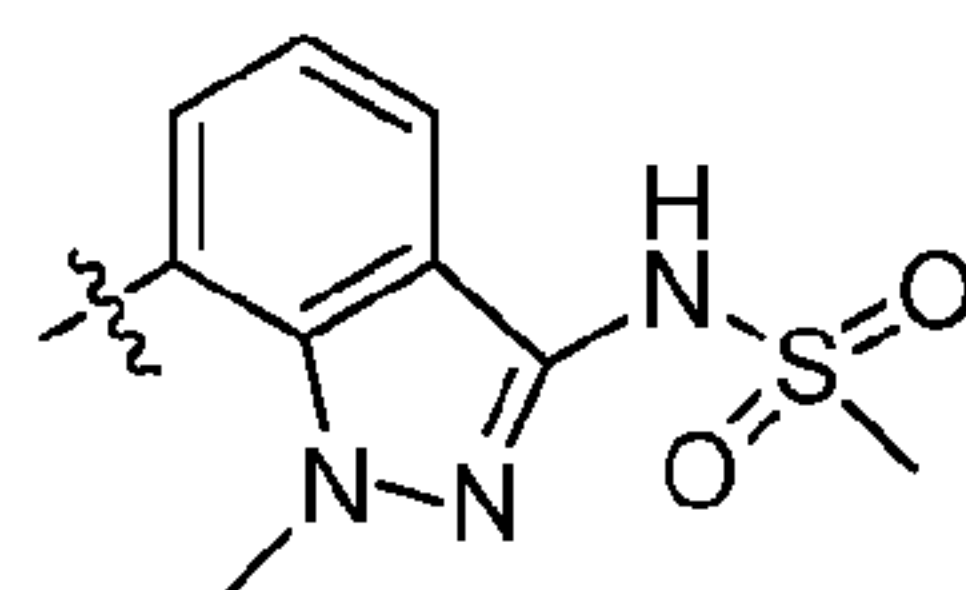
optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} .

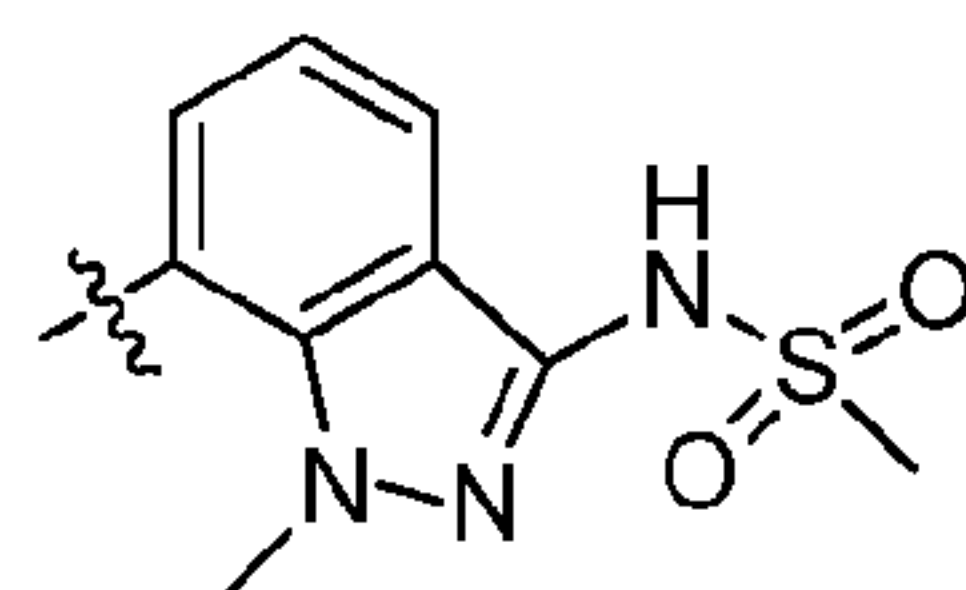


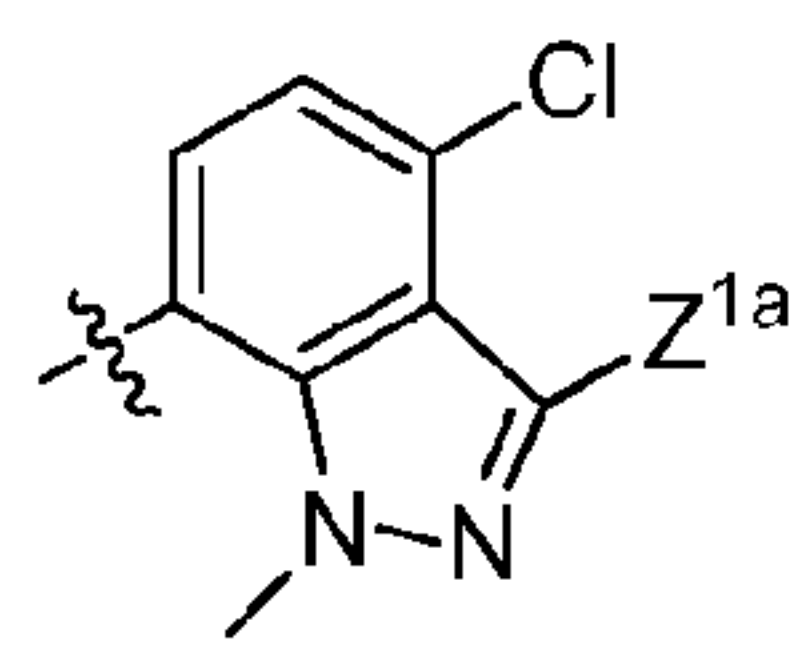
[0316] In certain embodiments, Z^1 is , wherein each Z^{1w} is independently Z^{1a} , Z^{1b} , or H. In certain embodiments, each Z^{1a} is independently halogen, $-\text{CN}$, $-\text{OR}^{n1}$, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$, $-\text{NR}^{q1}\text{R}^{r1}$, $-\text{NR}^{n1}\text{COR}^{p1}$, $-\text{NR}^{n1}\text{CONR}^{q1}\text{R}^{r1}$, or $-\text{NR}^{n1}\text{CO}_2\text{R}^{p1}$; each Z^{1b} is independently $(\text{C}_1\text{-C}_8\text{alkyl})$, wherein the $(\text{C}_1\text{-C}_8\text{alkyl})$ is optionally substituted with 1, 2, or 3 halogen, which are the same or different; and at least one of Z^{1w} is Z^{1a} or Z^{1b} . In certain embodiments, at least two of Z^{1w} are independently Z^{1a} . In certain embodiments, each Z^{1a} is independently halogen, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$, or $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$.

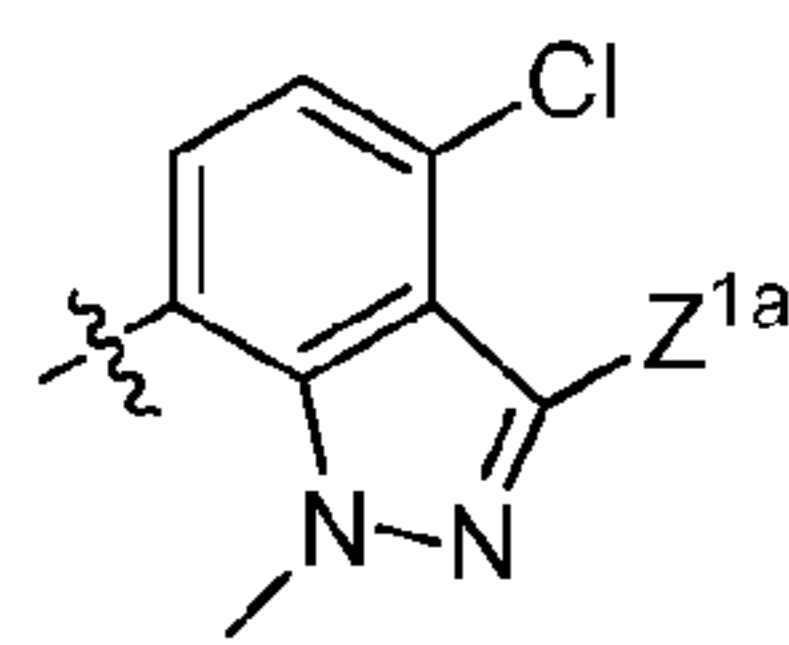


[0317] In certain embodiments, Z^1 is , wherein each Z^{1a} is independently halogen, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$ or $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$.

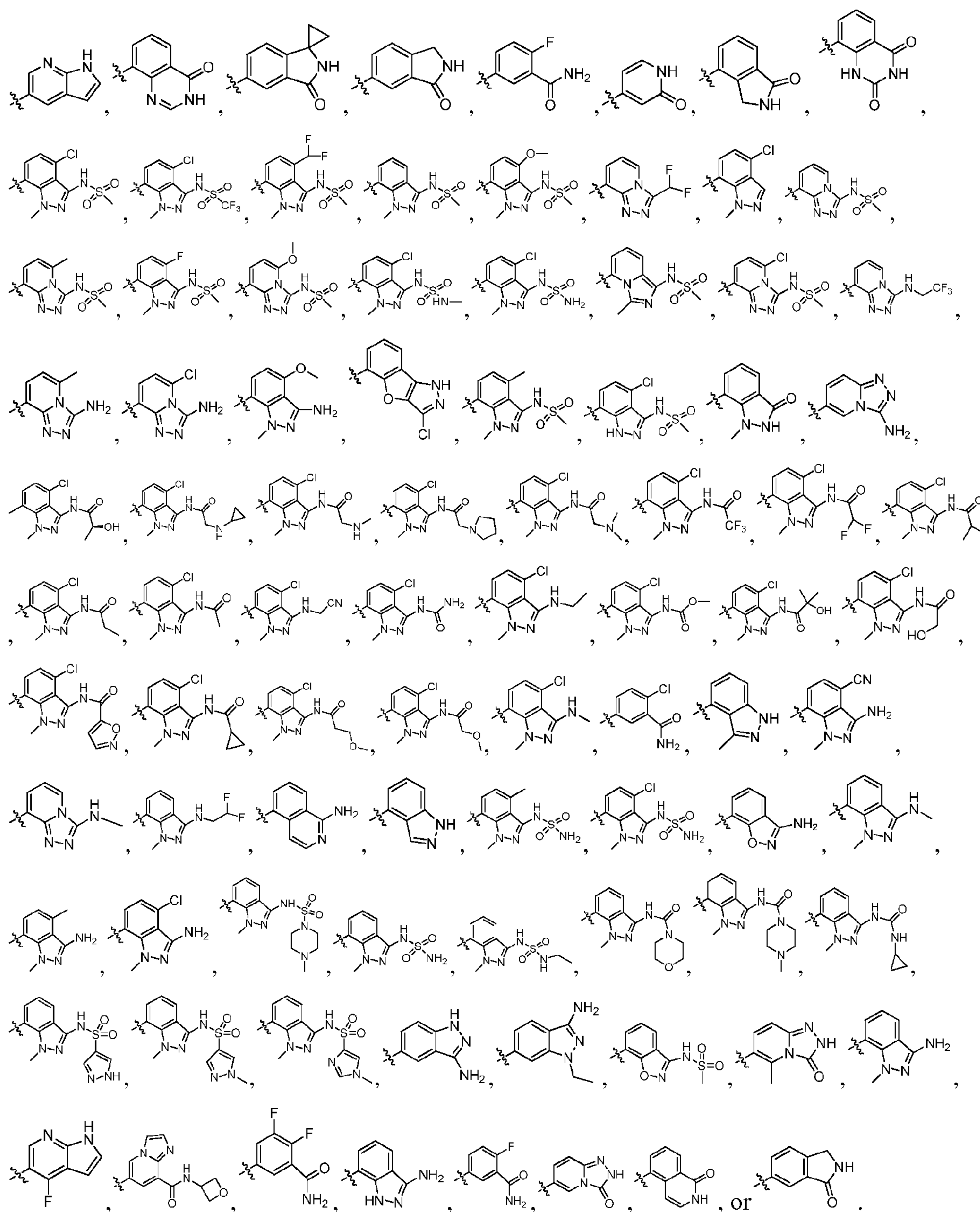


[0318] In certain embodiments, Z^1 is , optionally substituted with 1, 2, 3, or 4 Z^{1a} or Z^{1b} .

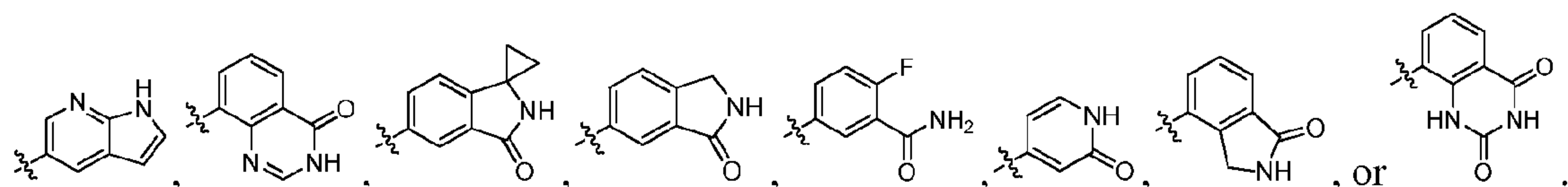


[0319] In certain embodiments, Z^1 is .

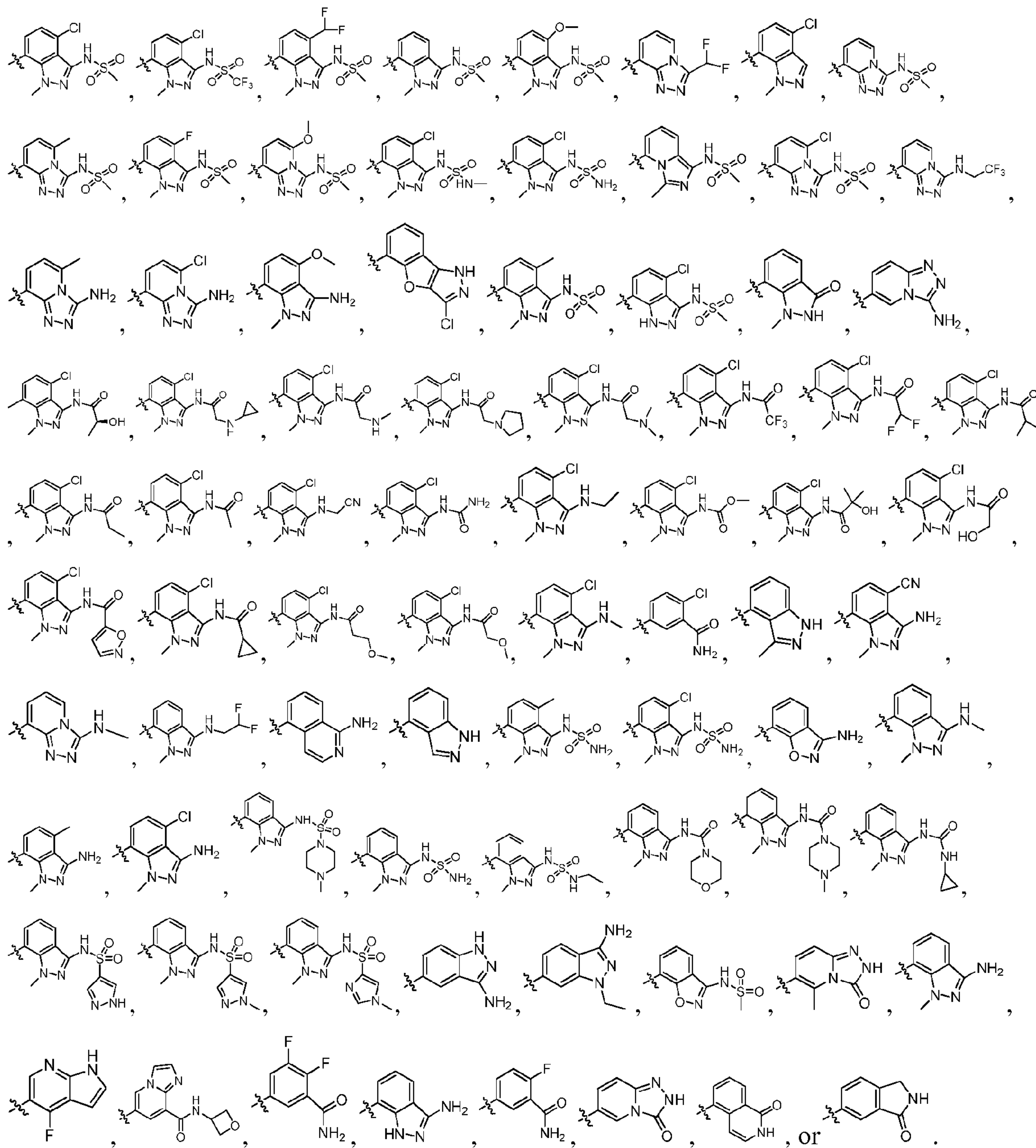
[0320] In certain embodiments, Z^1 optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups is



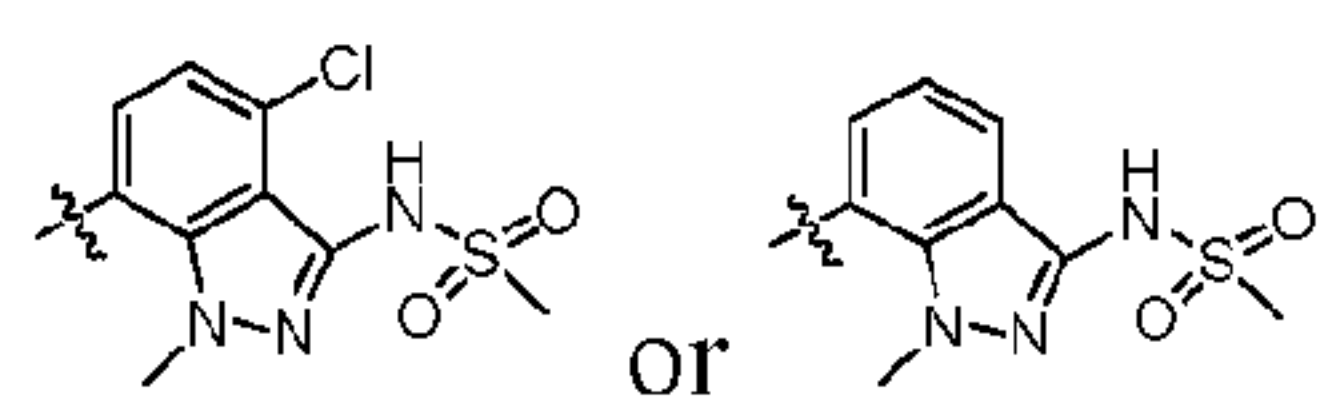
[0321] In certain embodiments, Z^1 optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups is



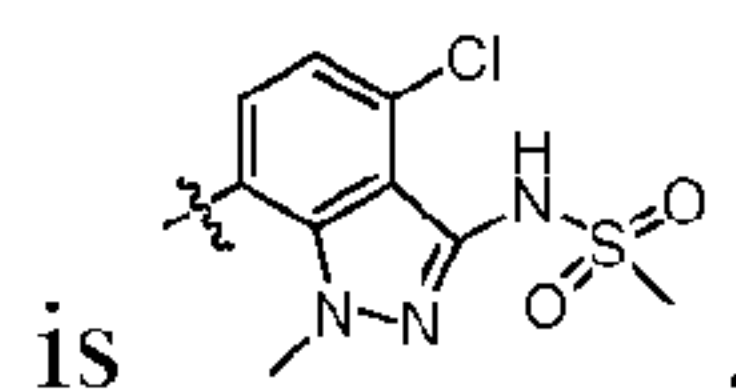
[0322] In certain embodiments, Z^1 optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups is

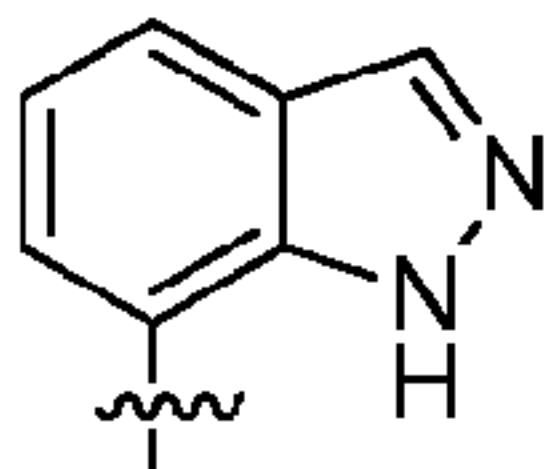


[0323] In certain embodiments, Z^1 optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups is

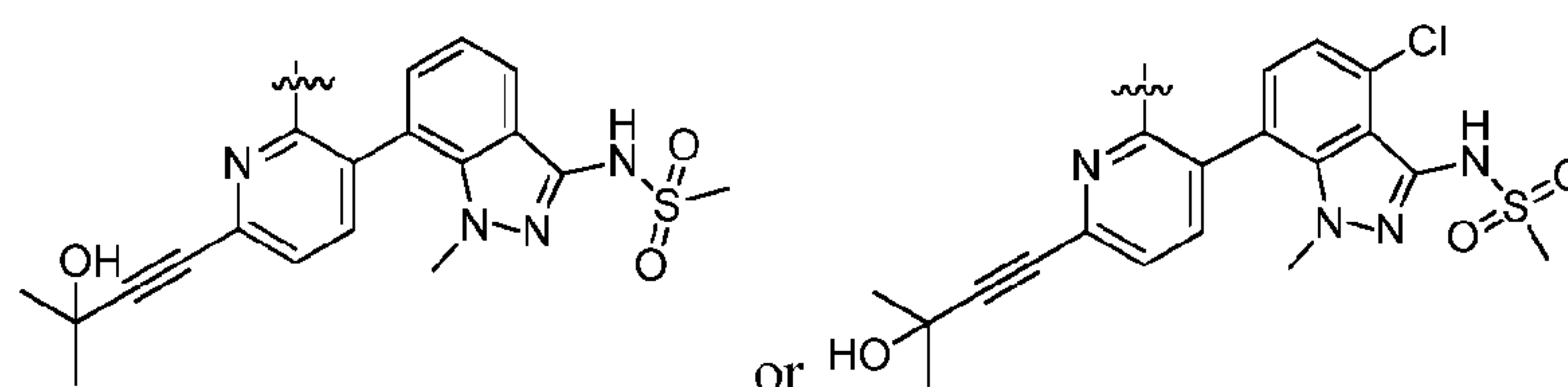


[0324] In certain embodiments, Z^1 optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups



[0325] In certain embodiments, Z^1 is .

[0326] In certain embodiments, Z^2 -A- Z^1 is:



[0327] In one variation of formula III, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and R^1 is a 5-12 membered heteroaryl, optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and each Z^4 is independently fluoro, trifluoromethyl, or difluoromethyl.

[0328] In one variation of formula III, A is pyridinyl; and R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups, which may be the same or different.

[0329] In one variation of formula III, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and R^2 is 3,5-difluorophenyl. In another variation, A is pyridinyl; and R^2 is 3,5-difluorophenyl. In another variation, A is pyrimidinyl; and R^2 is 3,5-difluorophenyl. In another variation, A is pyrazinyl; and R^2 is 3,5-difluorophenyl. In another variation, A is pyridazinyl; and R^2 is 3,5-difluorophenyl.

[0330] In one variation of formula III, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is phenyl, optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl, wherein any 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z¹ is 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle wherein any 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0331] In one variation of formula III, A is pyridinyl; and Z¹ is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different. In another variation, A is pyridinyl; and Z¹ is phenyl, optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl; and Z¹ is 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl, wherein any 5-6 membered monocyclic-heteroaryl or 8-10 membered bicyclic-heteroaryl of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups. In another variation, A is pyridinyl; and Z¹ is 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle wherein any 8-10 membered bicyclic-heterocycle or 9-12 membered tricyclic-heterocycle of Z¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0332] In one variation of formula III, A is pyridinyl, pyrimidinyl, pyrazinyl or pyridazinyl; and Z² is (C₂-C₈)alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or -C(O)NR^{q3}R^{r3}, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z² is optionally

substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, which may be the same or different, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, which may be the same or different. In another variation, A is pyridinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyrimidinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyrazinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups. In another variation, A is pyridazinyl; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups.

[0333] In one variation of formula III, A is pyridinyl substituted with one Z^1 moiety, one Z^2 moiety and no (zero) Z^3 moieties; and Z^2 is (C_2-C_8) alkynyl or aryl, which Z^2 may be optionally substituted as provided by formula III. In another variation, A is pyridinyl substituted with one Z^1 moiety, one Z^2 moiety and no (zero) Z^3 moieties; and Z^2 is (C_2-C_8) alkynyl, which Z^2 may be optionally substituted as provided by formula III. In a particular variation, A is pyridinyl substituted with one Z^1 moiety, one Z^2 moiety at the position alpha to the nitrogen atom of the pyridinyl ring, and no (zero) Z^3 moieties, wherein Z^2 is (C_2-C_8) alkynyl, which Z^2 may be optionally substituted as provided by formula III.

[0334] In one variation of formula III, R^1 is a 5-12 membered heteroaryl optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different; and Z^1 is phenyl, 5-6

membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different. In another variation, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups.

[0335] In one variation of formula III, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups, which may be the same or different; and Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle wherein any 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different.

[0336] In one variation of formula III, R^1 is a 5-12 membered heteroaryl optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, which may be the same or different. In another variation, R^1 is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^4 groups; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is

optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} group.

[0337] In one variation of formula III, Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, which may be the same or different, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, which may be the same or different.

[0338] In one variation of formula III, Z^1 is bicyclic-heteroaryl optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different; and Z^2 is (C_2-C_8) alkynyl optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, which may be the same or different.

[0339] In one variation of formula III, R^1 is a 5-12 membered heteroaryl; Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} groups, which may be the same or different; and Z^2 is (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, or $-C(O)NR^{q3}R^{r3}$, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, which may be the same or different, and wherein any (C_2-C_8) alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2c} groups, which may be the same or different.

[0340] In certain embodiments of formula III,

A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups, which may be the same or different;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different;

R^2 is phenyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which may be the same or different;

each R^{3a} and R^{3b} is independently H or (C_1-C_3) alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , which may be the same or different;

each Z^{1a} is independently oxo, (C_3-C_7) carbocycle, halogen, -CN, -O- (C_1-C_8) alkyl, -OC(O) R^{p1} , -OC(O)NR^{q1} R^{r1} , -NR^{q1} R^{r1} , -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂ R^{p1} , -NRⁿ¹CONR^{q1} R^{r1} , -NRⁿ¹S(O)₂ R^{p1} , -NRⁿ¹S(O)₂NR^{q1} R^{r1} , -C(O) R^{n1} , -C(O)ORⁿ¹, or -C(O)NR^{q1} R^{r1} ;

each Z^{1b} is independently (C_1-C_8) alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which may be the same or different;

each R^{n1} is independently H or (C_1-C_8) alkyl;

each R^{p1} is independently (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 (C_1-C_8) alkyl, which may be the same or different, and wherein any (C_1-C_8) alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 halogen, hydroxyl, -O (C_1-C_8) alkyl, or -NR^{q2} R^{r2} , which may be the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or 3-7-membered heterocycle, wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 halogen or -CN, which may be the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle, wherein the 5, 6, or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 (C_1-C_8) alkyl, which may be the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, -C(O) R^{n3} , or -C(O)NR^{q3} R^{r3} , wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of

Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, which may be the same or different, and wherein any (C₂-C₈)alkenyl or (C₂-C₈)alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, which may be the same or different;

each R^{n3} is independently H or (C₁-C₄)alkyl;

each R^{q3} and R^{r3} is independently H or (C₁-C₄)alkyl;

each Z^{2b} is independently oxo, (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl or (C₁-C₄)haloalkyl;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴S(O)₂R^{p4}, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴ or -C(O)NR^{q4}R^{r4};

each R^{n4} is independently H, (C₁-C₄)alkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, or (C₁-C₄)heteroalkyl;

each Z^3 is independently a (C₁-C₄)heteroalkyl or halogen;

each Z^4 is independently oxo, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵, or -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, which may be the same or different;

each Z^{4a} is independently halogen, -CN, or -ORⁿ⁶; and

each R^{n5} , R^{p5} , R^{q5} , R^{r5} , and R^{n6} is independently H or (C₁-C₄)alkyl.

[0341] In certain embodiments of formula III,

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, which may be the same or different;

each R^{3a} and R^{3b} is independently H or (C₁-C₃)alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , which may be the same or different;

each Z^{1a} is independently oxo, (C₃-C₇)carbocycle, halogen, -CN, -O-(C₁-C₈)alkyl, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, or -C(O)NR^{q1}R^{r1};

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which may be the same or different;

each R^{n1} is independently H or (C₁-C₈)alkyl;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 (C₁-C₈)alkyl, which may be the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 halogen, hydroxyl, -O(C₁-C₈)alkyl, or -NR^{q2}R^{r2}, which may be the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or 3-7-membered heterocycle, wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 halogen or -CN, which may be the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle, wherein the 5, 6, or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 (C₁-C₈)alkyl, which may be the same or different;

each R^{q2} and R^{r2} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, 3-12 membered C-linked-heterocycle, -C(O)Rⁿ³, or -C(O)NR^{q3}R^{r3}, wherein any 6-12 membered aryl, 5-12 membered C-linked-heteroaryl, or 3-12 membered C-linked-heterocycle of Z^2 is optionally substituted with 1, 2, 3, 4 or 5 Z^{2b} or Z^{2c} groups, which may be the same or different, and wherein any (C₂-C₈)alkenyl or (C₂-C₈)alkynyl of Z^2 is optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, which may be the same or different;

each R^{n3} is independently H or (C₁-C₄)alkyl;

each R^{q3} and R^{r3} is independently H or (C₁-C₄)alkyl;

each Z^{2b} is independently oxo, (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl or (C₁-C₄)haloalkyl;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴S(O)₂R^{p4}, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴ or -C(O)NR^{q4}R^{r4};

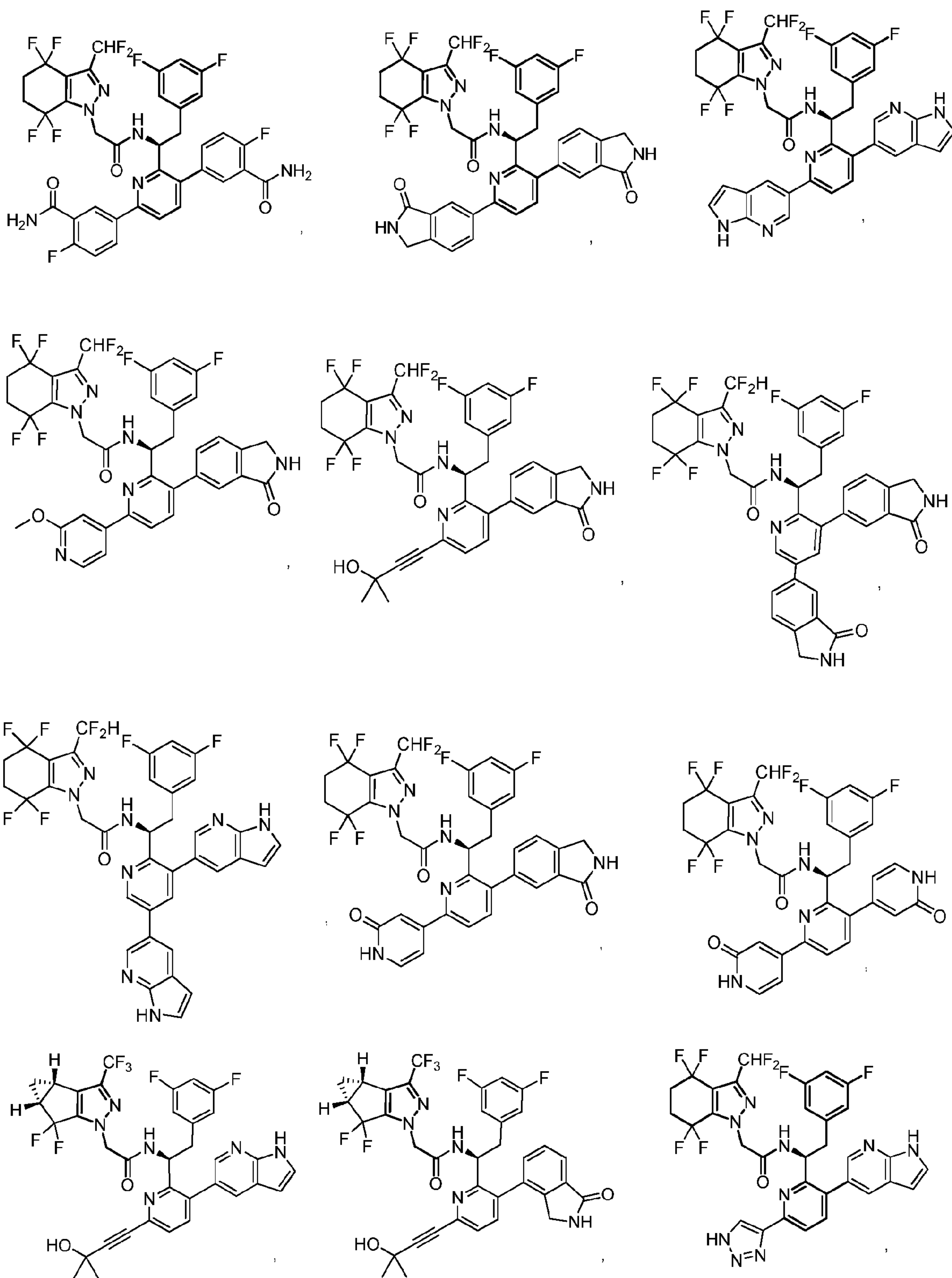
each R^{n4} is independently H, (C₁-C₄)alkyl, or (C₁-C₄)heteroalkyl;

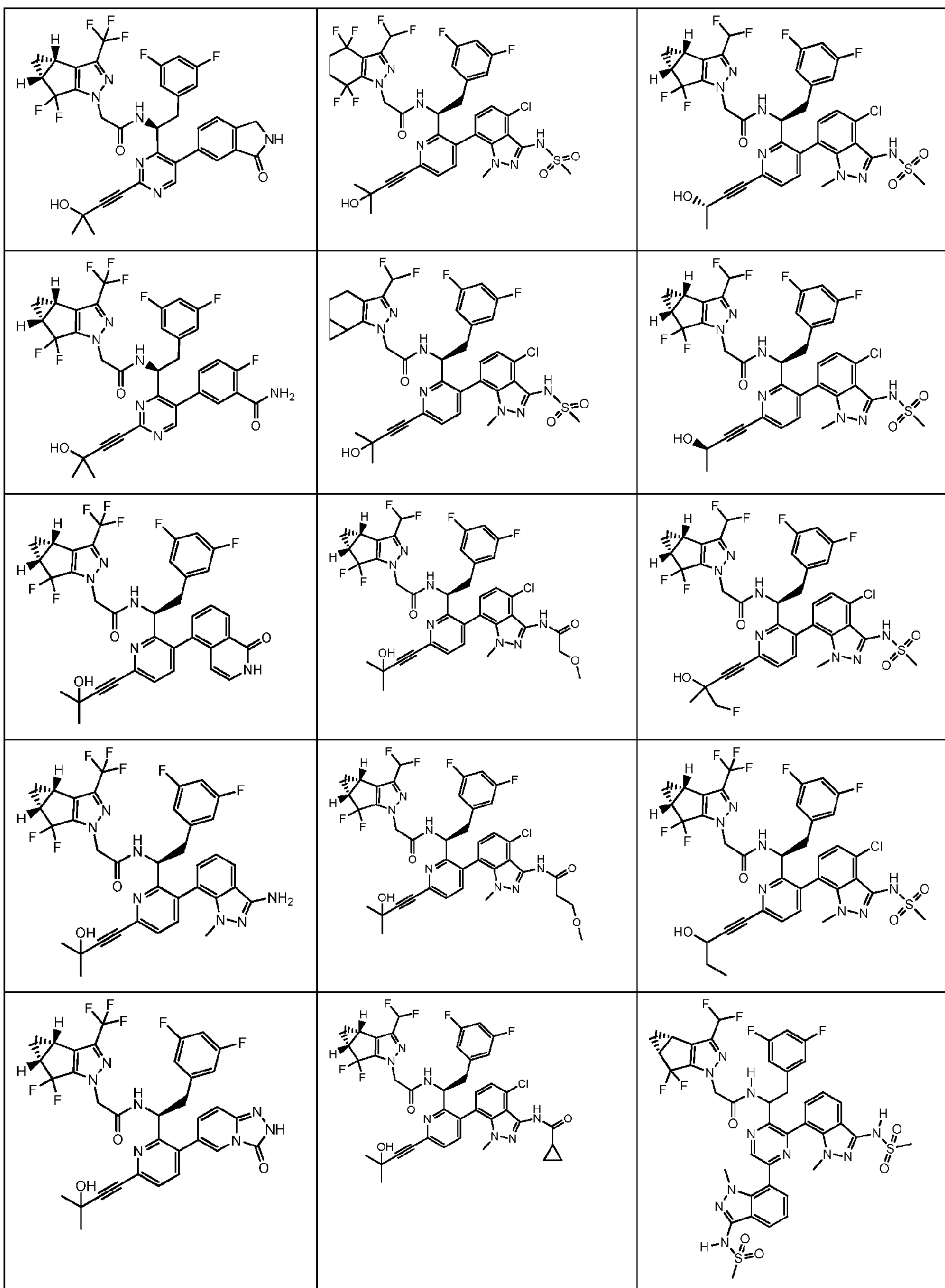
each R^{p4} is independently (C₁-C₈)alkyl;

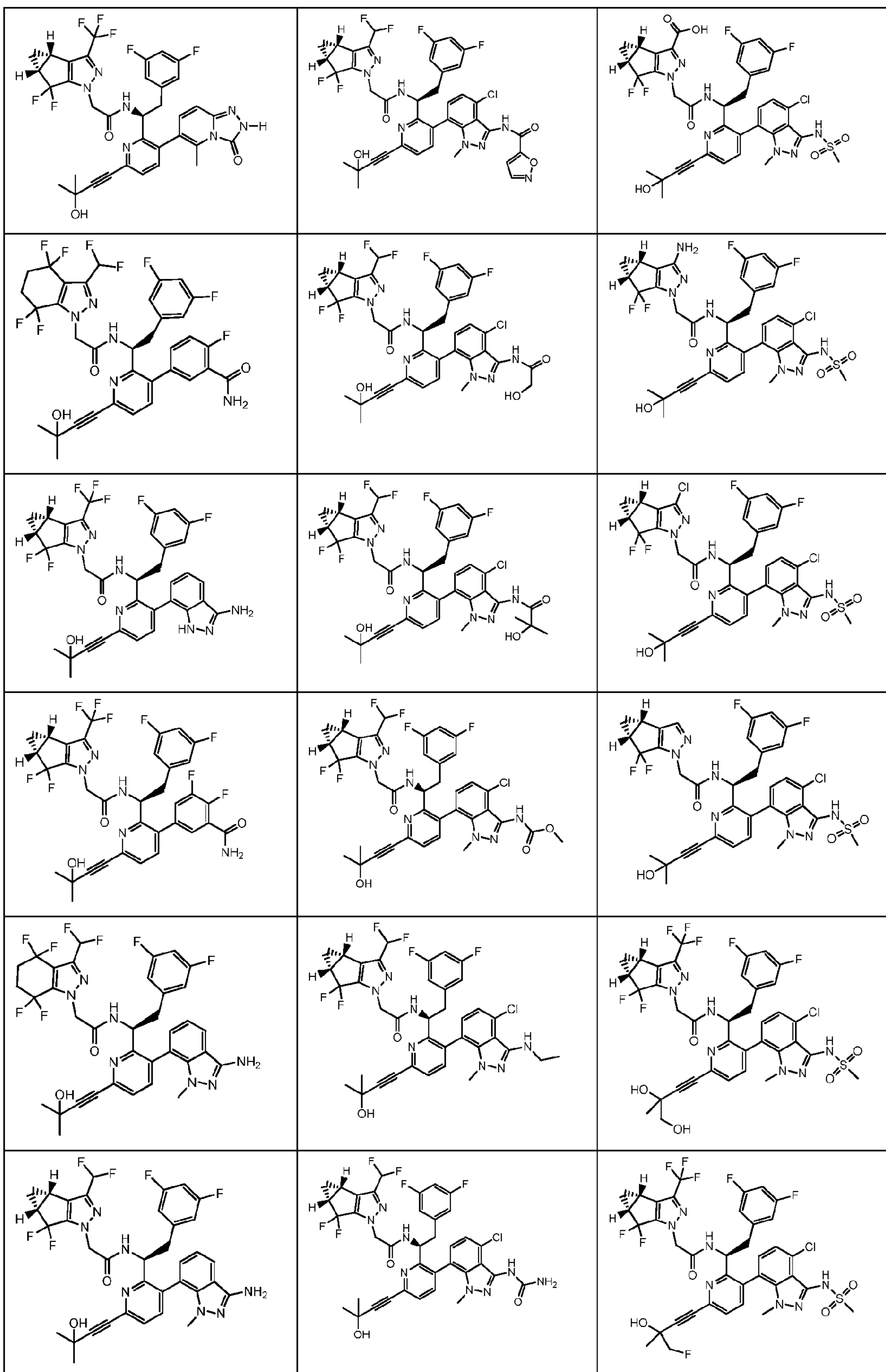
each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, or (C₁-C₄)heteroalkyl;

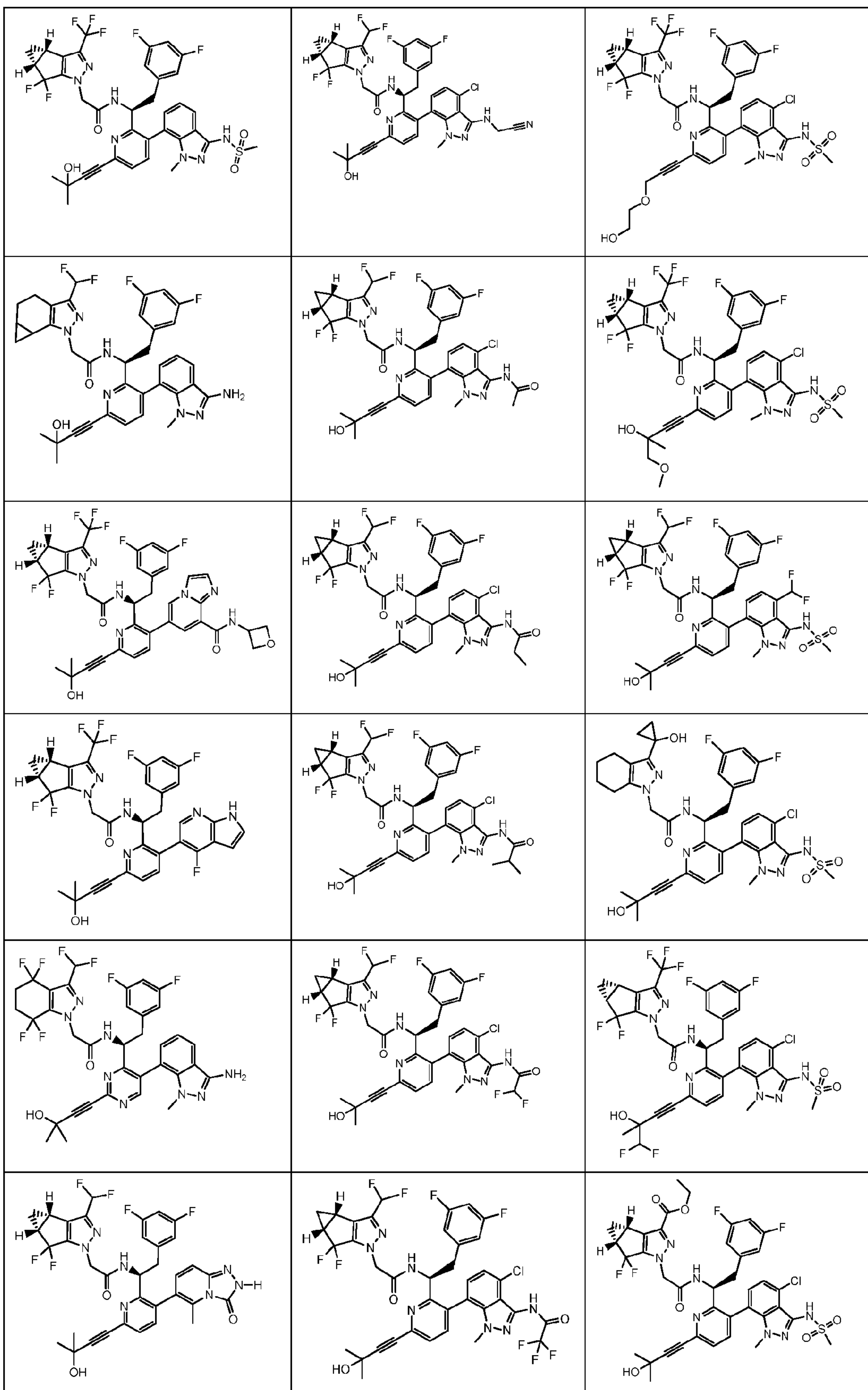
Z^3 is independently a (C₁-C₄)heteroalkyl or halogen;

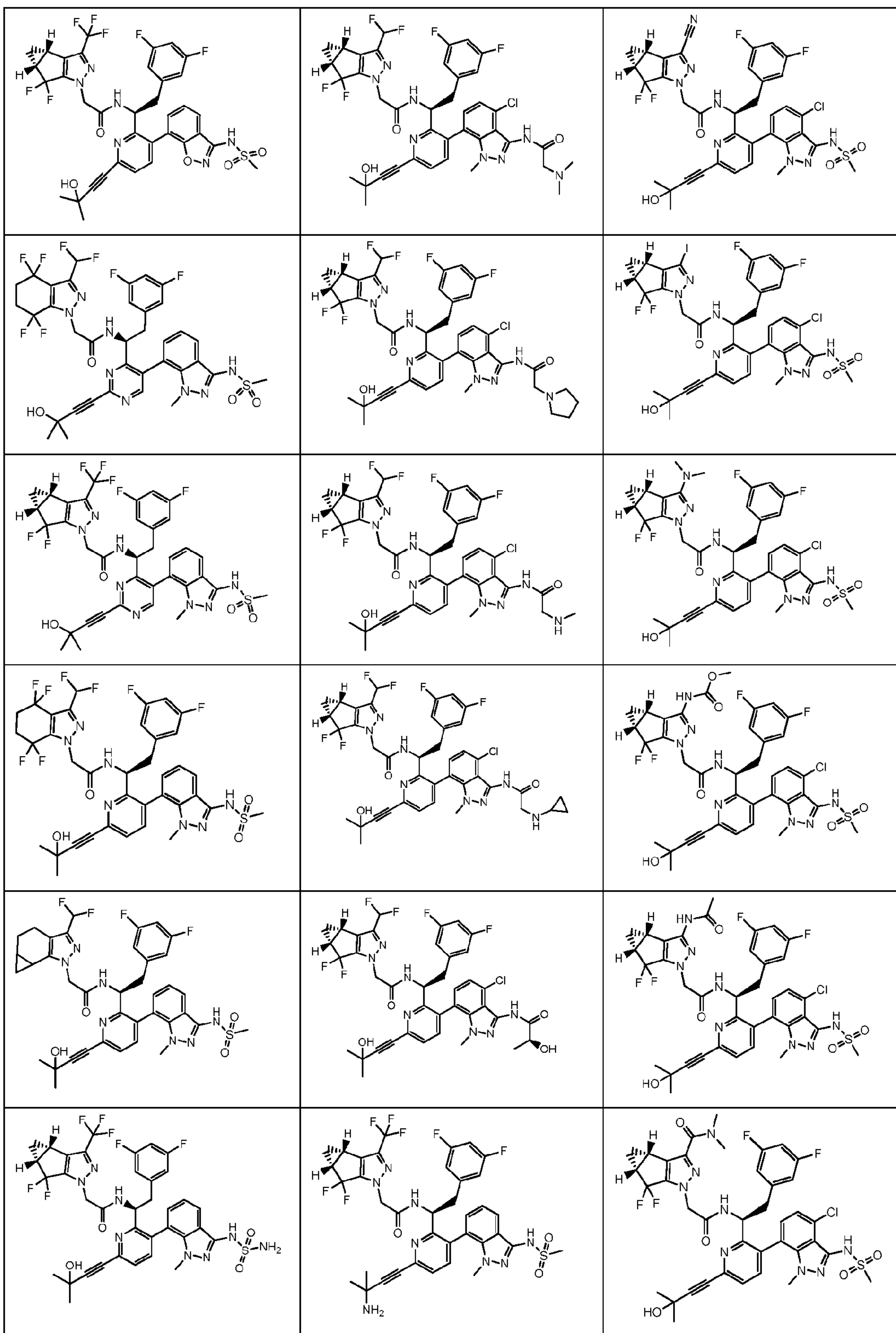
n is 0, 1, 2, or 3.

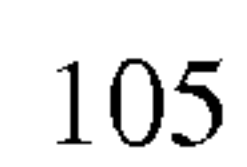


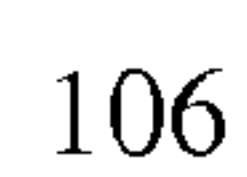


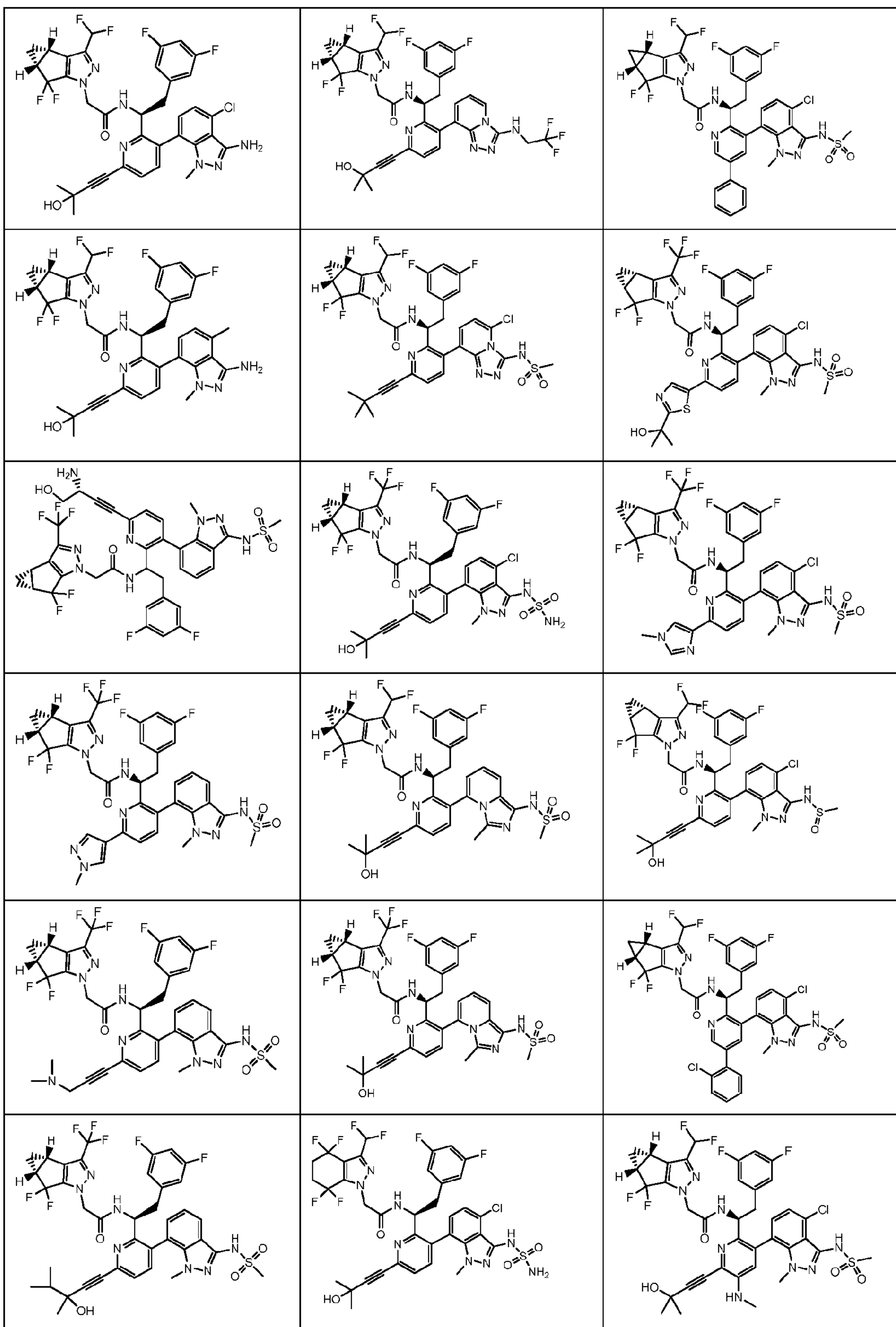


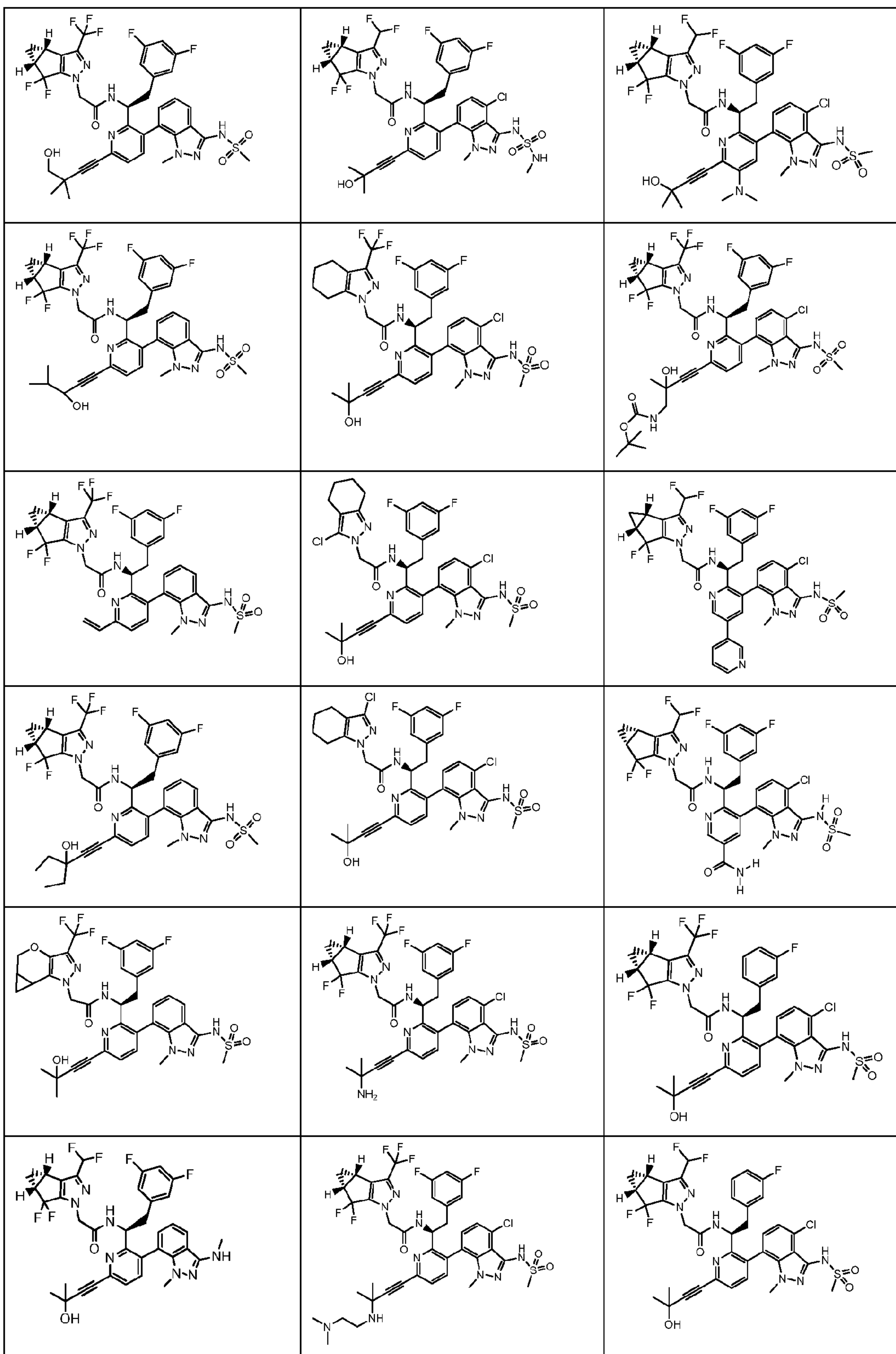


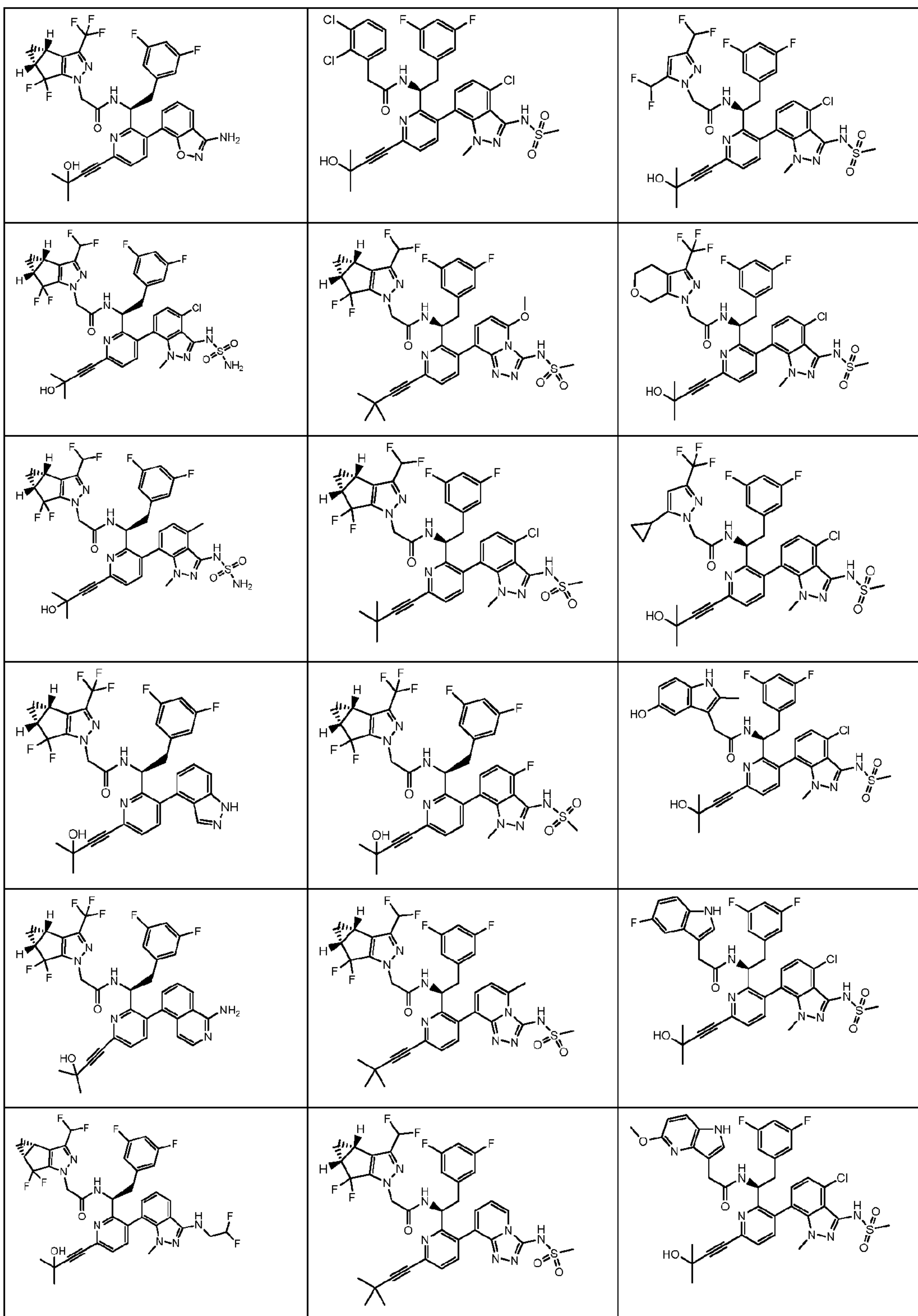




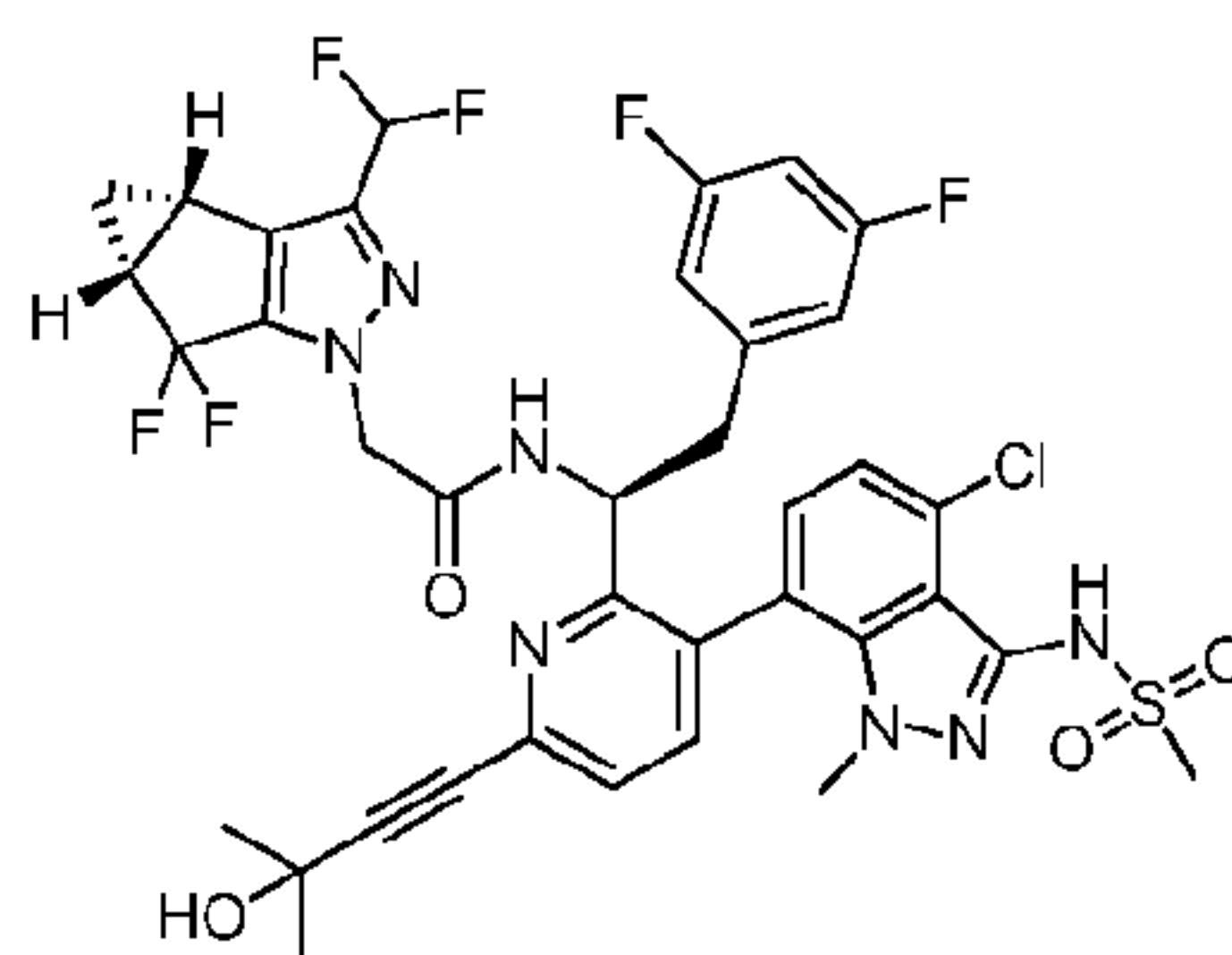






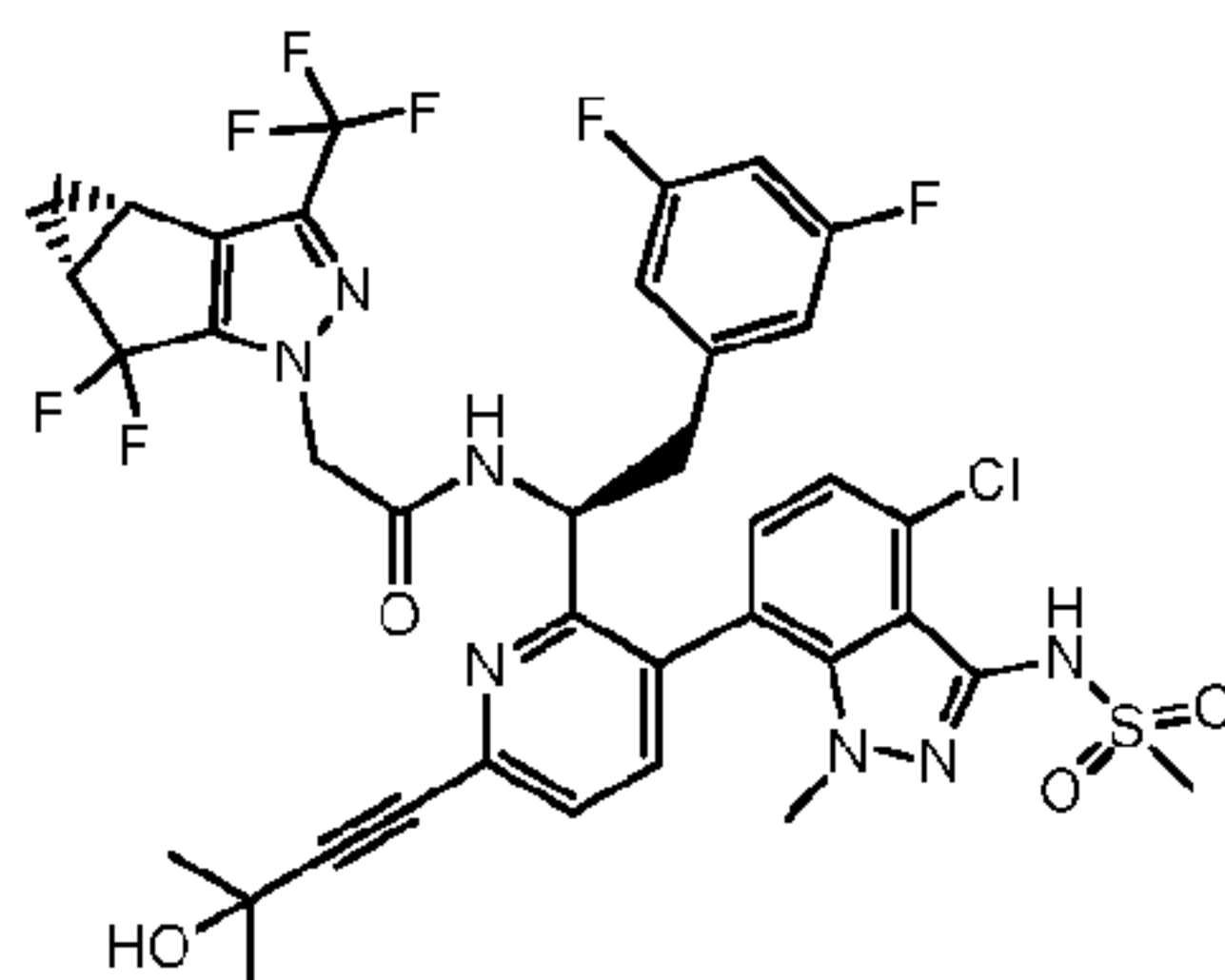






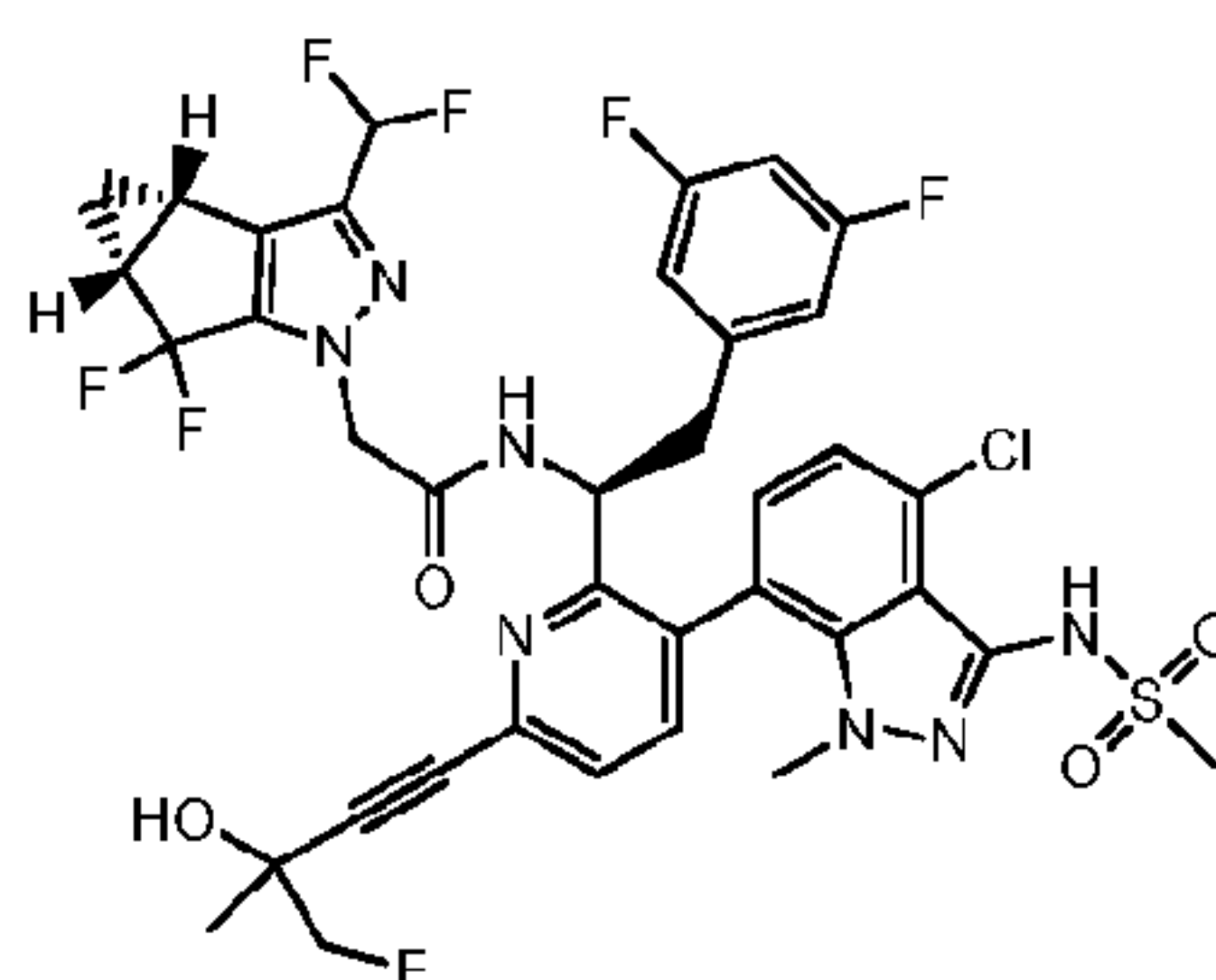
or a pharmaceutically acceptable salt thereof.

[0347] In certain embodiments, a compound is:



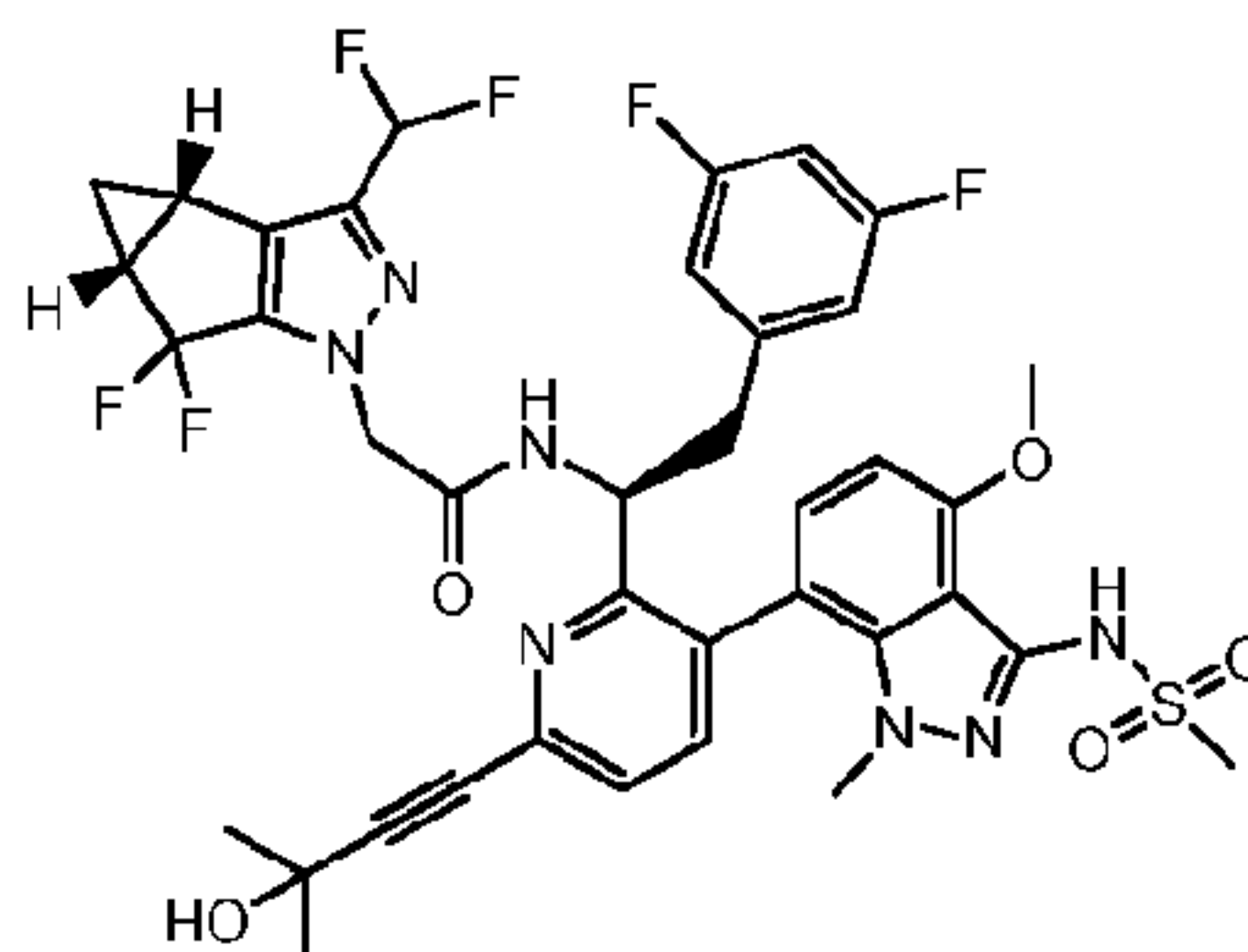
or a pharmaceutically acceptable salt thereof.

[0348] In certain embodiments, a compound is:



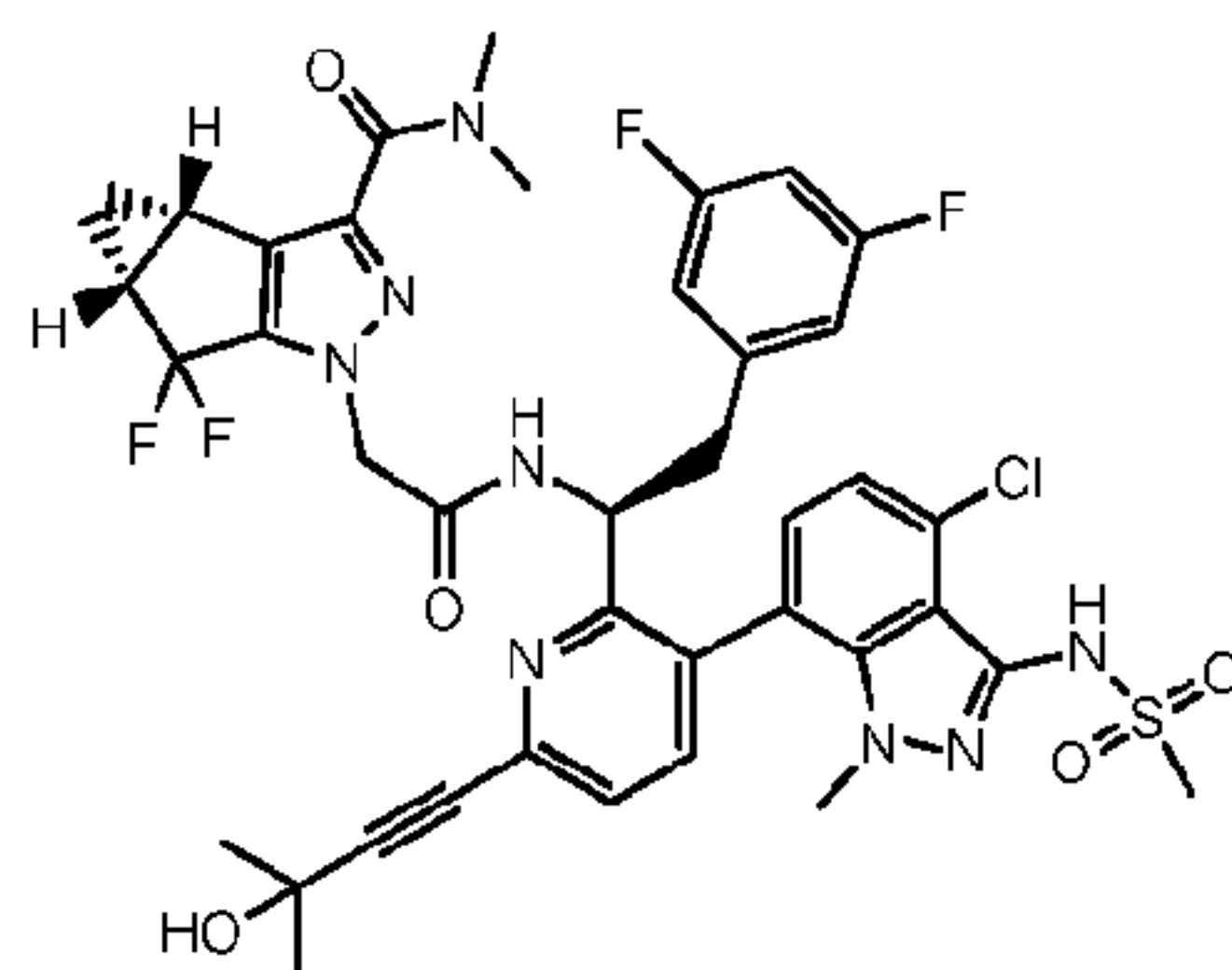
or a pharmaceutically acceptable salt thereof.

[0349] In certain embodiments, a compound is:

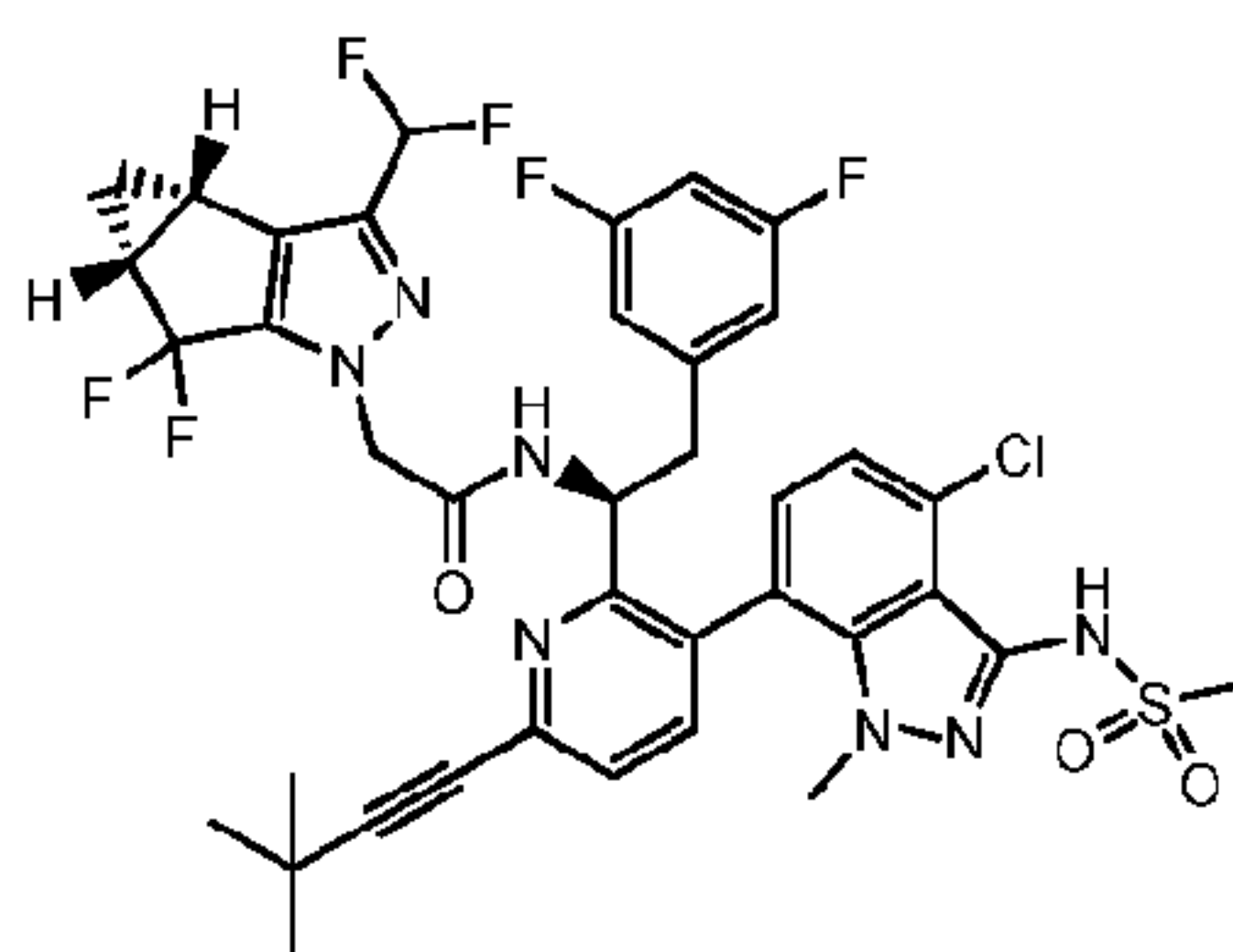


or a pharmaceutically acceptable salt thereof.

[0350] In certain embodiments, a compound is:



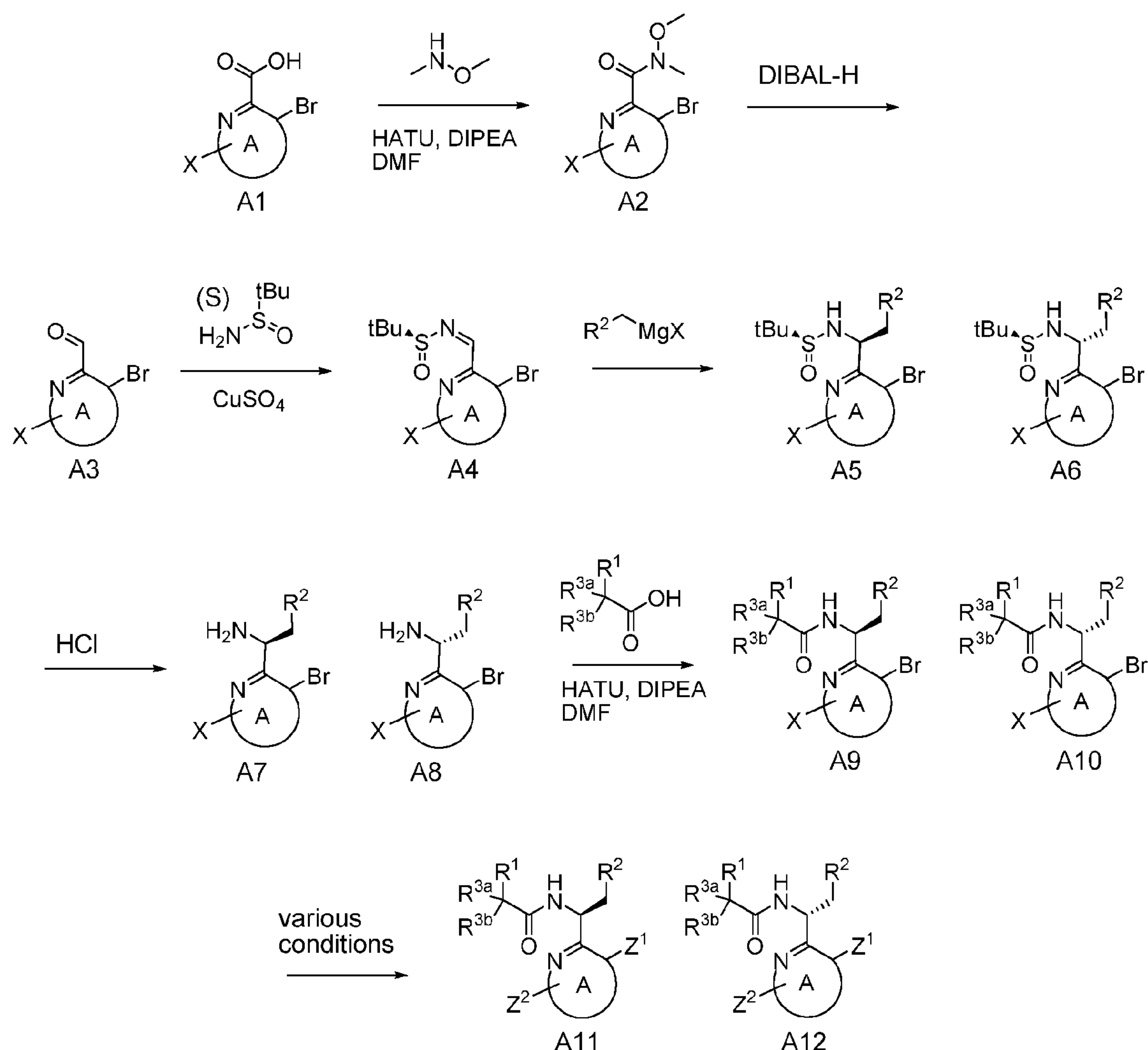
[0351] In certain embodiments, a compound is:



General Synthetic Procedures

[0352] The following schemes describe methods that are useful for preparing compounds of formula I. The following schemes similarly describe methods that are useful for preparing compounds of formula III.

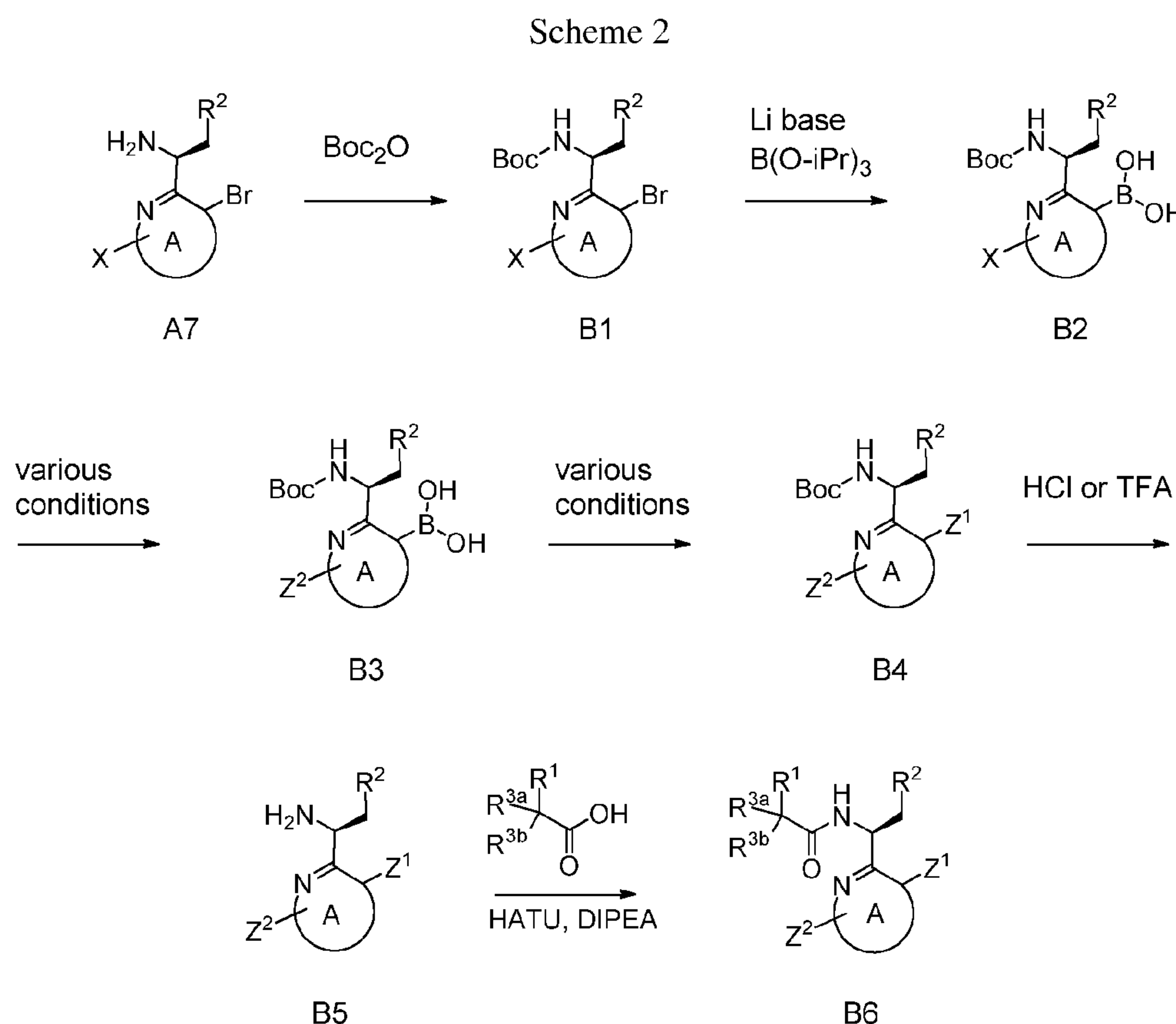
Scheme 1



[0353] Scheme 1 describes a general stereoselective route which is used to prepare compounds of formula I. The scheme is also be used to prepare compounds of formula III. Heteroaryl acids of formula A1 (where X represents diversifiable chemical group such as NH₂, SH, or halogen that are suitably protected) are converted to the corresponding aldehydes then condensed with a chiral auxiliary to provide a stereoselective addition of a nucleophilic reagent. Depicted in Scheme 1 is the conversion of a heteroaryl acid A1 containing two diversifiable functional groups (e.g., X and Br) to the corresponding aldehyde. This is followed by the condensation of the aldehyde A3 with (S) tert-butane sulfinamide and the addition of a Grignard reagent to provide a mixture of A5 and A6 enriched in A5. This mixture is separated by column chromatography on silica gel to provide pure diastereomers. Removal of the auxiliary provides

amines A7 and A8 which are coupled to a variety of carboxylic acids to provide heteroaryl compounds of formula A9 and A10. Diversification of A9 and A10 is accomplished by a variety of methods including alkylation, acylation, cyanation, nucleophilic aromatic displacement, and metal catalyzed cross coupling reactions such as Suzuki couplings, Buchwald-Hartwig type couplings, and Sonogashira couplings.

[0354] Scheme 2 describes a general stereoselective route which can be used to prepare compounds of formulas I and III.



[0355] Depicted in Scheme 2 is the protection of amine A7 to a compound of formula B1. This is followed by the conversion of the Br to the corresponding boronic acid. Diversification of the functional group X and boronic acid is accomplished by a variety of methods including alkylation, acylation, cyanation, nucleophilic aromatic displacement, and metal catalyzed cross coupling reactions such as Suzuki couplings, Buchwald-Hartwig type couplings, and Sonogashira couplings to provide compounds of formulas B3 and B4. Deprotection followed by amide formation with a variety of carboxylic acids provides compounds of formula I.

Combination Therapy

[0356] In one embodiment, the invention provides a method for treating an HIV infection, comprising administering to a patient in need thereof a therapeutically effective amount of a compound disclosed herein, or a pharmaceutically acceptable salt, thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents which are suitable for treating an HIV infection.

[0357] A compound as disclosed herein (e.g., a compound of any of formulas I and III or a pharmaceutically acceptable salt thereof) may be combined with one or more additional therapeutic agents in any dosage amount of the compound (e.g., from 50 mg to 300 mg of compound).

[0358] In one embodiment, a method for treating or preventing an HIV infection in a human having or at risk of having the infection is provided, comprising administering to the human a therapeutically effective amount of a compound disclosed herein, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents.

[0359] In one embodiment, the invention provides pharmaceutical compositions comprising a compound disclosed herein, or a pharmaceutically acceptable salt thereof, in combination with at least one additional therapeutic agent, and a pharmaceutically acceptable carrier. For example, the therapeutic agent used in combination with the compound disclosed herein can be any anti-HIV agent.

[0360] In one embodiment, combination pharmaceutical agents comprising a compound disclosed herein, or a pharmaceutically acceptable salt thereof, in combination with one or more additional therapeutic agents are provided.

[0361] One embodiment provides pharmaceutical compositions comprising a compound disclosed herein, or a pharmaceutically acceptable salt thereof, in combination with at least one additional therapeutic agent, and a pharmaceutically acceptable carrier. In one embodiment, the additional therapeutic agent may be an anti-HIV agent. For example, in some embodiments, the additional therapeutic agent is selected from the group consisting of HIV protease inhibiting compounds (HIV protease inhibitors), HIV non-nucleoside inhibitors of reverse transcriptase, HIV nucleoside inhibitors of reverse transcriptase, HIV nucleotide inhibitors of reverse transcriptase, HIV integrase inhibitors, HIV non-catalytic site (or allosteric) integrase inhibitors, entry inhibitors (e.g., CCR5 inhibitors, gp41 inhibitors (i.e., fusion inhibitors) and CD4 attachment inhibitors), CXCR4 inhibitors, gp120 inhibitors, G6PD and NADH-oxidase

inhibitors, capsid polymerization inhibitors or capsid disrupting compounds such as those disclosed in US 2013/0165489 (University of Pennsylvania), and WO 2013/006792 (Pharma Resources), pharmacokinetic enhancers, and other drug for treating HIV, and combinations thereof.

[0362] In further embodiments, the additional therapeutic agent is selected from one or more of:

(1) HIV protease inhibitors selected from the group consisting of amprenavir, atazanavir, fosamprenavir, indinavir, lopinavir, ritonavir, nelfinavir, saquinavir, tipranavir, brexanavir, darunavir, TMC-126, TMC-114, mozenavir (DMP-450), JE-2147 (AG1776), L-756423, RO0334649, KNI-272, DPC-681, DPC-684, GW640385X, DG17, PPL-100, DG35, and AG 1859;

(2) HIV non-nucleoside or non-nucleotide inhibitors of reverse transcriptase selected from the group consisting of capravirine, emivirine, delaviridine, efavirenz, nevirapine, (+) calanolide A, etravirine, GW5634, DPC-083, DPC-961, DPC-963, MIV-150, TMC-120, rilpivirene, BILR 355 BS, VRX 840773, lersivirine (UK-453061), RDEA806, KM023 and MK-1439;

(3) HIV nucleoside inhibitors of reverse transcriptase selected from the group consisting of zidovudine, emtricitabine, didanosine, stavudine, zalcitabine, lamivudine, abacavir, amdoxovir, elvucitabine, alovudine, MIV-210, $\pm$ -FTC, D-d4FC, emtricitabine, phosphazide, fozivudine tidoxil, apricitibine (AVX754), amdoxovir, KP-1461, GS-9131 (Gilead Sciences) and fosaltivudine tidoxil (formerly HDP 99.0003);

(4) HIV nucleotide inhibitors of reverse transcriptase selected from the group consisting of tenofovir, tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, tenofovir disoproxil, tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, tenofovir alafenamide, GS-7340 (Gilead Sciences), GS-9148 (Gilead Sciences), adefovir, adefovir dipivoxil, CMX-001 (Chimerix) or CMX-157 (Chimerix);

(5) HIV integrase inhibitors selected from the group consisting of curcumin, derivatives of curcumin, chicoric acid, derivatives of chicoric acid, 3,5-dicaffeoylquinic acid, derivatives of 3,5-dicaffeoylquinic acid, aurintricarboxylic acid, derivatives of aurintricarboxylic acid, caffeic acid phenethyl ester, derivatives of caffeic acid phenethyl ester, tyrphostin, derivatives of tyrphostin, quercetin, derivatives of quercetin, S-1360, AR-177, L-870812, and L-870810,

raltegravir, BMS-538158, GSK364735C, BMS-707035, MK-2048, BA 011, elvitegravir, dolutegravir and GSK-744;

(6) HIV non-catalytic site, or allosteric, integrase inhibitors (NCINI) including, but not limited to, BI-224436, CX0516, CX05045, CX14442, compounds disclosed in WO 2009/062285 (Boehringer Ingelheim), WO 2010/130034 (Boehringer Ingelheim), WO 2013/159064 (Gilead Sciences), WO 2012/145728 (Gilead Sciences), WO 2012/003497 (Gilead Sciences), WO 2012/003498 (Gilead Sciences);

(7) gp41 inhibitors selected from the group consisting of enfuvirtide, sifuvirtide, albuvirtide, FB006M, and TRI-1144;

(8) the CXCR4 inhibitor AMD-070;

(9) the entry inhibitor SP01A;

(10) the gp120 inhibitor BMS-488043;

(11) the G6PD and NADH-oxidase inhibitor immunitin;

(12) CCR5 inhibitors selected from the group consisting of aplaviroc, vicriviroc, maraviroc, cenicriviroc, PRO-140, INCB15050, PF-232798 (Pfizer), and CCR5mAb004;

(13) CD4 attachment inhibitors selected from the group consisting of ibalizumab (TMB-355) and BMS-068 (BMS-663068);

(14) pharmacokinetic enhancers selected from the group consisting of cobicistat, ritonavir, and SPI-452; and

(15) other drugs for treating HIV selected from the group consisting of BAS-100, SPI-452, REP 9, SP-01A, TNX-355, DES6, ODN-93, ODN-112, VGV-1, PA-457 (bevirimat), HRG214, VGX-410, KD-247, AMZ 0026, CYT 99007A-221 HIV, DEBIO-025, BAY 50-4798, MDX010 (ipilimumab), PBS 119, ALG 889, and PA-1050040 (PA-040).

[0363] In certain embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with two, three, four or more additional therapeutic agents. In certain embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with two additional therapeutic agents. In other embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with three additional therapeutic agents. In further embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with four additional therapeutic agents. The two, three four or more additional therapeutic agents can be different therapeutic agents selected from the same —————

class of therapeutic agents, or they can be selected from different classes of therapeutic agents. In a specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with an HIV nucleotide inhibitor of reverse transcriptase and an HIV non-nucleoside inhibitor of reverse transcriptase. In another specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with an HIV nucleotide inhibitor of reverse transcriptase, and an HIV protease inhibiting compound. In a further embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with an HIV nucleotide inhibitor of reverse transcriptase, an HIV non-nucleoside inhibitor of reverse transcriptase, and an HIV protease inhibiting compound. In an additional embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with an HIV nucleotide inhibitor of reverse transcriptase, an HIV non-nucleoside inhibitor of reverse transcriptase, and a pharmacokinetic enhancer.

[0364] In a specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with tenofovir, tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, tenofovir disoproxil, tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, or tenofovir alafenamide. In another specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, or tenofovir alafenamide. In a specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with emtricitibine, abacavir or lamivudine.

[0365] In a specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with one of: tenofovir, tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, tenofovir disoproxil, tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, or tenofovir alafenamide and one of: emtricitibine, abacavir or lamivudine. In a specific embodiment, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with one of: tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, tenofovir alafenamide fumarate, or tenofovir alafenamide and one of: emtricitibine or abacavir.

[0366] In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 5-30 mg tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, or tenofovir alafenamide and 200 mg emtricitabine. In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 5-

10; 5-15; 5-20; 5-25; 25-30; 20-30; 15-30; or 10-30 mg tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, or tenofovir alafenamide and 200 mg emtricitabine. In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 10 mg tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, or tenofovir alafenamide and 200 mg emtricitabine. In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 25 mg tenofovir alafenamide fumarate, tenofovir alafenamide hemifumarate, or tenofovir alafenamide and 200 mg emtricitabine. A compound as disclosed herein (e.g., a compound of any of formulas I and III or a pharmaceutically acceptable salt thereof) may be combined with the agents provided herein in any dosage amount of the compound (e.g., from 50 mg to 300 mg of compound) the same as if each combination of dosages were specifically and individually listed.

[0367] In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 200-400 mg tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, or tenofovir disoproxil and 200 mg emtricitabine. In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 200-250; 200-300; 200-350; 250-350; 250-400; 350-400; 300-400; or 250-400 mg tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, or tenofovir disoproxil and 200 mg emtricitabine. In some embodiments, a compound disclosed herein, or a pharmaceutically acceptable salt thereof, is combined with 300 mg tenofovir disoproxil fumarate, tenofovir disoproxil hemifumarate, or tenofovir disoproxil and 200 mg emtricitabine. A compound as disclosed herein (e.g., a compound of any of formulas I and III or a pharmaceutically acceptable salt thereof) may be combined with the agents provided herein in any dosage amount of the compound (e.g., from 50 mg to 300 mg of compound) the same as if each combination of dosages were specifically and individually listed.

[0368] In some embodiments, one or more of the compounds disclosed herein are combined with one or more other active therapeutic agents in a unitary dosage form for simultaneous or sequential administration to a patient. In certain embodiments, a pharmaceutical composition including one or more of the compounds disclosed herein combined with one or more other active therapeutic agents is provided. In certain embodiments, the compounds disclosed herein are combined with one or more other active therapeutic agents in a solid dosage form. The combination therapy may be administered as a simultaneous or sequential regimen. When administered sequentially, the combination may be administered in two or more administrations.

[0369] In some embodiments, one or more of the compounds disclosed herein are co-administered with one or more other active therapeutic agents. Co-administration of a compound disclosed herein with one or more other active therapeutic agents generally refers to simultaneous or sequential administration of a compound disclosed herein and one or more other active therapeutic agents, such that therapeutically effective amounts of disclosed herein and one or more other active therapeutic agents are both present in the body of the patient.

[0370] In yet another embodiment, the present application provides a method for treating an HIV infection comprising administering to a patient in need thereof a therapeutically effective amount of a compound disclosed herein, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of one or more additional therapeutic agents such as those disclosed above.

Pharmaceutical Formulations

[0371] The compounds disclosed herein are formulated with conventional carriers (*e.g.*, inactive ingredient or excipient material) which will be selected in accord with ordinary practice. Tablets will contain excipients including glidants, fillers, binders and the like. Aqueous formulations are prepared in sterile form, and when intended for delivery by other than oral administration generally will be isotonic. All formulations will optionally contain excipients such as those set forth in the Handbook of Pharmaceutical Excipients (1986). Excipients include ascorbic acid and other antioxidants, chelating agents such as EDTA, carbohydrates such as dextrin, hydroxyalkylcellulose, hydroxyalkylmethylcellulose, stearic acid and the like. One embodiment provides the formulation as a solid dosage form including a solid oral dosage form. The pH of the formulations ranges from about 3 to about 11, but is ordinarily about 7 to 10.

[0372] While it is possible for the active ingredients to be administered alone it may be preferable to present them as pharmaceutical formulations (compositions). The formulations, both for veterinary and for human use, of the invention comprise at least one active ingredient, as above defined, together with one or more acceptable carriers and optionally other therapeutic ingredients. The carrier(s) must be “acceptable” in the sense of being compatible with the other ingredients of the formulation and physiologically innocuous to the recipient thereof.

[0373] The formulations include those suitable for the foregoing administration routes. The formulations may conveniently be presented in unit dosage form and may be prepared by any of the methods well known in the art of pharmacy. Techniques and formulations generally are found in Remington's Pharmaceutical Sciences (Mack Publishing Co., Easton, PA). Such

methods include the step of bringing into association the active ingredient with inactive ingredients (e.g., a carrier, pharmaceutical excipients, etc.) which constitutes one or more accessory ingredients. In general the formulations are prepared by uniformly and intimately bringing into association the active ingredient with liquid carriers or finely divided solid carriers or both, and then, if necessary, shaping the product.

[0374] Formulations described herein that are suitable for oral administration may be presented as discrete units including but not limited to capsules, cachets or tablets each containing a predetermined amount of the active ingredient.

[0375] Pharmaceutical formulations disclosed herein comprise one or more compounds disclosed herein together with one or more pharmaceutically acceptable carriers or excipients and optionally other therapeutic agents. Pharmaceutical formulations containing the active ingredient may be in any form suitable for the intended method of administration. When used for oral use for example, tablets, troches, lozenges, aqueous or oil suspensions, dispersible powders or granules, emulsions, hard or soft capsules, syrups or elixirs may be prepared. Compositions intended for oral use may be prepared according to any method known to the art for the manufacture of pharmaceutical compositions and such compositions may contain one or more agents including sweetening agents, flavoring agents, coloring agents and preserving agents, in order to provide a palatable preparation. Tablets containing the active ingredient in admixture with non-toxic pharmaceutically acceptable excipient which are suitable for manufacture of tablets are acceptable. These excipients may be, for example, inert diluents, such as calcium or sodium carbonate, lactose, lactose monohydrate, croscarmellose sodium, povidone, calcium or sodium phosphate; granulating and disintegrating agents, such as maize starch, or alginic acid; binding agents, such as cellulose, microcrystalline cellulose, starch, gelatin or acacia; and lubricating agents, such as magnesium stearate, stearic acid or talc. Tablets may be uncoated or may be coated by known techniques including microencapsulation to delay disintegration and adsorption in the gastrointestinal tract and thereby provide a sustained action over a longer period. For example, a time delay material such as glyceryl monostearate or glyceryl distearate alone or with a wax may be employed.

[0376] The amount of active ingredient that is combined with the inactive ingredients to produce a dosage form will vary depending upon the host treated and the particular mode of administration. For example, in some embodiments, a dosage form for oral administration to humans contains approximately 1 to 1000 mg of active material formulated with an appropriate

and convenient amount of carrier material (*e.g.*, inactive ingredient or excipient material). In some embodiments, a dosage form (*e.g.*, for oral administration to humans) contains: from 10 mg to 1000 mg or from 50 mg to 1000 mg or from 100 mg to 1000 mg or from 200 mg to 1000 mg or from 300 mg to 1000 mg or from 10 mg to 800 mg or from 10 mg to 600 mg or from 10 mg to 500 mg or from 10 mg to 400 mg or from 10 mg to 300 mg or from 50 mg to 800 mg or from 100 mg to 600 mg or from 150 mg to 500 mg or from 200 mg to 400 mg or from 50 mg to 500 mg or from 10 mg to 300 mg or from 50 mg to 300 mg or from 10 mg to 200 mg or from 50 mg to 200 mg or from 100 mg to 300 mg or from 100 mg to 200 mg or from 200 mg to 300 mg of active material (*e.g.*, a compound of any of formulae I or III). In some embodiments, a dosage form for oral administration to humans contains at least any of 10, 25, 50, 100, 150, 200, 250 or 300 mg and no more than 500 or 800 or 1000 mg of active material (*e.g.*, from at least 50 mg to no more than 500 mg). In some embodiments, a dosage form for oral administration to humans contains at least any of 10, 25, 50, 100, 150, 200, 250 or 300 mg or no more than 500 or 800 or 1000 mg of active material. In some embodiments, a dosage form for oral administration to humans contains any of 10, 25, 50, 100, 150, 200, 250, 300, 350, 400, 450, 500, 550, 600, 650, 700, 750, 800, 850, 900, 950, or 1000 mg of active material. It is understood that a dosage form in an amount provided herein may be administered to a patient (*e.g.*, a human in need thereof) in accordance with a dosing regimen provided herein, such as once, twice or thrice daily dosing. In one aspect, a dosing regimen provides for administration of at least 10 mg and no more than 1,000 mg of active material (*e.g.*, a compound of any of formulas I or III) daily, and it is understood that the amount may be provided in any suitable dosage form and amount (*e.g.*, 500 mg twice daily or 1,000 mg once daily would provide the same amount of 1,000 mg/day dosing). The invention embraces once daily dosing to an individual (*e.g.*, a human in need thereof) of a dosage form of compound (*e.g.*, a compound of any of formulas I or III) containing at least 50 mg and not more than 300 mg of compound. In certain embodiments, the carrier material varies from about 5 to about 95% of the total compositions (weight:weight).

[0377] It should be understood that in addition to the ingredients particularly mentioned above the formulations of this invention may include other agents conventional in the art having regard to the type of formulation in question, for example those suitable for oral administration may include flavoring agents.

[0378] The invention further provides veterinary compositions comprising at least one active ingredient as above defined together with a veterinary carrier.

[0379] Veterinary carriers are materials useful for the purpose of administering the composition and may be solid, liquid or gaseous materials which are otherwise inert or acceptable in the veterinary art and are compatible with the active ingredient. These veterinary compositions may be administered orally, parenterally or by any other desired route.

[0380] Effective dose of active ingredient depends at least on the nature of the condition being treated, toxicity, whether the compound is being used prophylactically (lower doses), the method of delivery, and the pharmaceutical formulation, and will be determined by the clinician using conventional dose escalation studies.

Routes of Administration

[0381] One or more compounds disclosed herein (herein referred to as the active ingredients) are administered by any route appropriate to the condition to be treated. Suitable routes include oral, rectal, nasal, topical (including buccal and sublingual), vaginal and parenteral (including subcutaneous, intramuscular, intravenous, intradermal, intrathecal and epidural), and the like. It will be appreciated that the preferred route may vary with for example the condition of the recipient. An advantage of the compounds disclosed herein is that they are orally bioavailable and can be dosed orally.

Dosing Regimen

[0382] The compound, such as a compound of any of Formulas I and III, may be administered to an individual in accordance with an effective dosing regimen for a desired period of time or duration, such as at least about one month, at least about 2 months, at least about 3 months, at least about 6 months, or at least about 12 months or longer. In one variation, the compound is administered on a daily or intermittent schedule for the duration of the individual's life.

[0383] The dosage or dosing frequency of a compound of any of Formulas I and III may be adjusted over the course of the treatment, e.g., based on the judgment of the administering physician.

[0384] The compound may be administered to an individual (e.g., a human) in an effective amount. In one aspect, the compound is administered once daily. In one aspect, the compound is administered twice a day. In one aspect, the compound is administered three times daily. It is understood that the compound may be administered in any dosage amount provided herein, such as a dosage amount that would provide at least 10 mg/day dosing and no more than 1,000 mg/day dosing. Once daily oral dosing is embraced, such as by administering a dosage form containing from 50 mg to 300 mg of compound.

[0385] The antiviral properties of a compound of the invention may be determined using Test A described below.

Test A: Antiviral assay in MT4 Cells

[0386] For the antiviral assay, 40 μ L of a concentration required to achieve a final effective 1X test concentration of 3-fold serially diluted compound in culture medium with 10% FBS was added to each well of a 384-well plate (10 concentrations) in quadruplicate. MT-4 cells were next mixed with HIV-IIIb at an m.o.i of 0.003 for 1 hour, after which time 35 μ L of virus/cell mixture (2000 cells) was immediately added to each well containing 40 μ L of diluted compound. The plates were then incubated at 37°C for 5 days. After 5 days of incubation, 25 μ L of 2X concentrated CellTiter-GloTM Reagent (catalog # G7571, Promega Biosciences, Inc., Madison, WI) was added to each well containing MT-4 cells. Cell lysis was carried out by incubating at room temperature for 10 min and then chemiluminescence was read. EC50 values were calculated as the compound concentration that caused a 50% decrease in luminescence signal, a measure of HIV-1 replication. Percent inhibition of virus-induced cell killing calculated from the dose response curve at 2 μ M and 0.2 μ M drug concentration is shown in the table below.

Test B: Cytotoxicity assay

[0387] Compound cytotoxicity and the corresponding CC50 values was determined using the same protocol as described in the antiviral assay (Test A) except that uninfected cells were used.

[0388] Compounds of the present invention demonstrate antiviral activity (Test A) as depicted in the table below. Shown below are the corresponding values for CC50 and percent inhibition of virus-induced cell killing in the presence of 2 μ M and 0.2 μ M drug concentration.

Compound	%inhibition at 2 μ M	%inhibition at 0.2 μ M	CC50 (nM)
1B	77	17	8569
2	90	79	14347
3D	82	82	4149
4H	74	8	22793
5G	58	3	>53192
6	73	5	>53192
7	92	8	5664
8C	86	6	21955
9B	95	92	14557

10B	85	1	>53192
11	66	3	>53192
12	58	1	>53192
13	0	--	>53192
14E	89	87	6824
15	94	93	10261
16C	65	23	3670
17	80	95	12556
18	90	96	6934
19G	93	97	19626
20	80	96	11162
21H	92	92	7628
22C	92	92	4949
23B	88	83	7619
24B	83	78	5921
25	89	89	9139
26	100	84	10014
27G	89	89	10412
28	84	71	12175
29B	81	80	15266
30	91	1	8582
31	89	89	8034
32	84	84	9177
33F	93	93	12867
34	78	78	8758
35D	91	28	14204
36C	92	88	3150
37F	90	90	6352
38	96	96	13516
39C	91	7	26475
40	87	87	8719
41	98	98	7631
42	100	100	11765
43	100	100	15419
44	94	94	6816
45G	92	92	10401
46	89	87	10490
47	100	100	21441
48	88	88	23969
49	87	87	23967
50	96	95	11736
51	95	95	11128

52	93	92	31753
53	92	92	8026
54	98	98	8076
55C	92	92	9559
56F	97	97	18961
57	93	93	7634
58G	95	95	8440
59B	94	94	22443
60	96	86	14337
61B	96	96	14309
62	100	100	5695
63	91	91	8888
64	98	98	7696
65	100	85	19301
66	97	97	6956
67I	94	94	21471
68G	96	96	9638
69	77	77	718
70	94	94	9976
71	87	87	9509
72	87	85	5865
73	86	86	4494
74D	99	99	6905
75	93	92	>40267
76F	98	98	22571
77E	97	96	11804
78	98	98	14418
79	100	100	4716
80	100	96	8579
81	100	100	12466
82	99	99	9698
83	94	94	9935
84	100	100	8734
85	96	96	7850
86	99	99	6471
87	96	95	6803
88	100	100	8488
89	95	95	7773
90D	97	97	7620
91E	100	100	9382

92	100	100	6244
93	92	92	4809
94	100	100	7577
95	93	93	6513
96	100	100	6998
97	100	100	7596
98	100	100	8410
99B	100	100	6366
100	99	99	5136
101	95	95	6526
102	100	100	5815
103	100	100	6792
104	100	100	7463
105E	74	--	31484
106E	96	95	12404
107B	95	95	5303
108C	94	94	>53076
109	97	97	29567
110E	98	15	>53192
111	90	89	9593
112D	97	97	13891
113D	97	--	1092
114G	100	100	14834
115C	91	84	9313
116A	93	62	10484
117F	100	93	27833
118	96	96	23924
119C	99	99	9242
120H	88	51	11699
121	98	46	9184
122	88	88	9072
123	90	90	7904
124	97	97	9145
125D	97	96	13628
126	92	92	15507
127	92	92	8762
128B	94	93	4181
129	82	54	12115
130	85	80	23158
131E	96	95	22533

132C	92	92	24161
133	90	90	16784
134	83	82	28027
135B	93	93	14242
136D	--	--	7427
137C	100	93	7881
138	83	61	33392
139B	94	94	15437
140M	98	98	20364
141D	100	100	19761
142	92	92	12621
143	98	98	11253
144	95	95	16236
145	99	99	8687
146I	--	--	33468
147	--	--	>53192
148B	83	83	23264
149	86	86	26728
150	87	87	28895
151	92	92	25316
152	89	89	11872
153	98	98	18649
154	97	97	12488
155I	99	99	26782
156E	78	78	25584
157G	87	87	10904
158G	71	71	26745
159	95	95	27427
160	100	100	20477
161	84	84	21843
162	81	81	22412
163	86	79	8853
164	97	96	40504
165	72	72	5456
166	92	92	24421
167	93	93	34110
168B	90	90	>53192
169	92	92	12421
170	88	88	16958
171D	--	--	>42470

172	--	--	61
173	92	92	>43678
174	85	85	>53192
175	95	95	>46082
176	100	100	17402
177D	100	100	>53192
178	100	95	13999
179	100	100	15481
180C	100	100	21252
181C	100	100	>53192
182L	100	100	9829
183F	84	84	12400
184	90	90	7694
185C	89	89	18160
186D	87	87	1517
187G	84	84	19776
188	92	92	26275
189	88	88	17249
190	98	98	13907
191	91	91	10142
192	98	95	28776
193	92	92	23055
194	99	84	21268
195	90	88	11235
196	92	76	10783
197	63	--	15373
198	98	64	23690
199	95	95	22472
200	90	89	12230

[0389] The data above represent an average over time of each assay for each compound. For certain compounds, multiple assays have been conducted over the life of the project. Thus, the data reported in the tables include the data reported in the priority document, as well as data from assays run in the intervening period. In the above table, percent inhibition values have been normalized to 100% where the calculation of percent inhibition would have resulted in a value greater than 100.

[0390] In one embodiment, the compounds demonstrate >10% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >30% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >50% inhibition at 2 μ M. In one embodiment, the compounds

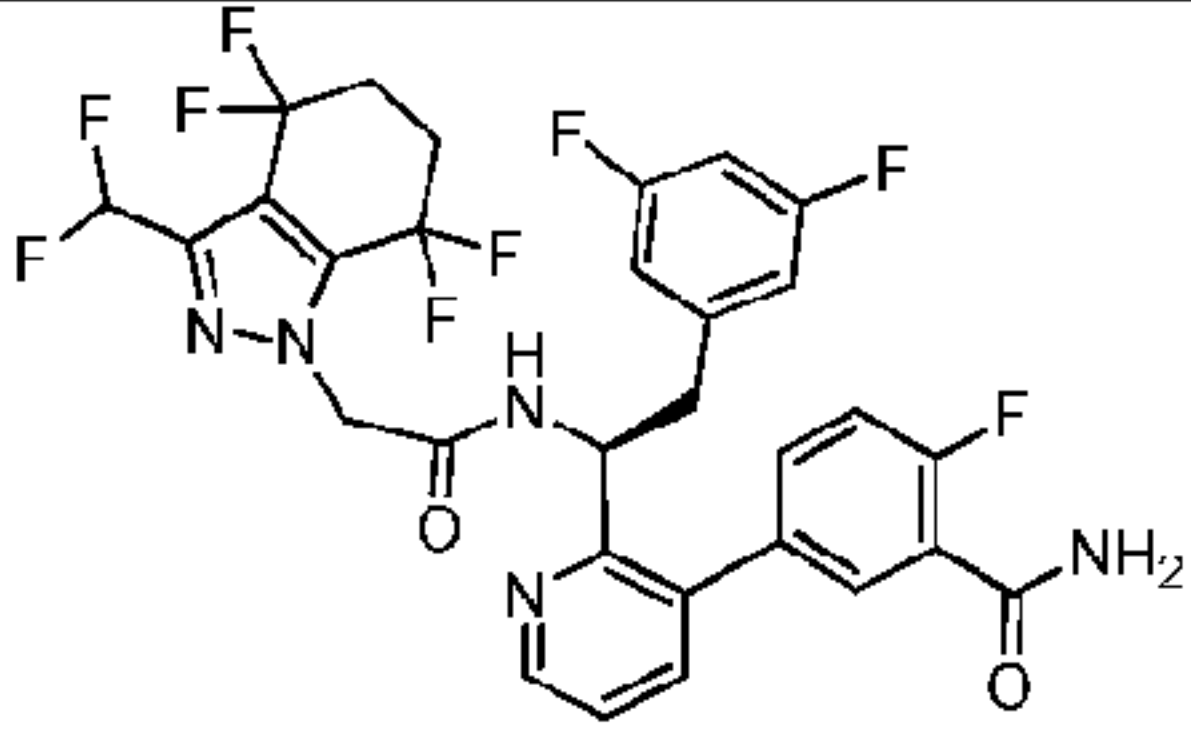
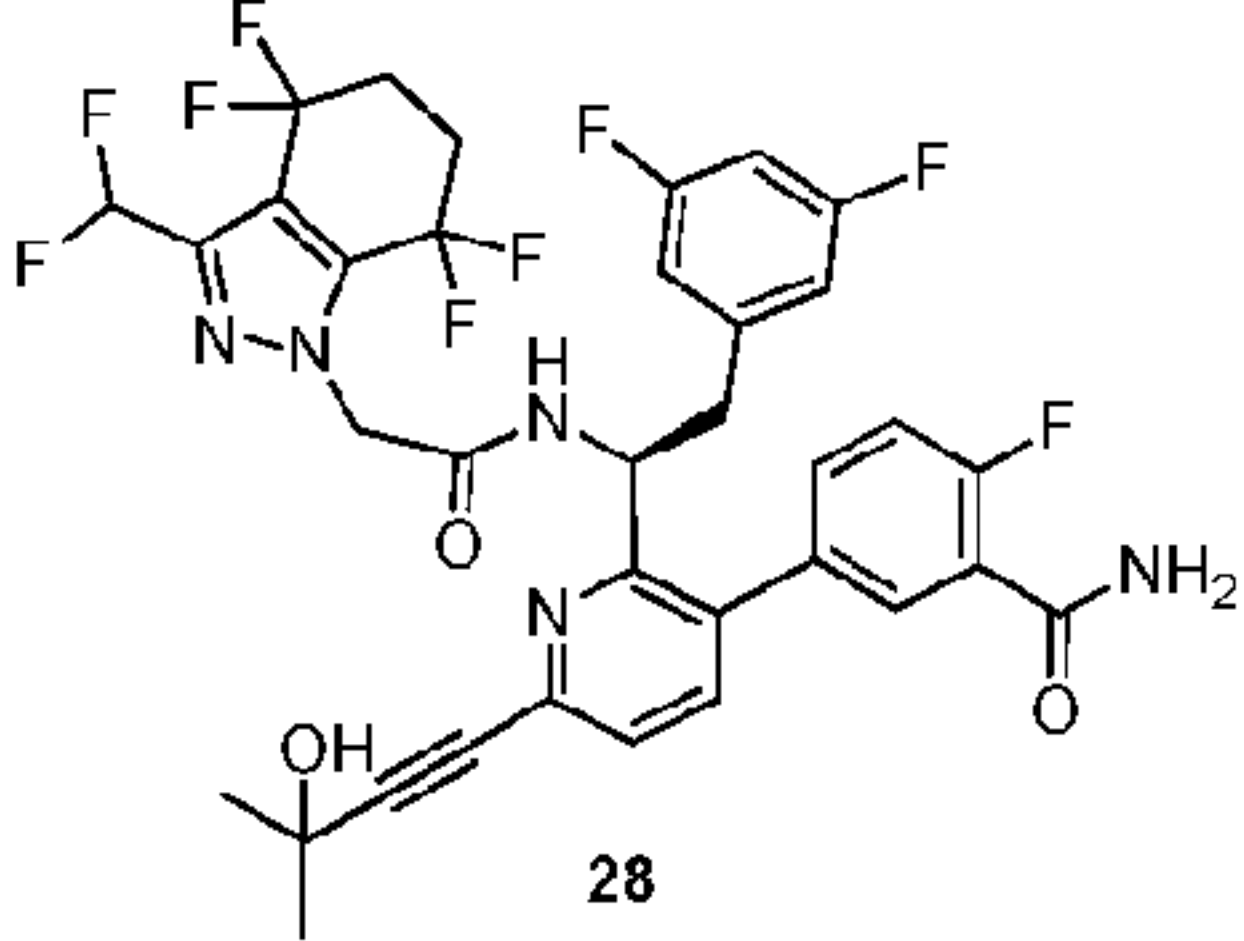
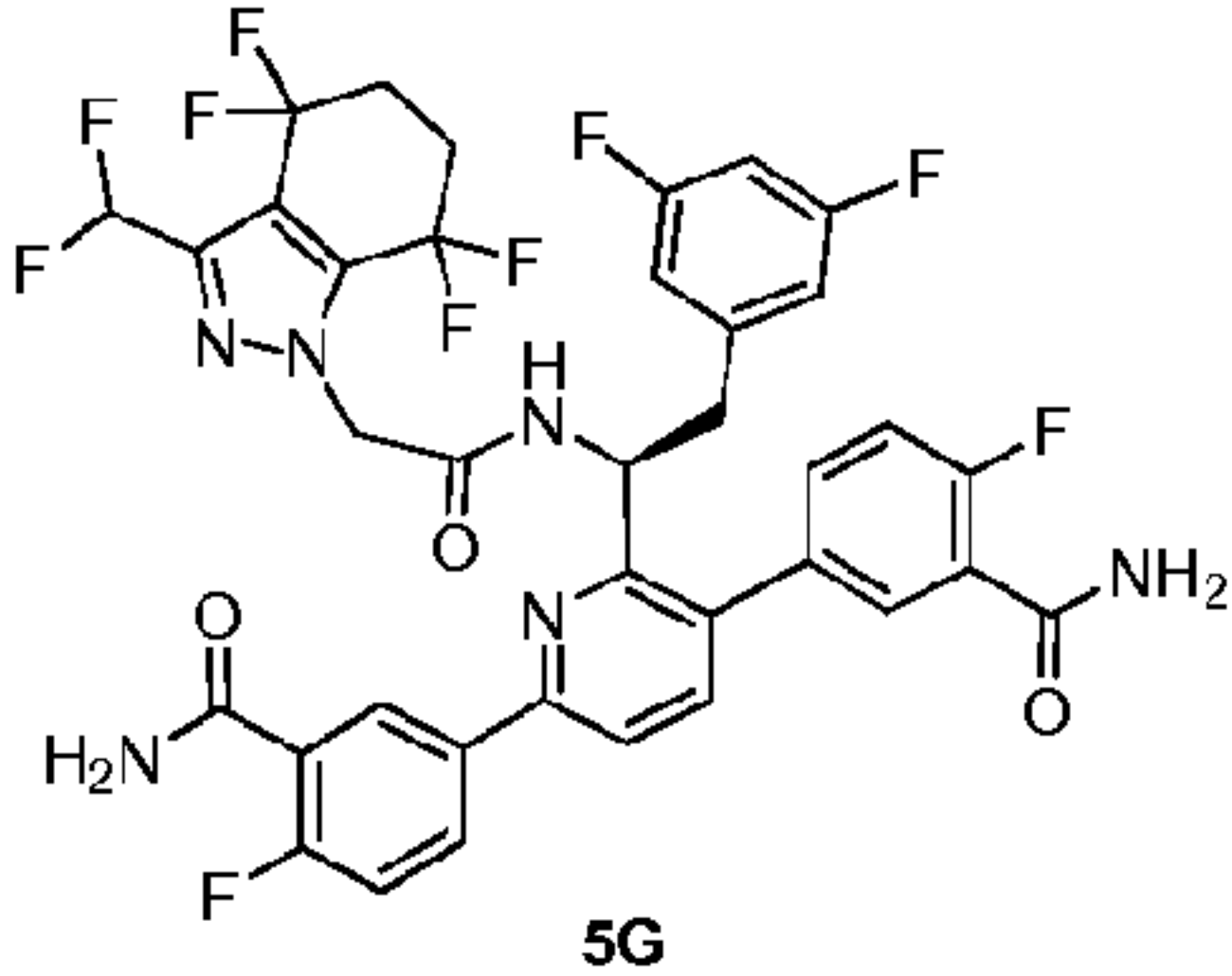
demonstrate >70% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >75% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >80% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >85% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >90% inhibition at 2 μ M. In one embodiment, the compounds demonstrate >95% inhibition at 2 μ M. It is to be understood that the compounds disclosed herein can be grouped according to their % inhibition as described above.

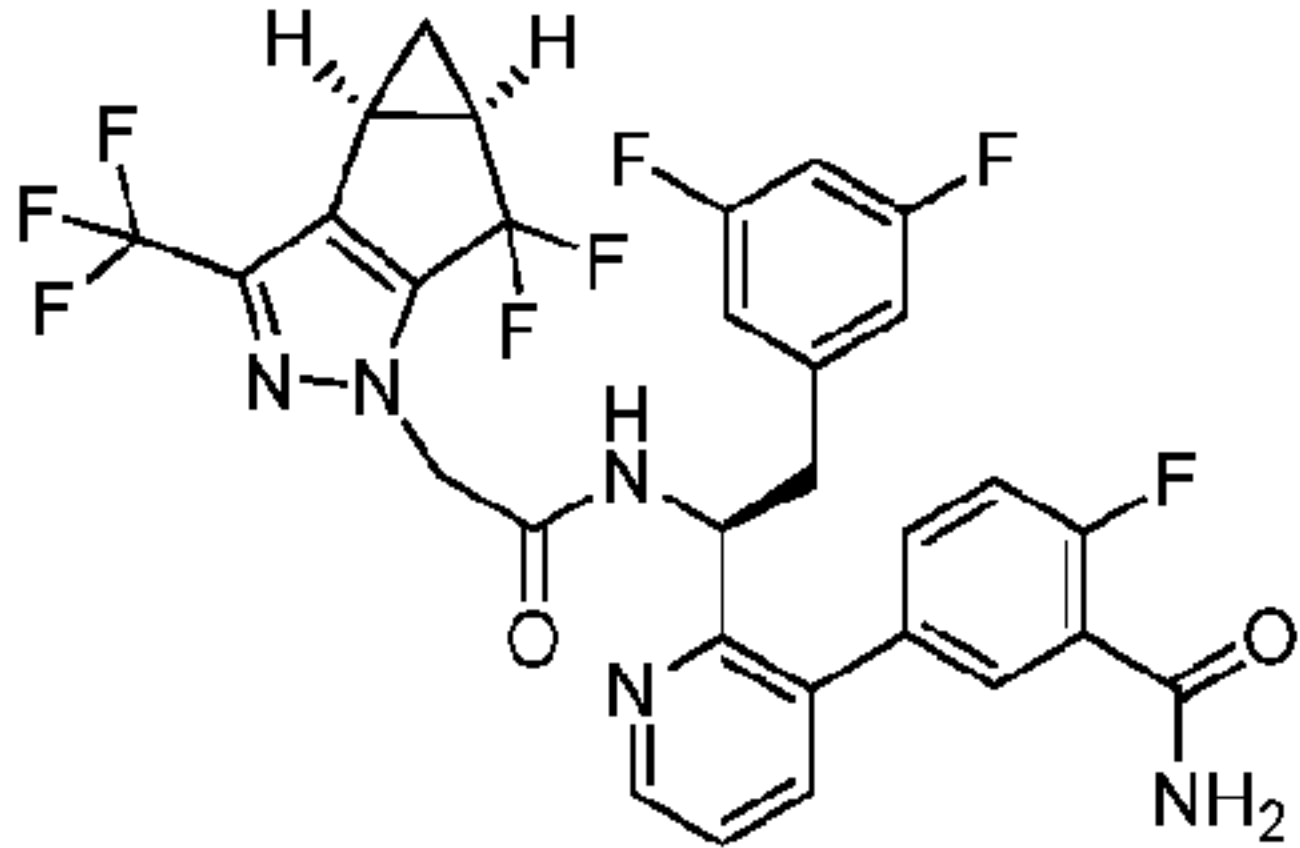
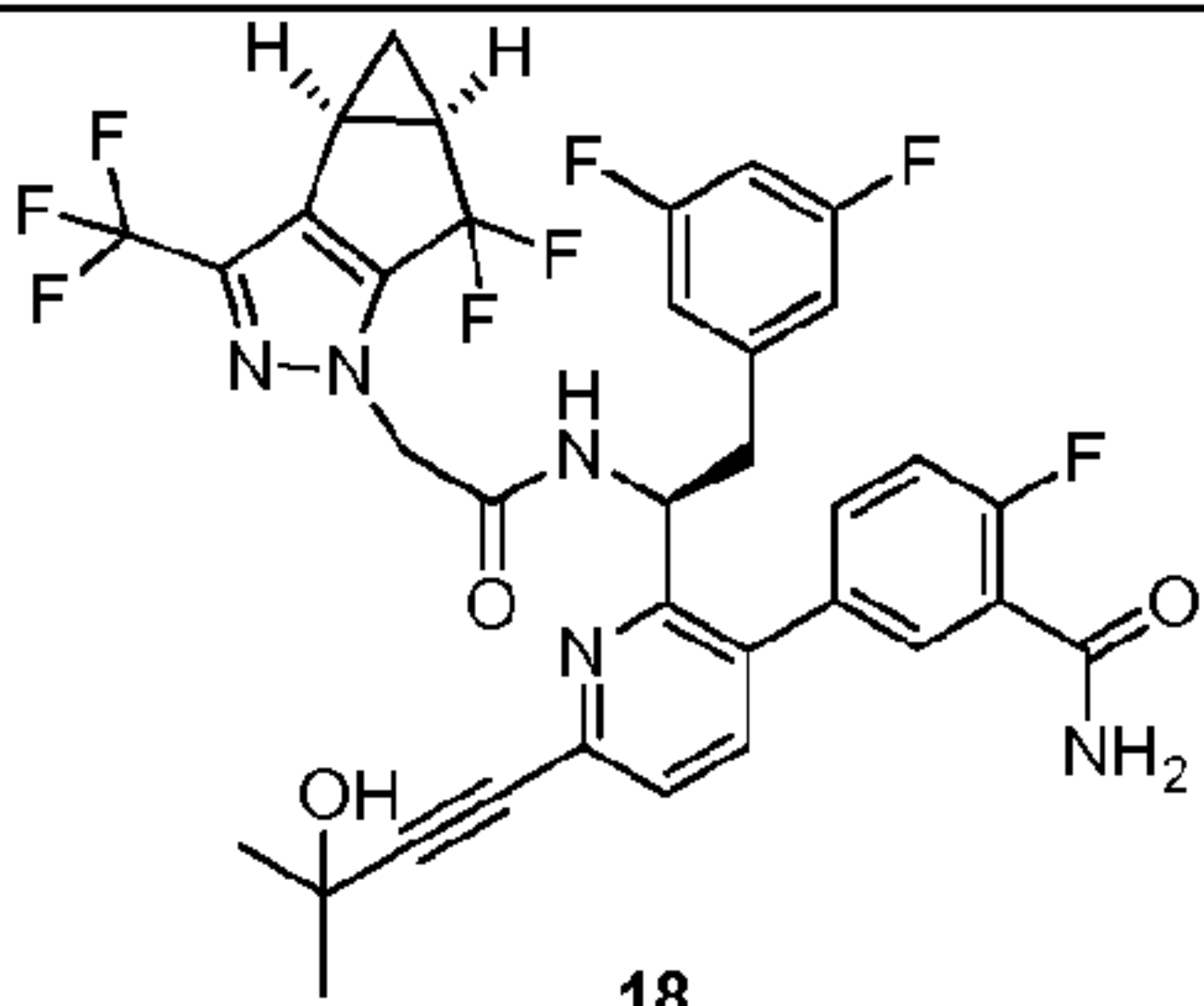
[0391] In one embodiment, the compounds demonstrate >10% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >30% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >50% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >70% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >75% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >80% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >85% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >90% inhibition at 0.2 μ M. In one embodiment, the compounds demonstrate >95% inhibition at 0.2 μ M. It is to be understood that the compounds disclosed herein can be grouped according to their % inhibition as described above.

[0392] In one variation, a compound is of any formulae provided herein, wherein the compound exhibits from 85%-100% inhibition of virus-induced cell killing at 2 μ M. In one variation, a compound is of any formulae provided herein, wherein the compound exhibits from 85%-100% inhibition of virus-induced cell killing at 0.2 μ M. In other embodiments, a compound is of any formulae provided herein wherein the compound exhibits from 50-100, 60-100, 70-100, 80-100, or 90-100% inhibition of virus-induced cell killing at 2 μ M or at 0.2 μ M.

[0393] It is understood that % inhibition may be evaluated by techniques known in the art. In a particular variation, a compound is of any formulae provided herein wherein the compound exhibits from 85%-110% inhibition of virus-induced cell killing at 2 μ M or at 0.2 μ M as measured by the method provided in the Test A and Test B sections discussed above.

[0394] Percent inhibition was also calculated for certain compounds as compared to previously published compounds (WO 2013/006738) and is shown below. The percent inhibition of virus-induced cell killing at 2 μ M and 0.2 μ M was measured by the method provided in the Test A and Test B sections discussed above.

Compound	Response at 2 μ M	Response at 0.2 μ M
 X1	94	21
 28	84	71
 5G	58	3

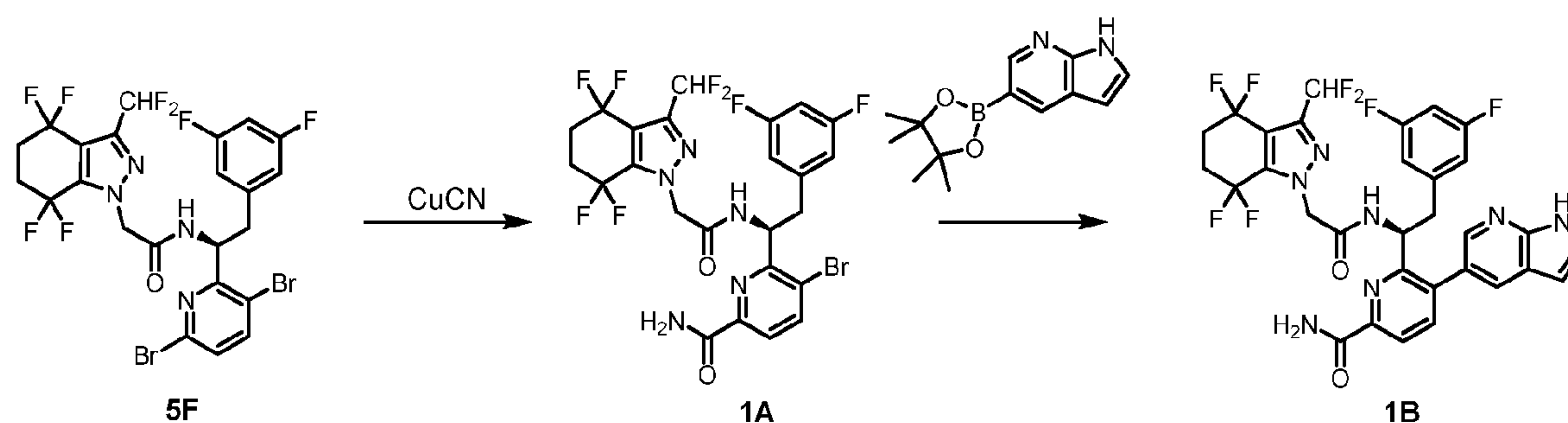
Compound	Response at 2 μ M	Response at 0.2 μ M
 X2	91	65
 18	90	96

[0395] The specific pharmacological responses observed may vary according to and depending on the particular active compound selected and whether there are present pharmaceutical carriers and/or pharmaceutically active compounds, as well as the type of

formulation and mode of administration employed, and such expected variations or differences in the results are contemplated in accordance with practice of the present invention.

[0396] The Examples provided herein describe the synthesis of compounds disclosed herein as well as intermediates used to prepare the compounds. It is to be understood that individual steps described herein may be combined. It is also to be understood that separate batches of a compound may be combined and then carried forth in the next synthetic step.

Example 1.



Synthesis of (S)-5-bromo-6-(1-(2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)picolinamide (**1A**):

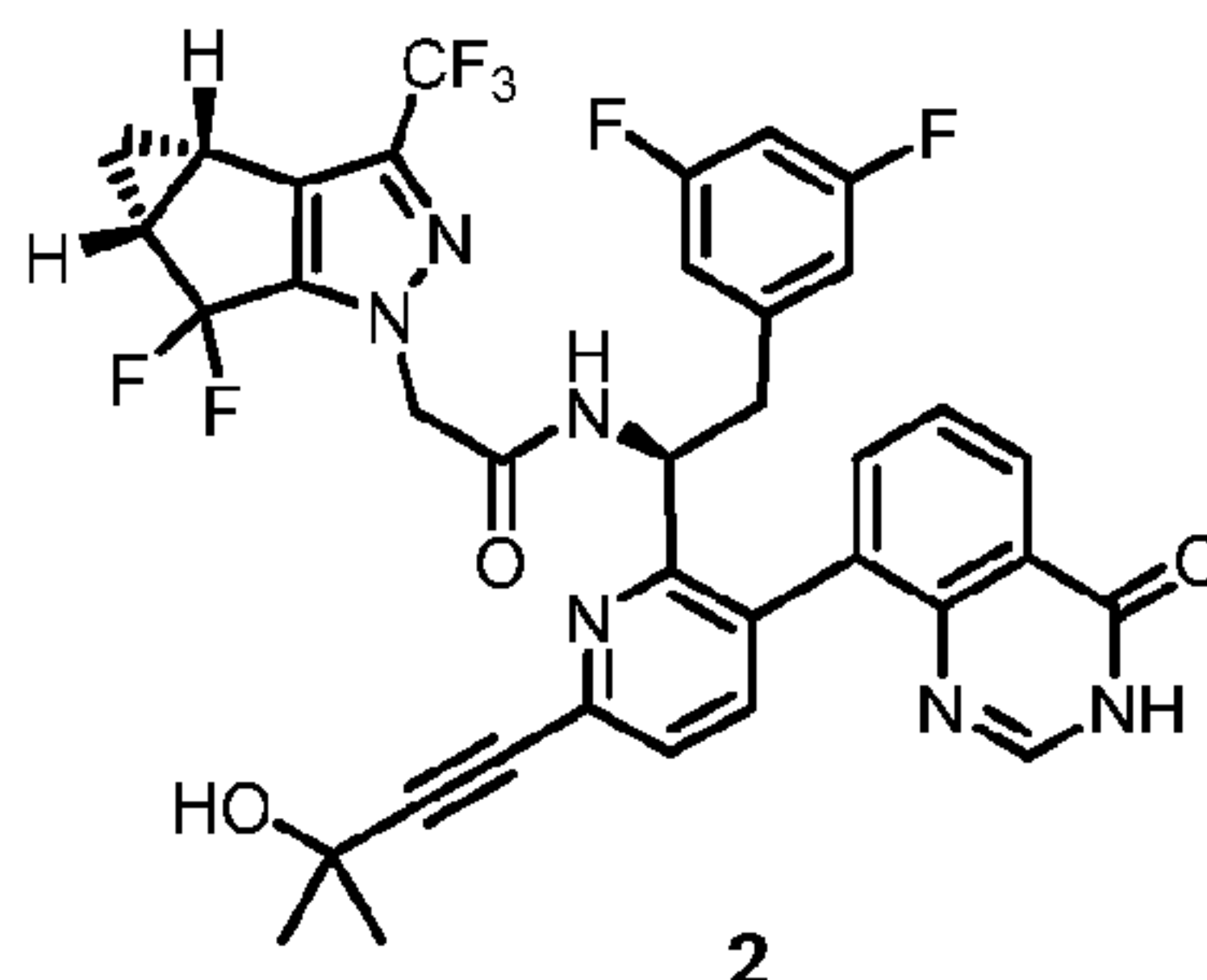
[0397] Compound **5F** (100 mg, 0.15 mmol) and CuCN (16 mg, 0.18 mmol) was dissolved in 0.3 mL of DMF. The reaction mixture was heated at 100 °C overnight. After cooled down to room temperature it was diluted with water and extracted with EtOAc. The organic phase was dried (Na₂SO₄), filtered and concentrated. The crude material was purified on reverse phase HPLC eluting with acetonitrile and water (with 0.1% TFA) to afford (S)-N-(1-(3-bromo-6-cyanopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide and the title product (**1A**). MS (*m/z*) 640.05 [M+H]⁺.

Synthesis of (S)-6-(1-(2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-5-(1H-pyrrolo[2,3-b]pyridin-5-yl)picolinamide (**1B**):

[0398] The title compound (**1B**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrrolo[2,3-b]pyridine and **1A**. ¹H NMR (400 MHz, CD₃OD) δ 9.00 (d, *J* = 8.5 Hz, 1H), 8.12 (d, *J* = 7.9 Hz, 1H), 8.01 (s, 1H), 7.92 – 7.77 (m, 2H), 7.56 (d, *J* = 3.5 Hz, 1H), 6.97 – 6.53

(m, 3H), 6.26 (d, $J = 6.1$ Hz, 2H), 5.53 (m, 1H), 5.11 (s, 2H), 3.07 (m, 2H), 2.63 – 2.25 (m, 4H). MS (m/z) 678.08 $[M+H]^+$.

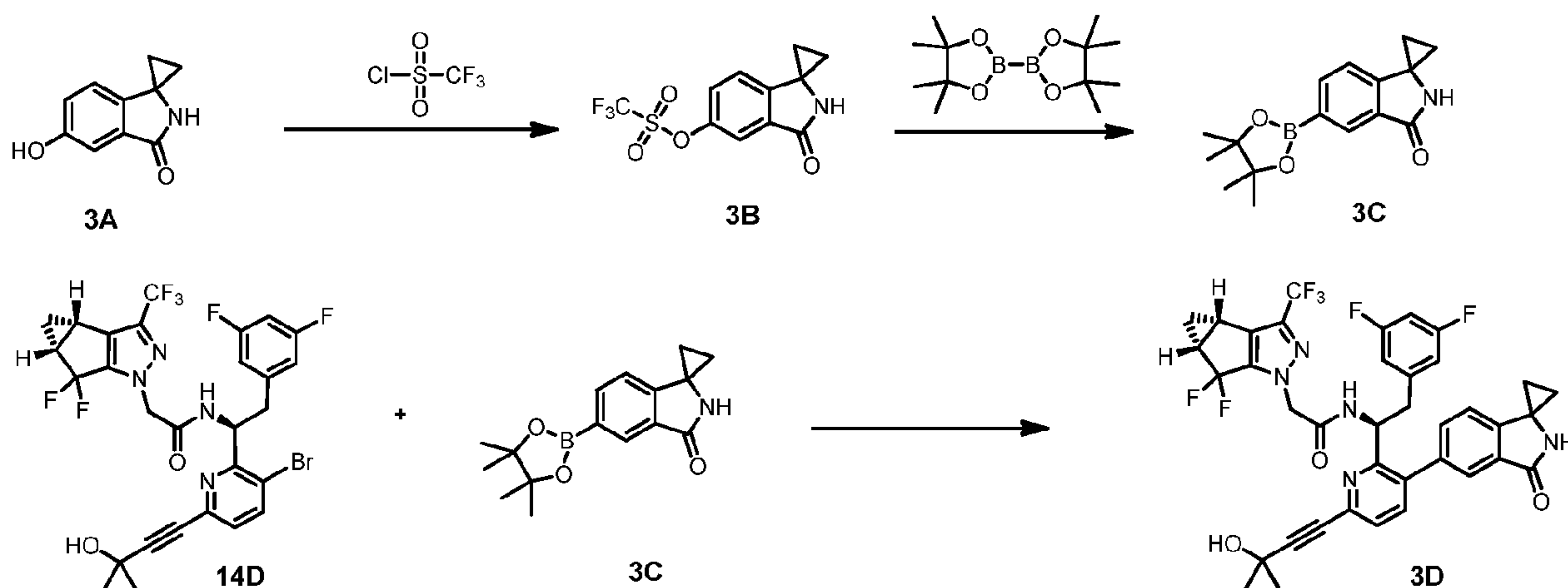
Example 2.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(4-oxo-3,4-dihydroquinazolin-8-yl)pyridin-2-yl)ethyl)acetamide (**2**):

[0399] The title compound (**2**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing (4-oxo-3,4-dihydroquinazolin-8-yl)boronic acid and **14D**. ^1H NMR (400 MHz, CD_3OD) δ 8.27 (m, 1H), 7.82 (m, 1H), 7.75 (m, 1H), 7.50 (s, 1H), 7.44 (m, 2H), 6.86 (m, 1H), 6.61 (m, 2H), 6.32 (m, 1H), 6.15 (m, 2H), 5.21 (m, 1H), 4.76 (s, 2H), 3.11 (m, 2H), 2.92 (m, 2H), 2.48 (m, 4H), 1.62 (d, $J = 6.6$ Hz, 6H), 1.33 (m, 1H), 1.12 (m, 1H). MS (m/z) 725.14 $[M+H]^+$.

Example 3.



Synthesis of 3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl trifluoromethanesulfonate (**3B**):

[0400] The mixture of compound **3A** (1 g, 5.7 mmol, prepared according to the method presented in Tetrahedron Letters 50 (2009) 1267–1269), DCM (20 mL), and Et_3N (0.9 mL, 6.8

mmol) was cooled to 0 °C using an ice/water bath. Trifluoromethanesulfonyl chloride (0.91 mL, 8.5 mmol) was added dropwise via syringe. The mixture was then stirred for 1 h in ambient temperature. More Trifluoromethanesulfonyl chloride (0.8 mL) was added and the mixture was stirred at ambient temperature for another hour. Then diluted with DCM (150 mL) and washed with 1.0 N HCl (50 mL), saturated aqueous sodium bicarbonate (1 X 50 mL), and saturated aqueous sodium chloride (1 X 50 mL). The organic layer was dried over MgSO₄, filtered through Celite^(R), and concentrated in vacuo to give the title product (**3B**). MS (*m/z*) 308.29 [M+H]⁺.

Synthesis of 5'-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)spiro[cyclopropane-1,1'-isoindolin]-3'-one (**3C**):

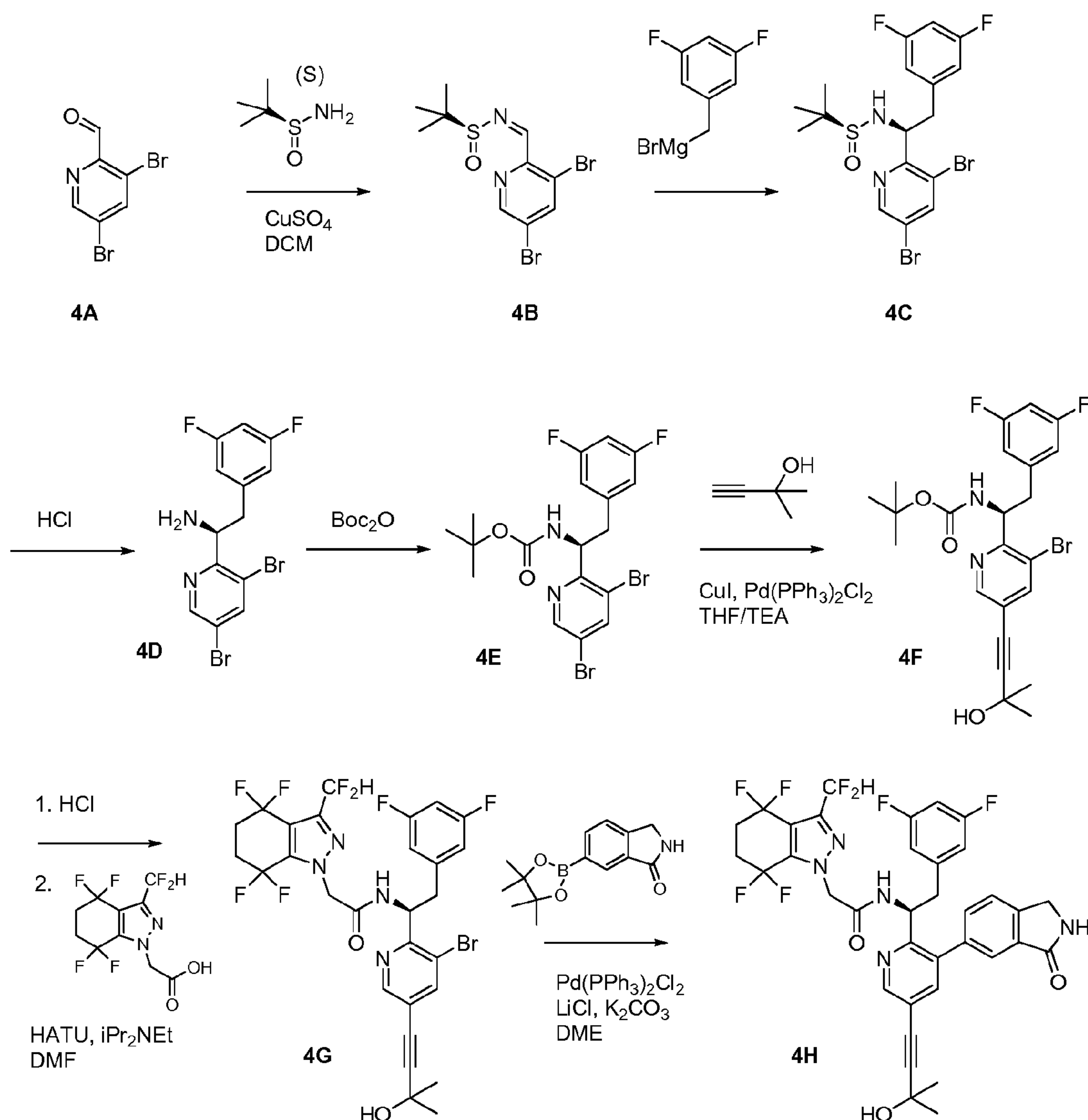
[0401] In a microwave tube were charged **3B** (200 mg, 0.65 mmol), bis(pinacolato)diboron (330 mg, 1.3 mmol) and potassium acetate (191 mg, 1.95 mmol), [1,1'-Bis(diphenylphosphino)ferrocene]dichloropalladium(II) (14 mg, 0.02 mmol) and 1,4-dioxane (8 mL). The mixture was heated up to 150 °C for 20 min in a Microwave Synthesizer. Upon completion the solution was diluted in EtOAc and the organic layer was washed with water and a saturated NaCl solution, dried over MgSO₄ and concentrated in vacuum to give the title compound as a dark brown solid. A half amount of the product was purified by silica gel chromatography eluting with EtOAc/hexanes to afford the title product. MS (*m/z*) 286.23 [M+H]⁺.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(3'-oxospiro[cyclopropane-1,1'-isoindolin]-5'-yl)pyridin-2-yl)ethyl)acetamide (**3D**):

[0402] In a microwave tube were charged with **14D** (33 mg, 0.05 mmol), **3C** (21 mg, 0.075 mmol), LiCl (6 mg, 0.15 mmol), K₂CO₃ (21 mg, 0.15 mmol), Pd(PPh₃)₂Cl₂ (3 mg) and Pd(dppf)Cl₂ (3 mg). To the mixture was added 1 mL of DME and 0.2 mL of H₂O. The mixture was heated up to 165 °C for 12 min in a Microwave Synthesizer. After cooled down and filtered through a syringe filter, purified on reverse phase HPLC eluting with acetonitrile and water (with 0.1% TFA) to afford the title product. ¹H NMR (400 MHz, CD₃OD) δ 8.77 (d, *J* = 8.4 Hz, 1H), 7.55 (d, *J* = 8.0 Hz, 1H), 7.46 (d, *J* = 8.0 Hz, 1H), 7.40 (d, *J* = 7.8 Hz, 1H), 7.32 – 7.16 (m, 2H), 6.64 (t, *J* = 9.2 Hz, 1H), 6.24 (d, *J* = 6.5 Hz, 2H), 5.39 (t, *J* = 7.3 Hz, 1H), 4.86 (s, 2H), 3.08 – 2.92 (m, 2H), 2.58 – 2.31 (m, 2H), 1.62 (s, 6H), 1.60-1.33 (m, 5H), 1.12 (m, 1H).

MS (m/z) 738.15 $[M+H]^+$.

Example 4.



Synthesis of (S)-N-((3,5-dibromopyridin-2-yl)methylene)-2-methylpropane-2-sulfonamide (**4B**):

[0403] To 3,5-dibromopicolinaldehyde (1.9 g, 7.17 mmol) in DCM (30 mL) was added (S)-2-methylpropane-2-sulfonamide (870 mg, 7.17 mmol) and CuSO_4 (2.29 g, 14.3 mmol). The reaction mixture was stirred for 15 h. Solids were filtered over celite. The solvents were removed in vacuo and the residue purified by column chromatography on silica to provide 2.6 g of the title compound. MS (m/z) 368.9 $[M+H]^+$.

Synthesis of (S)-N-((S)-1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-methylpropane-2-sulfonamide (**4C**):

[0404] (S)-N-((3,5-dibromopyridin-2-yl)methylene)-2-methylpropane-2-sulfinamide (2.6 g, 7.1 mmol) was dissolved in THF (24 mL) and cooled to -78°C . (3,5-difluorobenzyl)magnesium bromide (34 mL, 0.25 M in Et_2O) was added dropwise. The reaction was stirred at -78°C for 3 hr then let warm to 0°C and quenched. The reaction was partitioned between EtOAc and aq. NH_4Cl . The organics were separated, dried, and removed in vacuo. The residue purified by column chromatography on silica to provide the title compound. MS (m/z) 496.6 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethanamine (**4D**):

[0405] To (S)-N-((S)-1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-methylpropane-2-sulfinamide (650 mg) dissolved in DCM (3 mL) was added 4N HCl in dioxanes (4 mL). The reaction was stirred for 2 hr at ambient temperature. Solvents were removed in vacuo and the crude desired product was used without further purification. MS (m/z) 393.0 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-tert-butyl 1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (**4E**):

[0406] (S)-1-(3,5-Dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethanamine (780 mg, 1.84 mmol) was combined with di-tert-butyl dicarbonate (400 mg, 1.84 mmol) and TEA (515 μL , 3.7 mmol) in DCM (9 mL). The reaction was stirred for 2 hr at ambient temperature. The reaction was partitioned between EtOAc and H_2O . The organics were separated, dried, and removed in vacuo. The residue purified by column chromatography on silica to provide the title compound. MS (m/z) 492.9 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-tert-butyl 1-(3-bromo-5-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (**4F**):

[0407] To (S)-tert-butyl 1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (140 mg, 0.29 mmol) in THF (18 mL) was added 2-methylbut-3-yn-2-ol (42 μL , 0.43 mmol), TEA (0.9 mL), $\text{Pd}(\text{PPh}_3)_2\text{Cl}_2$ (30 mg) and CuI (16 mg). The reaction was stirred for 2 hr at ambient temperature and then partitioned between EtOAc and H_2O . The organics were separated, dried, and removed in vacuo. The residue purified by column chromatography on silica to provide the title compound as a mixture with **4E** which was used in the next step. MS (m/z) 496.7 $[\text{M}+\text{H}]^+$.

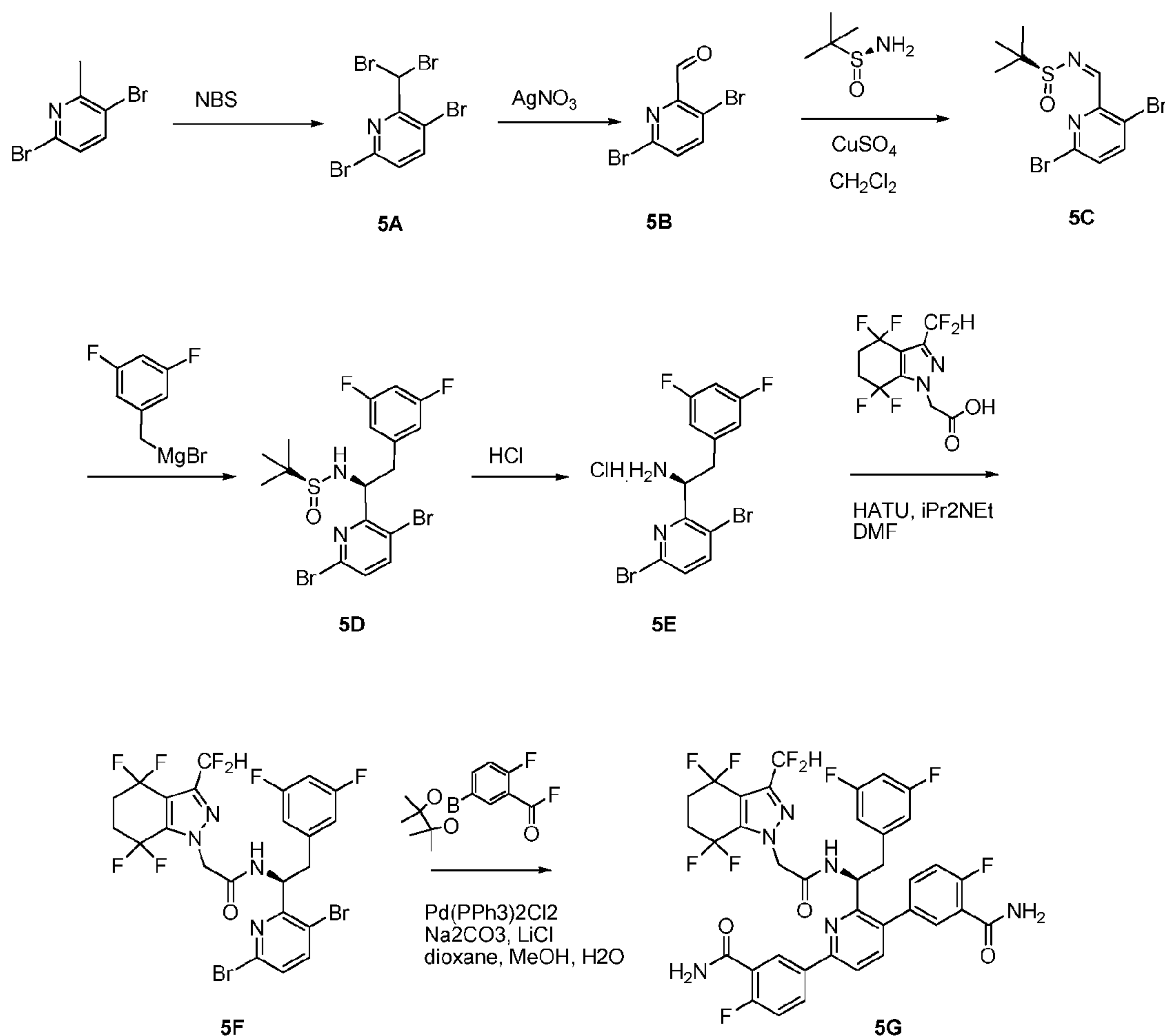
Synthesis of (S)-N-(1-(3-bromo-5-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**4G**):

[0408] A mixture of (S)-tert-butyl 1-(3-bromo-5-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate and (S)-tert-butyl 1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (105 mg) obtained from the previous step was dissolved in DCM (3 mL) and treated with 4N HCl in dioxanes (4 mL). The reaction was stirred for 2 hr then solvents removed in vacuo. The residue purified by column chromatography on silica to provide 18 mg of (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-bromopyridin-3-yl)-2-methylbut-3-yn-2-ol (MS (*m/z*) 395.0 [M+H]⁺). To (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-bromopyridin-3-yl)-2-methylbut-3-yn-2-ol (18 mg, 0.046 mmol) in DMF (1 mL) was added 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid (15 mg, 0.05 mmol), iPr₂NEt (17 μL, 0.1 mmol) and HATU (26 mg, 0.07 mmol). The reaction was stirred 30 min and then partitioned between EtOAc and H₂O. The organics were separated, dried, and removed in vacuo. The crude product was used directly in the next reaction. MS (*m/z*) 679.2[M+H]⁺.

Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(5-(3-hydroxy-3-methylbut-1-ynyl)-3-(3-oxoisoindolin-5-yl)pyridin-2-yl)ethyl)acetamide (4H):

[0409] To (S)-N-(1-(3-bromo-5-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (16 mg, 0.02 mmol) in DME (0.7 mL) was added 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isoindolin-1-one (7 mg, 0.03 mmol), Pd(PPh₃)₂Cl₂ (2 mg), LiCl (1 mg), and aq 2M K₂CO₃ (30 μL). The reaction was heated in a microwave reactor to 150 °C for 20 min. The reaction was purified by RP HPLC to provide the desired product. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.69 (d, 1H), 7.62 – 7.49 (m, 2H), 7.43 (s, 1H), 7.28 (s, 1H), 6.98 – 6.58 (m, 4H), 6.26 (d, 2H), 5.34 (d, 2H), 5.18 (s, 1H), 5.05 (s, 2H), 4.48 (s, 2H), 3.02 (t, *J* = 7.5 Hz, 3H), 2.49 (s, 7H), 1.56 (s, 5H). MS (*m/z*) 732.1[M+H]⁺.

Example 5.



Synthesis of 3,6-dibromo-2-(dibromomethyl)pyridine (**5A**):

[0410] To a solution of 3,6-dibromo-2-methylpyridine (5.2 g, 21 mmol) in CCl_4 (50 mL) was added N-bromosuccinimide (7.57 g, 42 mmol) and 2,2'-azobis(2-methylpropionitrile) (0.70 g, 4.3 mmol). The mixture was heated at 80 °C overnight and cooled to room temperature. The solid was removed by filtration and the filtrate was concentrated under reduced pressure. The product (**5A**) was obtained after flash chromatography eluting with 0-10 percent EtOAc in hexane (7.36 g). MS (m/z): 409.66 $[\text{M}+\text{H}]^+$

Synthesis of 3,6-dibromopicolinaldehyde (**5B**):

[0411] A solution of silver nitrate (7.6 g, 45 mmol) in water (24 mL) was added dropwise to a solution of **5A** (7.36 g, 18 mmol) in refluxing EtOH (90 mL). The mixture was stirred at 80 °C for 5 hours. After the mixture was cooled to room temperature, it was diluted with water (100 mL), extracted with EtOAc (3 times), dried over Na_2SO_4 , filtered and concentrated under

reduced pressure. The crude product (**5B**, 4.6 G) was directly used for next step. MS (m/z): 265.96. $[M+H]^+$

Synthesis of (S,Z)-N-((3,6-dibromopyridin-2-yl)methylene)-2-methylpropane-2-sulfinamide (**5C**):

[0412] The title compound (**5C**) was prepared according to the method presented for the synthesis of compound **4B** of Example 4 utilizing **5B**. MS (m/z) 368.86 $[M+H]^+$

Synthesis of (S)-N-((S)-1-(3,6-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-methylpropane-2-sulfinamide (**5D**):

[0413] The title compound (**5D**) was prepared according to the method presented for the synthesis of compound **4C** of Example 4 utilizing **5C**. MS (m/z) 496.99 $[M+H]^+$

Synthesis of (S)-1-(3,6-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethanamine hydrochloride(**5E**):

[0414] The title compound (**5E**) was prepared according to the method presented for the synthesis of compound **4D** of Example 4 utilizing **5D**. MS (m/z) 393.29 $[M+H]^+$

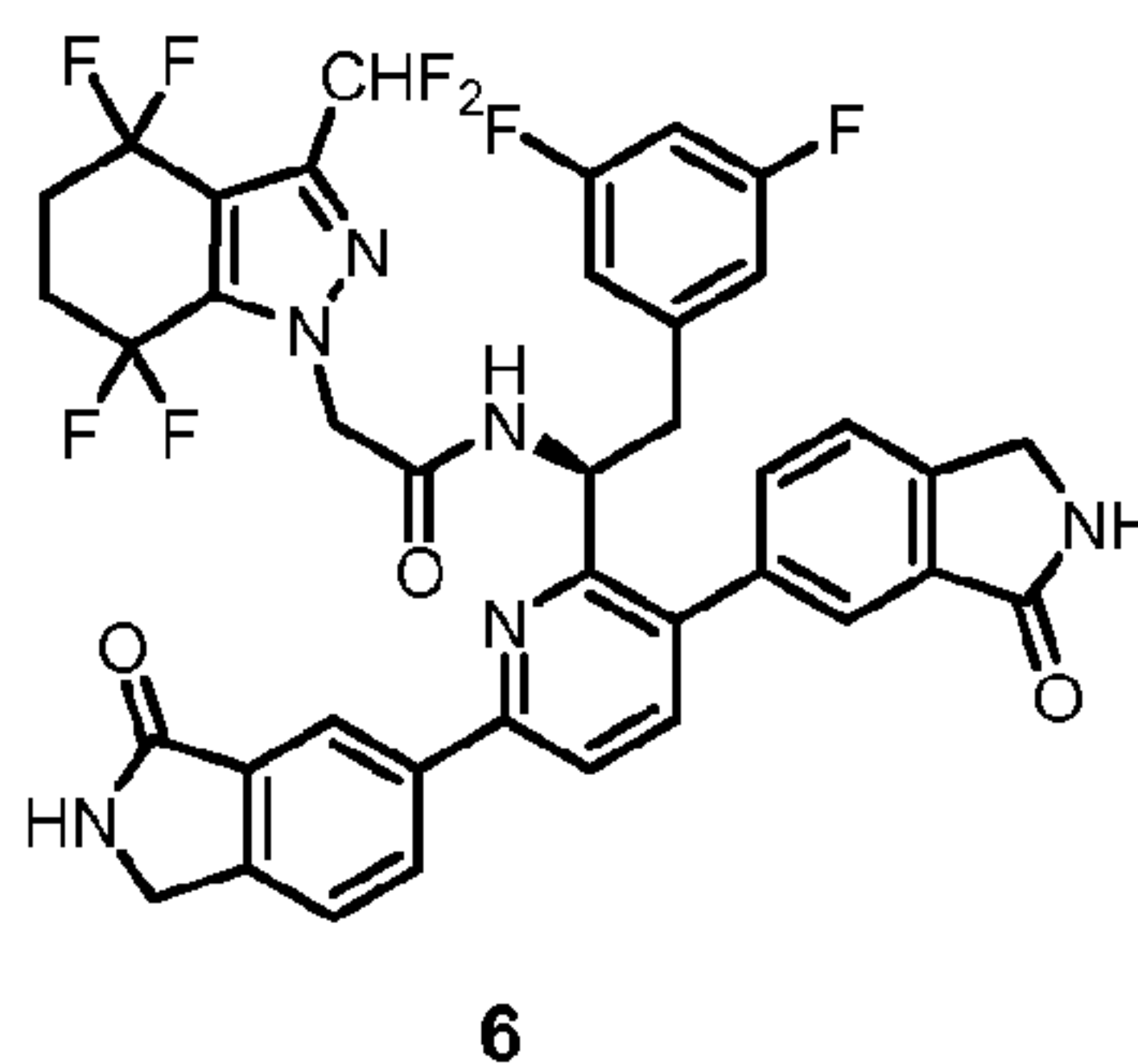
Synthesis of (S)-N-(1-(3,6-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**5F**):

[0415] The title compound (**5F**) was prepared according to the method presented for the synthesis of compound **10A** of Example 10 utilizing **5E**. MS (m/z) 676.96 $[M+H]^+$.

Synthesis of (S)-5,5'-(6-(1-(2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)pyridine-2,5-diyl)bis(2-fluorobenzamide) (**5G**):

[0416] In a microwave tube was charged with **5F** (100 mg, 0.15 mmol), (3-carbamoyl-4-fluorophenyl)boronic acid (81 mg, 0.45 mmol), LiCl (19 mg, 0.45 mmol), Na_2CO_3 (50 mg, 0.6 mmol) and 5 mg of $\text{Pd}(\text{PPh}_3)_2\text{Cl}_2$. To the mixture was added 1.4 mL of 1,4-dioxane / methanol / H_2O (5/1/1). The mixture was heated up to 170 °C for 15 min in a Microwave Synthesizer. After cooled down and filtered through a syringe filter, purified on reverse phase HPLC eluting with acetonitrile and water (with 0.1% TFA) to afford the title compound. ^1H NMR (400 MHz, CD_3OD) δ 8.90 (d, $J = 8.6$ Hz, 1H), 8.74 (dd, $J = 7.2, 2.4$ Hz, 1H), 8.51 – 8.30 (m, 1H), 7.91 (d, $J = 8.1$ Hz, 1H), 7.64 (d, $J = 8.1$ Hz, 1H), 7.41 (m, 2H), 7.23 (dd, $J = 10.7, 8.5$ Hz, 1H), 7.02 – 6.49 (m, 2H), 6.35 (d, $J = 6.2$ Hz, 2H), 5.45 (m, 1H), 5.16 – 5.02 (m, 2H), 3.23 – 2.97 (m, 2H), 2.49 (m, 4H). MS (m/z) 793.19 $[M+H]^+$.

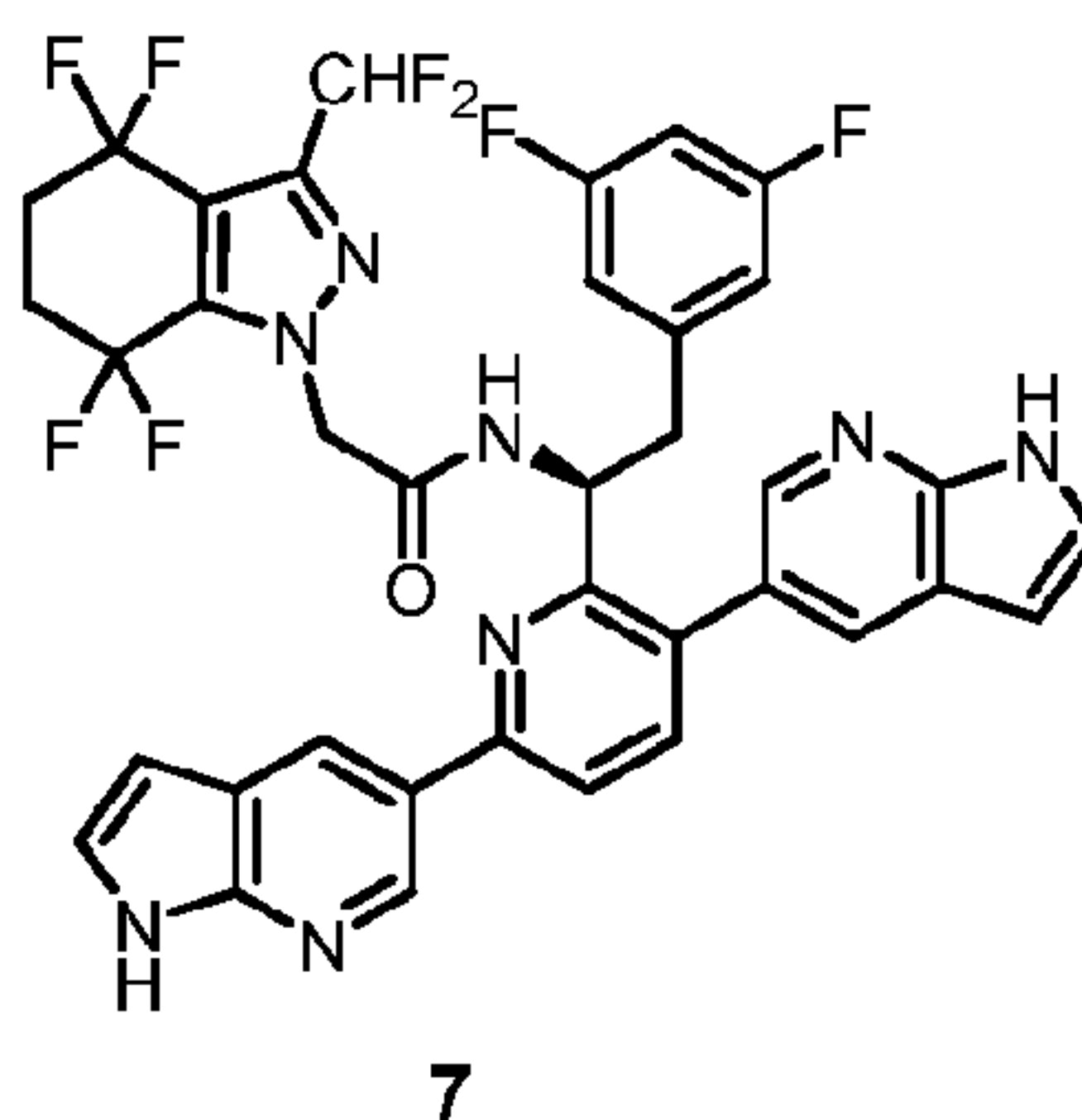
Example 6.



Synthesis of (S)-N-(1-(3,6-bis(3-oxoisindolin-5-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (6):

[0417] The title compound (6) was prepared according to the method presented for the synthesis of compound **5G** of Example 5 utilizing 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isindolin-1-one and **5F**. ¹H NMR (400 MHz, CD₃OD) δ 8.84 (d, *J* = 8.1 Hz, 1H), 8.72 (s, 1H), 8.49 (d, *J* = 7.9 Hz, 1H), 7.98 (d, *J* = 8.1 Hz, 2H), 7.72 (dd, *J* = 23.8, 8.0 Hz, 2H), 7.60 (d, *J* = 7.9 Hz, 1H), 7.49 (d, *J* = 8.0 Hz, 1H), 7.39 (s, 1H), 6.97 – 6.57 (m, 2H), 6.33 (m, 2H), 5.49 (m, 2H), 5.10 (s, 2H), 4.57 (s, 2H), 4.49 (s, 2H), 3.24 – 2.95 (m, 2H), 2.47 (m, 4H). MS (*m/z*) 781.02[M+H]⁺.

Example 7.

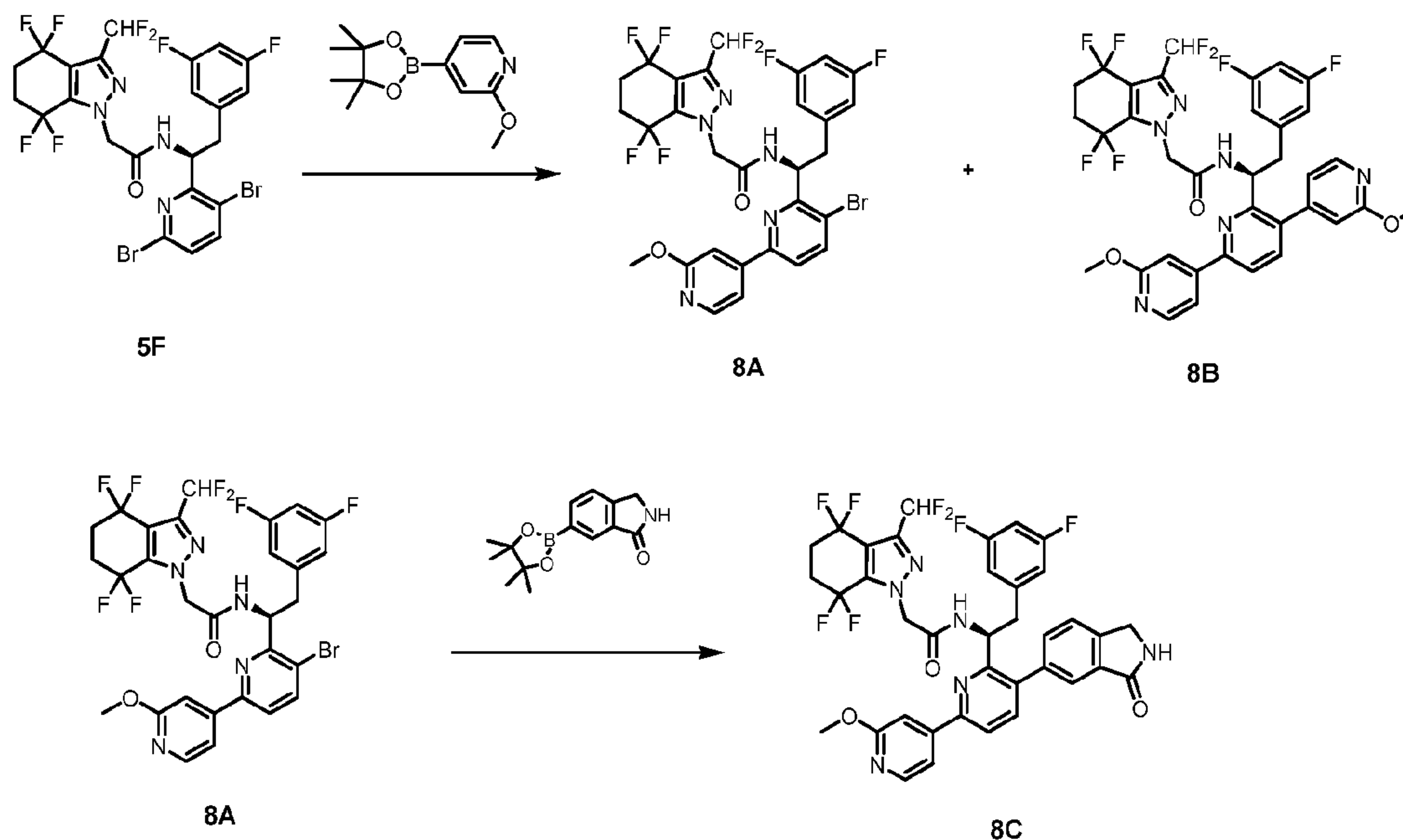


Synthesis of (S)-N-(1-(3,6-bis(1H-pyrrolo[2,3-b]pyridin-5-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (7):

[0418] The title compound (7) was prepared according to the method presented for the synthesis of compound **5G** of Example 5 utilizing 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrrolo[2,3-b]pyridine and **5F**. ¹H NMR (400 MHz, CD₃OD) δ 9.23-9.17 (m, 2H), 9.04 (d, *J* = 8.1 Hz, 1H), 8.03 (m, 3H), 7.75 (d, *J* = 8.1 Hz, 1H), 7.61 (dd, *J* = 7.3, 3.5 Hz, 2H), 6.93 –

6.52 (m, 4H), 6.34 (d, $J = 6.2$ Hz, 2H), 5.45 (m, 1H), 5.10 (m, 2H), 3.27 – 3.06 (m, 2H), 2.48 (m, 4H). MS (m/z) 751.22 $[M+H]^+$.

Example 8.



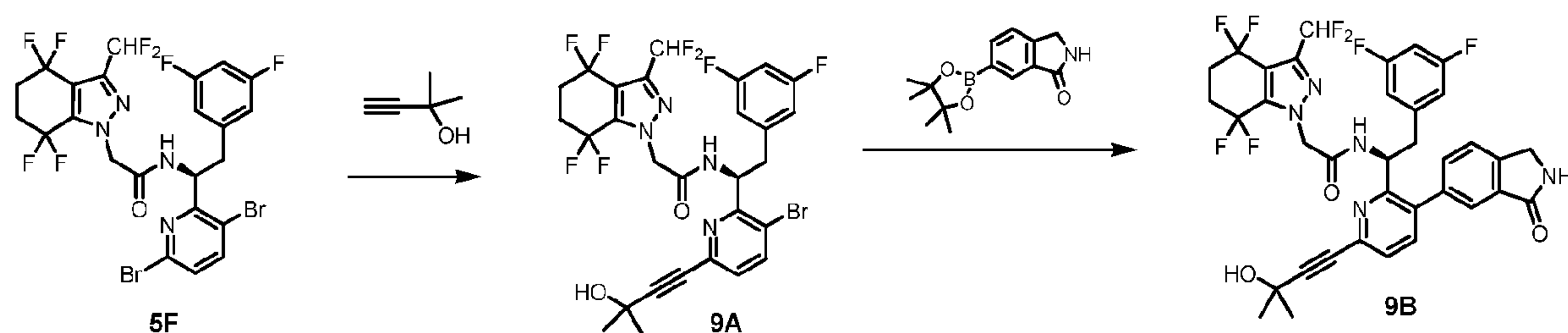
Synthesis of (S)-N-(1-(5-bromo-2'-methoxy-[2,4'-bipyridin]-6-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (8A) and (S)-N-(1-(2',5'-di(methoxy-[2,4'-bipyridin]-6-yl))-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (8B):

[0419] The title compounds (**8A** and **8B**) were prepared according to the method presented for the synthesis of compound **5G** of Example 5 utilizing 2-methoxy-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine(2 equiv.) and **5F**.

Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2'-methoxy-5-(3-oxoisindolin-5-yl)-[2,4'-bipyridin]-6-yl)ethyl)acetamide (8C):

[0420] The title compound (**8C**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing **8A**. ^1H NMR (400 MHz, CD_3OD) δ 8.85 (d, $J = 8.1$ Hz, 1H), 8.33 (d, $J = 5.7$ Hz, 1H), 8.06 (d, $J = 8.0$ Hz, 1H), 7.91 (d, $J = 5.7$ Hz, 1H), 7.82 (s, 1H), 7.74 (d, $J = 8.0$ Hz, 1H), 7.61 (d, $J = 6.3$ Hz, 1H), 7.53 (d, $J = 7.8$ Hz, 1H), 7.38 (s, 1H), 6.91 – 6.44 (m, 2H), 6.29 (d, $J = 6.3$ Hz, 2H), 5.51 (dd, $J = 14.8, 8.2$ Hz, 1H), 5.18 – 4.98 (m, 2H), 4.50 (s, 2H), 4.09 (s, 3H), 3.12 (m, 2H), 2.49 (m, 4H). MS (m/z) 757.25 $[M+H]^+$.

Example 9.



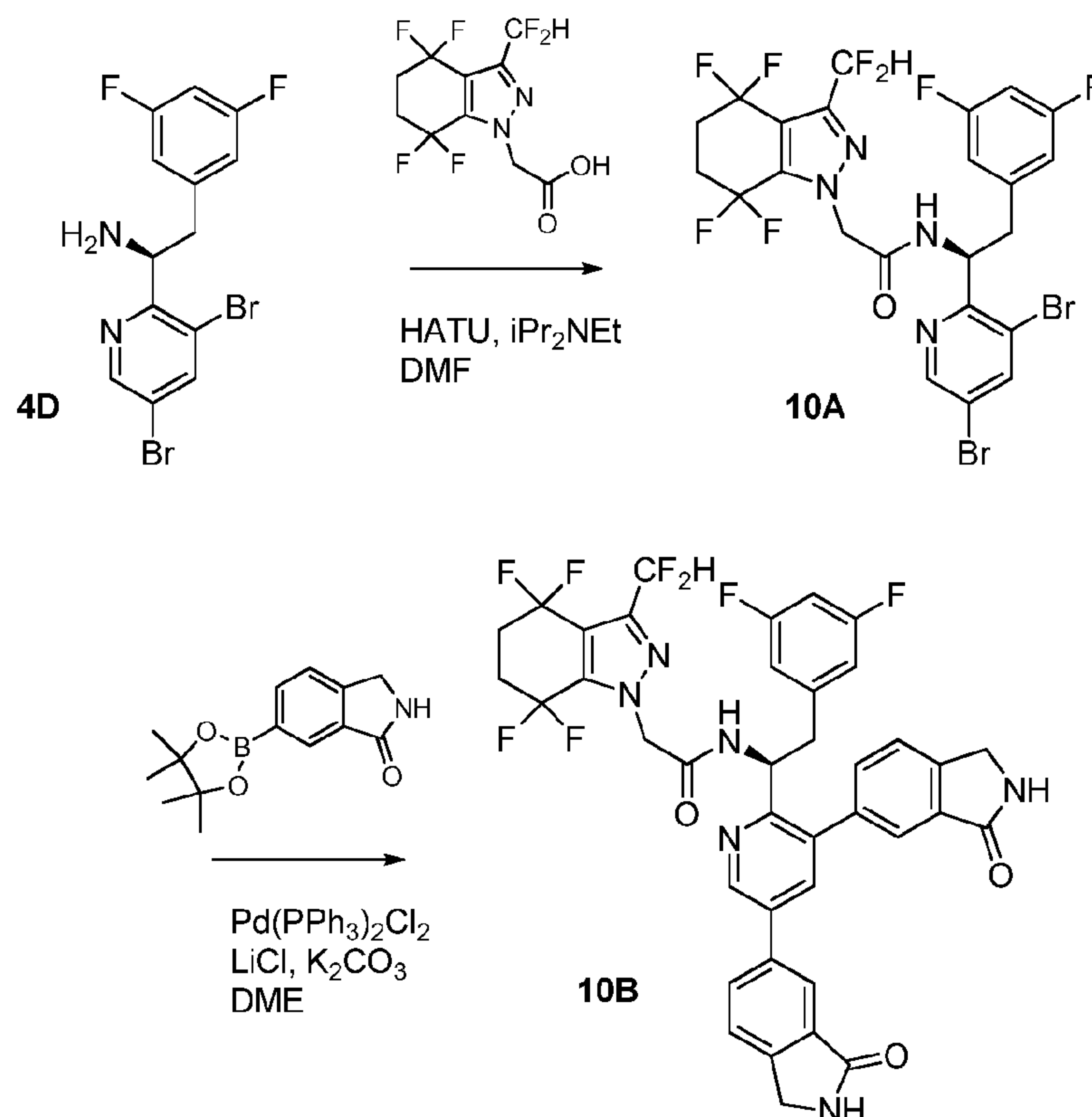
Synthesis of (S)-N-(1-(3-bromo-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (9A):

[0421] The title compound (**9A**) was prepared according to the method presented for the synthesis of compound **4F** of Example 4 utilizing 2-methylbut-3-yn-2-ol and **5F**. MS (m/z) 681.17 [M+H]⁺.

Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(3-oxoisindolin-5-yl)pyridin-2-yl)ethyl)acetamide (9B):

[0422] The title compound (**9B**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing **9A**. ¹H NMR (400 MHz, CD₃OD) δ 7.63 – 7.53 (m, 2H), 7.50 – 7.40 (m, 2H), 7.30 (s, 1H), 6.95 – 6.56 (m, 2H), 6.28 (d, *J* = 6.3 Hz, 2H), 5.39 (t, *J* = 7.4 Hz, 1H), 5.05 (s, 2H), 4.48 (s, 2H), 3.13 – 2.91 (m, 2H), 2.66 – 2.35 (m, 4H), 1.61 (s, 6H). MS (m/z) 732.23 [M+H]⁺.

Example 10.



Synthesis of (S)-N-(1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (10A):

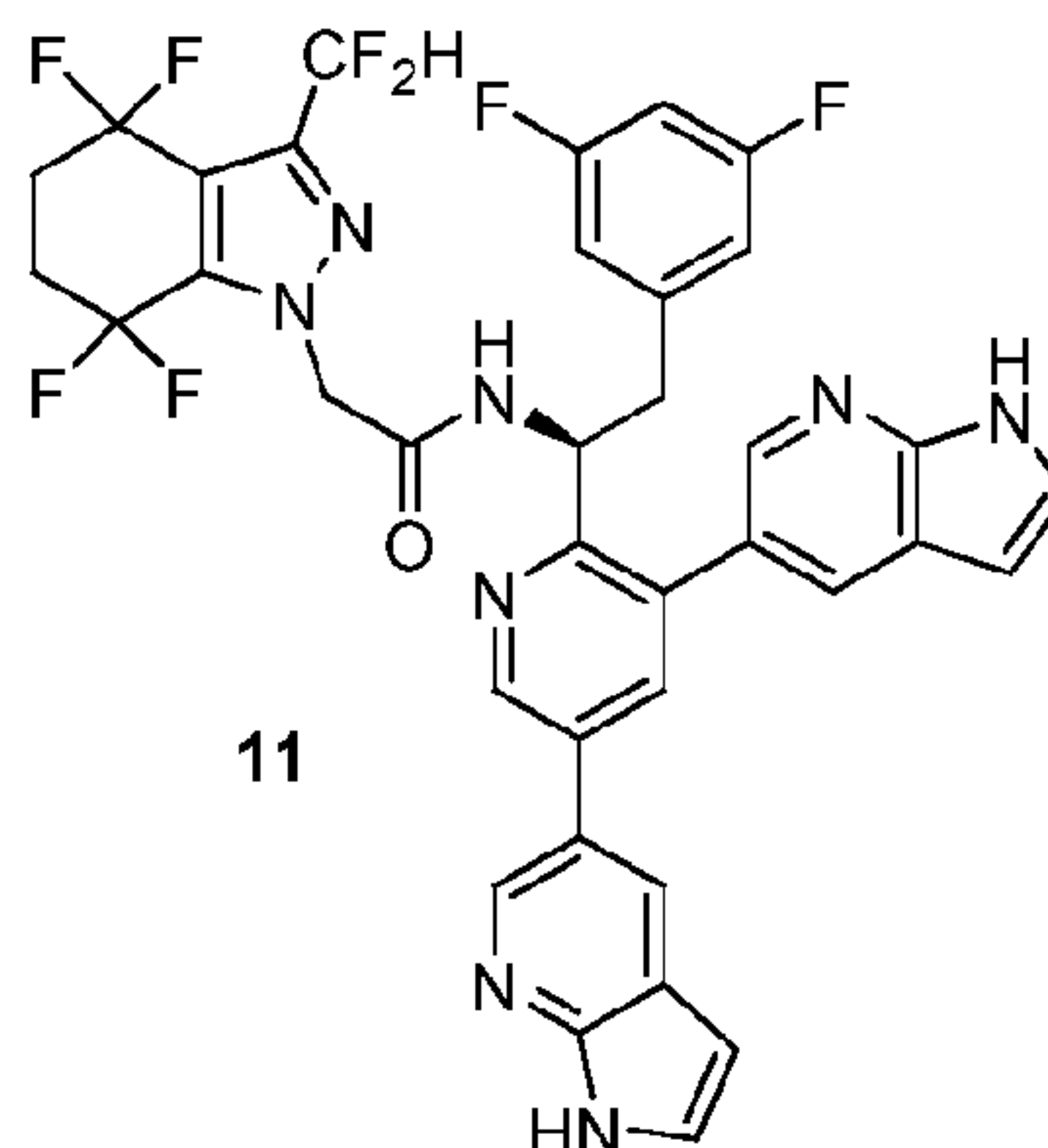
[0423] To (S)-1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethanamine (380 mg, 0.97 mmol) dissolved in DMF (10 mL) was added $i\text{Pr}_2\text{NEt}$ (350 μL , 2 mmol) and 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid (293 mg, 0.97 mmol). HATU (442 mg, 1.16 mmol) was added and the reaction stirred for 30 min. The reaction was partitioned between EtOAc and H_2O . The organics were separated, dried, and removed in vacuo. The residue purified by column chromatography on silica to provide the title compound. MS (m/z) 677.1 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-N-(1-(3,5-bis(3-oxoisindolin-5-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (10B):

[0424] To (S)-N-(1-(3,5-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (50 mg, 0.074 mmol) in DME (0.8 mL) and DMF (0.2 mL) was added 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isoindolin-1-one (48 mg, 0.19 mmol), $\text{Pd}(\text{PPh}_3)_2\text{Cl}_2$ (5 mg), LiCl (2 mg), and aq 2M K_2CO_3 (110 μL). The reaction was heated in a microwave reactor to 150 $^\circ\text{C}$ for 20 min. The reaction was purified by RP HPLC to provide the desired product. ^1H NMR (400 MHz,

Methanol- d_4) δ 9.02 (d, 1H), 8.11 (d, 1H), 7.97 (dd, 1.7 Hz, 1H), 7.89 (d, 1H), 7.72 (d, 1H), 7.67 – 7.48 (m, 3H), 7.42 (d, 1H), 6.70 – 6.61 (m, 2H), 6.37 – 6.30 (m, 2H), 5.44 (t, 1H), 5.07 (s, 2H), 4.51 (d, 4H), 3.18 – 3.01 (m, 3H), 2.50 (dd, 4H). MS (m/z) 798.1[M+H]⁺.

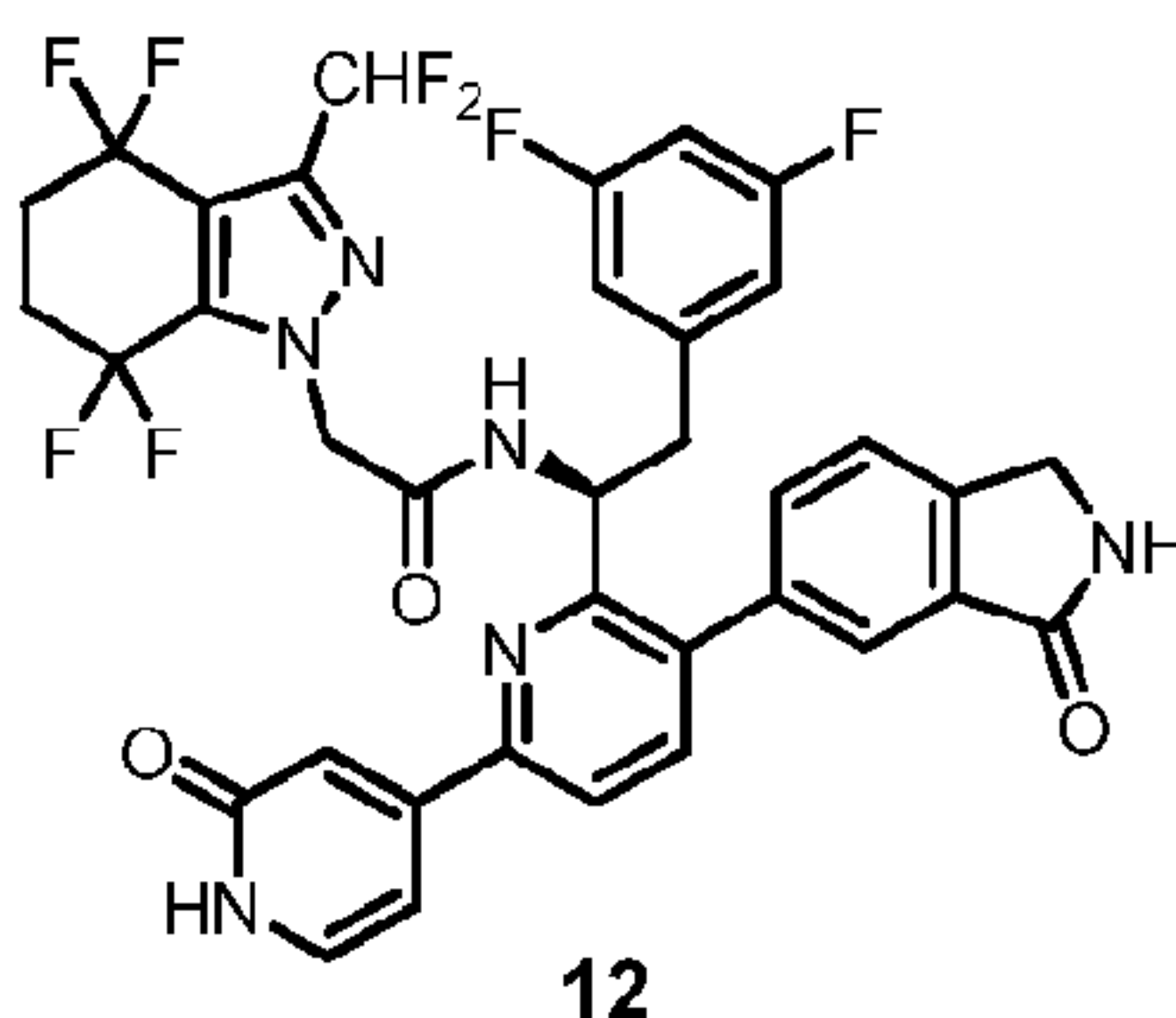
Example 11.



Synthesis of (S)-N-(1-(3,5-di(1H-pyrrolo[2,3-b]pyridin-5-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (11):

[0425] The title compound was prepared according to the method presented for the synthesis of **10B** of Example 10 utilizing **10A** and 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrrolo[2,3-b]pyridine. ¹H NMR (400 MHz, Methanol- d_4) δ 9.10 (s, 1H), 8.62 (s, 1H), 8.56 (s, 1H), 8.14 (s, 1H), 8.05 – 7.94 (m, 2H), 7.58 (dd, 2H), 6.99 – 6.61 (m, 4H), 6.36 (d, 2H), 5.47 – 5.27 (m, 2H), 5.15 – 5.00 (m, 2H), 3.24 – 3.01 (m, 3H), 2.66 – 2.32 (m, 5H). MS (m/z) 751.1[M+H]⁺.

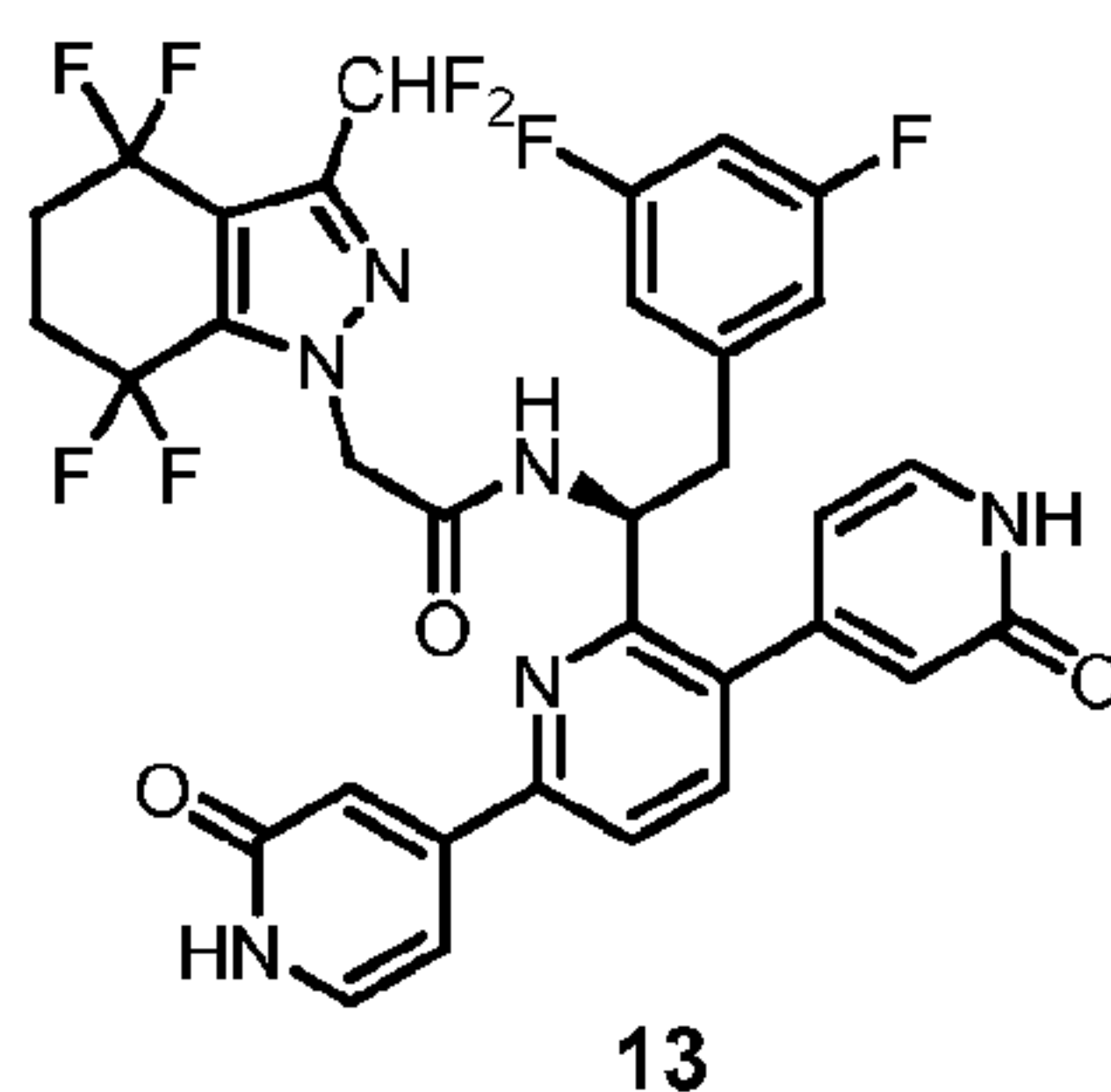
Example 12.



Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2'-oxo-5-(3-oxoisindolin-5-yl)-1',2'-dihydro-[2,4'-bipyridin]-6-yl)ethyl)acetamide (12):

[0426] In a microwave tube were charged with (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2'-methoxy-5-(3-oxoisindolin-5-yl)-[2,4'-bipyridin]-6-yl)ethyl)acetamide (**8C**, 5 mg), HCl in 1,4-dioxane (4N, 0.3 mL) and ethanol (0.3 mL). The mixture was heated up to 100 °C for 20 min in a Microwave Synthesizer. After cooled down, After cooled down, the solvent was removed and the residue was purified on reverse phase HPLC eluting with acetonitrile and water (with 0.1% TFA) to afford the title product. ¹H NMR (400 MHz, CD₃OD) δ 8.88 (m, 1H), 7.96 (d, *J* = 8.0 Hz, 1H), 7.73 (d, *J* = 8.0 Hz, 1H), 7.60 (m, 2H), 7.53 (m, 1H), 7.43 (s, 1H), 7.37 (s, 1H), 7.27 (d, *J* = 6.8 Hz, 1H), 6.96 – 6.53 (m, 2H), 6.30 (d, *J* = 6.2 Hz, 2H), 5.49 (m, 1H), 5.09 (s, 2H), 4.49 (s, 2H), 3.12 (m, 2H), 2.48 (m, 4H). MS (*m/z*) 742.99 [M+H]⁺.

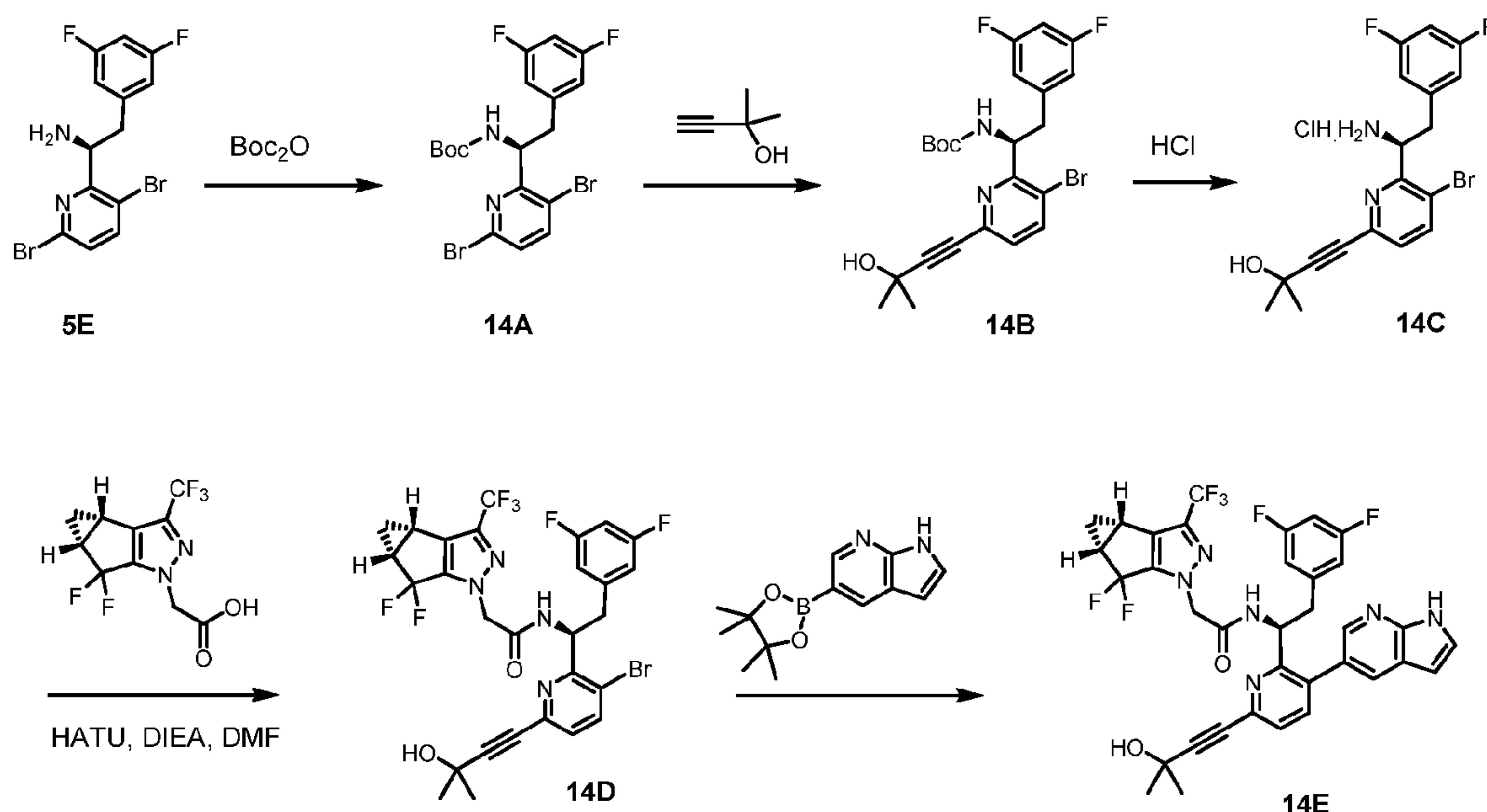
Example 13.



Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2,2''-dioxo-1,1'',2,2''-tetrahydro-[4,2':5',4''-terpyridin]-6'-yl)ethyl)acetamide (**13**):

[0427] The title compound (**13**) was prepared according to the method presented for the synthesis of compound **12** of Example 12 utilizing **8B**. ¹H NMR (400 MHz, CD₃OD) δ 8.95 (d, *J* = 7.8 Hz, 1H), 7.95 (d, *J* = 8.1 Hz, 1H), 7.71 (d, *J* = 8.1 Hz, 1H), 7.60 (d, *J* = 6.8 Hz, 1H), 7.43 (d, *J* = 7.2 Hz, 1H), 7.25 (d, *J* = 6.9 Hz, 1H), 6.98 – 6.61 (m, 2H), 6.45 (d, *J* = 6.3 Hz, 2H), 6.33 (d, *J* = 6.6 Hz, 1H), 6.19 (s, 1H), 5.51 (m, 1H), 5.08 (m, 2H), 3.15 (m, 2H), 2.49 (m, 4H). MS (*m/z*) 705.00 [M+H]⁺.

Example 14.



Synthesis of (S)-tert-butyl 1-(3,6-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (14A):

[0428] The title compound was prepared according to the method presented for the synthesis of compound **4E** of Example 4 utilizing **5E**.

Synthesis of (S)-tert-butyl (1-(3-bromo-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (14B):

[0429] The title compound (**14B**) was prepared according to the method presented for the synthesis of compound **4F** of Example 4 utilizing 2-methylbut-3-yn-2-ol and (S)-tert-butyl (1-(3,6-dibromopyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate. MS (m/z) 496.90 [M+H]⁺.
 Synthesis of (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-bromopyridin-2-yl)-2-methylbut-3-yn-2-ol compound with 2-methylbut-3-yn-2-ol (1:1) hydrochloride (**14C**):

[0430] The title compound (**14C**) was prepared according to the method presented for the synthesis of compound **4G** of Example 4 utilizing **14B**. MS (m/z) 397.09 [M+H]⁺.

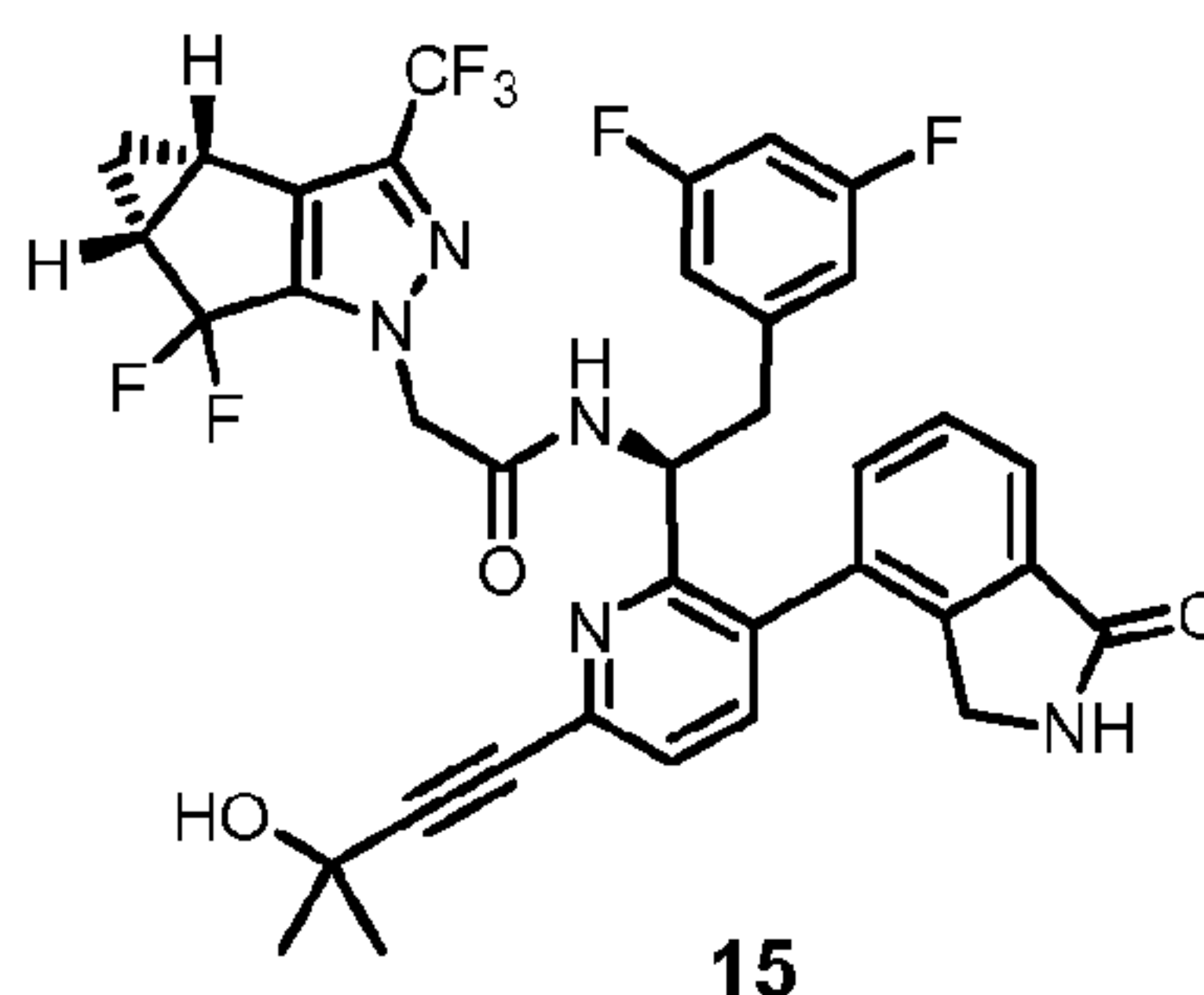
Synthesis of N-((S)-1-(3-bromo-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (14D):

[0431] The title compound (**14D**) was prepared according to the method presented for the synthesis of compound **4G** of Example 4 utilizing 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid and **14C**. MS (m/z) 659.23 [M+H]⁺.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-oxoisoindolin-4-yl)pyridin-2-yl)ethyl)acetamide (**14E**):

[0432] The title compound (**14E**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrrolo[2,3-b]pyridine and **14D**. ¹H NMR (400 MHz, CD₃OD) δ 8.92 (d, *J* = 8.7 Hz, 1H), 8.00 (s, 2H), 7.85 (s, 1H), 7.59 (m, 2H), 7.48 (d, *J* = 7.9 Hz, 1H), 6.77 – 6.56 (m, 2H), 6.28 (d, *J* = 6.3 Hz, 2H), 5.33 (m, 1H), 4.87 (s, 2H), 3.17 – 2.99 (m, 4H), 2.48 (m, 4H), 1.6 (s, 6H), 1.40 (m, 1H), 1.10 (m, 1H). MS (m/z) 697.28 [M+H]⁺.

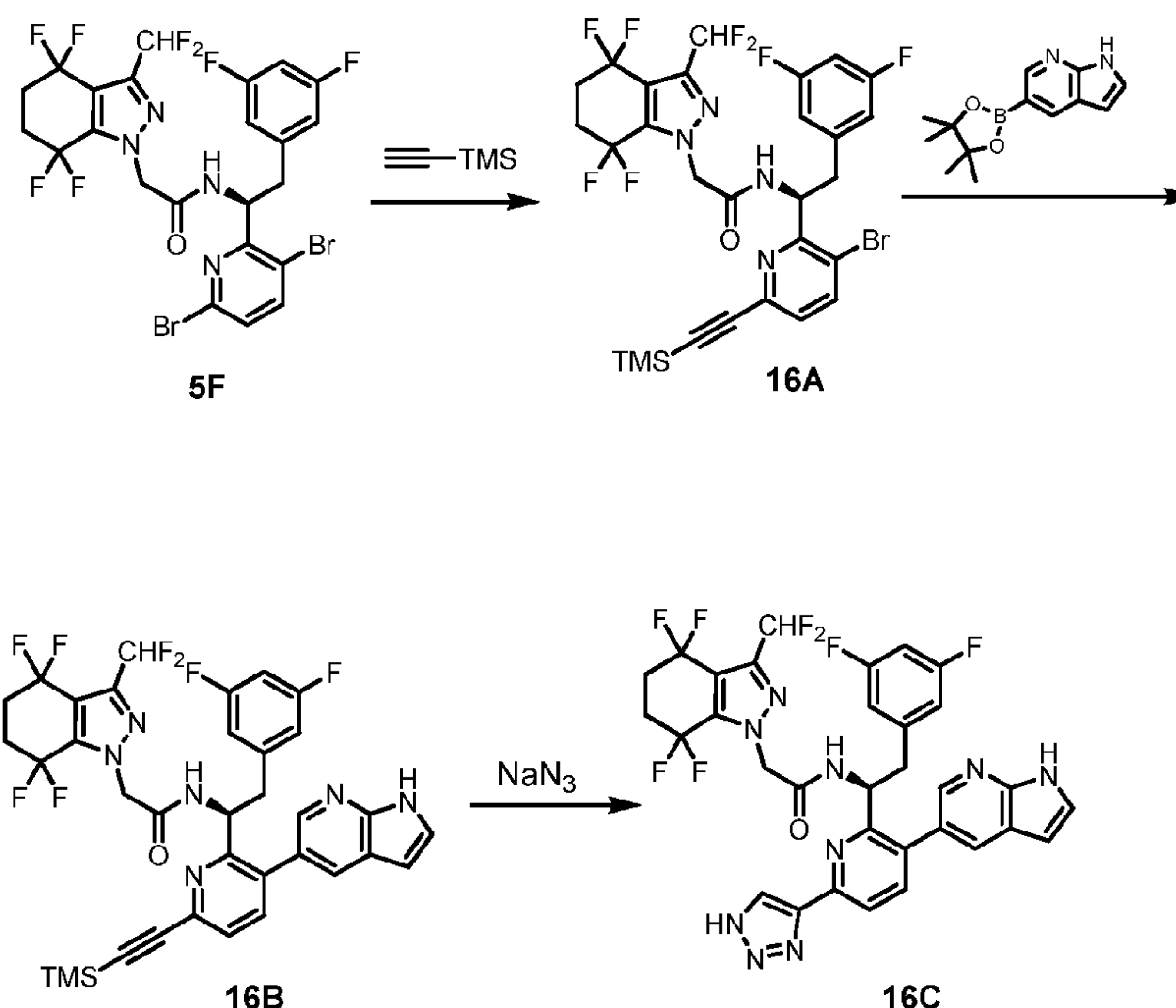
Example 15.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-oxoisoindolin-4-yl)pyridin-2-yl)ethyl)acetamide (**15**):

[0433] The title compound (**15**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing **14D** and 2,3-dihydro-1H-isoindol-1-one-4-boronic acid pinacol ester. ¹H NMR (400 MHz, CD₃OD) δ 7.82 (m, 1H), 7.53 (m, 4H), 6.78 (m, 1H), 6.30 (m, 2H), 5.35 (m, 1H), 4.83 (m, 2H), 4.17 (m, 2H), 3.16 – 3.04 (m, 1H), 2.98 (m, 1H), 2.48 (m, 2H), 1.53 (s, 6H), 1.43 (m, 1H), 1.08 (m, 1H). MS (m/z) 712.18 [M+H]⁺.

Example 16.



Synthesis of (S)-N-(1-(3-bromo-6-((trimethylsilyl)ethynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**16A**):

[0434] The title compound (**16A**) was prepared according to the method presented for the synthesis of compound **4F** of Example 4 utilizing ethynyltrimethylsilane and **5F**. MS (m/z) 694.59 [M+H]⁺.

Synthesis of (S)-N-(1-(3-(1H-pyrrolo[2,3-b]pyridin-5-yl)-6-((trimethylsilyl)ethynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**16B**):

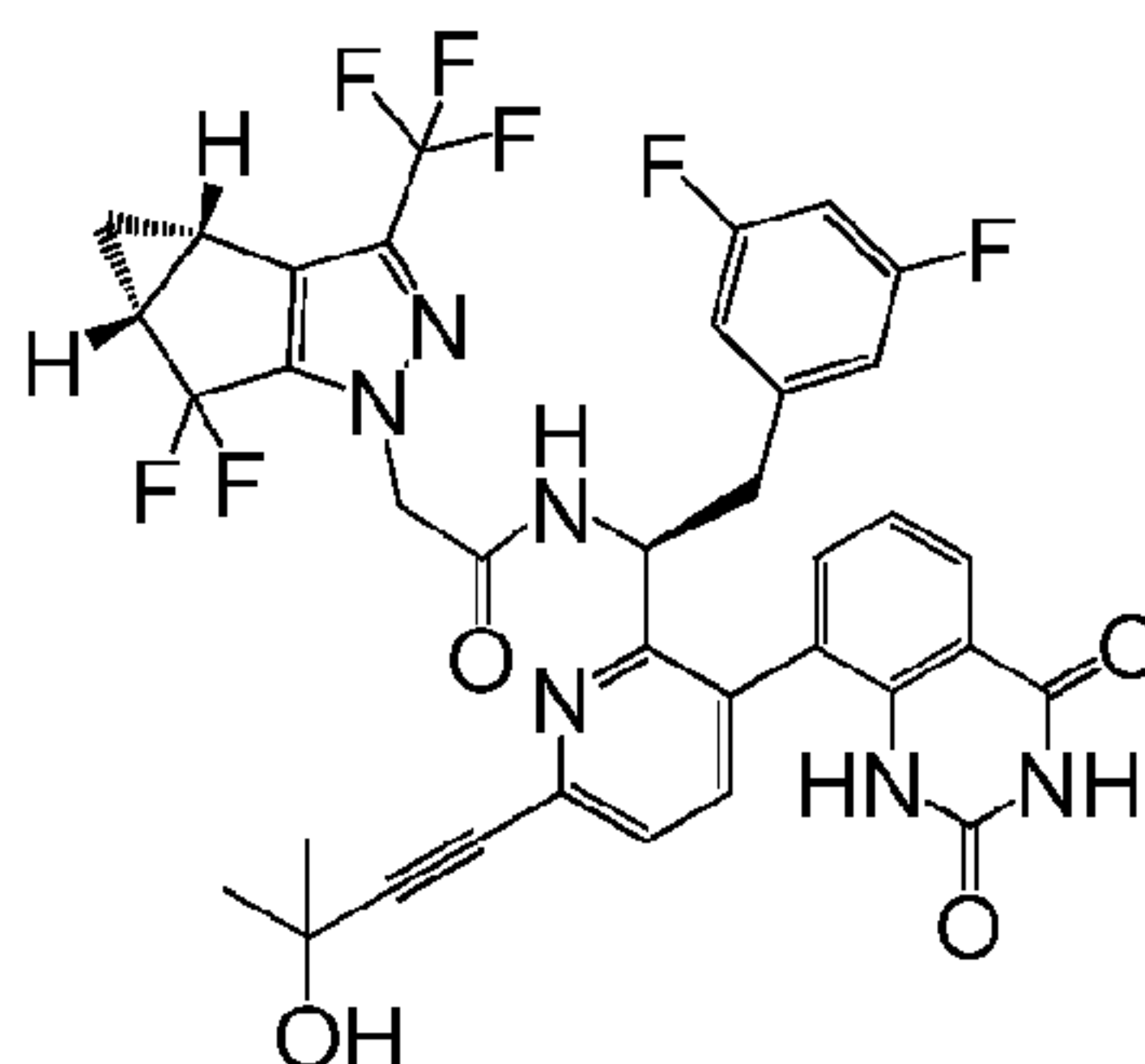
[0435] The title compound (**16B**) was prepared according to the method presented for the synthesis of compound **4H** of Example 4 utilizing 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrrolo[2,3-b]pyridine and **16A**. MS (m/z) 731.22 [M+H]⁺.

Synthesis of (S)-N-(1-(3-(1H-pyrrolo[2,3-b]pyridin-5-yl)-6-(1H-1,2,3-triazol-4-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**16C**):

[0436] Compound **16B** (75 mg, 0.1 mmol), NaN₃ (13mg, 0.2 mmol) and NH₄Cl (5mg, 0.1 mmol) were dissolved in DMF (0.5 mL) and stirred at 100 °C for overnight. The reaction mixture was cooled down to room temperature and diluted with water and extracted with EtOAc. The organic phase was dried (Na₂SO₄), filtered and concentrated. The crude material was

purified on reverse phase HPLC eluting with acetonitrile and water (with 0.1% TFA) to afford the title product. ^1H NMR (400 MHz, CD_3OD) δ 9.01 (d, $J = 7.7$ Hz, 1H), 8.54 (s, 1H), 7.99 (m, 3H), 7.73 (d, $J = 8.0$ Hz, 1H), 7.59 (d, $J = 3.5$ Hz, 1H), 6.97 – 6.55 (m, 3H), 6.31 (d, $J = 6.3$ Hz, 2H), 5.45 (m, 1H), 5.11 (s, 2H), 3.13 (m, 2H), 2.49 (m, 4H). MS (m/z) 702.02 $[\text{M}+\text{H}]^+$.

Example 17.

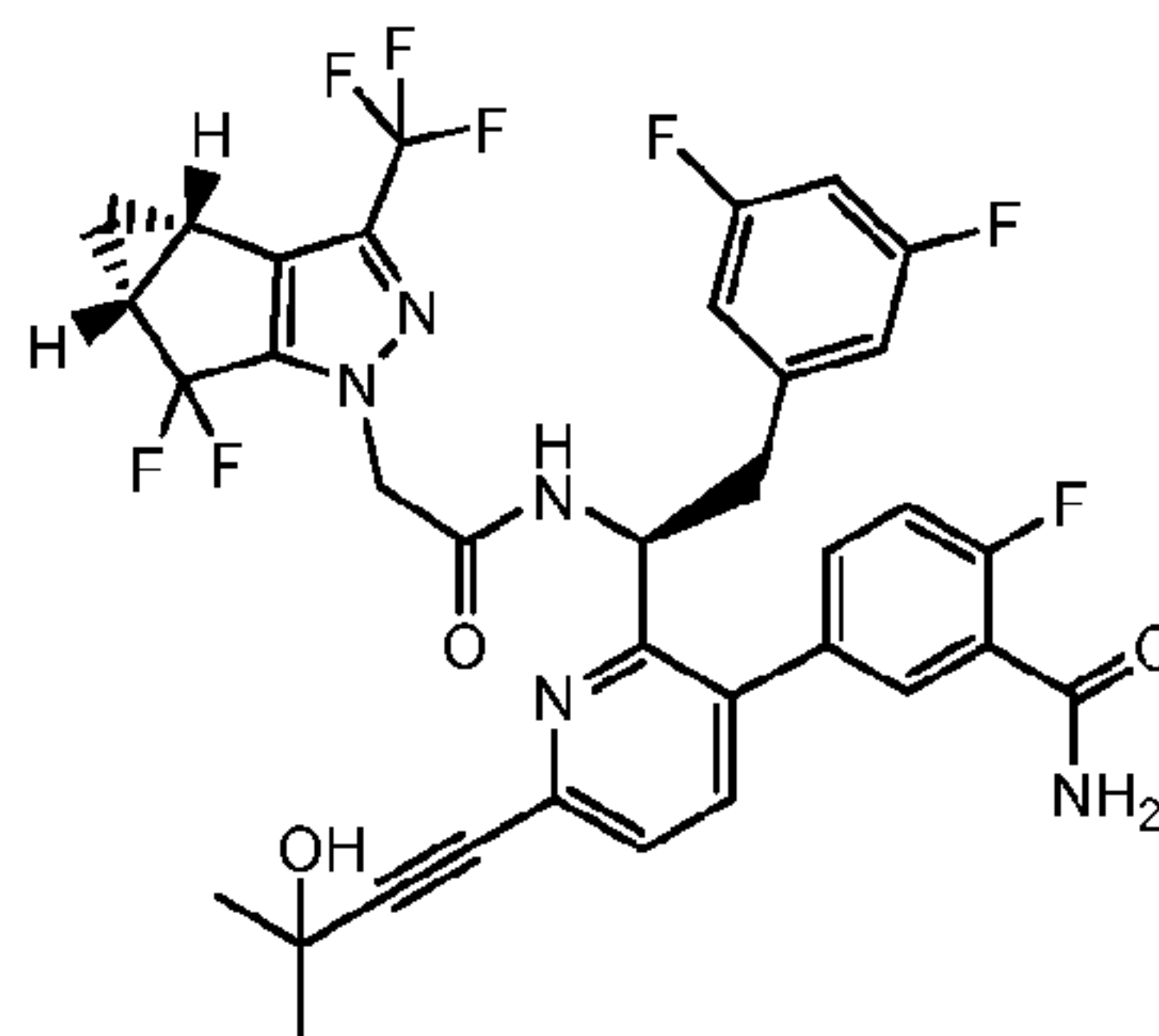


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Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(3-(2,4-dioxo-1,2,3,4-tetrahydroquinazolin-8-yl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)ethyl)acetamide (17):

[0437] The title compound was prepared according to the method presented for the synthesis of compound **4F** of Example 4 utilizing 8-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)quinazoline-2,4(1H,3H)-dione and **14D**. ^1H NMR (400 MHz, DMSO) δ 11.36 (d, 1H), 10.12 (d, 1H), 8.87 (m, 1H), 7.98 (d, 1H), 7.75 – 6.70 (m, 7H), 6.47-6.57 (m, 2H), 4.74-4.50 (m, 2H), 3.01-2.90 (m, 2H), 2.48-2.60 (m, 2H), 1.49 (s, 6H), 1.45 – 1.24 (m, 1H), 0.96 (m, 1H). MS (m/z) 741.1 $[\text{M}+\text{H}]^+$.

Example 18.

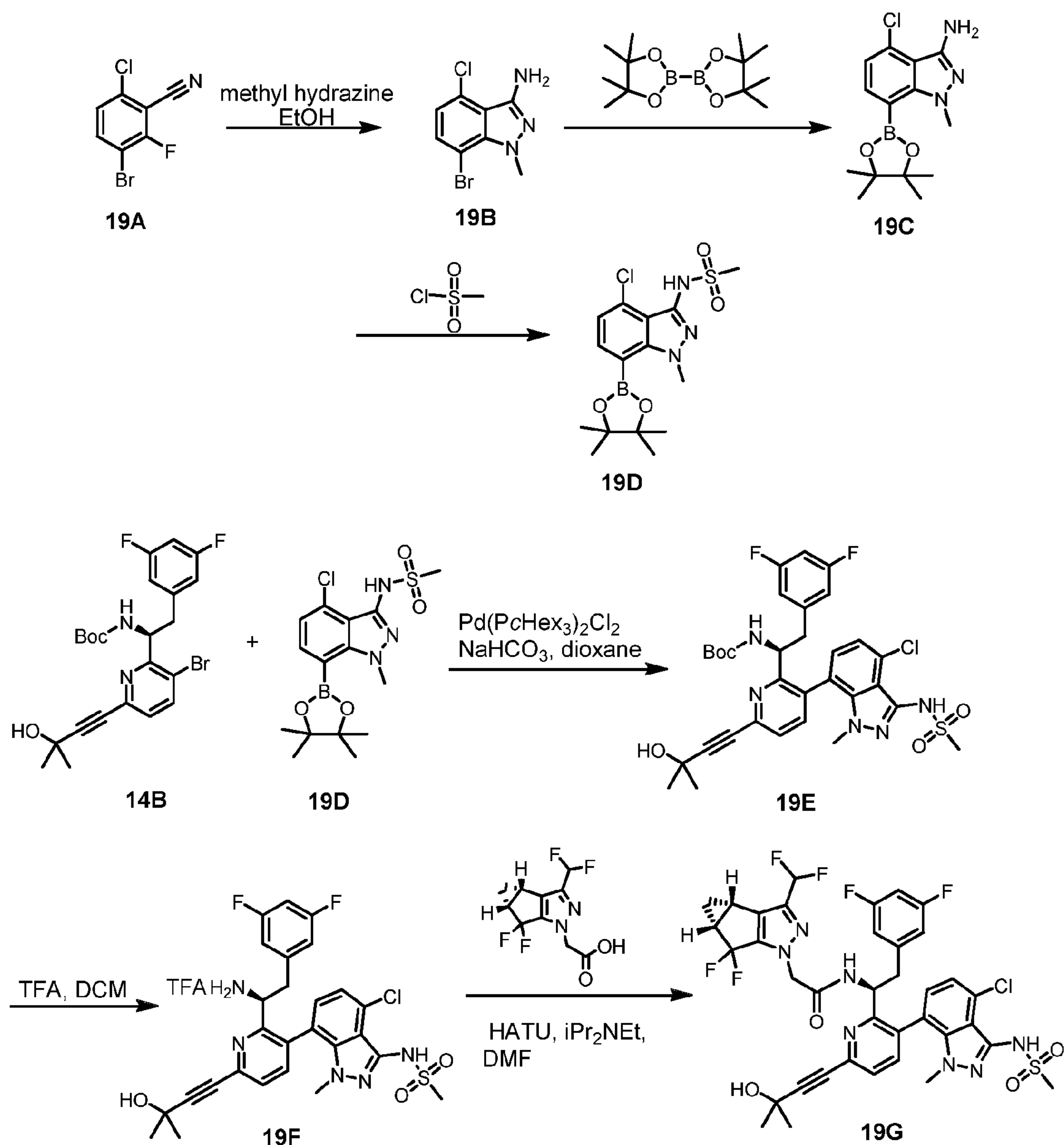


18

Synthesis of 5-(2-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-2-fluorobenzamide (18):

[0438] The title compound was prepared according to the method presented for the synthesis of compound **4F** of Example 4 utilizing (3-carbamoyl-4-fluorophenyl)boronic acid and **14D**. ¹H NMR (400 MHz, DMSO) δ 9.08 (d, 1H), 7.79 – 7.14 (m, 8H), 6.92 (m, 1H), 6.62 (d, 2H), 5.12 (m, 1H), 4.77-4.83 (m, 2H), 3.01 (m, 2H), 2.55 (m, 1H), 1.51 (s, 6H), 1.38 (m, 1H), 0.98 (m, 1H). MS (*m/z*) 718.2 [M+H]⁺.

Example 19.



Synthesis of 7-bromo-4-chloro-1-methyl-1H-indazol-3-amine (19B):

[0439] To 3-bromo-6-chloro-2-fluorobenzonitrile (10 g, 42.7 mmol) in EtOH (100 mL) was added methylhydrazine (9 mL, 171 mmol). The reaction mixture was stirred for 4 hours at 110 °C. The reaction was allowed to slowly cool over 4 hours, then the solids were filtered off and used with no further purification to provide 7 g of the title compound (including minor amounts of the other regioisomer). MS (m/z) 262.0 [M+H]⁺.

Synthesis of 4-chloro-1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (19C):

[0440] To 7-bromo-4-chloro-1-methyl-1H-indazol-3-amine (3 g, 11.5 mmol) in dioxane (40 mL) and DMF (25 mL) was added bis (pinacolato) diborane (8.8 g, 34.6 mmol), potassium acetate (3.4 g, 34.6 mmol), and *trans*-dichlorobis(triphenylphosphine)palladium (II) (486.35 mg, 0.69 mmol). The reaction mixture was stirred for 3 hours at 130 °C. The reaction was cooled, diluted with EtOAc, and then the solids were filtered off over Celite and silica gel eluting with EtOAc. The mixture was concentrated and purified by flash column chromatography to provide 1.8 g of the title compound. MS (m/z) 308.3 [M+H]⁺.

Synthesis of N-(4-chloro-1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (19D):

[0441] To 7-bromo-4-chloro-1-methyl-1H-indazol-3-amine (2.6 g, 8.5 mmol) in DCM (30 mL) was added N,N-Diisopropylethylamine (5.9 mL, 33.8 mmol) then the reaction was cooled in an ice bath and methanesulfonyl chloride (2 mL, 25.4 mmol) was added. The reaction mixture was stirred for 20 minutes at 0 °C. The reaction was diluted with water and extracted 2X with DCM. The organic layer was dried over sodium sulfate and concentrated. The resulting mixture was taken up in EtOH (30 mL) and 8 mL of 10N NaOH was added. The reaction was followed by LC/MS and once done (10 minutes) the reaction was diluted with water and quenched with concentrated HCl to pH 2. The mixture was extracted 3X with DCM. The organic layer was dried over sodium sulfate and concentrated until solid starts to fall out. The mixture is then cooled in a brine/ice bath for 20 minutes and filtered to recover desired as two lots and used with no further purification to provide 2.1 g of the title compound. MS (m/z) 386.4 [M+H]⁺.

Synthesis of (S)-tert-butyl 1-(3-(4-chloro-1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (19E):

[0442] To N-(4-chloro-1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (39 mg, 0.1 mmol) in dioxane (5 mL) and DMF (0.3 mL) was added

14B (50 mg, 0.1 mmol), 1N sodium bicarbonate (0.9 ml, 0.9 mmol), and dichlorobis(tricyclohexylphosphine)palladium (II) (1.9 mg, 0.003 mmol). The reaction mixture was stirred for 4 hours at 140 °C. The reaction was cooled, diluted with EtOAc and brine. The mixture was extracted 2X with EtOAc, the organic layer was dried over sodium sulfate, was concentrated and purified by flash column chromatography to provide 30 mg of the title compound. MS (*m/z*) 674.7 [M+H]⁺.

Synthesis of (S)-N-(7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-3-yl)-4-chloro-1-methyl-1H-indazol-3-yl)methanesulfonamide TFA salt (**19F**):

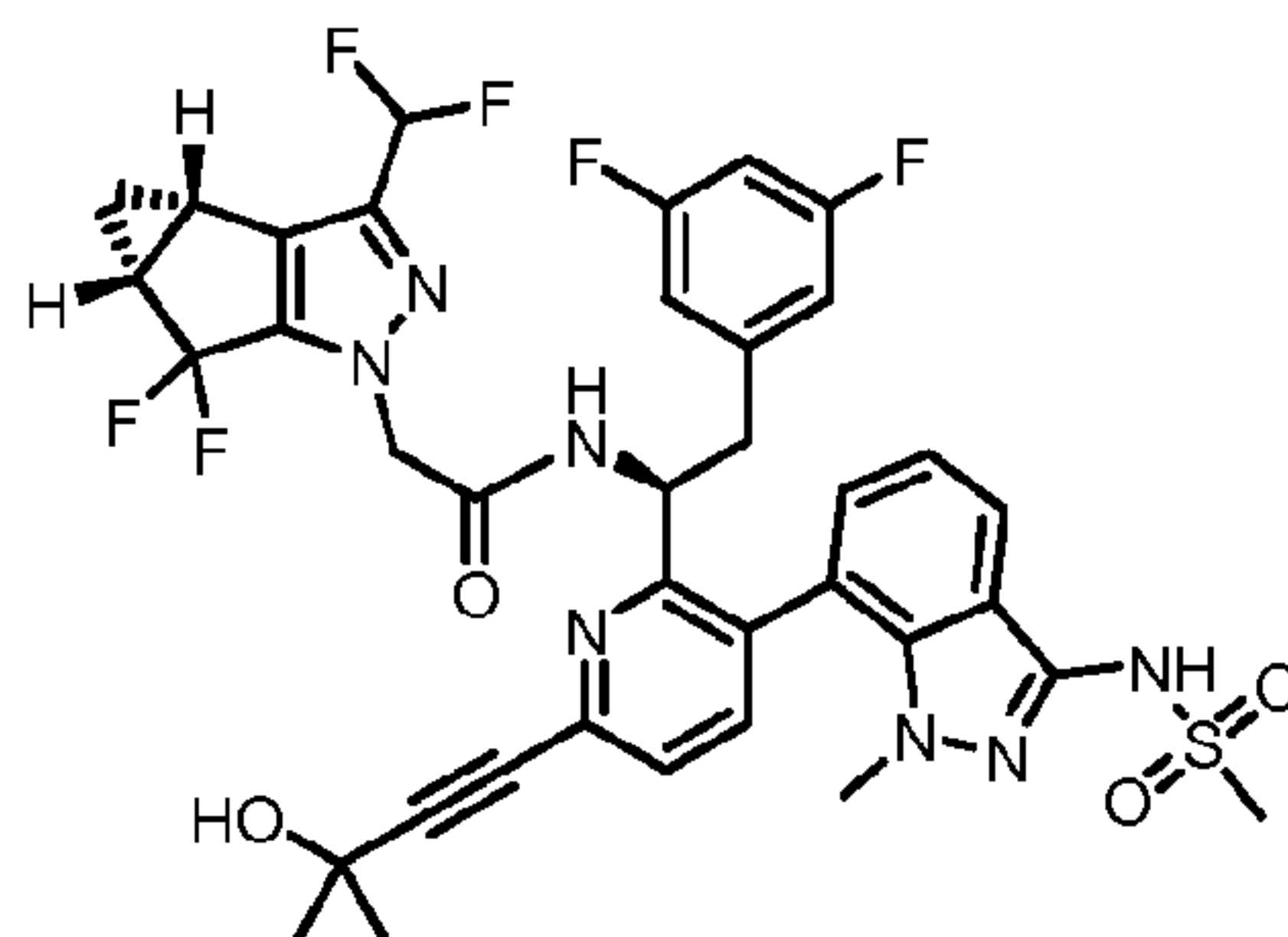
[0443] To (S)-tert-butyl 1-(3-(4-chloro-1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethylcarbamate (30 mg, 0.04 mmol) in DCM (4 mL) was added TFA (2 ml) . The reaction mixture was stirred for 0.5 hours at RT. The reaction was concentrated and used with no further purification to provide the title compound. MS (*m/z*) 574.4 [M+H]⁺.

Synthesis of (S)-N-(1-(3-(4-chloro-1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(difluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**19G**):

[0444] The title compound (**19G**) was prepared according to the method presented for the synthesis of compound **4G** of Example 4 utilizing 2-((3bS,4aR)-5,5-difluoro-3-(difluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid and (S)-N-(7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-3-yl)-4-chloro-1-methyl-1H-indazol-3-yl)methanesulfonamide to provide 20 mg of the title compound. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.69 (t, 1H), 7.69 (dd, 1H), 7.53 (dd, 1H), 7.17 (s, 1H), 7.06 (d, 1H), 6.88 – 6.52 (m, 2H), 6.44 – 6.33 (m, 2H), 5.28 (d, 1H), 5.02 – 4.92 (m, 1H), 4.78 – 4.64 (m, 2H), 3.33 (s, 3H), 3.24 (d, 3H), 3.19 – 3.08 (m, 2H), 3.05 – 2.92 (m, 2H), 2.44 (ddd, 2H), 1.64 (d, 6H), 1.38 (dt, 1H), 1.02 (s, 1H).

[0445] MS (*m/z*) 820.8 [M+H]⁺.

Example 20.



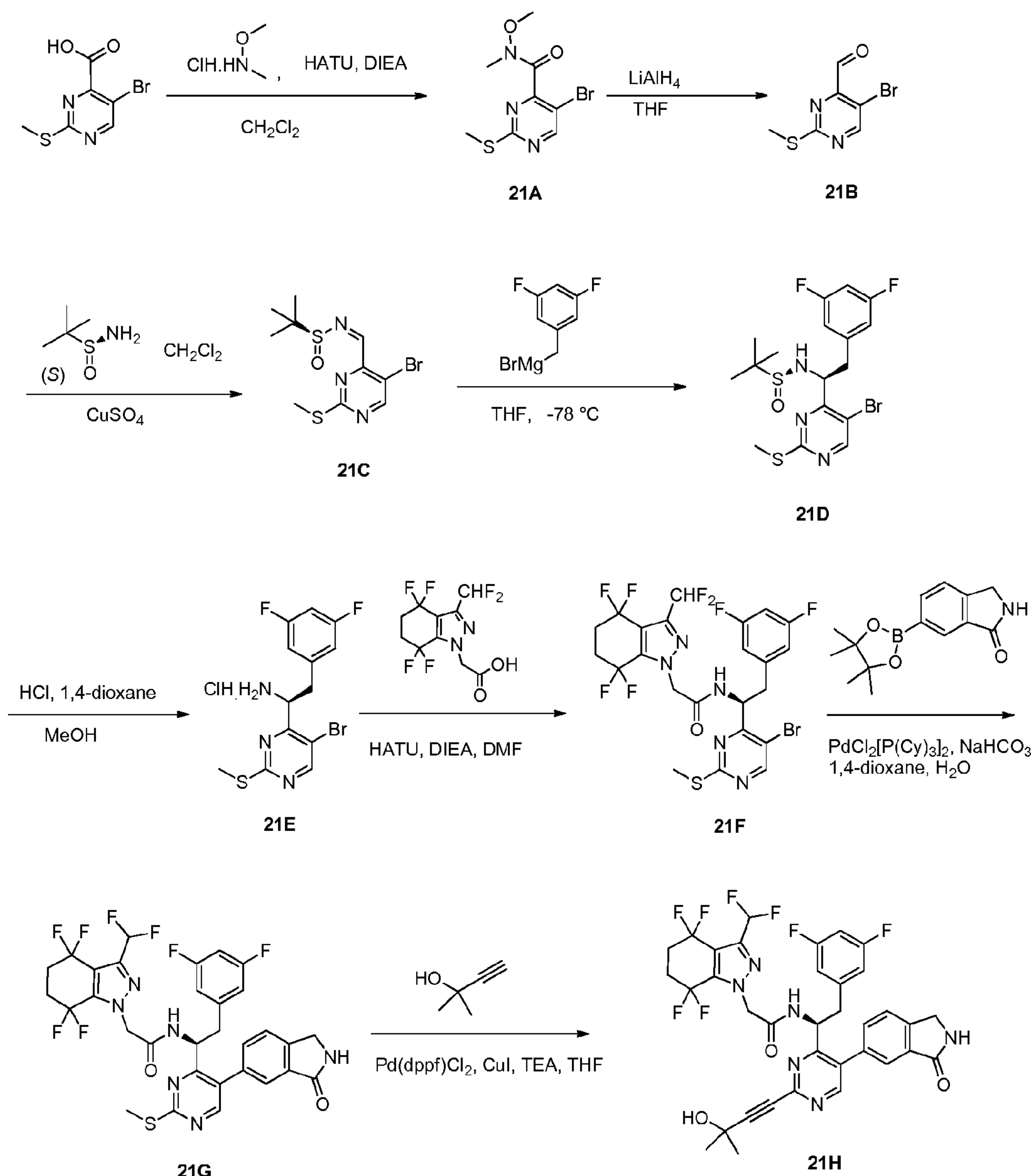
20

Synthesis of (S)-N-(1-(3-(1-methyl-3-(methanesulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-ynyl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(difluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (20):

[0446] The title compound was prepared according to the method presented for the synthesis of compound **19G** of utilizing N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide and compound **14B**. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.69 (t, 1H), 7.88-7.80 (dd, 1H), 7.69 (dd, 1H), 7.53 (dd, 1H), 7.20 (s, 1H), 7.09 (d, 1H), 6.88 – 6.52 (m, 2H), 6.38 – 6.27 (m, 2H), 5.35 (m, 1H), 5.02 – 4.95 (m, 1H), 4.80 – 4.65 (m, 2H), 3.33 (s, 3H), 3.19 – 3.08 (m, 4H), 3.05 – 2.92 (m, 2H), 2.44 (m, 2H), 1.64 (d, 6H), 1.38 (m, 1H), 1.02 (m, 1H).

[0447] MS (m/z) 786.1 [M+H]⁺.

Example 21.



Synthesis of 5-bromo-N-methoxy-N-methyl-2-(methylthio)pyrimidine-4-carboxamide (**21A**):

[0448] To a mixture of 5-bromo-2-(methylthio)pyrimidine-4-carboxylic acid (5 g, 20 mmol), N,O-dimethylhydroxylamine hydrochloride (2.9 g, 30 mmol) and HATU (9.1 g, 24 mmol) in 100 mL of CH_2Cl_2 at 0°C was added N,N-diisopropylethylamine (17.4 mL, 100 mmol). The reaction mixture was allowed to stir at 0°C for 30 min and then diluted with CH_2Cl_2 . It was washed with water and half brine. The organic layer was separated, dried over MgSO_4 , filtered and concentrated. The crude product was purified by silica gel chromatography to afford the title compound **21A**. MS (m/z) 292.16 $[\text{M}+\text{H}]^+$.

Synthesis of 5-bromo-2-(methylthio)pyrimidine-4-carbaldehyde (**21B**):

[0449] A solution of 5-bromo-N-methoxy-N-methyl-2-(methylthio)pyrimidine-4-carboxamide (**21A**, 8.2 g, 28 mmol) in THF (120 mL) was added dropwise to a suspension of lithium aluminum hydride (1.06 g, 28 mmol) and THF (120 mL) at -78 °C. The mixture was stirred for 10 minutes after addition finish. H₂O (1.06 mL), 15% aqueous NaOH solution (1.06 mL) and H₂O (3.18 mL) were successively added to the mixture at 0 °C very slowly. The resulting precipitate was filtered and washed with THF. The filtrate was concentrated in vacuo to afford crude of the title compound. MS (*m/z*): 233.14, [M+H]⁺.

Synthesis of (S)-N-((5-bromo-2-(methylthio)pyrimidin-4-yl)methylene)-2-methylpropane-2-sulfinamide (**21C**):

[0450] Copper(II) sulfate (anhydrous, 8.9 g, 56 mmol) was added to a solution of 5-bromo-2-(methylthio)pyrimidine-4-carbaldehyde (**21B**, ~28 mmol) and (S)-2-methylpropane-2-sulfinamide (3.4 g, 28 mmol) in CH₂Cl₂ (100 mL). The suspension was stirred for 3 days at room temperature. The reaction was filtered and washed with CH₂Cl₂ (3x20 ml). The filtrate was concentrated. The crude product was purified by silica gel chromatography to yield the title compound **21C**. MS (*m/z*) 337.7 [M+H]⁺

Synthesis of (S)-N-((S)-1-(5-bromo-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)-2-methylpropane-2-sulfinamide (**21D**):

[0451] To a solution of (S)-N-((5-bromo-2-(methylthio)pyrimidin-4-yl)methylene)-2-methylpropane-2-sulfinamide (**21C**, 2.97 g, 8.8 mmol) in THF (18 mL) cooled to -78 °C was drop wise added 3,5-Difluorobenzylmagnesium bromide (53 mL, 0.25 M in Ether, 13.3 mmol). After stirring at -78 °C for 10 min, NH₄Cl (sat. aq.) (10 ml) was added to the reaction and warmed up to ambient temperature. Extracted with EtOAc and the organic layer was dried over Na₂SO₄(s). The solvent was removed and the residue was purified by silica gel chromatography to yield 1.44 g of the title compound **21D** MS (*m/z*) 465.87 [M+H]⁺

Synthesis of (S)-1-(5-bromo-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethanamine hydrochloride (**21E**):

[0452] Compound **21D** (8 g, 17.23 mmol) was dissolved in 35 mL of methanol and cooled to 0 °C. To it was added 4N HCl/1,4-dioxane (10.7 mL). The reaction mixture was allowed to stir for 20 minutes and to it was added diethyl ether. The resulting precipitate was collected by vacuum filtration then dried to afford the title product **21E**. MS (*m/z*) 362.02 [M+H]⁺.

Synthesis of (S)-N-(1-(5-bromo-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**21F**):

[0453] A mixture of 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid (604 mg, 2 mmol), compound **21E** (793 mg, 2 mmol) and HATU (912 mg, 2.4 mmol) in 10 mL of DMF was cooled to 0 °C. To it was drop wise added N,N-diisopropylethylamine (1.05 mL, 6 mmol). The reaction mixture was allowed to stir at 0 °C for 10 minutes then slowly poured it into ice water with stirring. The resulting precipitate was collected by vacuum filtration then dried to afford the title product **21F**. MS (*m/z*) 644.22 [M+H]⁺.

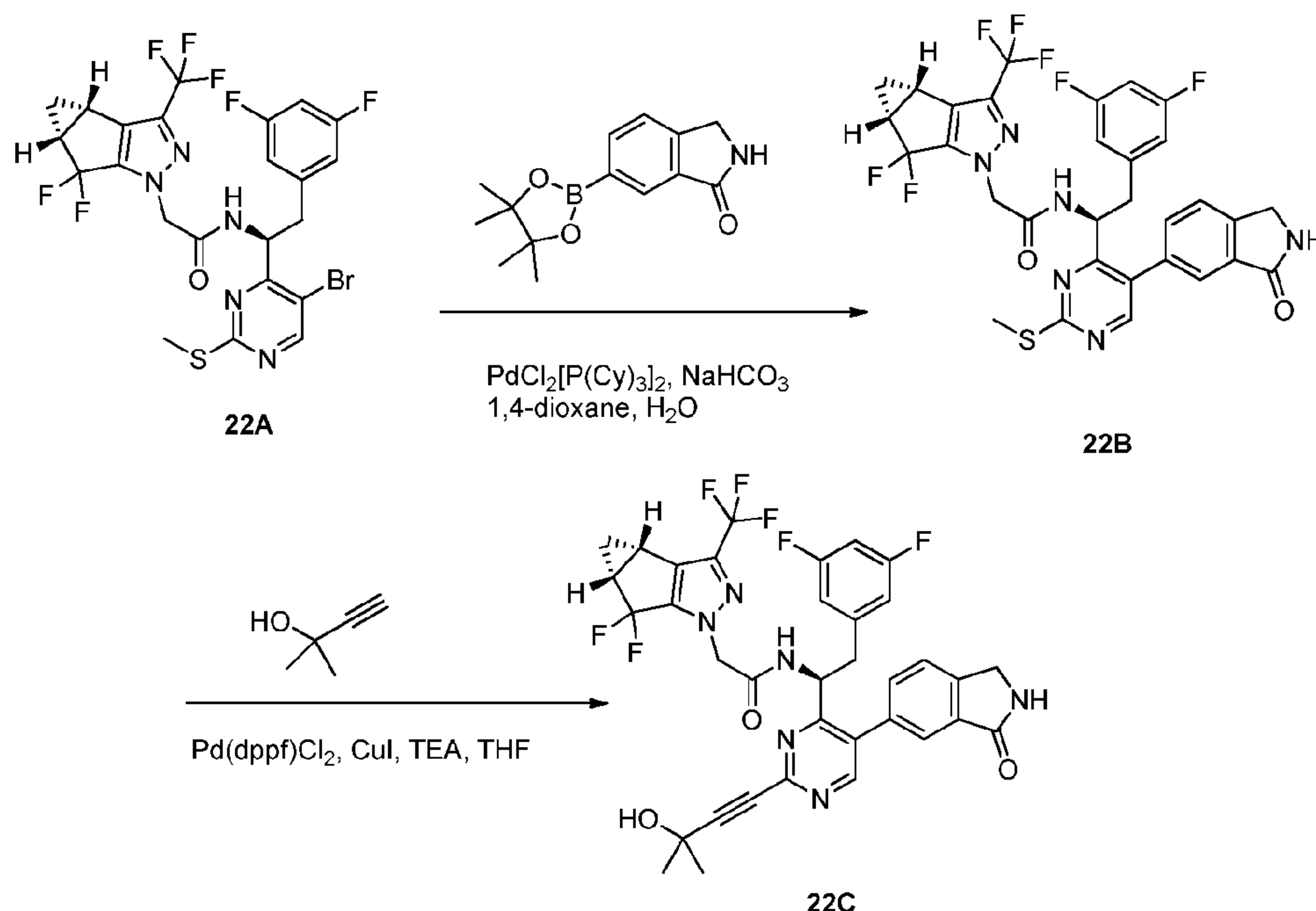
Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2-(methylthio)-5-(3-oxoisoindolin-5-yl)pyrimidin-4-yl)ethyl)acetamide (**21G**):

[0454] In a microwave tube were charged with compound **21F** (300 mg, 0.47 mmol), 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isoindolin-1-one (181 mg, 0.7 mmol) and PdCl₂[P(Cy)₃]₂ (17 mg, 0.023 mmol). To the mixture was added 10 mL of 1,4-dioxane and 1.4 mL of sodium bicarbonate aqueous solution (1M). The mixture was heated to 155 °C for 25 min in a microwave synthesizer. After cooled to room temperature, it was partitioned between EtOAc and water. The organic layer was separated and washed with brine, then dried over MgSO₄, filtered and concentrated. The residue was purified by silica gel chromatography to afford the title compound **21G**. MS (*m/z*) 697.32 [M+H]⁺.

Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2-(3-hydroxy-3-methylbut-1-yn-1-yl)-5-(3-oxoisoindolin-5-yl)pyrimidin-4-yl)ethyl)acetamide (**21H**):

[0455] To the mixture of solid CuI (3.3 mg, 0.017 mmol), Pd(dppf)Cl₂ (7 mg, 0.009 mmol), 2-methylbut-3-yn-2-ol (22 mg, 0.26 mmol) and compound **21G** (60 mg, 0.086 mmol) were added THF (1 mL) and Et₃N (0.06 mL, 0.4 mmol). The reaction mixture was heated in a microwave at 160 °C for 20 min. After cooled to room temperature it was diluted with EtOAc. To it was added Si-Thiol (130 mg, 1.37 mmol/g) and the mixture was stirred at 40 °C for 1 hour. Then it was filtered and the filtrate was washed with 10% aqueous NH₄OH, water and brine. The organic layer was dried over MgSO₄, filtered, concentrated, and purified by reverse phase HPLC to afford the title compound (**21H**). ¹H NMR (400 MHz, Methanol-*d*₄): δ 9.09 (d), 8.54 (s), 7.64 (dd), 7.58 (dd), 7.40 (d), 6.78 (t), 6.67 (tt), 6.43 – 6.20 (m), 5.40 (q), 4.50 (s), 3.05 (d), 2.50 (tdd), 1.62 (s). MS (*m/z*): 732.99 [M+H]⁺.

Example 22.



Synthesis of N-((S)-1-(5-bromo-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (22A):

[0456] The title compound (**22A**) was prepared according to the method presented for the synthesis of compound **21F** of Example 21 utilizing 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid and compound **21E**. MS (m/z) 624.13 [$\text{M}+\text{H}$]⁺.

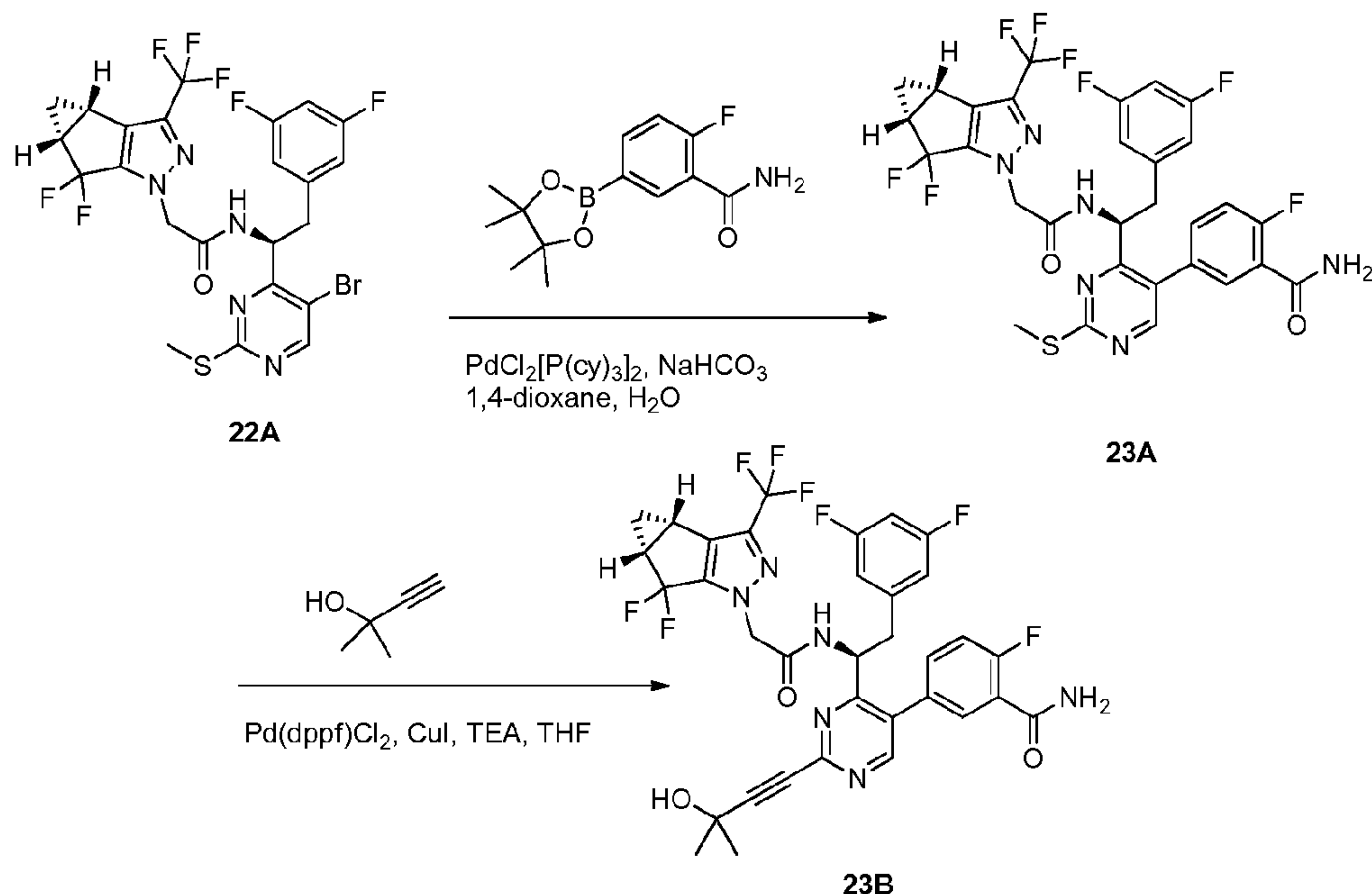
Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(2-(methylthio)-5-(3-oxoisindolin-5-yl)pyrimidin-4-yl)ethyl)acetamide (22B):

[0457] The title compound (**22B**) was prepared according to the method presented for the synthesis of compound **21G** of Example 21 utilizing compound **22A** and 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isoindolin-1-one. MS (m/z) 677.05 [$\text{M}+\text{H}$]⁺.

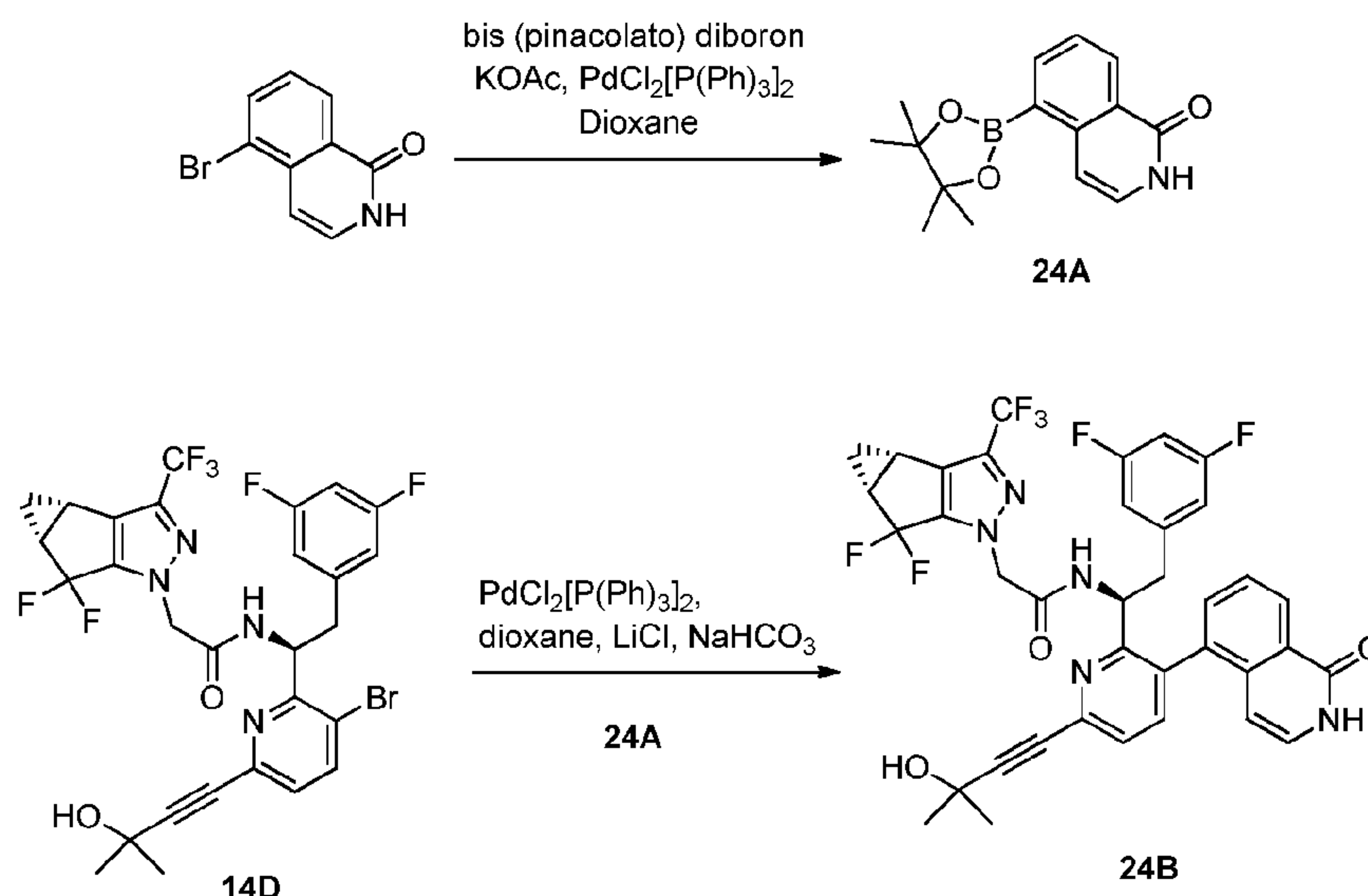
Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(2-(3-hydroxy-3-methylbut-1-yn-1-yl)-5-(3-oxoisindolin-5-yl)pyrimidin-4-yl)ethyl)acetamide (22C):

[0458] The title compound (**22C**) was prepared according to the method presented for the synthesis of compound **21H** of Example 21 utilizing compound **22B** and 2-methylbut-3-yn-2-ol. ¹H NMR (400 MHz, Methanol-*d*4): δ 9.05 (d), 8.53 (s), 7.63 (dd), 7.58 (dd), 7.37 (d), 6.75 –

Example 23.



Example 24.



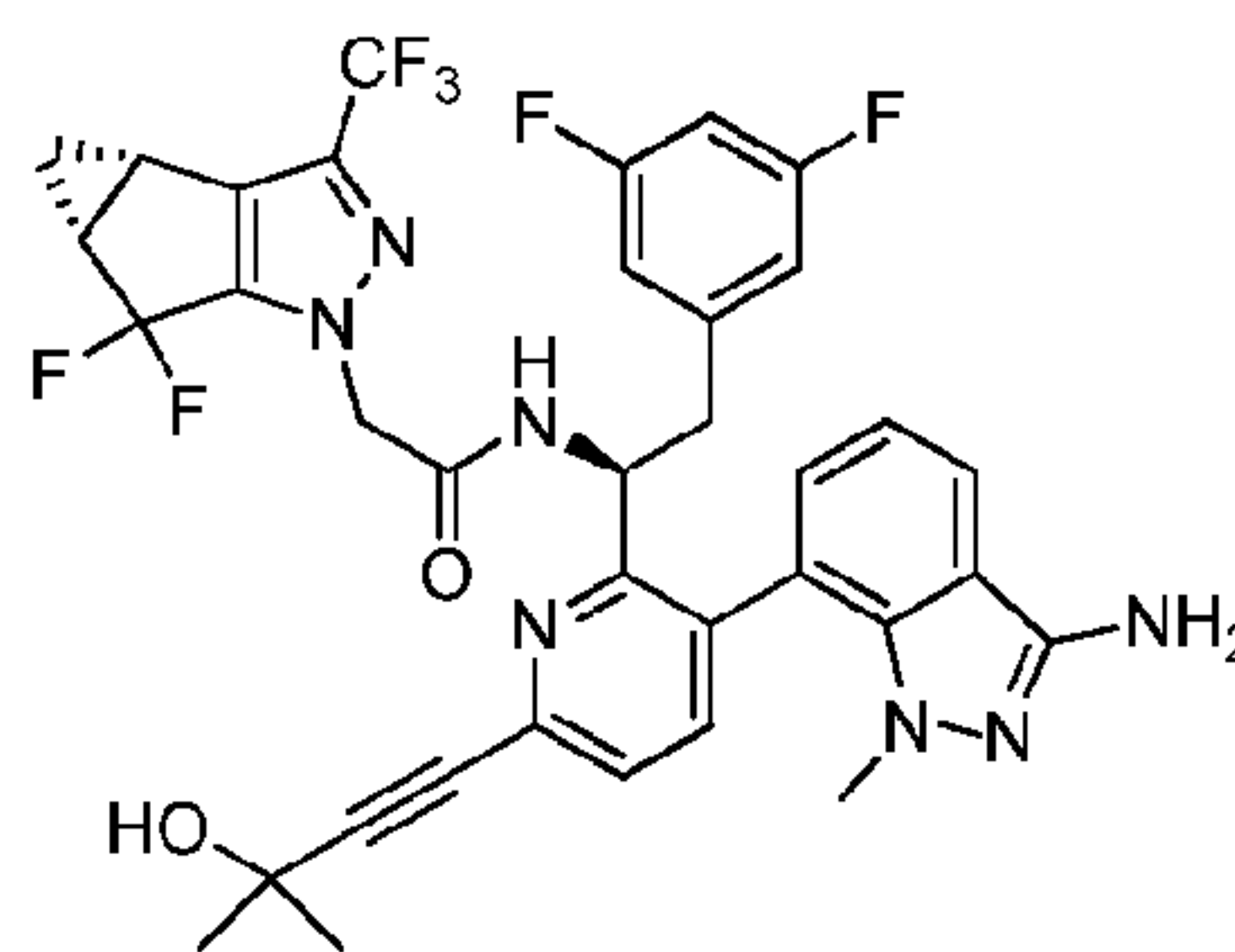
Synthesis of 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isoquinolin-1(2H)-one (**24A**):

[0461] To 5-bromoisoquinolin-1(2H)-one (40 mg, 0.18 mmol) in dioxane (1 mL) was added bis(pinacolato)diboron (63 mg, 0.25 mmol), and PdCl₂[P(Ph)₃]₂ (6 mg, 0.01 mmol). The reaction mixture sealed and heated to 100 °C for 1h. The reaction was cooled to room temperature and telescoped to the next reaction. MS (*m/z*) 272.3 [M+H]⁺.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-oxo-1,2-dihydroisoquinolin-5-yl)pyridin-2-yl)ethyl)acetamide (**24B**):

[0462] To the reaction vial containing **24A** (0.18 mmol) was added **14D** (50 mg, 0.07 mmol), PdCl₂[P(Ph)₃]₂ (5 mg, 0.01 mmol), LiCl (11 mg, 0.22 mmol) and aq 1M NaHCO₃ (0.22 mL, 0.22 mmol). The reaction mixture was sealed and heated in a microwave reactor to 160 °C for 20 min. Upon cooling, the reaction mixture was diluted with EtOAc and washed with three portions of brine. The organic layer were dried over Na₂SO₄, filtered, concentrated in vacuo, and purified by reverse phase HPLC to provide the title compound **24B** as a mixture of atropisomers. MS (*m/z*) 724.2 [M+H]⁺. HPLC retention time 6.95 min and 7.09 min (2-98% acetonitrile: water with 0.1% trifluoroacetic acid, 8.5 min gradient on a Phenomenex Kinetex C18 column).

Example 25.

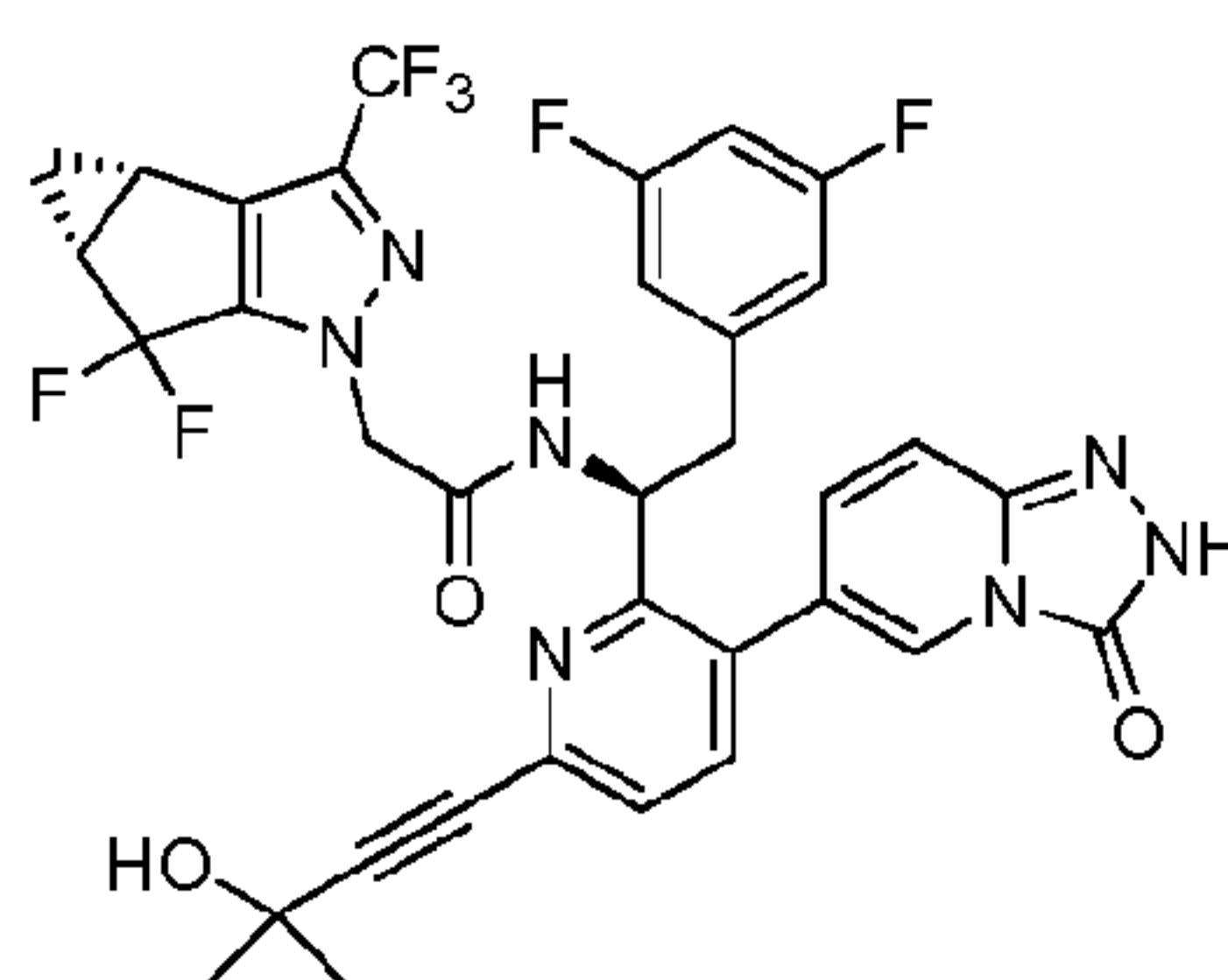


25

Synthesis of N-((S)-1-(3-(3-amino-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (25):

[0463] The title compound (**25**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid and **37A**. ¹H NMR (400 MHz, cd₃od) δ 9.04-8.52 (m), 7.7-7.61 (m), 7.52 (dd), 7.17 (d), 7.04 (t), 7.00 – 6.90 (m), 6.77 – 6.66 (m), 6.60 (t), 6.48 9 (d), 6.40 – 6.25 (m), 5.32-5.25 (m), 5.11-5.04 (m), 4.80-4.79 (m), 3.22-3.06 (m), 2.96-2.85 (m), 2.52-2.46 (m), 1.64 (s), 1.43 – 1.39 (m), 1.14 – 1.07 (m). MS (*m/z*) 726.2 [M+H]⁺.

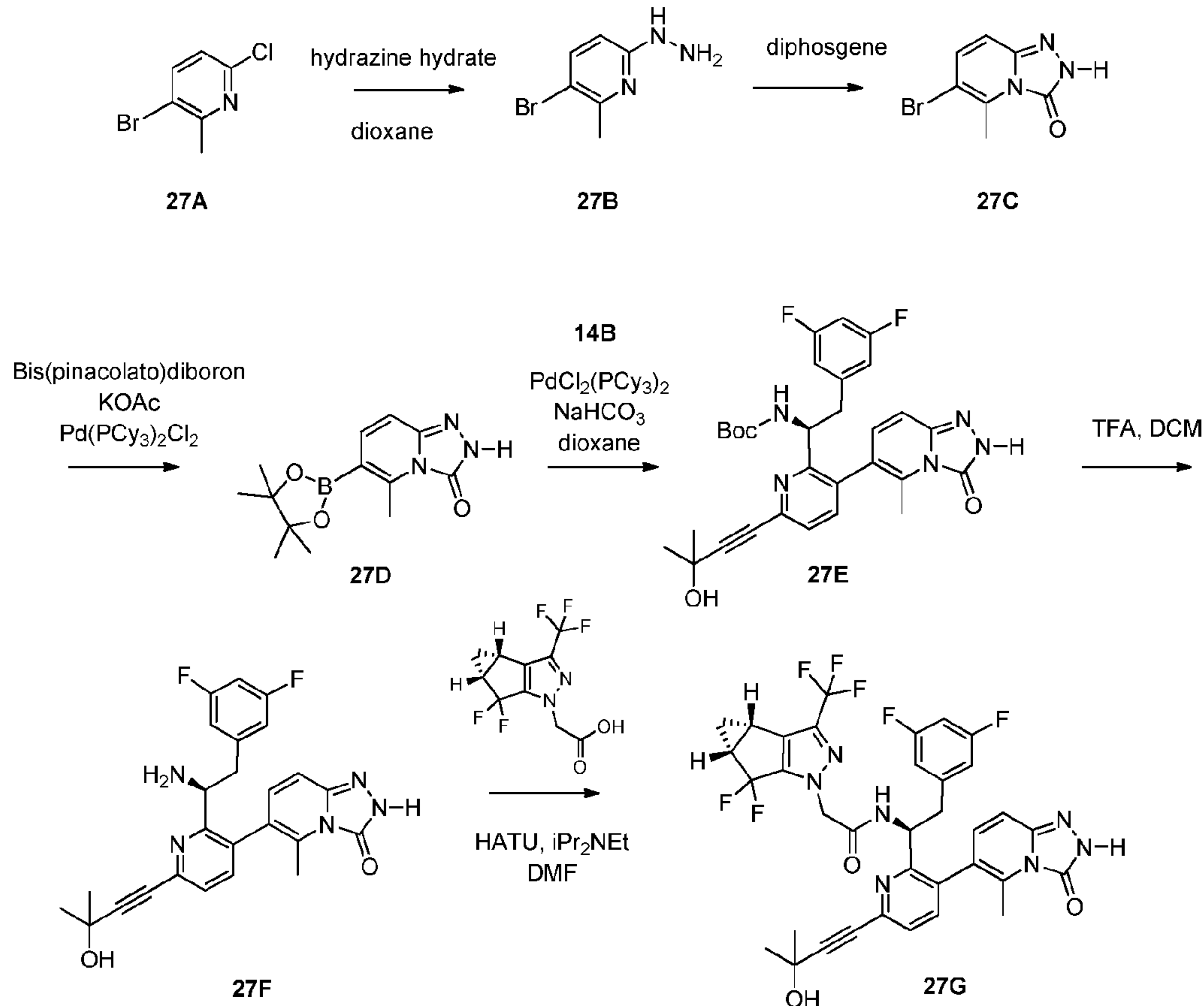
Example 26.



26

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(3-oxo-2,3-dihydro-[1,2,4]triazolo[4,3-a]pyridin-6-yl)pyridin-2-yl)ethyl)acetamide (26):

[0464] The title compound (**26**) was prepared according to the method presented for the synthesis of compound **24B** of Example 24 utilizing 6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-[1,2,4]triazolo[4,3-a]pyridin-3(2H)-one MS (*m/z*) 714.1 [M+H]⁺. HPLC retention time 6.58 min (2-98% acetonitrile: water with 0.1% trifluoroacetic acid, 8.5 min gradient on a Phenomenex Kinetex C18 column).

Example 27.Synthesis of 3-bromo-6-hydrazinyl-2-methylpyridine (**27B**):

[0465] To 3-bromo-6-chloro-2-methylpyridine (1.53 g, 7.41 mmol) in dioxane (4.5 ml) was added hydrazine hydrate (1.8 ml, 37 mmol). The reaction was heated in a microwave reactor at 160 °C for 55 min. After cooling to ambient temperature, the reaction mixture was partitioned between EtOAc and saturated aqueous NaCl. The organics were separated and evaporated in vacuo. The product was used directly in the following step. MS (*m/z*) 202.0 [M+H]⁺.

Synthesis of 6-bromo-5-methyl-[1,2,4]triazolo[4,3-a]pyridin-3(2H)-one (**27C**):

[0466] 3-bromo-6-hydrazinyl-2-methylpyridine (4.55 g, 22.52 mmol) was dissolved in DCE (35 ml) to which trichloromethyl chloroformate (2.72 ml, 22.52 mmol) was added. The reaction was stirred at ambient temperature for 1h. Hexanes (15 ml) was added and the solids filtered to provide the desired product. The eluent was reduced in a volume and a second crop of precipitate was isolated. The combined solids were used without further purification. MS (*m/z*) 228.0 [M+H]⁺.

Synthesis of 5-methyl-6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-[1,2,4]triazolo[4,3-a]pyridin-3(2H)-one (27D):

[0467] 6-bromo-5-methyl-[1,2,4]triazolo[4,3-a]pyridin-3(2H)-one (3.62 g, 15.87 mmol) was combined with bis(pinacolato)diboron (6.05 g, 23.81 mmol), KOAc (3.12 g, 31.75 mmol), and PdCl₂(PCy₃)₂ (0.23 g, 0.32 mmol) in dioxane (80 ml). Argon was bubbled into the reaction solution for 15 min. The reaction was then heated to 85 deg C for 15 h. Additional PdCl₂(PCy₃)₂ (250 mg) was added and the temperature was raised to 125 deg C. Heated for 15 h. After cooling to ambient temperature, the reaction was partitioned between EtOAc and water. The organics were separated, dried, and removed in vacuo. The residue was suspended in EtOAc (50 ml) and the resultant solids filtered to provide the title compound. MS (*m/z*) 276.2 [M+H]⁺.

Synthesis of (S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(5-methyl-3-oxo-2,3-dihydro-[1,2,4]triazolo[4,3-a]pyridin-6-yl)pyridin-2-yl)ethyl)carbamate (27E):

[0468] In a microwave reaction vessel, **14B** (66 mg, 0.13 mmol) and 5-methyl-6-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-[1,2,4]triazolo[4,3-a]pyridin-3(2H)-one (55 mg, 0.2 mmol) were dissolved in dioxane (2 mL) and treated with aqueous 1M NaHCO₃ (0.4 mL) and PdCl₂(PCy₃)₂ (10 mg). The mixture was heated to 150 °C for 20 min. After cooling to ambient temperature, the reaction was partitioned between EtOAc and water. The organics were separated, dried, and removed in vacuo and the residue was purified by column chromatography on silica to provide the title compound as a mixture of atropisomers. MS (*m/z*) 563.8 [M+H]⁺.

Synthesis of (S)-6-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-5-methyl-[1,2,4]triazolo[4,3-a]pyridin-3(2H)-one (27F):

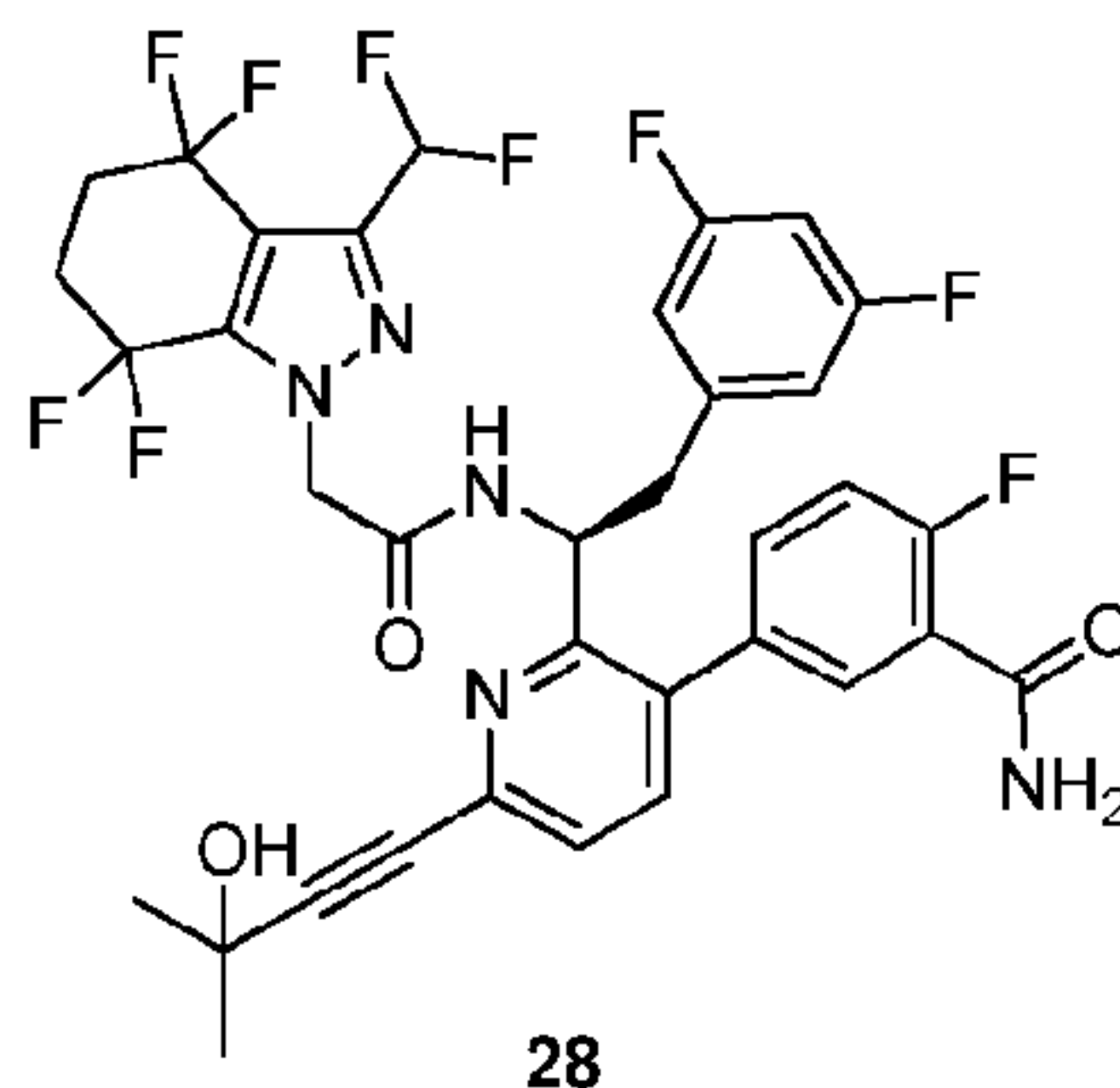
[0469] The title compound (**27F**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of **19F** in Example 19 utilizing **27E**. MS (*m/z*) 464.1 [M+H]⁺.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(5-methyl-3-oxo-2,3-dihydro-[1,2,4]triazolo[4,3-a]pyridin-6-yl)pyridin-2-yl)ethyl)acetamide (27G):

[0470] The title compound (**27G**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of **37E** in Example 37 utilizing **27F** and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-

1-yl)acetic acid. ^1H NMR (400 MHz, Methanol- d_4) δ 8.75 (dd), 7.44 – 7.54 (m), 6.83 – 6.92 (m), 6.68 – 6.80 (m), 6.47 – 6.56 (dd), 5.98 (d), 5.16 – 5.24 (m), 3.13 – 3.26 (m), 3.03 – 3.08 (m), 2.45 – 2.51 (m), 2.37 (s), 2.11 (s), 1.36 – 1.43 (m), 1.05 – 1.15 (m). MS (m/z) 728.0 $[\text{M}+\text{H}]^+$.

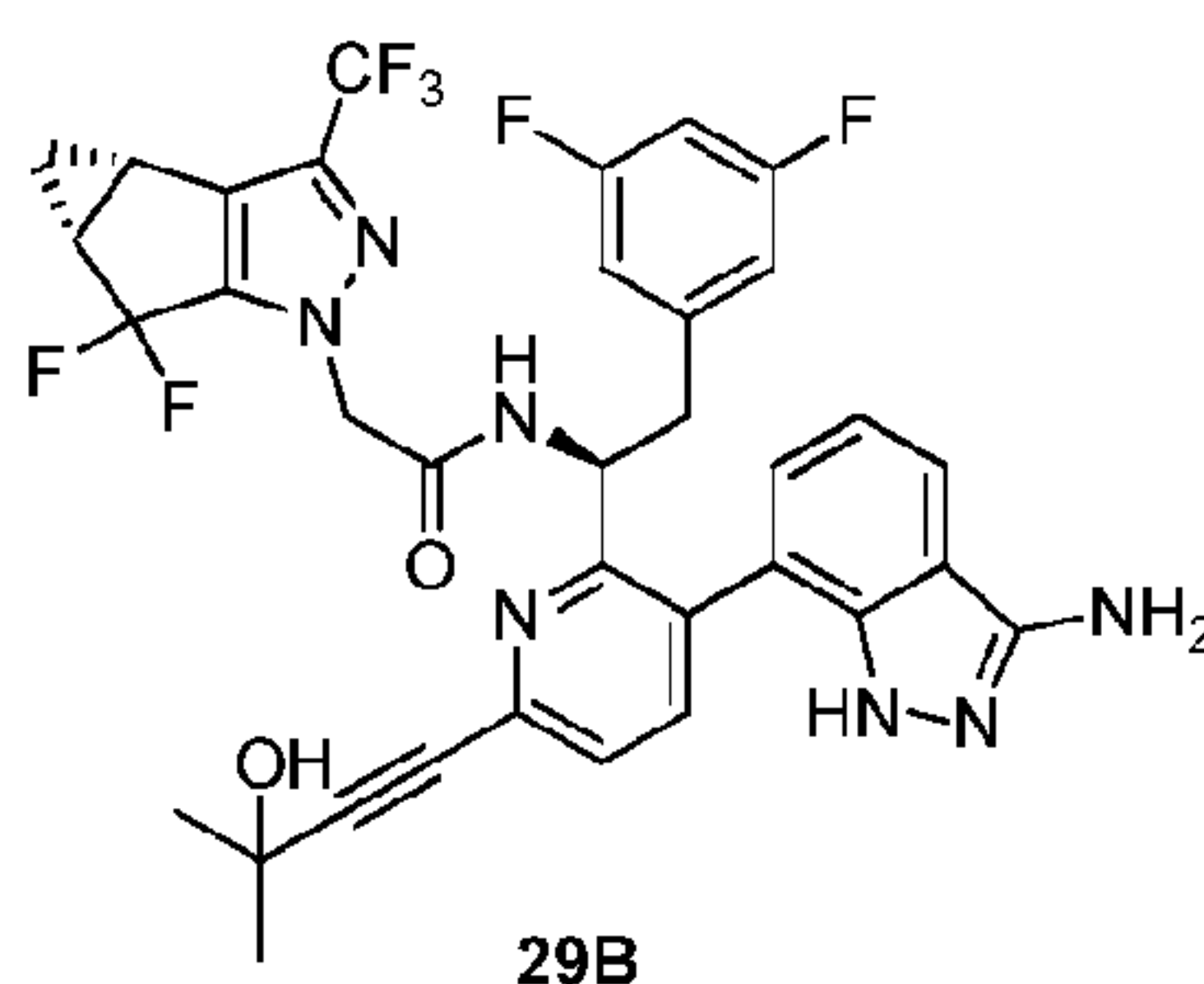
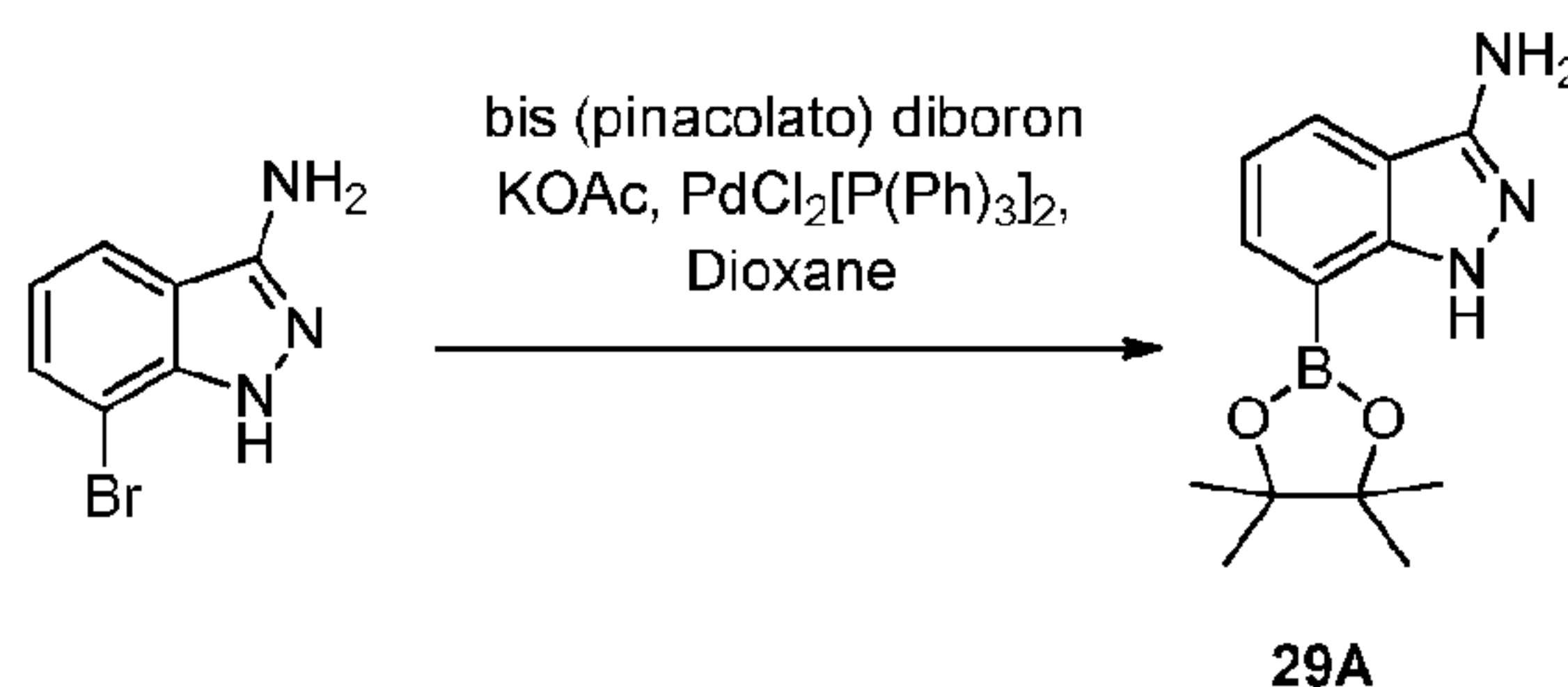
Example 28.



Synthesis of (S)-5-(2-(1-(2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-2-fluorobenzamide (**28**):

[0471] The title compound (**28**) was prepared according to the method presented for the synthesis of compound **33F** of Example 33 utilizing (3-carbamoyl-4-fluorophenyl)boronic acid and 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid. ^1H NMR (400 MHz, cd_3od) δ 8.88 (d), 7.55 (d), 7.50 – 7.36 (m), 7.32 (s), 7.23 (dd), 6.94 (d), 6.82 (d), 6.72 – 6.62 (m), 6.40 – 6.31 (m), 5.40 – 5.32 (m), 5.22 (s), 5.06 (s), 4.36 – 4.29 (m), 3.75 – 3.57 (m), 3.14 – 2.98 (m), 2.66 – 2.42 (m), 1.62 (s). MS (m/z) 738.2 $[\text{M}+\text{H}]^+$.

Example 29.



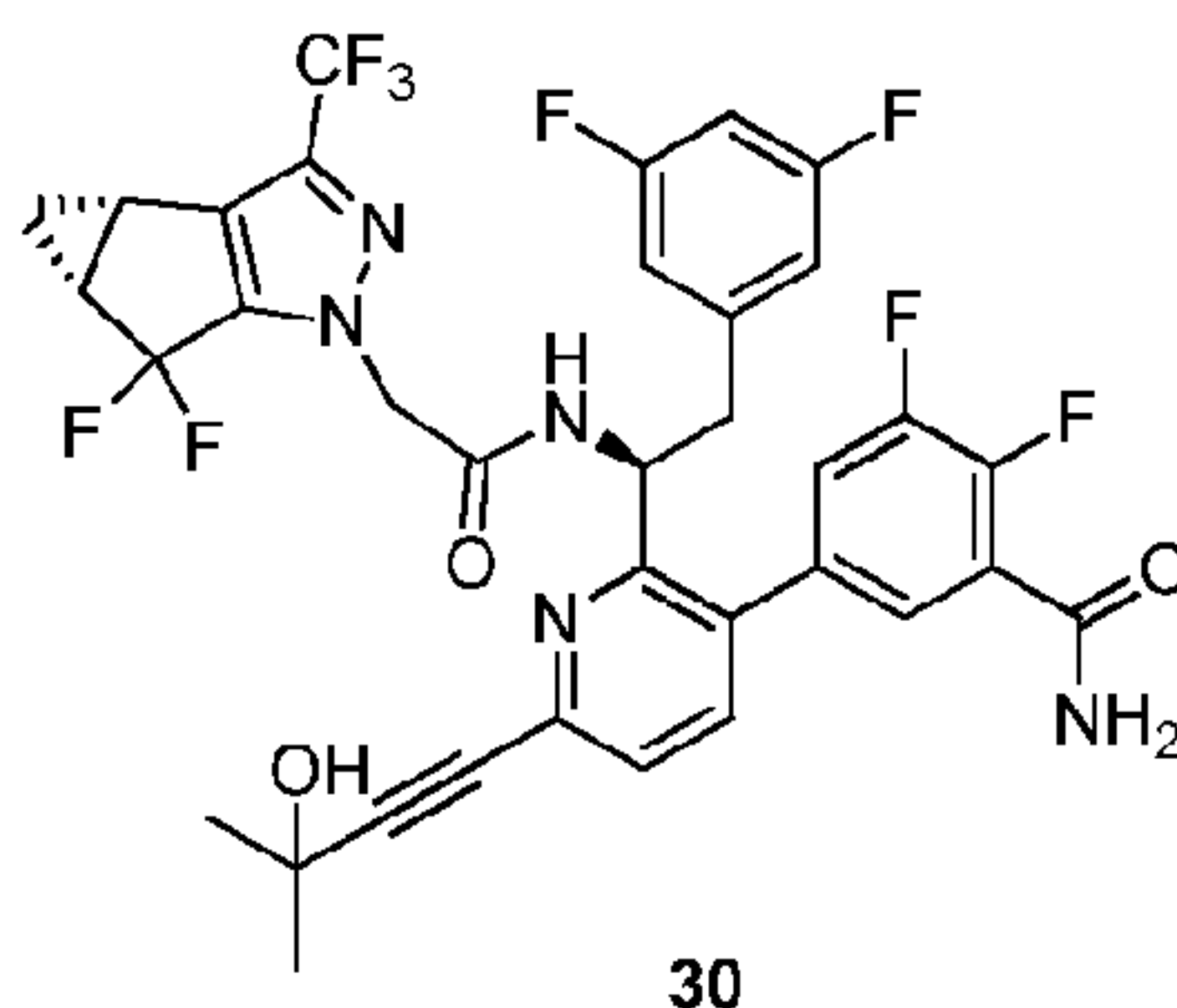
Synthesis of 7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (**29A**):

[0472] To 7-bromo-1H-indazol-3-amine (75 mg, 0.35 mmol) in dioxane (3 mL) was added bis(pinacolato)diboron (126 mg, 0.5 mmol), and PdCl₂[P(Ph)₃]₂ (12 mg, 0.01 mmol). The reaction mixture sealed and heated to 100 °C for 16h. The reaction was cooled to room temperature and telescoped to the next reaction. MS (*m/z*) 260.2 [M+H]⁺.

Synthesis of N-((S)-1-(3-(3-amino-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (29B):

[0473] The title compound (29) was prepared according to the method presented for the synthesis of compound 24B of Example 24 utilizing 29A. MS (*m/z*) 712.4 [M+H]⁺. PLC retention time 6.02 min (2-98% acetonitrile: water with 0.1% trifluoroacetic acid, 8.5 min gradient on a Phenomonex Kinetex C18 column).

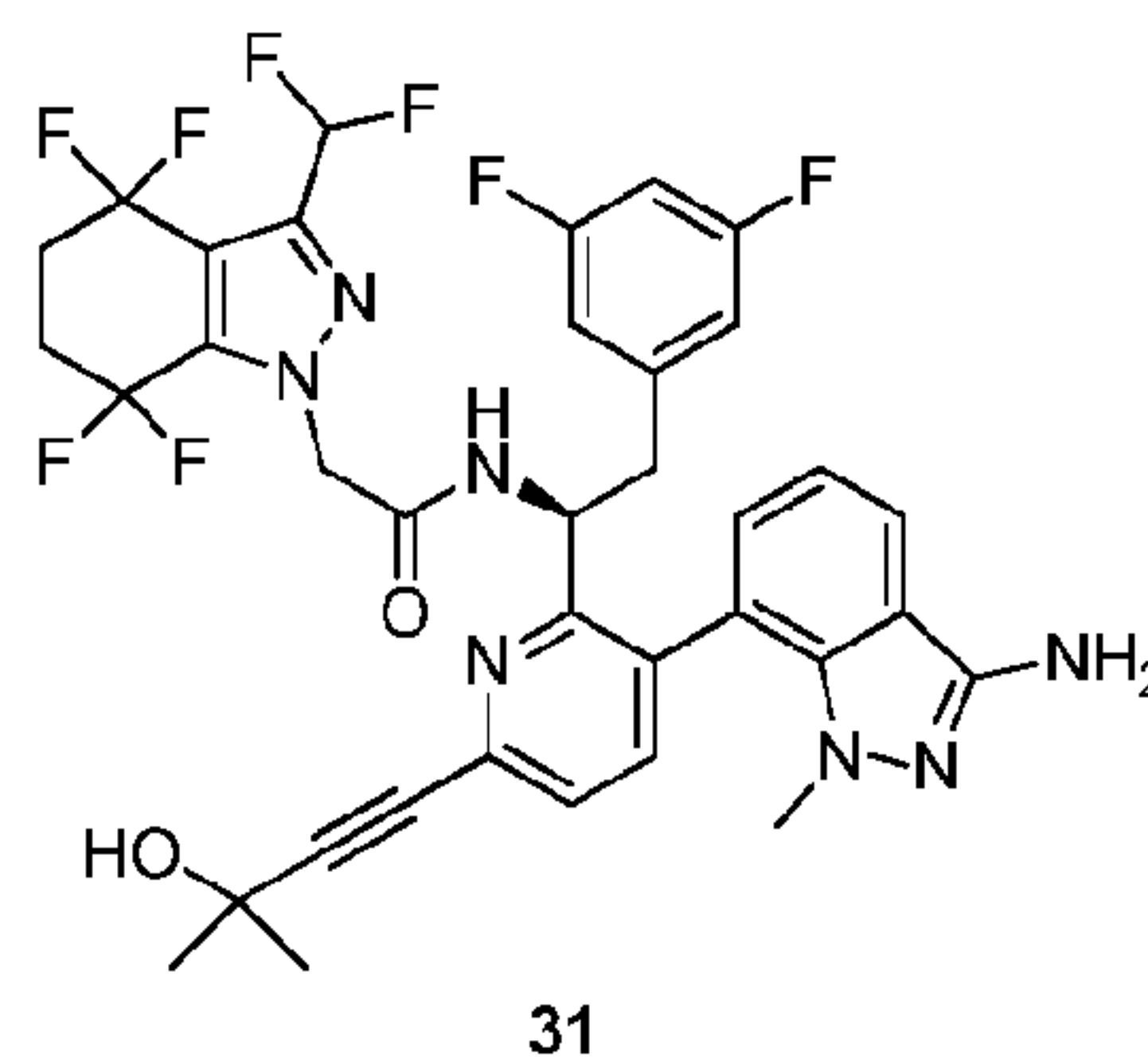
Example 30.



Synthesis of 5-(2-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-2,3-difluorobenzamide (30):

[0474] The title compound (30) was prepared according to the method presented for the synthesis of compound 33F of Example 33 utilizing 5-bromo-2,3-difluorobenzamide and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, cd₃od) δ 8.80 (d), 7.71- 7.65 (m), 7.60-7.50 (m), 7.49-7.40 (m), 7.25-7.18 (m), 7.17-7.10 (m), 6.79-6.65 (m), 6.43-6.31 (m), 5.33 (m, 1H), 5.03 (s), 4.33-4.30 (m), 3.20-3.00 (m), 2.59-2.45 (m), 1.65-1.55 (m), 1.49-1.37 (m), 1.15-1.04 (m). MS (*m/z*) 736.1 [M+H]⁺.

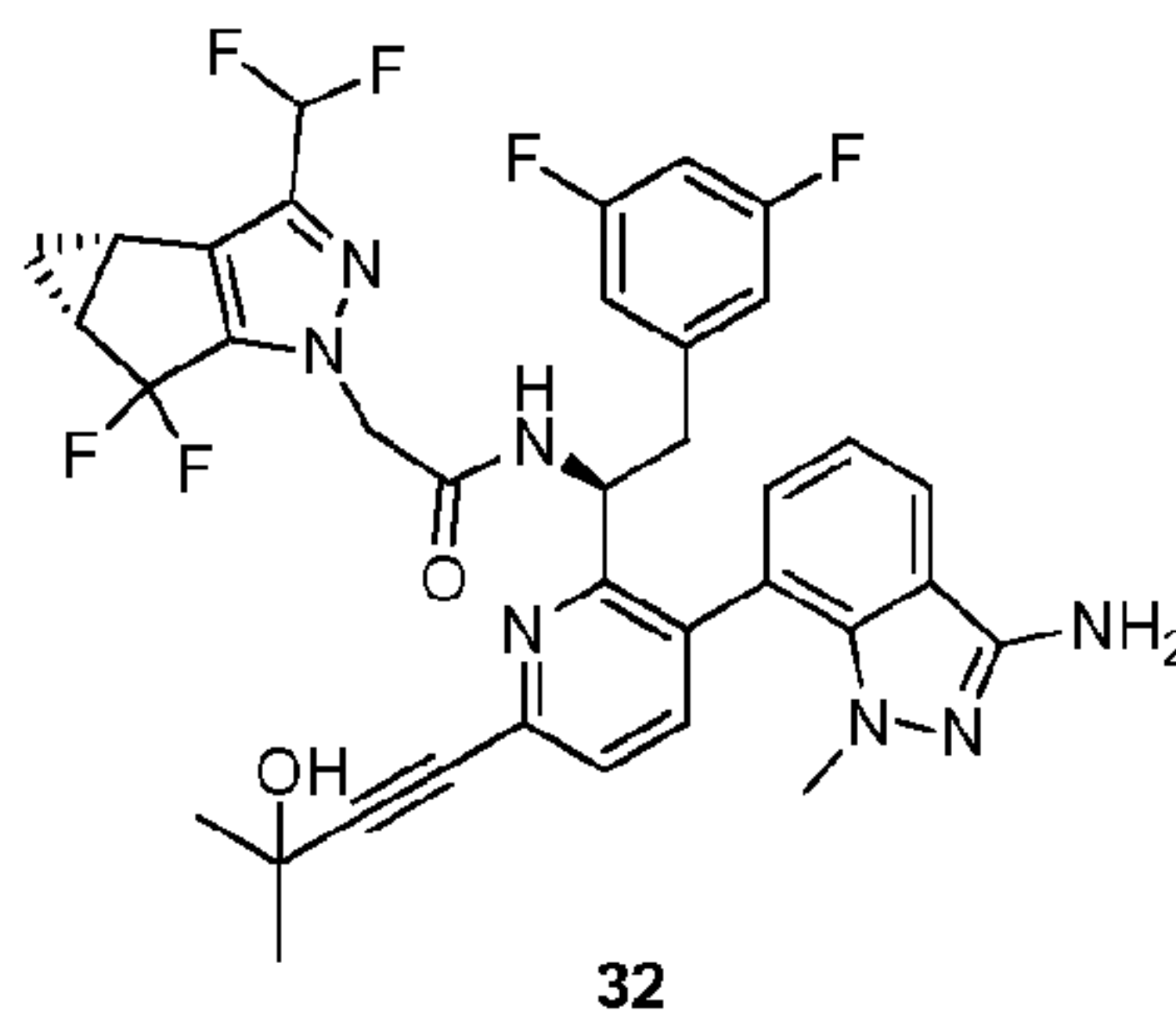
Example 31.



Synthesis of (S)-N-(1-(3-(3-amino-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**31**):

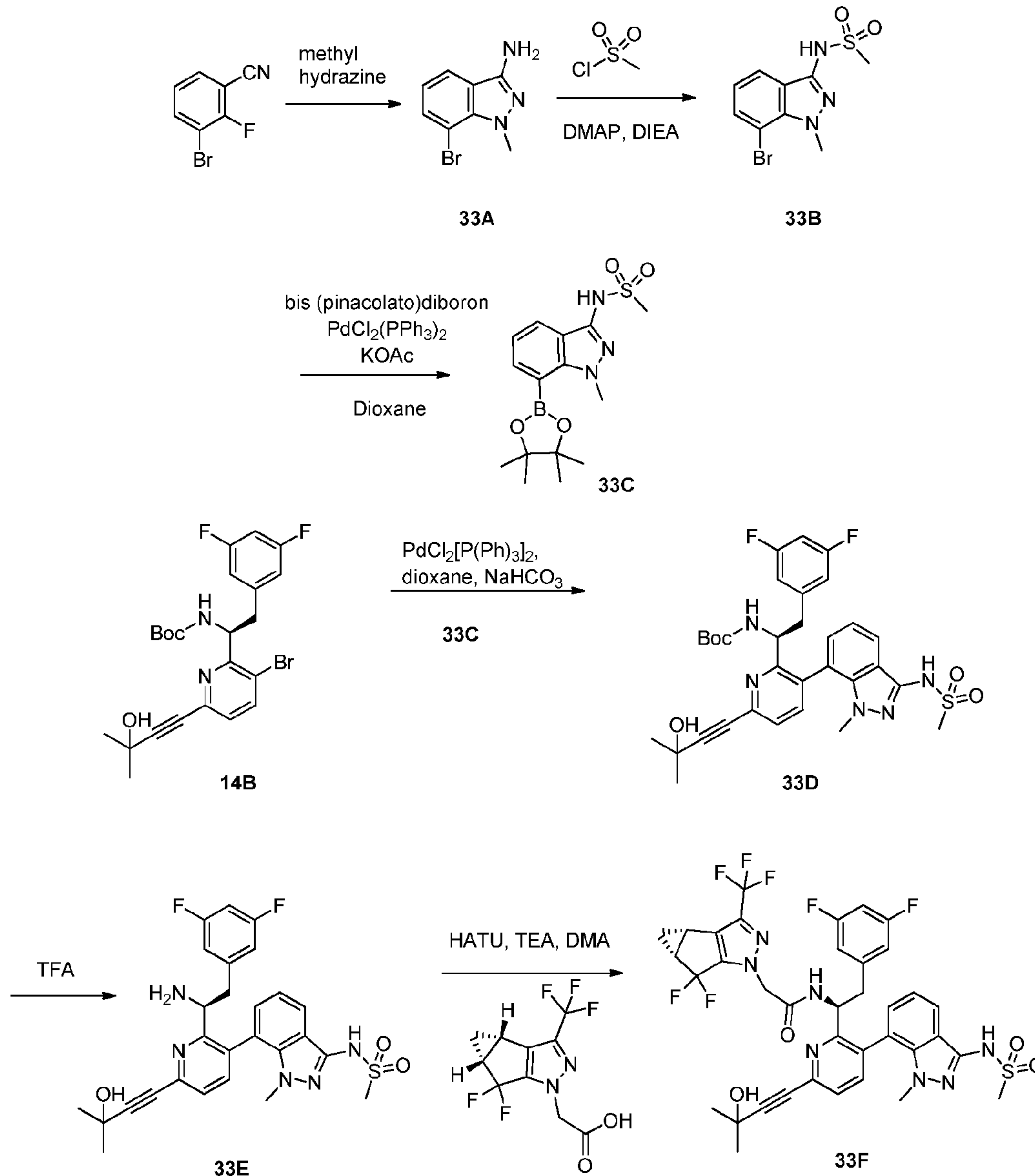
[0475] The title compound (**31**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing **37A** and 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid. ¹H NMR (400 MHz, cd₃od) δ 8.85 (m), 7.87-7.85 (m), 7.70 (d), 7.54-7.46 (d), 7.33 (d), 7.25-7.15 (m), 6.81-6.71 (m), 6.40-6.32 (m), 5.35-5.24 (m), 5.03-4.98 (m), 3.19 (s), 3.08-2.95 (m), 2.61-2.40 (m), 1.64 (s). MS (*m/z*) 746.2 [M+H]⁺.

Example 32.



Synthesis of N-((S)-1-(3-(3-amino-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**32**):

[0476] The title compound (**32**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing **37A**. ¹H NMR (400 MHz, cd₃od) δ 8.68 (d), 7.89 – 7.79 (m), 7.74 – 7.65 (m), 7.59 – 7.48 (m), 7.29 (d), 7.16 – 7.11 (m), 6.79 – 6.60 (m), 6.39 (d), 6.35 – 6.28 (m), 5.27 – 5.22 (m), 5.06 – 4.95 (m), 4.73 (d), 3.16 (s), 3.13 – 3.03 (m), 3.02 – 2.84 (m), 2.50 – 2.39 (m), 1.64 (s), 1.42 – 1.34 (m), 1.03 (s). MS (*m/z*) 708.2 [M+H]⁺.

Example 33.Synthesis of 7-bromo-1-methyl-1H-indazol-3-amine (33A):

[0477] In a microwave vial a solution of 3-bromo-2-fluorobenzonitrile (2g, 10 mmol) ethanol (10 mL) was treated with methylhydrazine (2.1 mL, 40 mmol), sealed, and heated to 120°C in a microwave reactor for 35 minutes. The reaction was concentrated in vacuo and the crude product dissolved with EtOAc (30mL) and washed with water (30 mL), then 2M NaCl (aq, 30 mL). The organics were dried with Na₂SO₄, filtered, and concentrated. Product was purified by silica chromatography to give the title compound. MS (*m/z*) 227.1 [M+H]⁺.

Synthesis of N-(7-bromo-1-methyl-1H-indazol-3-yl)methanesulfonamide (**33B**):

[0478] To a stirred solution of **33A** (500 mg, 2.21 mmol), 4-Dimethylaminopyridine (13.5 mg, 0.11 mmol), and N,N-diisopropylethylamine (714.6 mg, 5.53 mmol) in DCM (20 ml) was added dropwise methanesulfonyl chloride (532.0 mg, 4.64 mmol) at 0°C. The reaction was warmed to RT and stirred for 2h. The reaction was washed with water, dried with Na₂SO₄, filtered, and concentrated. The crude product dissolved with EtOH (10mL) and treated with 8N NaOH (1.65 ml). The reaction mixture was heated at 60°C for 0.5h. The ethanol was removed under vacuum, pH to ~ 2 with 1.0 HCl then, extracted with EtOAc. The organics were dried with Na₂SO₄, filtered, and concentrated. The product was purified by silica chromatography to give the title compound. MS (*m/z*) 305.9 [M+H]⁺.

Synthesis of N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (**33C**):

[0479] To **33B** (1.2 g, 3.9 mmol) in dioxane (15 mL) was added bis(pinacolato)diboron (1.9 mg, 5.5 mmol), and PdCl₂[P(Ph)₃]₂ (138 mg, 0.19 mmol). The reaction mixture sealed and heated to 100 °C for 1h. The reaction was cooled to rt and filtered through Celite using ethyl acetate to rinse the pad. The collected organic phase was concentrated in vacuo and purified by silica gel chromatography to give the title compound. MS (*m/z*) 352.1 [M+H]⁺.

Synthesis of (S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)carbamate (**33D**):

[0480] To **14B** (250 mg, 0.5 mmol) in dioxane (12 mL) was added N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (**33C**, 253 mg, 0.72 mmol), PdCl₂[P(Ph)₃]₂ (35 mg, 0.05 mmol), and aq 1M NaHCO₃ (1.5 mL, 1.5 mmol). The reaction mixture sealed and heated in a microwave reactor to 150 °C for 20 min. Upon cooling, the reaction mixture was diluted with EtOAc and washed with three portions of brine. The organic layer were dried over Na₂SO₄, filtered, concentrated in vacuo, and purified by silica gel column chromatography, eluting with 0-100% EtOAc in hexanes to give the title compound **33D** as a mixture of atropisomers.

Synthesis of (S)-N-(7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)methanesulfonamide (**33E**):

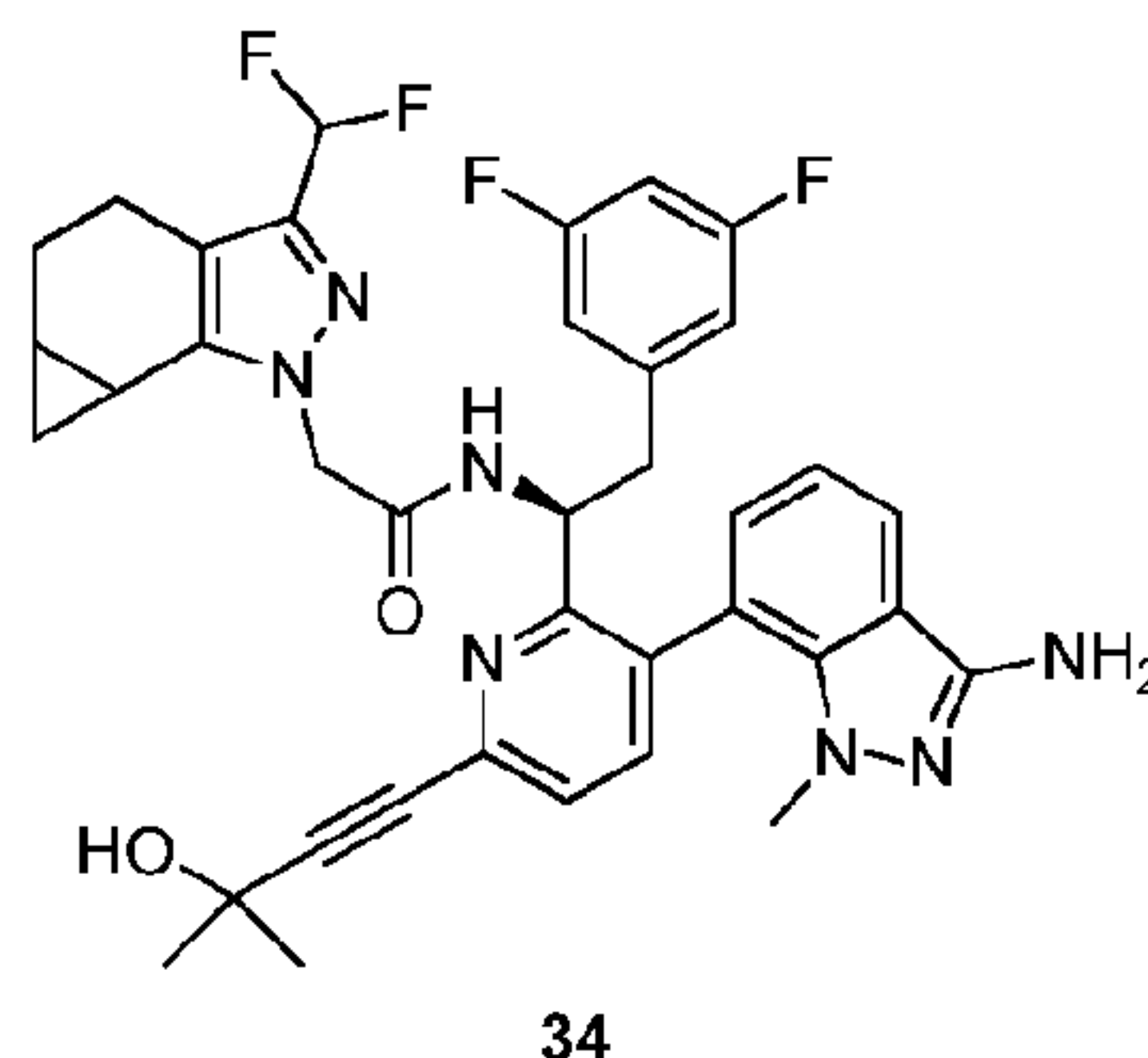
[0481] To a solution of **33D** (47 mg, 0.07 mmol) in DCM was added 4M HCl in dioxane (0.7 mL, 2.9 mmol). The reaction mixture was stirred at room temperature for 0.5 hours. Upon

complete removal of the Boc protecting group, the reaction was concentrated in vacuo to give the title compound **33E** as a mixture of atropisomers.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**33F**):

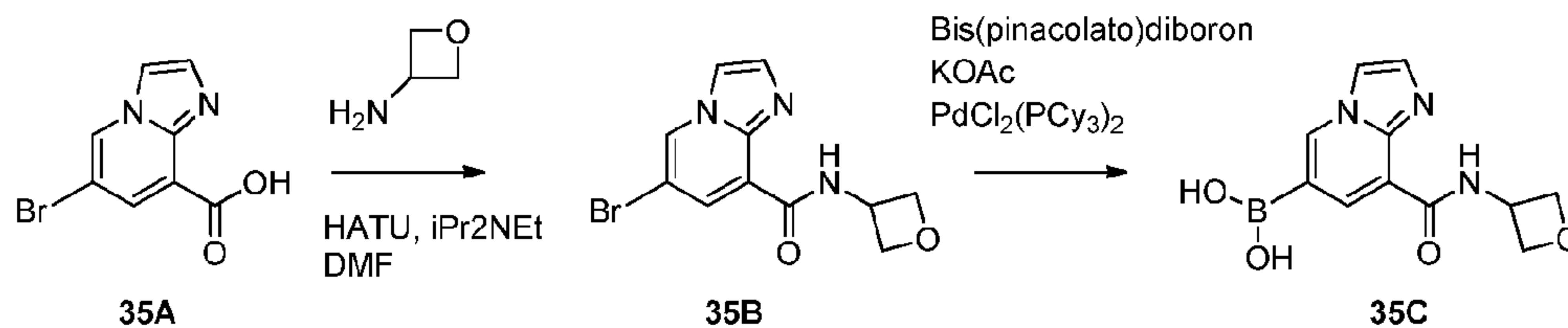
[0482] To a solution of **33E** (70 mg) in DMA (3 mL) was added triethylamine (0.046 mL, 0.32 mmol), followed by 2-((3bS,4aR)-3-(trifluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid (31 mg, 0.1 mmol) and HATU (46 mg, 0.12 mmol). After stirring for 30 minutes, the reaction mixture was filtered and purified by reverse phase HPLC to provide the product **33F** as a mixture of atropisomers. ¹H NMR (400 MHz, cd₃od) δ 7.83 (dd), 7.72-7.64 (m), 7.50-7.55 (m), 7.32-7.07 (m), 6.78-6.70 (m), 6.52-6.48 (m), 6.33-6.31 (m), 5.35-5.28 (m), 5.05-4.37 (m), 3.56 (s), 3.21-3.09 (m), 3.00 - 2.90 (m), 2.54-2.40 (m), 1.64 (s), 1.50 - 1.39 (m), 1.10 - 0.88 (m). MS (*m/z*) 804.1 [M+H]⁺.

Example 34.



Synthesis of N-((S)-1-(3-(3-amino-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-5,5a,6,6a-tetrahydrocyclopropa[g]indazol-1(4H)-yl)acetamide (**34**):

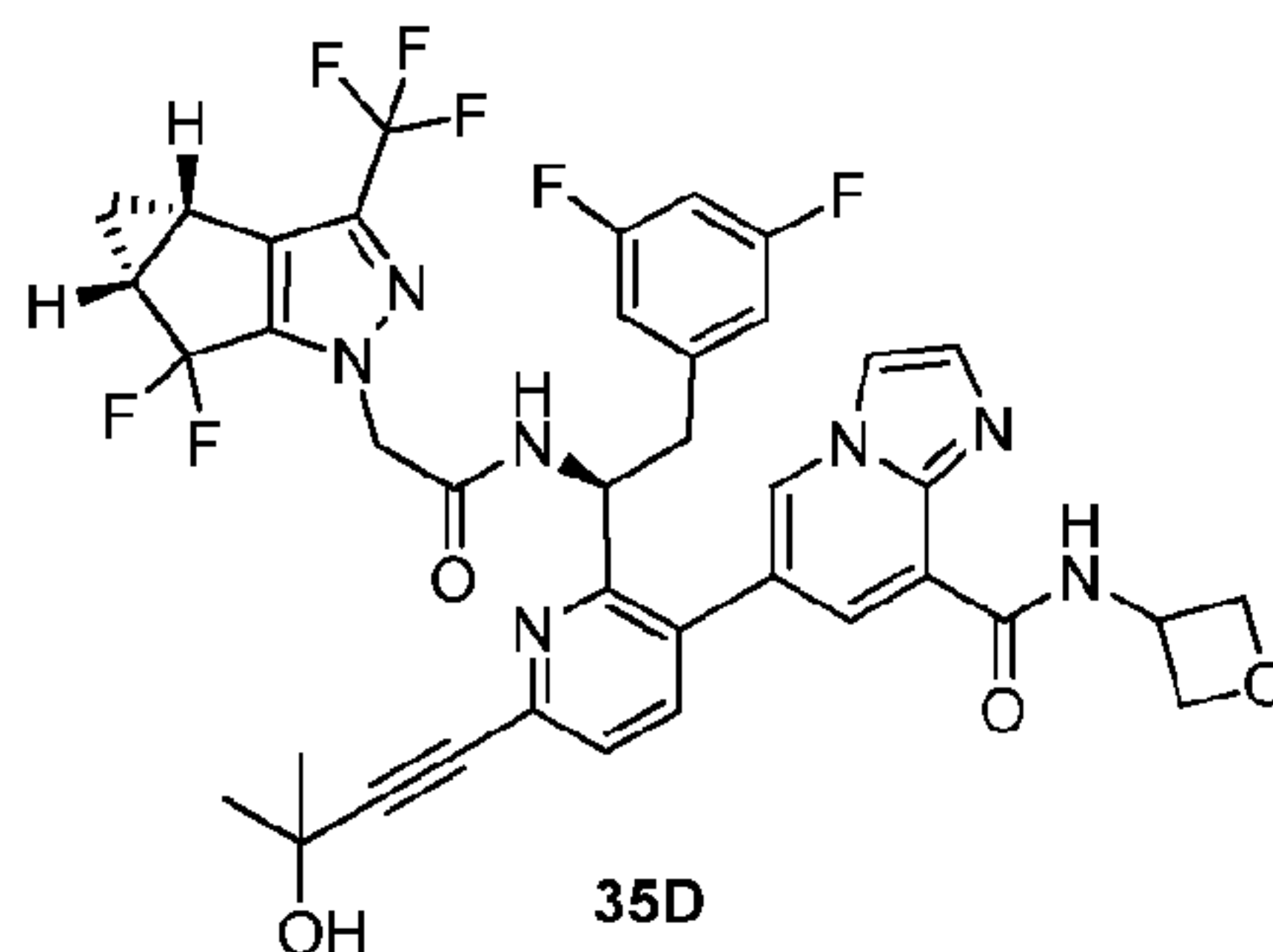
[0483] The title compound (**34**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing **37A** and 2-(3-(difluoromethyl)-5,5a,6,6a-tetrahydrocyclopropa[g]indazol-1(4H)-yl)acetic acid (WO2013006738). ¹H NMR (400 MHz, cd₃od) δ 7.91 – 7.86 (m), 7.71 (dd), 7.54 (dd), 7.22 – 7.17 (m), 6.87 – 6.69 (m), 6.66 – 6.56 (m), 6.41 – 6.30 (m), 5.35-5.25 (m), 5.08 – 4.97 (m), 4.90 – 4.71 (m), 4.36 – 4.29 (m), 3.76 – 3.66 (m), 3.65 – 3.57 (m), 3.18 – 3.13 (m), 3.07 (dt), 3.01 – 2.90 (m), 2.75 – 2.64 (m), 2.21 – 2.04 (m), 1.76 – 1.61 (m), 1.10-1.03 (m), 1.00 – 0.90 (m), 0.75-0.70 (m), 0.69 – 0.62 (m). MS (*m/z*) 686.2 [M+H]⁺.

Example 35.Synthesis of 6-bromo-N-(oxetan-3-yl)imidazo[1,2-a]pyridine-8-carboxamide (**35B**):

[0484] 6-bromoimidazo[1,2-a]pyridine-8-carboxylic acid hydrochloride (235 mg, 0.85 mmol) and HATU (386.16 mg, 1.02 mmol) were combined in DMF (4 ml) and treated with *i*Pr₂NEt (0.37 ml, 2.12 mmol). 3-Oxetamine hydrochloride (92.31 mg, 0.85 mmol) was added and the reaction stirred at ambient temperature for 1 h. Water (2 ml) was added and a solid precipitated. The solids were collected by filtration to provide the desired product. MS (*m/z*) 296.0 [M+H]⁺.

Synthesis of (8-(oxetan-3-ylcarbamoyl)imidazo[1,2-a]pyridin-6-yl)boronic acid (**35C**):

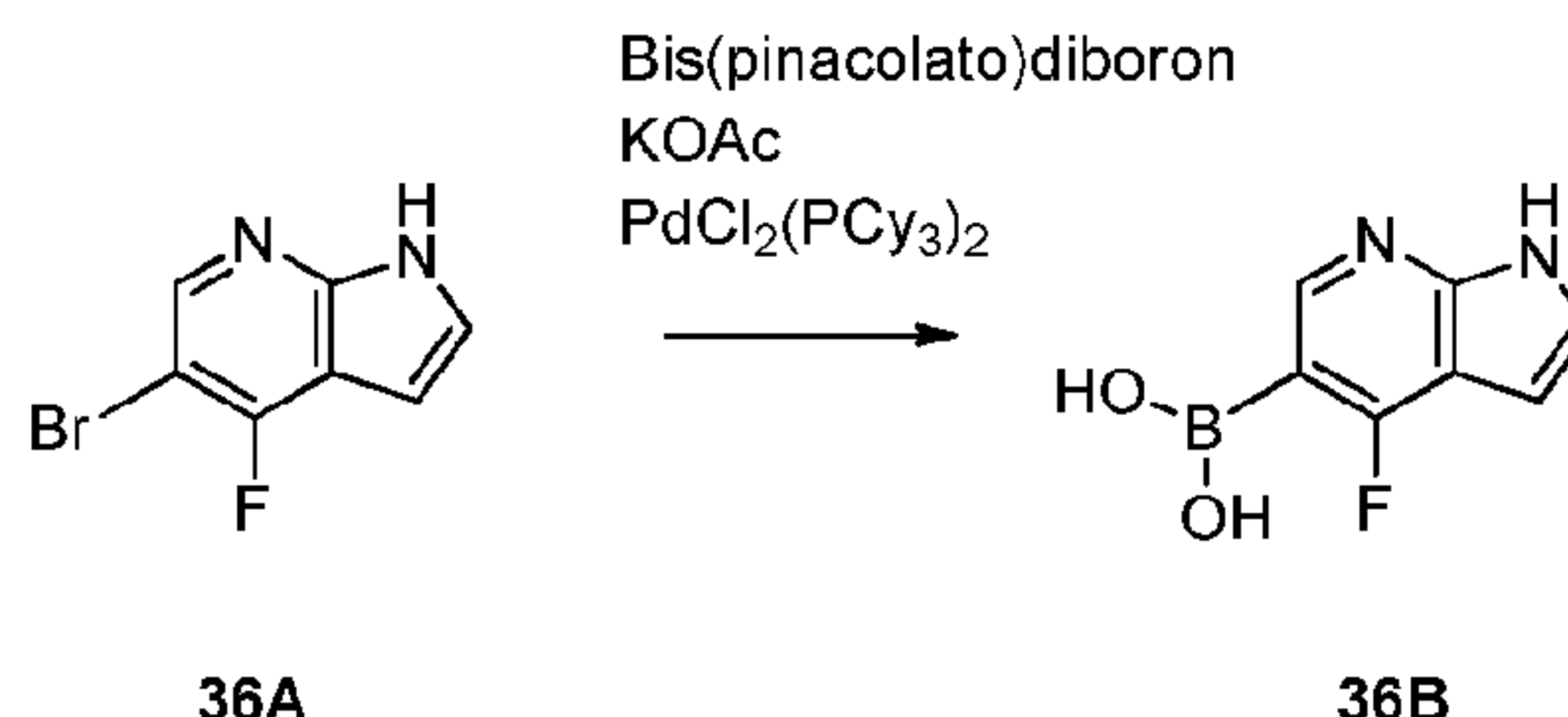
[0485] The title compound (**35C**) was prepared according to the method presented for the synthesis of **27D** in Example 27 utilizing **35B** wherein the boronic ester hydrolyzed and the corresponding boronic acid was isolated. MS (*m/z*) 262.1 [M+H]⁺.



Synthesis of 6-(2-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-N-(oxetan-3-yl)imidazo[1,2-a]pyridine-8-carboxamide (**35D**):

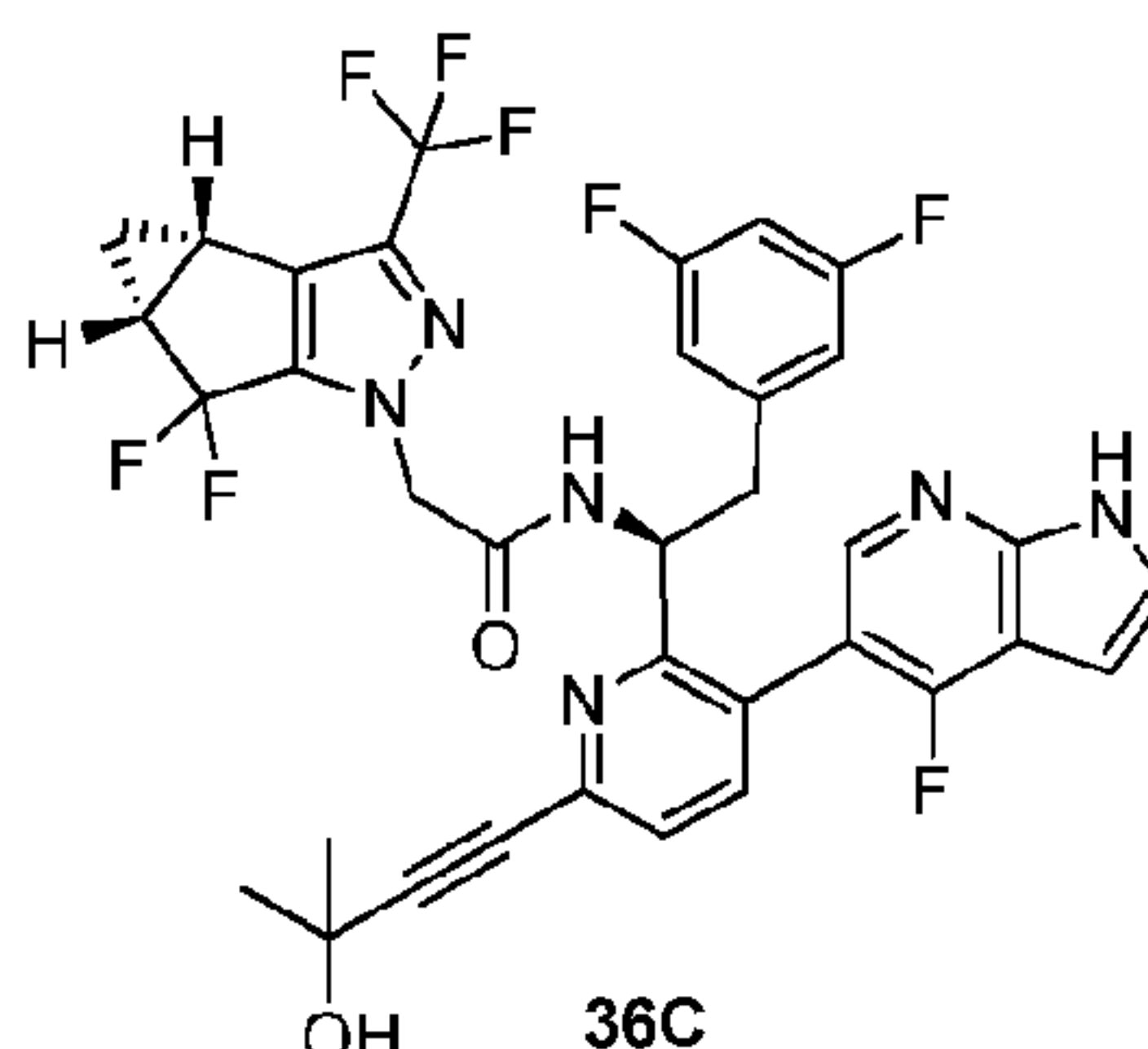
[0486] The title compound (**35D**) was prepared according to the method presented for the synthesis of **27G** in Example 27 utilizing **14B** and **35C**. ¹H NMR (400 MHz, Methanol-*d*₄) δ 9.15 (d), 8.80 (d), 8.27 (d), 8.11 (d), 7.84 – 7.69 (m), 7.65 (dd), 7.53 (dd), 6.89 – 6.64 (m), 6.53 – 6.37 (m), 5.34 – 5.13 (m), 4.73 – 4.49 (m), 4.49 – 4.34 (m), 3.96 – 3.58 (m), 3.25 – 3.03 (m), 2.59 – 2.36 (m), 1.51 – 1.29 (m), 1.18 – 0.95 (m). MS (*m/z*) 796.2 [M+H]⁺.

Example 36.



Synthesis of (4-fluoro-1H-pyrrolo[2,3-b]pyridin-5-yl)boronic acid (**36B**):

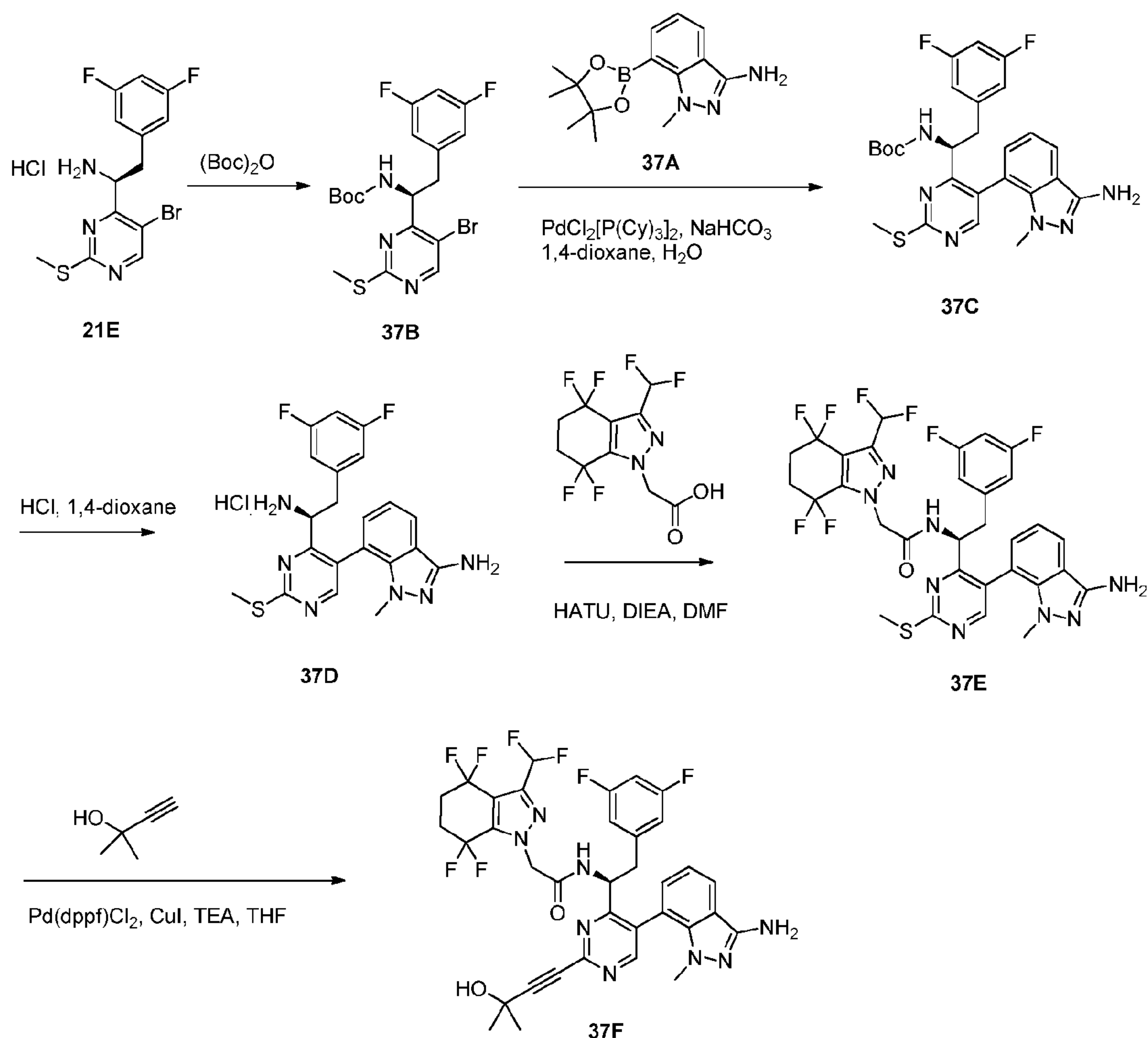
[0487] In a microwave vessel, 5-bromo-4-fluoro-1H-pyrrolo[2,3-b]pyridine (100 mg, 0.47 mmol) was combined with bis(pinacolato)diboron (177 mg, 0.7 mmol), KOAc (91 mg, 0.93 mmol), and PdCl₂(PCy₃)₂ (34 mg) in dioxane (4.5 ml). Argon was bubbled into the reaction solution for 15 min. The reaction was heated in a microwave reactor at 155 °C for 15 min. After cooling to ambient temperature, the reaction was partitioned between EtOAc and water. The organics were separated, dried, and removed in vacuo to provide the title compound. MS (*m/z*) 181.1 [M+H]⁺.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(3-(4-fluoro-1H-pyrrolo[2,3-b]pyridin-5-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)ethyl)acetamide (**36C**):

[0488] The title compound (**36C**) was prepared according to the method presented for the synthesis of **27G** in Example 27 utilizing **14B** and **36B**. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.71 (s), 7.63 (s), 7.53 – 7.42 (m), 6.64 (s), 6.57 (s), 6.32 (s), 3.14 – 2.97 (m), 2.56 – 2.40 (m), 1.62 (s), 1.42 – 1.34 (m), 1.16 – 1.04 (m). MS (*m/z*) 715.1 [M+H]⁺.

Example 37.



Synthesis of 1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (**37A**):

[0489] The title compound (**37A**) was prepared according to the method presented for the synthesis of compound **39B** of Example 39 utilizing **33A**. MS (m/z) 274.2 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-tert-butyl (1-(5-bromo-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**37B**):

[0490] To compound **21E** (310 mg, 0.78 mmol) in dichloromethane (3 ml) was added triethylamine (217 μL , 1.56 mmol) and di-tert-butyl dicarbonate (170 mg, 0.78 mmol). The mixture was stirred for one hour at ambient temperature then concentrated in vacuo.

[0491] The residue was purified by silica gel chromatography to afford the title compound (**37B**). MS (m/z) 459.86 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-tert-butyl (1-(5-(3-amino-1-methyl-1H-indazol-7-yl)-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**37C**):

[0492] The title compound (**37C**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **21G** of Example 21 utilizing compound **37B** and **37A**. MS (m/z) 526.81 $[M+H]^+$.

Synthesis of (S)-7-(4-(1-amino-2-(3,5-difluorophenyl)ethyl)-2-(methylthio)pyrimidin-5-yl)-1-methyl-1H-indazol-3-amine hydrochloride (**37D**):

[0493] Compound **37C** (78 mg, 0.15 mmol) was dissolved in 2 mL of 1,4-dioxane and cooled to 0 °C. To it was added 4N HCl/1,4-dioxane (2 mL). The reaction mixture was stirred at room temperature for 7 hours. The solvent was removed and dried to afford the title compound **37D** as a mixture of atropisomers. MS (m/z) 427.01 $[M+H]^+$.

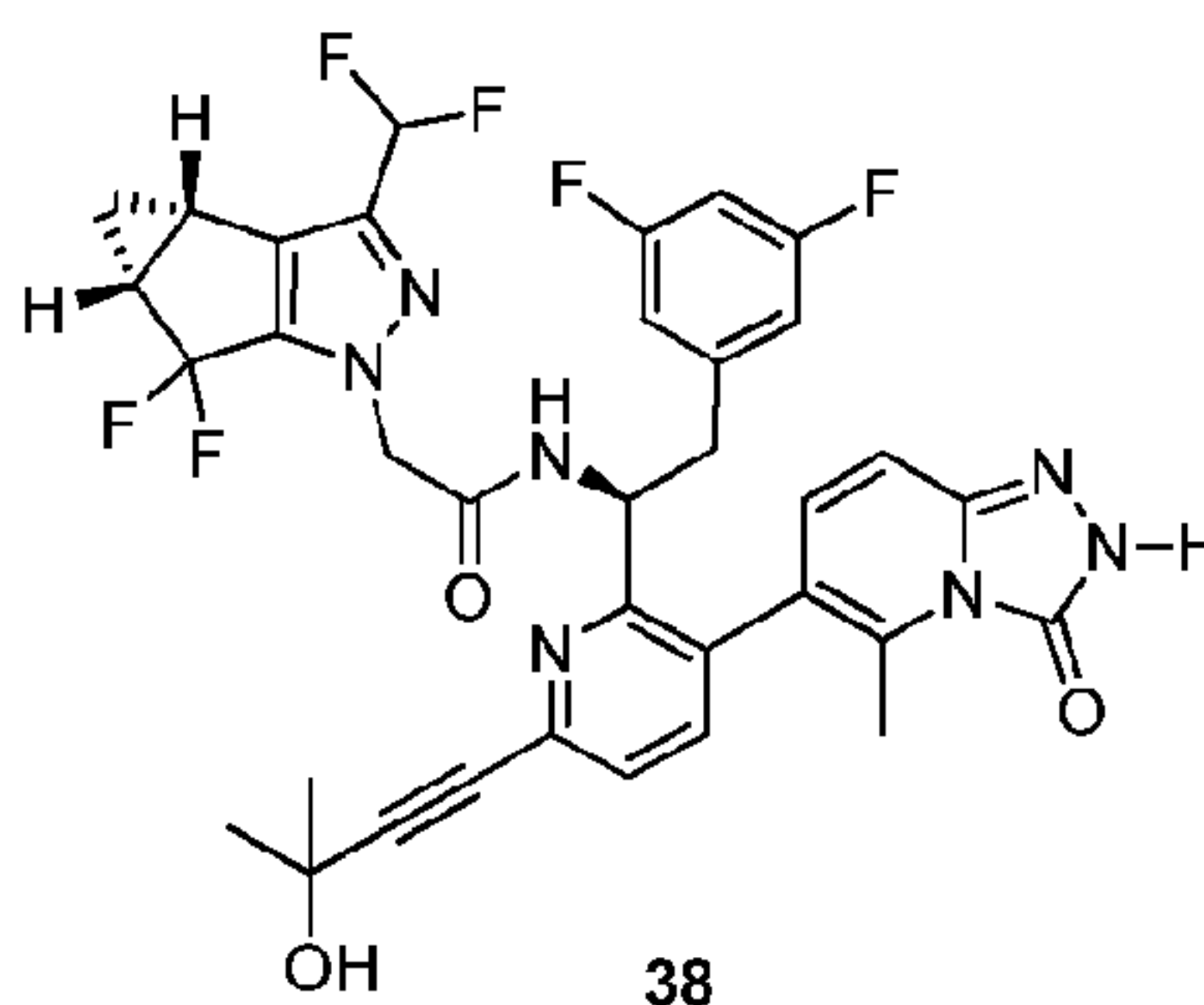
Synthesis of (S)-N-(1-(5-(3-amino-1-methyl-1H-indazol-7-yl)-2-(methylthio)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**37E**):

[0494] A mixture of 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid (44 mg, 0.14 mmol), compound **37D** (69 mg, 0.15 mmol) and HATU (68 mg, 0.18 mmol) in 1.5 mL of DMF was cooled to 0 °C. To it was added N,N-diisopropylethylamine (0.1 mL, 0.6 mmol). The reaction mixture was allowed to stir at 0 °C for 5 minutes then partitioned between EtOAc and 5% aqueous LiCl solution. The organic layer was separated, washed with brine and concentrated. The residue was purified by reverse phase HPLC to afford the title product **37E** as a mixture of atropisomers. MS (m/z) 710.95 $[M+H]^+$.

Synthesis of (S)-N-(1-(5-(3-amino-1-methyl-1H-indazol-7-yl)-2-(3-hydroxy-3-methylbut-1-yn-1-yl)pyrimidin-4-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**37F**):

[0495] The title compound (**37F**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **21H** of Example 21 utilizing compound **37E** and 2-methylbut-3-yn-2-ol. ^1H NMR (400 MHz, Methanol- d_4) δ 9.01 (d), 8.69 (d), 7.88 – 7.78 (m), 7.70 – 7.41 (m), 7.40 – 7.28 (m), 7.10 (dt), 6.96 – 6.52 (m), 6.35 (d), 5.41 – 5.23 (m), 5.15 – 5.05 (m), 5.04 – 4.91 (m), 3.45-3.47 (m), 3.20 (s), 3.13 – 2.83 (m), 2.62 – 2.35 (m), 1.62 (s). MS (m/z) 747.03 $[M+H]^+$.

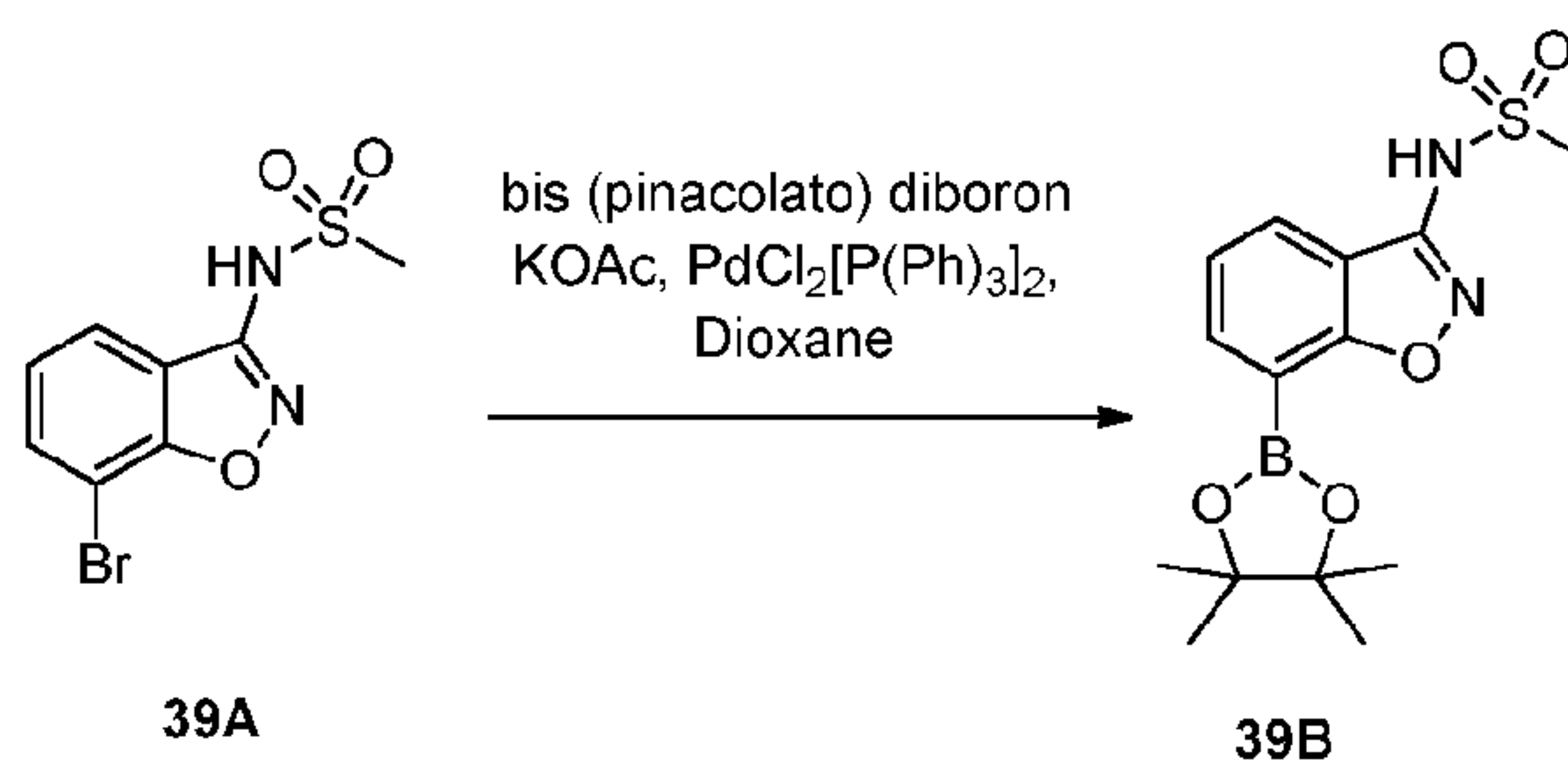
Example 38.



Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(5-methyl-3-oxo-2,3-dihydro-[1,2,4]triazolo[4,3-a]pyridin-6-yl)pyridin-2-yl)ethyl)acetamide (**38**):

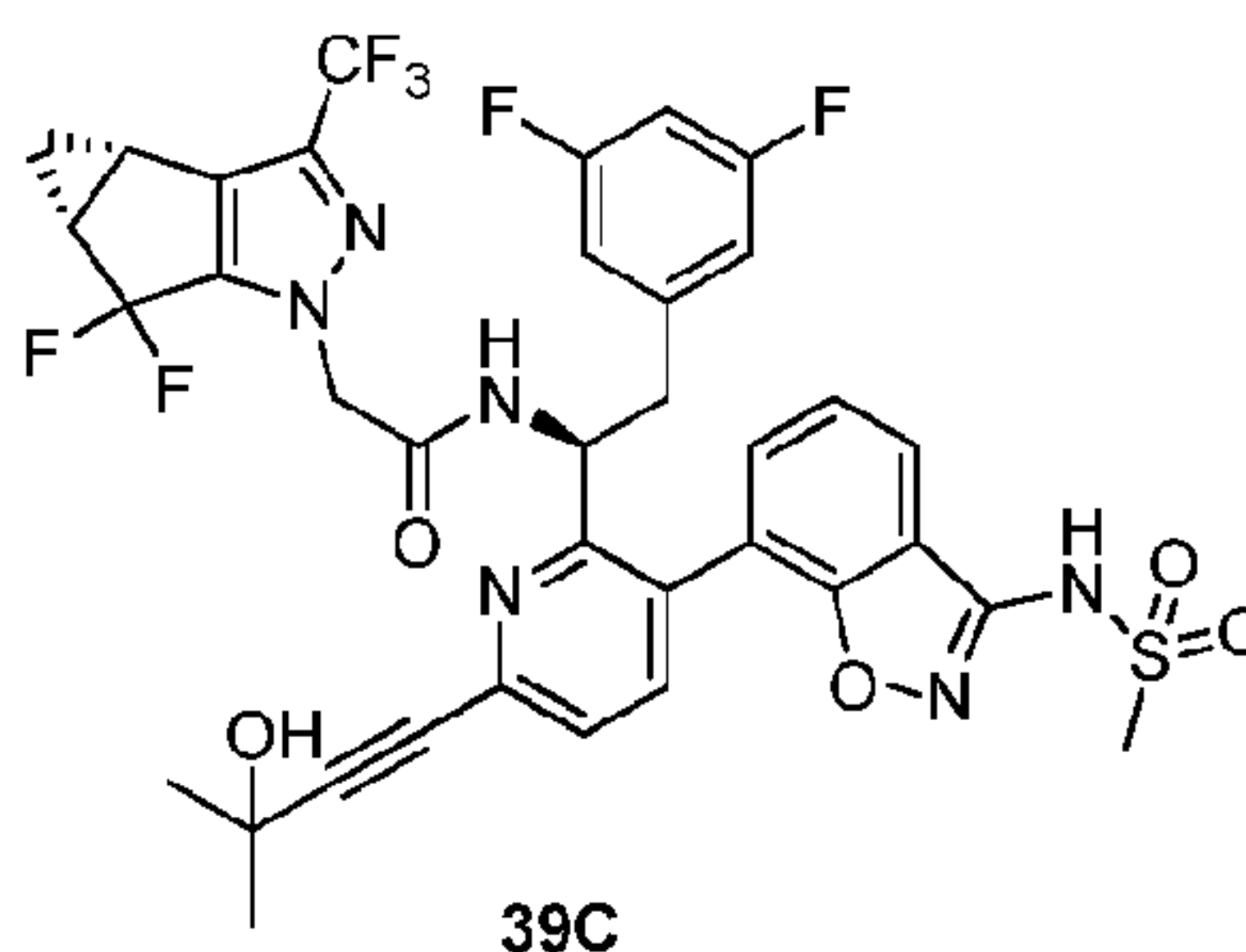
[0496] The title compound (**38**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of **27G** in Example 27 utilizing **27F** and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. HPLC retention time 6.48 min and 6.58 min corresponding to each atropisomer (2-98% acetonitrile: water with 0.1% trifluoroacetic acid, 8.5 min gradient on a Phenomenex Kinetex C18 column 4.6 x 100 mm). MS (m/z) 710.1 $[M+H]^+$.

Example 39.



Synthesis of N-(7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)benzo[d]isoxazol-3-yl)methanesulfonamide (**39B**):

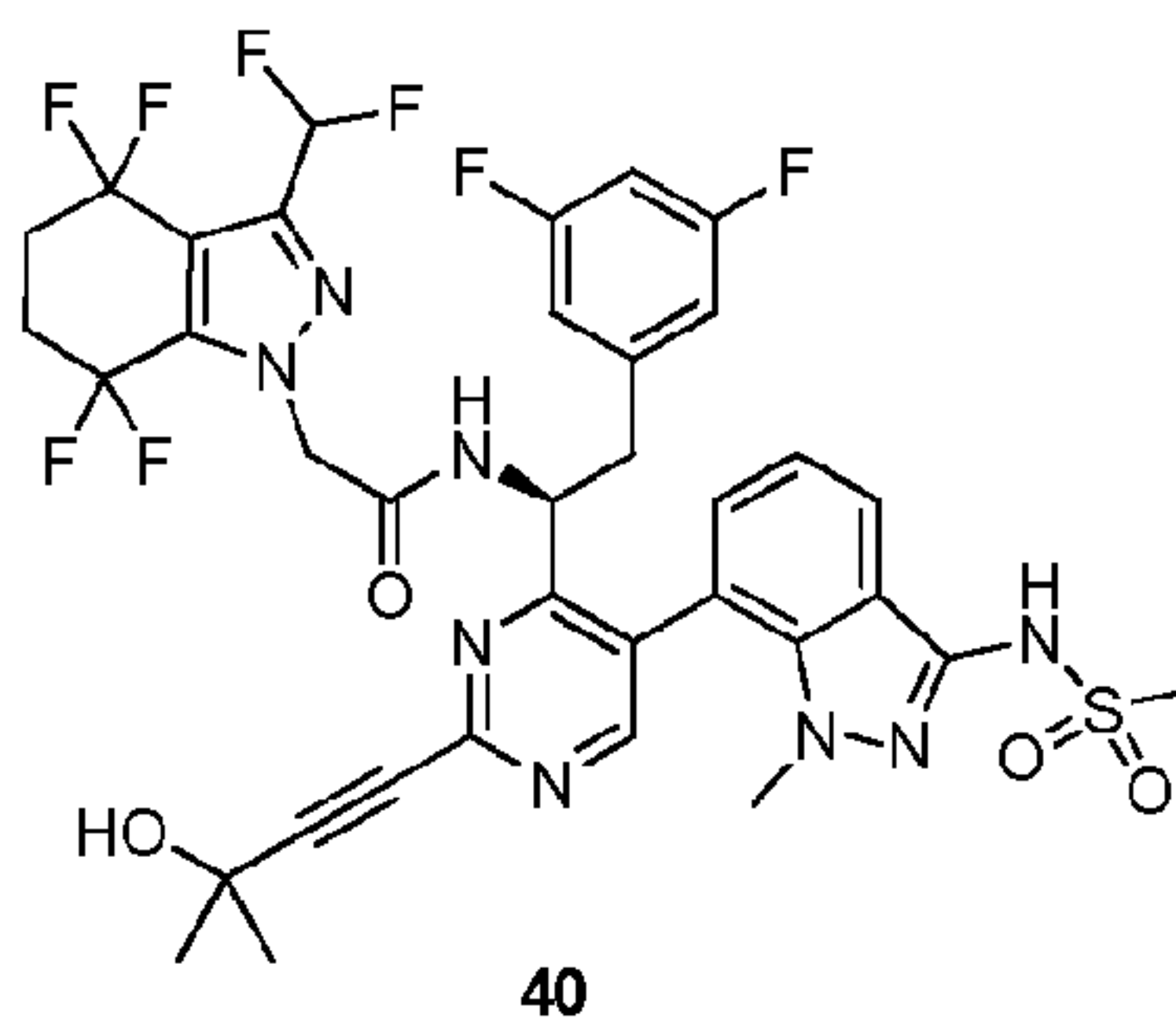
[0497] To **39A** (prepared similarly to **33B** of example 33 utilizing 7-bromobenzo[d]isoxazol-3-amine instead of 7-bromo-1-methyl-1H-indazol-3-amine) (87 mg, 0.3 mmol) in dioxane (3 mL) was added bis(pinacolato)diboron (107 mg, 0.4 mmol), and $\text{PdCl}_2[\text{P}(\text{Ph})_3]_2$ (21 mg, 0.03 mmol). The reaction mixture sealed and heated to 100 °C for 16h. The reaction was cooled to room temperature and telescoped to the next reaction. MS (m/z) 260.2 $[M+H]^+$.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(3-(methylsulfonyl)benzo[d]isoxazol-7-yl)pyridin-2-yl)ethyl)acetamide (**39C**):

[0498] The title compound (**39C**) was prepared according to the method presented for the synthesis of compound **33F** of Example 33 utilizing **39B** and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. MS (*m/z*) 791.1 [M+H]⁺. HPLC retention time 7.25 min (2-98% acetonitrile: water with 0.1% trifluoroacetic acid, 8.5 min gradient on a Phenomenex Kinetex C18 column).

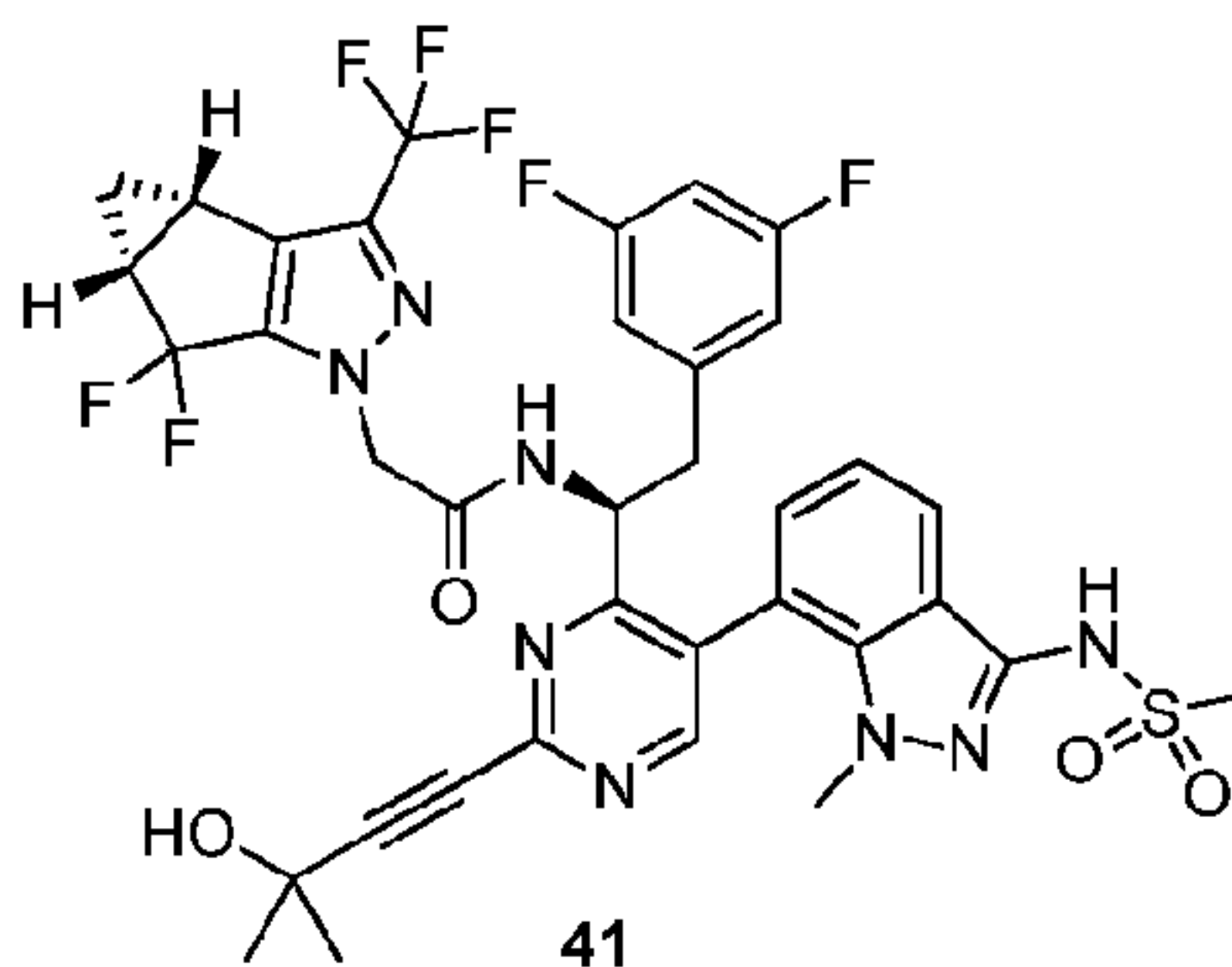
Example 40.



Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(2-(3-hydroxy-3-methylbut-1-yn-1-yl)-5-(1-methyl-3-(methylsulfonyl)benzo[d]isoxazol-7-yl)pyrimidin-4-yl)ethyl)acetamide (**40**):

[0499] The title compound (**40**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **37F** of Example 37 utilizing compound **37B** and N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (compound **33C**). ¹H NMR (400 MHz, Methanol-*d*₄): δ 8.73 (d), 7.90 (ddd), 7.48-7.40 (m), 7.25 (dd), 7.18 (dd), 7.04 – 6.53 (m), 6.44 – 6.25 (m), 5.42-5.38 (m), 5.09 – 4.88 (m), 3.41 (s), 3.19 (s), 3.14-2.90 (m), 2.63 – 2.20 (m), 1.64 (d). MS (*m/z*) 824.90 [M+H]⁺

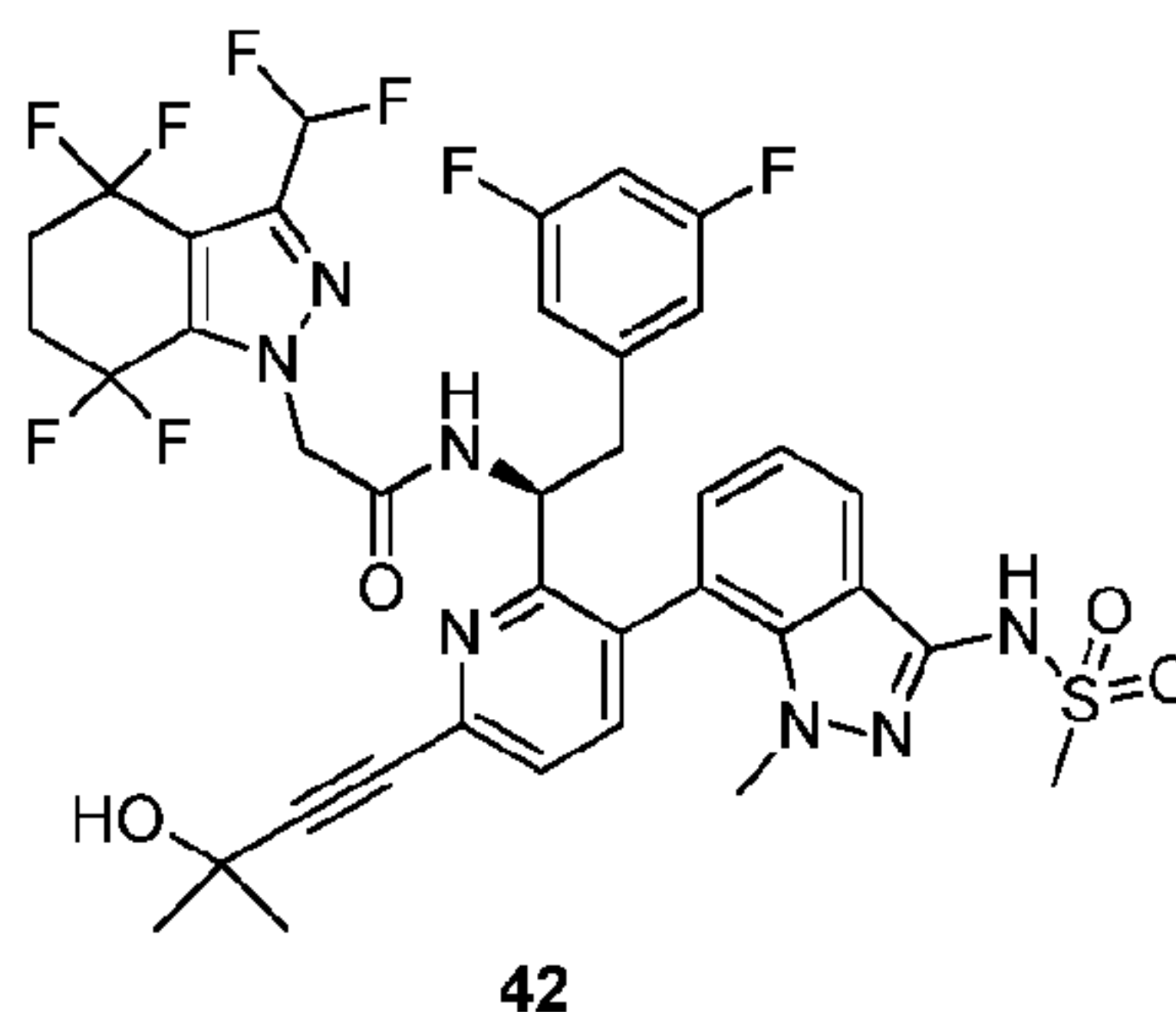
Example 41



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(2-(3-hydroxy-3-methylbut-1-yn-1-yl)-5-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyrimidin-4-yl)ethyl)acetamide (**41**):

[0500] The title compound (**41**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **23B** of Example 23 utilizing compound **22A** and N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (**33C**). ¹H NMR (400 MHz, Methanol-*d*₄) δ 9.12 – 8.90 (m), 8.73 (dd), 7.90 (dd), 7.42 (d), 7.24 (t), 7.17 (t), 6.87 – 6.68 (m), 6.61 (t), 6.37 (dd), 5.47-5.35 (m), 5.02 (q), 4.85 – 4.46 (m), 3.40 (d), 3.19 (d), 3.12 (dd), 3.07-2.83 (m), 2.62-2.33 (m) 1.64 (d), 1.48-1.31(m), 1.16-0.95 (m). MS (*m/z*) 804.85 [M+H]⁺.

Example 42.

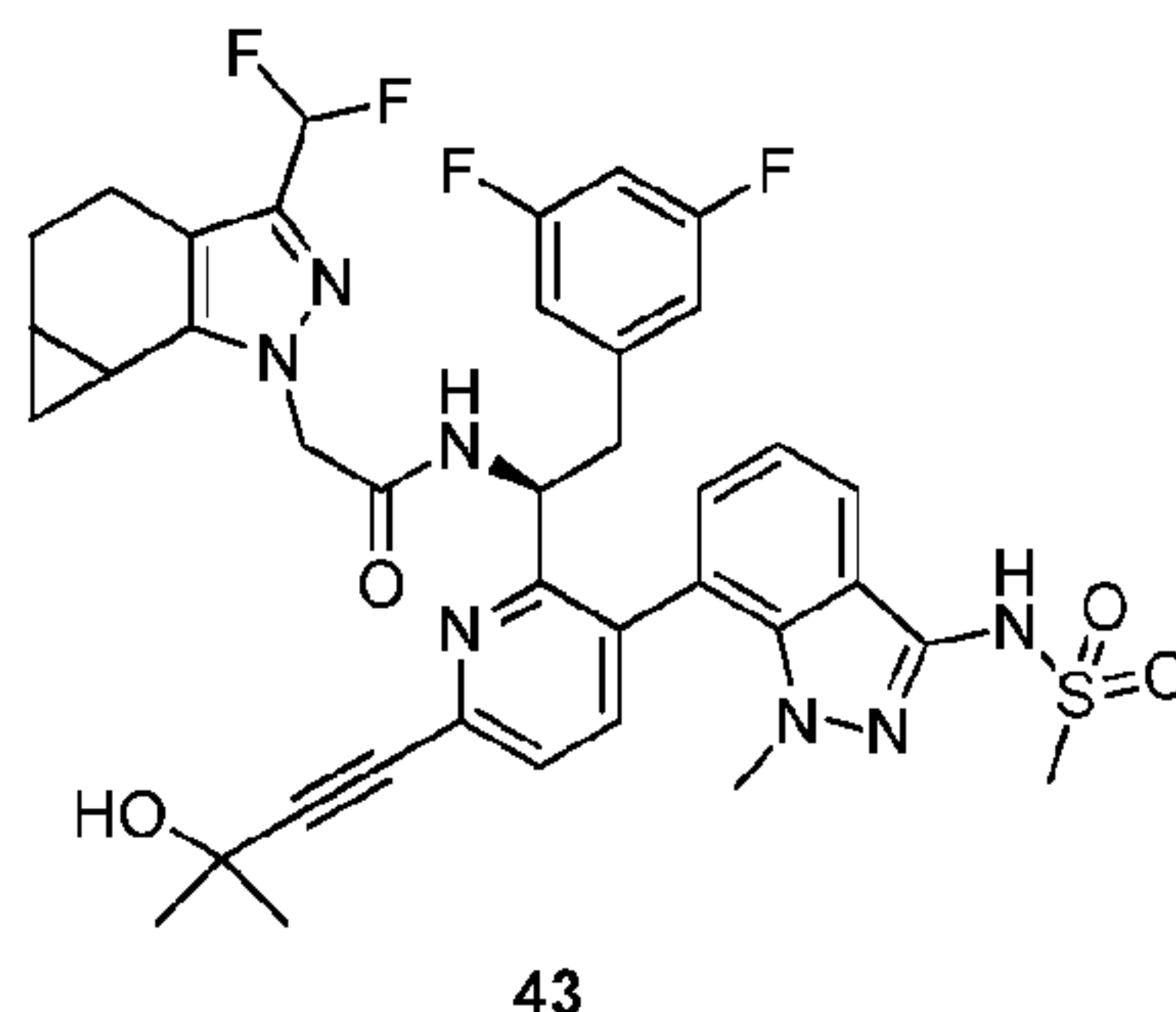


Synthesis of (S)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)-N-(2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**42**):

[0501] The title compound (**42**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid. ¹H NMR (400 MHz, cd₃od) δ 8.80 (d), 7.82 (d), 7.75 – 7.69 (m), 7.59 – 7.51 (m), 7.40-7.20 (m), 7.19-

7.05 (m), 6.80 (d), 6.60-6.52 (m), 6.30 (d), 5.08 – 4.97 (m), 4.90 – 4.71 (m), 3.34 (s), 3.25-3.00 (m), 2.90-2.75 (m), 2.76 – 2.64 (m), 2.25 – 2.00 (m, 5H), 1.64 (s). MS (m/z) 824.2 $[M+H]^+$.

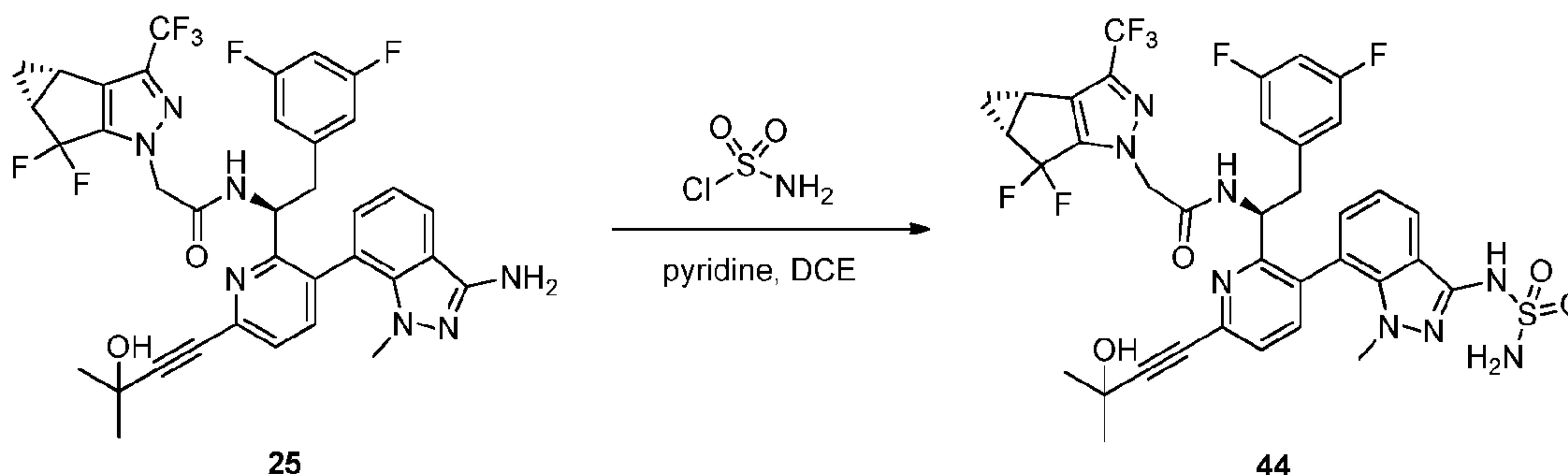
Example 43.



Synthesis of 2-(3-(difluoromethyl)-5,5a,6,6a-tetrahydrocyclopropa[g]indazol-1(4H)-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (43):

[0502] The title compound (**43**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing **20C** and 2-(3-(difluoromethyl)-5,5a,6,6a-tetrahydrocyclopropa[g]indazol-1(4H)-yl)acetic acid. ^1H NMR (400 MHz, cd_3od) δ 7.80 (d), 7.45 (d), 7.51 (d), 7.25-7.20 (m, 1H), 6.80-6.52 (m), 6.45 (d), 5.35-5.25 (m), 5.08 – 4.97 (m), 4.90 – 4.71 (m), 3.34 (s), 3.25-3.02 (m), 2.98 – 2.64 (m), 2.75-2.35 (m), 2.25 – 2.00 (m), 1.80 – 1.70 (m), 1.64 (d), 1.00 – 0.90 (m), 0.65 – 0.58 (m). MS (m/z) 764.2 $[M+H]^+$.

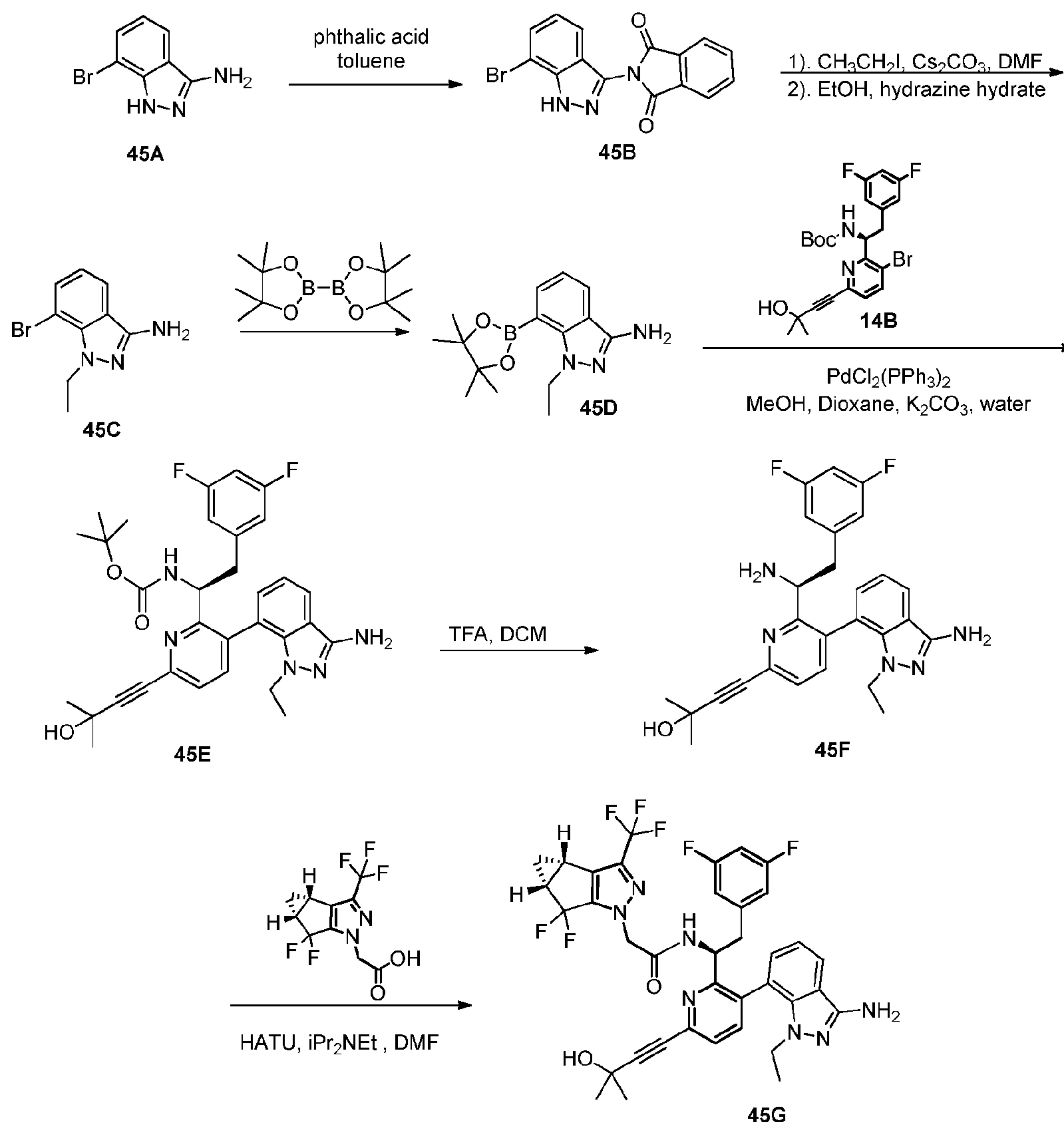
Example 44.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(sulfamoylamino)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (44):

[0503] To a stirred solution of **25** (31 mg, 0.04 mmol) and pyridine (0.024 mL, 0.03 mmol) in dichloroethane (0.5 mL) was added a solution of sulfamoyl chloride (12 mg, 0.1 mmol) in dichloroethane (~0.2 mL). The reaction was heated at 60°C for 1h. Upon cooling, the reaction mixture was concentrated in vacuo, diluted with EtOAc and washed with water then 1 M HCl. The organic layer was dried over Na₂SO₄, filtered, concentrated in vacuo, and purified by reverse phase HPLC to provide the title compound **44** as a mixture of atropisomers. ¹H NMR (400 MHz, cd₃od) δ 8.86 – 6.25 (m, 8H), 5.38 – 4.97 (m, 1H), 4.85 – 4.73 (m, 2H), 3.26 – 3.06 (m, 1H), 3.04 – 2.90 (m, 2H), 2.63 – 2.37 (m, 2H), 1.69 – 1.56 (m, 6H), 1.52 – 1.32 (m, 1H), 1.19 – 0.98 (m, 1H). MS (*m/z*) 805.1 [M+H]⁺.

Example 45.



Synthesis of 2-(7-bromo-1H-indazol-3-yl)isoindoline-1,3-dione (**45B**):

[0504] To 7-bromo-1H-indazol-3-amine (**45A**, 1.2 g, 5.5 mmol) in toluene (30 mL) was added phthalic acid (990 mg, 6.0 mmol). The flask was fitted with a Dean-Stark trap and the reaction mixture was stirred for 12 hours at 180 °C. The reaction was allowed to cool, the solids were filtered off and used with no further purification to provide the title compound. MS (m/z) 343.1 [M+H]⁺.

Synthesis of 7-bromo-1-ethyl-1H-indazol-3-amine (**45C**):

[0505] To **45B** (100 mg, 0.3 mmol) in DMF (2 mL) was added Cs₂CO₃ (95.2 mg, 0.3 mmol) and iodoethane (0.028 mL, 0.35 mmol). The reaction mixture was stirred for 10 minutes. The reaction mixture was diluted with EtOAc and brine, extracted 2X with EtOAc, organic layer dried over sodium sulfate, and concentrated. To the crude mixture was added EtOH (2 mL) and hydrazine hydrate (1 mL) the reaction mixture was stirred for 30 minutes. The mixture was concentrated and purified by flash column chromatography to provide the title compound. MS (m/z) 240.1 [M+H]⁺.

Synthesis of 1-ethyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (**45D**):

[0506] To **45C** (80 mg, 0.3 mmol) in dioxane (5 mL) was added bis(pinacolato)diboron (84.6 mg, 0.3 mmol), potassium acetate (32.7 mg, 0.3 mmol), and Pd(PCy₃)₂Cl₂ (12.3 mg, 0.02 mmol). The reaction mixture was heated in the microwave for 30 minutes at 150 °C. The reaction was cooled and the solids were filtered off. The mixture was concentrated and purified by flash column chromatography to provide the title compound. MS (m/z) 288.2 [M+H]⁺.

Synthesis of (S)-tert-butyl (1-(3-(3-amino-1-ethyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**45E**):

[0507] To **45D** (40 mg, 0.1 mmol) in dioxane (4 mL) and MeOH (0.75 mL) was added **14B** (69 mg, 0.1 mmol), 2M K₂CO₃ (0.4 mL), LiCl (17.7 mg, 0.4 mmol) and Pd(PPh₃)₂Cl₂ (4.9 mg, 0.007 mmol). The reaction mixture was heated in the microwave for 30 minutes at 150 °C. The reaction was cooled, diluted with EtOAc and brine, and extracted 2X EtOAc. The organic layer was dried over sodium sulfate, concentrated and purified by flash column chromatography to provide the title compound as a mixture of atropisomers. MS (m/z) 576.0 [M+H]⁺.

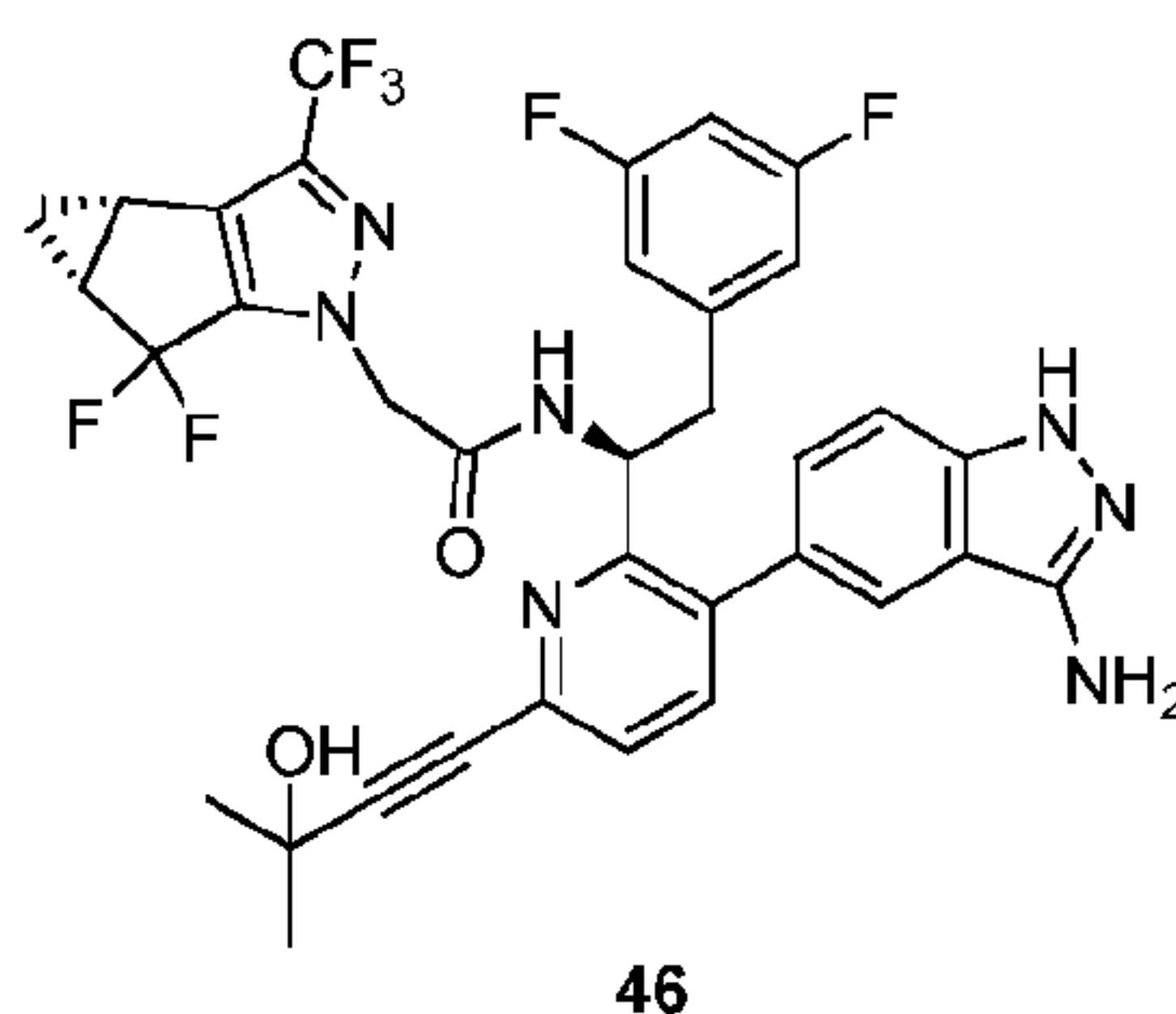
Synthesis of (S)-4-(5-(3-amino-1-ethyl-1H-indazol-7-yl)-6-(1-amino-2-(3,5-difluorophenyl)ethyl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (**45F**):

[0508] The title compound (**45F**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19F** of Example 19 utilizing **45E**. MS (m/z) 476.1 [M+H]⁺.

Synthesis of N-((S)-1-(3-(3-amino-1-ethyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**45G**):

[0509] The title compound (**45G**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **10A** of Example 10 utilizing **45F** and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.67 (d), 7.87 – 7.75 (m), 7.71 (d), 7.59 – 7.50 (m), 7.26 – 7.19 (m), 7.18 – 7.12 (m), 7.12 – 7.04 (m), 6.76 – 6.63 (m), 6.60 (d), 6.47 – 6.41 (m), 6.27 (d), 5.11 – 5.01 (m), 4.81 (d), 4.72 (d), 3.67 – 3.55 (m), 3.51 – 3.43 (m), 3.39 – 3.24 (m), 3.15 – 3.10 (m), 3.09 – 2.84 (m), 2.56 – 2.40 (m), 1.64 (s), 1.45 – 1.33 (m), 1.31 – 1.25 (m), 1.14 – 1.03 (m), 0.87 (dt). MS (*m/z*) 740.2 [M+H]⁺.

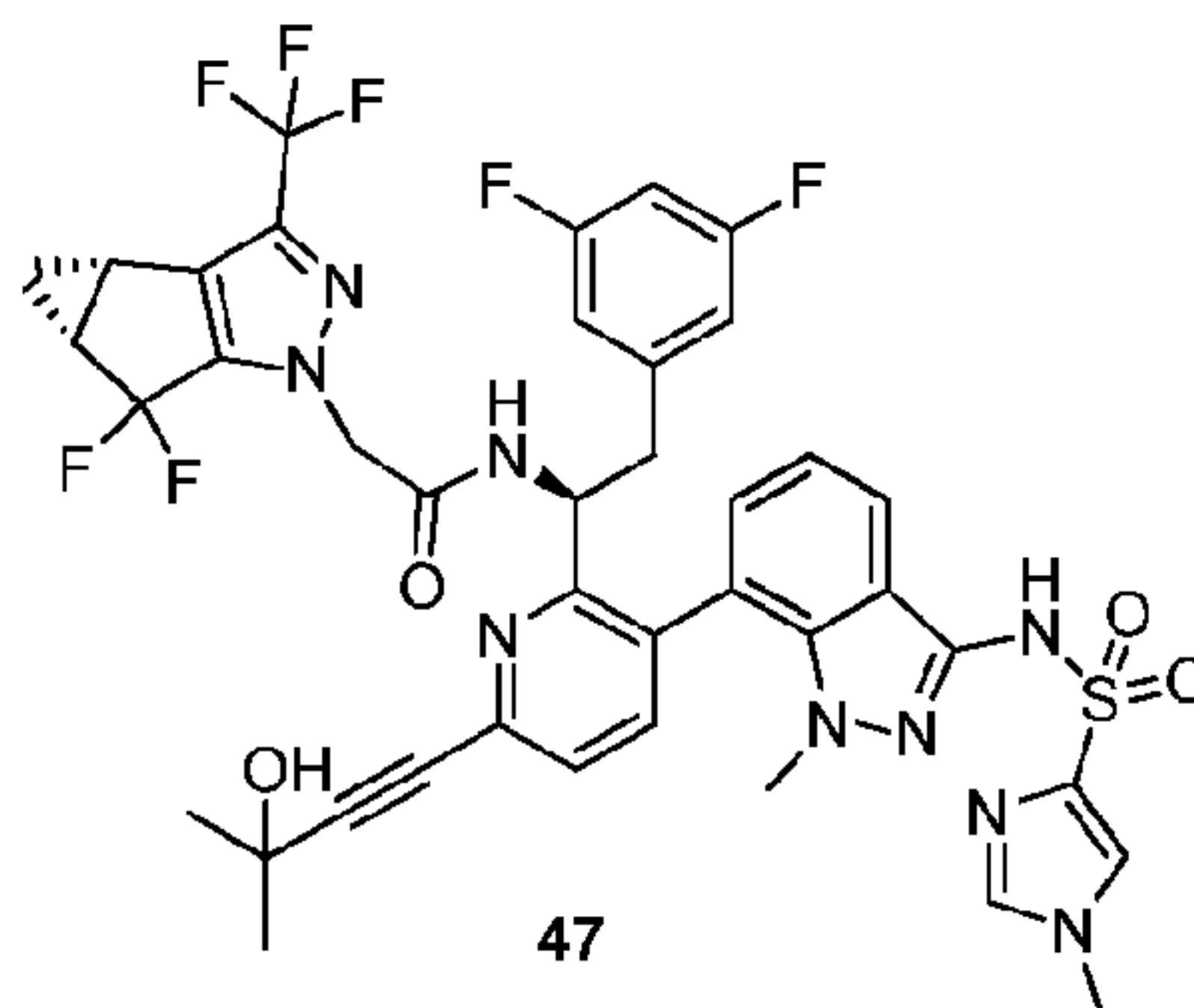
Example 46.



Synthesis of N-((S)-1-(3-(3-amino-1H-indazol-5-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**46**):

[0510] The title compound (**46**) was prepared according to the method presented for the synthesis of compound **33F** of Example 33 utilizing 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, *cd*₃od) δ 8.99 (d), 7.62 – 7.54 (m), 7.51 – 7.40 (m), 7.33 (d), 6.72 – 6.62 (m), 6.29 – 6.22 (m), 5.53 – 5.43 (m), 4.92 (d), 3.03 (d), 2.60 – 2.45 (m), 1.63 (s), 1.48 – 1.37 (m), 1.16 – 1.04 (m). MS (*m/z*) 712.1 [M+H]⁺.

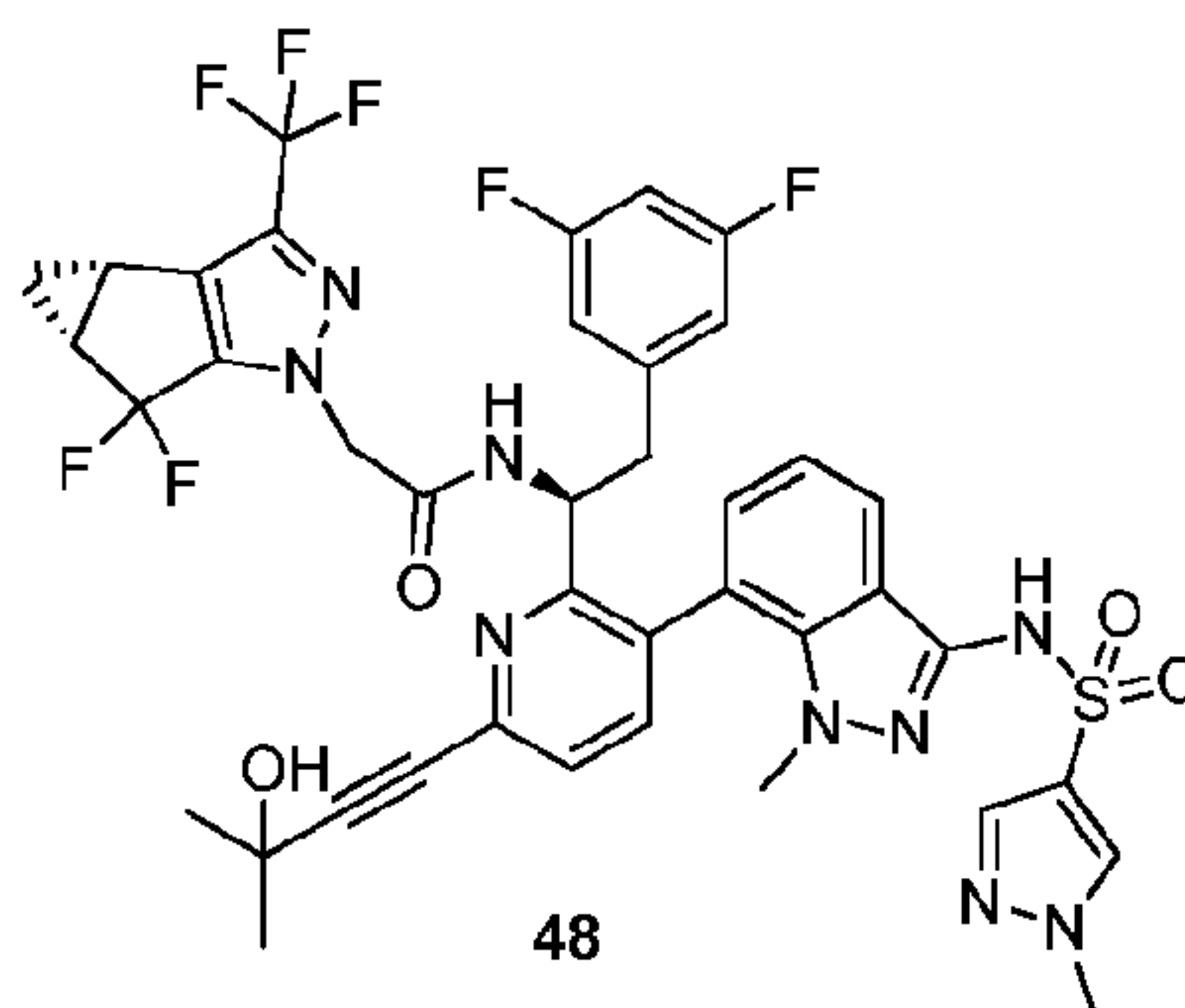
Example 47.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(1-methyl-1H-imidazole-4-sulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (47):

[0511] To a solution of N-((S)-1-(3-(3-amino-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**25**, 10 mg, 0.014 mmol) in dichloromethane (0.2 mL) was added pyridine (6.6 μ L, 0.083 mmol), followed by 1-methyl-1H-imidazole-4-sulfonyl chloride (3.7 mg, 0.021 mmol). After stirring for 1 h, the reaction mixture was concentrated and purified by reverse phase HPLC to provide the title product as a mixture of atropisomers. ^1H NMR (400 MHz, Methanol- d_4) δ 7.75 (dd), 7.71 – 7.63 (m), 7.57 – 7.48 (m), 7.30 (s), 7.14 – 7.03 (m), 6.79 – 6.70 (m), 6.66 – 6.55 (m), 6.38 – 6.26 (m), 5.25 (dd), 4.96 (dd), 4.87 – 4.72 (m), 3.67 (s), 3.46 (s), 3.27 (s), 3.25 – 3.18 (m), 3.09 – 3.02 (m), 3.00 – 2.87 (m), 2.58 – 2.43 (m), 1.64 (s), 1.64 (s), 1.50 – 1.37 (m), 1.16 – 1.06 (m). MS (m/z) 870.10 $[\text{M}+\text{H}]^+$.

Example 48.

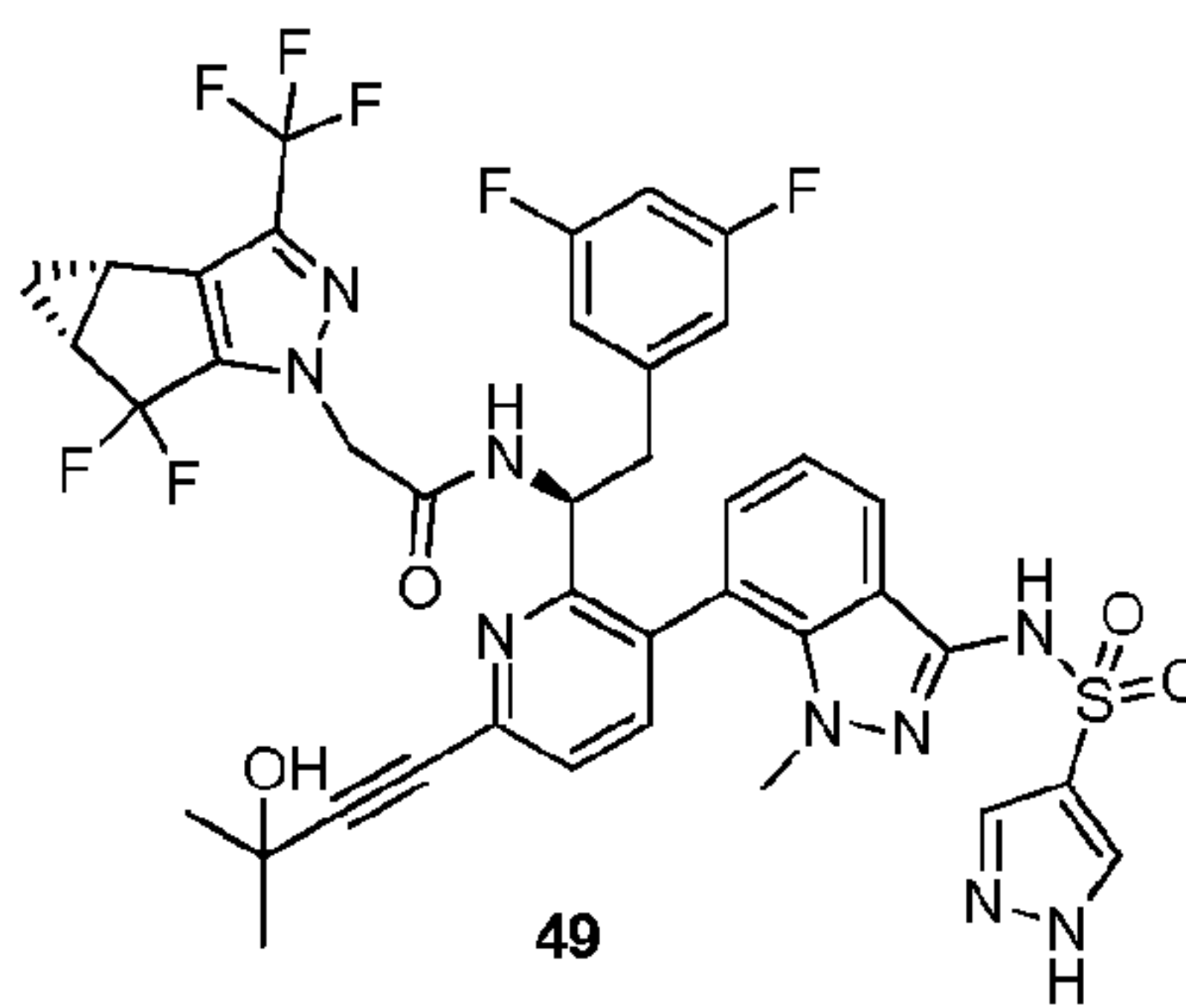


Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-

3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(1-methyl-1H-pyrazole-4-sulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (48):

[0512] The title compound (48) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (47) of Example 47 utilizing 1-methyl-1H-pyrazole-4-sulfonyl chloride. ¹H NMR (400 MHz, Methanol-*d*₄) δ 7.95 (s), 7.77 – 7.66 (m), 7.61 (s), 7.57 – 7.48 (m), 7.24 – 7.18 (m), 7.17 – 7.10 (m), 7.07 (dd), 6.78 – 6.68 (m), 6.63 (dd), 6.60 – 6.50 (m), 6.40 – 6.26 (m), 5.26 (dd), 5.02 (dd), 4.88 – 4.71 (m), 3.83 (s), 3.60 (s), 3.29 (s), 3.27 – 3.21 (m), 3.09 – 3.01 (m), 3.00 – 2.87 (m), 2.58 – 2.39 (m), 1.64 (s), 1.49 – 1.36 (m), 1.16 – 1.04 (m). MS (*m/z*) 870.03 [M+H]⁺.

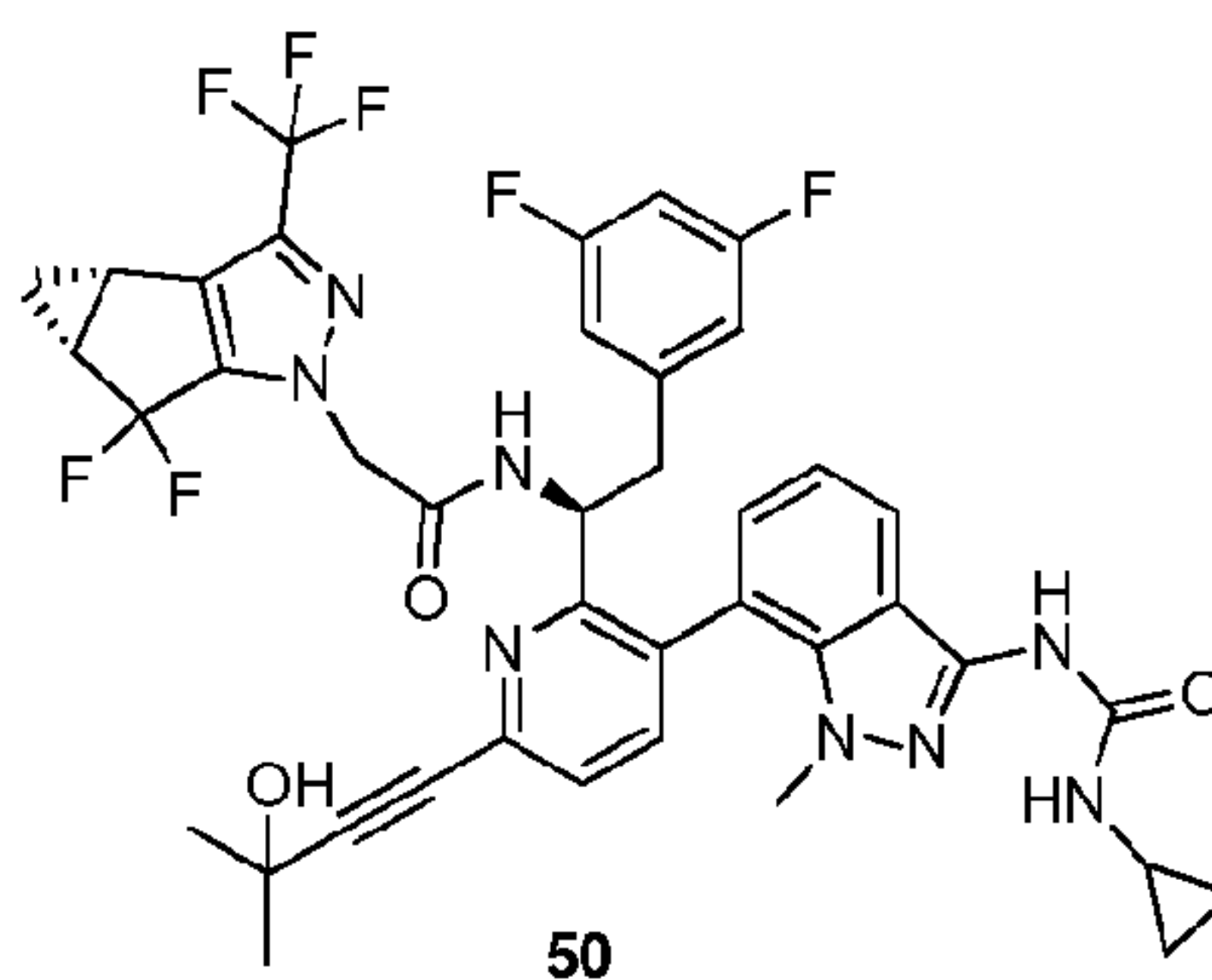
Example 49.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(1H-pyrazole-4-sulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (49):

[0513] The title compound (49) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (47) of Example 47 utilizing 1H-pyrazole-4-sulfonyl chloride. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.74 (d), 8.60 (q), 7.91 (s), 7.83 (s), 7.76 – 7.63 (m), 7.57 – 7.47 (m), 7.21 (dd), 7.13 (dd), 7.03 (dd), 6.79 – 6.68 (m), 6.61 – 6.50 (m), 6.46 (dd), 6.38 – 6.25 (m), 5.34 – 5.22 (m), 5.05 – 4.94 (m), 4.87 – 4.78 (m), 3.28 (s), 3.26 – 3.16 (m), 3.15 – 3.07 (m), 3.00 – 2.90 (m), 2.58 – 2.43 (m), 1.64 (s), 1.64 – 1.64 (m), 1.49 – 1.37 (m), 1.17 – 1.07 (m). MS (*m/z*) 856.03 [M+H]⁺.

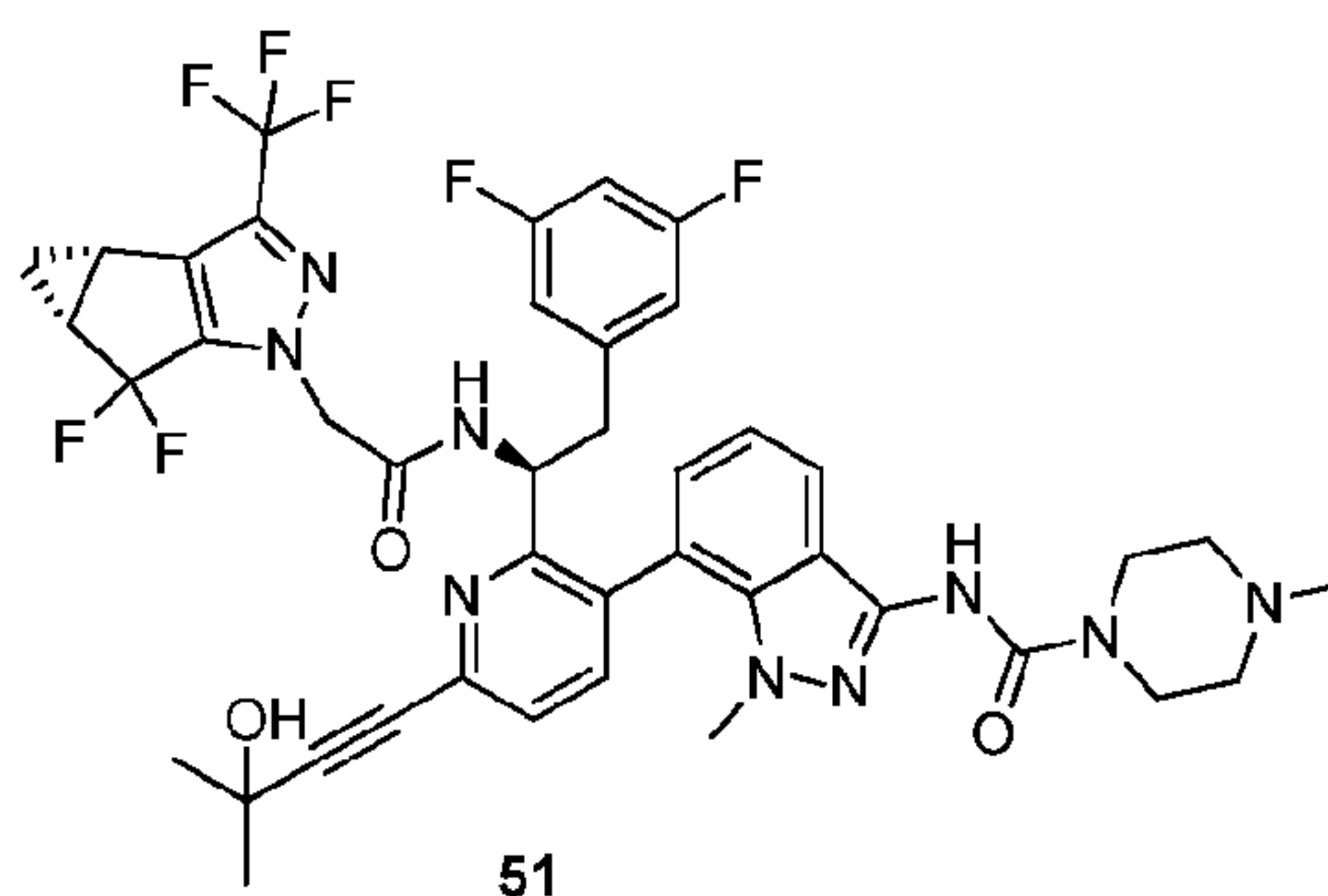
Example 50.



Synthesis of N-((S)-1-(3-(3-(3-cyclopropylureido)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**50**):

[0514] To a solution of N-((S)-1-(3-(3-amino-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**25**, 10 mg, 0.014 mmol) and DIPEA (3.5 μ L, 0.021 mmol) in dichloromethane (0.1 mL) was added triphosgene (4.5 mg, 0.015 mmol). After stirring for 1 minute cyclopropylamine (3.5 μ L, 0.055 mmol) was added. After stirring for 15 minutes, the reaction mixture was concentrated and purified by reverse phase HPLC to provide the title product as a mixture of atropisomers. ^1H NMR (400 MHz, Methanol- d_4) δ 7.87 (m), 7.68 (dd), 7.53 (dd), 7.23 (dd), 7.13 (dd), 7.02 (dd), 6.77 – 6.68 (m), 6.63 – 6.54 (m), 6.49 (dd), 6.38 – 6.32 (m), 6.32 – 6.25 (m), 5.25 (dd), 5.01 (t), 4.79 (t), 3.26 (s), 3.25 – 3.19 (m), 3.14 – 3.04 (m), 3.00 – 2.89 (m), 2.73 – 2.64 (m), 2.56 – 2.41 (m), 1.64 (s), 1.64 (s), 1.49 – 1.36 (m), 1.17 – 1.04 (m), 0.81 – 0.71 (m), 0.61 – 0.51 (m). MS (m/z) 809.12 $[\text{M}+\text{H}]^+$.

Example 51.

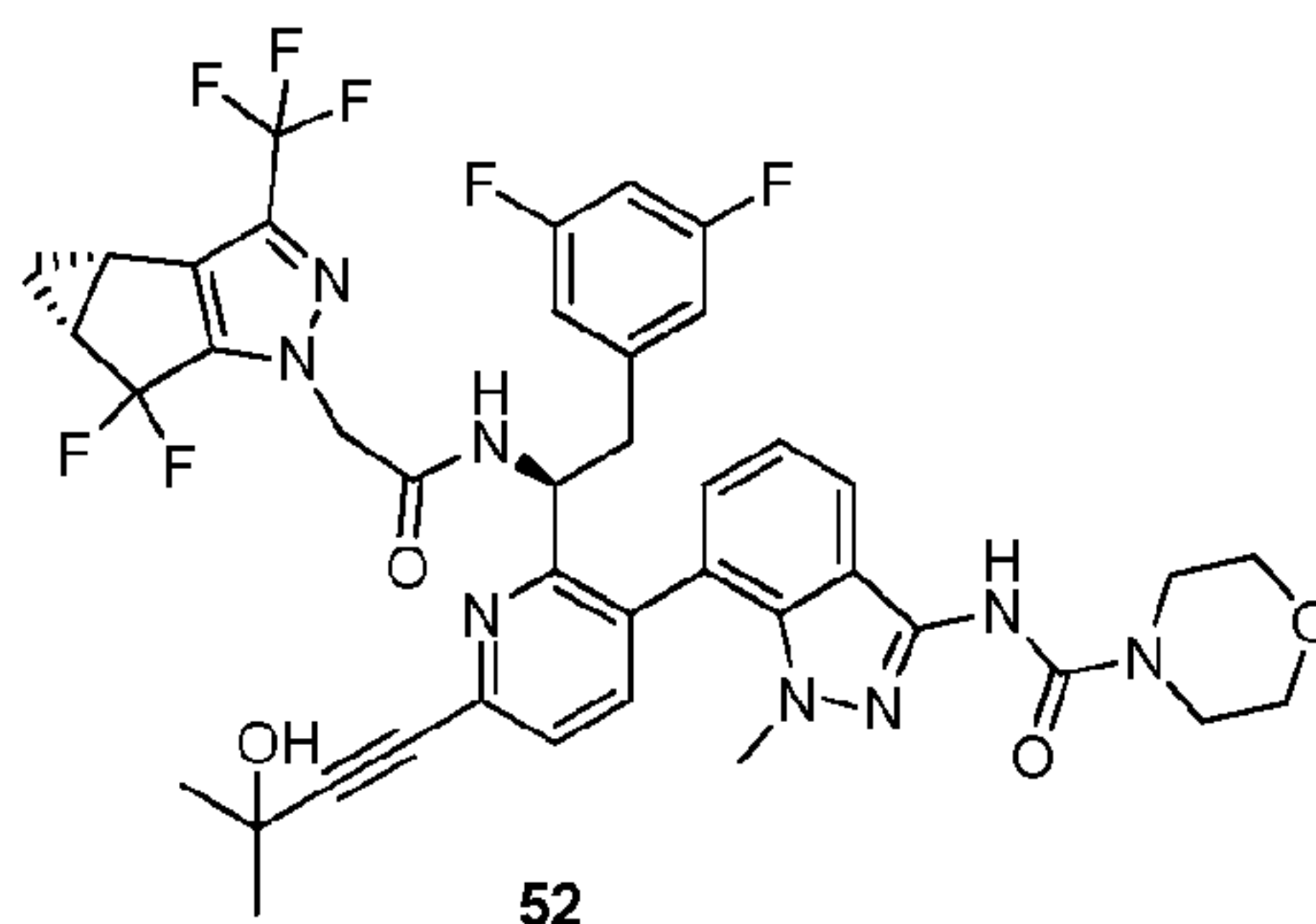


Synthesis of N-(7-(2-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-

hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-4-methylpiperazine-1-carboxamide (51):

[0515] The title compound (**51**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**50**) of Example 50 utilizing 1-methylpiperazine. ¹H NMR (400 MHz, Methanol-*d*₄) δ 7.79 – 7.66 (m), 7.54 (dd), 7.23 (dd), 7.16 (dd), 7.09 (dd), 6.78 – 6.68 (m), 6.66 – 6.57 (m), 6.43 – 6.36 (m), 6.36 – 6.28 (m), 5.29 (dd), 5.02 (dd), 4.85 – 4.71 (m), 4.39 (s), 3.67 – 3.45 (m), 3.27 – 3.22 (m), 3.14 – 3.06 (m), 3.03 – 2.89 (m), 2.58 – 2.41 (m), 1.65 (s), 1.64 (s), 1.49 – 1.36 (m), 1.17 – 1.10 (m), 1.10 – 1.04 (m). MS (*m/z*) 852.11 [M+H]⁺.

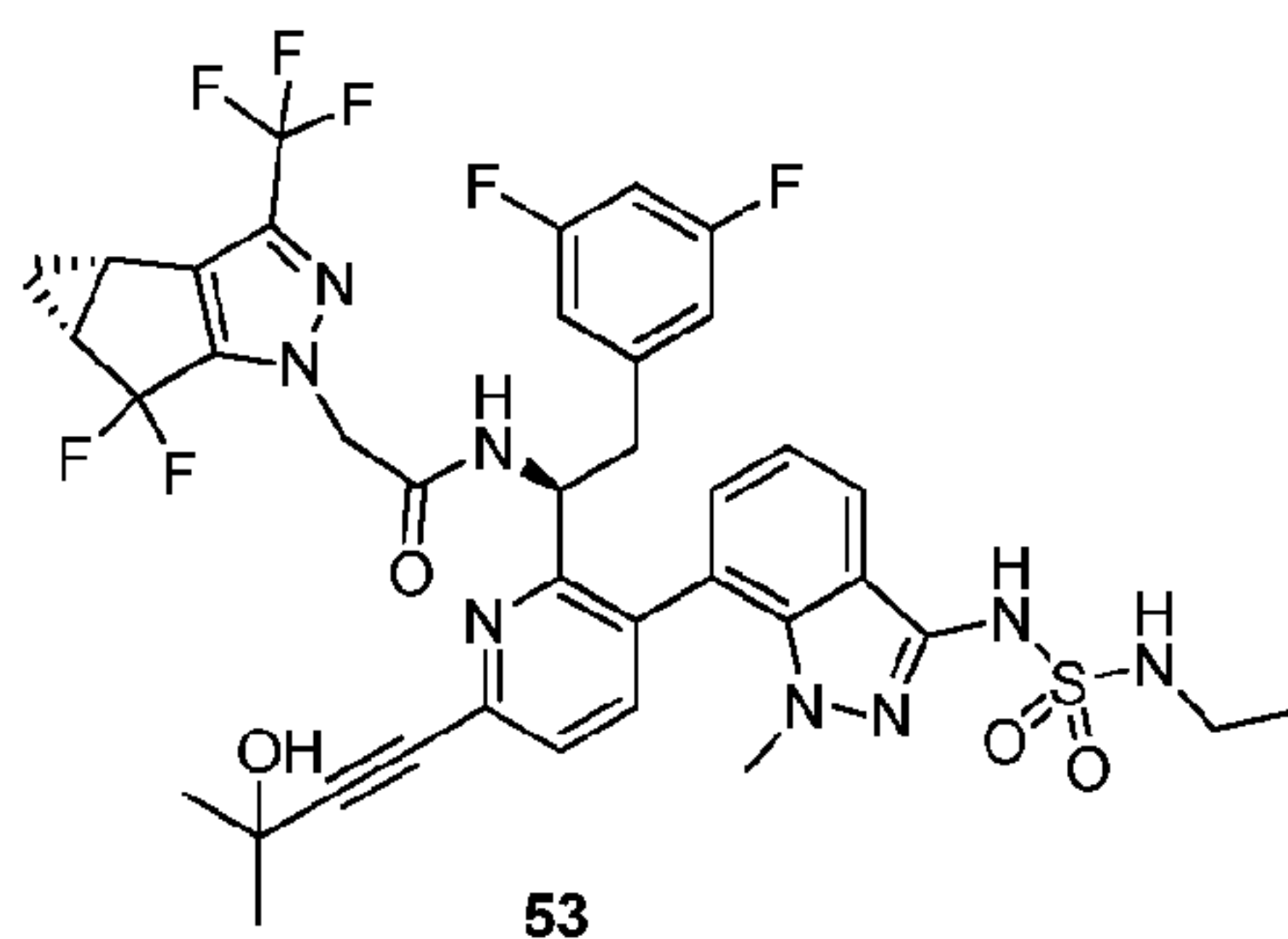
Example 52.



Synthesis of N-(7-(2-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)morpholine-4-carboxamide (52):

[0516] The title compound (**52**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**50**) of Example 50 utilizing morpholine. ¹H NMR (400 MHz, Methanol-*d*₄) δ 7.77 – 7.66 (m), 7.54 (dd), 7.22 (dd), 7.15 (dd), 7.08 (dd), 6.77 – 6.69 (m), 6.66 – 6.60 (m), 6.58 (dd), 6.42 – 6.36 (m), 6.36 – 6.29 (m), 5.32 (dd), 5.03 (dd), 4.85 – 4.79 (m), 4.79 – 4.71 (m), 3.74 (dd), 3.61 – 3.53 (m), 3.27 – 3.20 (m), 3.15 – 3.07 (m), 3.02 (s), 3.00 – 2.90 (m), 2.58 – 2.41 (m), 1.65 (s), 1.64 (s), 1.49 – 1.35 (m), 1.16 – 1.10 (m), 1.10 – 1.04 (m). MS (*m/z*) 839.13 [M+H]⁺.

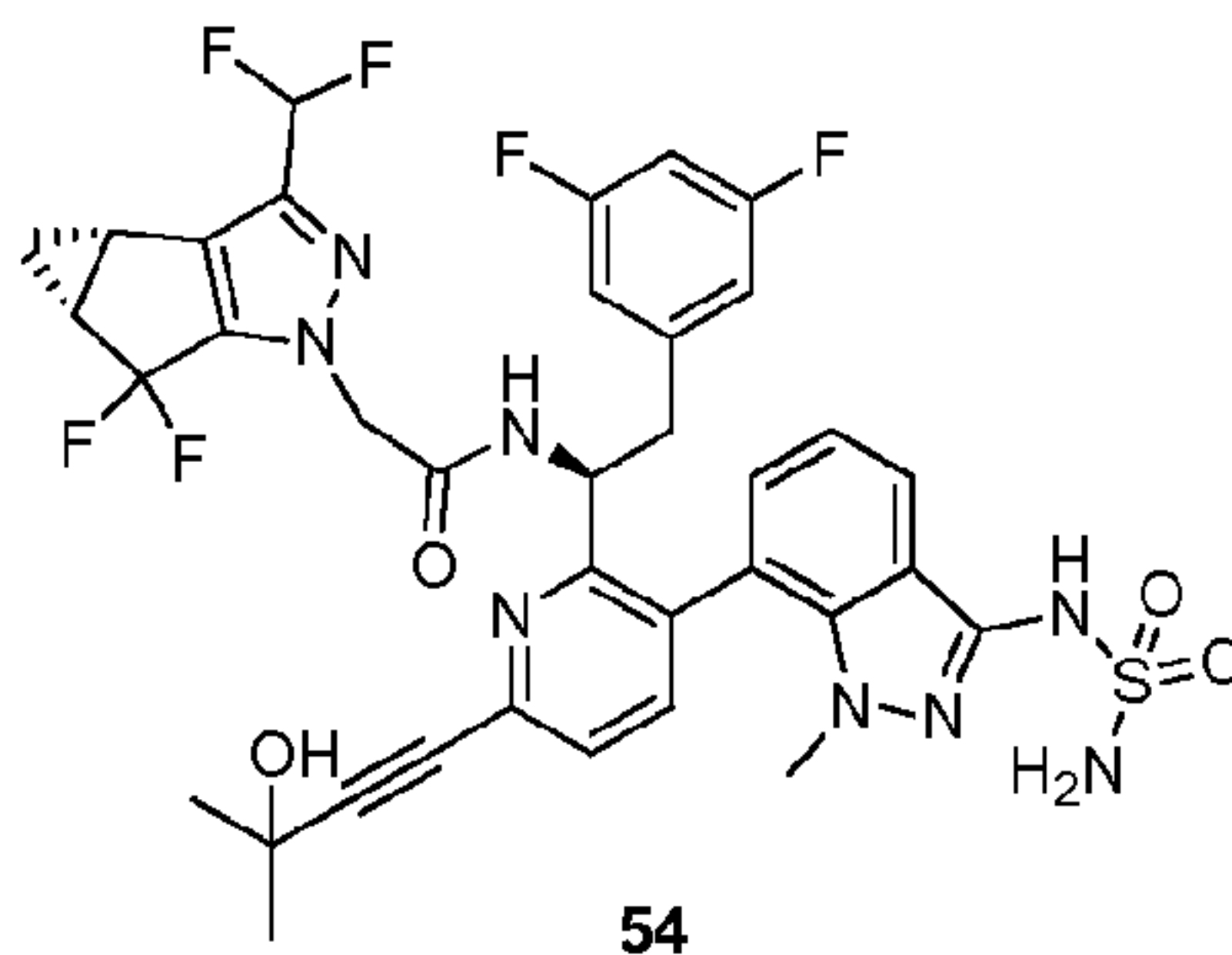
Example 53.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(3-(3-((N-ethylsulfamoyl)amino)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)ethyl)acetamide (**53**):

[0517] The title compound (**53**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**44**) of Example 44 utilizing ethyl sulfamoylchloride. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.84 – 8.74 (m), 7.95 – 7.85 (m), 7.69 (dd), 7.54 (dd), 7.23 (dd), 7.15 (dd), 7.09 (dd), 6.79 – 6.69 (m), 6.66 – 6.56 (m), 6.39 – 6.34 (m), 6.34 – 6.26 (m), 5.35 – 5.25 (m), 5.07 – 4.98 (m), 4.86 – 4.71 (m), 3.23 (m), 3.15 – 3.02 (m), 3.00 (s), 2.98 – 2.88 (m), 2.58 – 2.40 (m), 1.65 (s), 1.64 (s), 1.49 – 1.36 (m), 1.12 (t), 1.10 – 1.02 (m). MS (*m/z*) 833.14 [M+H]⁺.

Example 54.



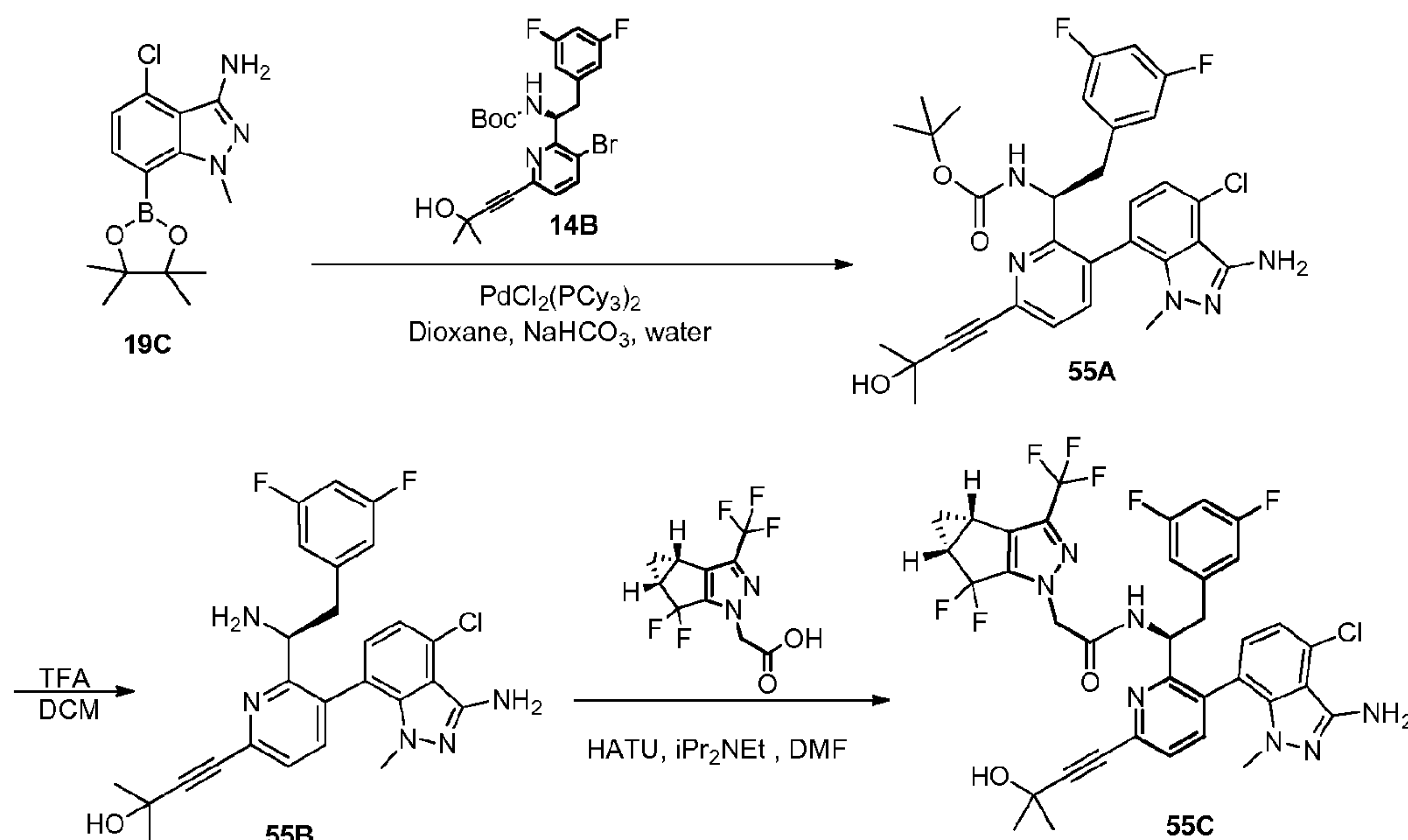
Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(sulfamoylamino)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**54**):

[0518] The title compound (**54**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **44** of Example 44 utilizing and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, *cd*₃od) δ 8.75 (d), 8.01 – 7.93 (m), 7.72 – 7.63

(m), 7.53 (dd), 7.28 – 7.05 (m), 6.87 – 6.51 (m), 6.34 (m), 5.35-5.25 (m), 5.07 – 4.96 (m), 4.80 – 4.65 (m), 3.33 (s), 3.24 – 2.88 (m), 2.53 – 2.38 (m), 1.64 (d), 1.45 – 1.32 (m), 1.13 – 0.99 (m).

MS (m/z) 787.1 $[M+H]^+$.

Example 55.



Synthesis of (S)-tert-butyl (1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (55A):

[0519] To **19C** (1.5 g, 4.8 mmol) in dioxane (100 mL) was added **14B** (1.6 g, 3.2 mmol), 1N sodium bicarbonate (8.4 mL, 8.4 mmol), and $\text{PdCl}_2(\text{PCy}_3)_2$ (238 mg, 0.3 mmol). The reaction mixture was stirred for 30 minutes at 125 °C. The reaction was cooled, diluted with EtOAc and brine. The mixture was extracted 2X with EtOAc, the organic layer was dried over sodium sulfate, was concentrated and purified by flash column chromatography to provide the title compound as a mixture of atropisomers. MS (m/z) 596.7 $[M+H]^+$.

Synthesis of (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (55B):

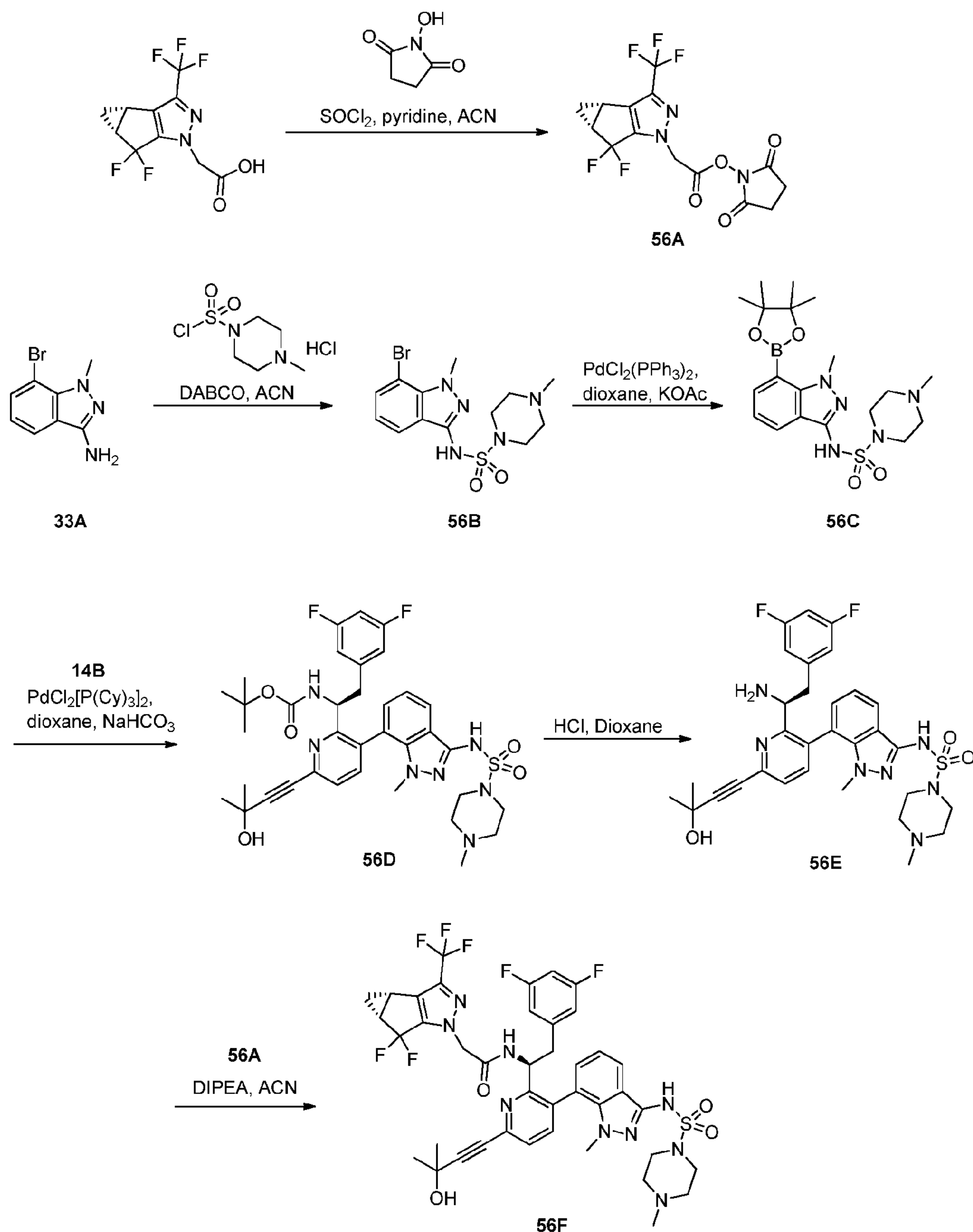
[0520] The title compound (**55B**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19F** of Example 19 utilizing **55A**. MS (m/z) 496.5 $[M+H]^+$.

Synthesis of N-((S)-1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-

(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (55C):

[0521] The title compound (**55C**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **10A** of Example 10 utilizing **55B** and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.83 – 8.69 (m), 7.65 (d), 7.53 (d), 7.13 – 7.06 (m), 7.07 – 6.99 (m), 6.96 (d), 6.81 – 6.71 (m), 6.67 – 6.56 (m), 6.48 – 6.39 (m), 6.41 – 6.30 (m), 5.30 – 5.19 (m), 5.07 – 4.96 (m), 4.83 – 4.71 (m), 3.27 – 3.22 (m), 3.17 (s), 3.10 (s), 3.04 – 2.91 (m), 2.81 (s), 2.61 – 2.39 (m), 1.63 (s), 1.49 – 1.37 (m), 1.37 – 1.24 (m), 1.23 – 1.00 (m). MS (*m/z*) 760.3 [M+H]⁺.

Example 56.



Synthesis of 2,5-dioxopyrrolidin-1-yl 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetate (**56A**):

[0522] To a stirring solution of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid (1.00 g, 3.54 mmol), N-hydroxysuccinimide (0.61 g, 5.32 mmol), and pyridine (0.968 mL, 12.1 mmol) was added dropwise at -5 °C thionyl chloride (0.439 mL, 6.02 mmol). After stirring at -5 °C for 20 min,

2.0M aqueous NaCl (10mL) was added and the product was extracted with two portions of ethyl acetate (12 mL). The combined organic layers were dried over Na₂SO₄, filtered, concentrated *in vacuo*, and purified by silica gel column chromatography to give the title compound. ¹H NMR (400 MHz, DMSO-*d*₆) δ 5.88 – 5.63 (m, 4H), 2.77 – 2.55 (m, 2H), 1.56 – 1.31 (m, 2H), 1.12 – 0.98 (m, 2H).

Synthesis of N-(7-bromo-1-methyl-1H-indazol-3-yl)-4-methylpiperazine-1-sulfonamide (56B):

[0523] To a stirring solution of 7-bromo-1-methyl-1H-indazol-3-amine (**33A**, 250 mg, 1.11 mmol) and DABCO (310 mg, 2.77 mmol) in acetonitrile was added 4-methylpiperazine-1-sulfonyl chloride HCl (650 mg, 2.77 mmol). After stirring at 50 °C for 3 h, the reaction was concentrated, diluted with water and extracted with ethyl acetate. The organic layer was dried over Na₂SO₄, filtered, concentrated *in vacuo*, and purified by silica gel column chromatography to give the title compound. MS (*m/z*) 387.97 [M+H]⁺.

Synthesis of 4-methyl-N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)piperazine-1-sulfonamide (56C):

[0524] The title compound (**56C**) was prepared according to the method presented for the synthesis of compound (**19D**) of Example 19 utilizing N-(7-bromo-1-methyl-1H-indazol-3-yl)-4-methylpiperazine-1-sulfonamide (**56B**). MS (*m/z*) 436.18 [M+H]⁺.

Synthesis of (S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(4-methylpiperazine-1-sulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)carbamate (56D):

[0525] The title compound (**56D**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**19E**) of Example 19 utilizing 4-methyl-N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)piperazine-1-sulfonamide (**56C**).

Synthesis of (S)-N-(7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-4-methylpiperazine-1-sulfonamide (56E):

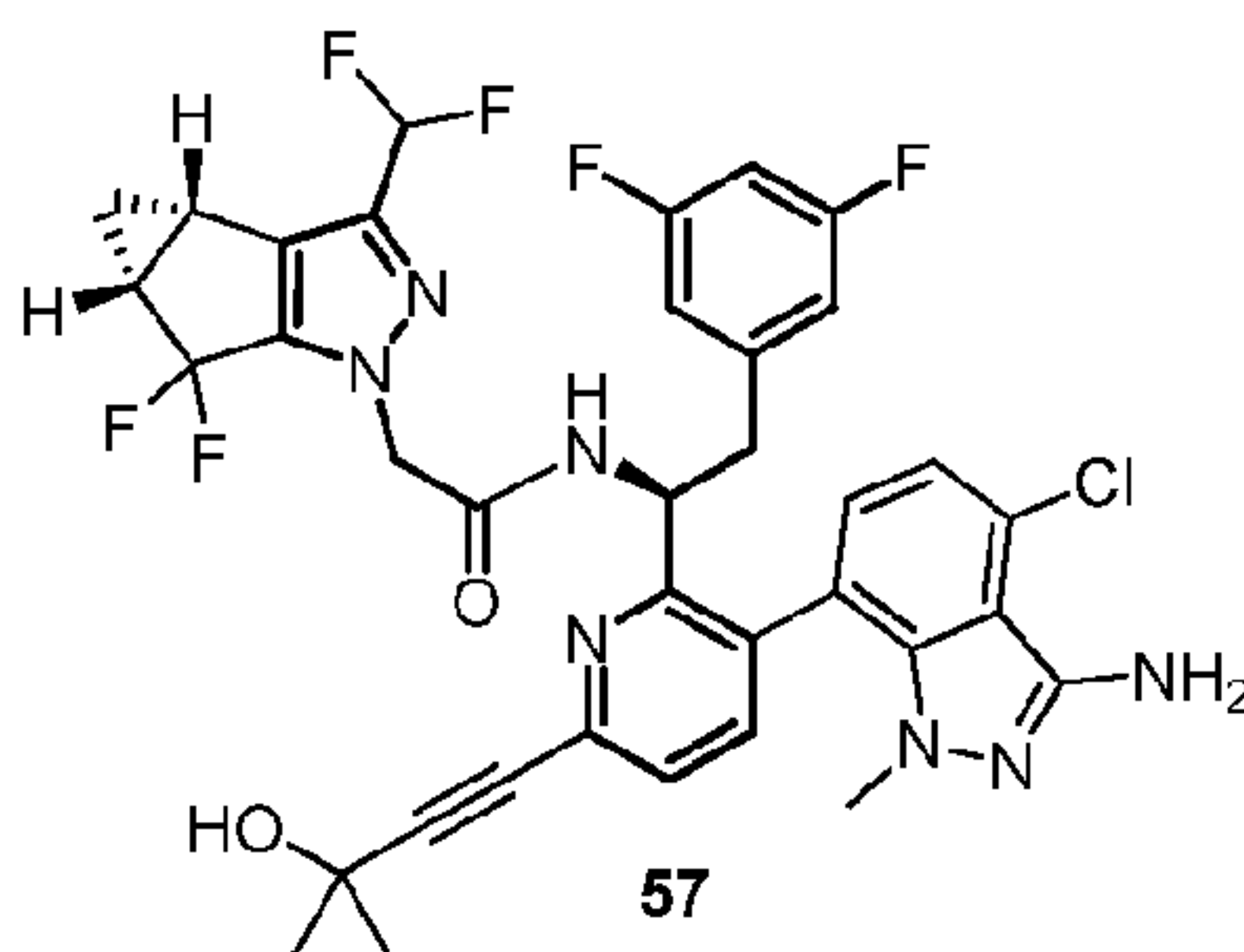
[0526] The title compound (**56E**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**14C**) of Example 14 utilizing (S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(4-methylpiperazine-1-sulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)carbamate (**56D**). The resulting crude product was basified to pH~8 with 1M aqueous NaHCO₃ and extracted with

ethyl acetate. The organic layer was dried over Na₂SO₄, filtered, concentrated *in vacuo*, and taken to the next step without further purification.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(4-methylpiperazine-1-sulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**56F**):

[0527] To a solution of crude (S)-N-(7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-4-methylpiperazine-1-sulfonamide (**56E**, 62.9 mg, 0.101 mmol assuming 100% purity) and DIPEA (17.5 μ L, 0.101 mmol) in acetonitrile (2 mL) was 2,5-dioxopyrrolidin-1-yl 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetate (**56A**, 38.3 mg, 0.101 mmol). After stirring for 1 h, the reaction mixture was filtered and purified by reverse phase HPLC to provide the title product as a mixture of atropisomers. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.01 (dd), 7.87 – 7.77 (m), 7.73 – 7.52 (m), 7.28 – 7.15 (m), 6.95 (dd), 6.76 – 6.61 (m), 6.46 – 6.41 (m), 6.19 – 6.11 (m), 5.24 (dd), 5.03 – 4.90 (m), 4.78 (d), 3.91 – 3.67 (m), 3.36 (s), 3.13 (dq), 3.00 (s), 2.94 – 2.87 (m), 2.75 (dd), 2.70 (s), 2.60 – 2.45 (m), 1.65 (s), 1.64 (s), 1.49 – 1.38 (m), 1.15 – 0.94 (m). MS (*m/z*) 888.35 [M+H]⁺.

Example 57.

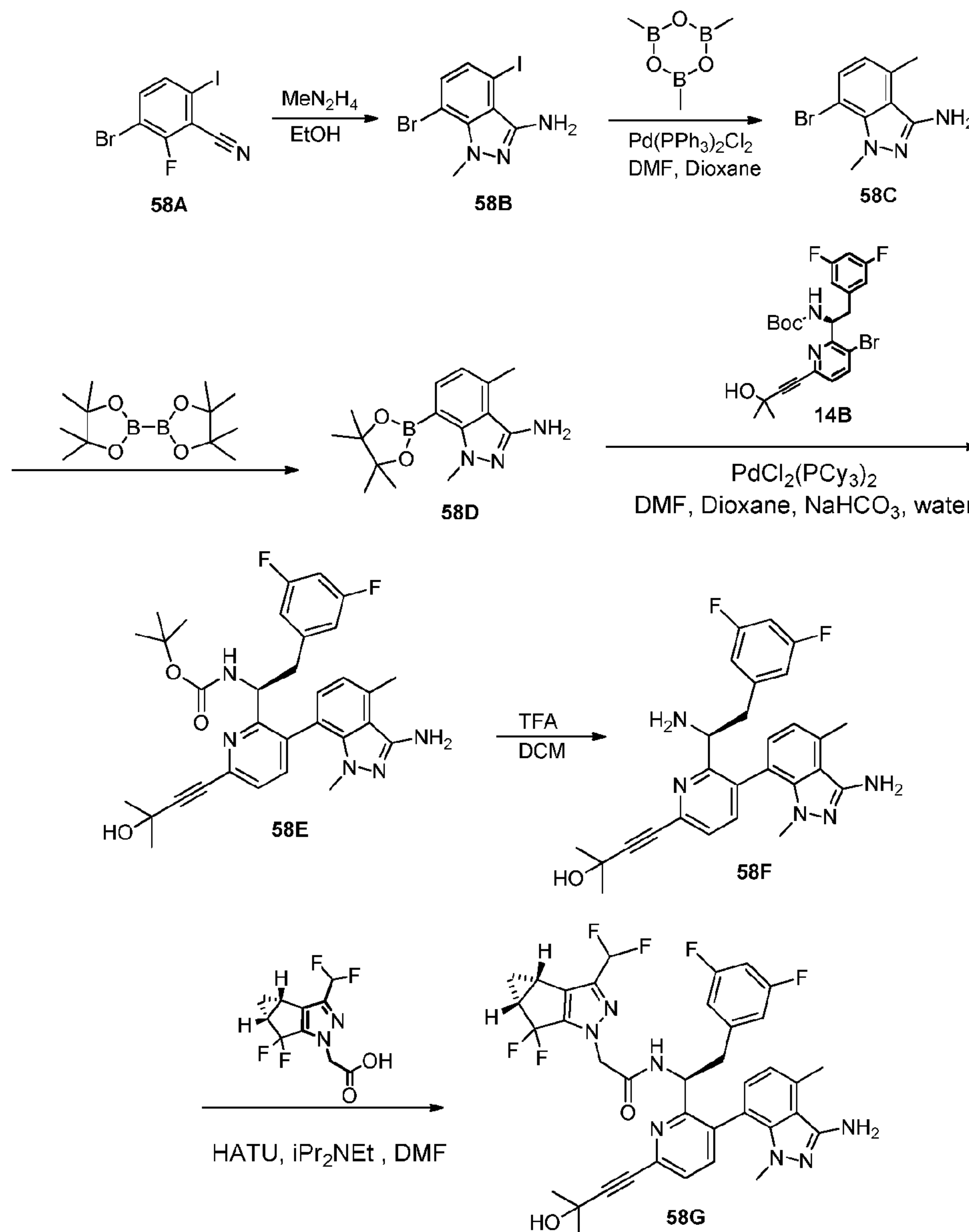


Synthesis of N-((S)-1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**57**):

[0528] The title compound (**57**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **10A** of Example 10 utilizing **55B** and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, Chloroform-*d*) δ

8.02 (s), 7.54 – 7.37 (m), 7.10 (d), 7.07 – 6.99 (m), 6.75 (d), 6.72 (t), 6.67 – 6.56 (m), 6.51 – 6.44 (m), 6.25 – 6.13 (m), 6.02 (d), 5.56 (q), 5.01 (td), 4.75 – 4.69 (m), 3.08 (s), 2.98 – 2.86 (m), 2.80 (s), 2.55 – 2.39 (m), 1.71 (s), 1.42 (q), 1.22 – 1.14 (m). MS (m/z) 742.8 $[M+H]^+$.

Example 58.



Synthesis of 7-bromo-4-iodo-1-methyl-1H-indazol-3-amine (**58B**):

[0529] The title compound (**58B**) was prepared according to the method presented for the synthesis of compound **19B** of Example 19 utilizing **58A**. MS (m/z) 352.4 $[M+H]^+$.

Synthesis of 7-bromo-1,4-dimethyl-1H-indazol-3-amine (**58C**):

[0530] To **58B** (3.0 g, 8.5 mmol) in dioxane (10 mL) and DMF (10 mL) was added Trimethylboroxine (4.8 mL, 34.1 mmol), 2M K₂CO₃ in water (8.5 mL), and Pd(PPh₃)₂Cl₂ (600 mg, 0.8 mmol). The reaction mixture was stirred for 5 hours at 160 °C. The reaction was cooled, diluted with EtOAc and brine. The mixture was extracted 2X with EtOAc, the organic layer was dried over sodium sulfate, concentrated and purified by flash column chromatography to provide the title compound. MS (*m/z*) 240.1 [M+H]⁺.

Synthesis of 1,4-dimethyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (**58D**):

[0531] The title compound (**58D**) was prepared according to the method presented for the synthesis of compound **19C** of Example 19 utilizing **58C**. MS (*m/z*) 288.2 [M+H]⁺.

Synthesis of (S)-tert-butyl (1-(3-(3-amino-1,4-dimethyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**58E**):

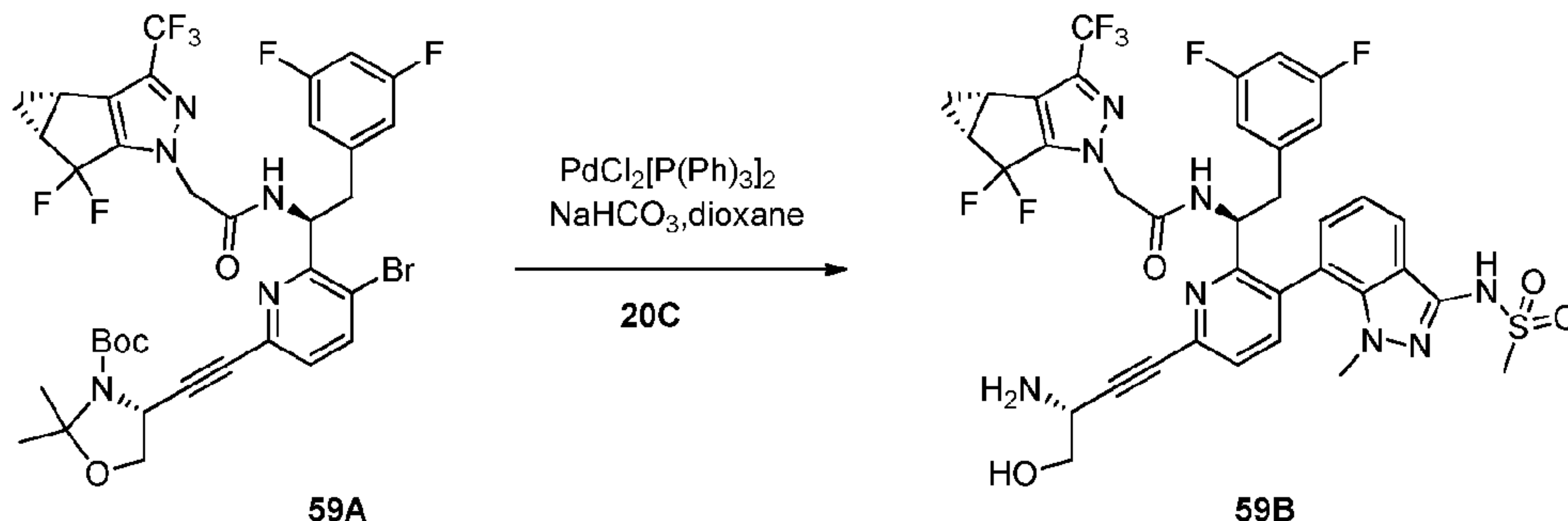
[0532] The title compound (**58E**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19E** of Example 19 utilizing **58D**. MS (*m/z*) 576.2 [M+H]⁺.

Synthesis of (S)-4-(5-(3-amino-1,4-dimethyl-1H-indazol-7-yl)-6-(1-amino-2-(3,5-difluorophenyl)ethyl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (**58F**):

[0533] The title compound (**58F**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19F** of Example 19 utilizing **58E**. MS (*m/z*) 476.1 [M+H]⁺.

Synthesis of N-((S)-1-(3-(3-amino-1,4-dimethyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**58G**):

[0534] The title compound (**58G**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **10A** of Example 10 utilizing **58F** and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (Methanol-*d*₄) δ: 8.68 – 8.57 (m), 7.69 – 7.45 (m), 7.06 (d), 6.85 (d), 6.80 (d), 6.76 – 6.66 (m), 6.66 – 6.53 (m), 6.45 (d), 6.38 (d), 6.31 (d), 5.26 (s), 5.08 – 4.98 (m), 4.73 (d), 3.27 – 3.19 (m), 3.16 (s), 3.06 (dd), 2.91 (dd), 2.84 (s), 2.74 – 2.66 (m), 2.53 – 2.38 (m), 1.64 (d), 1.43 – 1.24 (m), 1.12 – 0.98 (m). MS (*m/z*) 722.2 [M+H]⁺.

Example 59.

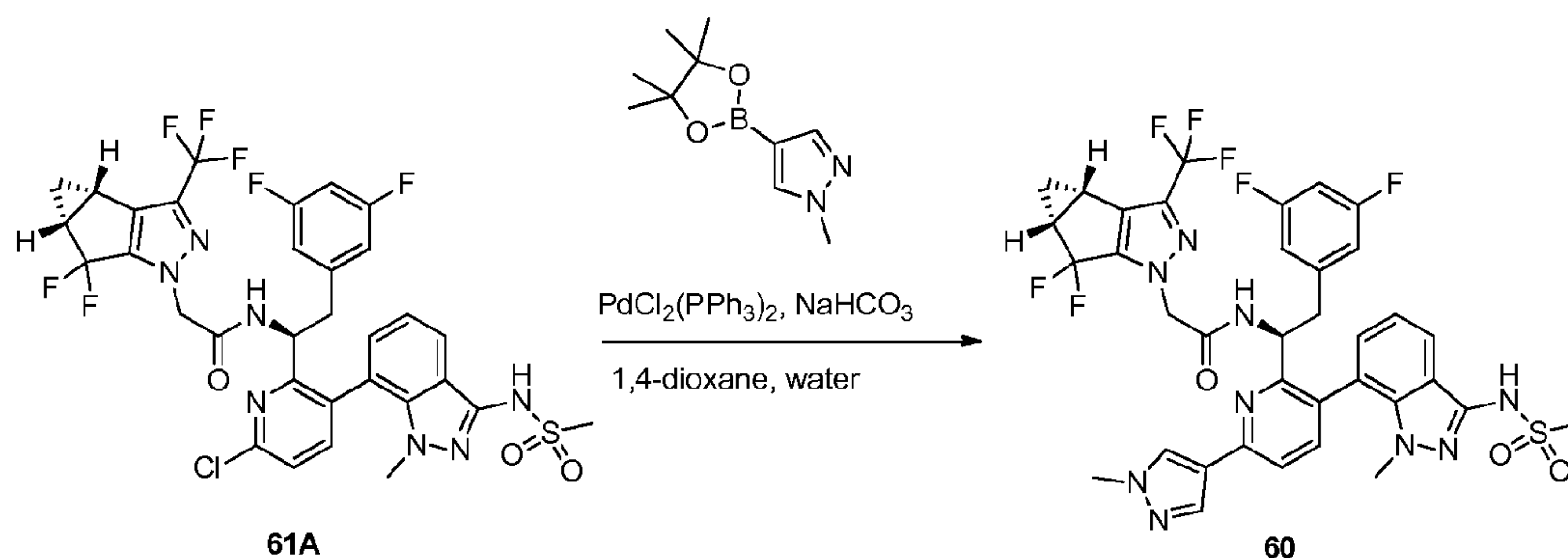
Synthesis of (R)-tert-butyl 4-((5-bromo-6-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)pyridin-2-yl)ethynyl)-2,2-dimethyloxazolidine-3-carboxylate (**59A**):

[0535] The title compound was prepared similarly to compound **14D** in example 14 utilizing (R)-tert-butyl 4-ethynyl-2,2-dimethyloxazolidine-3-carboxylate instead of 2-methylbut-3-yn-2-ol. MS (m/z) 799 $[M-H]^-$.

Synthesis of N-((S)-1-(6-((R)-3-amino-4-hydroxybut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**59B**):

[0536] To a solution of **59A** (110 mg, 0.13 mmol) in dioxane (3 mL) was added **20C** (67 mg, 0.19 mmol), sodium bicarbonate (1M, 0.41 mL) followed by $\text{PdCl}_2[\text{P}(\text{Ph})_3]_2$ (4.8 mg, 0.06 mmol). The reaction was sealed and heated in a microwave reactor for 20 min at 150°C. Upon cooling, the reaction mixture was first diluted with EtOAc and washed with brine (2 x 10 mL), dried over Na_2SO_4 , filtered and concentrated. The crude material purified by reverse phase HPLC. Fractions containing the product were pooled and treated with neat TFA to give the title compound **59B** as a mixture of atropisomers. ^1H NMR (400 MHz, cd_3od) δ 7.89 – 7.73 (m), 7.69 – 7.60 (m), 7.32-7.27 (m), 7.25-7.15 (m), 7.10 -7.07 (m), 6.80-6.70 (m), 6.69 – 6.47 (m), 6.50 (d), 6.40 – 6.28 (m), 5.32-5.25 (m), 5.05 – 4.96 (m), 4.80 – 4.72 (d), 4.52 – 4.44 (m), 4.09 – 3.98 (m), 3.94 – 3.84 (m), 3.21 – 3.08 (m), 3.05 – 2.89 (m), 2.59 – 2.37 (m), 1.46 – 1.35 (m), 1.11 (s), 1.04 (s). MS (m/z) 805.1 $[M+H]^+$.

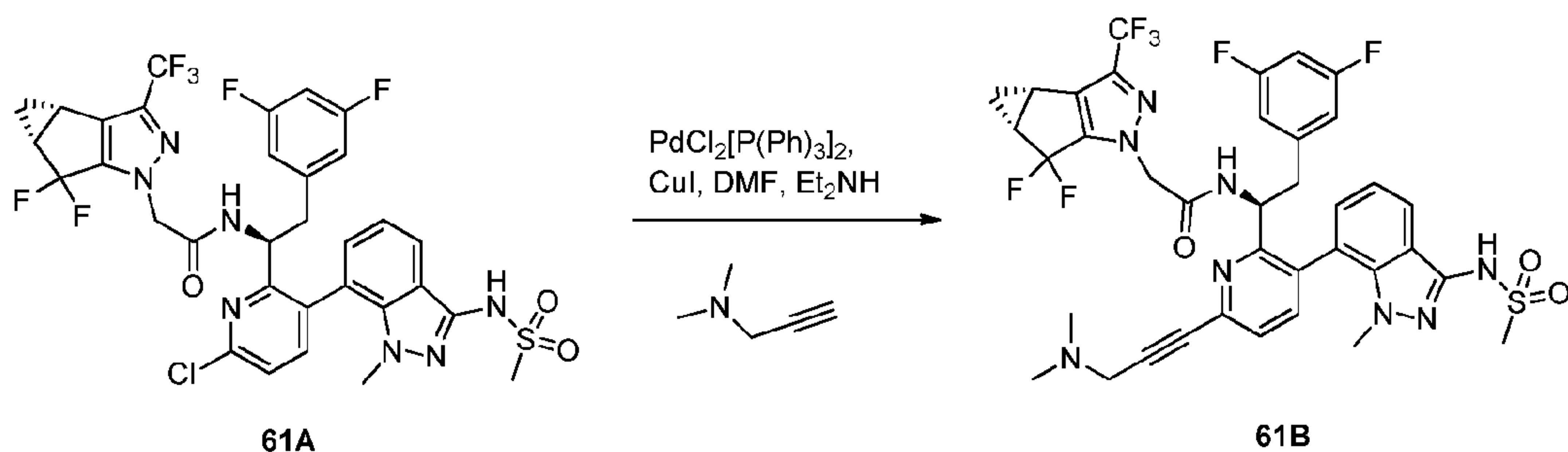
Example 60.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(1-methyl-1H-pyrazol-4-yl)-3-(1-methyl-3-(methylsulfonyl)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**60**):

[0537] In a microwave tube were charged with compound **61A** (20 mg, 0.026 mmol), 1-methyl-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrazole (11 mg, 0.053 mmol) and $\text{PdCl}_2[\text{PPh}_3]_2$ (2 mg, 0.003 mmol). To the mixture was added 0.5 mL of 1,4-dioxane and 0.1 mL of sodium bicarbonate aqueous solution (1M). The mixture was heated to 120 °C for 4 minutes in a microwave synthesizer. After cooled to room temperature, it was partitioned between EtOAc and water. The organic layer was separated and washed with brine, then dried over MgSO_4 , filtered and concentrated. The residue was purified by reverse phase HPLC to afford the title compound **60** as a mixture of atropisomers. ^1H NMR (400 MHz, Methanol- d_4) δ 8.43 – 8.29 (m), 8.28 – 8.09 (m), 7.91 – 7.72 (m), 7.76 – 7.58 (m), 7.15 – 7.00 (m), 6.82 – 6.68 (m), 6.53 (dd), 6.36 – 6.14 (m), 5.39 – 5.18 (m), 5.08 – 4.91 (m), 4.84 (d), 4.02 (d), 3.38 (s), 3.23 – 3.14 (m), 3.14 (s), 3.01 (d), 2.93 (dd), 2.63 – 2.30 (m), 1.50 – 1.26 (m), 1.17 – 0.79 (m). MS (m/z): 802.16 $[\text{M}+\text{H}]^+$

Example 61.



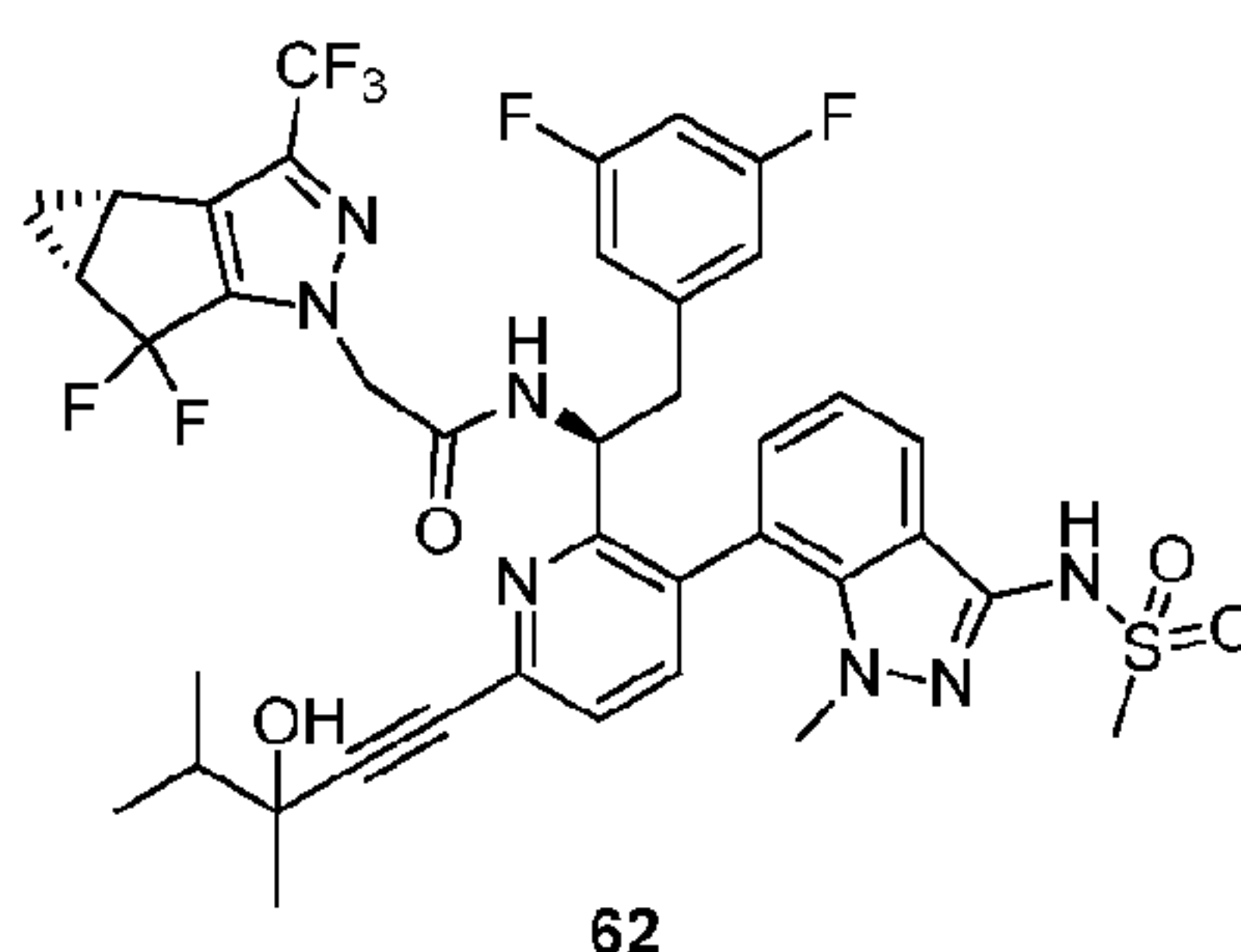
Synthesis of N-((S)-1-(6-chloro-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**61A**).

[0538] The title compound (**61A**) was prepared according to the method presented for the synthesis of compound **157F** of Example 157 utilizing N-(1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-yl)methanesulfonamide (**33C**) instead of **19D**. MS (m/z) 756.1 [M+H]⁺.

Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-(dimethylamino)prop-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**61B**):

[0539] To the reaction vial containing **61A** (20 mg, 0.026 mmol) in DMF (0.2 mL) was added N,N-dimethylprop-2-yn-1-amine (11 mg, 0.13 mmol), PdCl₂[P(Ph)₃]₂ (1.87 mg, 0.003 mmol), and diethylamine (0.02 mL, 0.26 mmol). The reaction mixture was flushed with argon gas for 5 min then sealed and heated in a microwave reactor to 125°C for 15 min. Upon cooling, the reaction mixture was filtered and purified by reverse phase HPLC to provide the title product as a mixture of atropisomers. ¹H NMR δ 8.70 (m), 7.90 – 7.76 (m), 7.70 (d), 7.16 (m), 6.75 (tt), 6.57 (dd), 6.41 – 6.28 (m), 5.35-5.25 (m), 5.08 – 4.97 (m), 4.82 – 4.68 (m), 4.47 (d), 3.30 – 3.06 (m), 3.05 – 2.88 (m), 2.54 – 2.43 (m), 1.48 – 1.35 (m), 1.15-1.11 (m), 1.09 – 1.00 (m). MS (m/z) 803.2 [M+H]⁺.

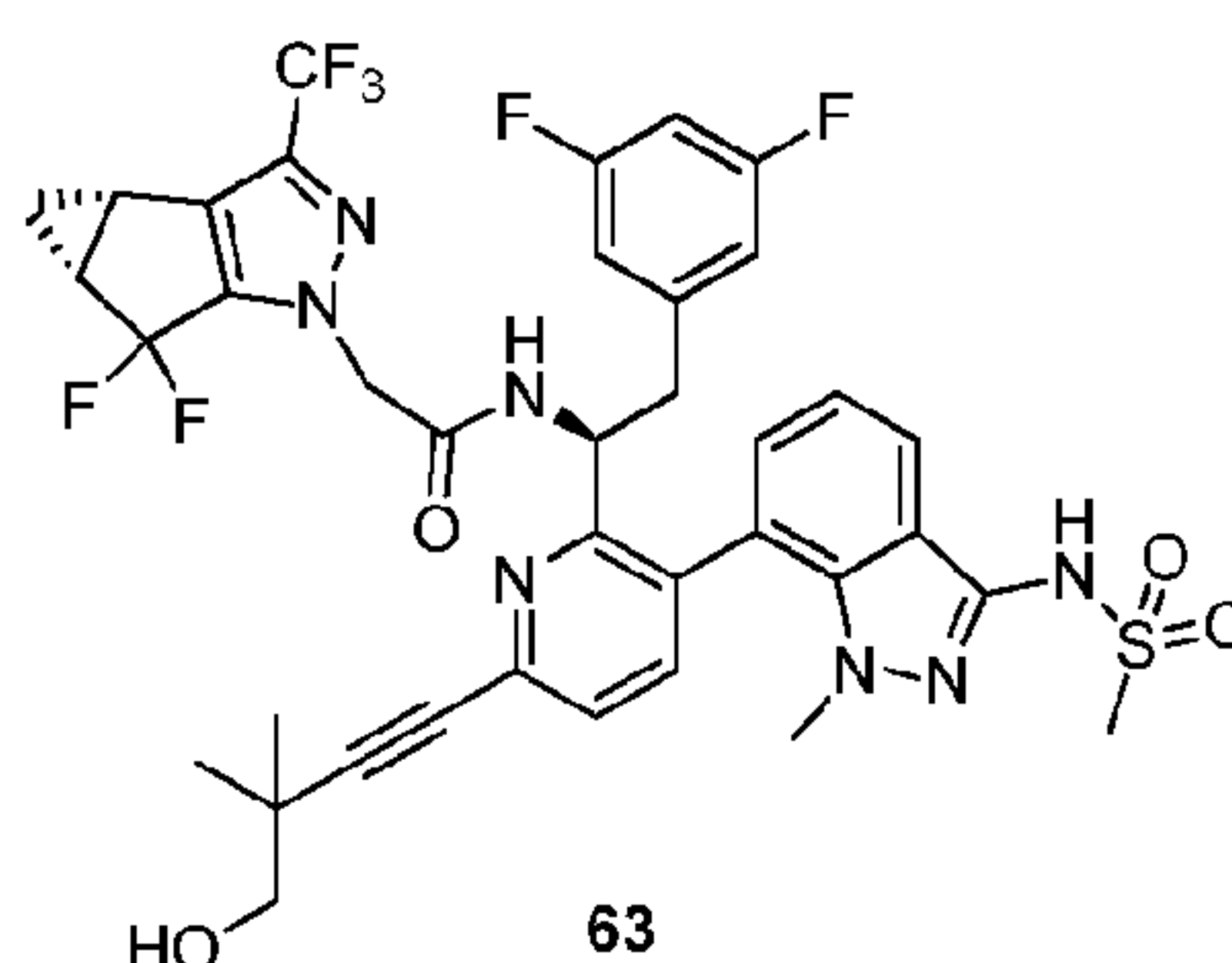
Example 62.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((1S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3,4-dimethylpent-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**62**):

[0540] The title compound (**62**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **61** of Example 61 utilizing 3,4-dimethylpent-1-yn-3-ol. ¹H NMR (400 MHz, cd₃od) δ 8.73 (m), 7.83-7.79 (m), 7.75-7.70 (m), 7.60-7.54 (m), 7.27-7.12 (m), 7.05 (t), 6.65 (t), 6.61 (t), 6.52 (t), 6.35-6.21 (m), 5.35-5.21 (m), 5.06 – 4.97 (m), 4.85 – 4.70 (m), 3.34 (s), 3.20 – 3.08 (m), 3.01 – 2.88 (m), 2.56 – 2.38 (m), 2.01 – 1.89 (m), 1.60 – 1.54 (d), 1.46 – 1.34 (m), 1.21 – 1.09 (m), 1.08 – 1.03 (m). MS (m/z) 832.1 [M+H]⁺.

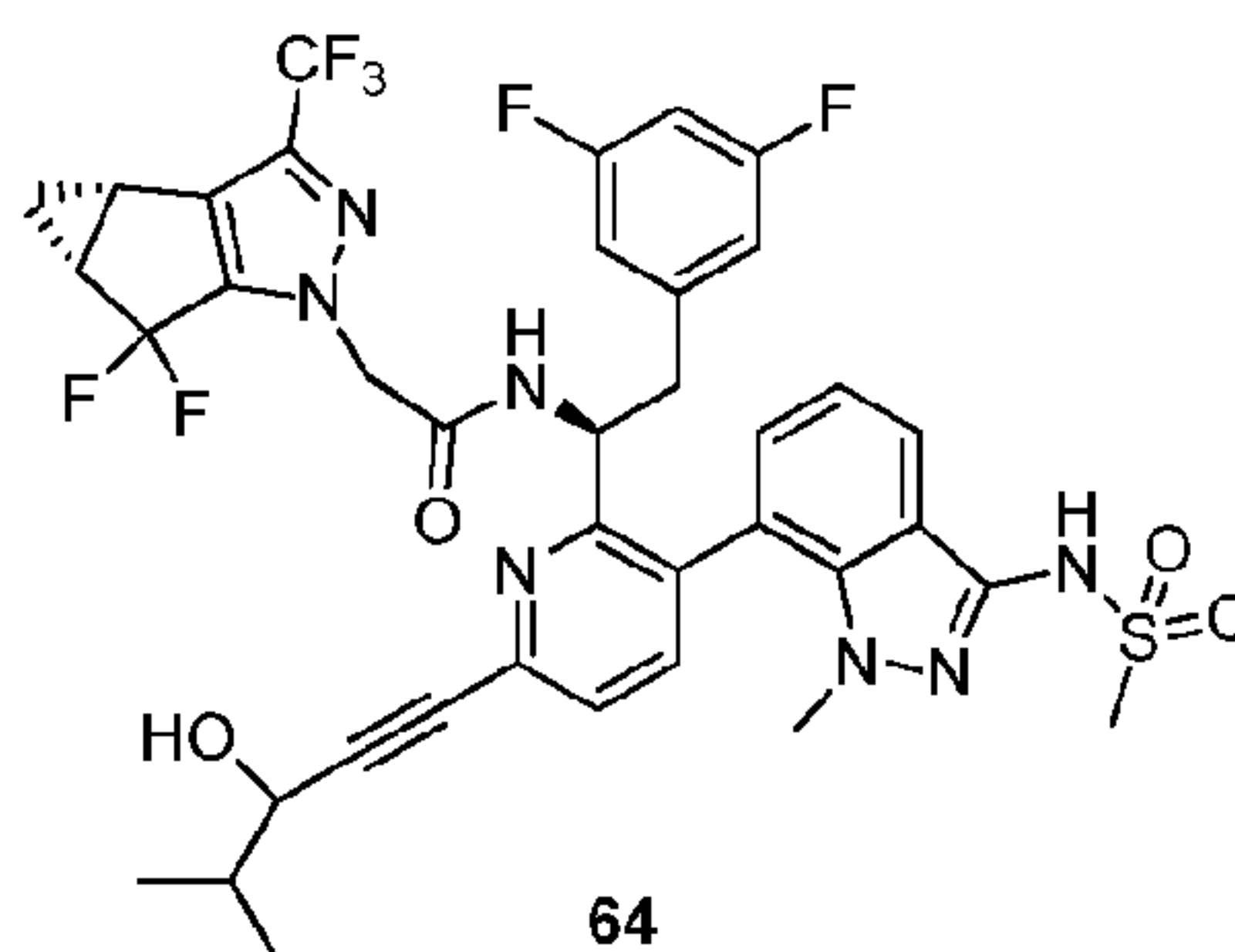
Example 63.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(4-hydroxy-3,3-dimethylbut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**63**):

[0541] The title compound (**63**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **61** of Example 61 utilizing 2,2-dimethylbut-3-yn-1-ol. ¹H NMR (400 MHz, cd₃od) δ 8.65 (d), 7.83 (m), 7.66 (dd), 7.51 (dd), 7.08 (dd), 6.73 (tt), 6.50 (dt), 6.38 – 6.26 (m), 5.35-5.25 (m), 4.98 (t), 4.85 – 4.71 (m), 3.57 (s), 3.33 (s), 3.15 (d), 3.04 – 2.87 (m), 2.54 – 2.43 (m), 1.36 (s), 1.12 – 1.02 (m). MS (m/z) 818.2 [M+H]⁺.

Example 64.

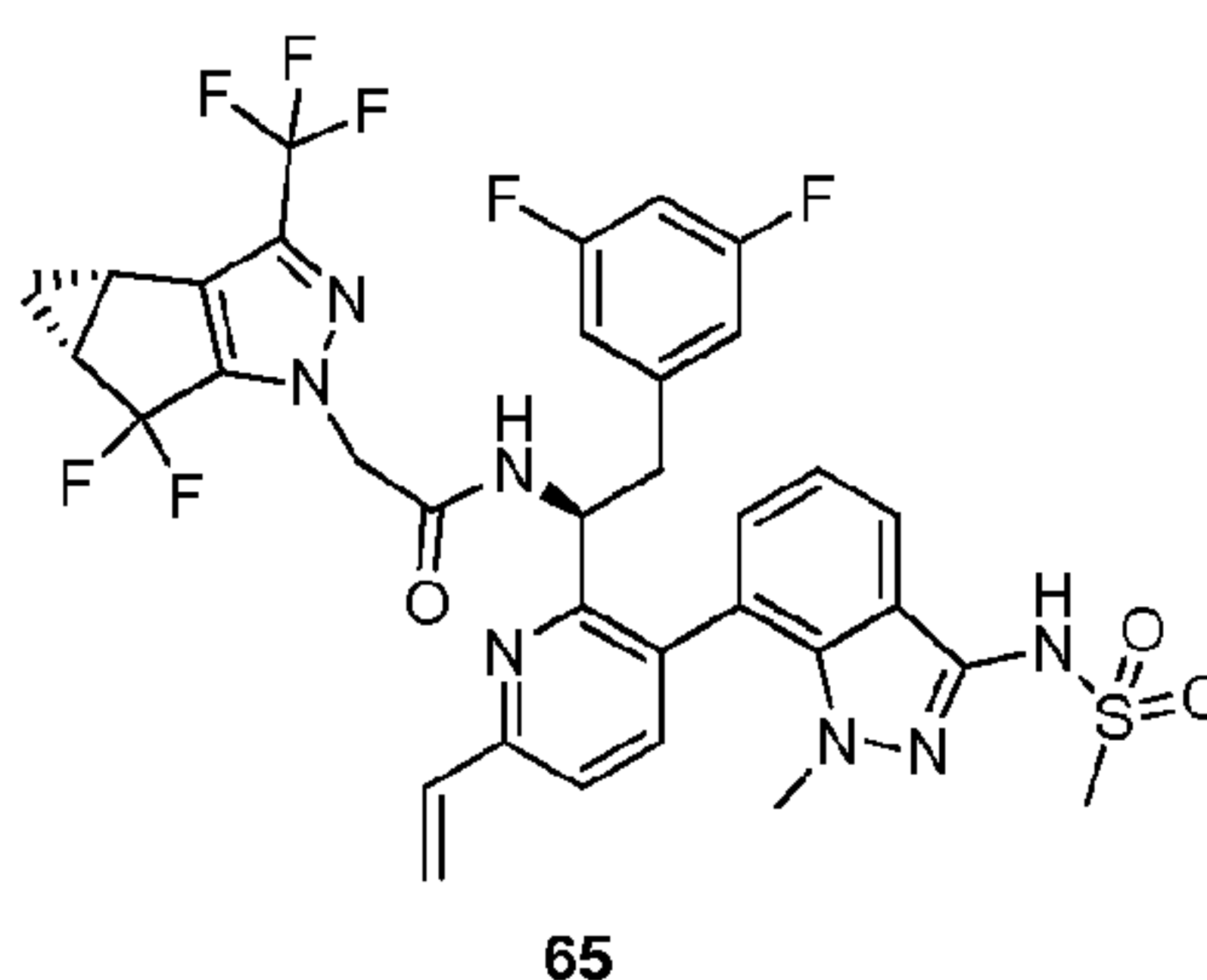


Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((1S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-

4-methylpent-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (64):

[0542] The title compound (**64**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **61** of Example 61 utilizing 4-methylpent-1-yn-3-ol. ¹H NMR (400 MHz, cd₃od) δ 8.74 (d), 8.67 (d), 7.88 – 7.79 (m), 7.75 – 7.66 (m), 7.60 – 7.50 (m), 7.14 – 7.05 (m), 6.78 – 6.68 (m), 6.53 (ddt), 6.41 – 6.29 (m), 5.31–5.25 (m), 5.06 – 4.95 (m), 4.78 (d), 4.45 – 4.38 (m), 3.34 (s), 3.15 (d), 3.03 – 2.88 (m), 2.55 – 2.43 (m), 2.06 – 1.91 (m), 1.39 (q), 1.18 – 1.10 (m), 1.07 (d). MS (m/z) 818.1 [M+H]⁺.

Example 65.

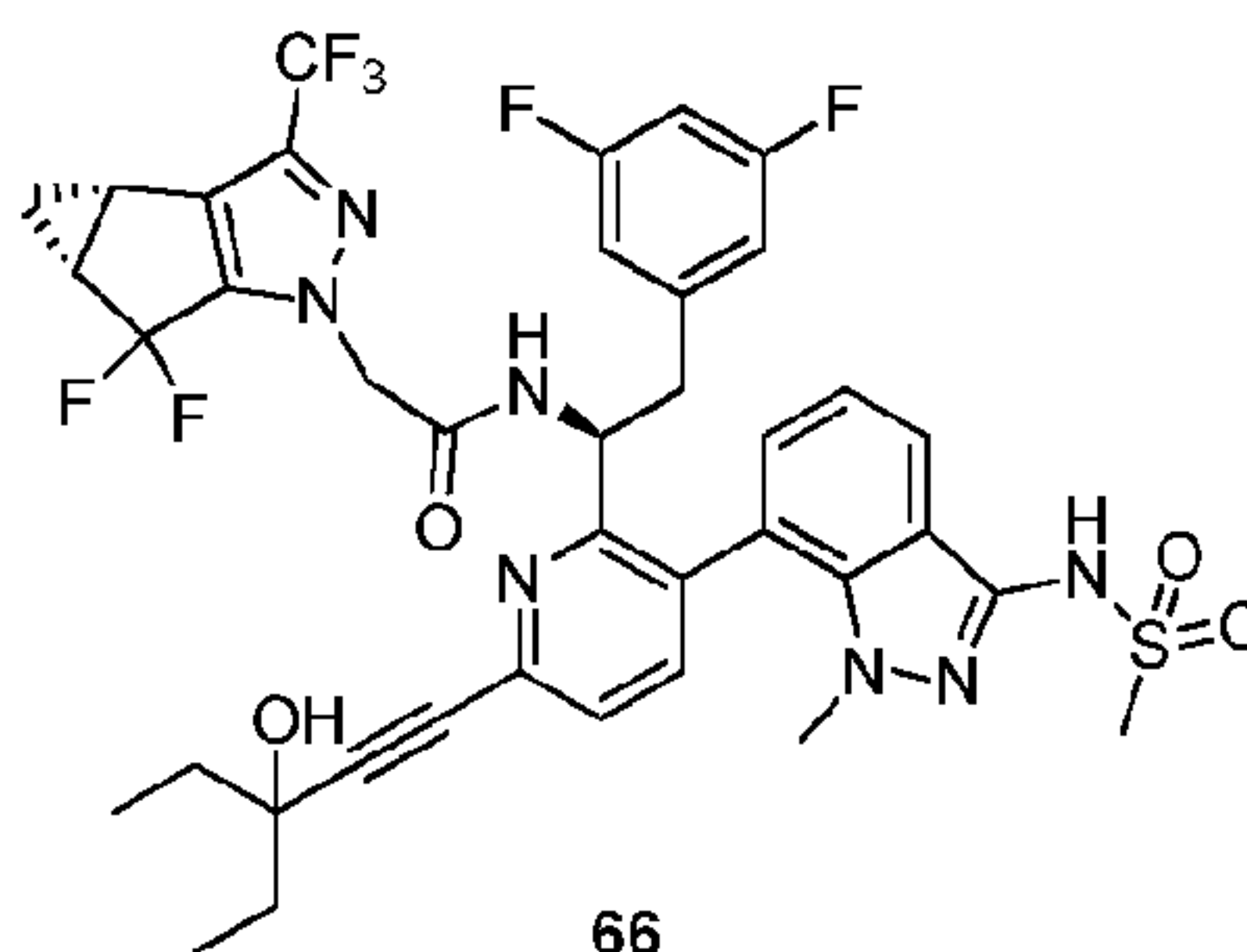


Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(3-(1-methyl-3-(1-methyl-1H-imidazole-4-sulfonamido)-1H-indazol-7-yl)-6-vinylpyridin-2-yl)ethyl)acetamide (65):

[0543] Argon was bubbled through a solution of N-((S)-1-(6-chloro-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**61A**, 100 mg, 0.13 mmol), potassium vinyltrifluoroborate (35.4 mg, 0.26 mmol), dichloro 1,1'-bis(diphenylphosphino)ferrocene palladium (II) dichloromethane (10.8 mg, 0.01 mmol), and triethylamine (0.06 ml, 0.43 mmol) in EtOH (2.6 ml) for 5 mins. The reaction was heated in a microwave reactor at 150 °C for 20 mins. The product was solid loaded onto silica and purified by silica gel chromatography followed by re-purification by reverse phase HPLC to provide the title product as a mixture of atropisomers. ¹H NMR (400 MHz, Methanol-*d*₄) δ 7.85 – 7.78 (m), 7.67 – 7.62 (m), 7.55 – 7.48 (m), 7.24 – 7.14 (m), 7.11 – 7.05 (m), 7.04 – 6.94 (m), 6.76 – 6.67 (m), 6.64 – 6.56 (m), 6.56 – 6.34 (m), 6.33 – 6.24 (m), 5.67 – 5.58 (m), 5.31 – 5.23 (m), 5.03 – 4.95 (m), 4.86 – 4.75 (m), 3.34 (s), 3.32 – 3.28 (m), 3.24 – 3.09

(m), 3.02 – 2.85 (m), 2.57 – 2.41 (m), 1.41 (m), 1.35 – 1.24 (m), 1.17 – 1.10 (m), 1.10 – 1.03 (m). MS (m/z) 748.15 $[M+H]^+$.

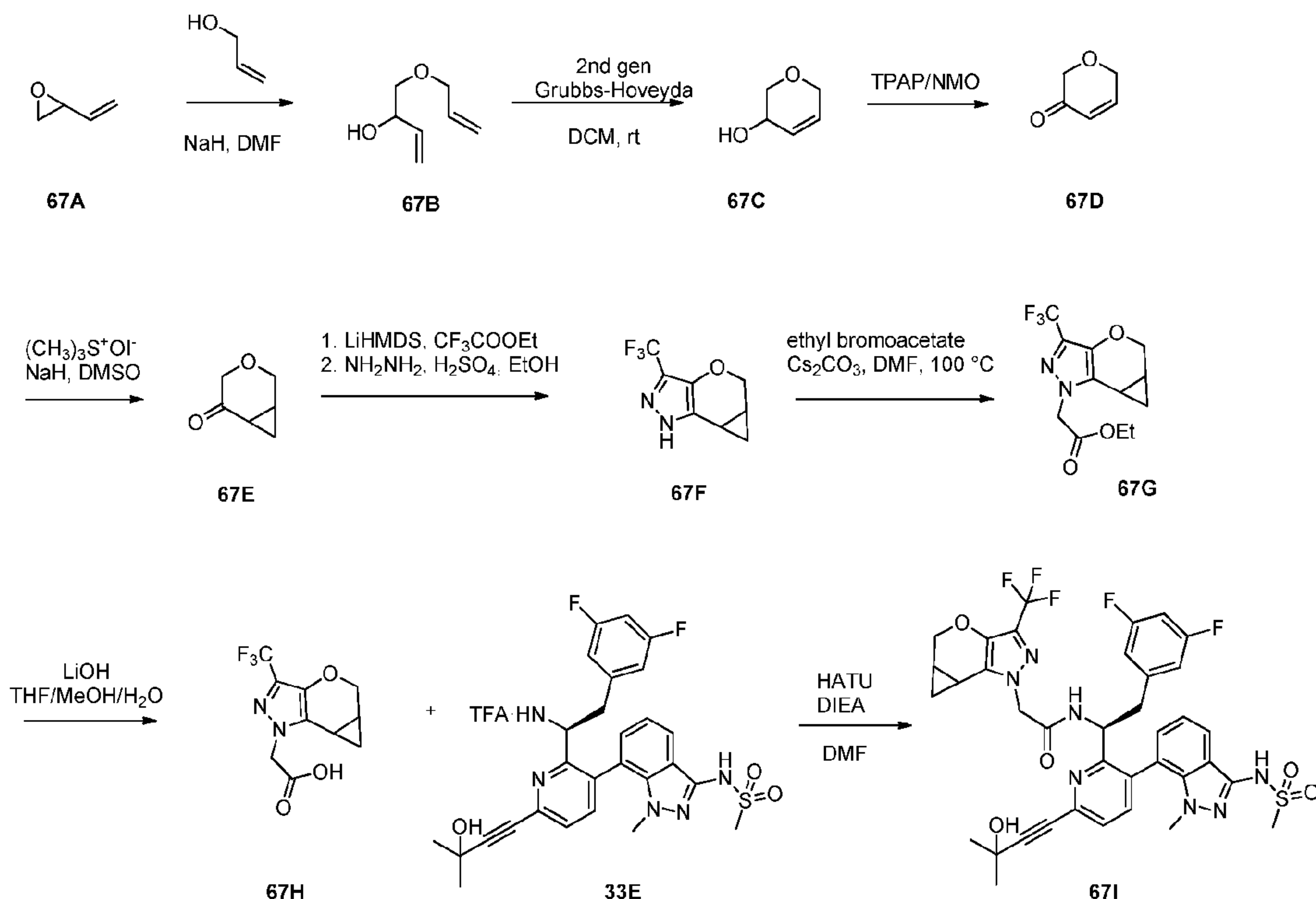
Example 66.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-ethyl-3-hydroxypent-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (66):

[0544] The title compound (**66**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **61** of Example 61 utilizing 3-ethylpent-1-yn-3-ol. ^1H NMR (400 MHz, cd_3od) δ 7.83 (td), 7.74 – 7.65 (m), 7.54 (dd), 7.28 – 7.05 (m), 6.78 – 6.67 (m), 6.62 (s), 6.54 (dd), 6.35 (ddd), 5.00 (t), 5.32-5.25 (m), 4.84 – 4.70 (m), 3.34 (s), 3.15 (d), 3.03 – 2.88 (m), 2.55 – 2.42 (m), 1.93 – 1.73 (m), 1.41 (dq), 1.16 (td), 1.10 – 1.01 (m). MS (m/z) 832.1 $[M+H]^+$.

Example 67.



Synthesis of 1-(allyloxy)but-3-en-2-ol (**67B**):

[0545] The epoxide **67A** (3.5 g, 50 mmol) and allyl alcohol (5.8 g, 100 mmol) were dissolved in DMF (100 mL) in a pressure bottle. After cooled to 0 °C, NaH (60% suspension in mineral oil, 2.4 g) was added portionwise, stirred for 20 min under argon. The bottle was sealed and heated at 60 °C overnight. The reaction was cooled to 0 °C in an ice bath, quenched with 100 mL 2N HCl. The aqueous layer was extracted 3 times with ether (3X100 mL). The combined ether were washed with 5% LiCl and brine, dried over Na_2SO_4 , filtered, and concentrated under reduced pressure. The residue was purified by silica gel column to yield the title compound **67B**. ^1H NMR (400 MHz, Chloroform- d) δ 6.00 – 5.74 (m, 2H), 5.45 – 5.08 (m, 4H), 4.31 (tdd, J = 7.0, 3.2, 1.5 Hz, 1H), 4.02 (dt, J = 5.7, 1.4 Hz, 2H), 3.49 (dd, J = 9.7, 3.4 Hz, 1H), 3.32 (dd, J = 9.7, 7.9 Hz, 1H), 2.56 (s, 1H).

Synthesis of 3,6-dihydro-2H-pyran-3-ol (**67C**):

[0546] The title compound (**67C**) was prepared according to reference: Angew. Chem. Intl. Ed. 2005, 44, 5306-5310. ^1H NMR data: ^1H NMR (400 MHz, Chloroform- d) δ 6.06 – 5.81 (m, 2H), 4.19 – 3.99 (m, 2H), 3.98 – 3.89 (m, 1H), 3.86 – 3.66 (m, 2H), 2.77 – 2.57 (m, 1H).

Synthesis of 2H-pyran-3(6H)-one (**67D**):

[0547] The title compound (**67D**) was prepared according to reference: Angew. Chem. Intl. Ed. 2005, 44, 5306-5310.

Synthesis of 3-oxabicyclo[4.1.0]heptan-5-one (67E):

[0548] To a suspension of NaH (60% in mineral oil, 0.19 g) in DMSO (20 mL) was added trimethylsulfonium iodide (1.75 g, 8 mmol) at room temperature. After stirring for 15 min, a solution of **67D** (0.6 g, 6 mmol) in DMSO (5 mL) was added. After stirring at room temperature for 5 min, the reaction mixture was diluted with ethyl acetate and washed with 5% LiCl aqueous solution. The organic layers were dried over Na₂SO₄, filtered, concentrated *in vacuo*, and purified by silica gel column chromatography to give the title compound. ¹H NMR (400 MHz, Chloroform-d) δ 4.22 – 4.03 (m, 2H), 3.80 (s, 1H), 3.76 (d, J = 6.0 Hz, 1H), 1.95 (ddd, J = 9.8, 7.5, 4.7 Hz, 1H), 1.85 – 1.71 (m, 2H), 1.23 (ddd, J = 9.8, 7.1, 4.4 Hz, 1H).

Synthesis of 3-(trifluoromethyl)-5,5a,6,6a-tetrahydro-1H-cyclopropa[4,5]pyrano[3,2-c]pyrazole (67F):

[0549] A solution of compound **67E** (90 mg, 0.8 mmol) and ethyl trifluoroacetate (0.16 g, 1.2 mmol) in ether was cooled to -78 °C. LiHMDS (0.18 g, 1 mmol) was added in one portion. The resulting mixture was stirred at -78 °C for 2 h. The reaction was poured into 1 N HCl aqueous solution and the aqueous layer was extracted with ether. The organic layers were dried over Na₂SO₄, filtered, concentrated *in vacuo* to give the title compound which was used without further purification. MS (*m/z*) 209.06 [M+H]⁺.

[0550] To a solution of crude from last step in ethanol (20 mL) was added concentrated sulfuric acid (0.5 mL) and hydrazine monohydrate (1 mL). The resulting mixture was heated at 90 °C for 5 min. Upon completion of the reaction, the volatiles were removed in *vacuo* to give the title compound which was used in the next step. MS (*m/z*) 205.18 [M+H]⁺.

Synthesis of ethyl 2-(3-(trifluoromethyl)-5,5a,6,6a-tetrahydro-1H-cyclopropa[4,5]pyrano[3,2-c]pyrazol-1-yl)acetate (67G):

[0551] To a solution of compound **67F** (100 mg, 0.49 mmol) in DMF (2 mL) was added bromoethyl acetate (98 mg, 0.59 mmol) and cesium carbonate (160 mg, 0.5 mmol) at 0 °C. The reaction was heated at 50 °C overnight. Upon cooling, the mixture was purified by reverse phase HPLC to give the title compound. MS (*m/z*) 291.19 [M+H]⁺.

Synthesis of 2-(3-(trifluoromethyl)-5,5a,6,6a-tetrahydro-1H-cyclopropa[4,5]pyrano[3,2-c]pyrazol-1-yl)acetic acid (67H):

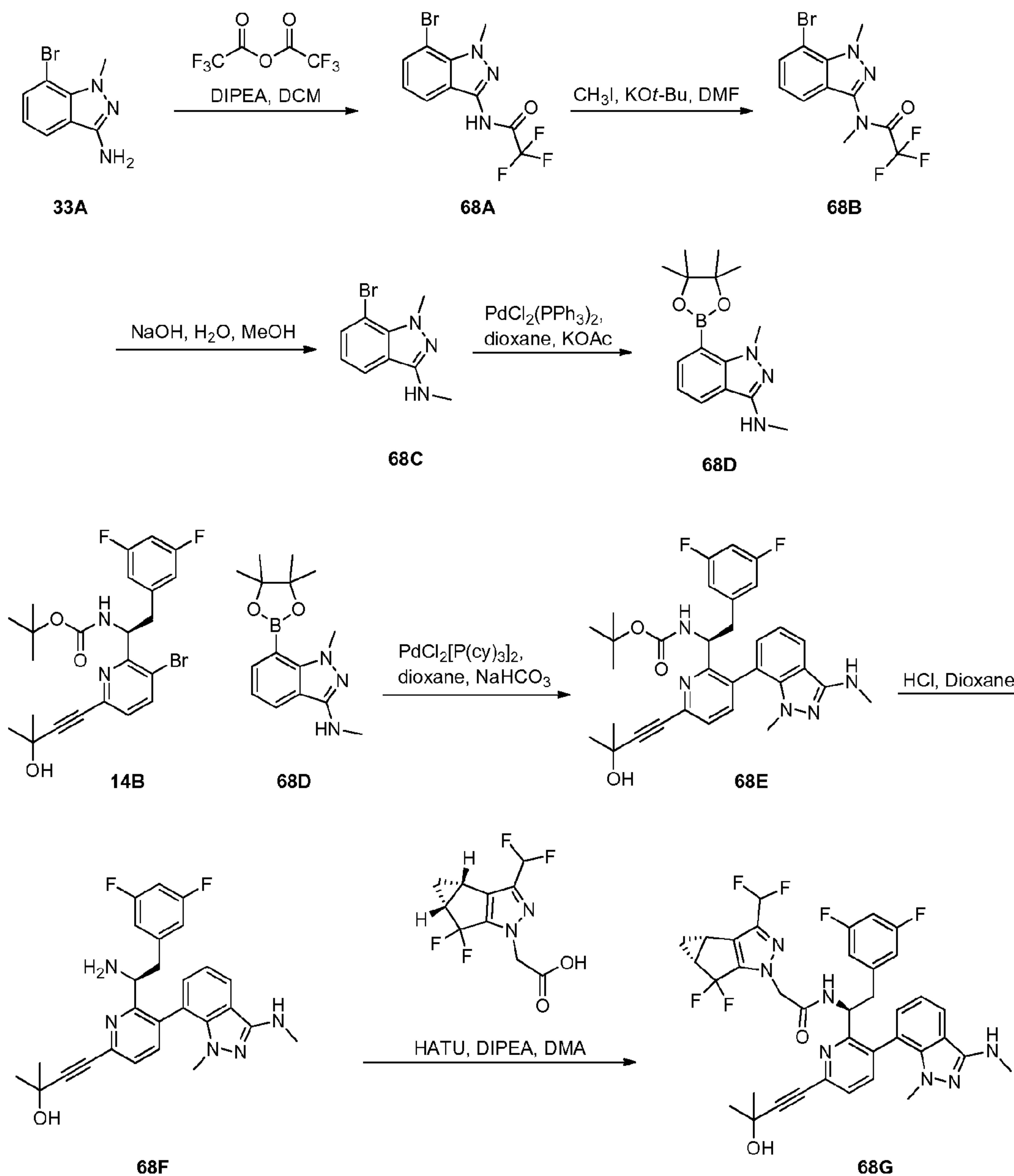
[0552] To a solution of compound **67G** (16 mg, 0.055 mmol) in a mixture of THF:water:MeOH (1 mL : 0.5 mL : 0.5 mL) was added solid LiOH monohydrate (7 mg, 0.165 mmol) at 0 °C. After stirring at room temperature for 10 min, the reaction mixture was poured

into EtOAc and the organic was washed with 2 N HCl. The organic layers were dried over Na₂SO₄, filtered, concentrated *in vacuo* to give the title compound which was used in the next step. MS (*m/z*) 263.04 [M+H]⁺.

Synthesis of N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)pyridin-2-yl)ethyl)-2-(3-(trifluoromethyl)-5,5a,6,6a-tetrahydro-1H-cyclopropa[4,5]pyrano[3,2-c]pyrazol-1-yl)acetamide (67I):

[0553] The title compound (**67I**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **10A** of Example 10 utilizing 2-(3-(trifluoromethyl)-5,5a,6,6a-tetrahydro-1H-cyclopropa[4,5]pyrano[3,2-c]pyrazol-1-yl)acetic acid (**67H**) and compound **33E**. ¹H NMR (400 MHz, Methanol-*d*₄) δ 7.93 – 7.78 (m), 7.75 – 7.65 (m), 7.61 – 7.45 (m), 7.39 – 6.98 (m), 6.73 (tq), 6.68 – 6.56 (m), 6.34 (tdd), 5.43 – 4.93 (m), 4.83 – 4.71 (m), 4.30 – 3.97 (m), 3.22 – 3.00 (m), 3.02 – 2.76 (m), 2.10 – 1.70 (m), 1.16 (dddd), 0.86 – 0.64 (m). MS (*m/z*) 784.34 [M+H]⁺.

Example 68



Synthesis of N-(7-bromo-1-methyl-1H-indazol-3-yl)-2,2,2-trifluoroacetamide (**68A**):

[0554] To a solution of 7-bromo-1-methyl-1H-indazol-3-amine (**33A**, 500 mg, 2.21 mmol) and N,N-diisopropylethylamine (0.578 mL, 3.32 mmol) in dichloromethane (5 ml) was added dropwise at 0 °C trifluoroacetic anhydride (697 mg, 3.32 mmol). The reaction was warmed to room temperature and stirred for 30 min. The reaction mixture was washed with water. The aqueous layer was back-extracted with dichloromethane. The combined organic layers were dried over Na_2SO_4 , filtered, concentrated *in vacuo*, and purified by silica gel column

chromatography to give the title compound. ^1H NMR (400 MHz, Chloroform-*d*) δ 8.51 (s, 1H), 7.87 (d, 1H), 7.60 (d, 1H), 7.01 (t, 1H), 4.37 (s, 3H).

Synthesis of N-(7-bromo-1-methyl-1H-indazol-3-yl)-2,2,2-trifluoro-N-methylacetamide (68B):

[0555] To a stirred solution of N-(7-bromo-1-methyl-1H-indazol-3-yl)-2,2,2-trifluoroacetamide (**68A**, 100 mg, 0.31 mmol) in DMF (0.6 ml) was added potassium t-butoxide (36.6 mg, 0.33 mmol). The reaction was sonicated until the solution became homogeneous and the reaction was stirred at room temperature for 30 mins. To the reaction was added iodomethane (29 μL , 0.47 mmol). After stirring for 1 h, the reaction was diluted with ethyl acetate and washed with water, followed by 0.5M aqueous NaCl. The combined organic layers were dried over Na_2SO_4 , filtered, and concentrated *in vacuo*. The crude product was used in the next step without further purification.

Synthesis of 7-bromo-N,1-dimethyl-1H-indazol-3-amine (68C):

[0556] To a solution of N-(7-bromo-1-methyl-1H-indazol-3-yl)-2,2,2-trifluoro-N-methylacetamide (**68B**, 104 mg) in methanol (3 ml) was added 8M NaOH (46.6 μl). After stirring for 30 mins, the solution was concentrated, extracted with ethyl acetate (4 mL) and washed water (4 mL), followed by 2M aqueous NaCl (4 mL). The organic layer was dried over Na_2SO_4 , filtered, and concentrated *in vacuo*. The crude product was used in the next step without further purification. MS (m/z) 240.15 $[\text{M}+\text{H}]^+$.

Synthesis of N,1-dimethyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (68D):

[0557] The title compound (**68D**) was prepared according to the method presented for the synthesis of compound **19C** of Example 19 utilizing 7-bromo-N,1-dimethyl-1H-indazol-3-amine (**68C**). MS (m/z) 288.22 $[\text{M}+\text{H}]^+$.

Synthesis of ((S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylamino)-1H-indazol-7-yl)pyridin-2-yl)ethyl)carbamate (68E):

[0558] The title compound (**68E**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **55A** of Example 55 utilizing N,1-dimethyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (**68D**). MS (m/z) 576.06 $[\text{M}+\text{H}]^+$.

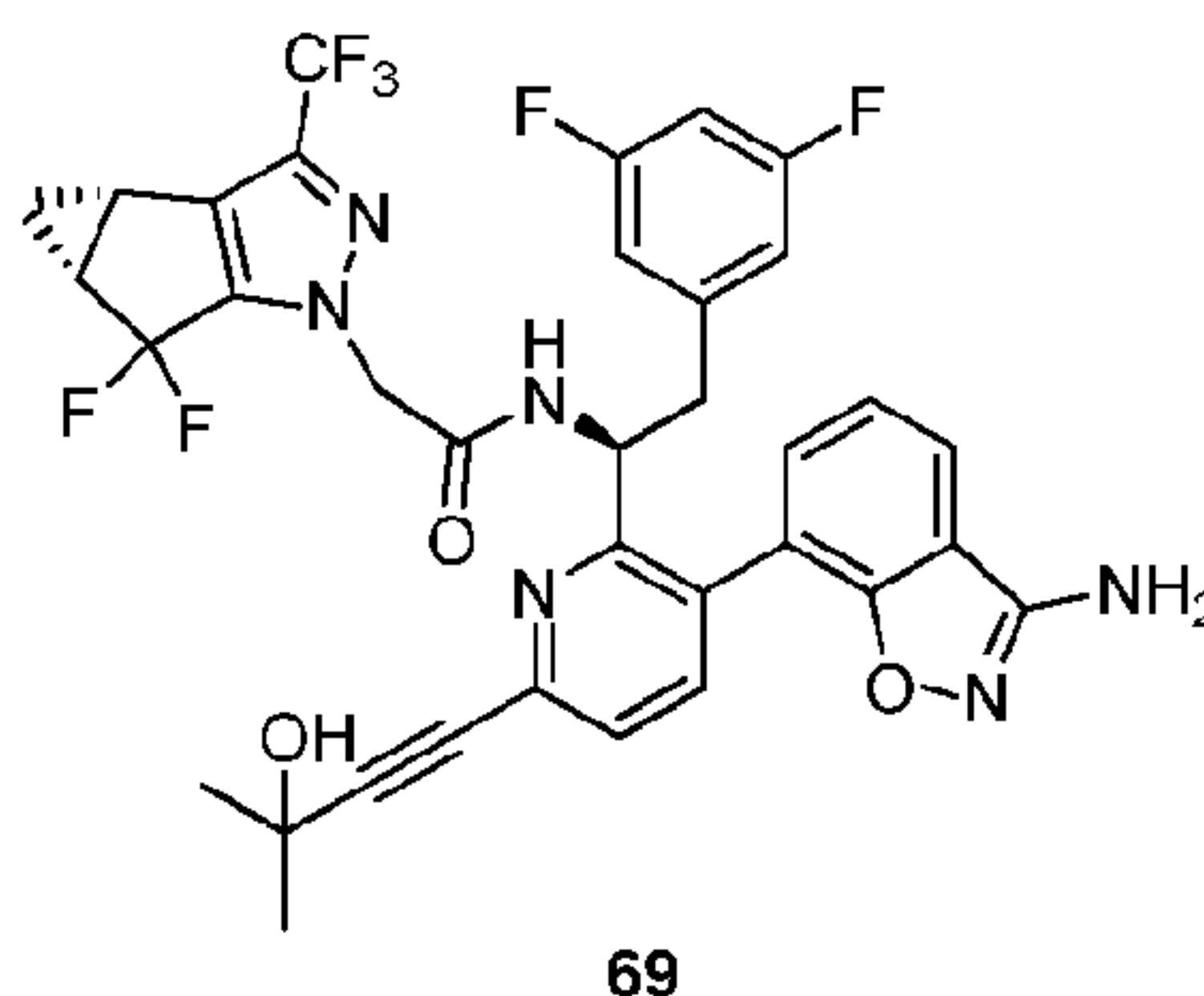
Synthesis of (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-(1-methyl-3-(methylamino)-1H-indazol-7-yl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (68F):

[0559] The title compound (**68F**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **14C** of Example 14 utilizing ((S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylamino)-1H-indazol-7-yl)pyridin-2-yl)ethyl)carbamate (**68E**). MS (m/z) 476.13 $[M+H]^+$.

Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methylamino)-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**68G**):

[0560] The title compound (**68G**) was prepared according to the method presented for the synthesis of compound **33F** of Example 33 utilizing (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-(1-methyl-3-(methylamino)-1H-indazol-7-yl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (**68F**) and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ^1H NMR (400 MHz, Methanol- d_4) δ 7.90 – 7.86 (m), 7.86 – 7.80 (m), 7.71 (dd), 7.55 (dd), 7.34 (d), 7.22 – 7.12 (m), 6.84 – 6.77 (m), 6.77 – 6.70 (m), 6.70 – 6.67 (m), 6.66 – 6.62 (m), 6.56 (s), 6.54 (s), 6.47 – 6.41 (m), 6.36 – 6.29 (m), 5.22 (dd), 5.05 (t), 4.76 (d), 4.71 (s), 3.30 – 3.22 (m), 3.14 – 3.03 (m), 3.03 – 2.91 (m), 2.85 (s), 2.46 (ddt), 1.64 (s), 1.44 – 1.33 (m), 1.11 – 0.97 (m). MS (m/z) 722.18 $[M+H]^+$.

Example 69.

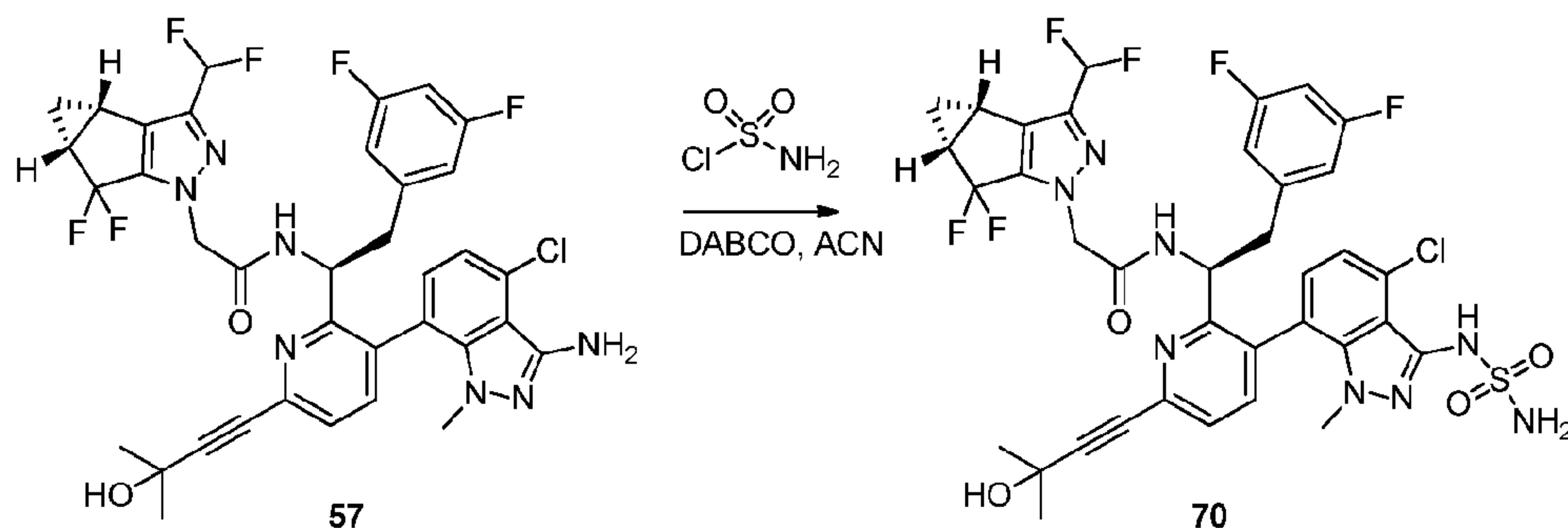


Synthesis of N-((S)-1-(3-(3-aminobenzo[d]isoxazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**69**):

[0561] The title compound (**69**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing tert-butyl (7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)benzo[d]isoxazol-3-yl)carbamate and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ^1H NMR (400 MHz, cd_3od) δ 7.80

(dd), 7.69 (d), 7.54 – 7.40 (m), 7.33 (dt), 6.57 (ddd), 6.36 – 6.27 (m), 5.31 (t), 4.82 (s), 3.13 – 2.96 (m), 2.52 – 2.43 (m), 1.63 (s), 1.45 – 1.35 (m), 1.15 – 1.07 (m). MS (m/z) 713.3 $[M+H]^+$.

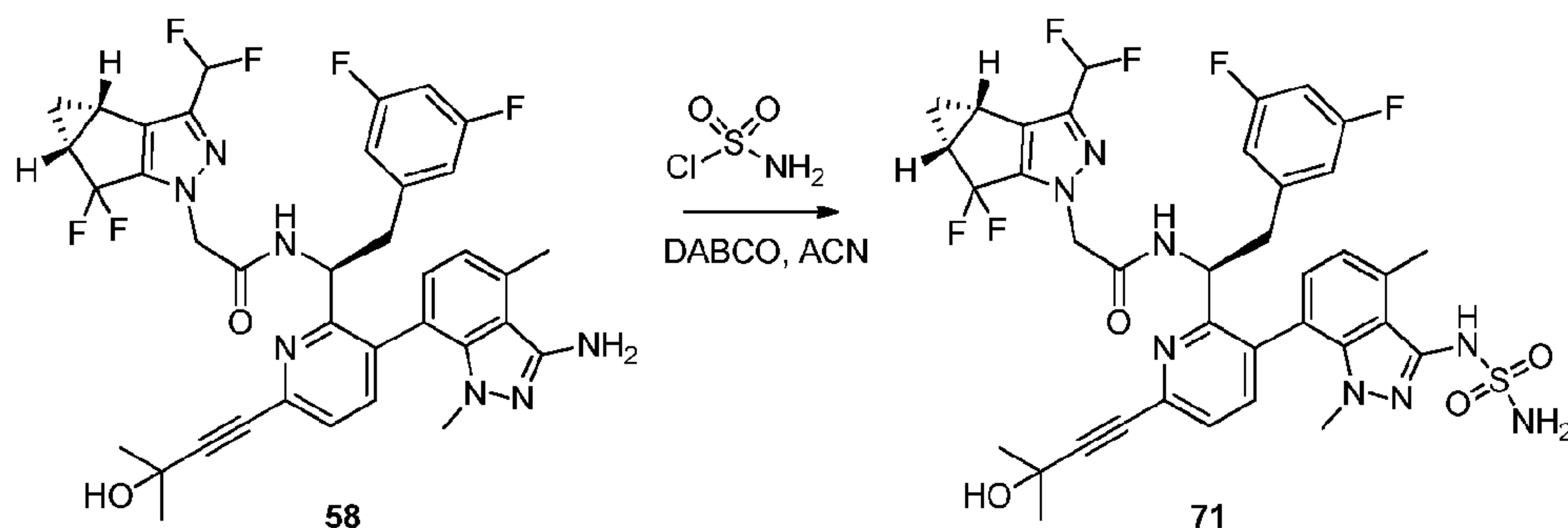
Example 70.



Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-(sulfamoylamino)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (70):

[0562] Compound **57** (20 mg, 0.03 mmol) was dissolved in ACN (0.5 ml) and cooled in a salt-ice bath to $-10\text{ }^{\circ}\text{C}$. The reaction solution was treated with DABCO (6 mg, 0.05 mmol) then a solution of sulfamoyl chloride (5 mg, 0.04 mmol) in ACN (0.2 ml) and let warm to ambient temperature. After 1 h, an additional aliquot of DABCO (2 eq) and sulfamoyl chloride (1.5 eq) were added. After another 1.5 hr, the reaction was diluted with KH_2PO_4 buffer and partitioned between brine and EtOAc. The organics were separated, dried, and removed in vacuo. The residue was purified by reverse phase HPLC to provide the title compound as a mixture of atropisomers. ^1H NMR (400 MHz, Methanol- d_4) δ 8.69 (d), 7.68 (dd), 7.53 (dd), 7.19 – 7.10 (m), 7.06 (d), 6.87 – 6.52 (m), 6.49 – 6.31 (m), 5.35 – 5.22 (m), 5.05 – 4.94 (m), 4.79 – 4.65 (m), 3.24 (dd), 3.12 (dd), 3.04 – 2.91 (m), 2.45 (ddt), 1.64 (d), 1.44 – 1.32 (m), 1.12 – 0.99 (m). MS (m/z) 820.9 $[M+H]^+$.

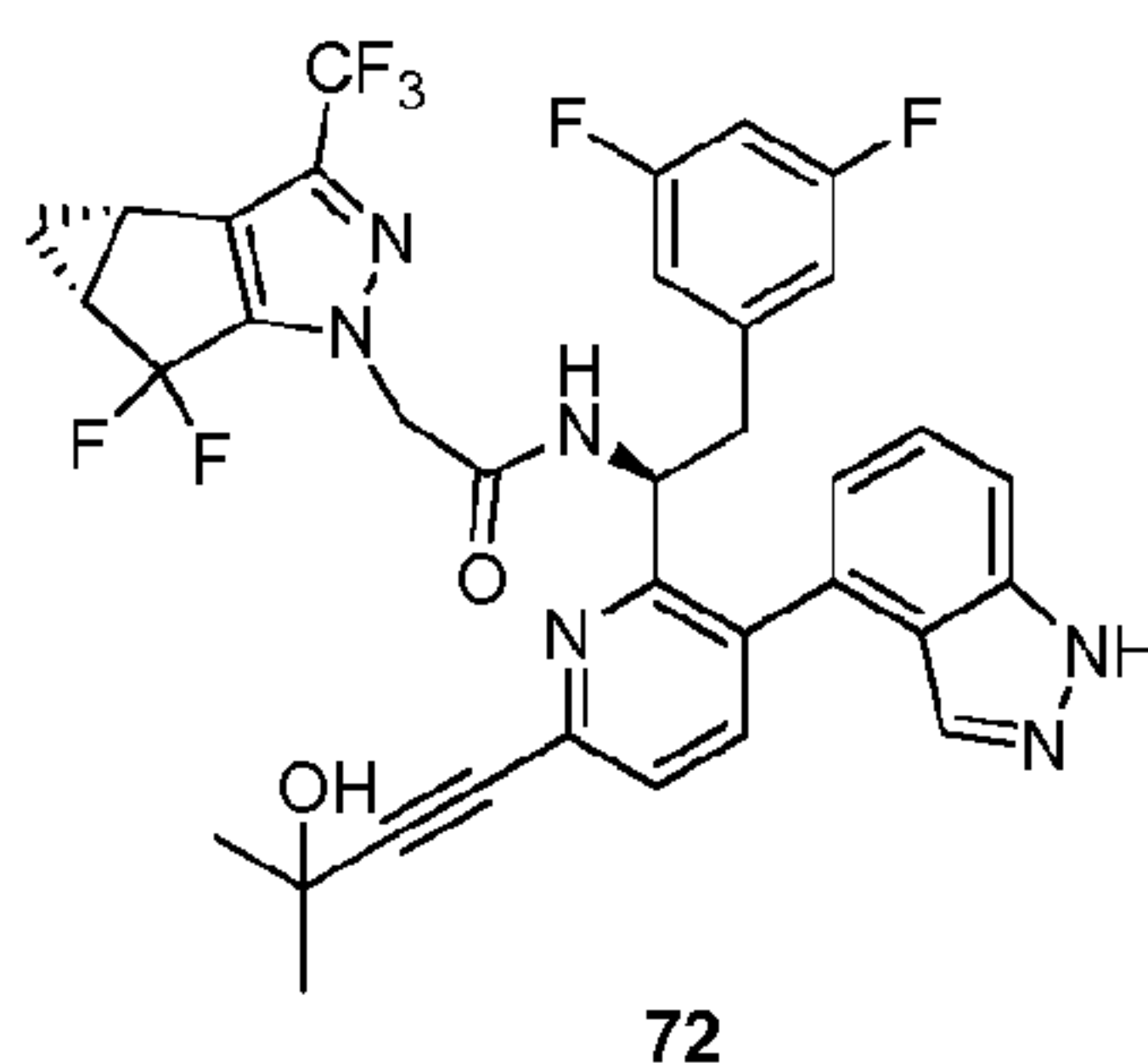
Example 71.



Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(3-(1,4-dimethyl-3-(sulfamoylamino)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)ethyl)acetamide (71):

[0563] The title compound (**71**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of **70** in Example 70 utilizing compound **58**. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.71 – 8.54 (m), 7.73 – 7.60 (m), 7.57 – 7.45 (m), 7.08 (d), 7.00 – 6.89 (m), 6.89 – 6.77 (m), 6.77 – 6.64 (m), 6.66 – 6.56 (m), 6.54 (s), 6.44 (d), 6.41 – 6.33 (m), 6.33 – 6.25 (m), 5.40 – 5.29 (m), 5.08 – 4.94 (m), 4.75 – 4.67 (m), 3.12 – 2.86 (m), 2.86 – 2.74 (m), 2.54 – 2.35 (m), 1.44 – 1.29 (m), 1.12 – 0.98 (m). MS (*m/z*) 801.0 [M+H]⁺.

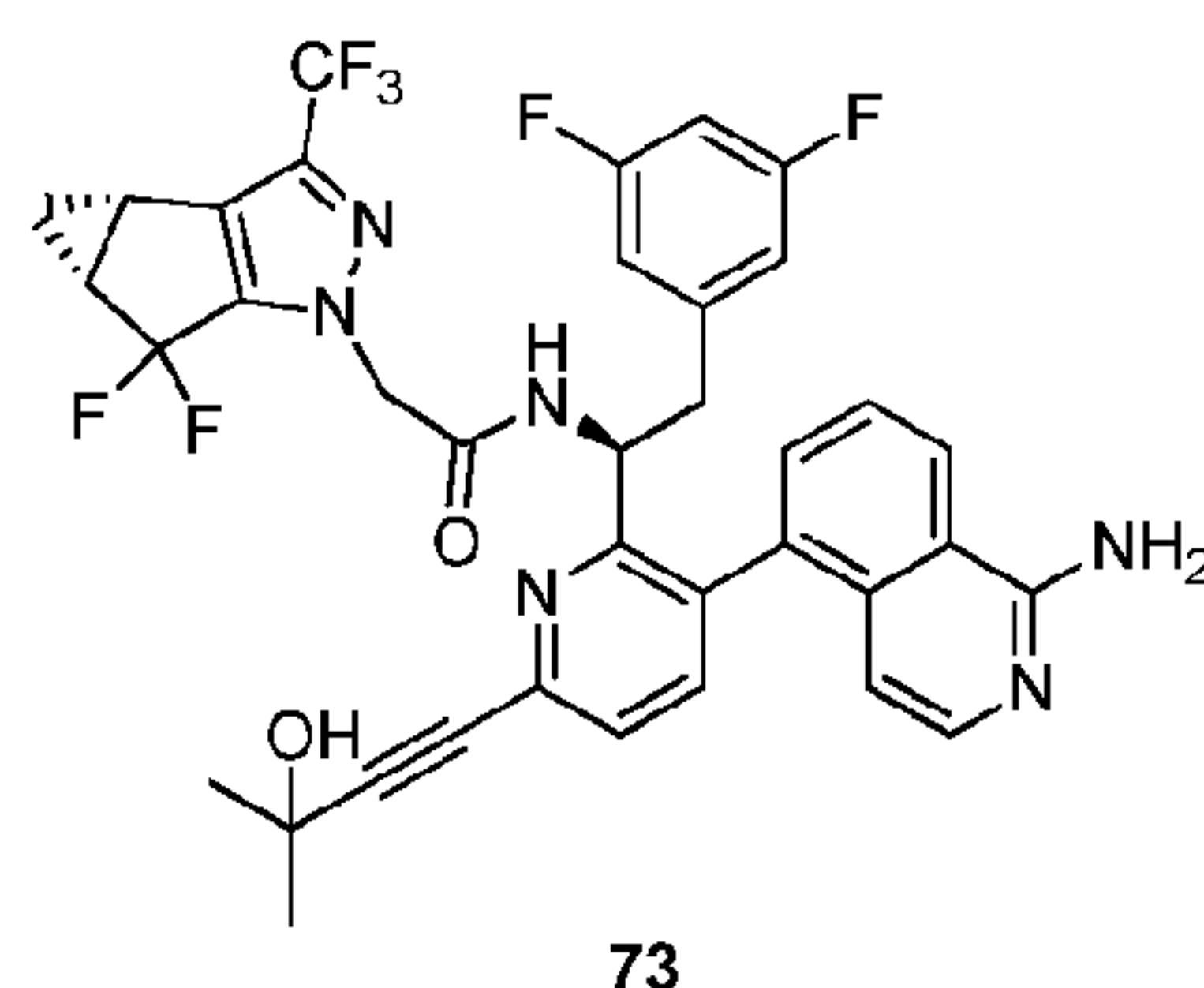
Example 72.



Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1H-indazol-4-yl)pyridin-2-yl)ethyl)acetamide (72):

[0564] The title compound (**72**) was prepared according to the method presented for the synthesis of compound **33F** of Example 33 utilizing 4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazole and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, *cd*₃od) δ 8.74 (d), 8.61 (m), 7.63 (dd), 7.56 – 7.46 (m), 7.39 (dd), 7.32 (dd), 6.99 (d), 6.72 (tt), 6.56 – 6.45 (m), 6.31 (d), 6.27 – 6.20 (m), 5.44 – 5.34 (m), 5.10 – 4.99 (m), 4.93 – 4.83 (m), 4.76 (s), 3.18 – 3.04 (m), 2.97 – 2.83 (m), 2.58 – 2.42 (m), 1.86 (s), 1.67 – 1.57 (m), 1.48 – 1.33 (m), 1.15 (s), 1.08 (s). MS (*m/z*) 697.2 [M+H]⁺.

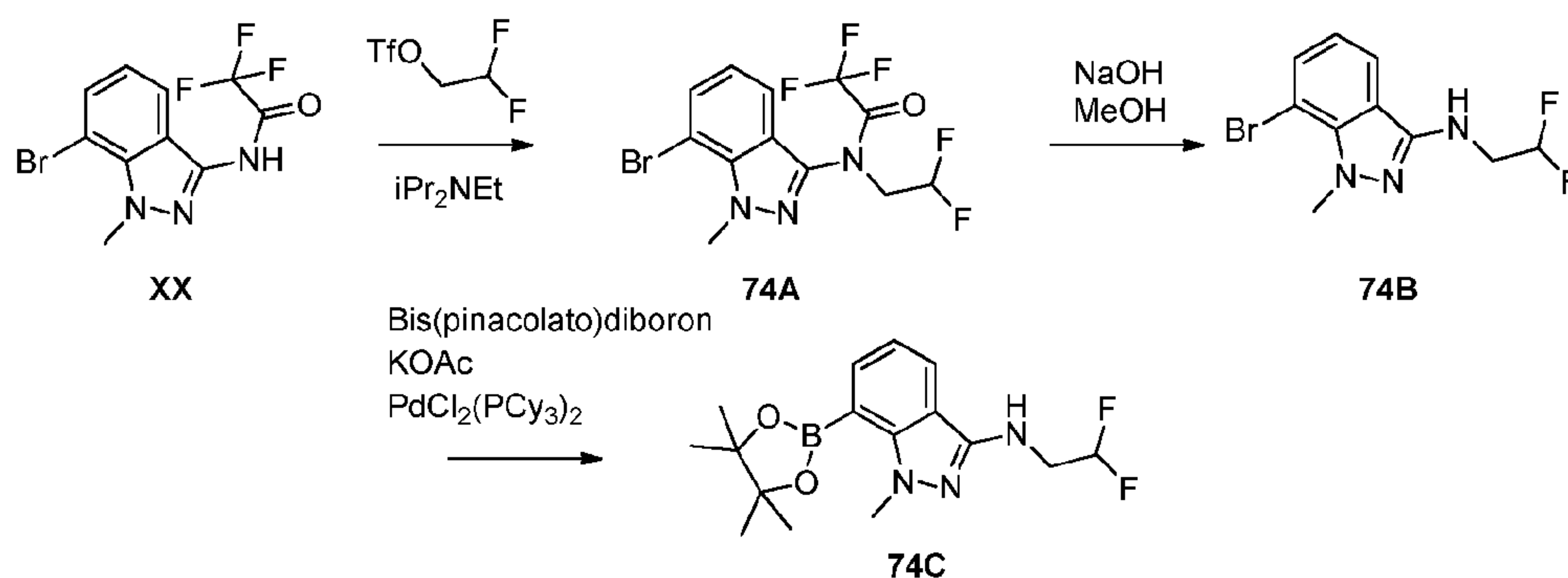
Example 73.



Synthesis of N-((S)-1-(3-(1-aminoisoquinolin-5-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**73**):

[0565] The title compound (**73**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **33F** of Example 33 utilizing 5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)isoquinolin-1-amine and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, cd₃od) δ 8.89 (d), 8.76 (d), 8.47 (d), 7.90 – 7.84 (m), 7.81 – 7.73 (m), 7.68 – 7.50 (m), 7.32 (dd), 7.07 (dd), 6.81 – 6.69 (m), 6.63 – 6.53 (m), 6.48 (dd), 6.35 – 6.25 (m), 6.05 (dd), 5.07 (td), 4.86 – 4.71 (m), 3.25 – 3.09 (m), 3.03 – 2.92 (m), 2.55 – 2.45 (m), 1.65 (s), 1.48 – 1.38 (m), 1.16 – 1.07 (m). MS (*m/z*) 723.3 [M+H]⁺.

Example 74.



Synthesis of N-(7-bromo-1-methyl-1H-indazol-3-yl)-N-(2,2-difluoroethyl)-2,2,2-trifluoroacetamide (**74A**):

[0566] To N-(7-bromo-1-methyl-1H-indazol-3-yl)-2,2,2-trifluoroacetamide (150 mg, 0.47 mmol) in DCE (2 ml) was added iPr₂NEt (0.122 ml, 0.7 mmol) followed by 2,2-difluoroethyl trifluoromethanesulfonate (100 mg, 0.47 mmol). The reaction was stirred 15 h at ambient temperature. The reaction was partitioned between EtOAc and water. The organics were

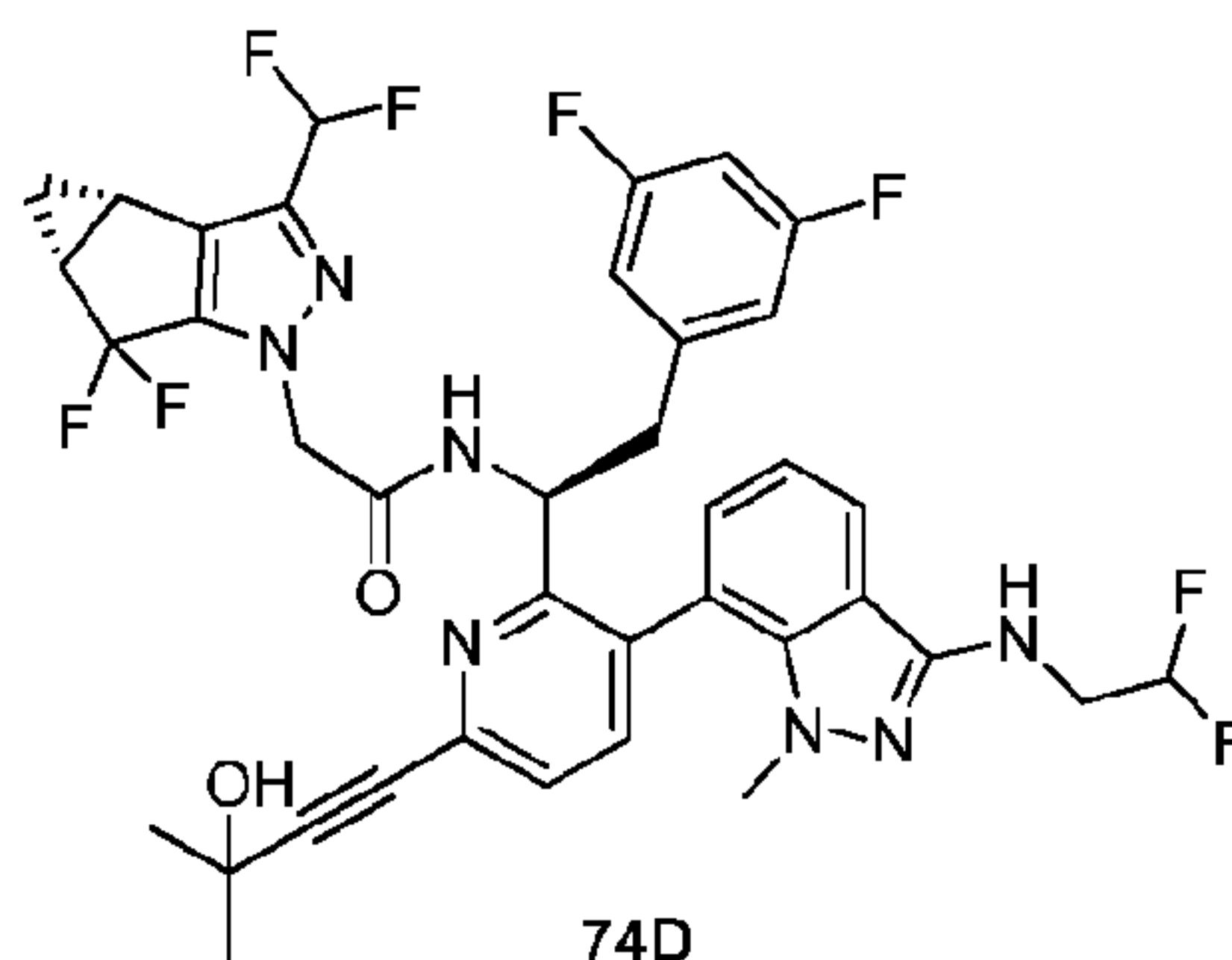
separated, dried, and removed in vacuo to provide the title compound which was used directly in the next reaction. MS (m/z) 387.9 $[M+H]^+$.

Synthesis of 7-bromo-N-(2,2-difluoroethyl)-1-methyl-1H-indazol-3-amine (74B):

[0567] N-(7-bromo-1-methyl-1H-indazol-3-yl)-N-(2,2-difluoroethyl)-2,2,2-trifluoroacetamide (0.18 g, 0.47 mmol) was dissolved in MeOH (2 ml) and treated with aqueous NaOH (1M, 3 ml). After 10 min, the reaction was neutralized and partitioned between EtOAc and 20% aqueous KH_2PO_4 . The organics were separated, dried, and removed in vacuo to provide the title compound which was used directly in the next reaction. MS (m/z) 290.1 $[M+H]^+$.

Synthesis of N-(2,2-difluoroethyl)-1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (74C):

[0568] The title compound (74C) was prepared according to the method presented for the synthesis of **27D** in Example 27 utilizing **74B**. MS (m/z) 338.1 $[M+H]^+$.

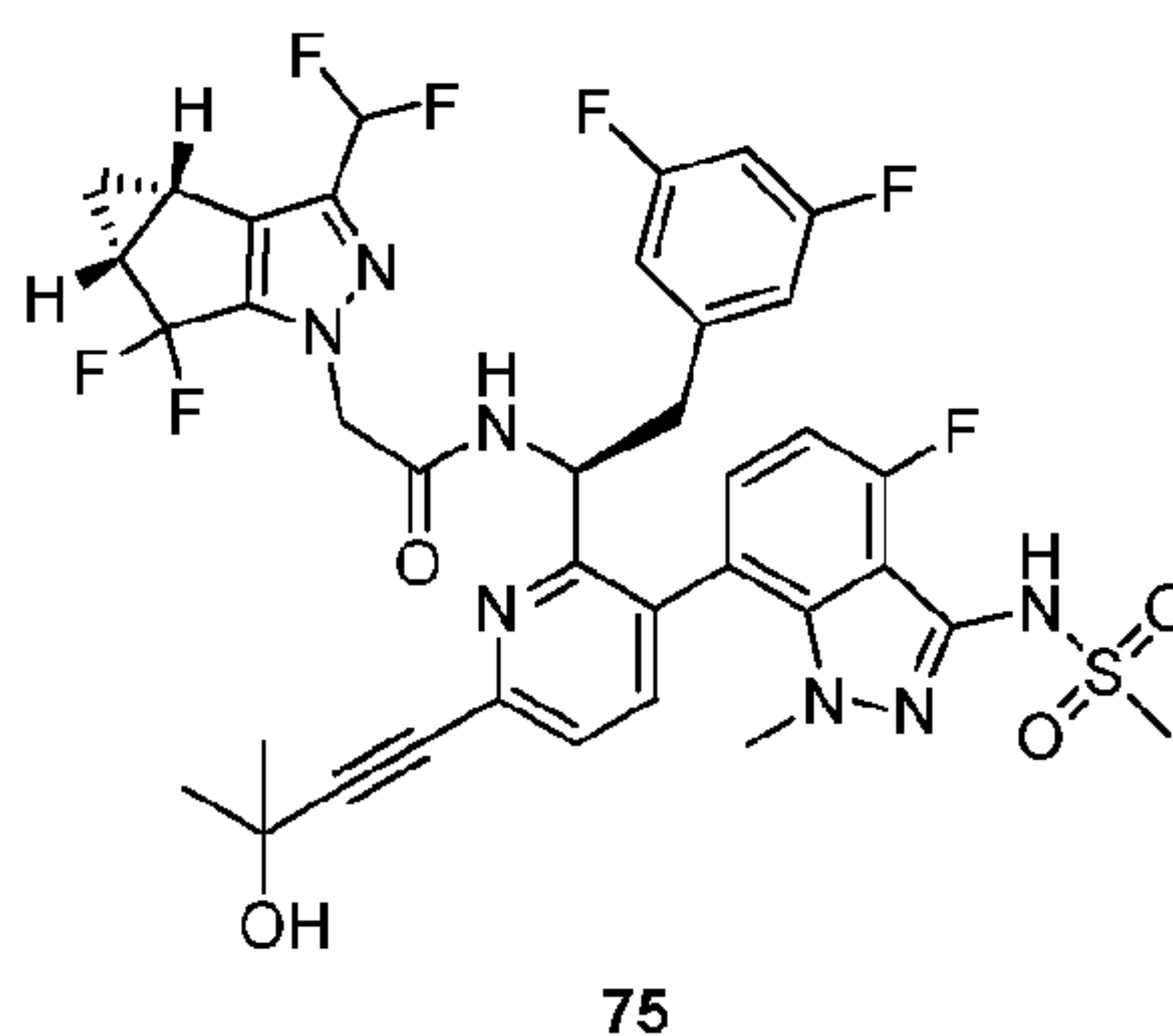


Synthesis of N-((S)-1-(3-(3-((2,2-difluoroethyl)amino)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (74D):

[0569] The title compound (**36C**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of **27G** in Example 27 utilizing **14B** and **74C**. ^1H NMR (400 MHz, Methanol- d_4) δ 7.75 (d), 7.67 (dd), 7.52 (dd), 7.18 (d), 7.04 (t), 6.95 (t), 6.85 – 6.49 (m), 6.39 – 6.26 (m), 6.26 – 6.20 (m), 6.12 – 6.04 (m), 5.99 – 5.91 (m), 5.32 – 5.22 (m), 5.05 (t), 4.74 (s), 3.79 – 3.56 (m), 3.23 – 3.11 (m), 3.07 (dd), 3.00 – 2.89 (m), 2.88 (s), 2.54 – 2.38 (m), 1.64 (s), 1.44 – 1.27 (m), 1.13 – 0.94 (m).

MS (m/z) 772.5 $[M+H]^+$.

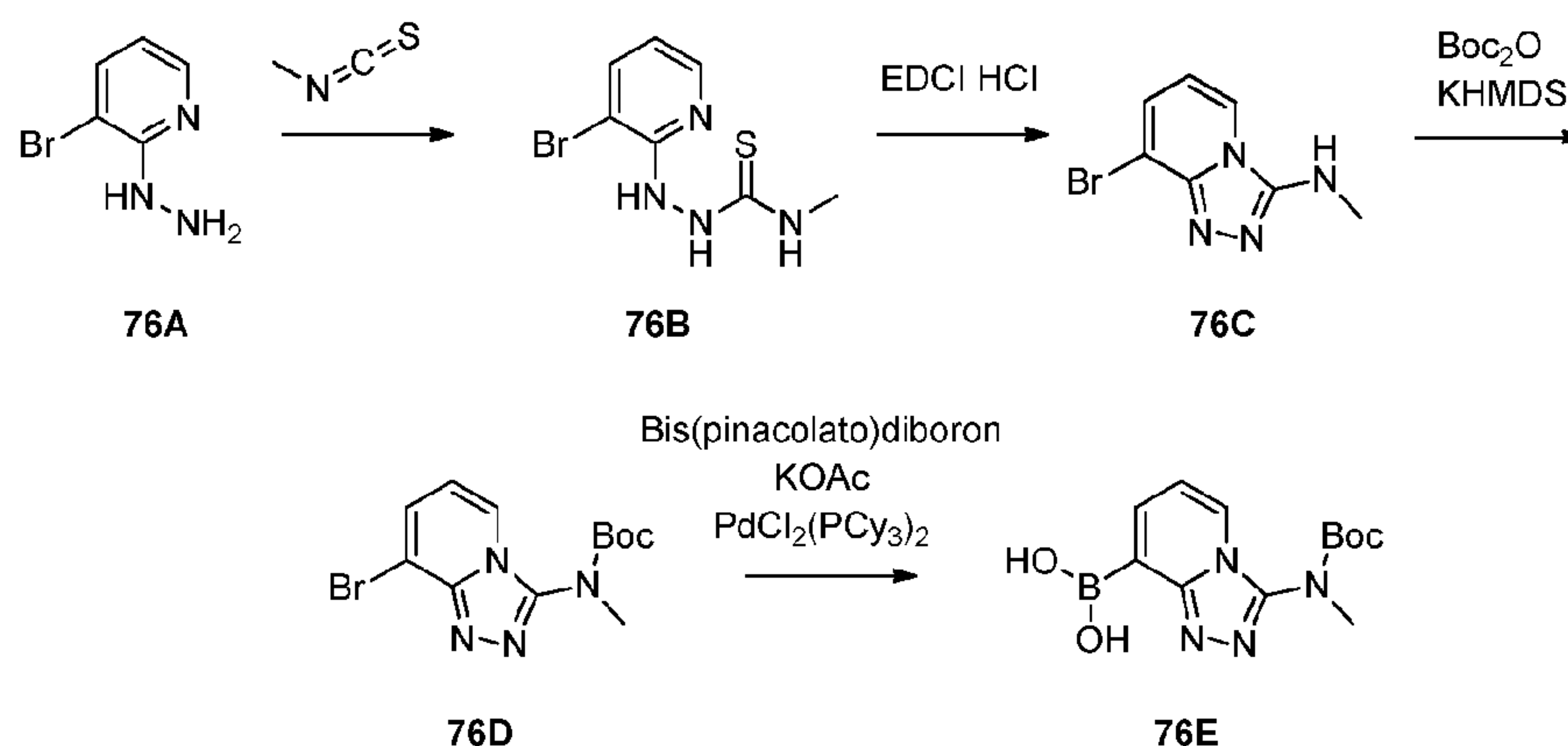
Example 75.



Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(3-(4-fluoro-1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)ethyl)acetamide (**75**):

[0570] The title compound (**75**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **132C** of Example 132 utilizing 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, cd₃od) δ 8.68 (dd), 7.72 – 7.65 (m), 7.54 (d), 7.51 (d), 7.21 (dd), 6.87 – 6.81 (m), 6.80 – 6.71 (m), 6.69 (s), 6.66 – 6.59 (m), 6.58 (s), 6.55 (s), 6.45 – 6.34 (m), 5.35 – 5.27 (m), 5.03 – 4.96 (m), 4.88 (s), 4.77 (s), 4.72 (d), 3.27 – 3.08 (m), 3.03 – 2.92 (m), 2.56 – 2.37 (m), 1.94 (s), 1.64 (d), 1.44 – 1.26 (m), 1.13 – 1.06 (m), 1.05 – 0.98 (m). MS (*m/z*) 804.1 [M+H]⁺.

Example 76.



Synthesis of 2-(3-bromopyridin-2-yl)-N-methylhydrazinecarbothioamide (**76B**):

[0571] 3-Bromo-2-hydrazinylpyridine (1500 mg, 7.98 mmol) was dissolved in DCM (50 ml) and treated with dropwise addition of methyl isothiocyanate (700 mg, 9.57 mmol) in DCM. The

reaction was heated to 45 °C and stirred for 2 hr. After cooling to ambient temperature, the solids were filtered to provide the title compound. MS (m/z) 261.0 $[M+H]^+$.

Synthesis of 8-bromo-N-methyl-[1,2,4]triazolo[4,3-a]pyridin-3-amine (76C):

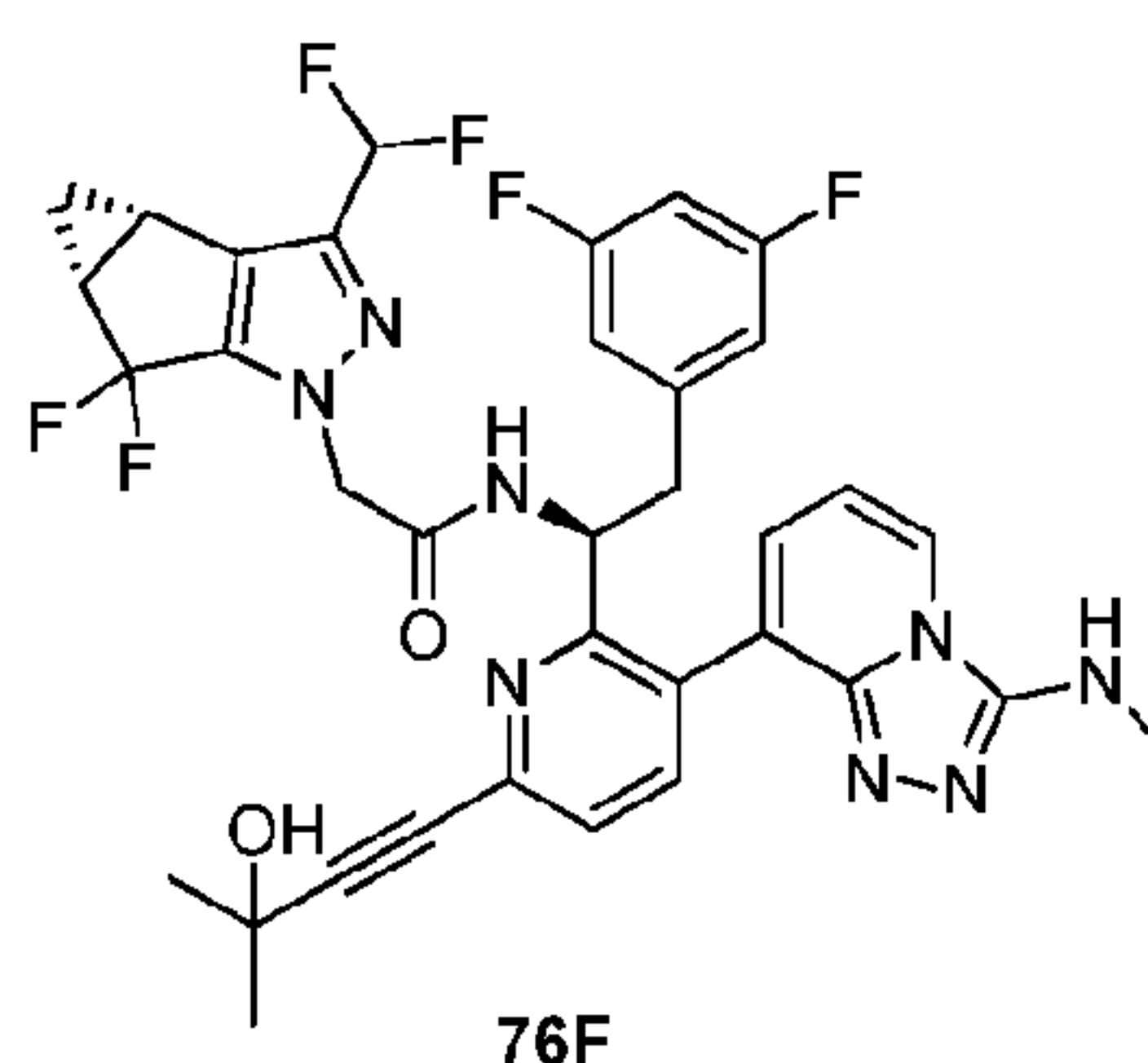
[0572] 2-(3-Bromopyridin-2-yl)-N-methylhydrazinecarbothioamide (1.6 g, 6.1 mmol) was treated with EDCI HCl (1.76 g, 9 mmol) in toluene and heated to 105 °C. After 1 hr, the hot toluene was decanted. To the residue was added H₂O (50 ml). The slurry was mixed thoroughly and heated to 100 °C for 15 min. After cooling to 0 °C, the resultant solids were filtered to provide the title compound. MS (m/z) 227.1 $[M+H]^+$.

Synthesis of tert-butyl (8-bromo-[1,2,4]triazolo[4,3-a]pyridin-3-yl)(methyl)carbamate (76D):

[0573] 8-bromo-N-methyl-[1,2,4]triazolo[4,3-a]pyridin-3-amine (0.55 g, 2.42 mmol) was dissolved in DMF (10 ml) and treated with KHMDS (0.58 g, 2.91 mmol). Di-tert-butyl dicarbonate (0.79 g, 3.63 mmol) was then added. The reaction was stirred at ambient temperature for 2 d. The reaction was partitioned between EtOAc and water. The organics were separated, dried, and removed in vacuo and the residue was purified by column chromatography on silica to provide the title compound. MS (m/z) 326.9 $[M+H]^+$.

Synthesis of (3-((tert-butoxycarbonyl)(methyl)amino)-[1,2,4]triazolo[4,3-a]pyridin-8-yl)boronic acid (76E):

[0574] tert-Butyl (8-bromo-[1,2,4]triazolo[4,3-a]pyridin-3-yl)(methyl)carbamate (0.46 g, 1.41 mmol) was combined with bis (pinacolato) diboron (0.54 g), KOAc (0.41 g, 0 mol), and PdCl₂(PCy₃)₂ (0.05 g) in dioxane and DMF. Argon was bubbled into the reaction mixture for 10 min and then heated to 140 deg C for 2 h. The reaction was partitioned between EtOAc and water. The organics were separated, dried, and removed in vacuo to provide the title compound as a crude product contaminated with byproducts. The material was used directly in the following reaction. MS (m/z) 293.0 $[M+H]^+$.



Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-

concentrated and purified by flash column chromatography to provide the title compound. MS (m/z) 251.1 $[M+H]^+$.

Synthesis of 3-amino-1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazole-4-carbonitrile (77B):

[0577] The title compound (77B) was prepared according to the method presented for the synthesis of compound 19C of Example 19 utilizing 77A. MS (m/z) 299.3 $[M+H]^+$.

Synthesis of (S)-tert-butyl (1-(3-(3-amino-4-cyano-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (77C):

[0578] The title compound (77C) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound 19E of Example 19 utilizing 77B. MS (m/z) 587.0 $[M+H]^+$.

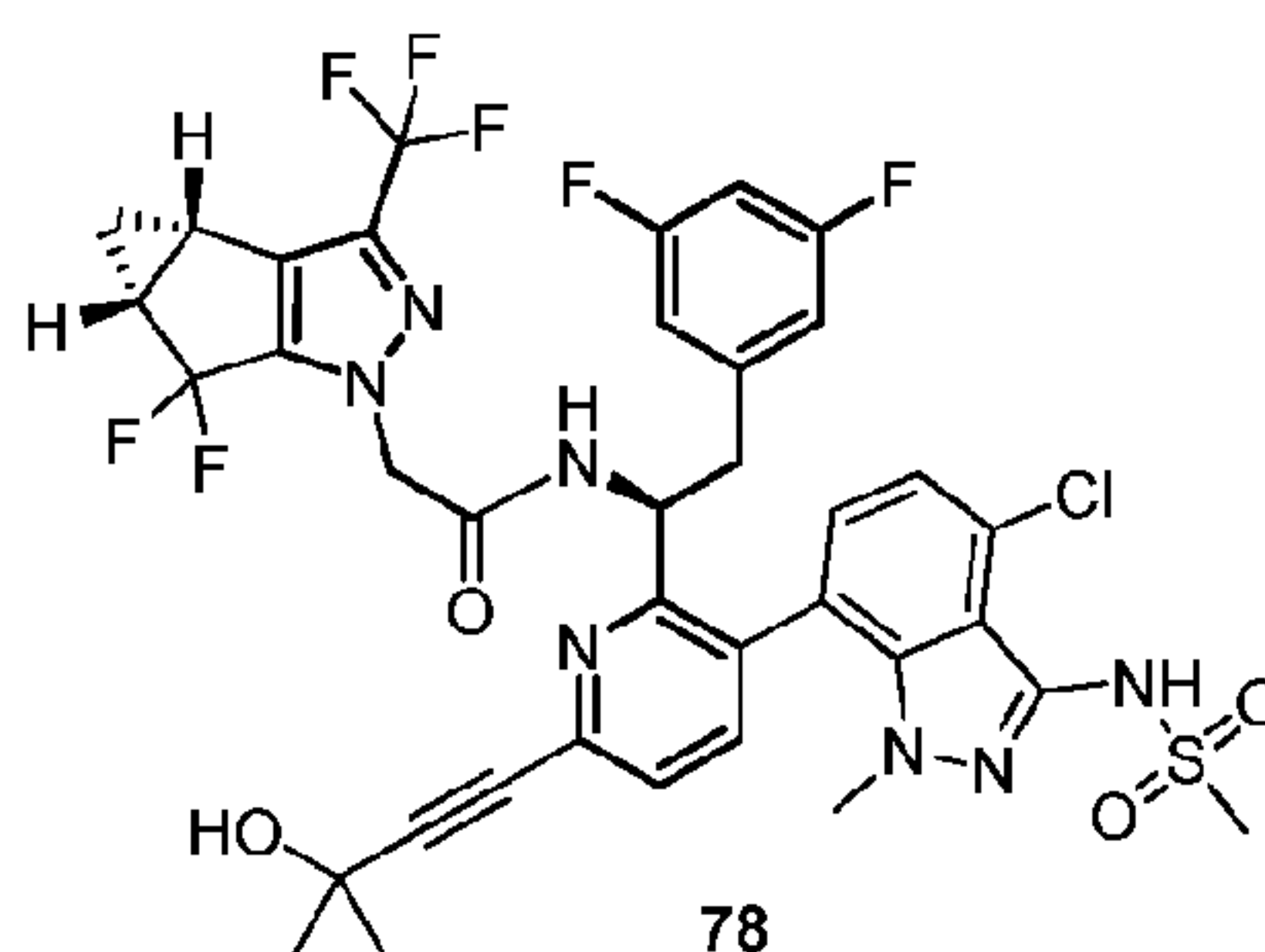
Synthesis of (S)-3-amino-7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazole-4-carbonitrile (77D):

[0579] The title compound (77D) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound 19F of Example 19 utilizing 77C. MS (m/z) 487.2 $[M+H]^+$.

Synthesis of N-((S)-1-(3-(3-amino-4-cyano-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (77E):

[0580] The title compound (77E) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound 10A of Example 10 utilizing 77D and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ^1H NMR (Chloroform- d) δ : 7.54 (t), 7.52 – 7.45 (m), 7.33 (d), 7.19 (t), 6.85 (t), 6.71 – 6.62 (m), 6.49 (d), 6.24 – 6.17 (m), 6.15 (d), 5.47 (d), 4.99 – 4.88 (m), 4.78 – 4.68 (m), 3.12 (s), 3.03 – 2.94 (m), 2.92 (s), 2.56 – 2.39 (m), 1.72 (s), 1.42 (q), 1.21 – 1.10 (m) MS (m/z) 733.3 $[M+H]^+$.

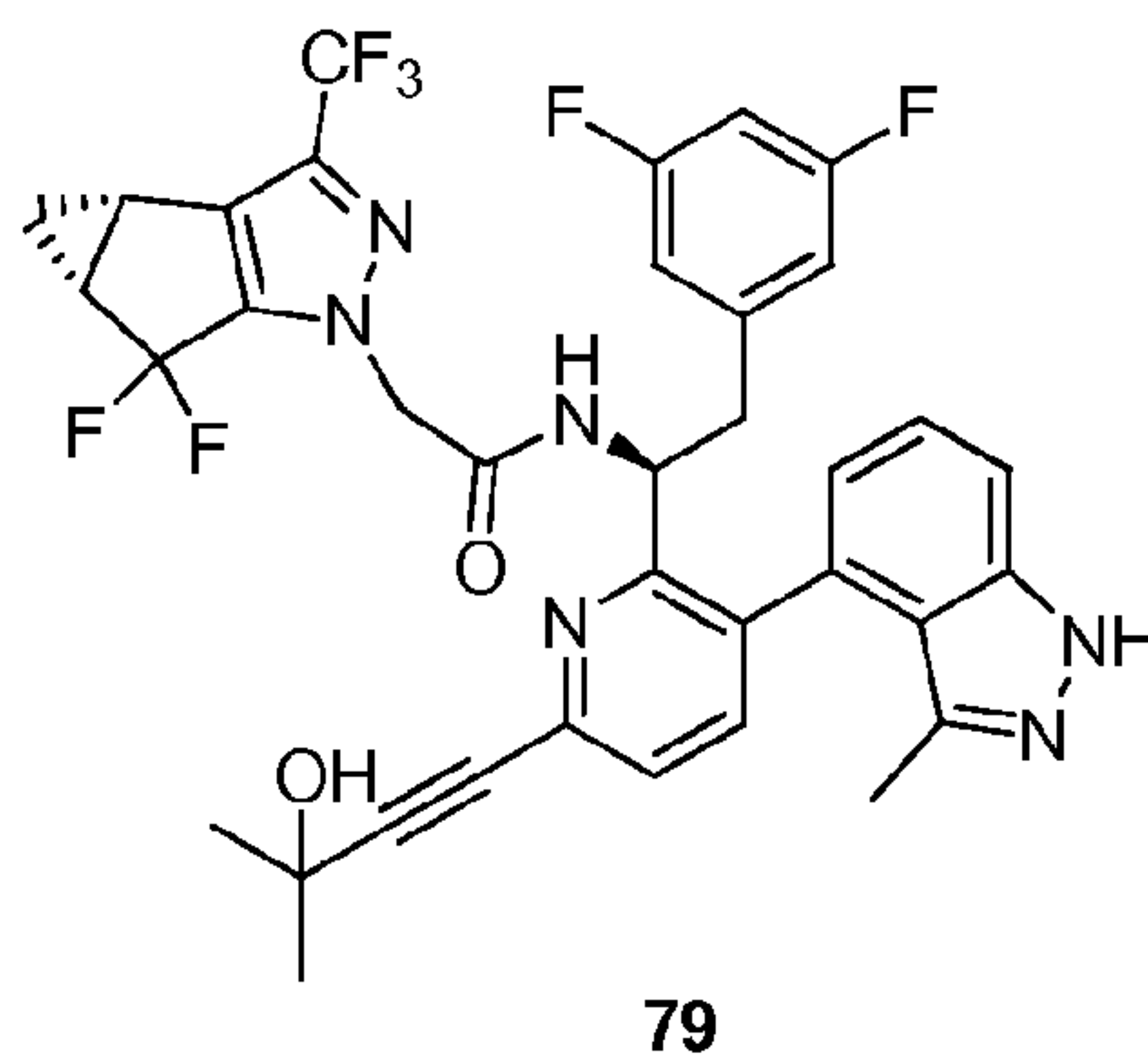
Example 78.



Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (78):

[0581] The title compound (78) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19G** of Example 19 utilizing 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (Chloroform-*d*) δ: 7.60 – 7.46 (m), 7.32 – 7.24 (m), 7.24 – 7.15 (m), 6.92 (d), 6.71 – 6.62 (m), 6.48 (s), 6.27 – 6.17 (m), 6.08 (d), 5.55 (d), 4.98 (q), 4.79 (d), 4.73 (d), 3.56 (d), 3.40 (d), 3.27 (s), 3.07 – 2.91 (m), 2.66 – 2.40 (m), 1.71 (s), 1.44 (q), 1.28 – 1.15 (m). MS (*m/z*) 838.9 [M+H]⁺.

Example 79.

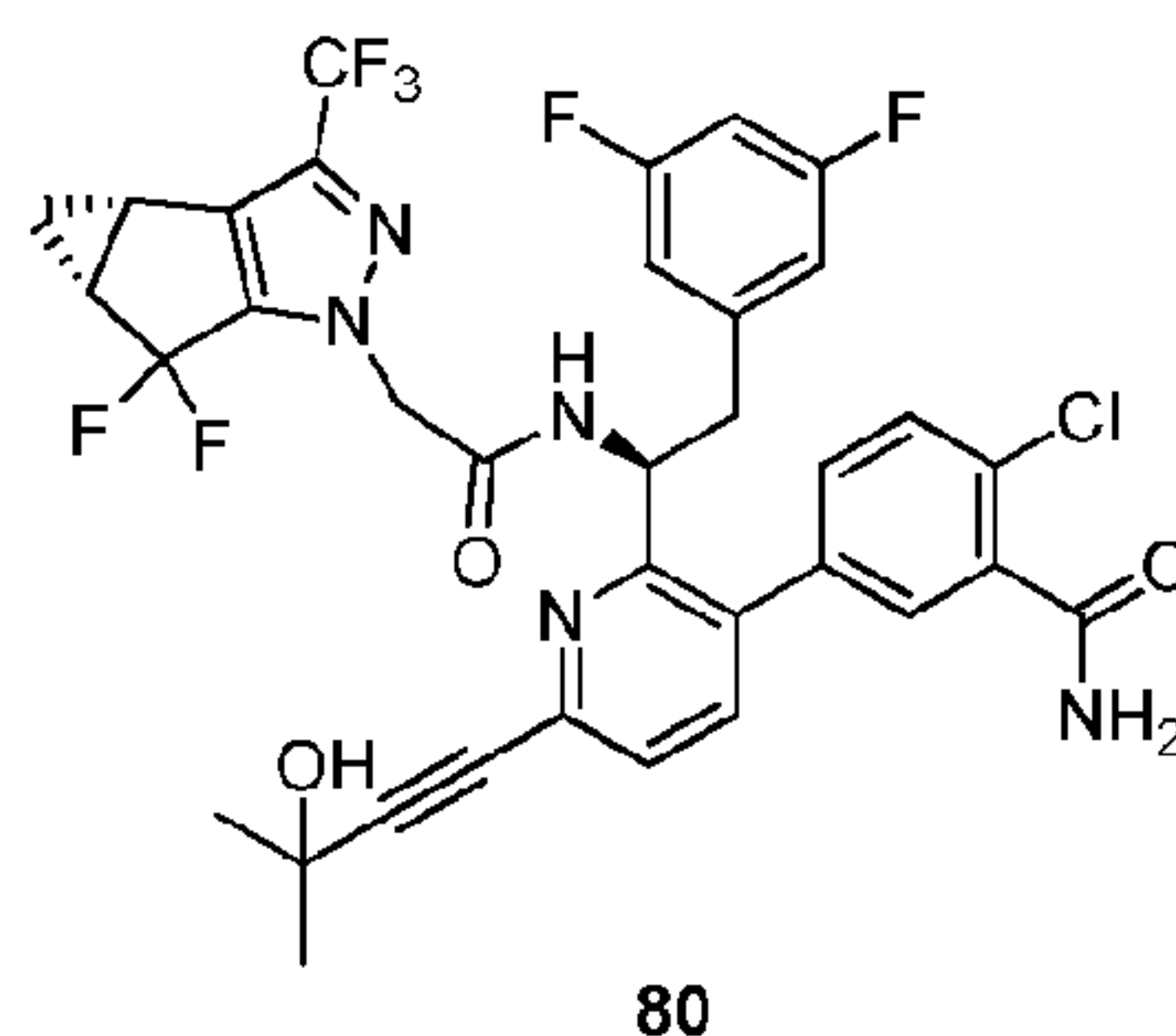


Synthesis of 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(3-methyl-1H-indazol-4-yl)pyridin-2-yl)ethyl)acetamide (79):

[0582] The title compound (79) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **20F** of Example 20 utilizing (3-carbamoyl-4-chlorophenyl)boronic acid and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz,

cd₃od) δ 8.75 (d), 8.61 (d), 7.63 (dd), 7.56 – 7.46 (m), 7.39 (dd), 7.32 (dd), 6.99 (d), 6.72 (tt), 6.56 – 6.45 (m), 6.31 (d), 6.27 – 6.20 (m), 5.39 (dt), 5.10 – 4.99 (m), 4.76 (s), 3.18 – 3.04 (m), 2.97 – 2.83 (m), 2.58 – 2.42 (m), 1.86 (s), 1.64 (d), 1.60 (s), 1.48 – 1.33 (m), 1.18 – 1.11 (m), 1.11 – 1.03 (m). MS (m/z) 711.7 [M+H]⁺.

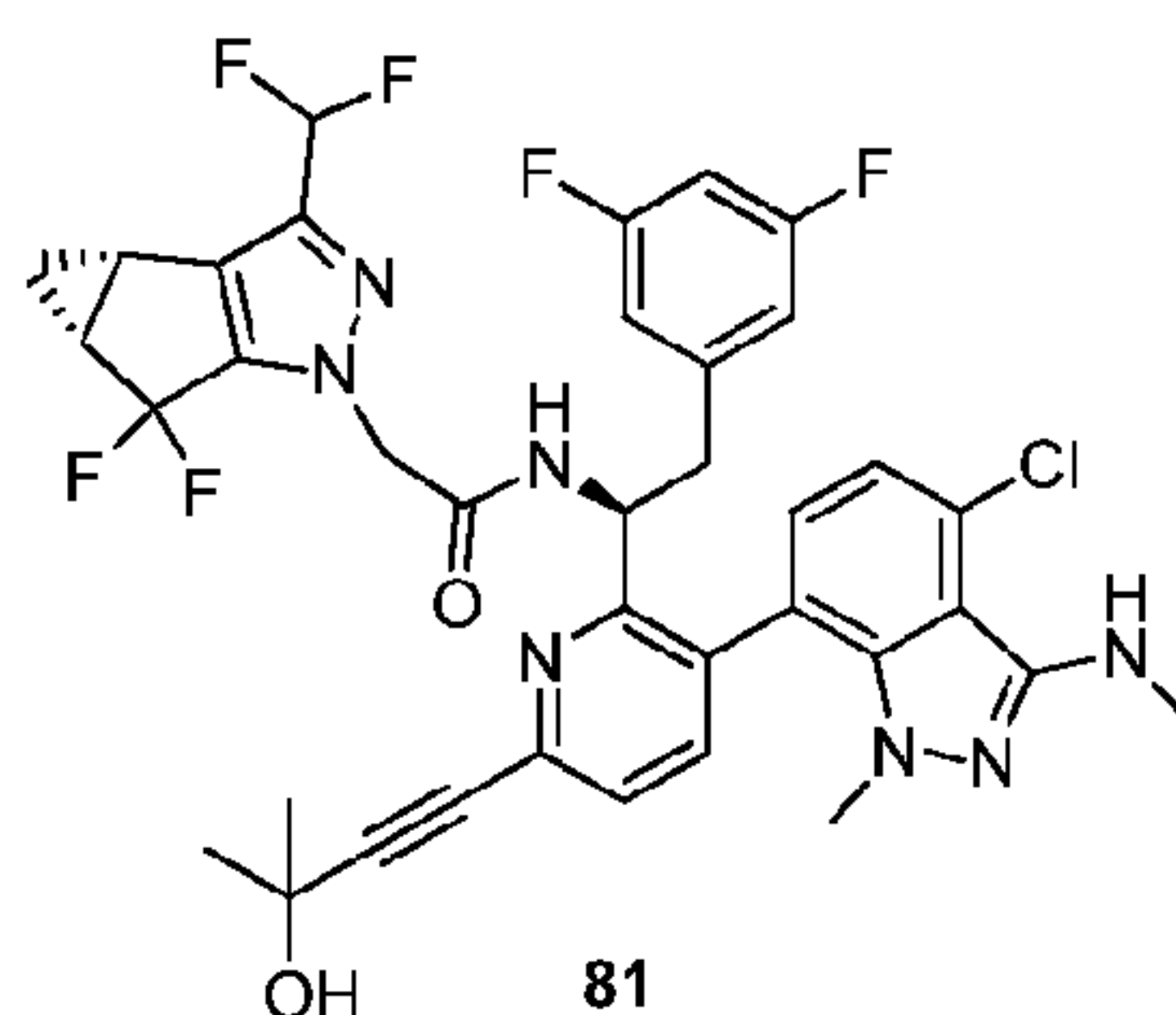
Example 80.



Synthesis of 2-chloro-5-(2-((S)-1-(2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)benzamide (**80**):

[0583] The title compound (**80**) was prepared according to the method presented for the synthesis of compound **33F** of Example 33 utilizing (3-carbamoyl-4-chlorophenyl)boronic acid and 2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ¹H NMR (400 MHz, cd₃od) δ 8.86 (d), 7.54 (d), 7.46 (dd), 7.17 (d), 7.07 – 6.99 (m), 6.70 (tt), 6.44 – 6.34 (m), 5.35 (dd), 4.84 (d), 3.19 – 3.00 (m), 2.57 – 2.42 (m), 1.62 (s), 1.46 – 1.36 (m), 1.15 – 1.06 (m). MS (m/z) 736.0 [M+H]⁺.

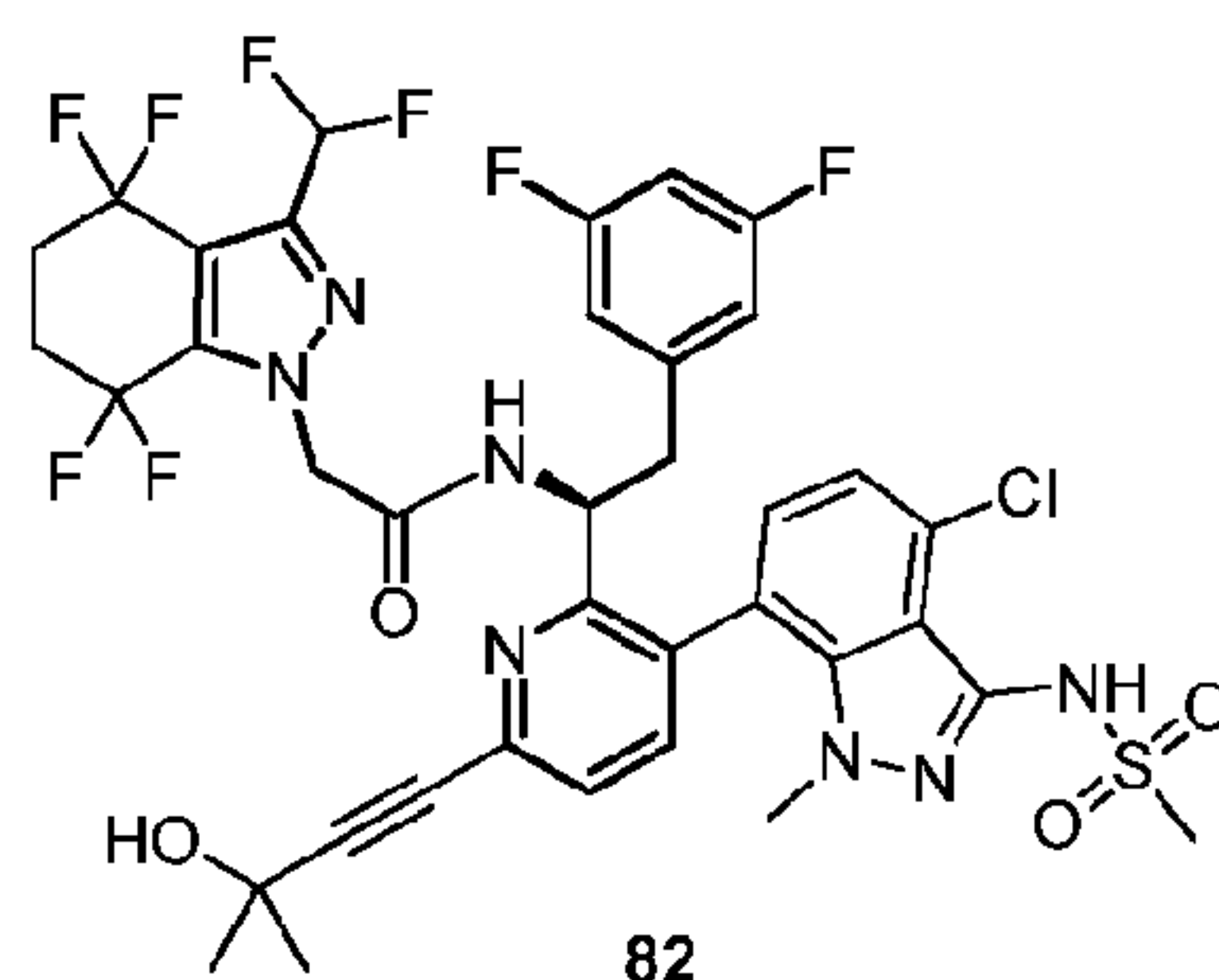
Example 81.



Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-(methylamino)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**81**):

[0584] The title compound (**81**) was prepared as a mixture of atropisomers according to the method presented in Example 68 utilizing 7-bromo-4-chloro-1-methyl-1H-indazol-3-amine (**19B**) in place of 7-bromo-1-methyl-1H-indazol-3-amine (**33A**). ^1H NMR (400 MHz, Methanol- d_4) δ 7.90 – 7.86 (m), 7.86 – 7.80 (m), 7.71 (dd), 7.55 (dd), 7.34 (d), 7.22 – 7.12 (m), 6.84 – 6.77 (m), 6.77 – 6.70 (m), 6.70 – 6.67 (m), 6.66 – 6.62 (m), 6.56 (s), 6.54 (s), 6.47 – 6.41 (m), 6.36 – 6.29 (m), 5.22 (dd), 5.05 (t), 4.76 (d), 4.71 (s), 3.30 – 3.22 (m), 3.14 – 3.03 (m), 3.03 – 2.91 (m), 2.85 (s), 2.46 (ddt), 1.64 (s), 1.44 – 1.33 (m), 1.11 – 0.97 (m). MS (m/z) 756.14 $[\text{M}+\text{H}]^+$.

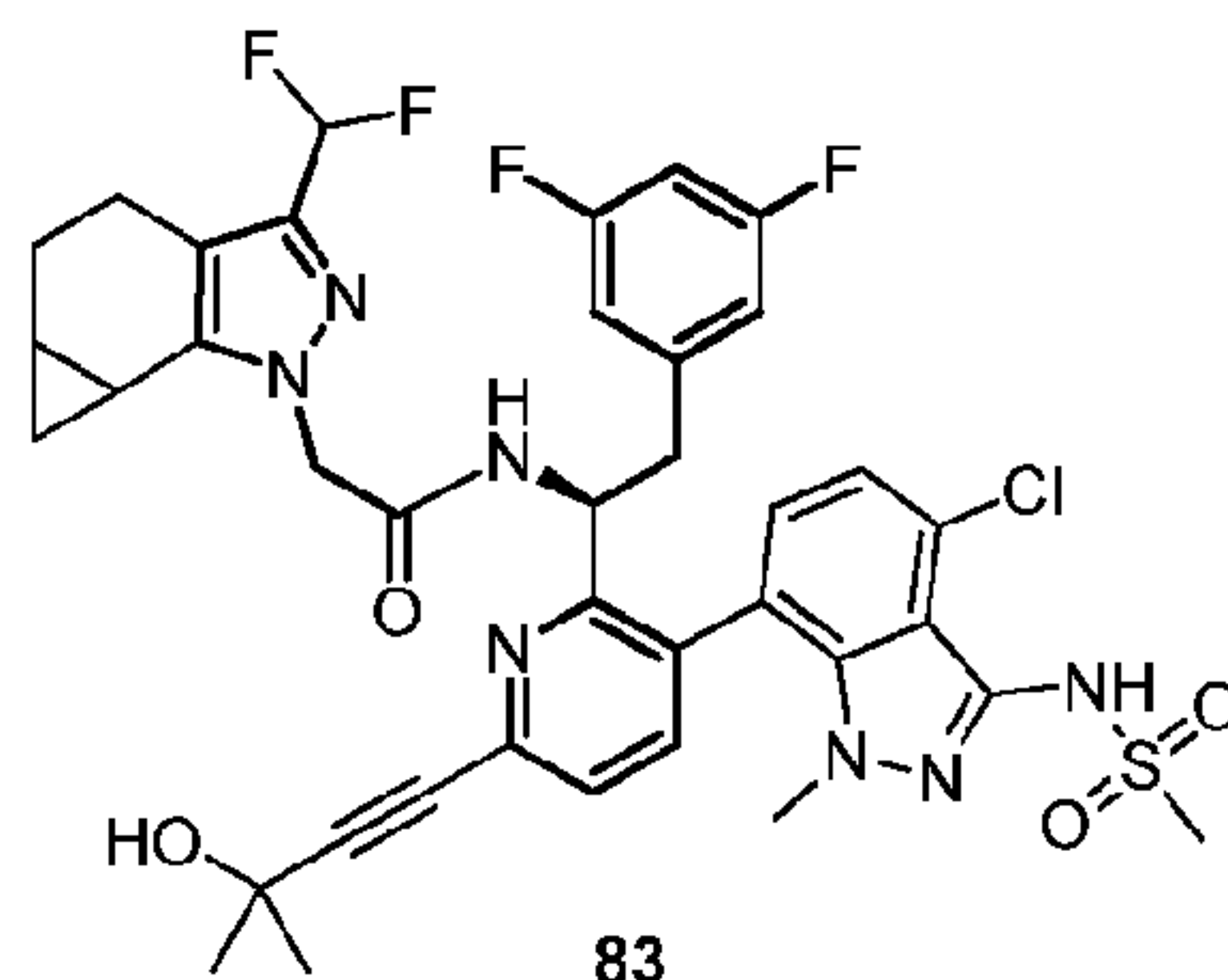
Example 82.



Synthesis of (S)-N-(1-(3-(4-chloro-1-methyl-3-(methylsulfonylamino)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetamide (**82**):

[0585] The title compound (**82**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19G** of Example 19 utilizing 2-(3-(difluoromethyl)-4,4,7,7-tetrafluoro-4,5,6,7-tetrahydro-1H-indazol-1-yl)acetic acid. ^1H NMR (Chloroform- d) δ : 7.60 – 7.47 (m), 7.31 – 7.16 (m), 7.02 – 6.80 (m), 6.72 – 6.59 (m), 6.51 – 6.43 (m), 6.27 – 6.12 (m), 5.66 – 5.52 (m), 5.08 – 4.97 (m), 4.94 (d), 3.40 (s), 3.38 (s), 3.28 (t), 3.07 (s), 3.01 – 2.89 (m), 2.63 – 2.42 (m), 2.03 (s), 1.71 (s). MS (m/z) 858.8 $[\text{M}+\text{H}]^+$.

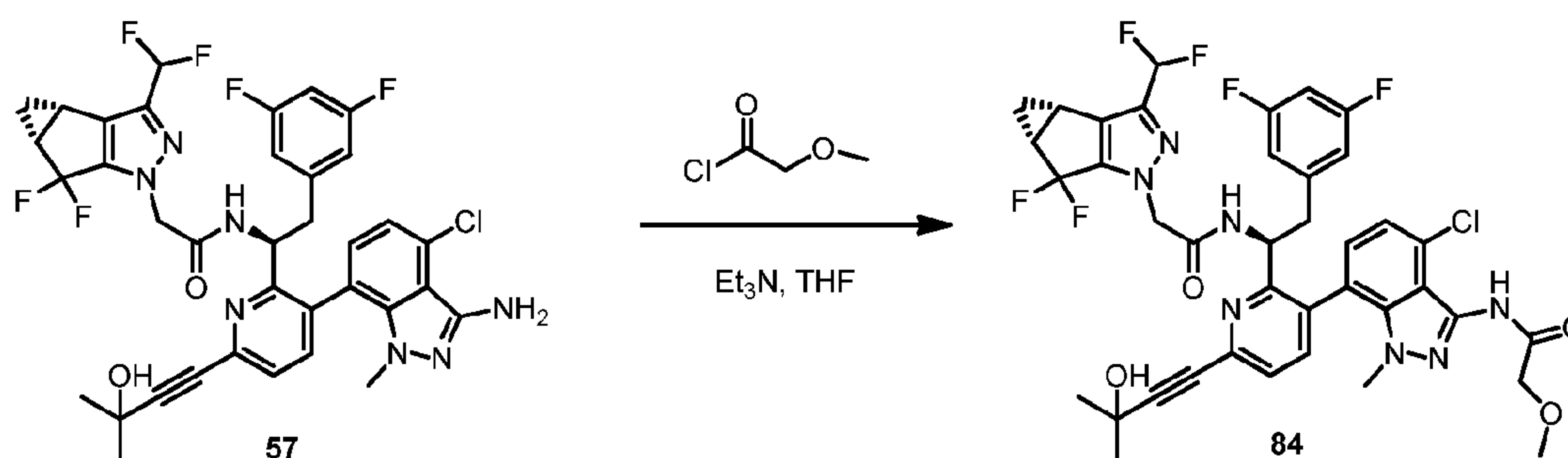
Example 83.



Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-(methylsulfonamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-(3-(difluoromethyl)-5,5a,6,6a-tetrahydrocyclopropa[g]indazol-1(4H)-yl)acetamide (**83**):

[0586] The title compound (**83**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **19G** of Example 19 utilizing 2-(3-(difluoromethyl)-5,5a,6,6a-tetrahydrocyclopropa[g]indazol-1(4H)-yl)acetic acid. ¹H NMR (Chloroform-*d*) δ: 7.55 - 7.43 (m), 7.38 (d), 7.29 (d), 7.18 (d), 6.96 (dd), 6.86 (d), 6.72 (d), 6.67 - 6.59 (m), 6.57 (d), 6.29 (d), 6.18 (td), 4.94 (dq), 4.84 - 4.79 (m), 4.76 (s), 3.39 (d), 3.30 (s), 3.24 (s), 3.07 (d), 3.01 - 2.89 (m), 2.89 - 2.74 (m), 2.63 - 2.47 (m), 2.29 - 2.08 (m), 1.82 - 1.62 (m), 1.71 (d), 1.05 (td), 0.96 (td), 0.74 (q), 0.65 (q). MS (*m/z*) 798.9 [M+H]⁺.

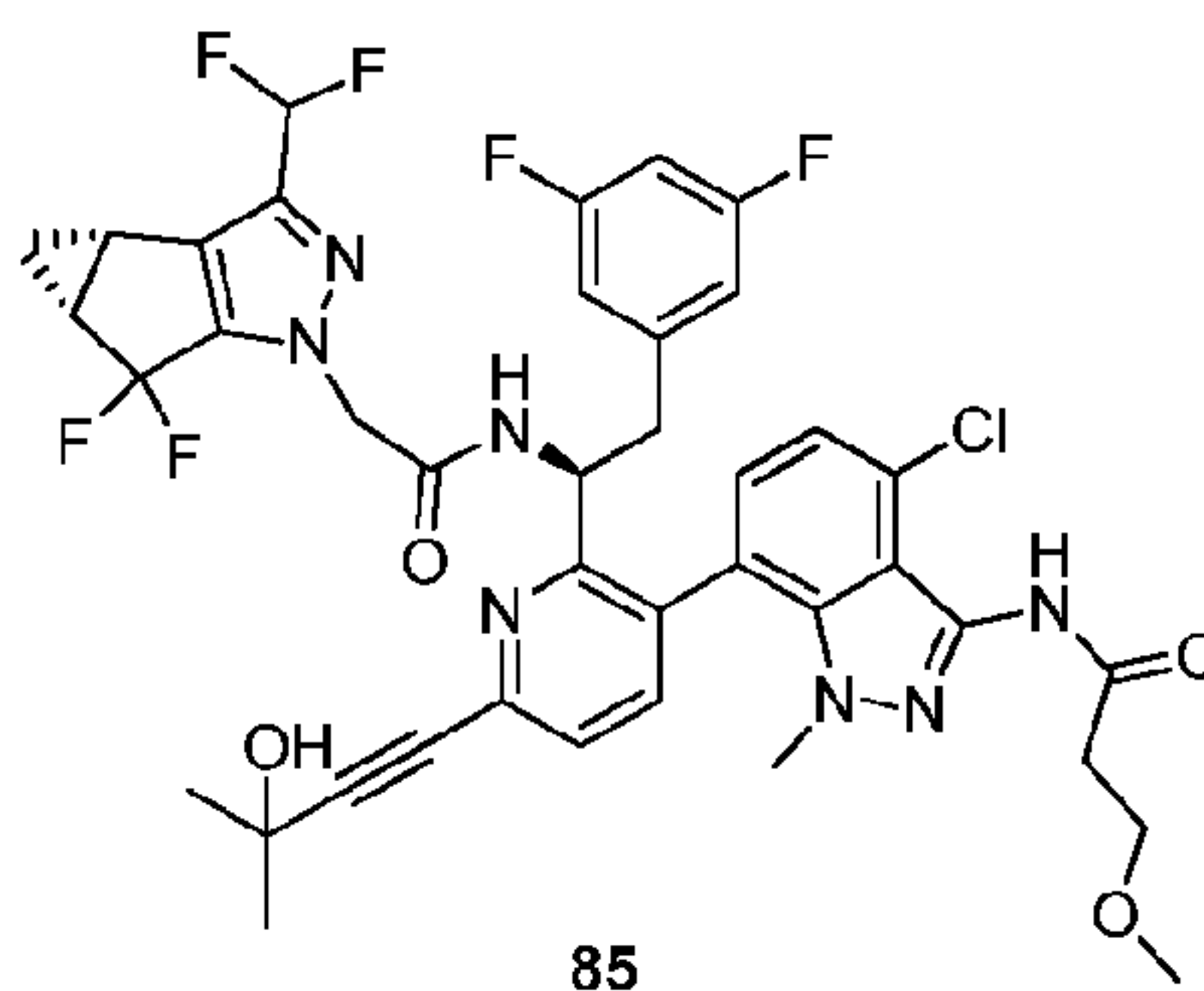
Example 84.



Synthesis of N-((S)-1-(3-(4-chloro-3-(2-methoxyacetamido)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3S,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**84**):

[0587] To the reaction vial containing **57** (13 mg, 0.017 mmol) in THF (0.25 mL) was added 2-methoxyacetyl chloride (2 mg, 0.019 mmol), and triethylamine (0.004 mL, 0.026 mmol). The reaction mixture was stirred at room temperature until the majority of **57** was consumed. The reaction mixture was concentrated in vacuo and dissolved in methanol and treated with several drops of 2 M NaOH for 30 min. The reaction mixture was then acidified with TFA and purified by reverse phase HPLC to provide the title compound **84** as a mixture of atropisomers. ¹H NMR (400 MHz, cd₃od) δ 8.72-8.67 (m), 7.70 (dd), 7.54 (dd), 7.22 - 7.13 (m), 7.08 (d), 6.87 - 6.59 (m), 6.50 - 6.36 (m), 5.32-5.25 (m), 5.02 - 4.94 (m), 4.72 (dd), 4.14 (d), 3.56 (s), 3.34 (s), 3.15 (dd), 3.05 - 2.93 (m), 2.51 - 2.38 (m), 1.64 (d), 1.45 - 1.31 (m), 1.11-1.05 (m), 1.06 - 0.97 (m). MS (*m/z*) 815.2 [M+H]⁺.

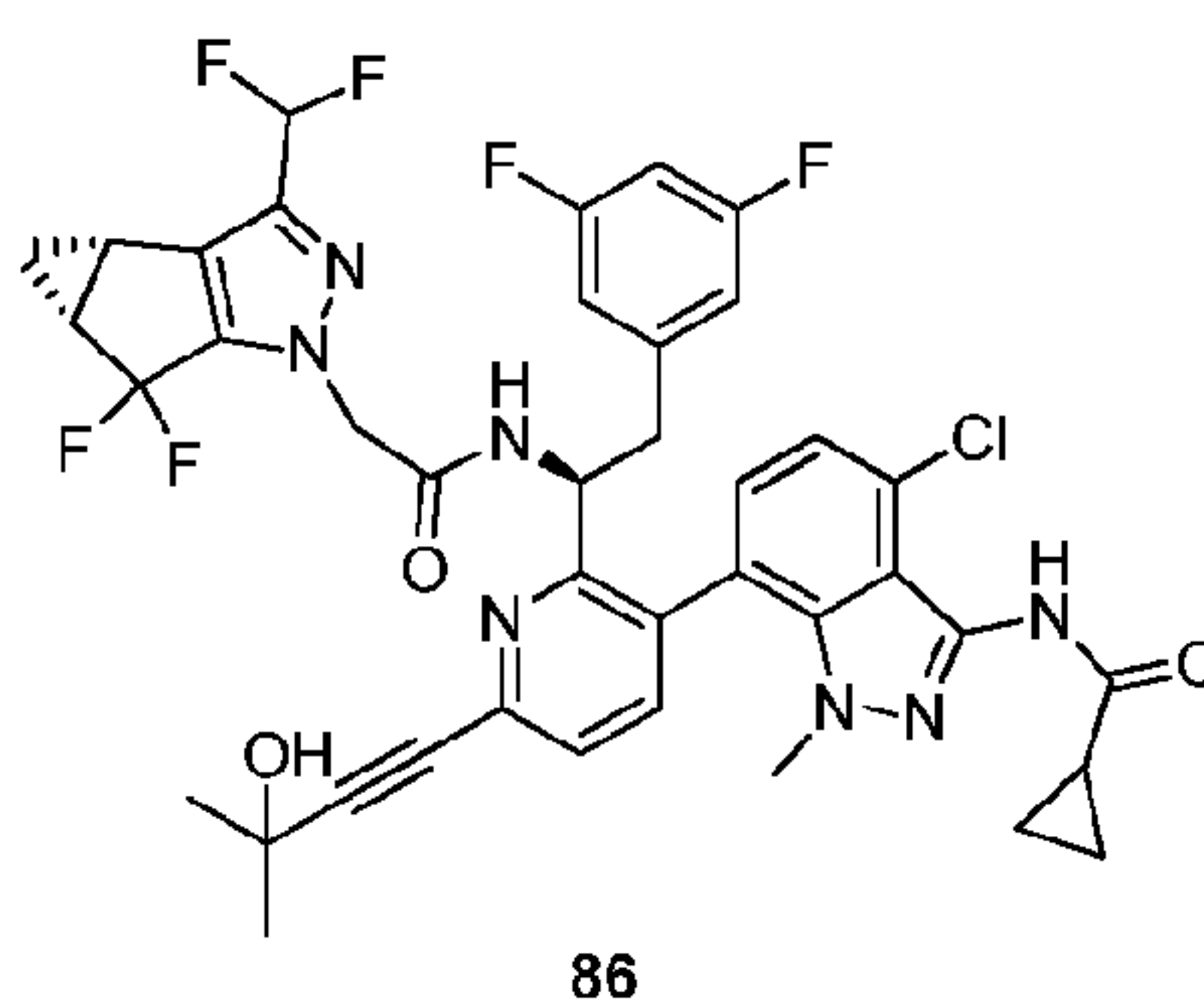
Example 85.



Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-3-methoxypropanamide (**85**):

[0588] The title compound (**85**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing 3-methoxypropanoyl chloride. ¹H NMR (400 MHz, cd₃od) δ 8.75-8.65 (m), 7.69 (dd), 7.53 (dd), 7.21 – 7.12 (m), 7.07 (d), 6.87 – 6.52 (m), 6.47 – 6.35 (m), 5.35-5.25 (m), 4.98 (t), 4.79 – 4.63 (m), 3.79 – 3.73 (m), 3.39 (s), 3.14 (dd), 3.05 – 2.93 (m), 2.76 – 2.68 (m), 2.51 – 2.39 (m), 1.64 (d), 1.45 – 1.32 (m), 1.11-1.05 (m), 1.06 – 0.97 (m). MS (*m/z*) 829.2 [M+H]⁺.

Example 86.



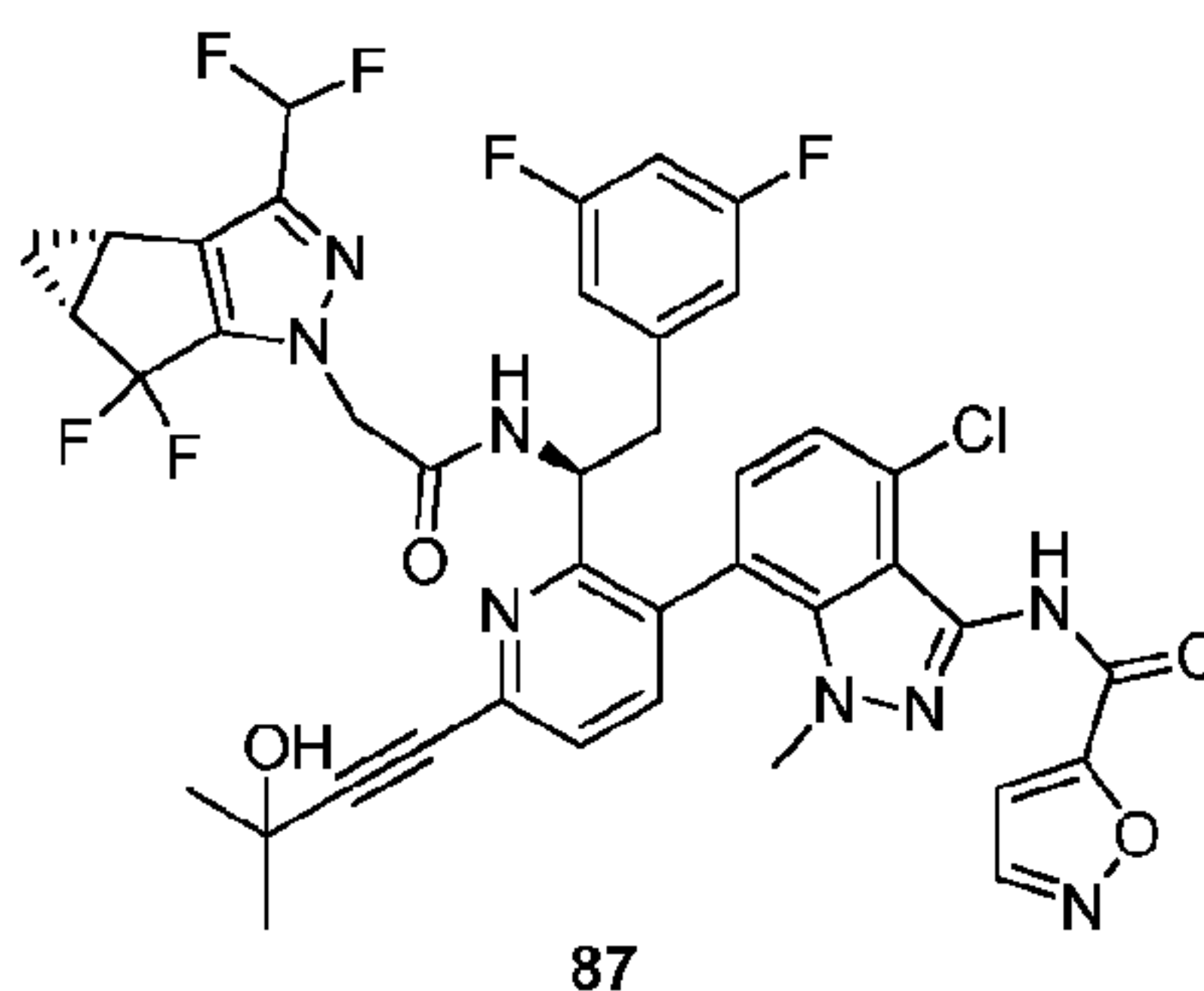
Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)cyclopropanecarboxamide (**86**):

[0589] The title compound (**86**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing cyclopropanecarbonyl chloride. ¹H NMR (400 MHz, cd₃od) δ 8.75-8.52 (m), 7.69 (dd), 7.53 (dd), 7.16 (d), 7.06 (d), 6.87 – 6.52 (m), 6.46 – 6.35 (m), 5.35-5.21 (m), 4.98 (t), 4.79 – 4.63 (m),

3.14 (dd), 3.00 (d), 2.53 – 2.39 (m), 1.90 (s), 1.64 (d), 1.45 – 1.32 (m), 1.06 – 0.96 (m), 0.90 (s).

MS (m/z) 811.2 $[M+H]^+$.

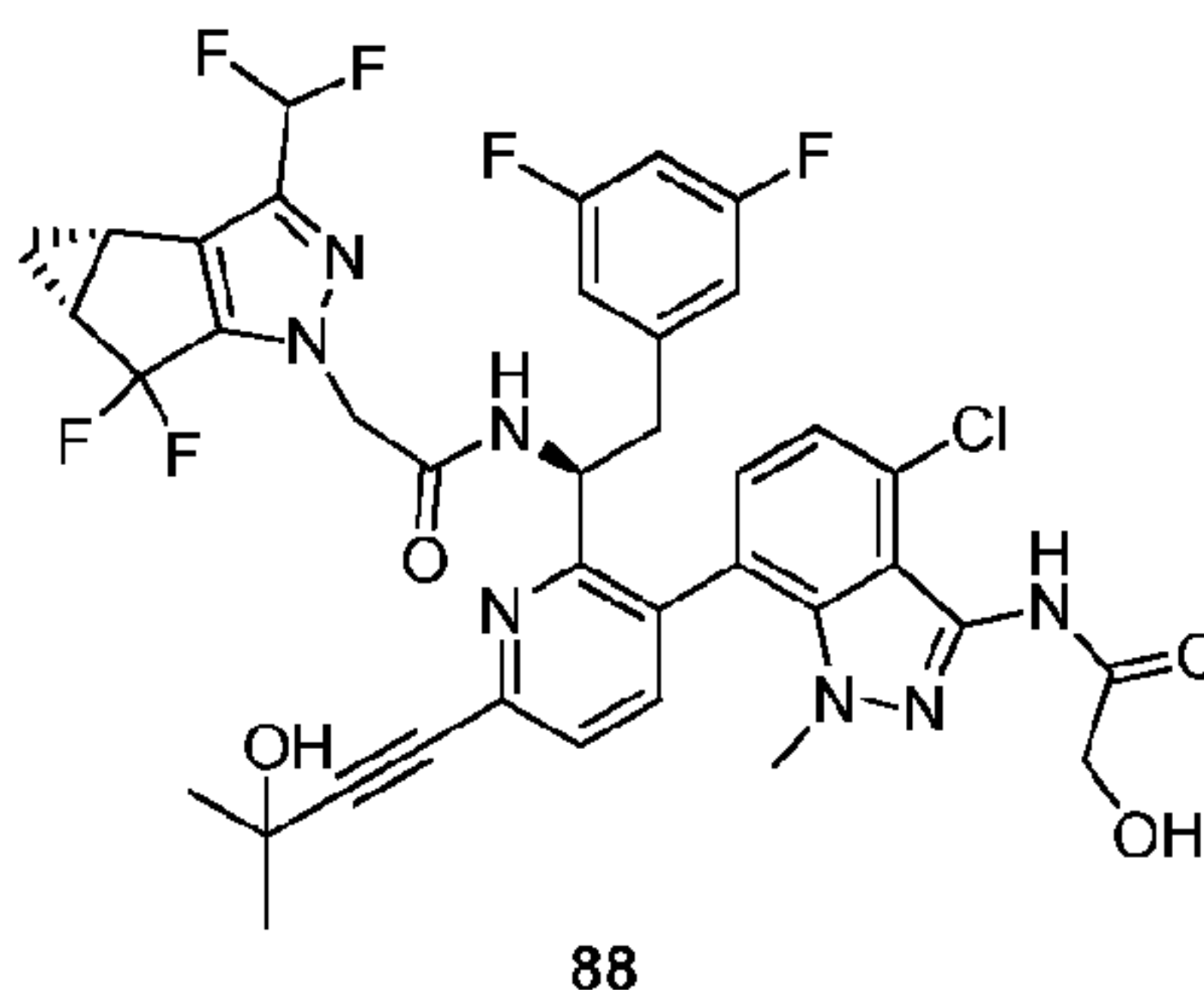
Example 87.



Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)isoxazole-5-carboxamide (87):

[0590] The title compound (**87**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing isoxazole-5-carbonyl chloride. ^1H NMR (400 MHz, cd_3od) δ 8.71 (t), 8.60 (s), 7.72 (dd), 7.55 (dd), 7.24 – 7.07 (m), 6.87 – 6.61 (m), 6.60 – 6.37 (m), 5.35–5.25 (m), 5.00 (t), 4.79 – 4.64 (m), 3.37 (s), 3.21 – 3.12 (m), 3.08 – 2.95 (m), 2.52 – 2.39 (m), 1.92 (d), 1.64 (d), 1.42–1.32 (m), 1.08 (s), 1.02 (s). MS (m/z) 838.1 $[M+H]^+$.

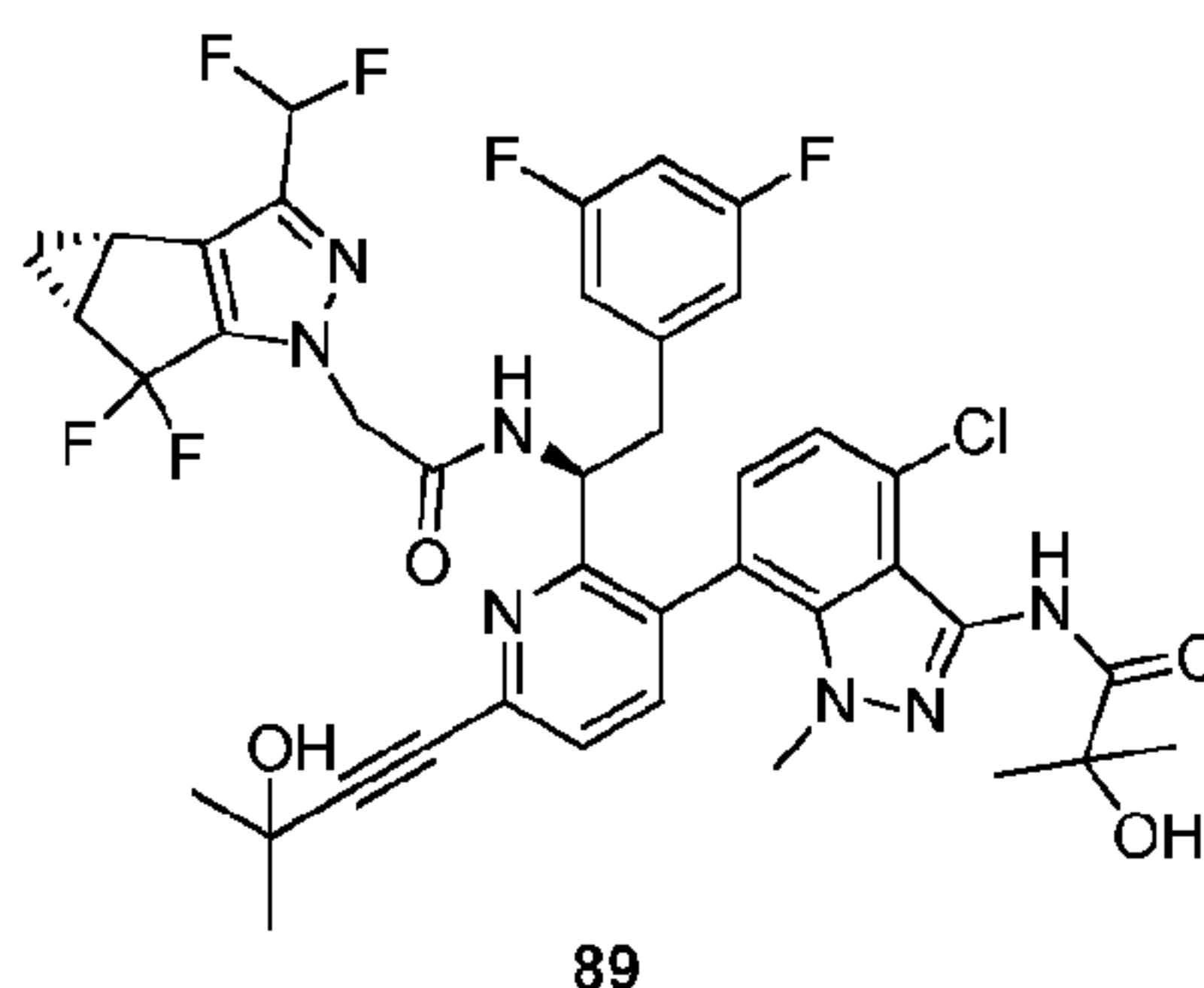
Example 88.



Synthesis of N-((S)-1-(3-(4-chloro-3-(2-hydroxyacetamido)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (88):

[0591] The title compound (**88**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing 2-chloro-2-oxoethyl acetate. ^1H NMR (400 MHz, cd_3od) δ 7.74 – 7.66 (m), 7.54 (dd), 7.23 – 7.13 (m), 7.08 (d), 6.87 – 6.58 (m), 6.50 – 6.35 (m), 5.25-5.31 (m), 4.99 (t), 4.76 (d), 4.68 (s), 4.21 (d), 3.34 (s), 3.30 – 3.11 (m), 3.04 – 2.94 (m), 2.51 – 2.38 (m), 1.64 (d), 1.45 – 1.33 (m), 1.11-1.05 (m), 1.06 – 0.97 (m). MS (m/z) 802.1 $[\text{M}+\text{H}]^+$.

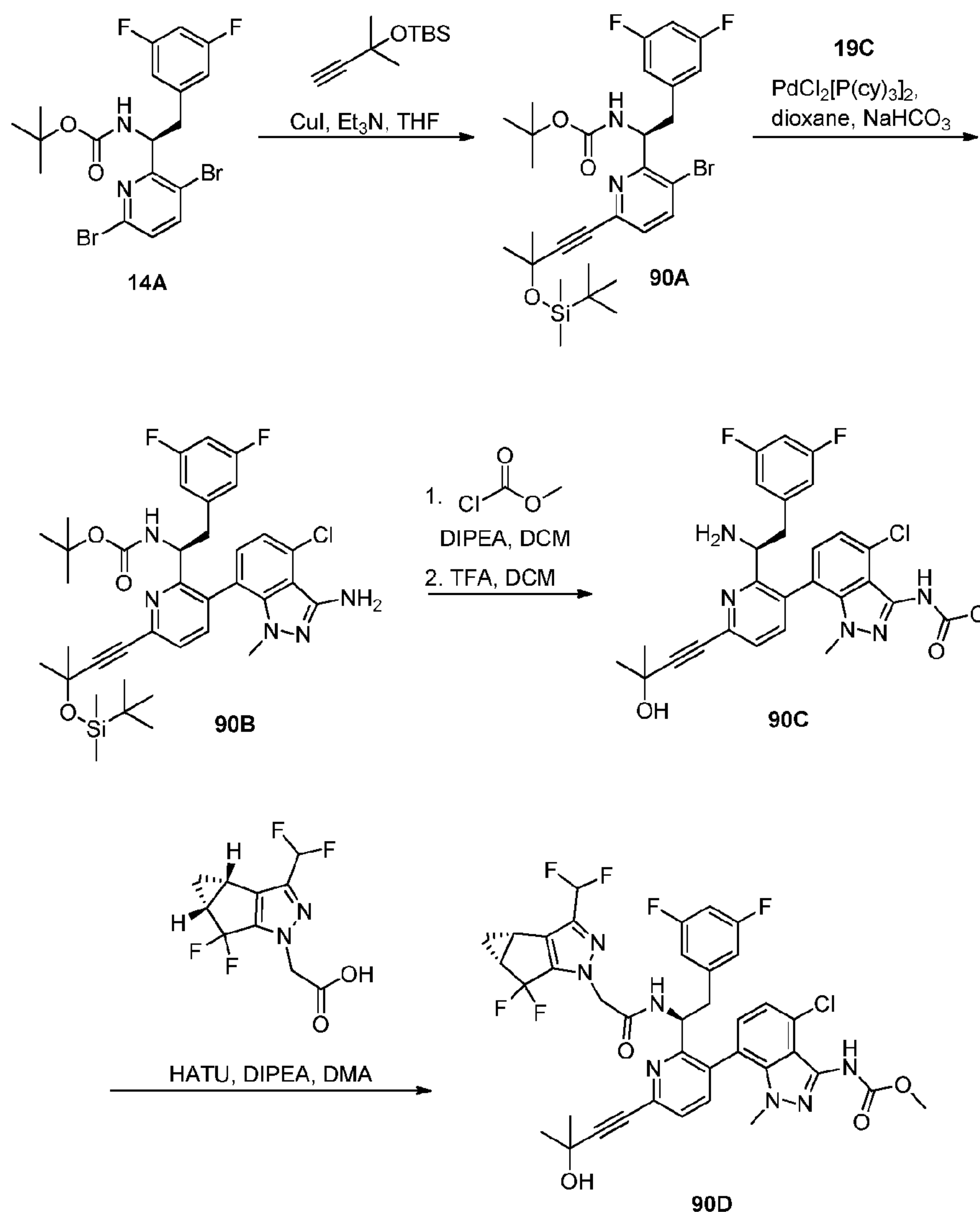
Example 89.



Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-2-hydroxy-2-methylpropanamide (**89**):

[0592] The title compound (**89**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing 1-chloro-2-methyl-1-oxopropan-2-yl acetate. ^1H NMR (400 MHz, cd_3od) δ 8.75-8.65 (m), 7.70 (t), 7.54 (dd), 7.22 – 7.12 (m), 7.07 (d), 6.87 – 6.66 (m), 6.49 – 6.36 (m), 5.30-5.22 (m), 4.99 (t), 4.75 (d), 4.67 (s), 3.35 (s), 3.28 – 3.12 (m), 3.04 – 2.93 (m), 2.49 – 2.38 (m), 1.64 (d), 1.51 (dd), 1.43 – 1.33 (m), 1.08 (s), 1.05 – 0.98 (m). MS (m/z) 829.2 $[\text{M}+\text{H}]^+$.

Example 90.



Synthesis of (S)-tert-butyl (1-(3-bromo-6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**90A**):

[0593] The title compound (**90A**) was prepared according to the method presented for the synthesis of compound (**14B**) of Example 14 utilizing tert-butyldimethyl((2-methylbut-3-yn-2-yl)oxy)silane. MS (m/z) 609.10 $[\text{M}+\text{H}]^+$.

Synthesis of (S)-tert-butyl (1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**90B**).

[0594] The title compound (**90B**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**19E**) of Example 19 utilizing (S)-tert-butyl (1-(3-bromo-6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-

difluorophenyl)ethyl)carbamate (**90A**) and 4-chloro-1-methyl-7-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-indazol-3-amine (**19C**). MS (m/z) 710.01 $[M+H]^+$.

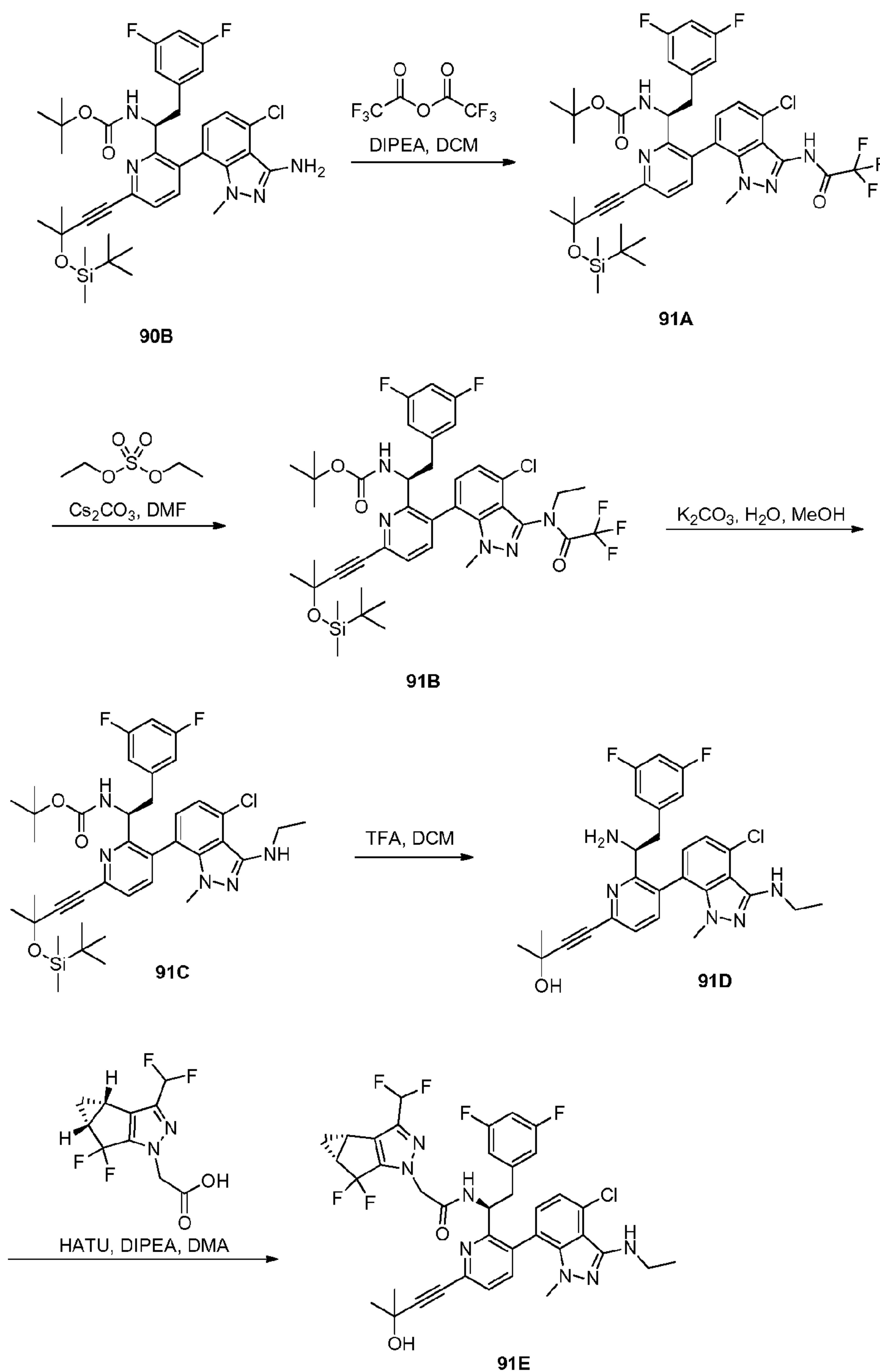
Synthesis of (S)-methyl (7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-4-chloro-1-methyl-1H-indazol-3-yl)carbamate (**90C**):

[0595] To a solution of (S)-tert-butyl (1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-(((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**90B**) (20 mg, 0.03 mmol) and DIPEA (0.08 μ l, 0.06 mmol) in dichloromethane (0.5 ml) was added methyl chloroformate (3.27 μ l, 0.04 mmol). After stirring overnight, trifluoroacetic acid (0.5 ml) was added and the reaction was stirred at room temperature for 1 hour. The reaction was concentrated, extracted with ethyl acetate, and basified with 2 M aqueous K_2CO_3 . The organic layer was washed with 0.5 M NaCl and the organic layer was dried with Na_2SO_4 , filtered, and concentrated. The crude product as a mixture of atropisomers was taken to the next step without further purification. MS (m/z) 554.13 $[M+H]^+$.

Synthesis of methyl (4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)carbamate (**90D**):

[0596] The title compound (**90D**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**33F**) of Example 33 utilizing (S)-methyl (7-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-4-chloro-1-methyl-1H-indazol-3-yl)carbamate (**90C**) and 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid. ^1H NMR (400 MHz, Methanol- d_4) δ 8.72 (d), 8.66 (d), 7.74 – 7.63 (m), 7.59 – 7.48 (m), 7.20 – 7.14 (m), 7.07 (d), 6.87 – 6.53 (m), 6.46 – 6.33 (m), 5.35 – 5.26 (m), 5.05 – 4.95 (m), 4.80 – 4.64 (m), 3.75 (d), 3.33 (s), 3.28 – 3.07 (m), 2.99 (q), 2.53 – 2.39 (m), 1.64 (s), 1.50 – 1.28 (m), 1.09 (d), 1.06 – 0.99 (m). MS (m/z) 800.15 $[M+H]^+$.

Example 91.



Synthesis of (S)-tert-butyl (1-(6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)-3-(4-chloro-1-methyl-3-(2,2,2-trifluoroacetamido)-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**91A**).

[0597] To a solution of (S)-tert-butyl (1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**90B**) (93 mg, 0.13 mmol) in dichloromethane (0.5 ml) was added DIPEA (34.14 μ l, 0.2 mmol), followed by trifluoroacetic anhydride (25.5 μ l, 0.18 mmol). After stirring at room temperature for 1h, the product was extracted with dichloromethane and water. The organic layer was dried with Na₂SO₄, filtered, concentrated *in vacuo*, and purified by silica gel chromatography to provide the title compound. MS (*m/z*) 806.04 [M+H]⁺.

Synthesis of (S)-tert-butyl (1-(6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)-3-(4-chloro-3-(N-ethyl-2,2,2-trifluoroacetamido)-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**91B**).

[0598] To a solution of (S)-tert-butyl (1-(6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)-3-(4-chloro-1-methyl-3-(2,2,2-trifluoroacetamido)-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**91A**) (20 mg, 0.02 mmol) in DMF (0.5 ml) was added cesium carbonate (20.2 mg, 0.06 mmol), followed by diethylsulfate (4.6 mg, 0.03 mmol). After stirring at room temperature overnight, the reaction mixture was extracted with ethyl acetate and water. The organic layer was dried with Na₂SO₄, filtered, and concentrated *in vacuo*. The crude product was taken to the next step without further purification.

Synthesis of (S)-tert-butyl (1-(6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)-3-(4-chloro-3-(ethylamino)-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**91C**).

[0599] To a solution of (S)-tert-butyl (1-(6-(3-((tert-butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)-3-(4-chloro-3-(N-ethyl-2,2,2-trifluoroacetamido)-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (21 mg) (**91B**) in methanol (0.5mL) was added 2M aqueous K₂CO₃ (0.25mL). After stirring at room temperature for 2 h, the reaction mixture was concentrated *in vacuo*. The mixture was extracted with ethyl acetate and water. The organic layer was dried with Na₂SO₄, filtered, and concentrated *in vacuo*. The crude product was taken to the next step without further purification.

Synthesis of (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-(4-chloro-3-(ethylamino)-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (**91D**).

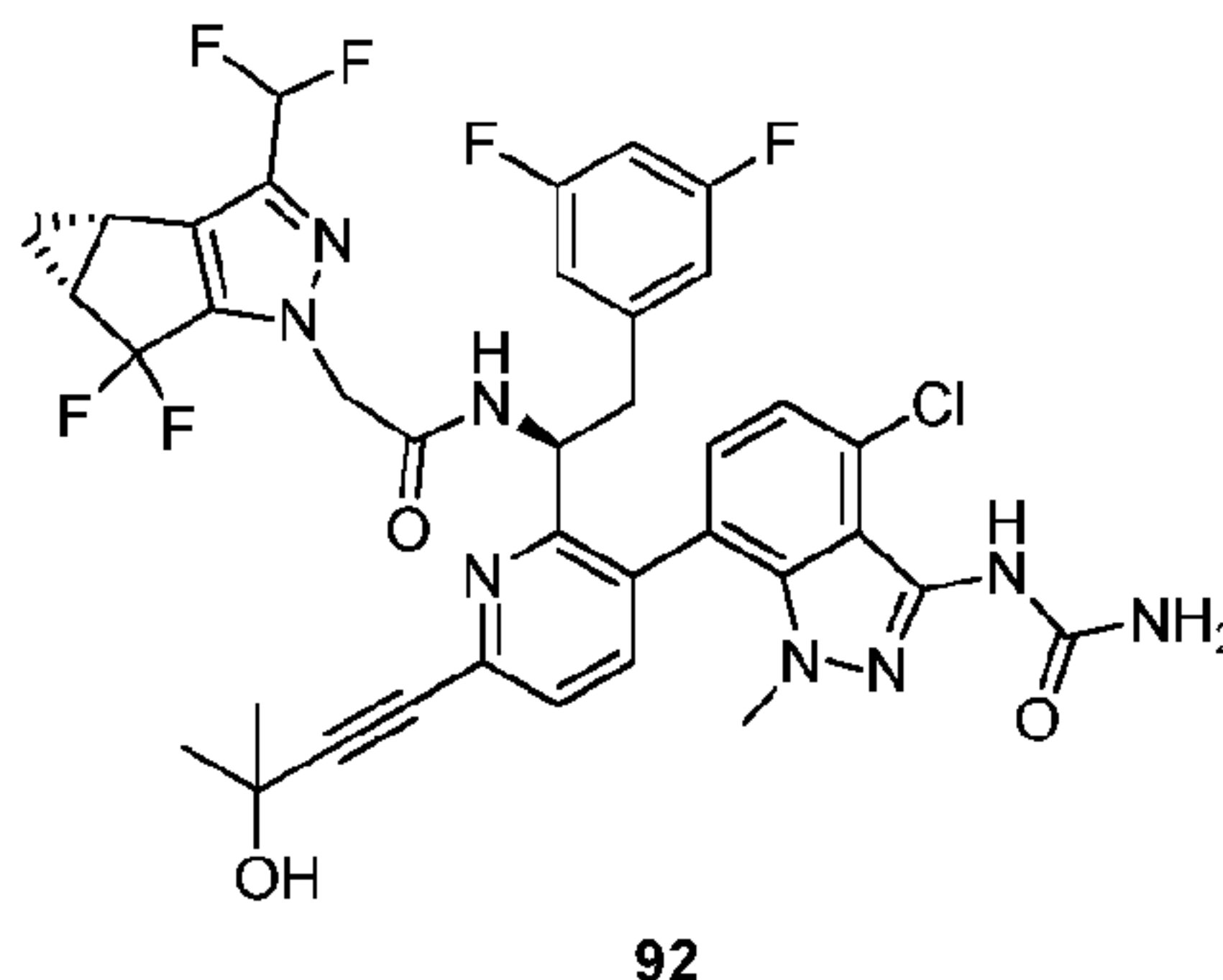
[0600] The title compound (**91D**) was prepared according to the method presented for the synthesis of compound (**90C**) of Example 90 utilizing (S)-tert-butyl (1-(6-(3-((tert-

butyldimethylsilyl)oxy)-3-methylbut-1-yn-1-yl)-3-(4-chloro-3-(ethylamino)-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**91C**). MS (m/z) 524.55 $[M+H]^+$.

Synthesis of N-((S)-1-(3-(4-chloro-3-(ethylamino)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**91E**)

[0601] The title compound (**91E**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**90D**) of Example 90 utilizing (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-(4-chloro-3-(ethylamino)-1-methyl-1H-indazol-7-yl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (**91D**). ^1H NMR (400 MHz, Methanol- d_4) δ 7.73 – 7.60 (m), 7.58 – 7.48 (m), 7.12 (d), 7.04 (d), 6.93 (d), 6.85 – 6.79 (m), 6.78 – 6.71 (m), 6.71 – 6.66 (m), 6.67 – 6.58 (m), 6.58 – 6.53 (m), 6.49 – 6.32 (m), 6.32 – 6.28 (m), 5.26 – 5.20 (m), 5.04 (t), 4.80 – 4.67 (m), 4.10 (q), 3.42 – 3.28 (m), 3.27 – 3.17 (m), 3.17 – 3.05 (m), 3.05 – 2.91 (m), 2.82 (s), 2.53 – 2.40 (m), 2.01 (s), 1.64 (s), 1.41 – 1.21 (m), 0.96 – 0.82 (m). MS (m/z) 770.15 $[M+H]^+$.

Example 92.

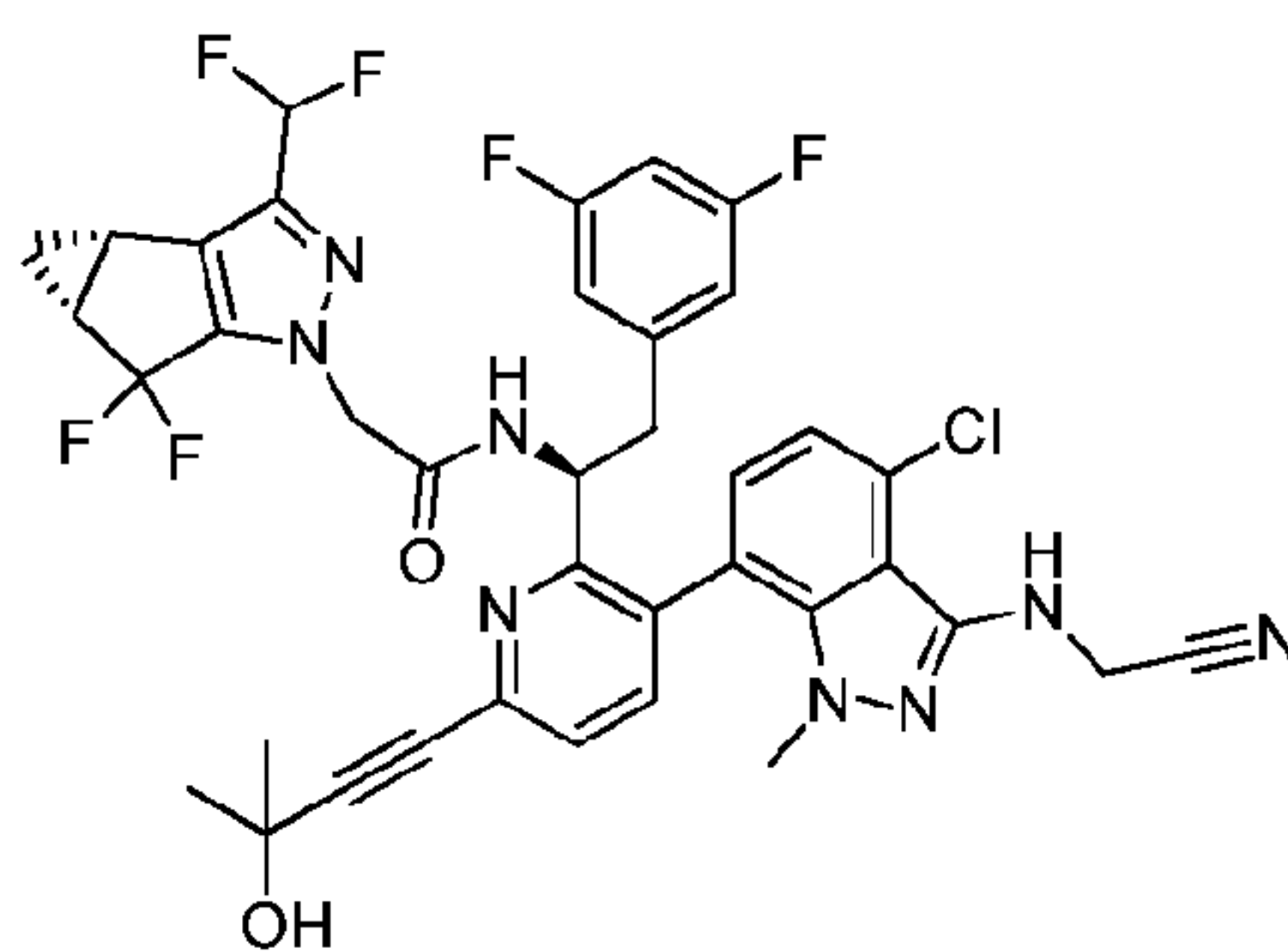


Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-ureido-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**92**).

[0602] To a solution of N-((S)-1-(3-(3-amino-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**57**) (30 mg, 0.04 mmol) in acetic acid (0.4 ml) was added a solution

of potassium cyanate (3.9 mg, 0.049 mmol) in water (0.05 ml). After stirring at 50 °C for 2 h, the reaction was concentrated and purified by reverse phase HPLC to provide the title product as a mixture of atropisomers. ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.72 (dd), 7.69 (dd), 7.54 (dd), 7.22 – 7.10 (m), 7.04 (d), 6.88 – 6.52 (m), 6.47 – 6.32 (m), 5.31 – 5.22 (m), 5.03 – 4.92 (m), 4.76 (s), 4.72 (d), 3.28 (s), 3.18 – 3.10 (m), 3.04 – 2.94 (m), 2.94 (s), 2.53 – 2.40 (m), 1.64 (s), 1.46 – 1.25 (m), 1.12 – 1.05 (m), 1.05 – 0.99 (m). MS (*m/z*) 785.15 [M+H]⁺.

Example 93.

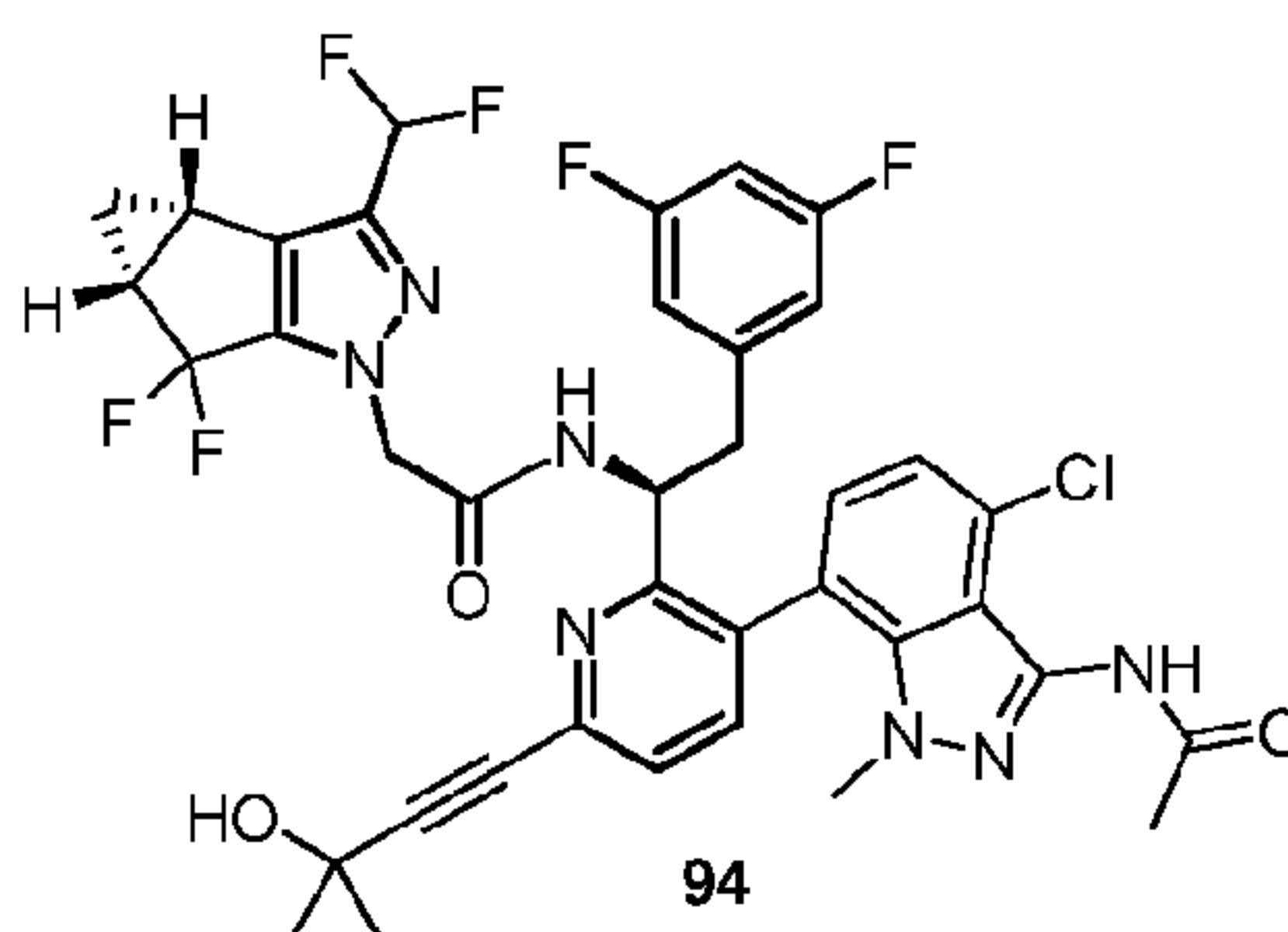


93

Synthesis of N-((S)-1-(3-(4-chloro-3-((cyanomethyl)amino)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (93).

[0603] The title compound (**93**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**91D**) of Example 91 utilizing bromoacetonitrile in place of diethyl sulfate during the synthesis of compound (**91B**). ¹H NMR (400 MHz, Methanol-*d*₄) δ 8.69 (d), 8.63 – 8.55 (m), 7.67 (dd), 7.56 – 7.48 (m), 7.11 (d), 6.99 (d), 6.86 (dd), 6.78 – 6.72 (m), 6.70 (d), 6.67 – 6.60 (m), 6.57 (d), 6.45 – 6.31 (m), 5.35 – 5.28 (m), 5.08 – 5.00 (m), 4.77 (s), 4.73 (s), 4.35 – 4.23 (m), 3.20 (s), 3.12 (dd), 3.05 – 2.92 (m), 2.89 (s), 2.54 – 2.39 (m), 1.64 (s), 1.44 – 1.30 (m), 1.12 – 1.07 (m), 1.07 – 1.01 (m). MS (*m/z*) 828.18 [M+H]⁺.

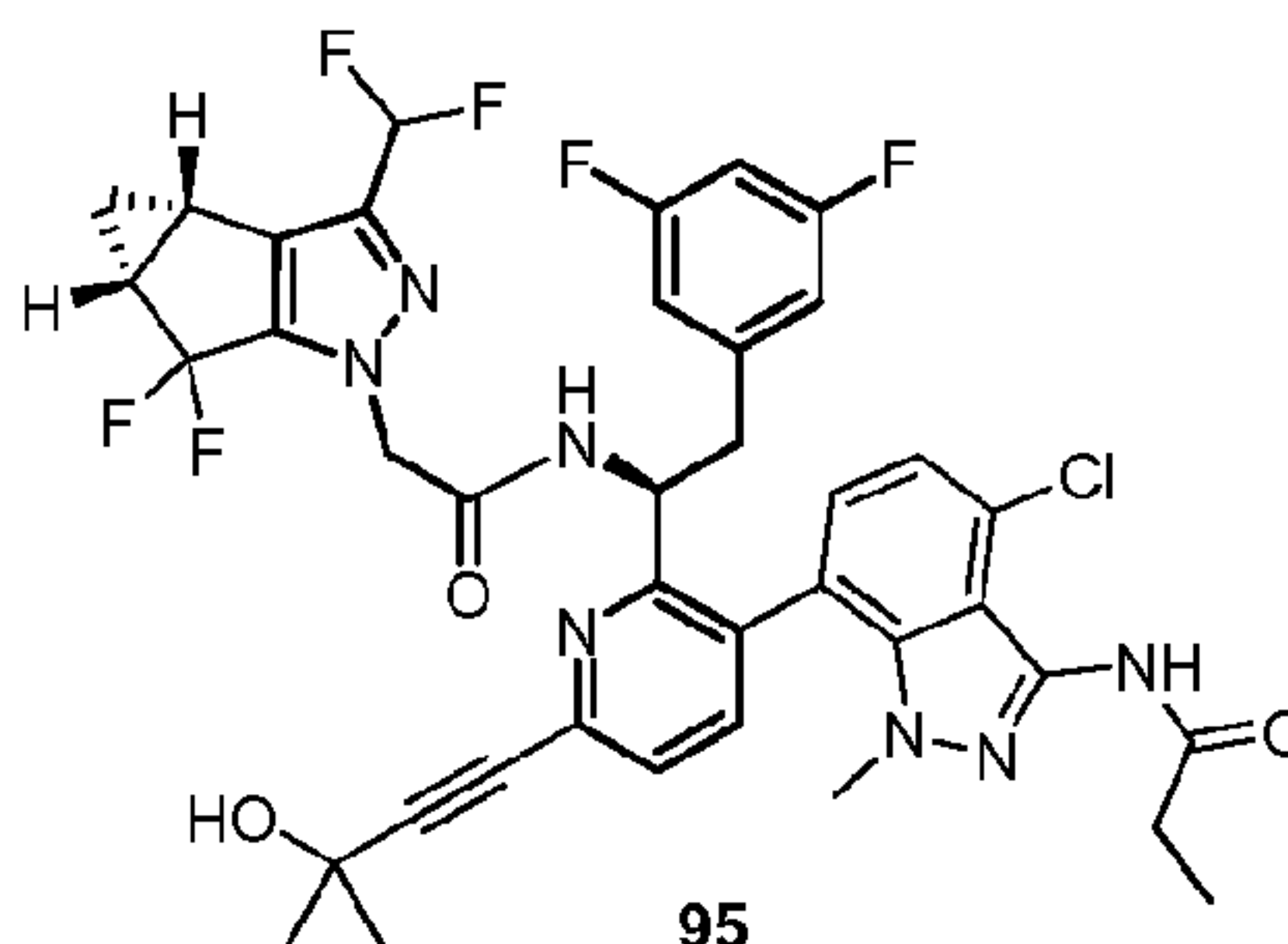
Example 94.



Synthesis of N-((S)-1-(3-(3-acetamido-4-chloro-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (94):

[0604] The title compound (**94**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing acetyl chloride. ¹H NMR (Chloroform-*d*) δ : 7.63 – 7.57 (m), 7.54 – 7.48 (m), 7.25 – 7.22 (m), 6.97 (d), 6.70 (t), 6.70 – 6.63 (m), 6.48 (t), 6.24 (d), 6.19 (d), 6.15 (d), 5.63 – 5.55 (m), 4.99 (q), 4.76 (d), 4.70 (d), 3.29 (s), 3.09 – 2.94 (m), 2.55 – 2.40 (m), 2.30 (d), 1.72 (d), 1.41 (q), 1.21 – 1.12 (m). MS (*m/z*) 784.9 [M+H]⁺.

Example 95.



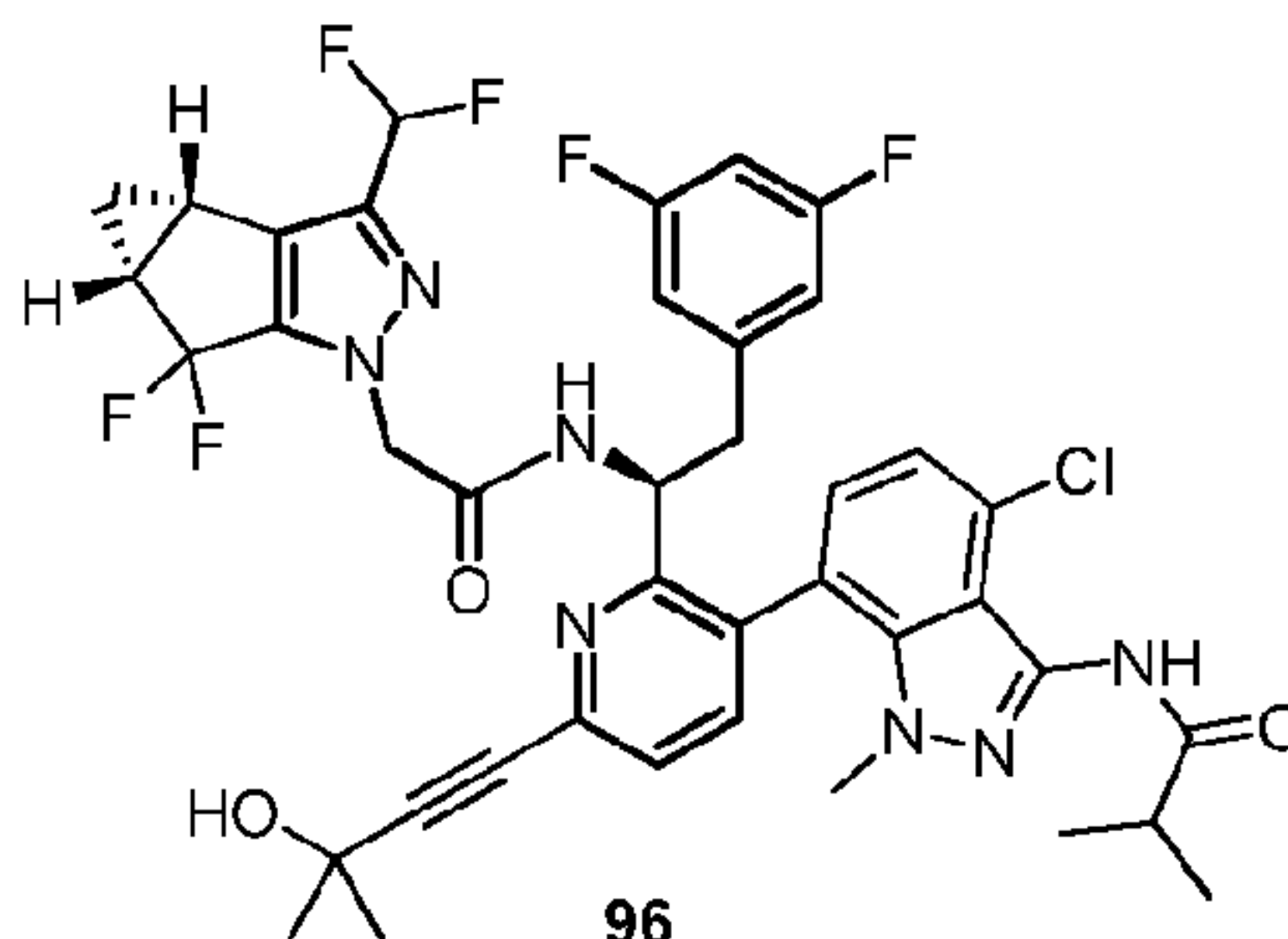
Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)propionamide (95):

[0605] The title compound (**95**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing propionyl chloride. ¹H NMR (Chloroform-*d*) δ : 7.62 – 7.43 (m), 7.35 – 7.17 (m), 6.95 (d), 6.71 (t), 6.69 – 6.62 (m), 6.53 – 6.44 (m), 6.30 – 6.16 (m), 6.12 (d), 5.61 – 5.50 (m), 4.96 (q), 4.75 (d), 4.70 (d), 3.28 (s),

3.07 (s), 2.95 (d), 2.56 (qd), 2.61 – 2.36 (m), 1.71 (s), 1.41 (q), 1.36 – 1.21 (m), 1.20 – 1.08 (m).

MS (m/z) 798.9 $[M+H]^+$.

Example 96.

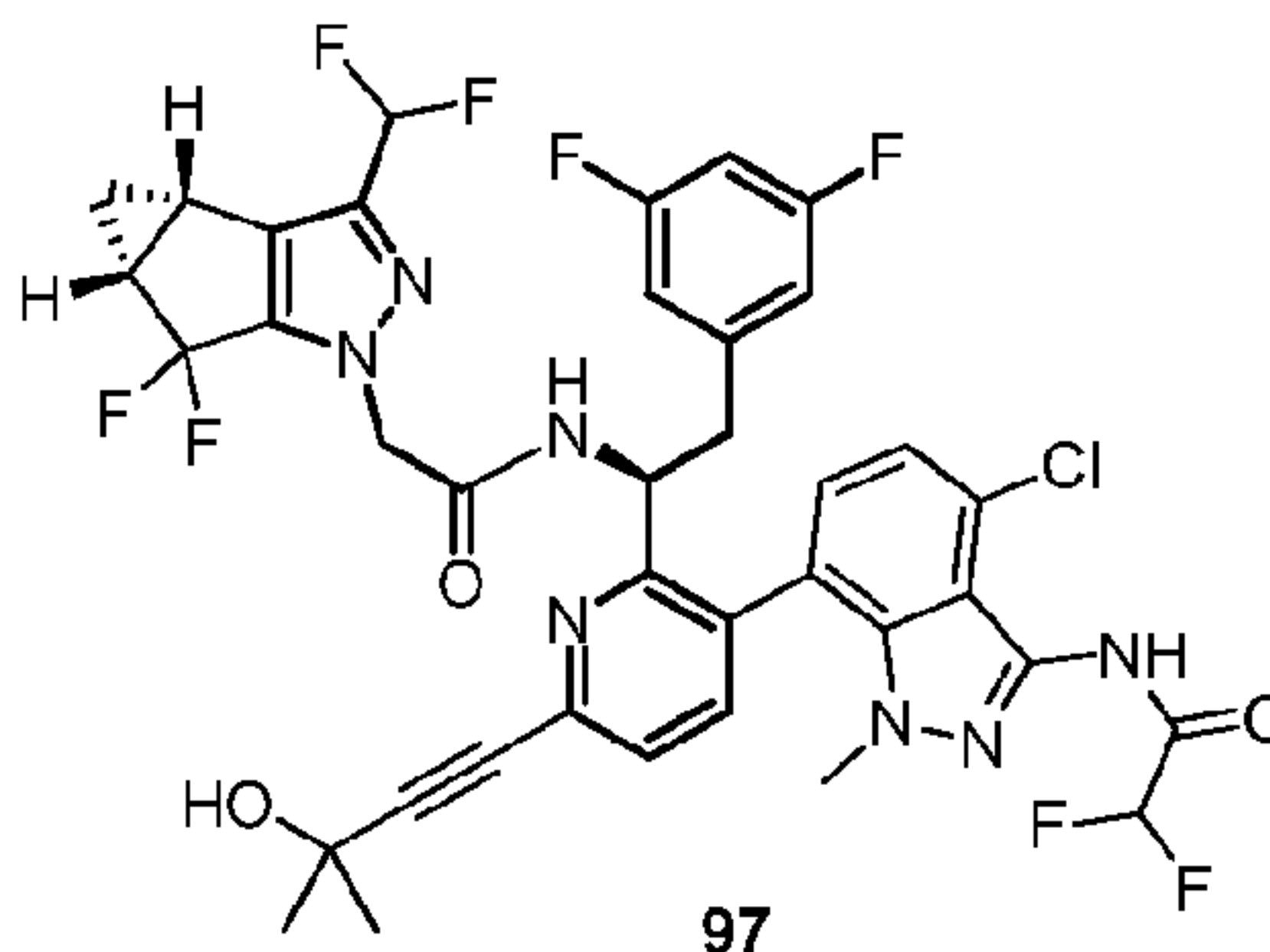


Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)isobutyramide (**96**):

[0606] The title compound (**96**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing isobutyryl chloride.

^1H NMR (Chloroform- d) δ : 7.59 – 7.52 (m), 7.48 (dd), 7.31 – 7.23 (m), 7.22 (s), 6.94 (d), 6.70 (t), 6.69 – 6.61 (m), 6.48 (d), 6.22 (d), 6.18 (d), 6.11 (d), 5.56 (d), 4.96 (q), 4.75 (d), 4.69 (d), 3.28 (s), 3.15 (s), 3.09 (s), 2.96 (d), 2.72 (s), 2.55 – 2.40 (m), 1.71 (s), 1.41 (q), 1.33 (s), 1.21 – 1.13 (m). MS (m/z) 813.1 $[M+H]^+$.

Example 97.

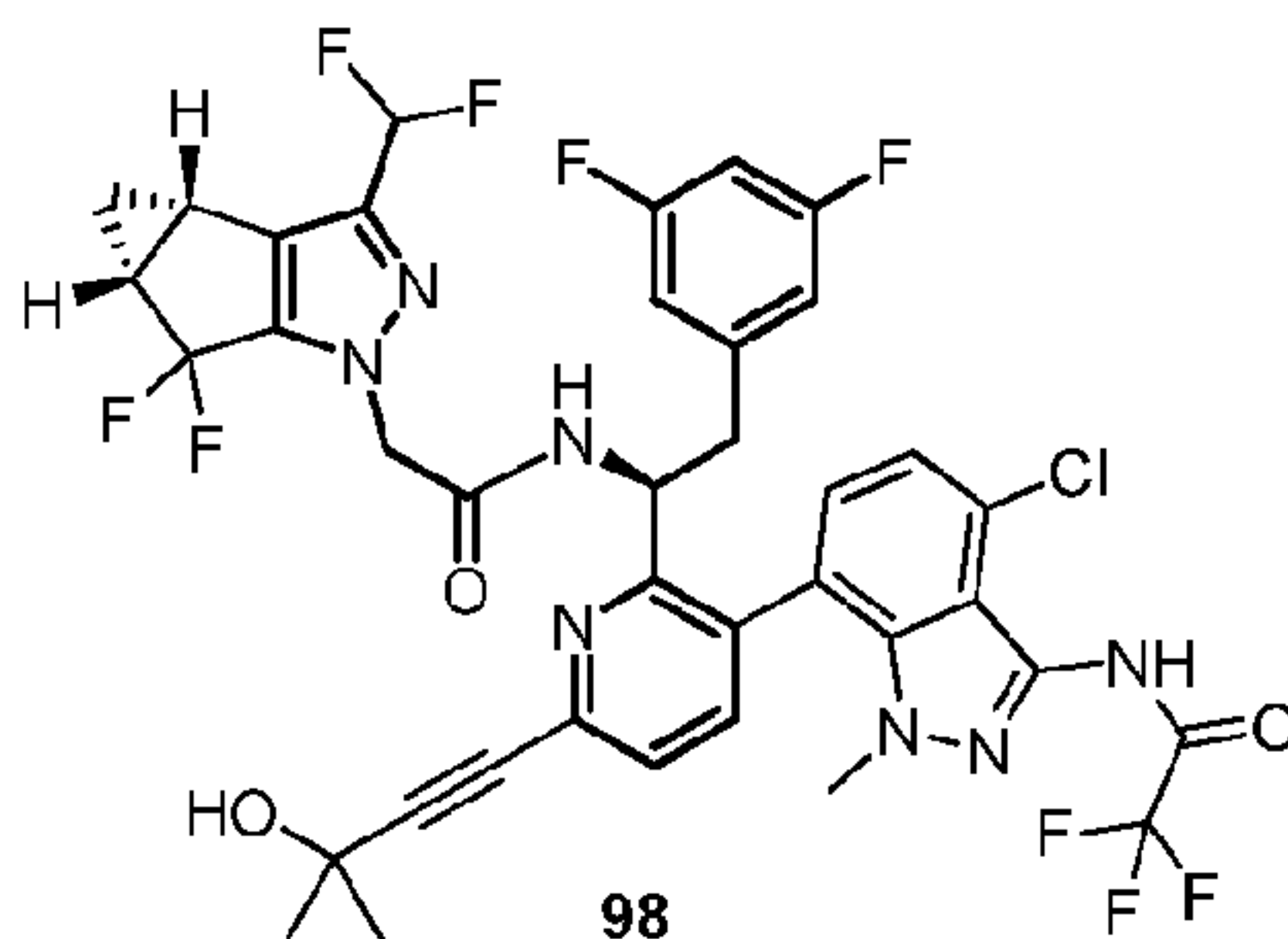


Synthesis of N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-2,2-difluoroacetamide (**97**):

[0607] The title compound (**97**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing 2,2-difluoroacetic

anhydride. ^1H NMR (Chloroform-*d*) δ : 8.80 (d), 7.63 – 7.55 (m), 7.54 – 7.46 (m), 7.43 – 7.30 (m), 7.30 – 7.23 (m), 6.99 (d), 6.71 (t), 6.70 – 6.63 (m), 6.53 – 6.46 (m), 6.25 (d), 6.19 (d), 6.17 – 6.11 (m), 6.04 – 5.95 (m), 5.65 – 5.53 (m), 4.98 (q), 4.79 – 4.73 (m), 4.69 (d), 3.33 (s), 3.12 (s), 3.07 – 2.94 (m), 2.60 – 2.34 (m), 1.71 (s), 1.41 (q), 1.26 (s), 1.23 – 1.12 (m) MS (*m/z*) 820.9 $[\text{M}+\text{H}]^+$.

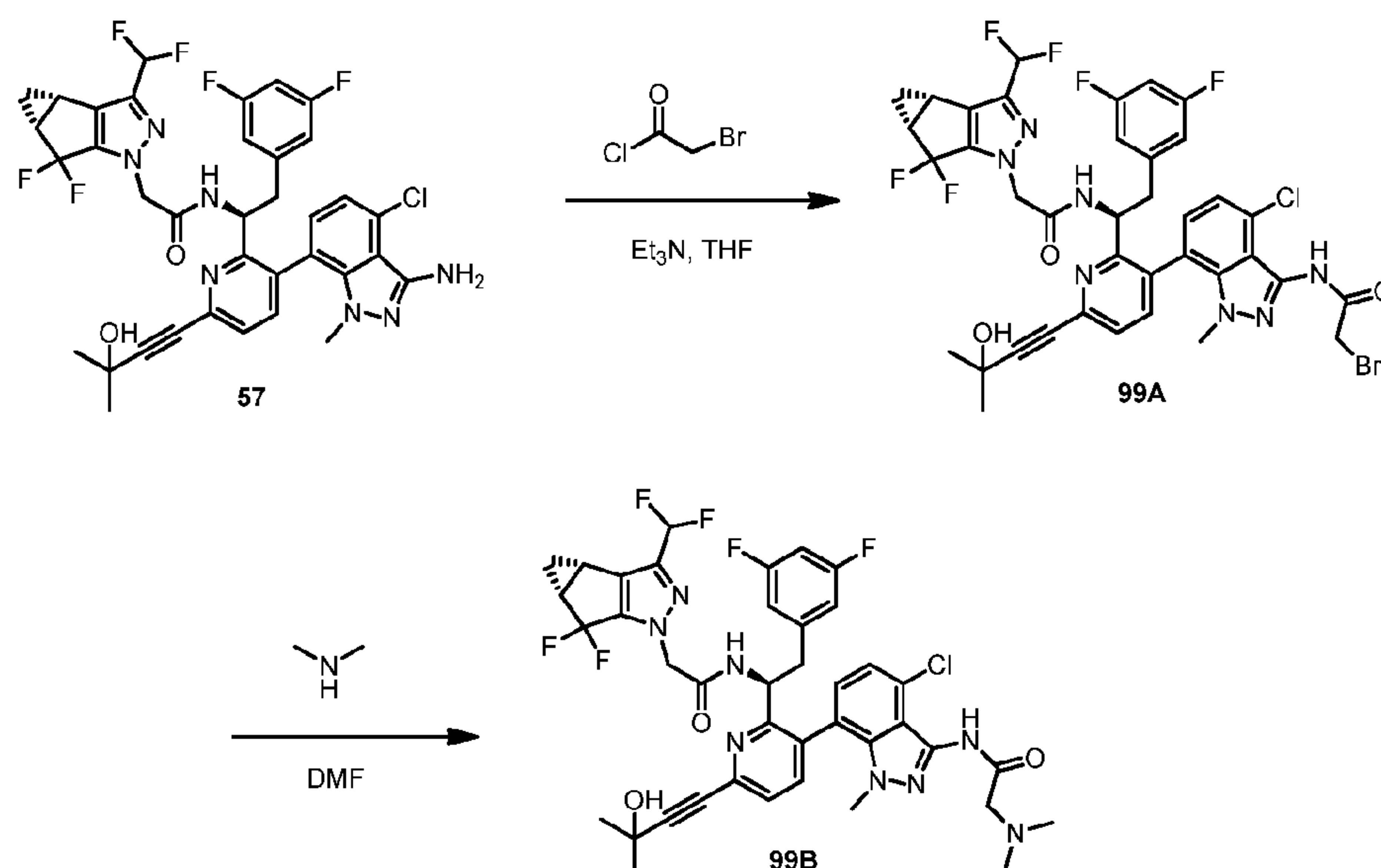
Example 98.



Synthesis N-(4-chloro-7-(2-((S)-1-(2-(((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-2,2,2-trifluoroacetamide (**98**):

[0608] The title compound (**98**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing 2,2,2-trifluoroacetic anhydride. ^1H NMR (Chloroform-*d*) δ : 8.77 – 8.72 (m), 8.69 – 8.63 (m), 7.56 – 7.43 (m), 7.31 – 7.19 (m), 7.18 – 7.06 (m), 7.01 – 6.95 (m), 6.71 (t), 6.70 – 6.61 (m), 6.52 – 6.45 (m), 6.24 – 6.16 (m), 6.11 (d), 5.60 – 5.52 (m), 4.93 (q), 4.75 (d), 4.69 (d), 3.32 (s), 3.10 (s), 3.01 – 2.91 (m), 2.57 – 2.38 (m), 2.23 – 2.02 (m), 1.72 (s), 1.47 – 1.37 (m), 1.25 (s), 1.22 – 1.12 (m). MS (*m/z*) 838.8 $[\text{M}+\text{H}]^+$.

Example 99.



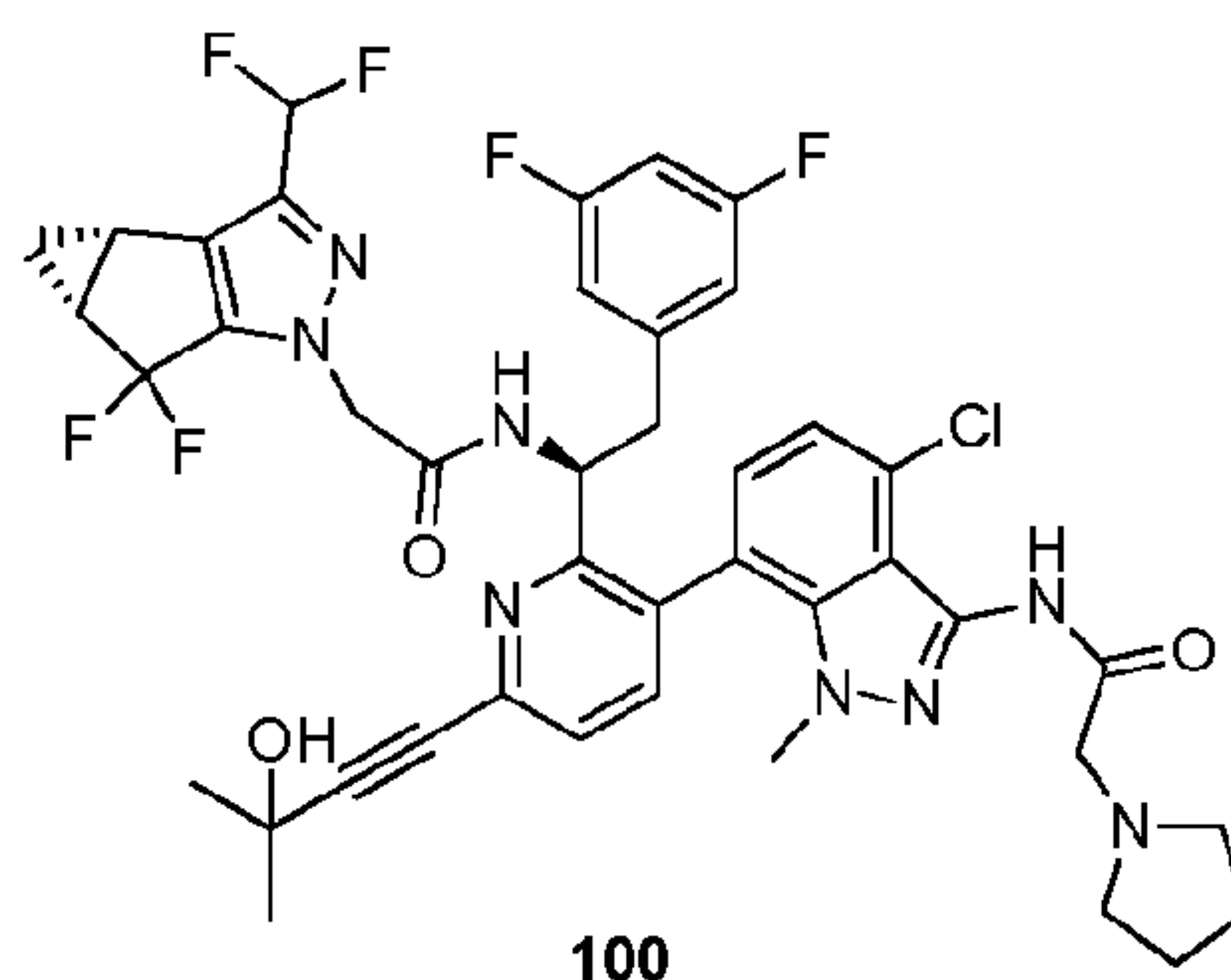
Synthesis of 2-bromo-N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)acetamide (**99A**):

[0609] To the reaction vial containing **57** (32 mg, 0.043 mmol) in THF (0.25 mL) was added 2-bromoacetyl chloride (7 mg, 0.047 mmol), and triethylamine (0.009 mL, 0.06 mmol). The reaction mixture was stirred at room temperature until the majority of **57** was consumed. The reaction mixture was concentrated in vacuo and telescoped to the next reaction. MS (m/z) 862.1 $[M+H]^+$.

Synthesis of N-((S)-1-(3-(4-chloro-3-(2-(dimethylamino)acetamido)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**99B**):

[0610] The crude **99A** material was dissolved in DMF (0.1 mL) and treated with excess dimethylamine at room temperature for 30 min. The reaction mixture was then acidified with TFA and purified by reverse phase HPLC to provide the title compound **99B** as a mixture of atropisomers. ^1H NMR (400 MHz, cd_3od) δ 8.90 – 8.69 (m, 1H), 7.73 – 7.65 (m, 1H), 7.59 – 7.49 (m, 1H), 7.23 – 7.06 (m, 1H), 6.89 – 6.59 (m, 2H), 6.53 – 6.29 (m, 3H), 5.03–4.93 (m, 1H), 4.80 – 4.68 (m, 2H), 4.28 (s, 2H), 3.38–2.96 (m, 9H), 2.91–2.73 (m, 2H), 2.61 – 2.33 (m, 2H), 1.64 (s, 6H), 1.43 – 1.28 (m, 1H), 1.15 – 0.98 (m, 1H). MS (m/z) 829.2 $[M+H]^+$.

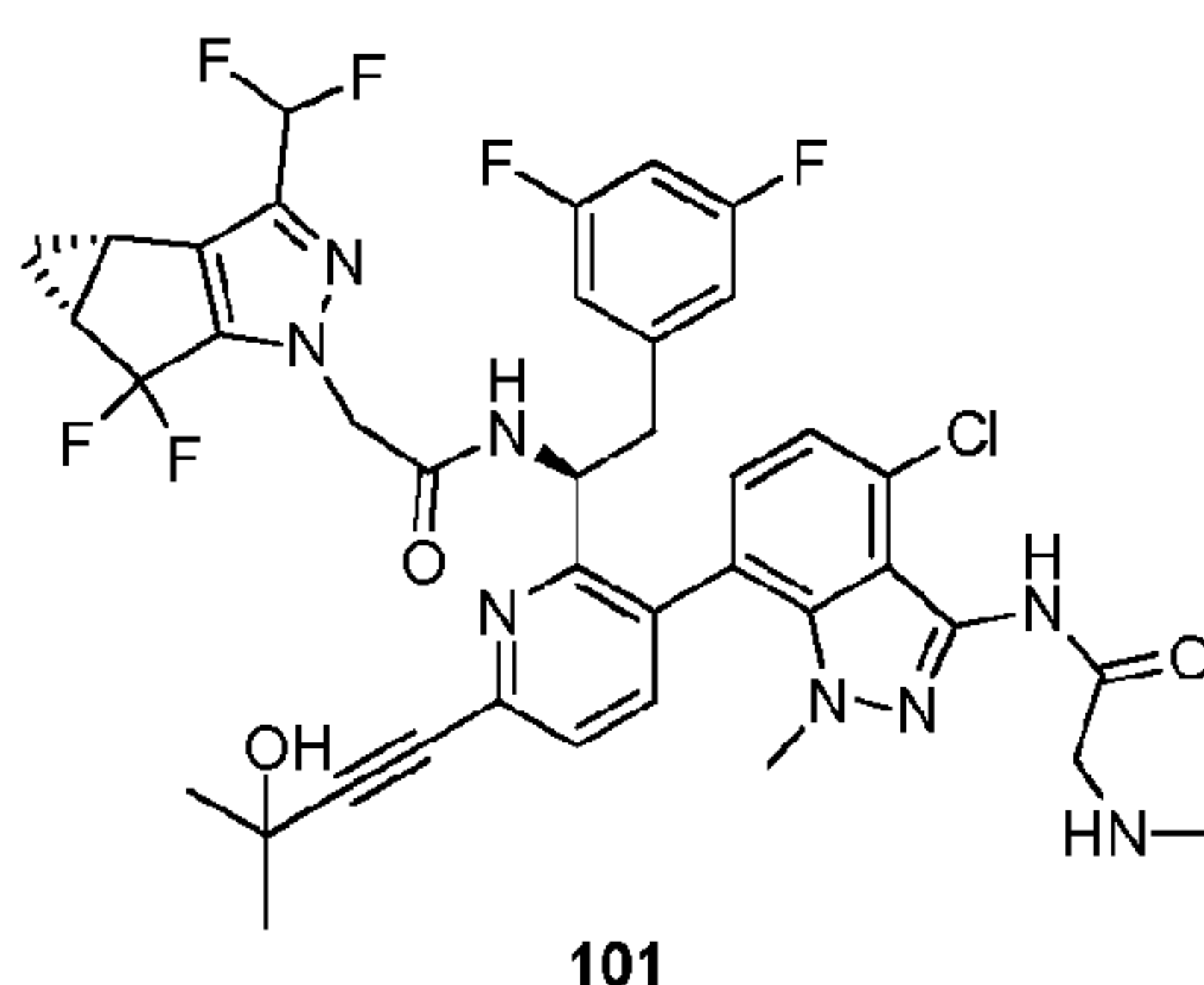
Example 100.



Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-(2-(pyrrolidin-1-yl)acetamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**100**):

[0611] The title compound (**100**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **99B** of Example 99 utilizing pyrrolidine. ¹H NMR (400 MHz, cd₃od) δ 8.87 – 8.69 (m), 7.73-7.68 (m), 7.59-7.49 (m), 7.20 (s), 7.10 (s), 6.90 – 6.69 (m), 6.45 – 6.32 (m), 5.30-5.25 (m), 5.03-4.98 (m), 4.79 – 4.63 (m), 4.37 (s), 3.82-3.64 (m), 3.35 (s), 3.24 – 3.19 (m), 3.01 (s), 2.51-2.43 (m, 2H), 2.30-2.13(m), 1.64 (d), 1.42-1.25 (m), 1.10 (s), 1.00 (s). MS (*m/z*) 854.4 [M+H]⁺.

Example 101.

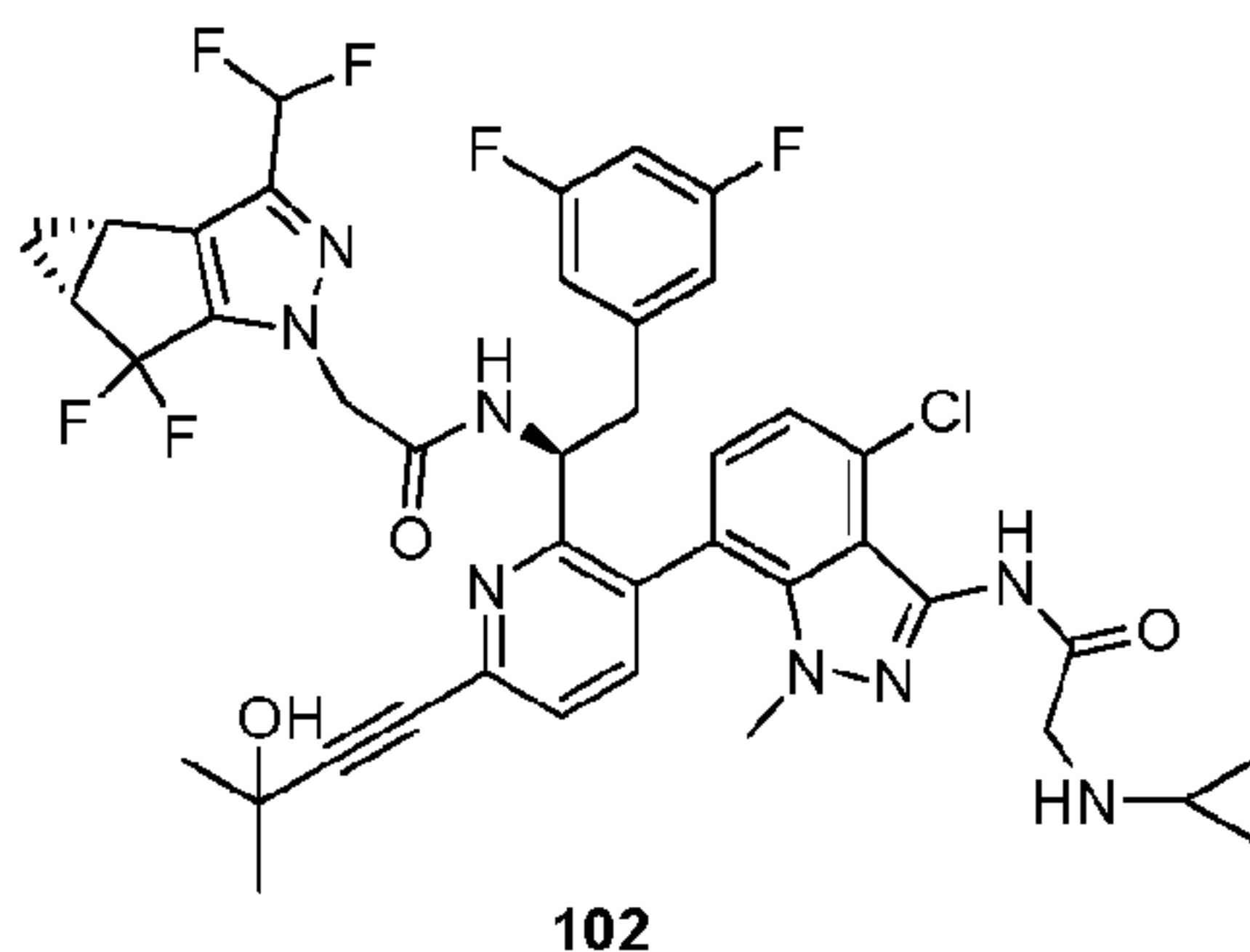


Synthesis of N-((S)-1-(3-(4-chloro-1-methyl-3-(2-(methylamino)acetamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**101**):

[0612] The title compound (**101**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **99B** of Example 99 utilizing methylamine. ¹H NMR (400 MHz, cd₃od) δ 8.85-8.65 (m), 7.79-7.62 (m), 7.60-7.50 (m), 7.21- 7.15 (m), 7.13-7.09 (m), 6.91-6.50 (m), 6.45-6.23 (m), 5.32-5.21 (m), 5.00-4.98 (m), 4.82- 4.68 (m), 4.20-4.15

(s), 4.14-4.08 (s), 3.35 (s), 3.13 – 3.08 (m), 3.03 – 2.98 (m), 2.81 (s), 2.48-2.43 (m), 1.64 (d), 1.50-1.29 (m), 1.12-1.05 (m), 1.03-0.98 (m). MS (m/z) 814.2 $[M+H]^+$.

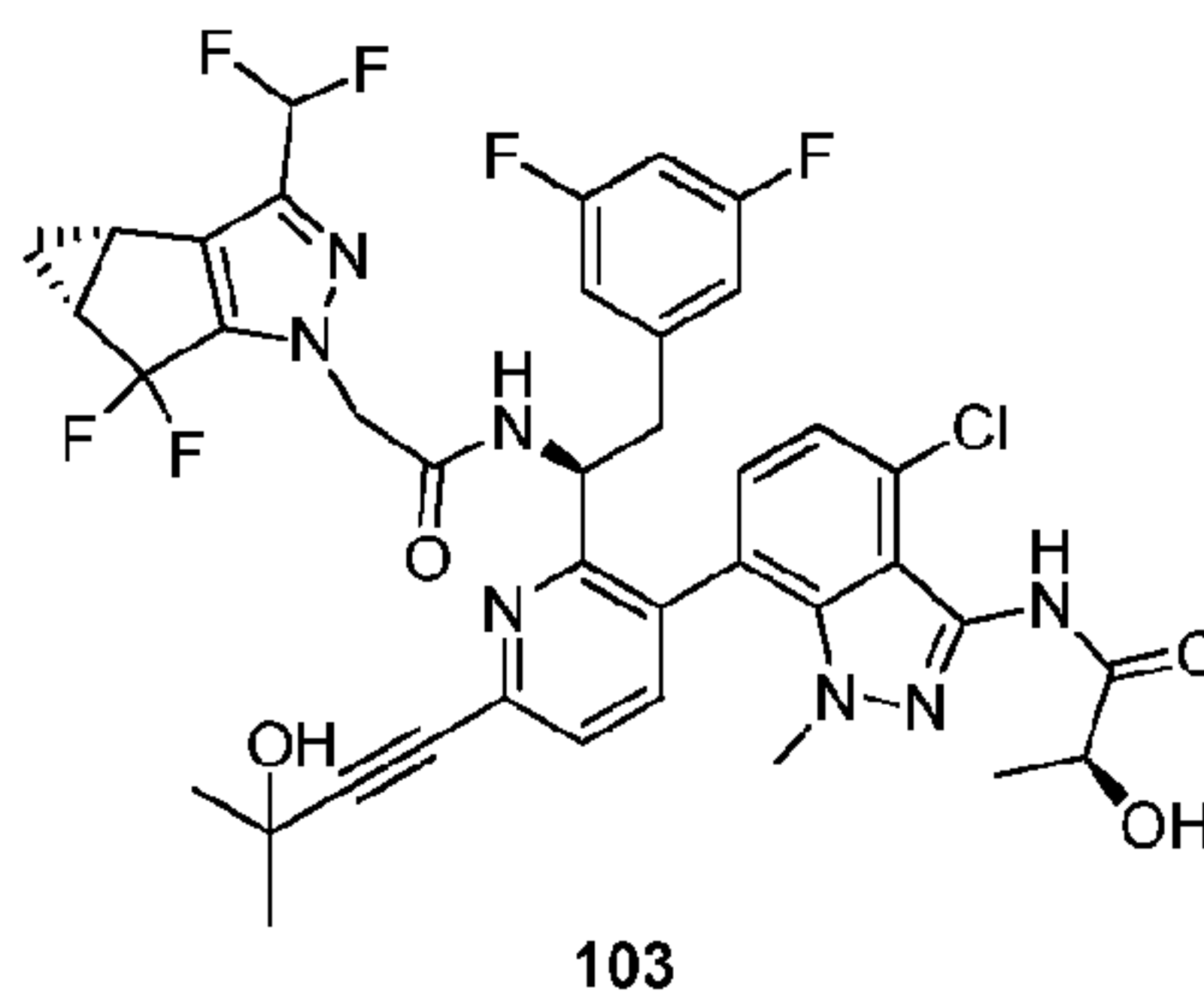
Example 102.



Synthesis of N-((S)-1-(3-(4-chloro-3-(2-(cyclopropylamino)acetamido)-1-methyl-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**102**):

[0613] The title compound (**102**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **99B** of Example 99 utilizing cyclopropylamine. ^1H NMR (400 MHz, cd_3od) δ 8.74 – 8.69 (m), 7.74 – 7.65 (m), 7.59 – 7.49 (m), 7.19 (s), 7.12 (s), 6.91 – 6.53 (m), 6.38 (m), 5.35-5.20 (m), 5.01-4.94 (m), 4.79 – 4.64 (m), 4.21 (s), 3.35 (s), 3.03 – 2.98 (m), 2.91 – 2.86 (m), 2.53 – 2.38 (m), 1.64 (s), 1.45 – 1.36 (m), 1.11 – 0.70 (m). MS (m/z) 840.2 $[M+H]^+$.

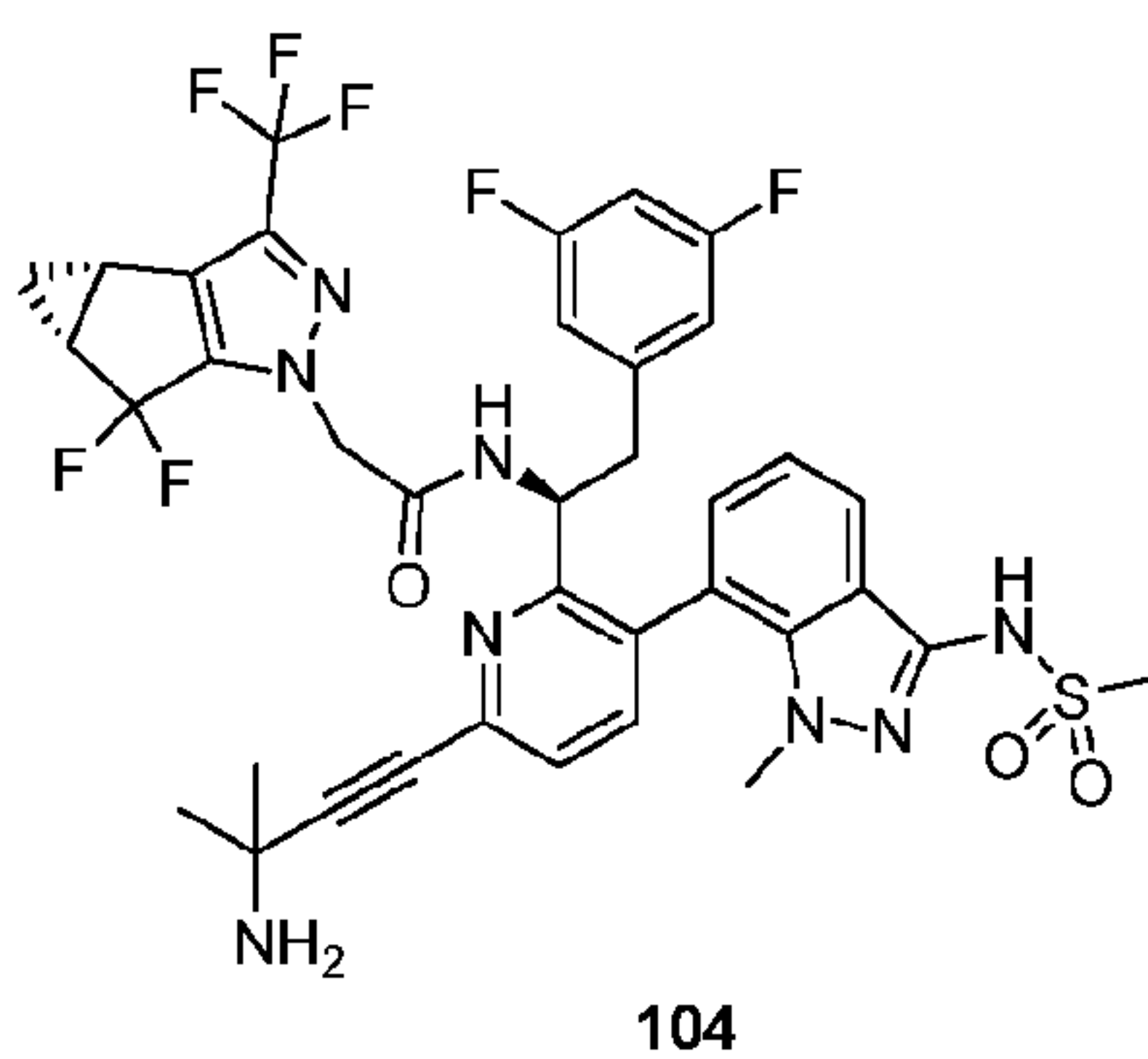
Example 103.



Synthesis of (S)-N-(4-chloro-7-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-1-methyl-1H-indazol-3-yl)-2-hydroxypropanamide (**103**):

[0614] The title compound (**103**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **84** of Example 84 utilizing (S)-1-chloro-1-oxopropan-2-yl acetate. ^1H NMR (400 MHz, cd_3od) δ 8.72-8.64 (m), 7.70 (dd), 7.54 (dd), 7.22 – 7.12 (m), 7.07 (d), 6.87 – 6.66 (m), 6.50 – 6.36 (m), 5.30-5.25 9 (m), 4.99 (t), 4.75 (d), 4.68 (s), 4.38 – 4.28 (m), 3.33 (s), 3.26 – 3.12 (m)), 3.04 – 2.93 (m), 2.52 – 2.38 (m), 1.64 (d), 1.50 (dd), 1.43 – 1.31 (m), 1.10-1.05 (m), 1.04 – 0.98 (m). MS (m/z) 815.2 $[\text{M}+\text{H}]^+$.

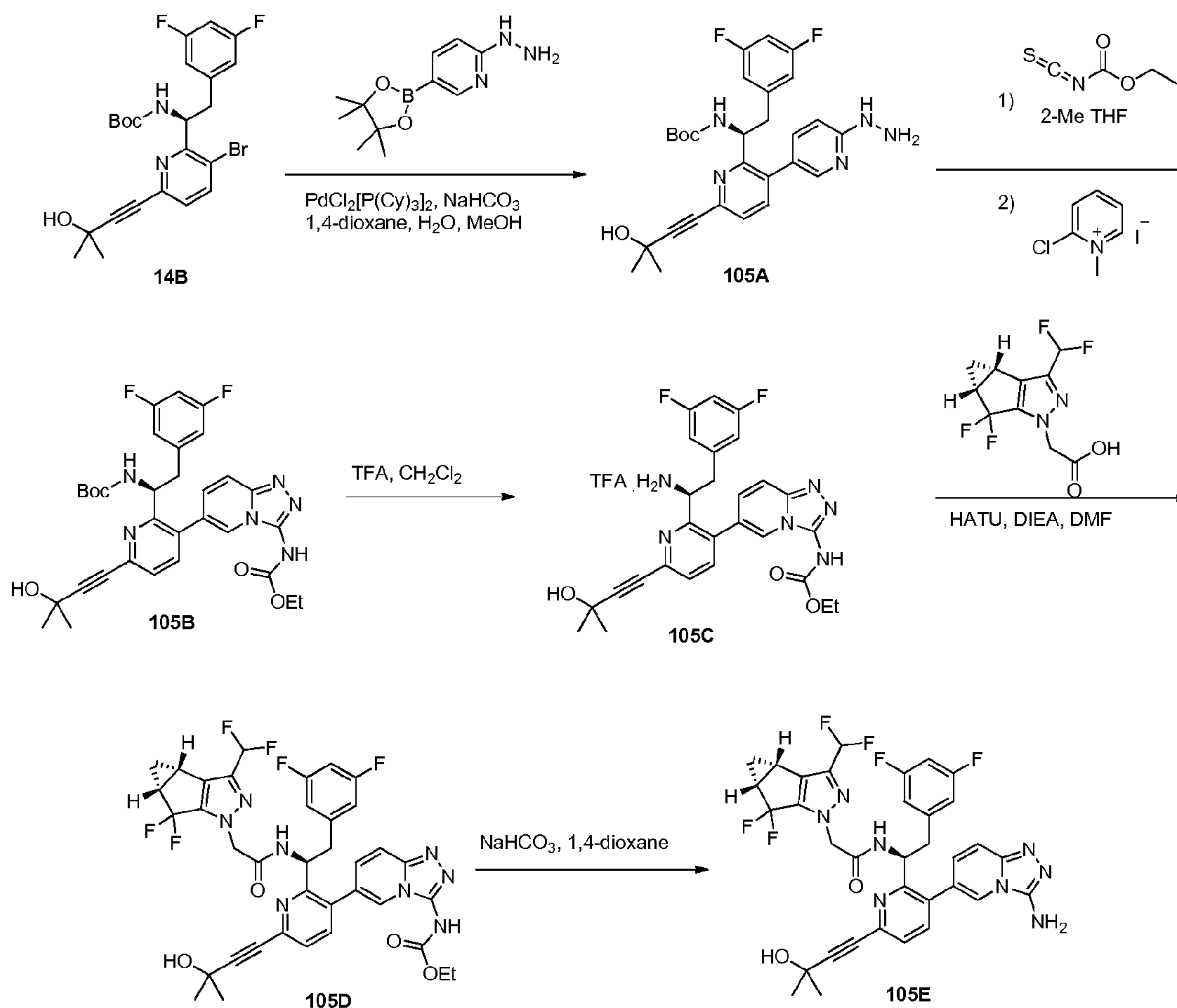
Example 104.



Synthesis of N-((S)-1-(6-(3-amino-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-(methanesulfonylamido)-1H-indazol-7-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-(trifluoromethyl)-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**104**).

[0615] The title compound (**104**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound (**61**) of Example 61 utilizing 2-methylbut-3-yn-2-amine. ^1H NMR (400 MHz, Methanol- d_4) δ 8.71 (d), 7.89 – 7.81 (m), 7.78 (t), 7.63 (dd), 7.27 (dd), 7.20 (dd), 7.10 (dd), 6.79 – 6.71 (m), 6.68 – 6.58 (m), 6.52 (dd), 6.40 – 6.27 (m), 5.33 – 5.24 (m), 5.02 (q), 4.80 – 4.68 (m), 3.32 (s), 3.28 – 3.20 (m), 3.18 (s), 3.16 – 3.10 (m), 3.04 – 2.91 (m), 2.58 – 2.40 (m), 1.83 (s), 1.47 – 1.36 (m), 1.15 – 1.10 (m), 1.08 – 1.02 (m). MS (m/z) 803.13 $[\text{M}+\text{H}]^+$.

Example 105.



Synthesis of (S)-tert-butyl (2-(3,5-difluorophenyl)-1-(6'-hydrazinyl-6-(3-hydroxy-3-methylbut-1-yn-1-yl)-[3,3'-bipyridin]-2-yl)ethyl)carbamate (**105A**):

[0616] In a microwave tube were charged with compound **14B** (50 mg, 0.1 mmol), 2-hydrazinyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (36 mg, 0.15 mmol), potassium carbonate (42 mg, 0.3 mmol) and dichlorobis(tricyclohexylphosphine)palladium(II) (4 mg, 0.005 mmol). To the mixture was added 1,4-dioxane (2 mL), water (0.5 mL) and MeOH (0.3 mL). The mixture was heated to 150 °C for 10 minutes in a microwave synthesizer. After cooling to room temperature, the reaction was partitioned between EtOAc and water. The organic layer was separated and washed with brine, then dried over MgSO_4 , filtered and concentrated. The residue was purified by silica gel chromatography to afford the title compound **105A**. MS (m/z): 524.10 $[\text{M}+\text{H}]^+$;

Synthesis of Boc-(S)-ethyl (6-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-[1,2,4]triazolo[4,3-a]pyridin-3-yl)carbamate (**105B**):

[0617] To a reaction mixture of compound **105A** (28 mg, 0.053 mmol) in 0.5 mL 2-methyltetrahydrofuran was added ethoxycarbonyl isothiocyanate (7 mg, 0.053 mmol) and the reaction was allowed to stir at room temperature for 1 min. The solvent was removed in vacuo. The residue was dissolved in 0.5 mL of methylene chloride and to it was added 2-chloro-1-methylpyridinium iodide (12 mg, 0.046 mmol) followed by triethylamine (0.08 mL, 0.057 mmol). The reaction mixture was stirred at room temperature for 1 min. The solvent was removed in vacuo and the residue was purified by silica gel chromatography to afford the title compound **105B**. MS (m/z): 621.07 $[M+H]^+$.

Synthesis of (S)-ethyl (6-(2-(1-amino-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-[1,2,4]triazolo[4,3-a]pyridin-3-yl)carbamate (**105C**):

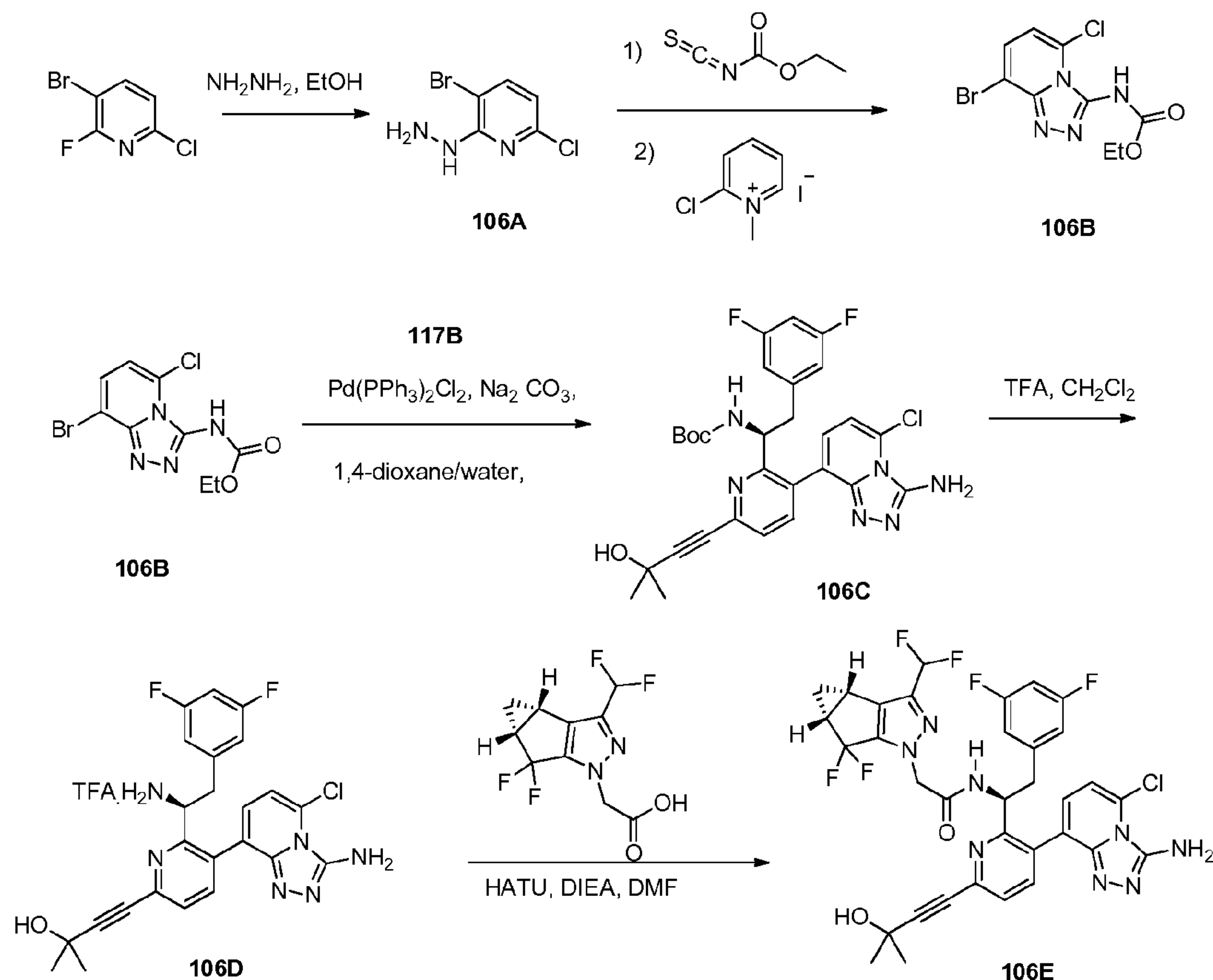
[0618] Compound **105B** (14 mg, 0.023 mmol) was dissolved in 1 mL of methylene chloride and to it was added 0.15 mL of TFA. The reaction mixture was stirred at room temperature for 40 minutes. The solvent was removed to afford the title compound **105C** as a TFA salt. MS (m/z): 521.09 $[M+H]^+$.

Synthesis of ethyl (6-(2-((S)-1-(2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamido)-2-(3,5-difluorophenyl)ethyl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-3-yl)-[1,2,4]triazolo[4,3-a]pyridin-3-yl)carbamate (**105D**):

[0619] The title compound (**105D**) was prepared according to the method presented for the synthesis of compound **37E** of Example 37 utilizing 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid and compound **105C**. MS (m/z) 767.18 $[M+H]^+$.

Synthesis of N-((S)-1-(3-(3-amino-[1,2,4]triazolo[4,3-a]pyridin-6-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**105E**):

[0620] Compound **105D** (15.3 mg, 0.05 mmol) was dissolved in 2 mL of 1,4-dioxane and to it was added 0.5 mL of 1M sodium bicarbonate aqueous solution. The reaction mixture was heated in microwave for 1 hour at 140 °C. The solvent was removed and the residue was purified by RP-HPLC to afford the title compound **105E**. ^1H NMR (400 MHz, Methanol- d_4): δ 8.08 (s), 7.81 – 7.60 (m), 7.57 – 7.38 (m), 6.77 – 6.70 (m), 6.61 (t), 6.52 – 6.35 (m), 5.36 (t), 4.81 (d), 3.15 (d), 2.59 – 2.27 (m), 1.63 (s), 1.48 – 1.20 (m), 1.10 – 0.78 (m). MS (m/z): 695.30 $[M+H]^+$.

Example 106.Synthesis of 3-bromo-6-chloro-2-hydrazinylpyridine (**106A**):

[0621] To a mixture of 3-bromo-6-chloro-2-fluoropyridine (6 g, 28.5 mmol) in 200 mL ethanol was added 14 mL of hydrazine monohydrate. The reaction mixture was stirred at room temperature for overnight and then removed most of the solvent. The precipitate was collected by vacuum filtration to afford the title compound **106A**. MS (m/z): 223.97 [$\text{M}+\text{H}$] $^+$.

Synthesis of ethyl (8-bromo-5-chloro-[1,2,4]triazolo[4,3-a]pyridin-3-yl)carbamate (**106B**):

[0622] The title compound (**106B**) was prepared according to the method presented for the synthesis of compound **105B** of Example 105 utilizing compound **106A**. MS (m/z): 321.01 [$\text{M}+\text{H}$] $^+$.

Synthesis of (S)-tert-butyl (1-(3-(3-amino-5-chloro-[1,2,4]triazolo[4,3-a]pyridin-8-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)carbamate (**106C**):

[0623] In a microwave tube were charged with compound **117B** (48 mg, 0.1 mmol), compound **106B** (40 mg, 0.13 mmol), sodium carbonate (33 mg, 0.03 mmol) and $\text{PdCl}_2[\text{PPh}_3]_2$ (8 mg, 0.01 mmol). To the mixture was added 2.5 mL of 1,4-dioxane and 0.5 mL of water. The mixture was heated to 170 °C for 20 minutes in a microwave synthesizer. After cooling to room

temperature, the reaction was partitioned between EtOAc and water. The organic layer was separated and washed with brine, then dried over MgSO_4 , filtered and concentrated. The residue was purified by reverse phase HPLC to afford the title compound **106C**. MS (m/z): 583.01

$[\text{M}+\text{H}]^+$

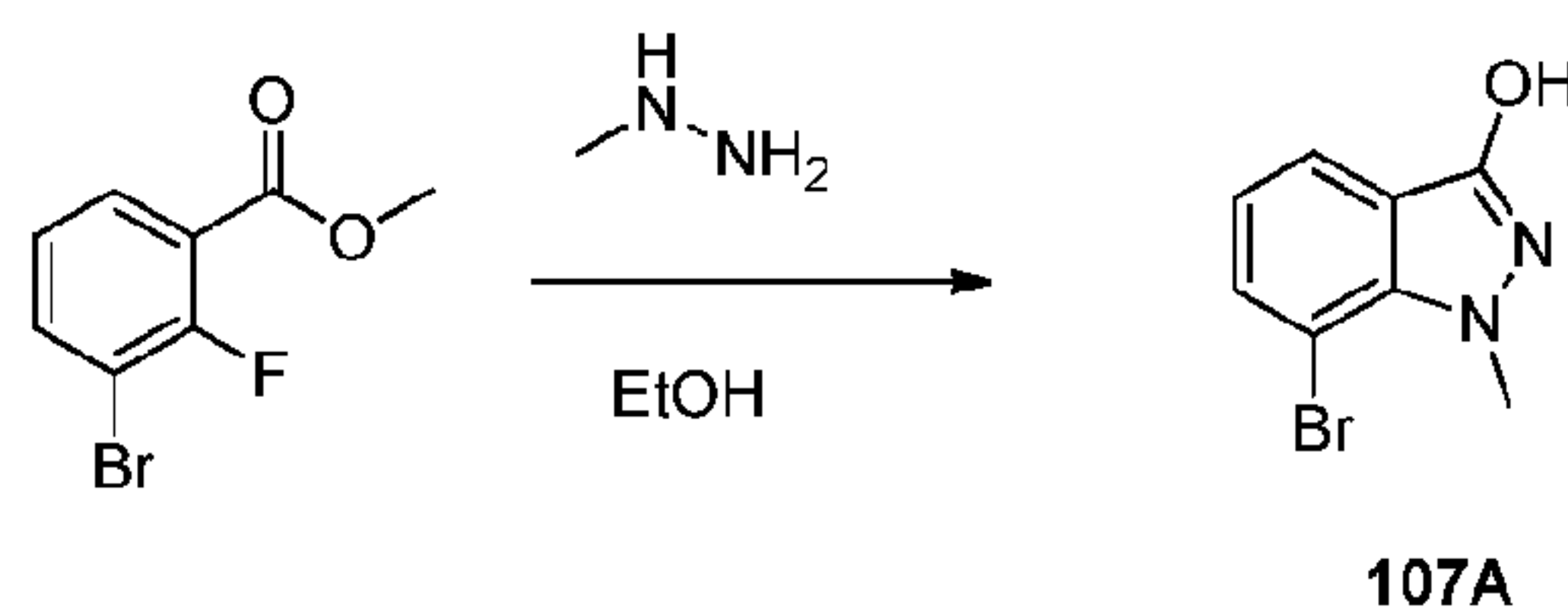
Synthesis of (S)-4-(6-(1-amino-2-(3,5-difluorophenyl)ethyl)-5-(3-amino-5-chloro-[1,2,4]triazolo[4,3-a]pyridin-8-yl)pyridin-2-yl)-2-methylbut-3-yn-2-ol (**106D**):

[0624] The title compound (**106D**) was prepared according to the method presented for the synthesis of compound **105C** of Example 105 utilizing compound **106C**. MS (m/z) 483.28 $[\text{M}+\text{H}]^+$.

Synthesis of N-((S)-1-(3-(3-amino-5-chloro-[1,2,4]triazolo[4,3-a]pyridin-8-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**106E**):

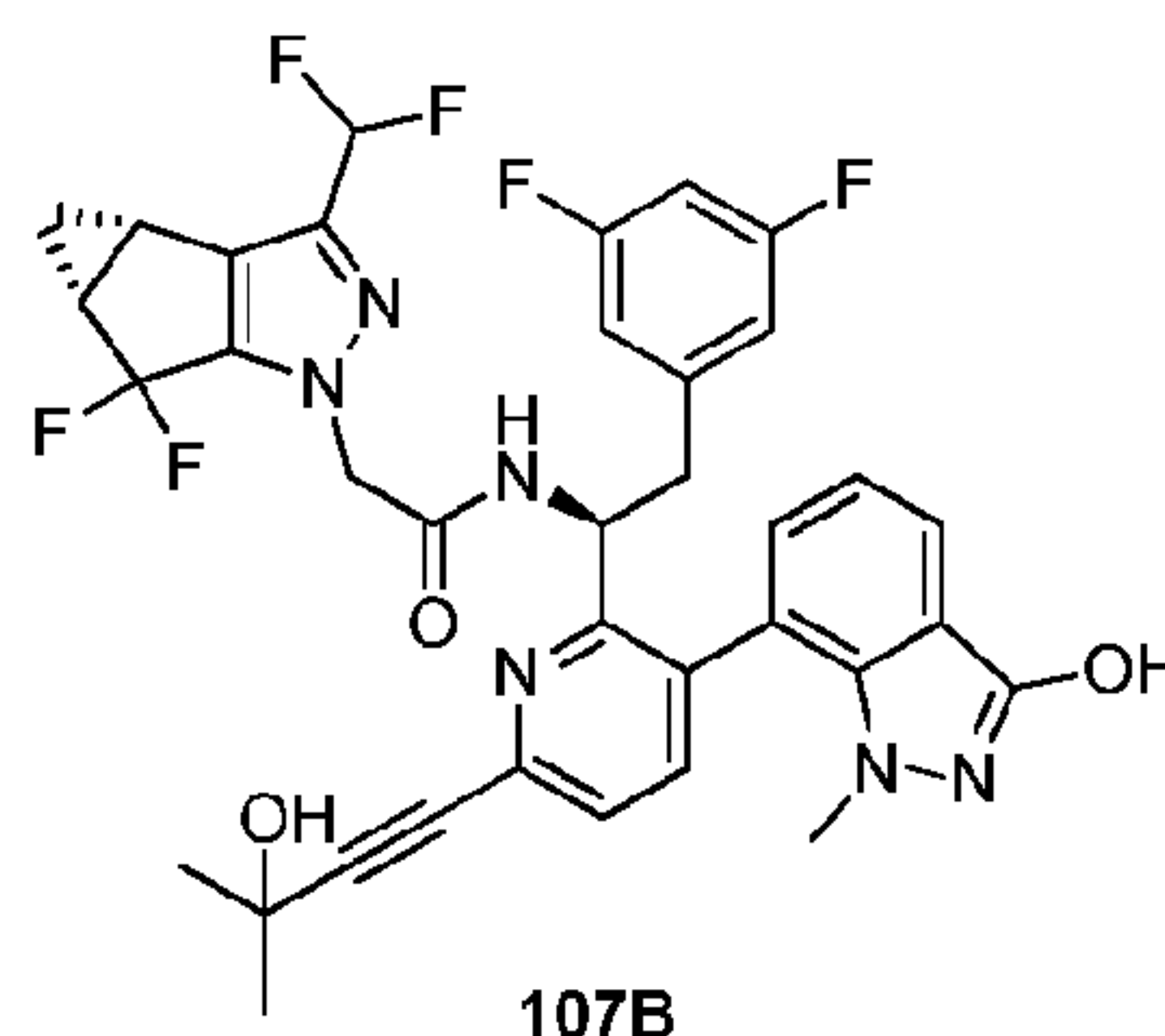
[0625] The title compound (**106E**) was prepared according to the method presented for the synthesis of compound **37E** of Example 37 utilizing 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetic acid and compound **106D**. ^1H NMR (400 MHz, Methanol- d_4): δ 8.79 (d), 7.71 (d), 7.52 (d), 7.04 (d), 6.69 – 6.63 (m), 6.68 (t), 6.59 – 6.36 (m), 5.41 – 5.12 (m), 4.75 – 4.48 (m), 3.25 – 2.97 (m), 2.55 – 2.35 (m), 1.62 (s), 1.38 (q), 1.12 – 0.96 (m). MS (m/z): 729.24 $[\text{M}+\text{H}]^+$.

Example 107.



Synthesis of 7-bromo-1-methyl-1H-indazol-3-ol (**107A**):

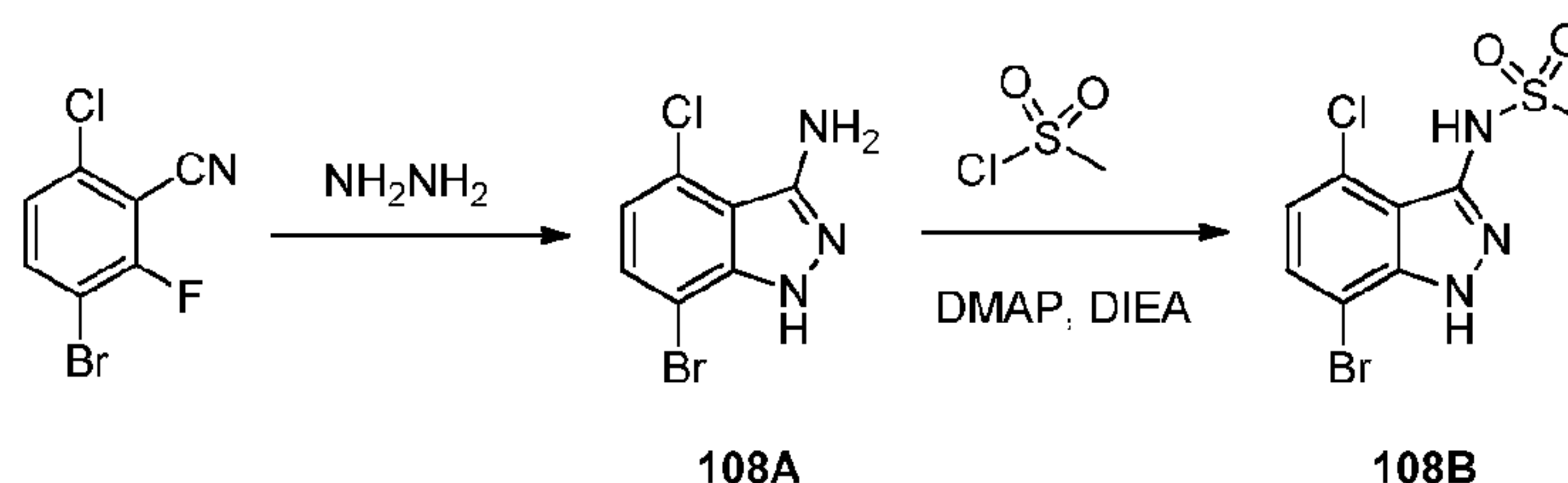
[0626] To the reaction vial containing methyl 3-bromo-2-fluorobenzoate (1 g, 4.5 mmol) in ethanol (5 mL) was added methylhydrazine (0.29 mL, 6 mmol). The reaction mixture was sealed and heated to 125°C overnight. Upon cooling, the reaction mixture was treated with water and the resulting solid was collected by filtration to give the title product **107A**. MS (m/z) 229.1 $[\text{M}+2\text{H}]^+$.



Synthesis of 2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)-N-((S)-2-(3,5-difluorophenyl)-1-(6-(3-hydroxy-3-methylbut-1-yn-1-yl)-3-(1-methyl-3-oxo-2,3-dihydro-1H-indazol-7-yl)pyridin-2-yl)ethyl)acetamide (**107B**):

[0627] The title compound (**107B**) was prepared as a mixture of atropisomers according to the method presented for the synthesis of compound **117F** of Example 117 utilizing **107A** and **117B**. ^1H NMR (400 MHz, cd_3od) δ 8.61 (d), 7.79 – 7.63 (m), 7.52 (dd), 7.28 – 7.21 (m), 7.12 (t), 7.02 (t), 6.76 – 6.67 (m), 6.66 – 6.54 (m), 6.40 (d), 6.34 – 6.27 (m), 5.26 (t), 5.17 – 5.07 (m), 4.83 – 4.74 (m), 3.24 (dd), 3.12 – 2.88 (m), 2.75 (s), 2.55 – 2.42 (m), 1.64 (s), 1.45 – 1.35 (m), 1.14 – 1.06 (m). MS (m/z) 727.1 $[\text{M}+\text{H}]^+$.

Example 108.



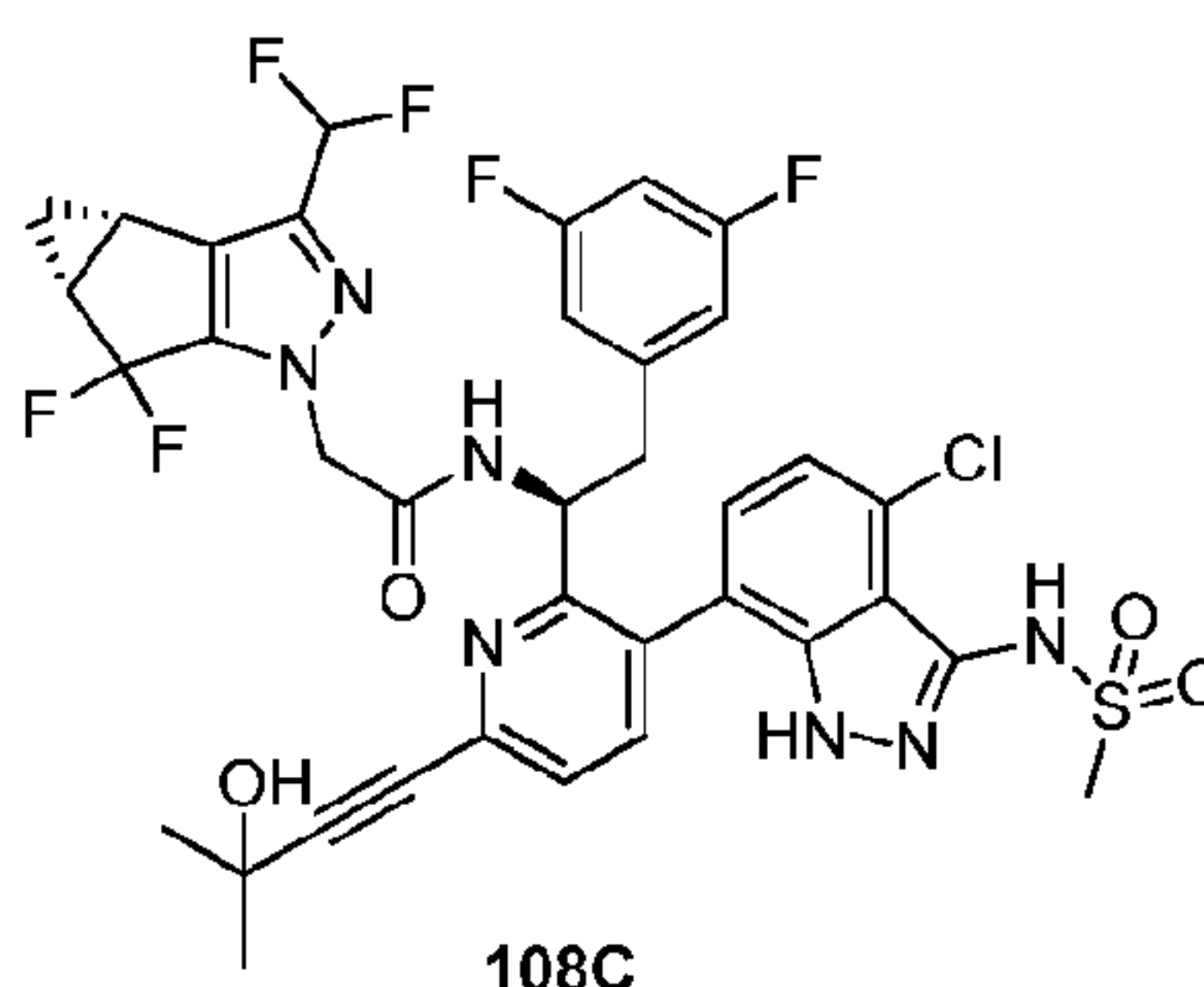
Synthesis of 7-bromo-4-chloro-1H-indazol-3-amine (**108A**):

[0628] In a microwave vial a solution of 3-bromo-2-fluorobenzonitrile (1g, 4.26 mmol) ethanol (5 mL) was treated with hydrazine (0.85 mL, 17 mmol), sealed, and heated to 120 °C in a microwave reactor for 35 minutes. The reaction was concentrated in vacuo and the crude product dissolved with EtOAc (30mL) and washed with water (30 mL), then 2M NaCl (aq, 30 mL). The organics were dried with Na_2SO_4 , filtered, and concentrated. Product was purified by silica chromatography to give the title compound. MS (m/z) 247.1 $[\text{M}+\text{H}]^+$.

Synthesis of N-(7-bromo-4-chloro-1H-indazol-3-yl)methanesulfonamide (**108B**):

[0629] To a stirred solution of **108A** (161 mg, 0.65 mmol), 4-dimethylaminopyridine (4 mg, 0.03 mmol), and N,N-diisopropylethylamine (0.28 mL, 1.6 mmol) in DCM (5 mL) at 0 °C was

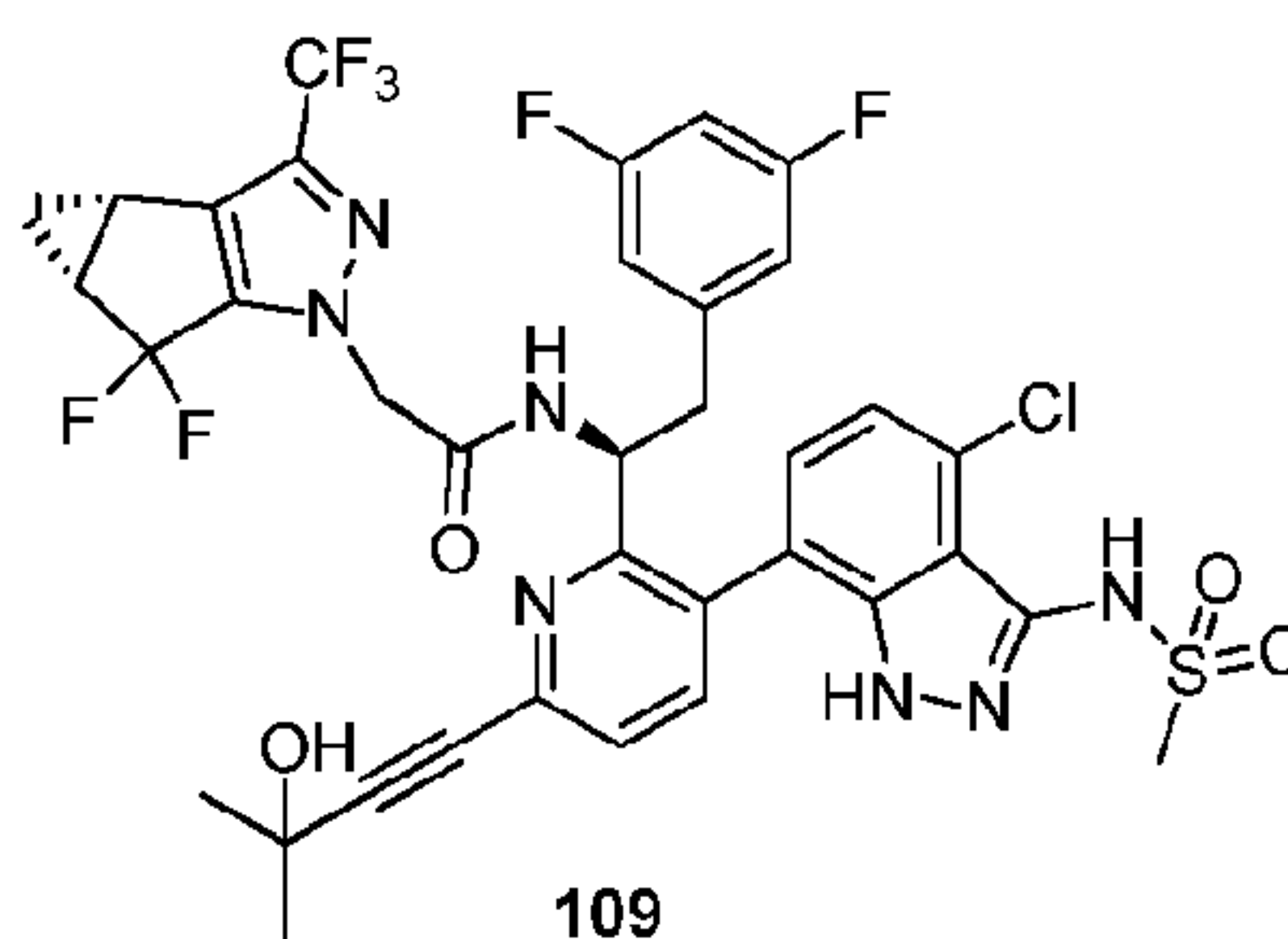
added drop wise methanesulfonyl chloride (156 mg, 1.3 mmol). The ice bath was removed immediately after the addition and the reaction was warmed to room temperature and stirred for 2h. The reaction was washed with water, dried with Na₂SO₄, filtered, and concentrated. The crude product dissolved with EtOH (10mL) and treated with 8N NaOH (3.3 ml). The reaction mixture was heated at 60°C for 0.5h. The ethanol was removed under vacuum, pH to ~ 2 with 1.0 HCl then, extracted with EtOAc. The organics were dried with Na₂SO₄, filtered, and concentrated. The product was purified by silica chromatography to give the title compound. MS (*m/z*) 325.9 [M+H]⁺.



Synthesis of N-((S)-1-(3-(4-chloro-3-(methylsulfonylamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-3-(difluoromethyl)-5,5-difluoro-3b,4,4a,5-tetrahydro-1H-cyclopropa[3,4]cyclopenta[1,2-c]pyrazol-1-yl)acetamide (**108C**):

[0630] The title compound (**108C**) was prepared according to the method presented for the synthesis of compound **117F** of Example 117 utilizing **108B** and **117B**. MS (*m/z*) 807.1 [M+H]⁺. HPLC retention time 6.96 min (2-98% acetonitrile: water with 0.1% trifluoroacetic acid, 8.5 min gradient on a Phenomenex Kinetex C18 column).

Example 109.



Synthesis of N-((S)-1-(3-(4-chloro-3-(methylsulfonylamido)-1H-indazol-7-yl)-6-(3-hydroxy-3-methylbut-1-yn-1-yl)pyridin-2-yl)-2-(3,5-difluorophenyl)ethyl)-2-((3bS,4aR)-5,5-difluoro-3-

DEMANDES OU BREVETS VOLUMINEUX

**LA PRÉSENTE PARTIE DE CETTE DEMANDE OU CE BREVETS
COMPREND PLUS D'UN TOME.**

CECI EST LE TOME __1__ DE __2__

NOTE: Pour les tomes additionels, veuillez contacter le Bureau Canadien des Brevets.

JUMBO APPLICATIONS / PATENTS

**THIS SECTION OF THE APPLICATION / PATENT CONTAINS MORE
THAN ONE VOLUME.**

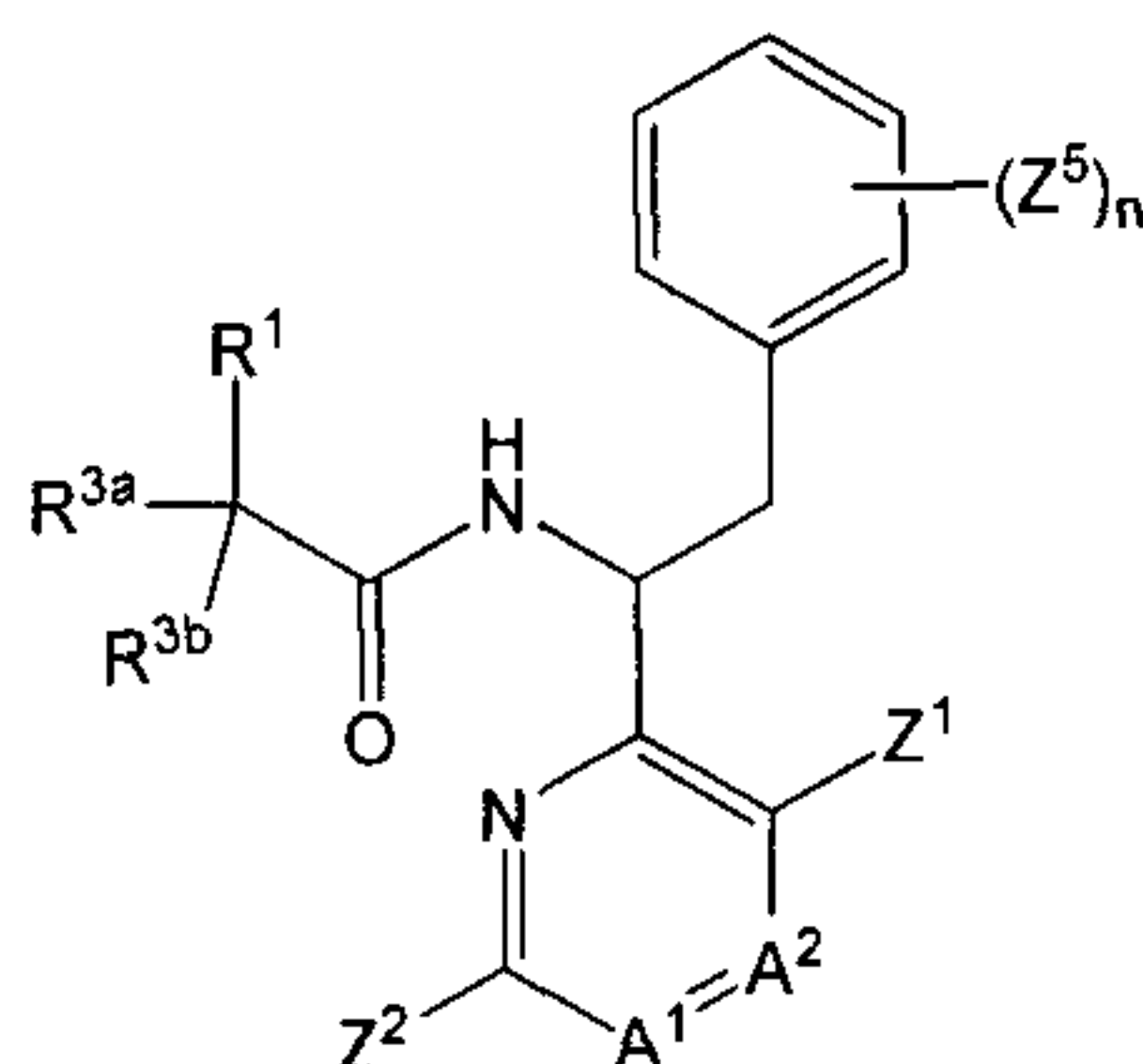
THIS IS VOLUME __1__ OF __2__

NOTE: For additional volumes please contact the Canadian Patent Office.

CLAIMS

What is claimed is:

1. A compound of formula IIIId:



IIIId

wherein

A^1 is CH, C- Z^3 , or nitrogen;

A^2 is CH or nitrogen;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

each R^{3a} and R^{3b} is independently H or (C₁-C₃)alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C₂-C₈)alkenyl or (C₂-C₈)alkynyl which are optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, -NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴, or -C(O)NR^{q4}R^{r4};

each Rⁿ⁴ is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each Z^3 is independently a (C₁-C₄)heteroalkyl;

each Z^4 is independently oxo, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵, or -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, -CN, or -ORⁿ⁶;

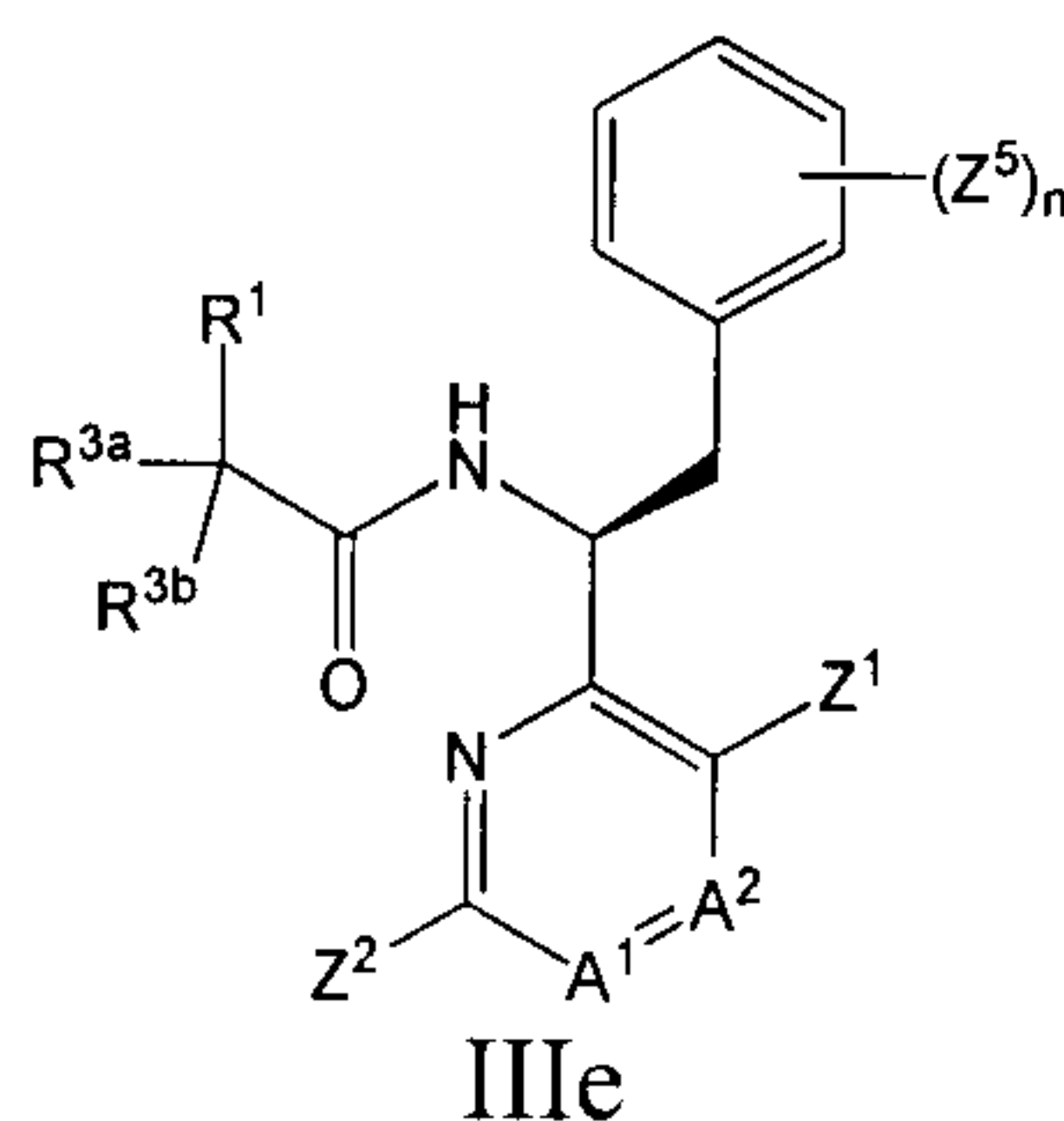
each Rⁿ⁵, R^{p5}, R^{q5}, R^{r5}, and Rⁿ⁶ is independently H or (C₁-C₄)alkyl;

each Z^5 is independently halogen, which may be same or different; and

n is 0, 1, 2, or 3;

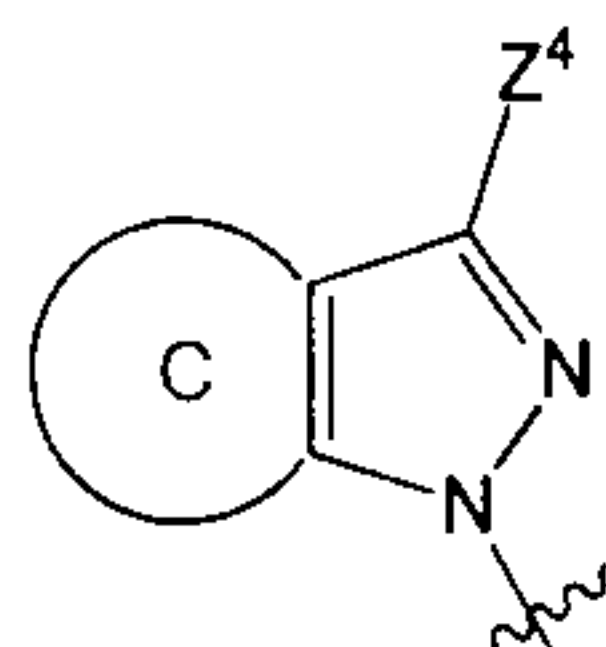
or a pharmaceutically acceptable salt thereof.

2. The compound of claim 1, or a pharmaceutically acceptable salt thereof, which is a compound of formula IIIe:



or a pharmaceutically acceptable salt thereof.

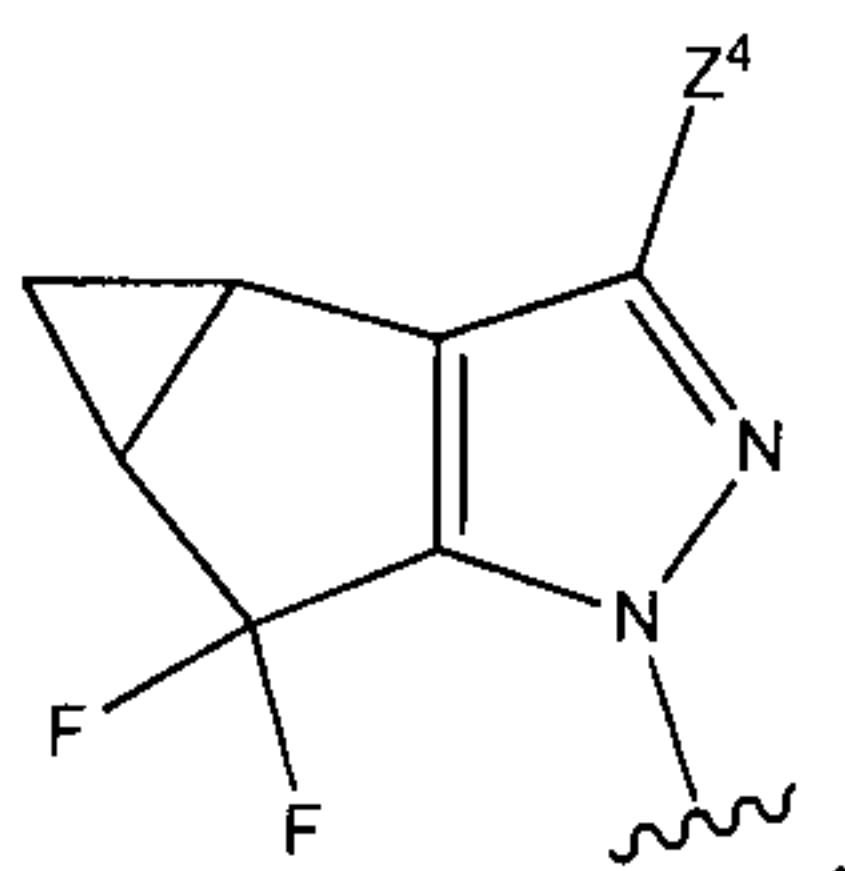
3. The compound of any one of claims 1-2, or a pharmaceutically acceptable salt thereof, wherein R^1 is



wherein

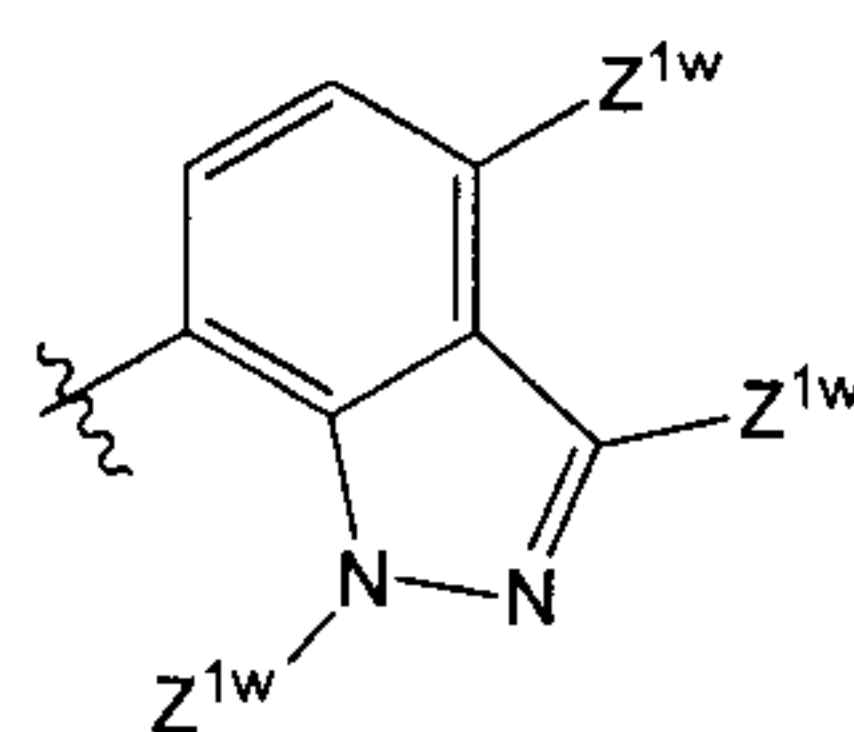
C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle, wherein any 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different.

4. The compound of any one of claims 1-3, or a pharmaceutically acceptable salt



thereof, wherein R^1 is

5. The compound of any one of claims 1-4, or a pharmaceutically acceptable salt thereof, wherein Z^1 is



wherein each Z^{1w} is independently Z^{1a} , Z^{1b} , or H.

6. The compound of claim 5, or a pharmaceutically acceptable salt thereof, wherein:

each Z^{1a} is independently halogen, $-\text{CN}$, $-\text{OR}^{n1}$, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$, $-\text{NR}^{q1}\text{R}^{r1}$, $-\text{NR}^{n1}\text{COR}^{p1}$, $-\text{NR}^{n1}\text{CONR}^{q1}\text{R}^{r1}$, or $-\text{NR}^{n1}\text{CO}_2\text{R}^{p1}$;

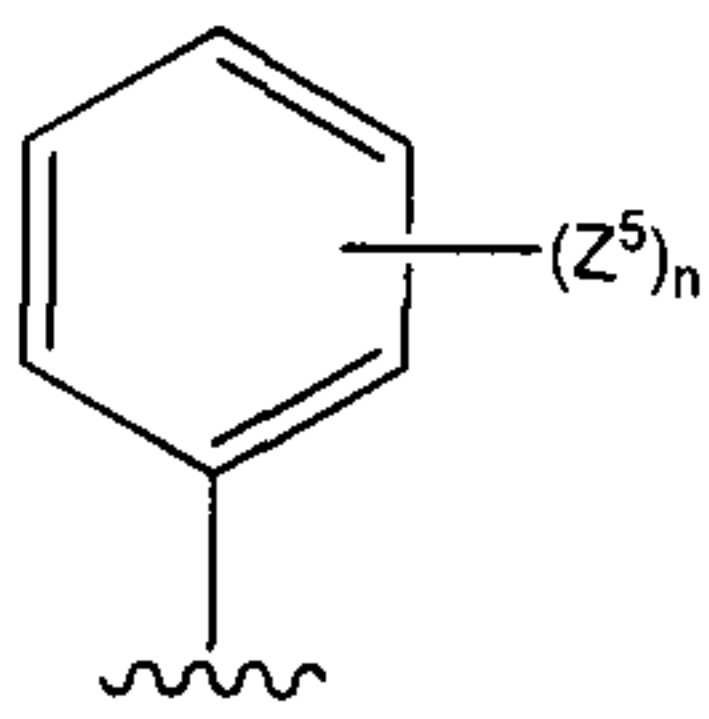
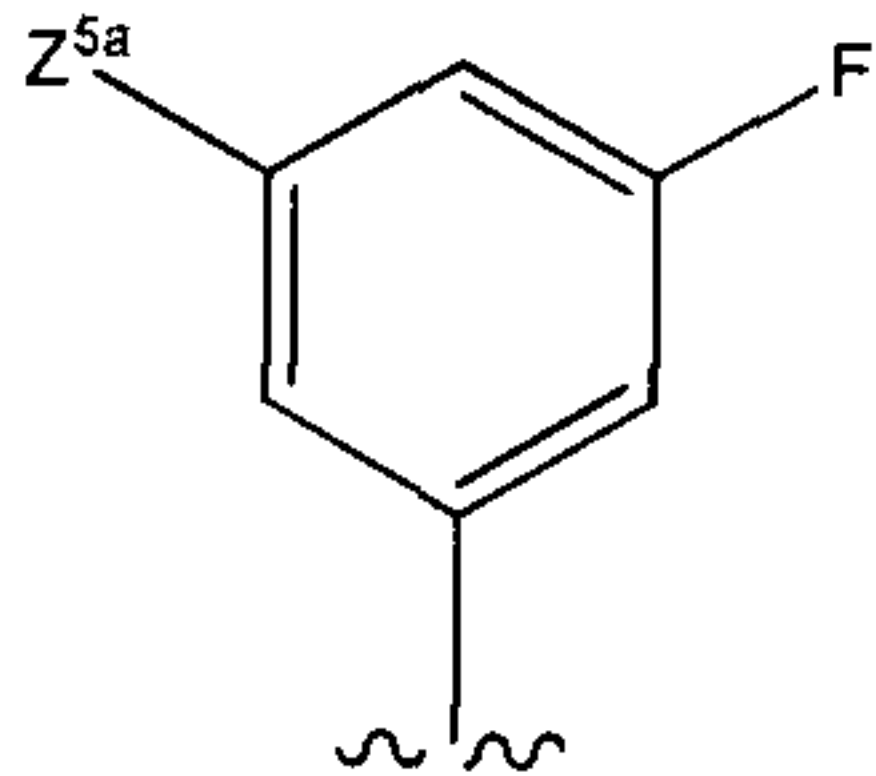
each Z^{1b} is independently $(\text{C}_1\text{-C}_8\text{alkyl})$, wherein the $(\text{C}_1\text{-C}_8\text{alkyl})$ is optionally substituted with 1, 2, or 3 halogen, which are the same or different; and

at least one of Z^{1w} is Z^{1a} or Z^{1b} .

7. The compound of claim 6, or a pharmaceutically acceptable salt thereof, wherein at least two of Z^{1w} are independently Z^{1a} .

8. The compound of claim 6 or 7, or a pharmaceutically acceptable salt thereof, wherein each Z^{1a} is independently halogen, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$, or $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$.

9. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt

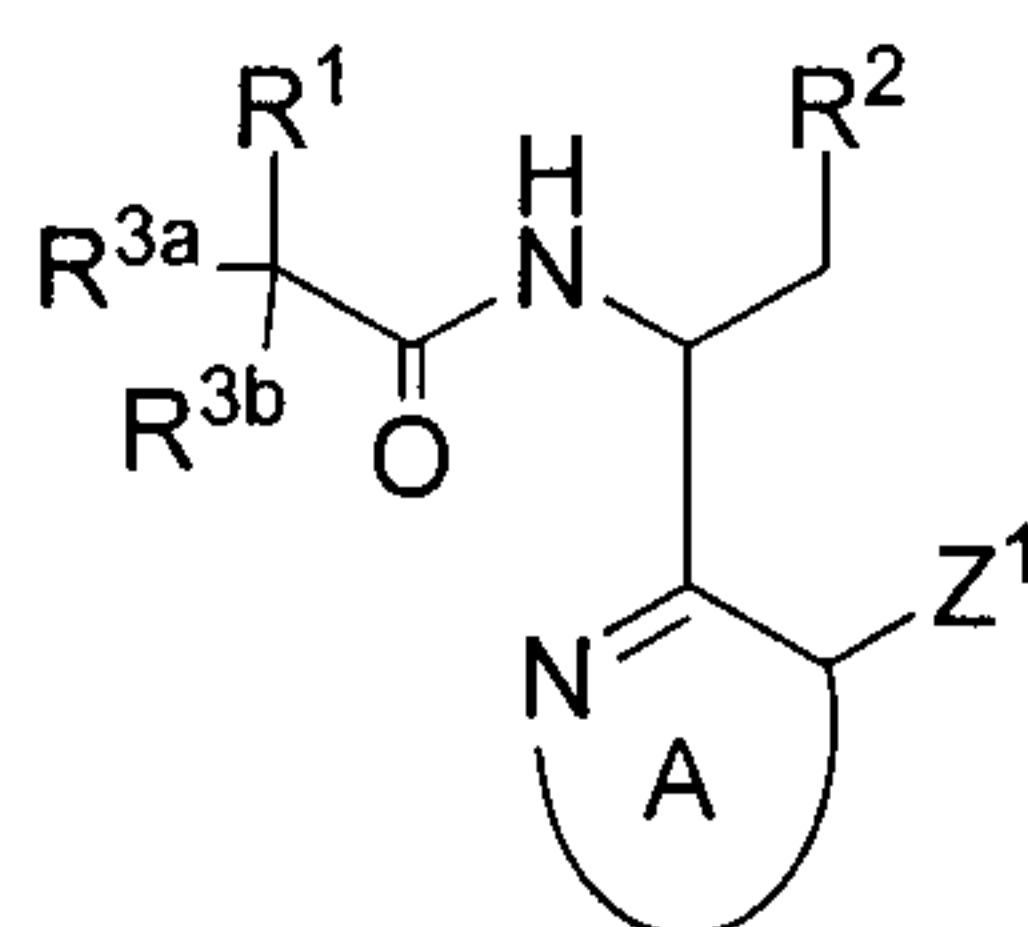
thereof, wherein the moiety  is  wherein Z^{5a} is H or halogen.

10. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein A^1 is CH.

11. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein A^1 is C-Z^3 .

12. The compound of any one of claims 1-11, or a pharmaceutically acceptable salt thereof, wherein A^2 is CH.

13. A compound of formula III:



III

wherein

A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with 1 or 2 Z^3 groups, wherein the Z^3 groups are the same or different;

R^1 is 6-membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl, or 3-12 membered heterocycle of R^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different;

R^2 is phenyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each R^{3a} and R^{3b} is independently H or (C₁-C₃)alkyl;

Z^1 is 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl, or 3-14 membered heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} , wherein the Z^{1a} and Z^{1b} groups are the same or different;

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂NR^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C₂-C₈)alkenyl or (C₂-C₈)alkynyl which are optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, -NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴, or -C(O)NR^{q4}R^{r4};

each Rⁿ⁴ is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each Z^3 is independently a (C₁-C₄)heteroalkyl or halogen;

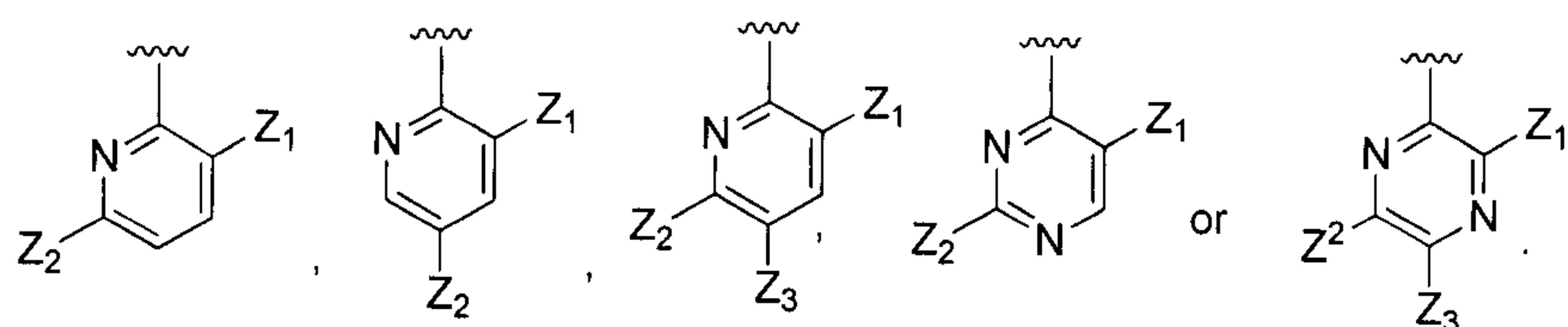
each Z^4 is independently oxo, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵, or -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, -CN, or -ORⁿ⁶; and

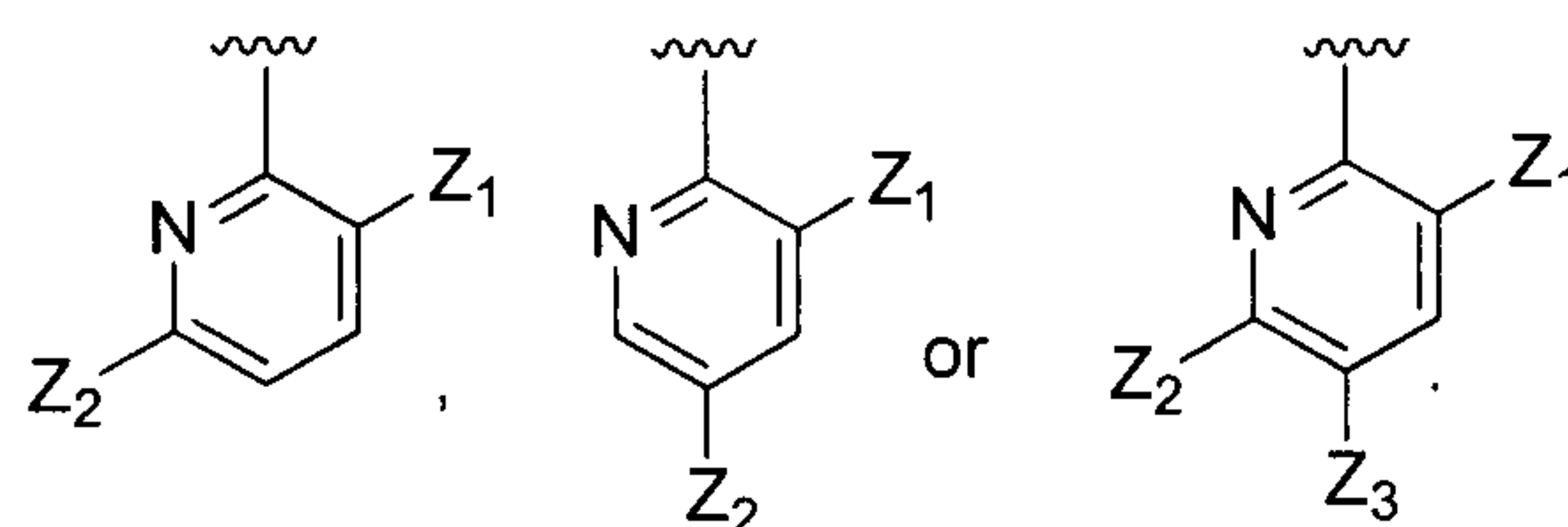
each Rⁿ⁵, R^{p5}, R^{q5}, R^{r5}, and Rⁿ⁶ is independently H or (C₁-C₄)alkyl;

or a pharmaceutically acceptable salt thereof.

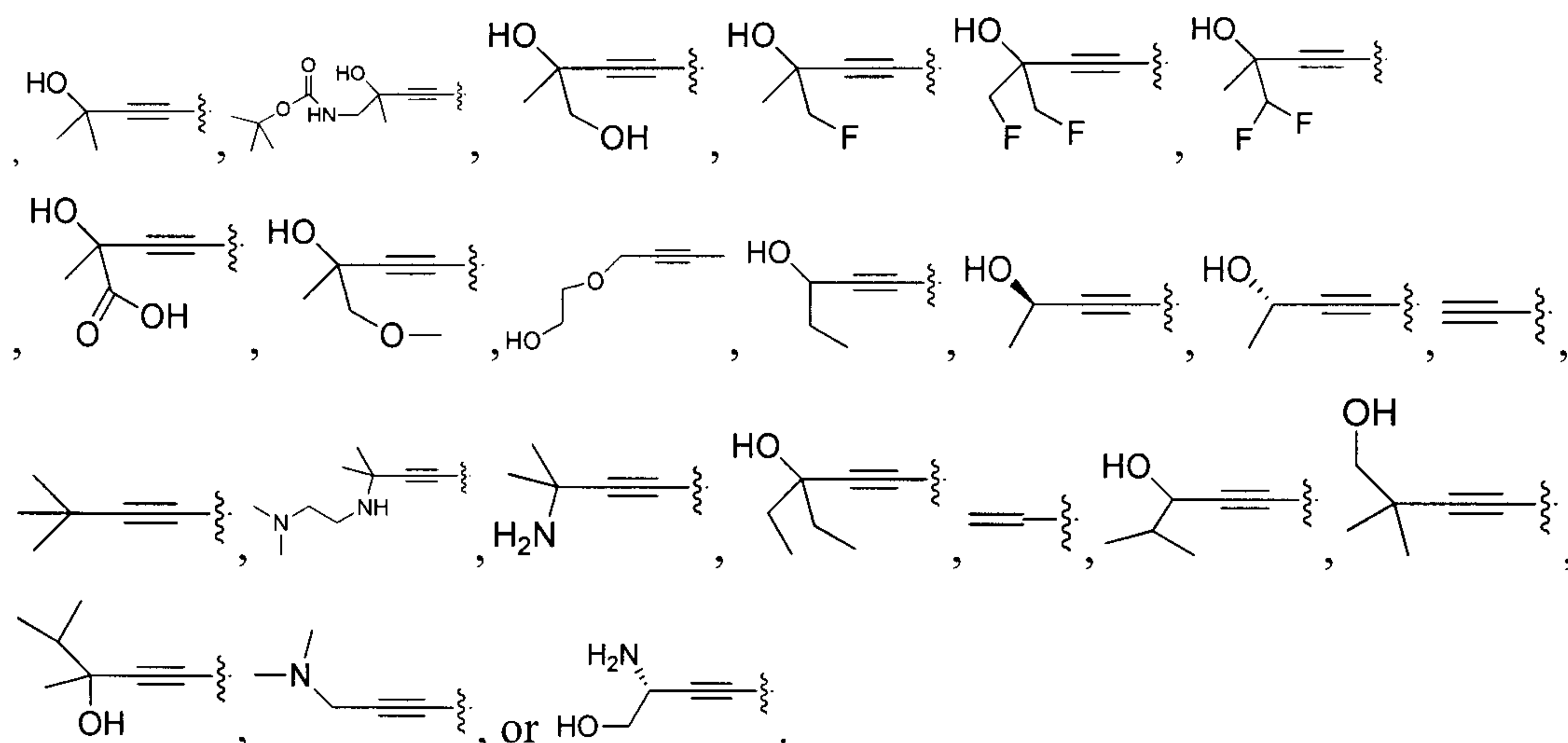
14. The compound of claim 13, or a pharmaceutically acceptable salt thereof, wherein A is:



15. The compound of claim 13, or a pharmaceutically acceptable salt thereof, wherein A is:

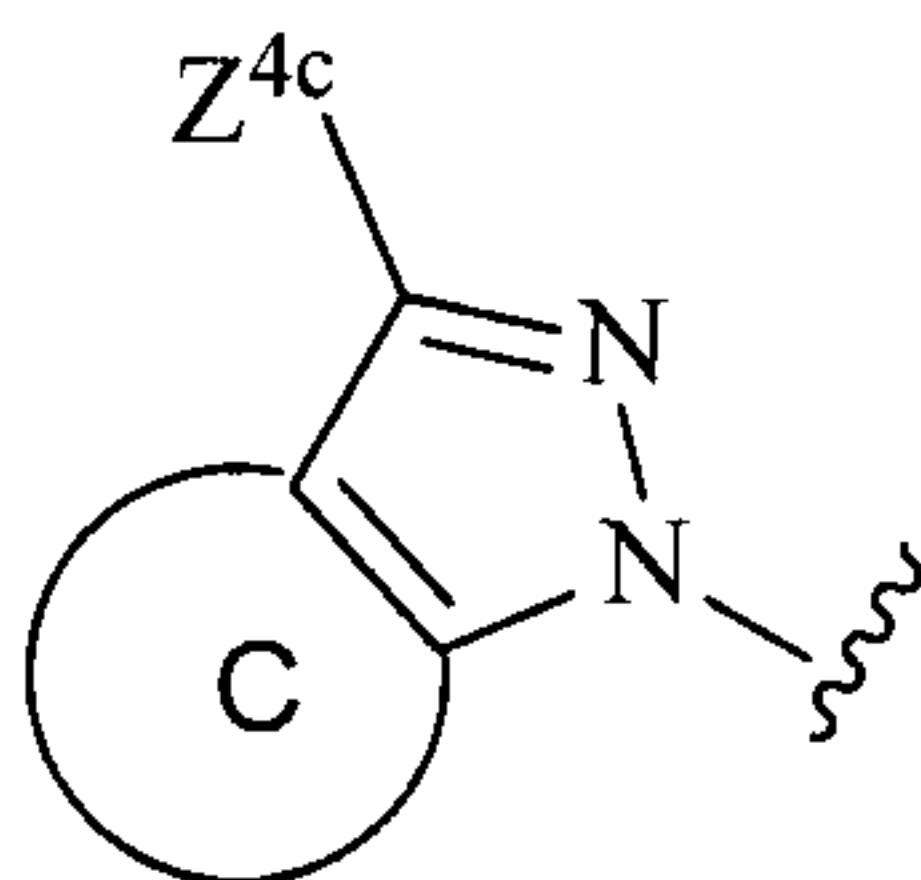


16. The compound of any one of claims 1-15, or a pharmaceutically acceptable salt thereof, wherein each Z^3 , where present, is independently methoxy, dimethylamino, or methylamino.
17. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein R^{3a} and R^{3b} are each H.
18. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein R^{3a} is methyl and R^{3b} is H.
19. The compound of any one of claims 1-18, or a pharmaceutically acceptable salt thereof, wherein Z^2 is (C_2-C_8) alkynyl, optionally substituted with 1, 2, or 3 Z^{2c} groups.
20. The compound of any one of claims 1-19, or a pharmaceutically acceptable salt thereof, wherein each Z^{2c} is independently halogen, $-OR^{n4}$, $NR^{q4}R^{r4}$, $-NR^{n4}CO_2R^{p4}$, $-C(O)OR^{n4}$, or $-C(O)NR^{q4}R^{r4}$.
21. The compound of any one of claims 1-19, or a pharmaceutically acceptable salt thereof, wherein each Z^{2c} is independently halogen or $-OR^{n4}$.
22. The compound of any one of claims 1-18, or a pharmaceutically acceptable salt thereof, wherein Z^2 optionally substituted with 1, 2, 3, 4, or 5 Z^{2b} or Z^{2c} groups is



23. The compound of any one of claims 1-2 and 5-22, or a pharmaceutically acceptable salt thereof, wherein R¹ is a 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl, wherein any 8-12 membered bicyclic-heteroaryl or 8-12 membered tricyclic-heteroaryl of R¹ is optionally substituted with 1, 2, 3, 4, or 5 Z⁴ groups.

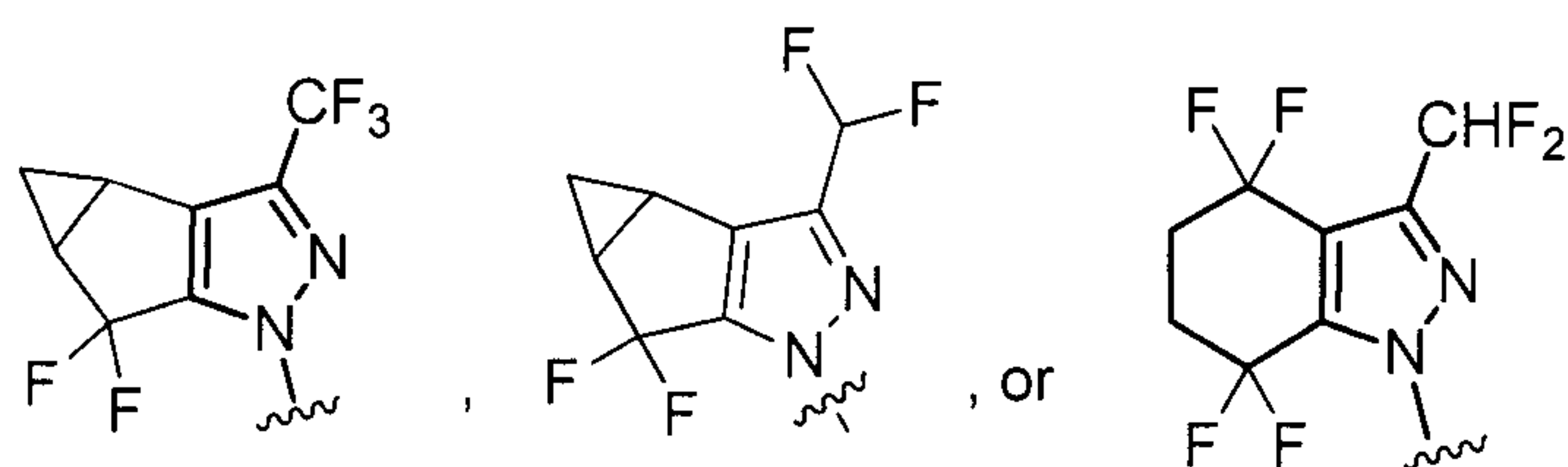
24. The compound of any one of claims 1-2 and 5-23, or a pharmaceutically acceptable salt thereof, wherein R¹ has the following formula IIId:



II d

wherein:

C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle, 5-9 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle, or 5-9 membered bicyclic heterocycle, wherein any 3-7 membered monocyclic-carbocycle, 5-9 membered bicyclic-carbocycle, 3-7 membered monocyclic-heterocycle or 5-9 membered bicyclic heterocycle of C is optionally substituted with 1, 2, 3, 4 or 5 Z^4 groups, wherein the Z^4 groups are the same or different; and



28. The compound of any one of claims 1-4 and 9-27, or a pharmaceutically acceptable salt thereof, wherein Z^1 is phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle, wherein any phenyl, 5-6 membered monocyclic-heteroaryl, 8-10 membered bicyclic-heteroaryl, 8-10 membered bicyclic-heterocycle, or 9-12 membered tricyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups.

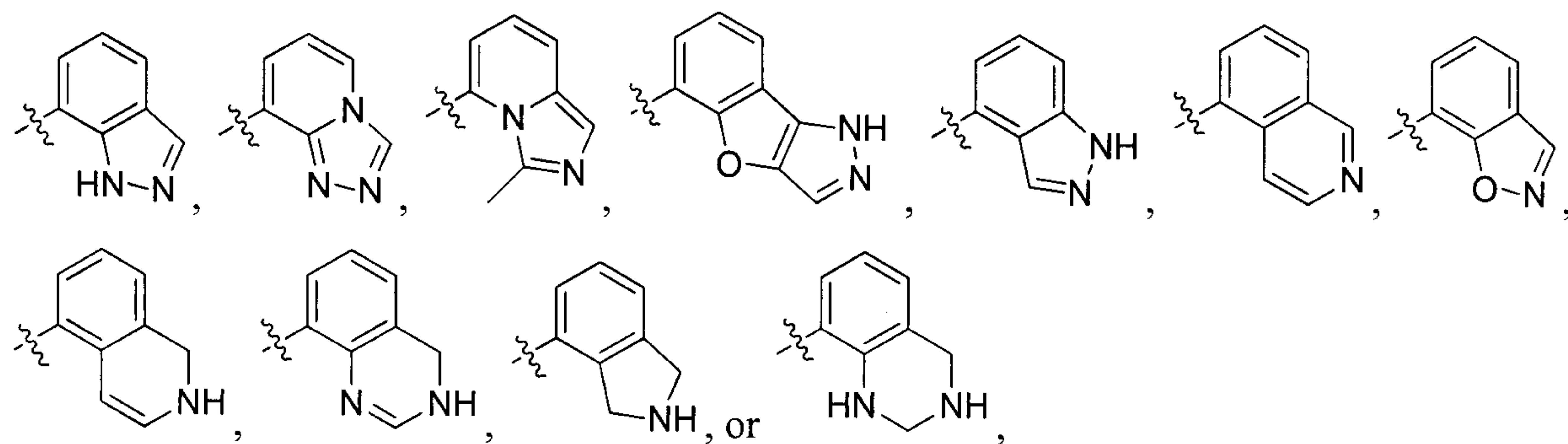
29. The compound of any one of claims 1-4 and 9-27, or a pharmaceutically acceptable salt thereof, wherein Z^1 is 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle, wherein any 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle has 3-9 carbon atoms and 1-5 heteroatoms in the ring system, and wherein any 8-10 membered bicyclic-heteroaryl or 8-10 membered bicyclic-heterocycle of Z^1 is optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups.

30. The compound of any one of claims 1-5 and 9-29, or a pharmaceutically acceptable salt thereof, wherein each Z^{1a} is independently oxo, (C_3-C_7) carbocycle, halogen, -CN, -O- (C_1-C_8) alkyl, $-NR^{q1}R^{r1}$, $-NR^{n1}COR^{p1}$, $-NR^{n1}CO_2R^{p1}$, $-NR^{n1}CONR^{q1}R^{r1}$, $-NR^{n1}S(O)_2R^{p1}$, $-NR^{n1}S(O)_2NR^{q1}R^{r1}$, or $-C(O)NR^{q1}R^{r1}$.

31. The compound of any one of claims 1-30, or a pharmaceutically salt thereof, wherein each Z^{1b} is independently methyl or difluoromethyl.

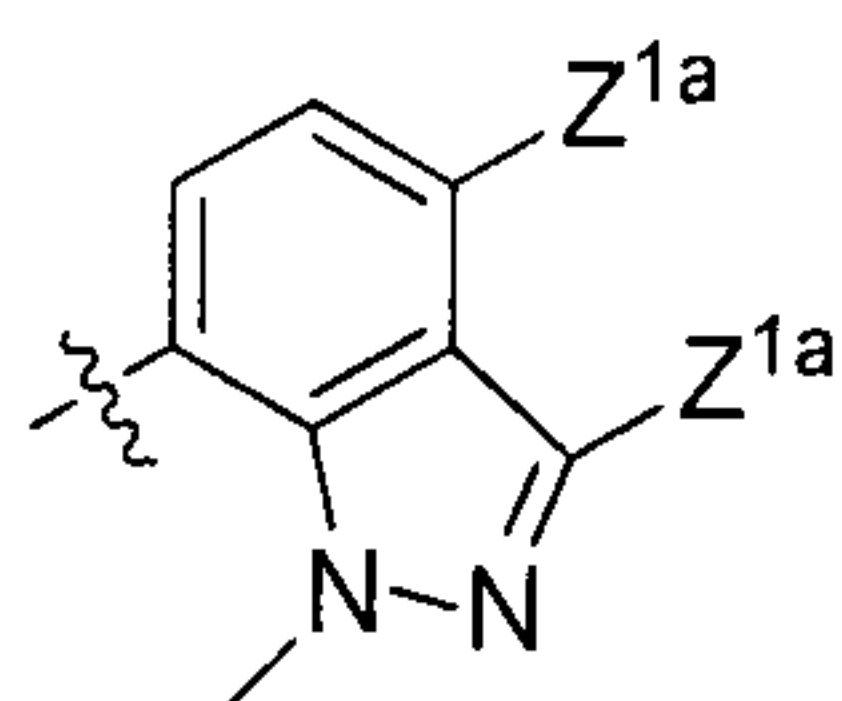
32. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein Z^1 is substituted with 2 Z^{1a} groups, wherein each Z^{1a} is independently $-NR^{n1}S(O)_2R^{p1}$, $-NR^{n1}S(O)_2NR^{q1}R^{r1}$, or halogen.

33. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt thereof, wherein Z^1 is



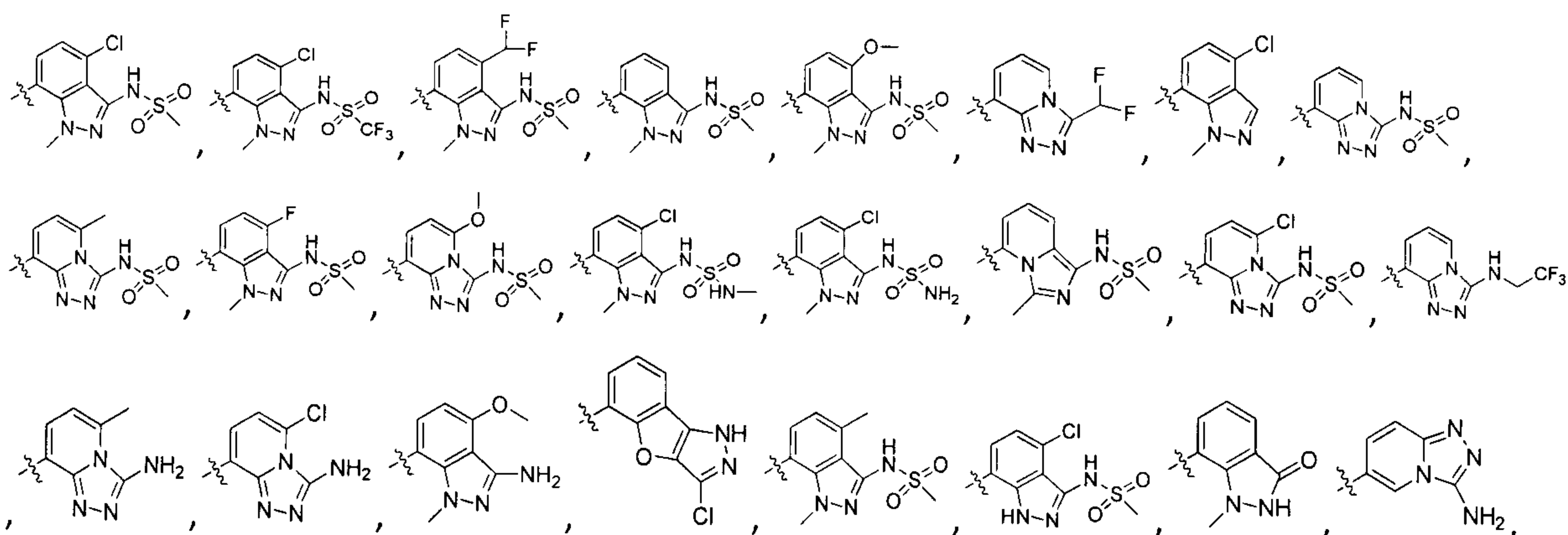
optionally substituted with 1, 2, 3, 4 or 5 Z^{1a} or Z^{1b} .

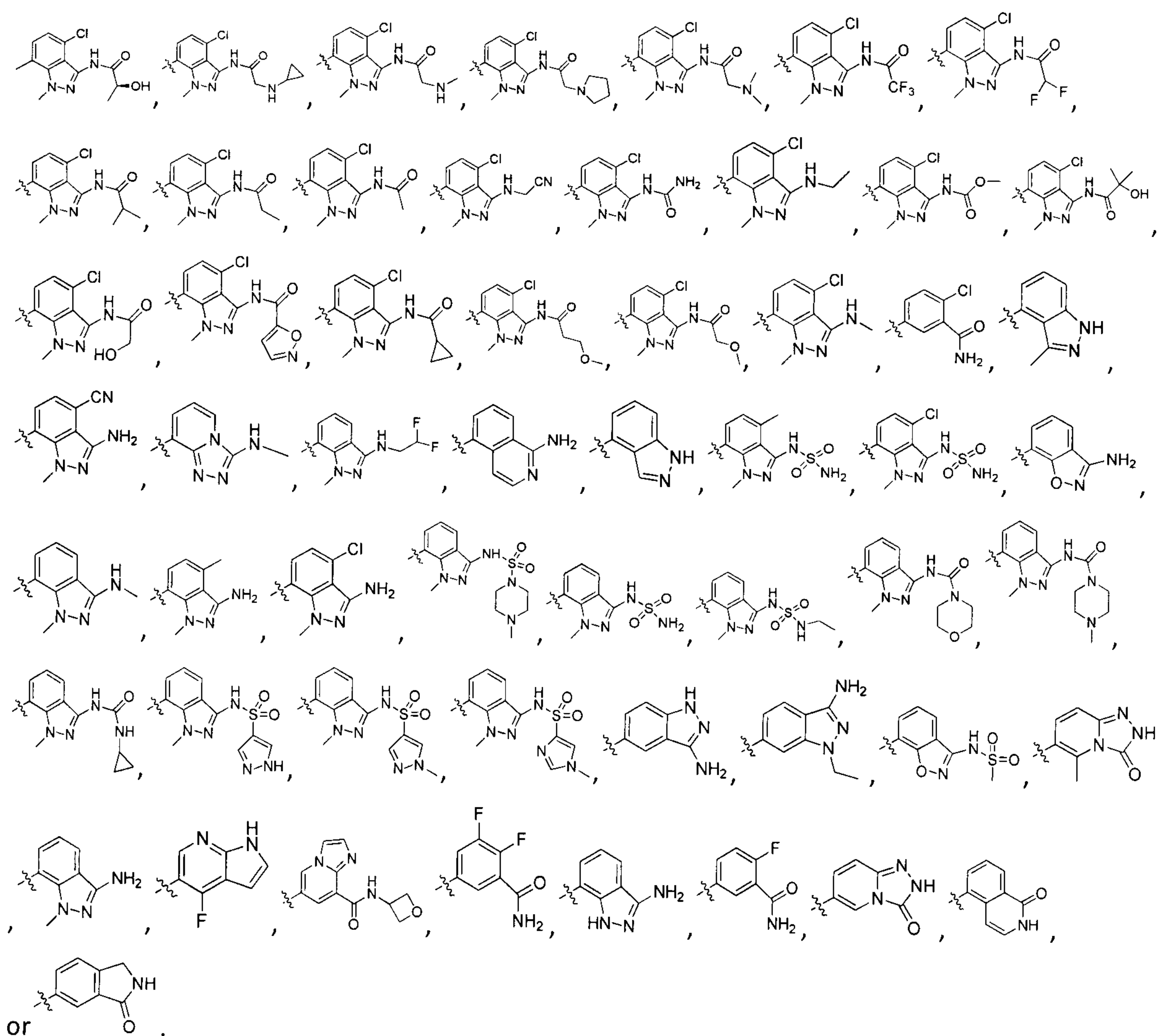
34. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt



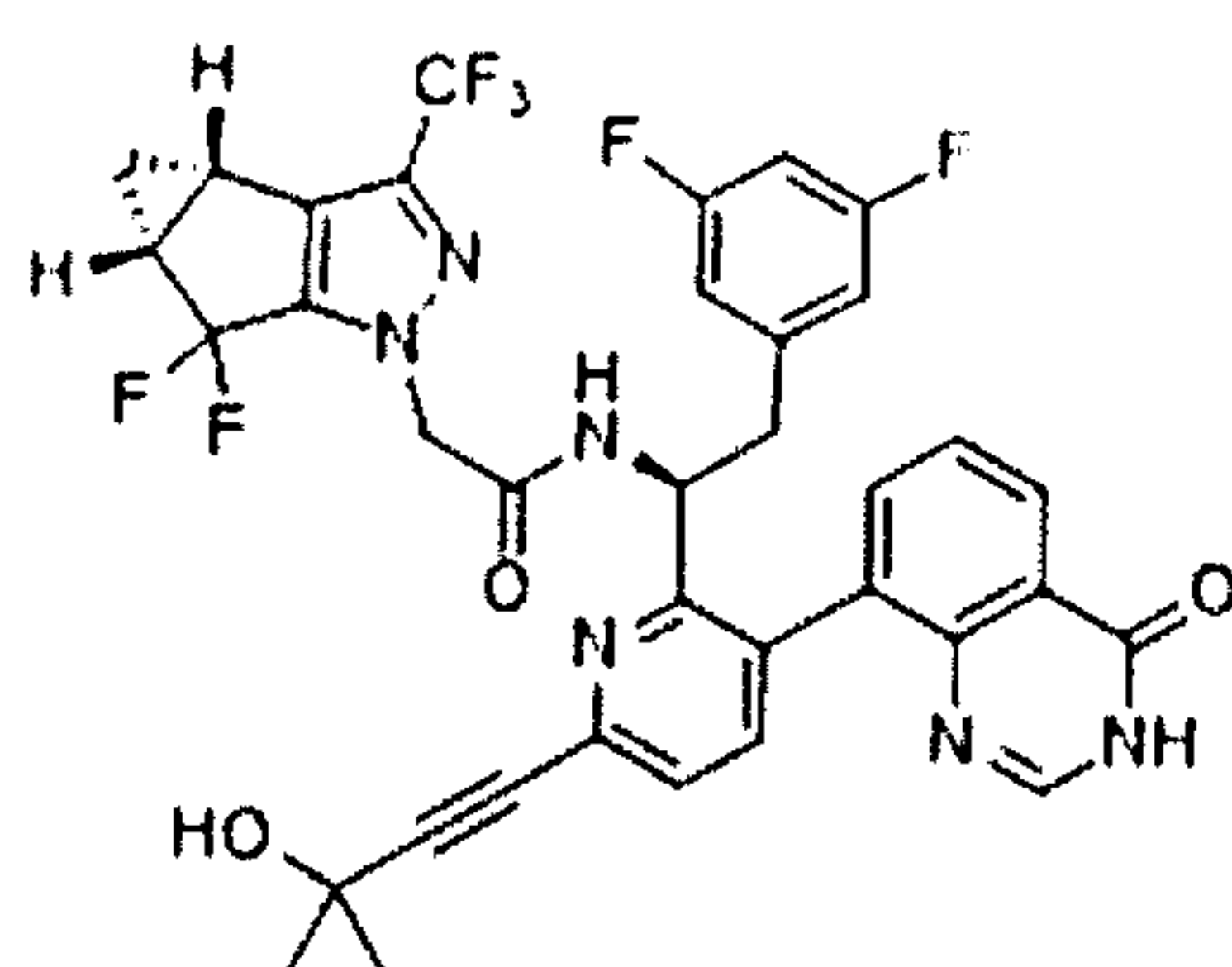
thereof, wherein Z^1 is $\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$ or $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$, wherein each Z^{1a} is independently halogen, -

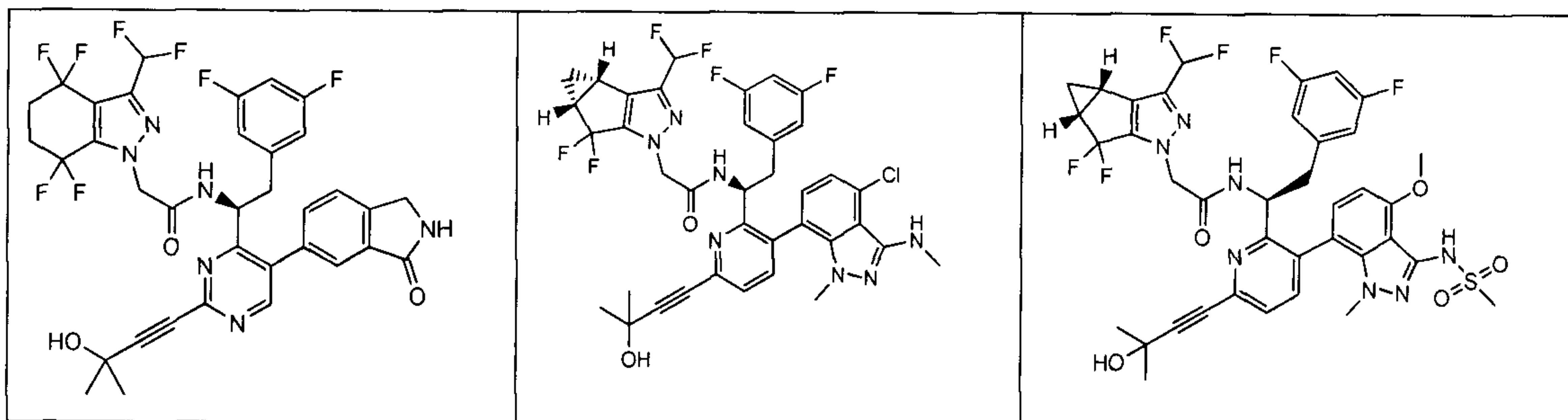
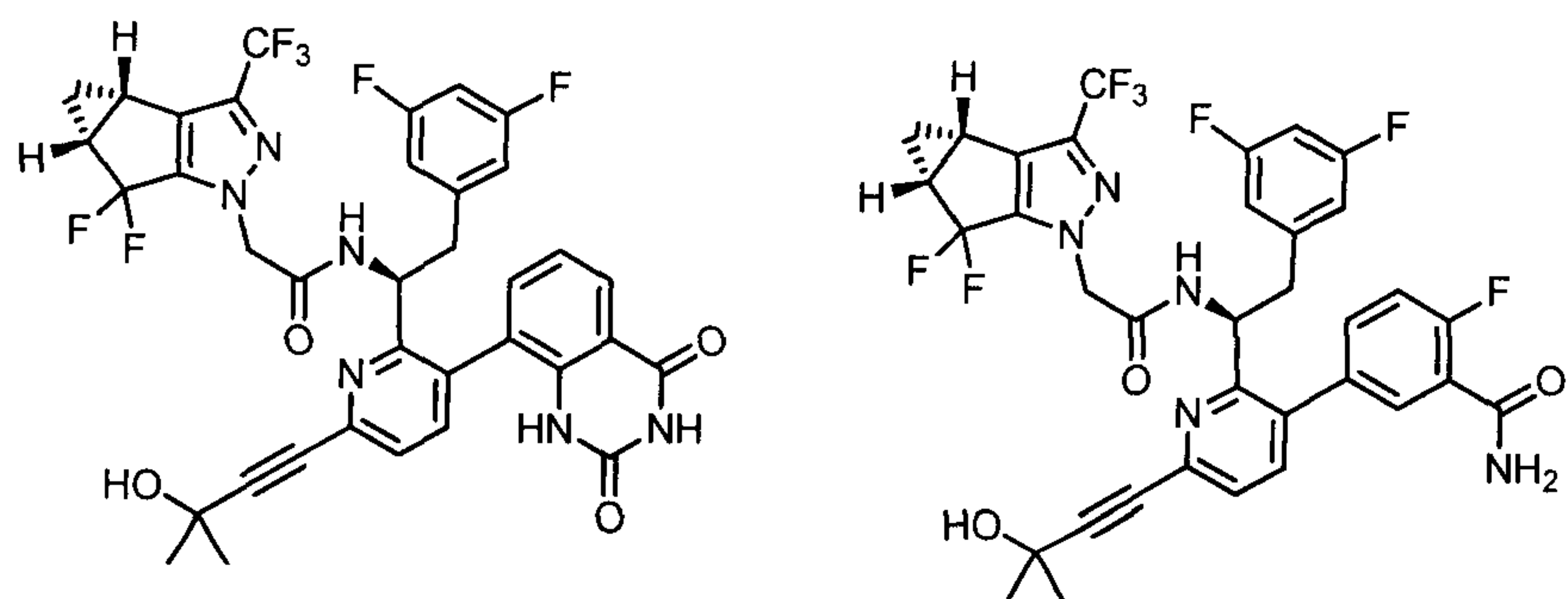
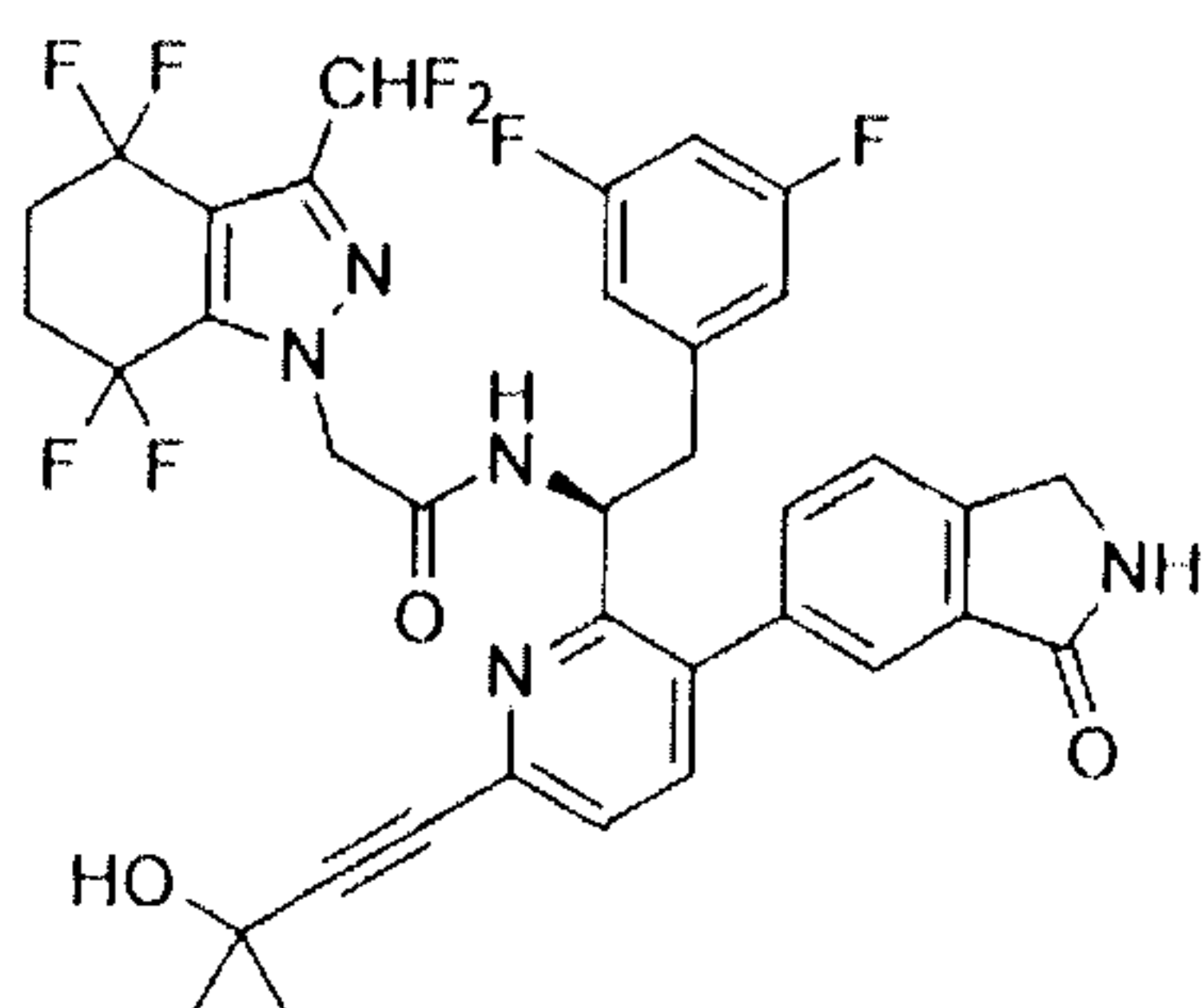
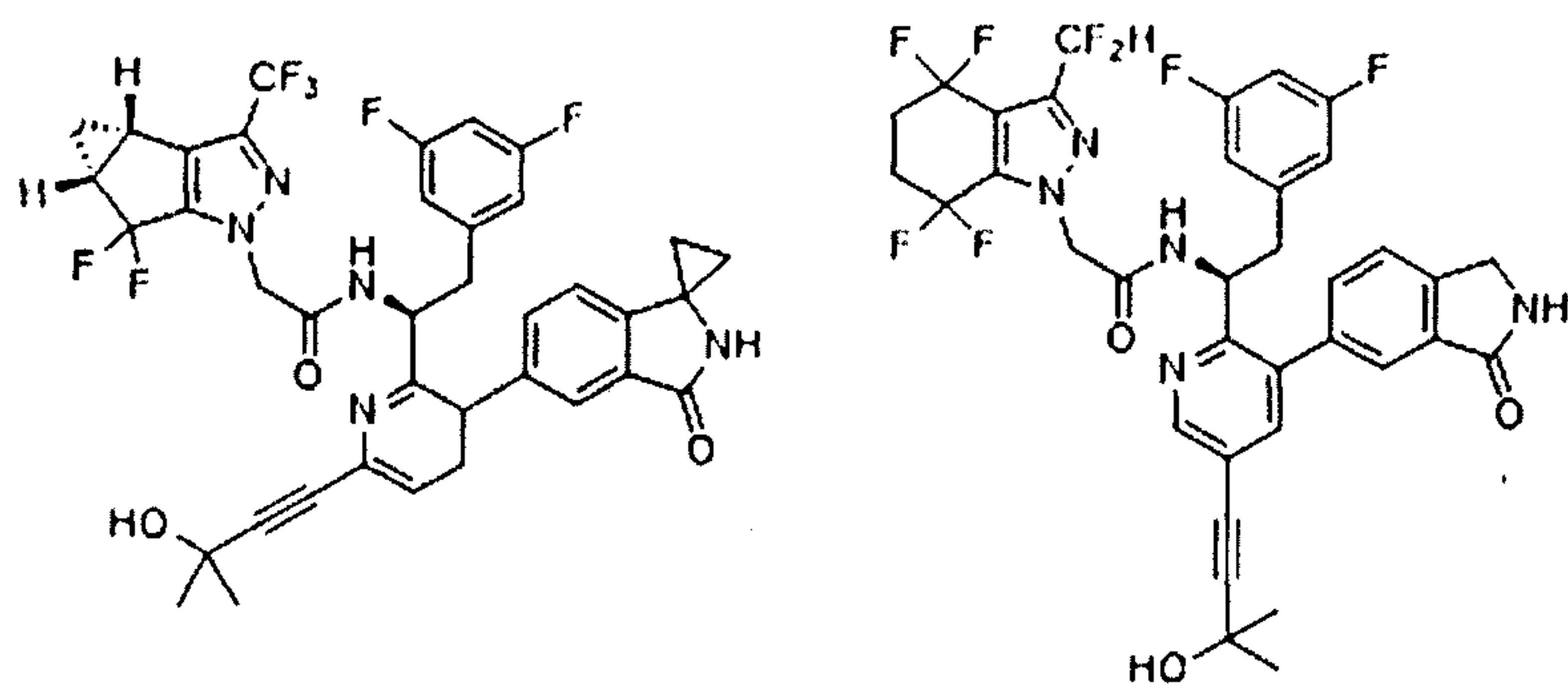
35. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt thereof, wherein Z^1 optionally substituted with 1, 2, 3, 4, or 5 Z^{1a} or Z^{1b} groups is

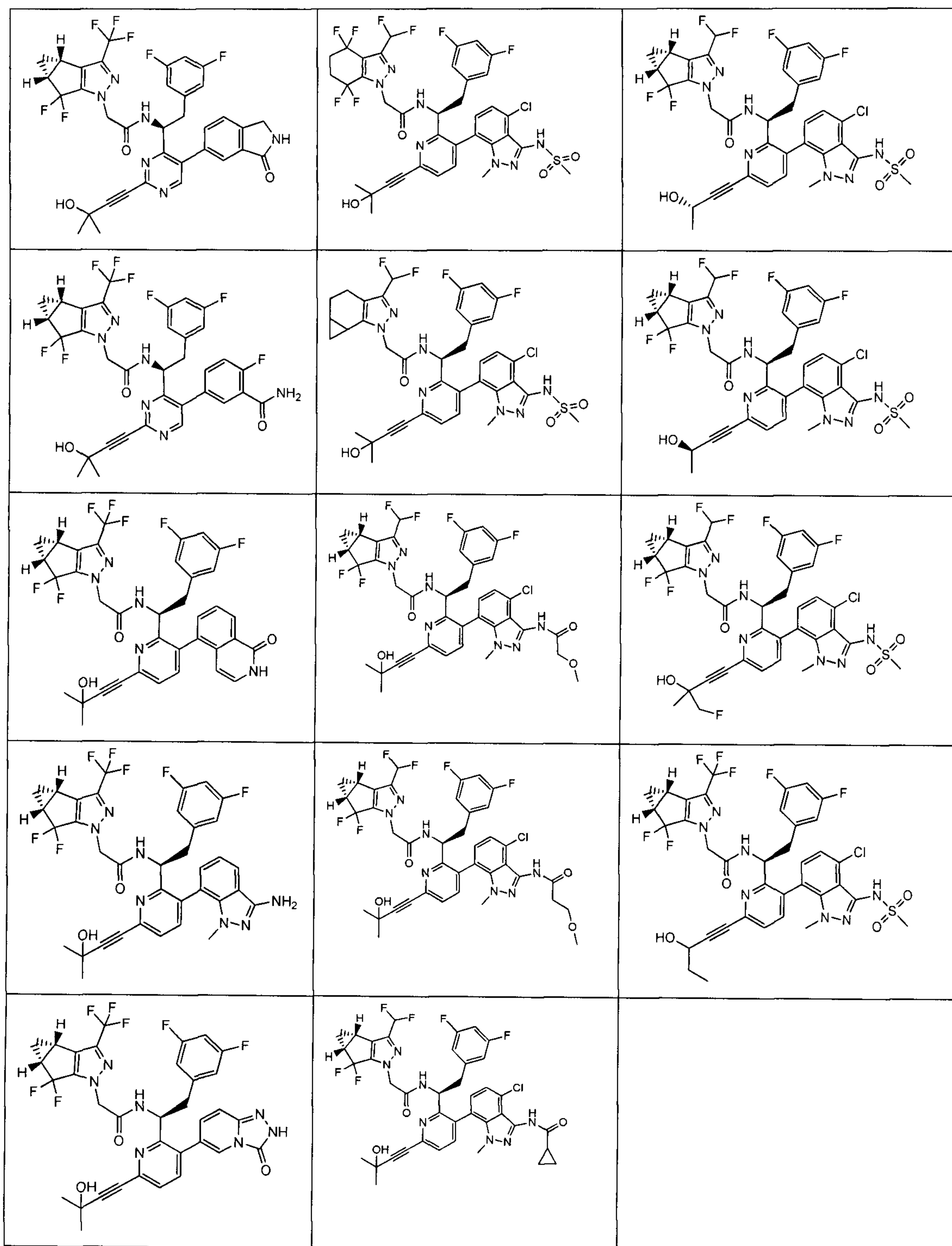


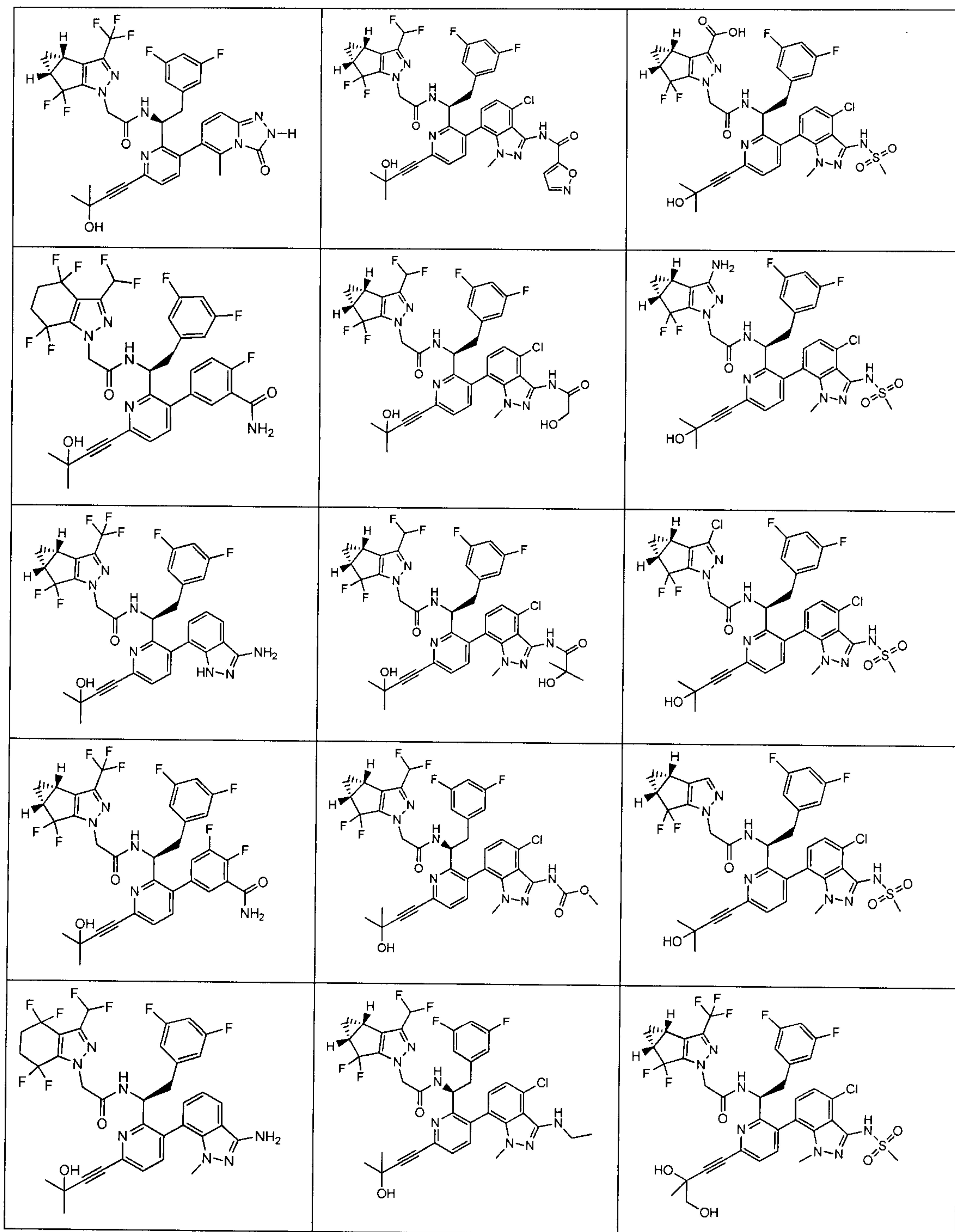


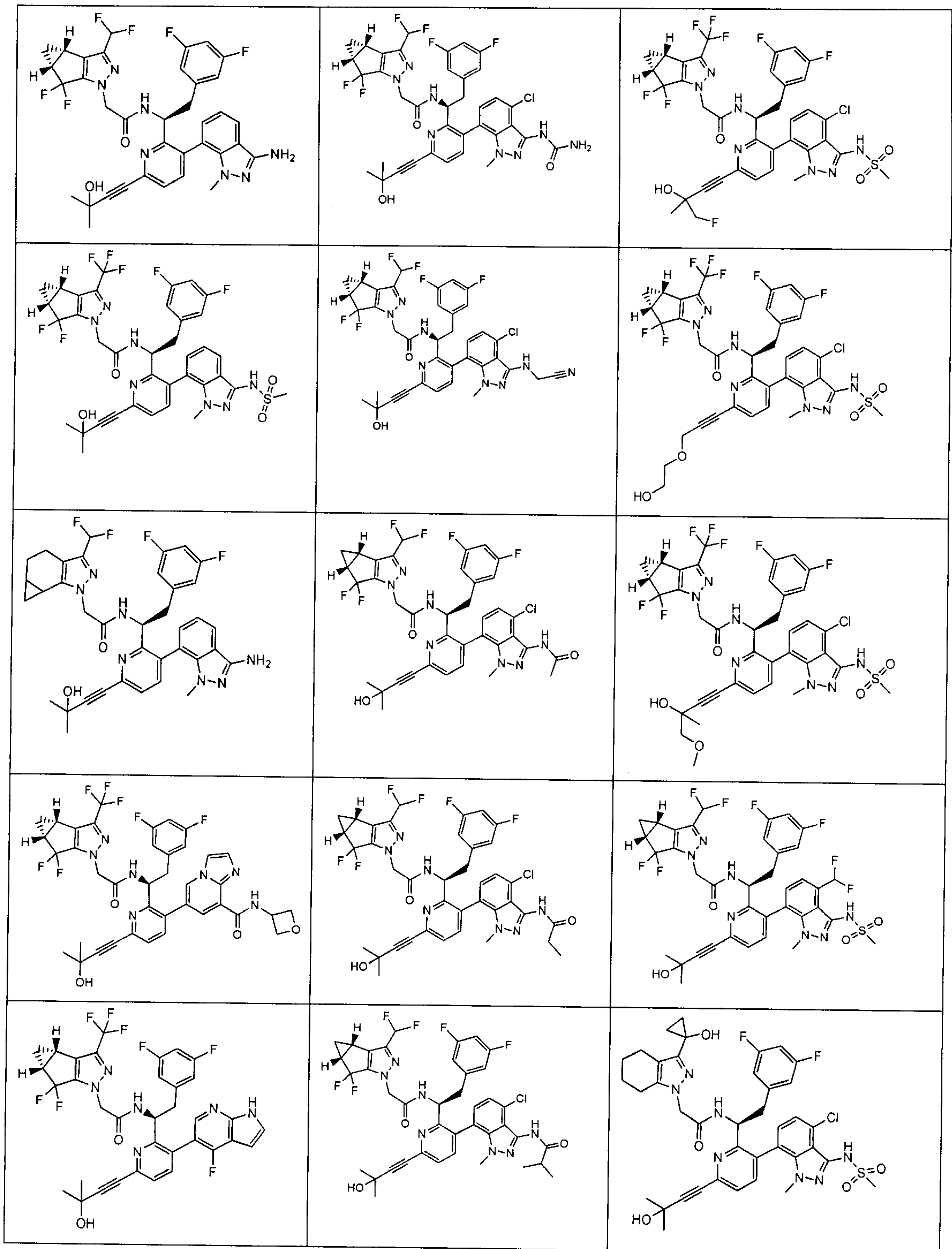
36. A compound or a pharmaceutically acceptable salt thereof, which is

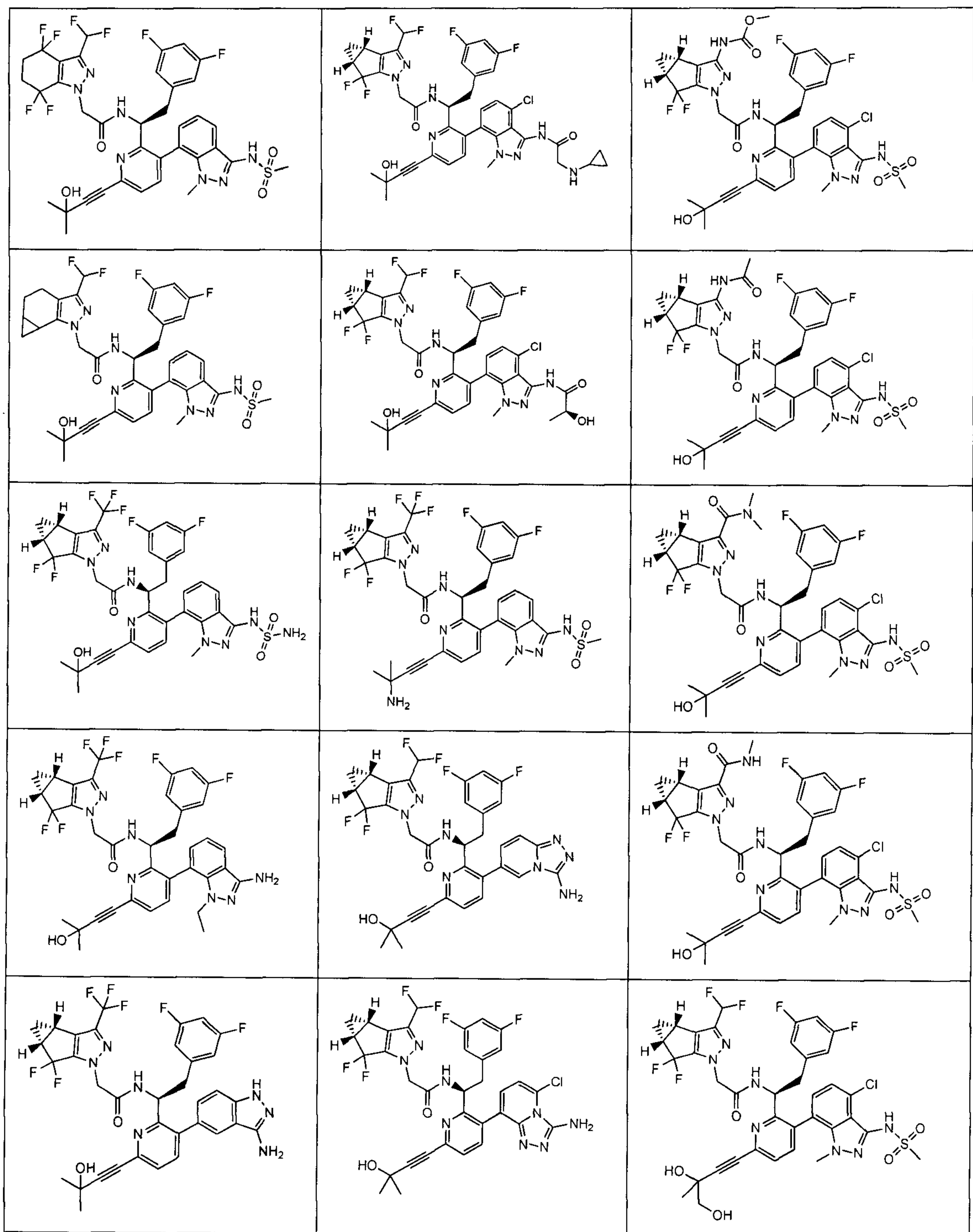


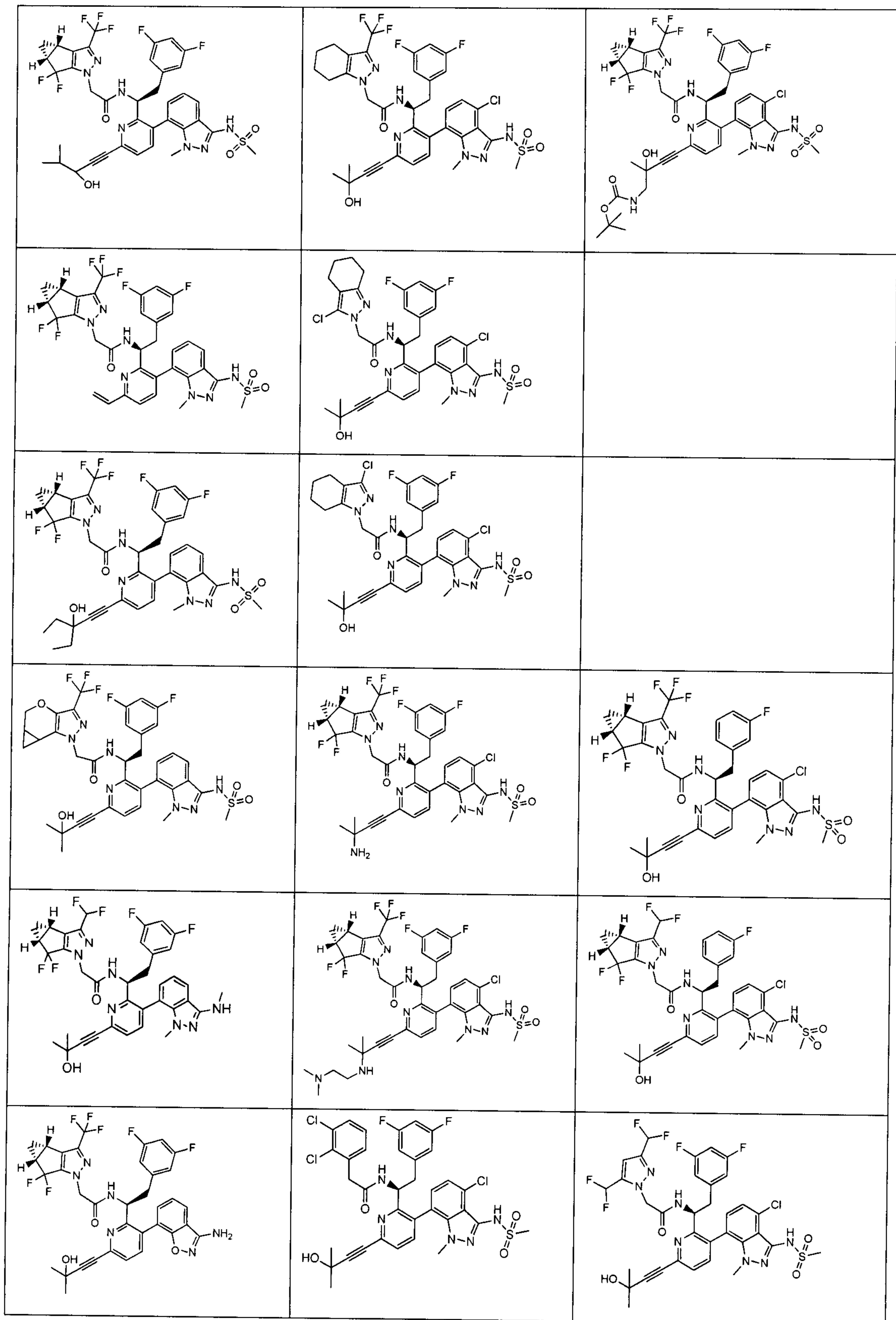


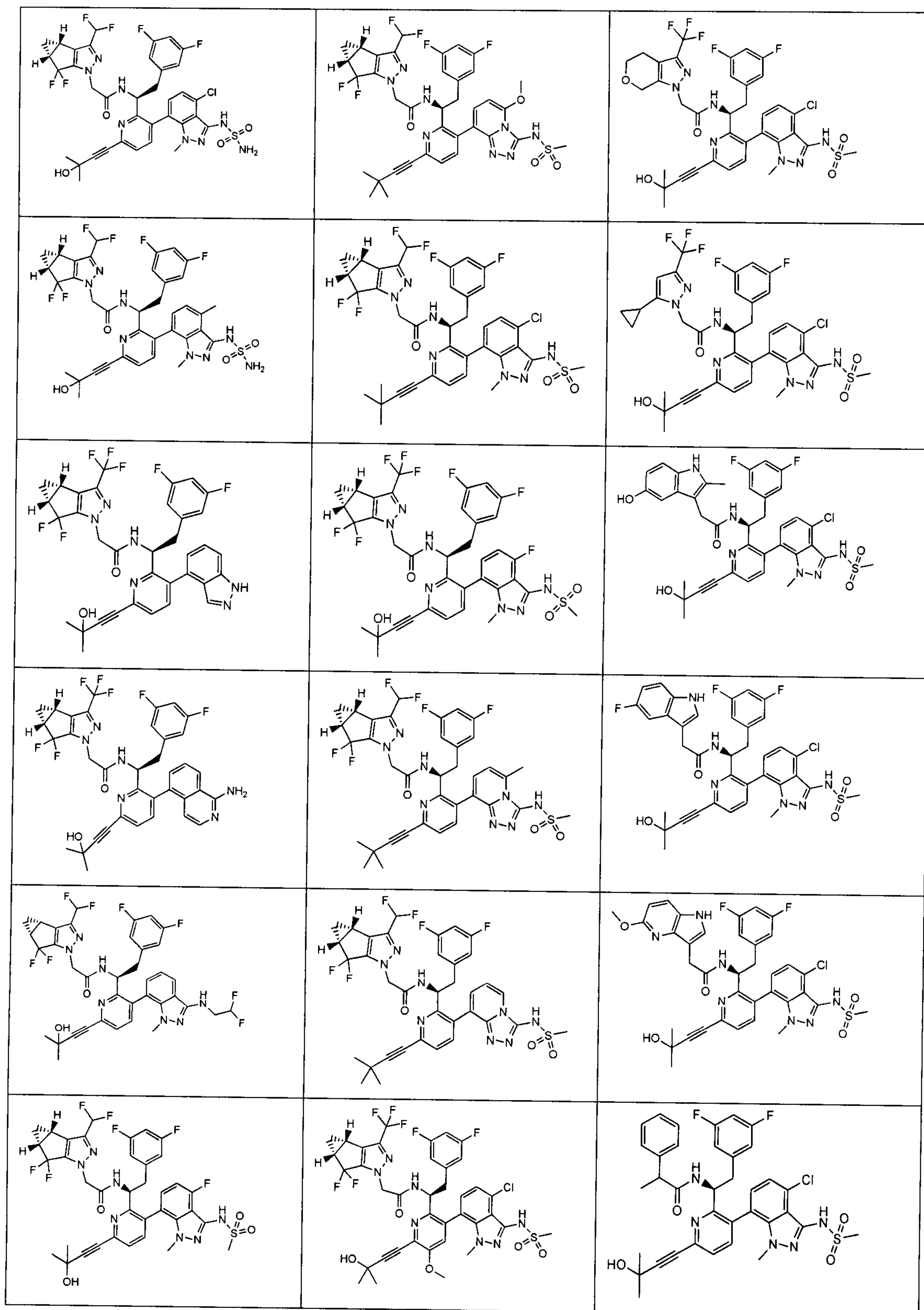




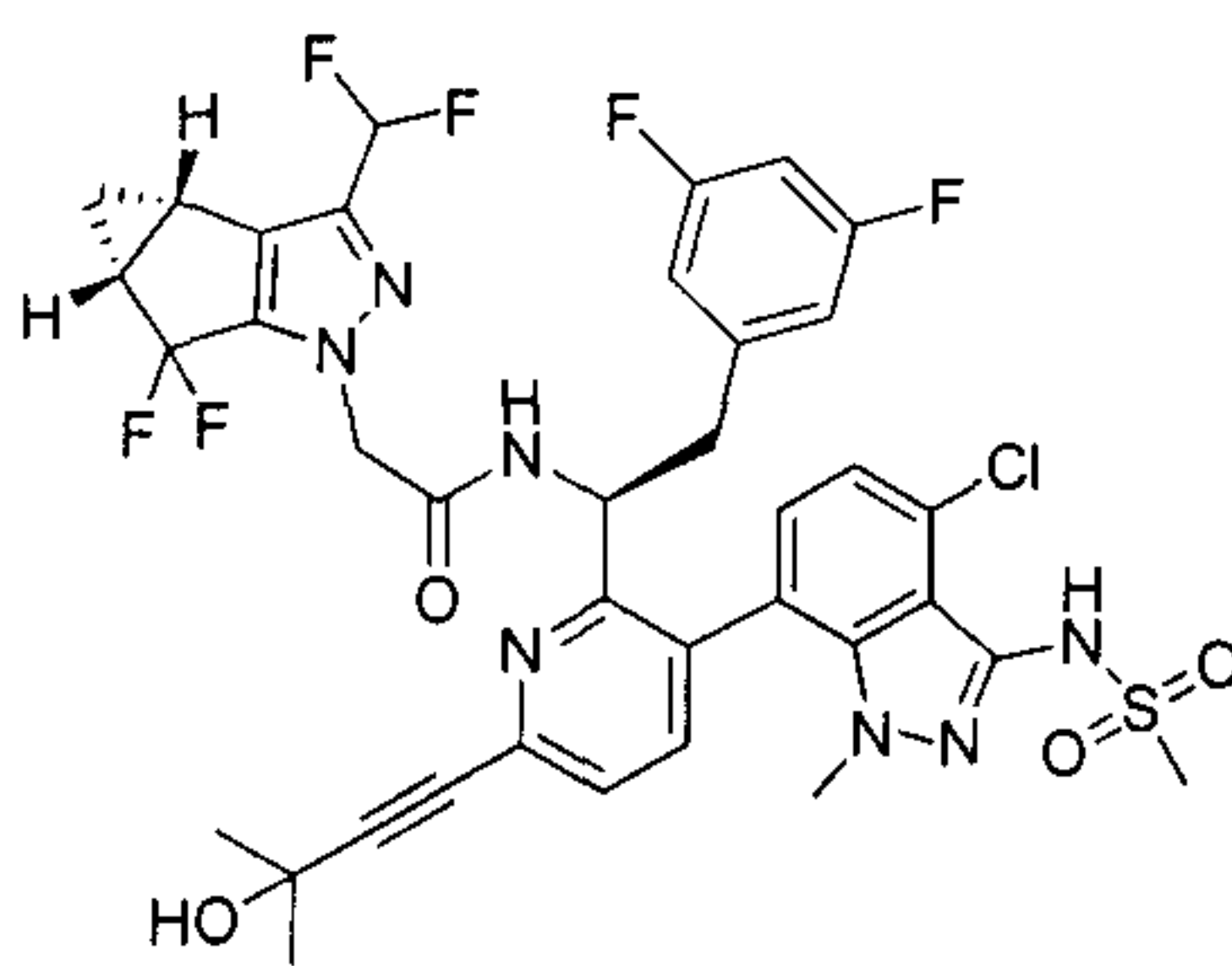






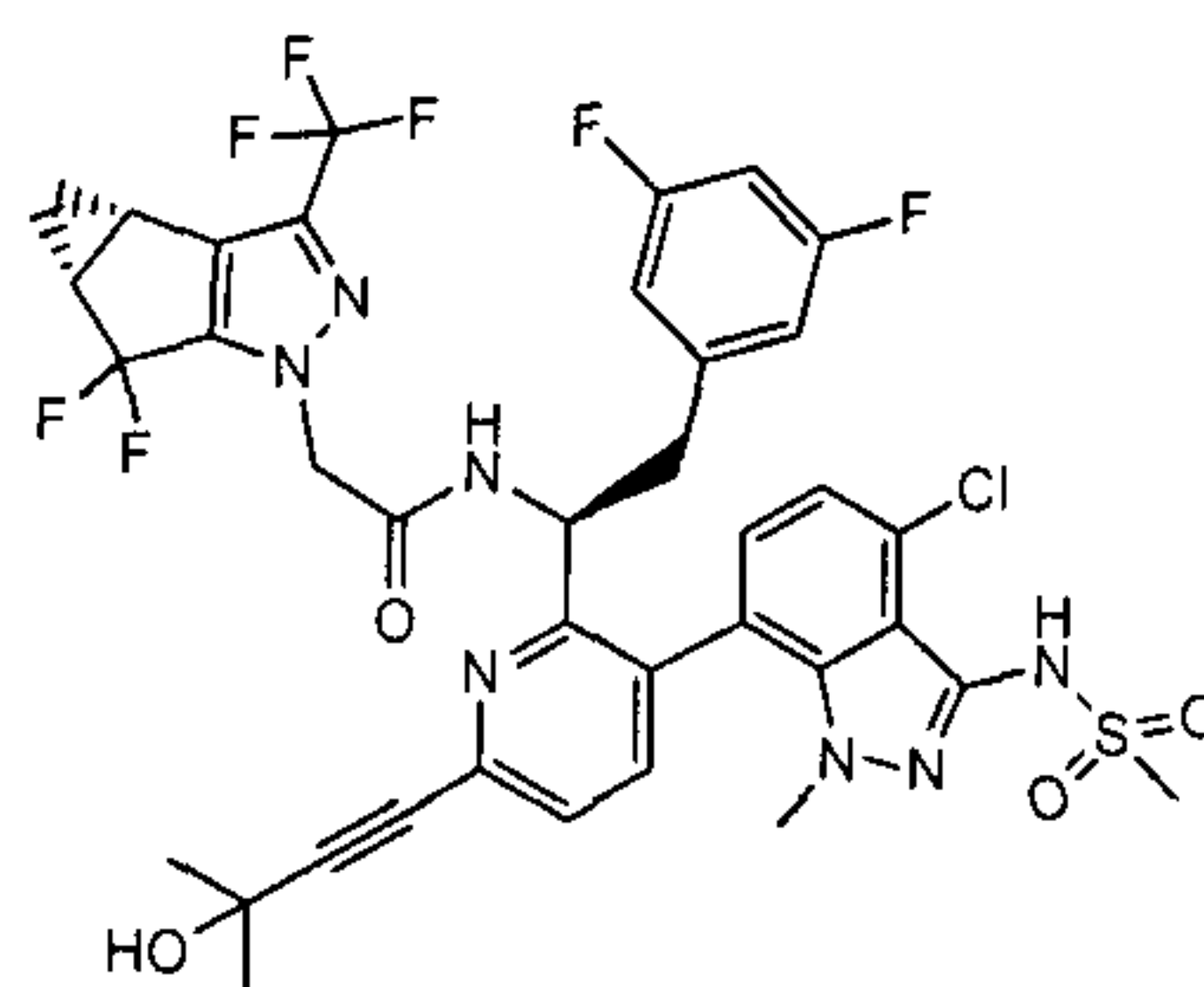


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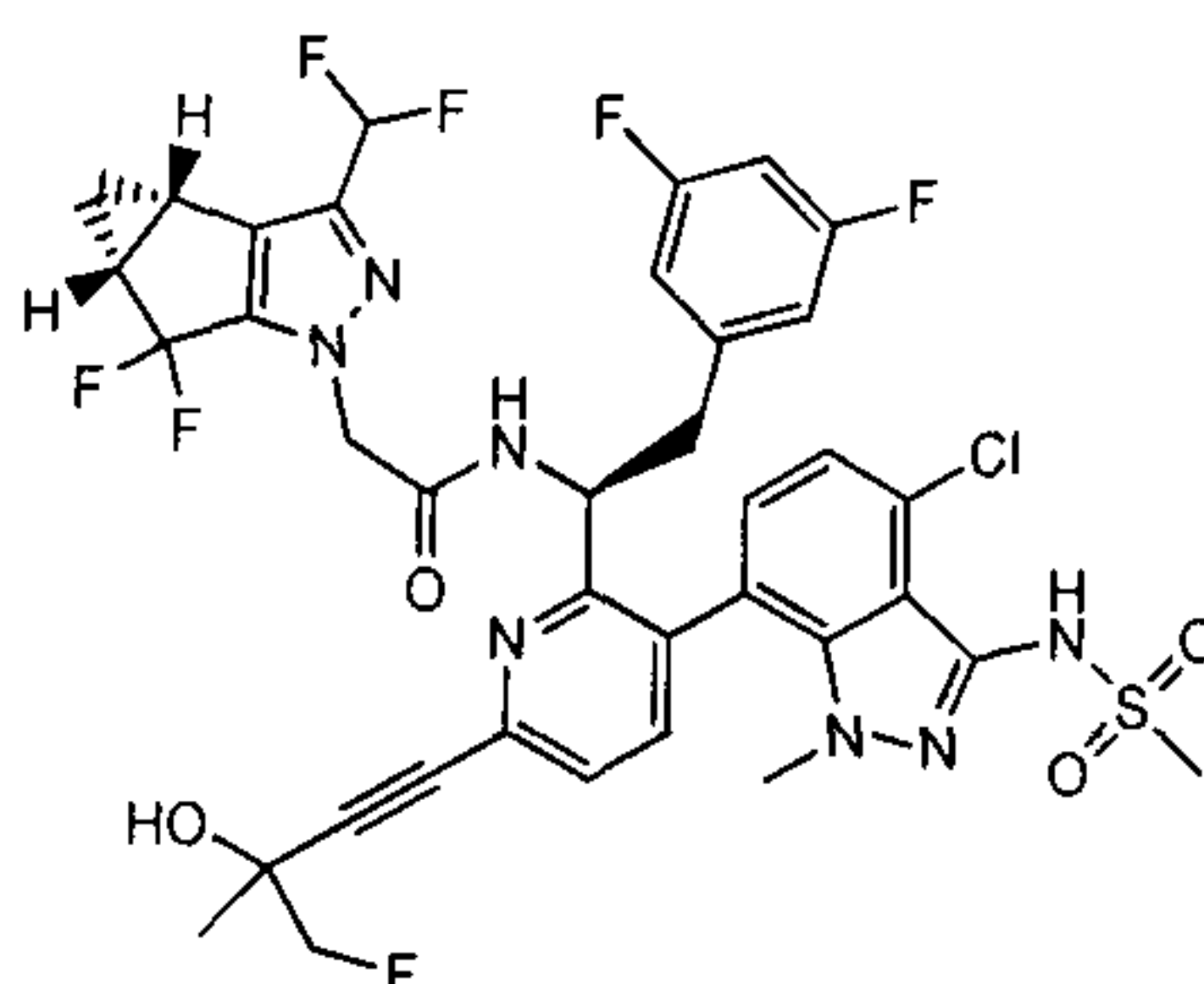
or a pharmaceutically acceptable salt thereof.

38. A compound of formula:



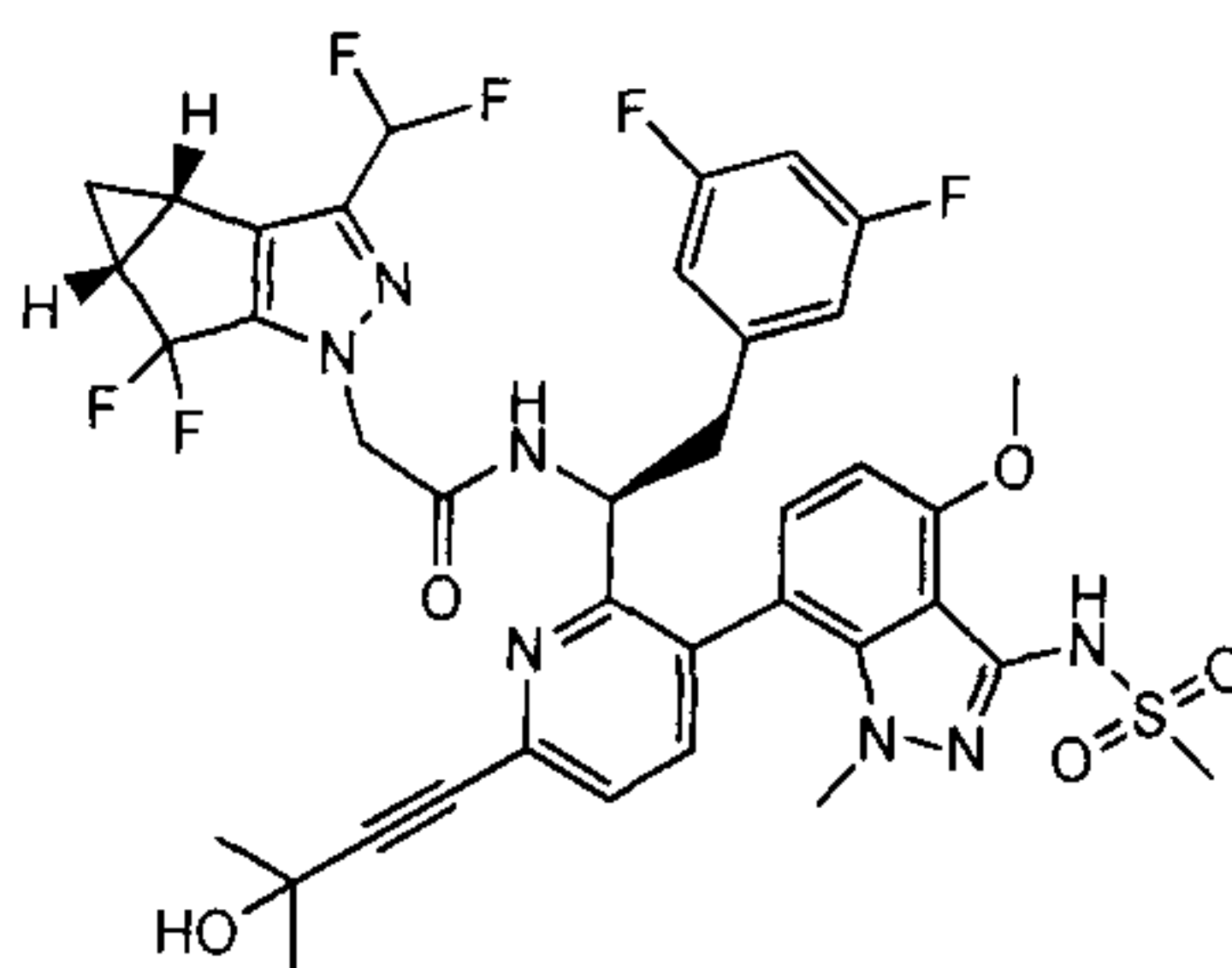
or a pharmaceutically acceptable salt thereof.

39. A compound of formula:



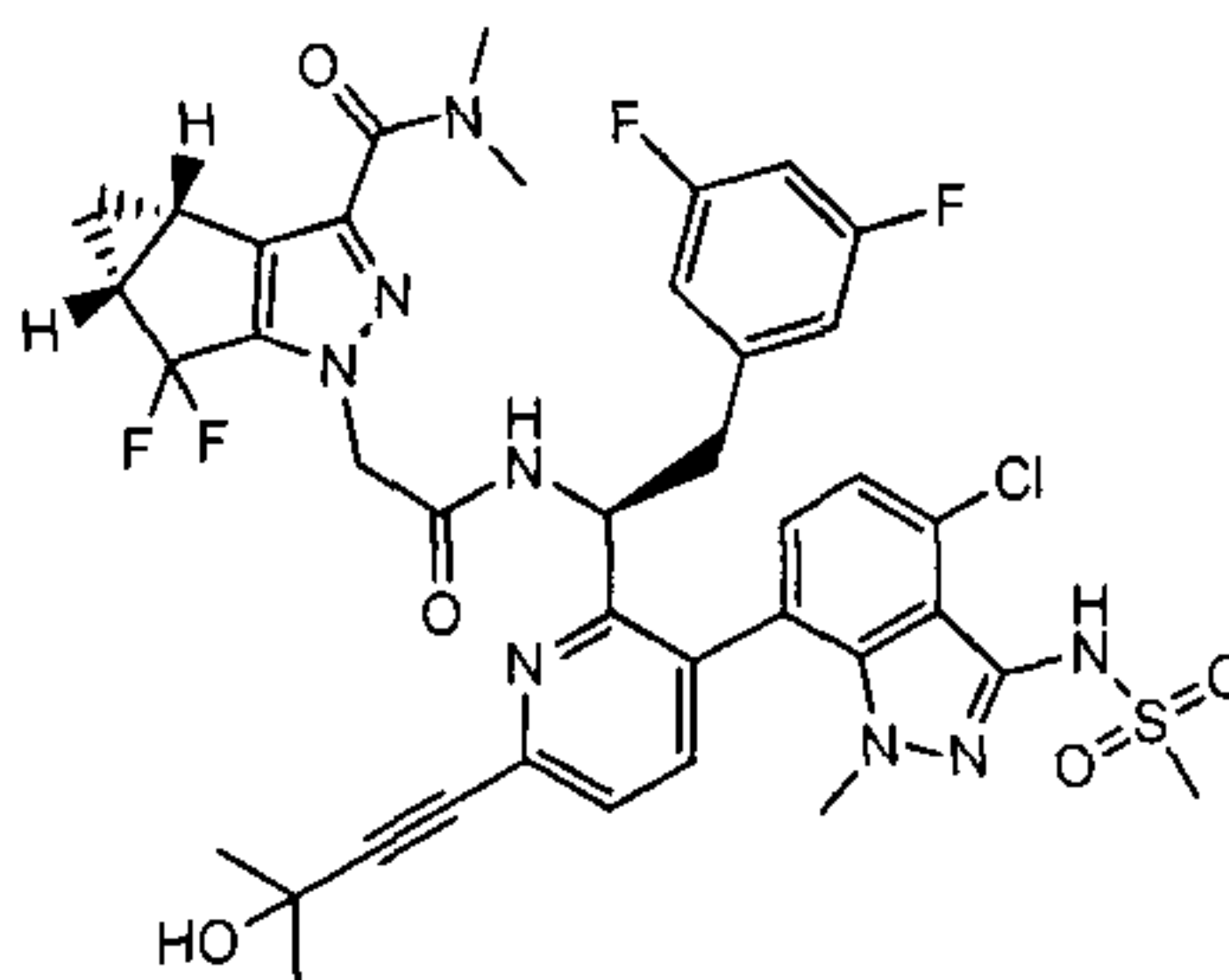
or a pharmaceutically acceptable salt thereof.

40. A compound of formula:



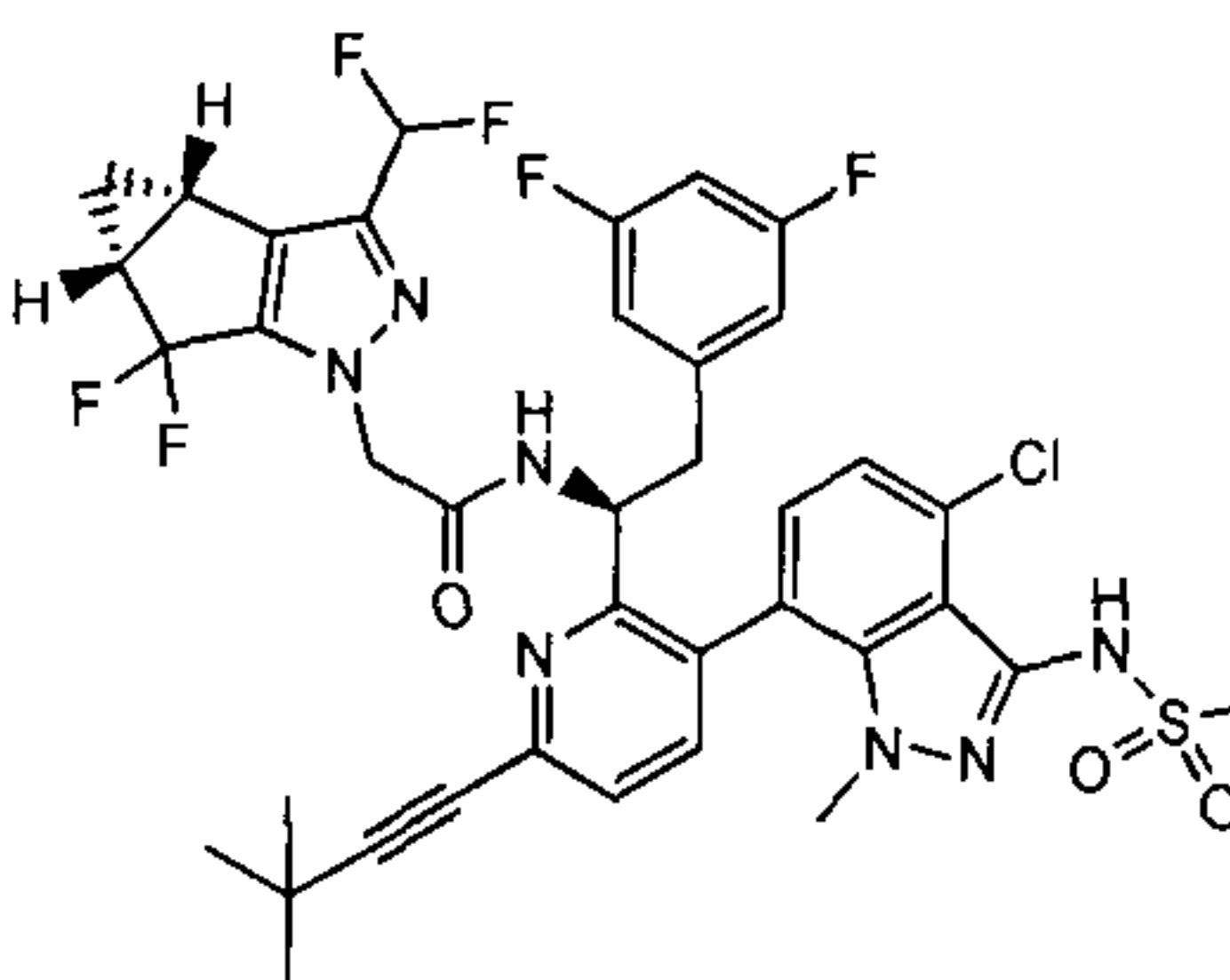
or a pharmaceutically acceptable salt thereof.

41. A compound of formula:



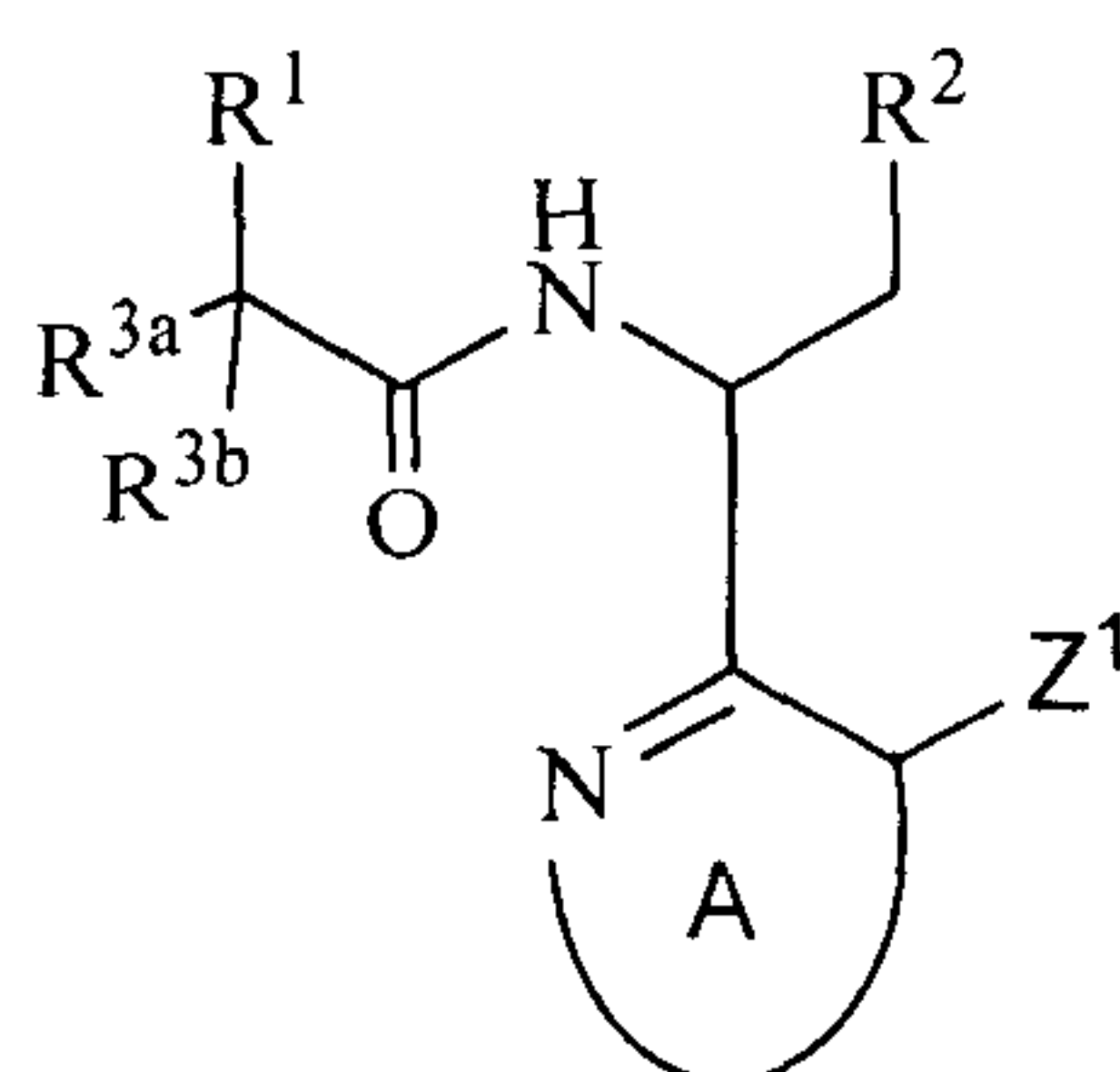
or a pharmaceutically acceptable salt thereof.

42. A compound of formula:



or a pharmaceutically acceptable salt thereof.

43. A compound of formula I:



wherein:

A is a 6-membered monocyclic-heteroaryl with one or two nitrogen atoms, wherein the 6-membered monocyclic-heteroaryl is substituted with one Z^1 group at the position shown, one Z^2 group, and optionally substituted with one or more Z^3 groups;

R^1 is 6-12 membered aryl, 5-12 membered heteroaryl or 3-12 membered heterocycle, wherein any 6-12 membered aryl, 5-12 membered heteroaryl or 3-12 membered heterocycle of R^1 is optionally substituted with one or more Z^4 groups;

R^2 is phenyl, 5-membered monocyclic-heteroaryl, 6-membered monocyclic-heteroaryl or (C₃-C₇)carbocycle, wherein any phenyl, 5-membered monocyclic-heteroaryl, 6-membered monocyclic-heteroaryl or (C₃-C₇)carbocycle of R^2 is optionally substituted with one or more Z^5 groups;

each R^{3a} and R^{3b} is independently selected from H, halogen, (C₁-C₃)alkyl and (C₁-C₃)haloalkyl, or R^{3a} is selected from H, (C₁-C₃)alkyl and (C₁-C₃)haloalkyl and R^{3b} is selected from -OH and -CN;

Z^1 is selected from 6-12 membered aryl, 5-14 membered heteroaryl and 3-14 membered heterocycle, wherein any 6-12 membered aryl, 5-14 membered heteroaryl and 3-14 membered heterocycle of Z^1 is optionally substituted with one or more Z^{1a} or Z^{1b} ;

each Z^{1a} is independently selected from (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, NO₂, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with one or more Z^{1c} or Z^{1d} groups;

each Z^{1b} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl, wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of Z^{1b} is optionally substituted with one or more Z^{1c} groups;

each Z^{1c} is independently selected from (C₃-C₇)carbocycle, phenyl, 5-6 membered monocyclic-heteroaryl, 3-7 membered heterocycle, halogen, -CN, -ORⁿ², -OC(O)R^{p2}, -OC(O)NR^{q2}R^{r2}, -SRⁿ², -S(O)R^{p2}, -S(O)₂OH, -S(O)₂R^{p2}, -S(O)₂NR^{q2}R^{r2}, -NR^{q2}R^{r2}, -NRⁿ²COR^{p2}, -NRⁿ²CO₂R^{p2}, -NRⁿ²CONR^{q2}R^{r2}, -NRⁿ²S(O)₂R^{p2}, -NRⁿ²S(O)₂OR^{p2}, -NRⁿ²S(O)₂NR^{q2}R^{r2}, NO₂, -C(O)Rⁿ², -C(O)ORⁿ², -C(O)NR^{q2}R^{r2}, halophenyl, 5-6 membered haloheteroaryl, 3-7 membered haloheterocycle and (C₁-C₈)heteroalkyl;

each Z^{1d} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl and (C₁-C₈)haloalkyl;

each R^{n1} is independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl of R^{n1} is optionally substituted with one or more Z^{1c} or Z^{1d} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of R^{n1} is optionally substituted with one or more Z^{1c} groups;

each R^{p1} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl of R^{p1} is optionally substituted with one or more Z^{1c} or Z^{1d} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of R^{p1} is optionally substituted with one or more Z^{1c} groups;

R^{q1} and R^{r1} are each independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl and phenyl of R^{q1} or R^{r1} is optionally substituted with one or more Z^{1c} or Z^{1d} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of R^{q1} or R^{r1} is optionally substituted with one or more Z^{1c} groups, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with one or more Z^{1c} or Z^{1d} groups;

each R^{n2} is independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl, phenyl, halophenyl, 5-6 membered monocyclic-haloheteroaryl, 3-7 membered haloheterocycle, (C₁-C₈)haloalkyl and (C₁-C₈)heteroalkyl;

each R^{p2} is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-

heteroaryl, phenyl, halophenyl, 5-6 membered monocyclic-haloheteroaryl, 3-7 membered haloheterocycle, (C₁-C₈)haloalkyl and (C₁-C₈)heteroalkyl;

R^{q2} and R^{r2} are each independently selected from H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, 5-6 membered monocyclic-heteroaryl, phenyl, halophenyl, 5-6 membered monocyclic-haloheteroaryl, 3-7 membered haloheterocycle, (C₁-C₈)haloalkyl and (C₁-C₈)heteroalkyl, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle;

Z² is selected from (C₂-C₈)alkenyl or (C₂-C₈)alkynyl which are optionally substituted with one or more Z^{2c} groups;

each Z^{2a} is independently selected from (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴ and -C(O)NR^{q4}R^{r4}, wherein any (C₃-C₇)carbocycle, 6-12 membered aryl, 5-12 membered heteroaryl and 3-12 membered heterocycle of Z^{2a} is optionally substituted with one or more Z^{2b} or Z^{2c} groups;

each Z^{2b} is independently selected from (C₁-C₄)alkyl, (C₁-C₄)heteroalkyl and (C₁-C₄)haloalkyl;

each Z^{2c} is independently selected from halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴ and -C(O)NR^{q4}R^{r4};

each Rⁿ³ is independently selected from H, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl, wherein any (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl of Rⁿ³ is optionally substituted with one or more Z^{2b} or Z^{2c} groups, and wherein any (C₁-C₄)alkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl of Rⁿ³ is optionally substituted with one or more Z^{2a} groups;

R^{q3} and R^{r3} are each independently selected from H, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12

membered aryl, wherein any (C₃-C₇)carbocycle, 3-12 membered heterocycle, 5-12 membered heteroaryl and 6-12 membered aryl of R^{q3} or R^{r3} is optionally substituted with one or more Z^{2b} or Z^{2c} groups, and wherein any (C₁-C₄)alkyl and (C₂-C₄)alkenyl of R^{q3} or R^{r3} is optionally substituted with one or more Z^{2a} groups, or R^{q3} and R^{r3} together with the nitrogen to which they are attached form a heterocycle or heteroaryl, wherein the heterocycle or heteroaryl is optionally substituted with one or more Z^{2b} or Z^{2c} groups;

each Rⁿ⁴ is independently selected from H, (C₁-C₄)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₁-C₄)haloalkyl and (C₁-C₄)heteroalkyl;

each R^{p4} is independently selected from (C₁-C₈)alkyl, (C₂-C₄)alkenyl, (C₂-C₄)alkynyl, (C₁-C₄)haloalkyl and (C₁-C₄)heteroalkyl;

R^{q4} and R^{r4} are each independently selected from H, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₂-C₄)alkynyl, (C₁-C₄)haloalkyl and (C₁-C₄)heteroalkyl;

each Z³ is independently selected from halogen, (C₁-C₄)alkyl, -OH, -CN, (C₁-C₄)heteroalkyl and (C₁-C₄)haloalkyl;

each Z⁴ is independently selected from (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -OC(O)R^{p5}, -OC(O)NR^{q5}R^{r5}, -SRⁿ⁵, -S(O)R^{p5}, -S(O)₂OH, -S(O)₂R^{p5}, -S(O)₂NR^{q5}R^{r5}, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -NRⁿ⁵CONR^{q5}R^{r5}, -NRⁿ⁵S(O)₂R^{p5}, -NRⁿ⁵S(O)₂OR^{p5}, -NRⁿ⁵S(O)₂NR^{q5}R^{r5}, NO₂, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵ and -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle, of Z⁴ is optionally substituted with one or more Z^{4a} or Z^{4b} groups, and wherein any (C₁-C₈)alkyl, (C₂-C₈)alkenyl and (C₂-C₈)alkynyl of Z⁴ is optionally substituted with one or more Z^{4a} groups;

each Z^{4a} is independently selected from halogen, -CN, -ORⁿ⁶, -OC(O)R^{p6}, -OC(O)NR^{q6}R^{r6}, -SRⁿ⁶, -S(O)R^{p6}, -S(O)₂OH, -S(O)₂R^{p6}, -S(O)₂NR^{q6}R^{r6}, -NR^{q6}R^{r6}, -NRⁿ⁶COR^{p6}, -NRⁿ⁶CO₂R^{p6}, -NRⁿ⁶CONR^{q6}R^{r6}, -NRⁿ⁶S(O)₂R^{p6}, -NRⁿ⁶S(O)₂OR^{p6}, -NRⁿ⁶S(O)₂NR^{q6}R^{r6}, NO₂, -C(O)Rⁿ⁶, -C(O)ORⁿ⁶ and -C(O)NR^{q6}R^{r6};

each Z^{4b} is independently selected from (C₁-C₄)alkyl, (C₂-C₄)alkenyl (C₂-C₄)alkynyl and (C₁-C₄)haloalkyl;

each Rⁿ⁵ is independently selected from H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, (C₁-C₄)heteroalkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl;

each R^{p5} is independently selected from (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, (C₁-C₄)heteroalkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl;

R^{q5} and R^{r5} are each independently selected from H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, (C₁-C₄)heteroalkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl;

each R^{n6} is independently selected from H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, (C₁-C₄)heteroalkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl;

each R^{p6} is independently selected from (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, (C₁-C₄)heteroalkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl;

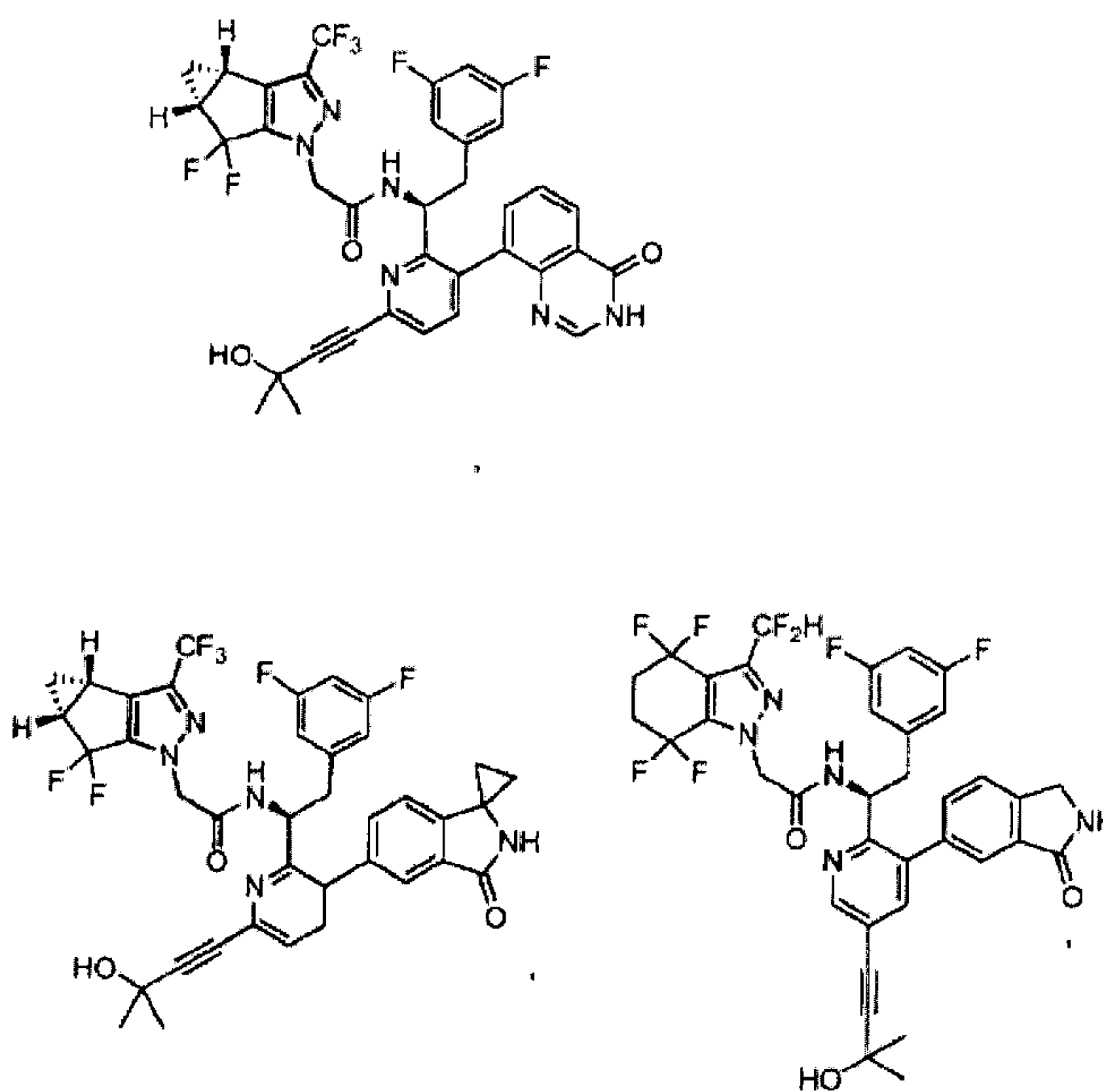
R^{q6} and R^{r6} are each independently selected from H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, (C₁-C₄)heteroalkyl, (C₂-C₄)alkenyl and (C₂-C₄)alkynyl;

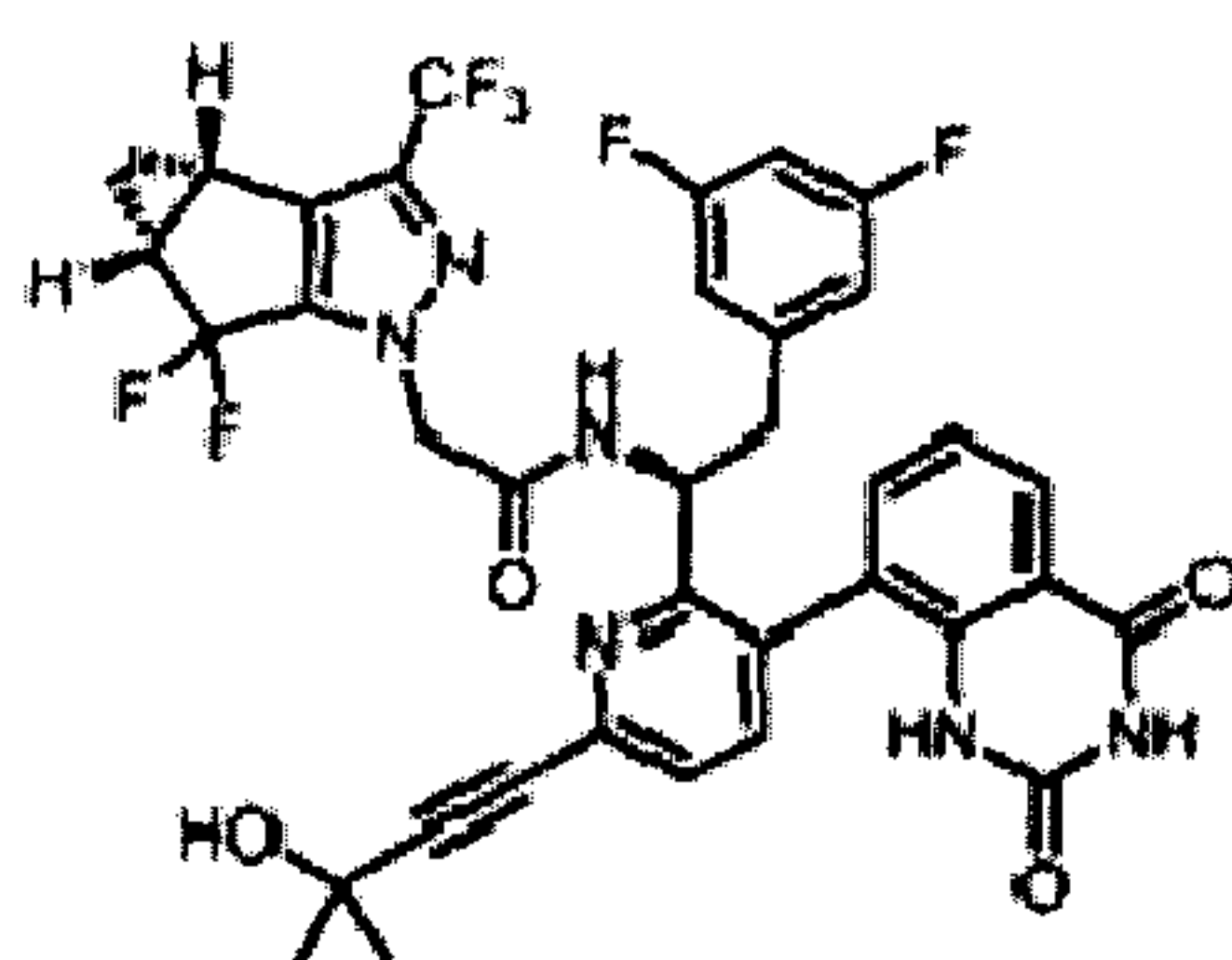
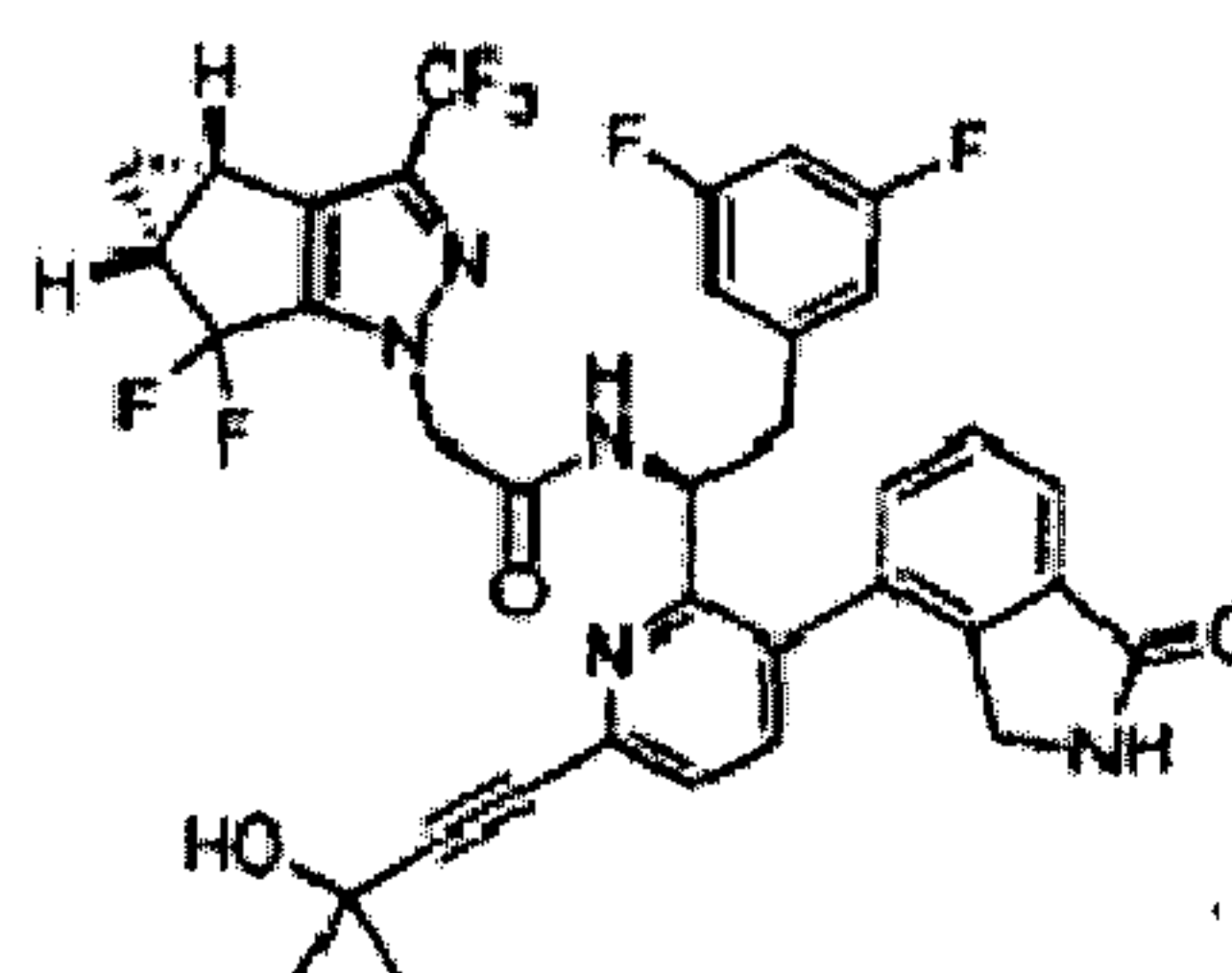
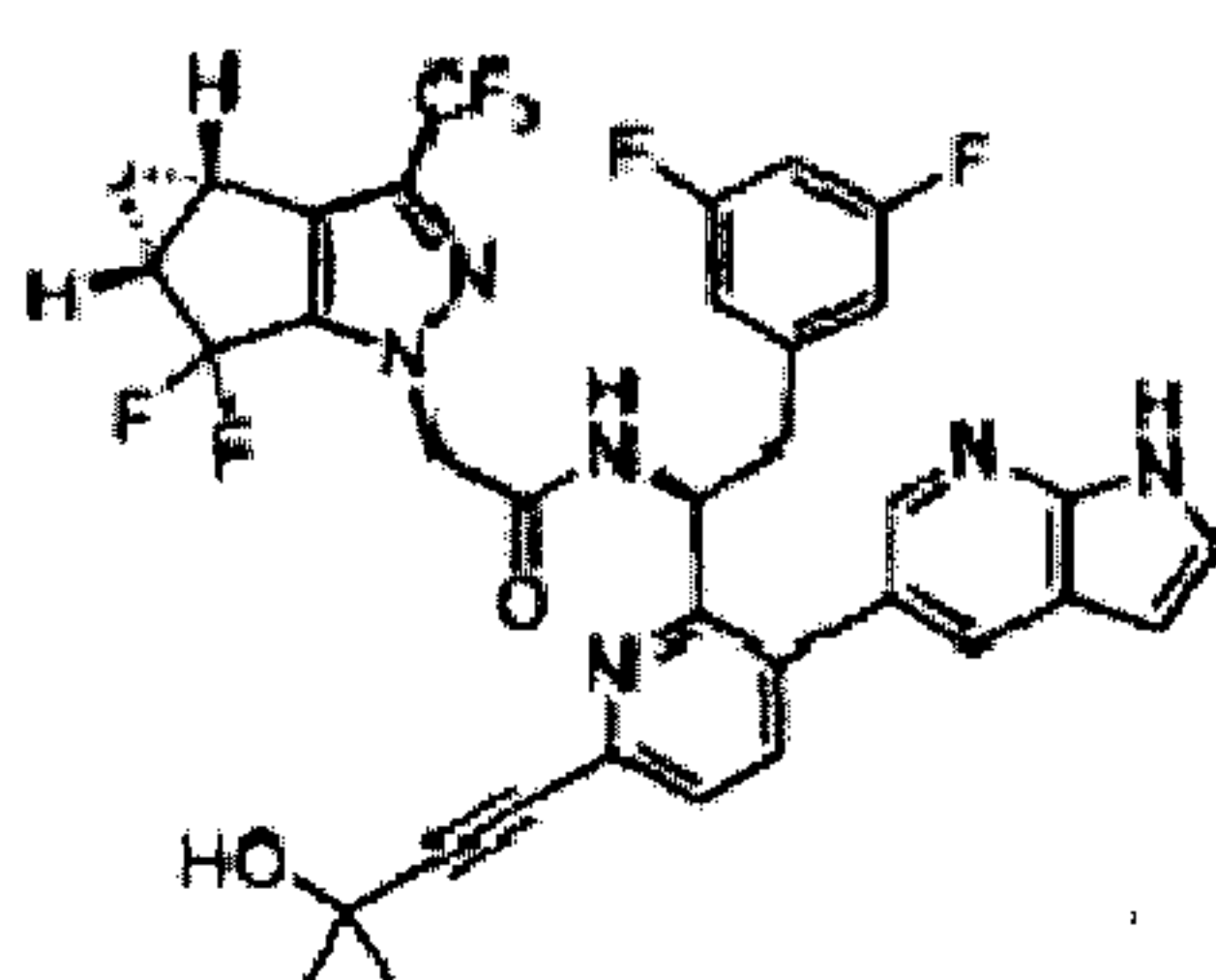
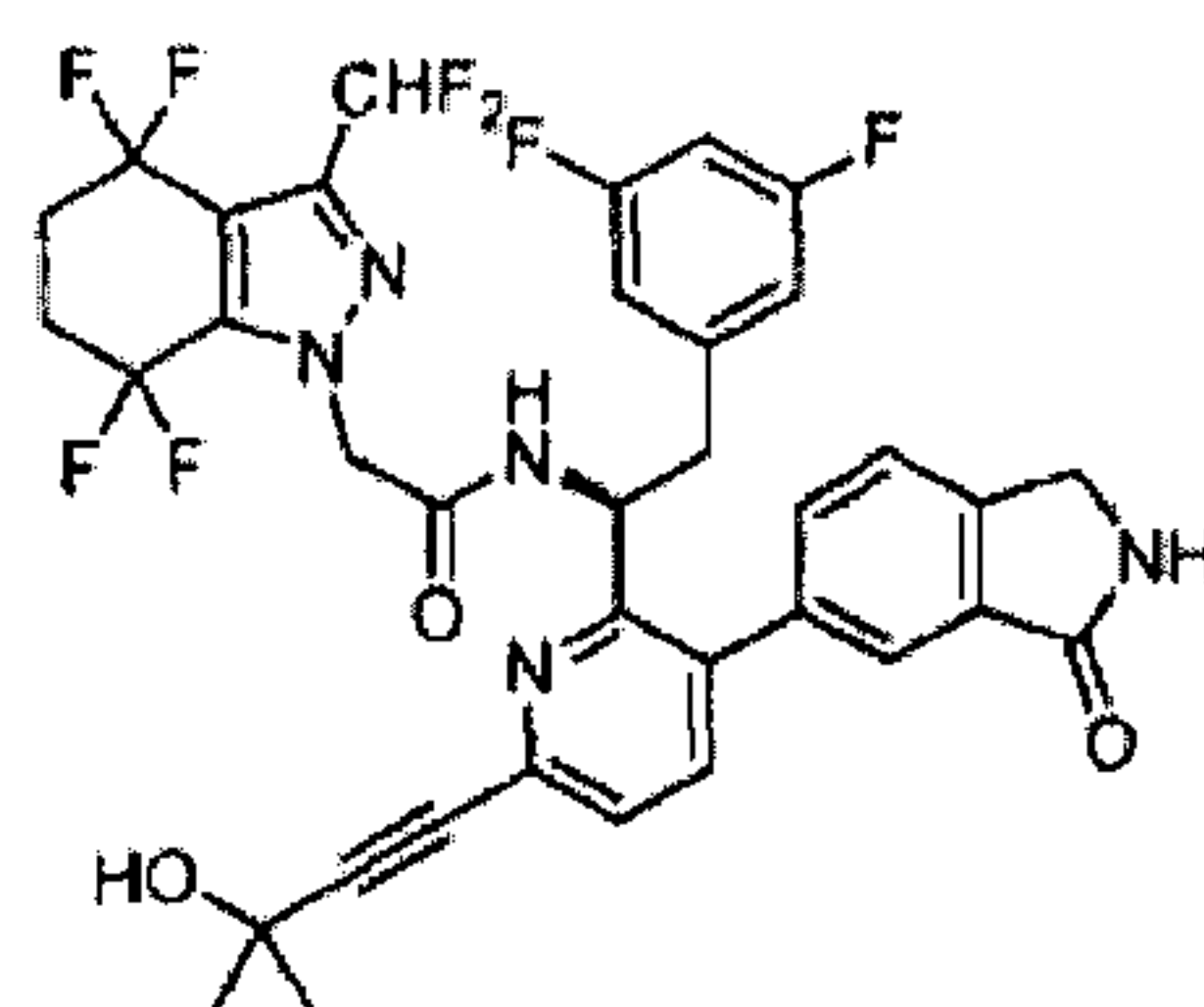
each Z^5 is independently selected from (C₁-C₆)alkyl, halogen, -CN and -ORⁿ⁷, wherein any (C₁-C₆)alkyl of Z^5 is optionally substituted with one or more halogen; and

each R^{n7} is independently selected from H, (C₁-C₃)alkyl, (C₁-C₃)haloalkyl and (C₃-C₇)carbocycle;

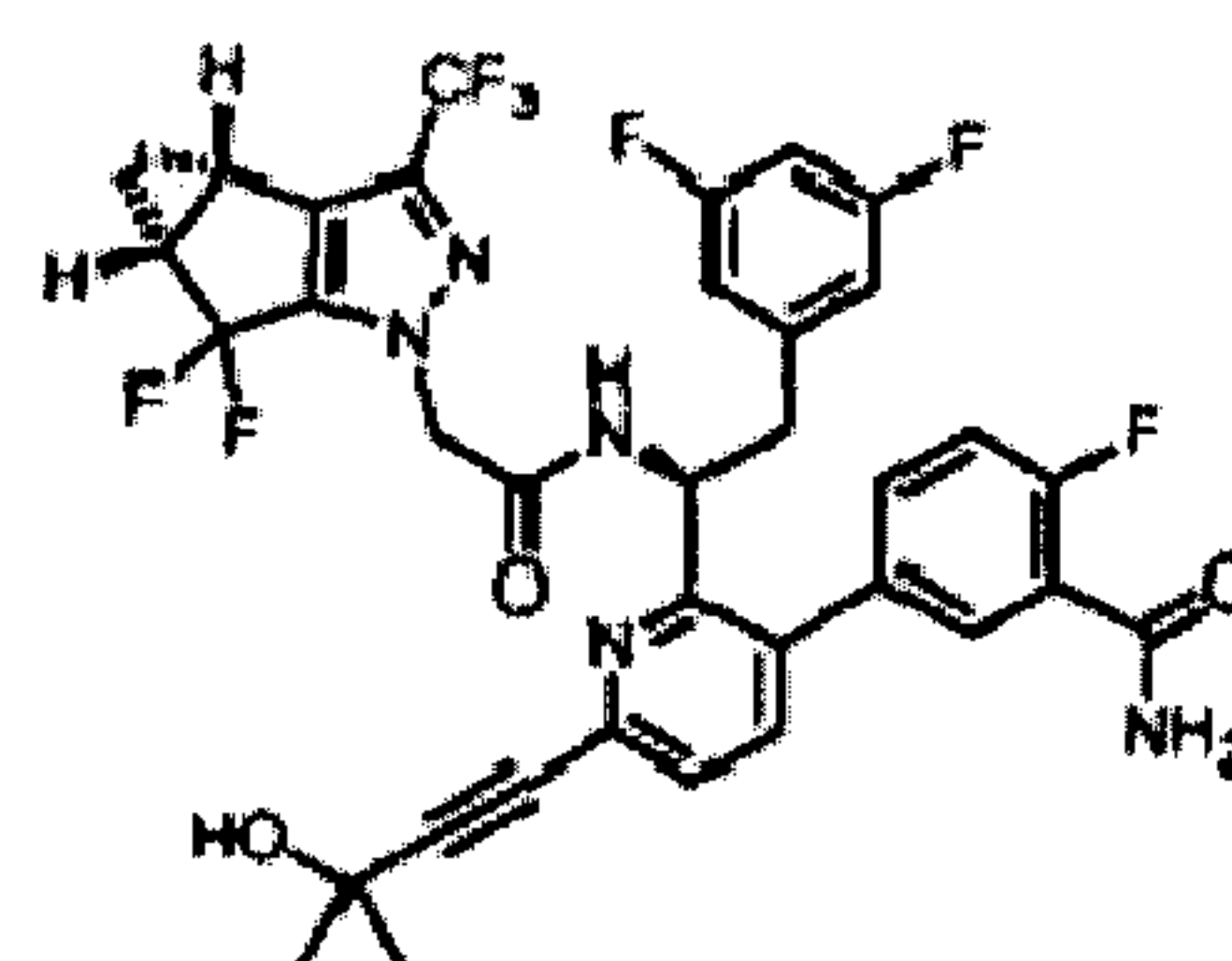
or a pharmaceutically acceptable salt thereof.

44. The compound of claim 43, or a pharmaceutically acceptable salt thereof, which is:

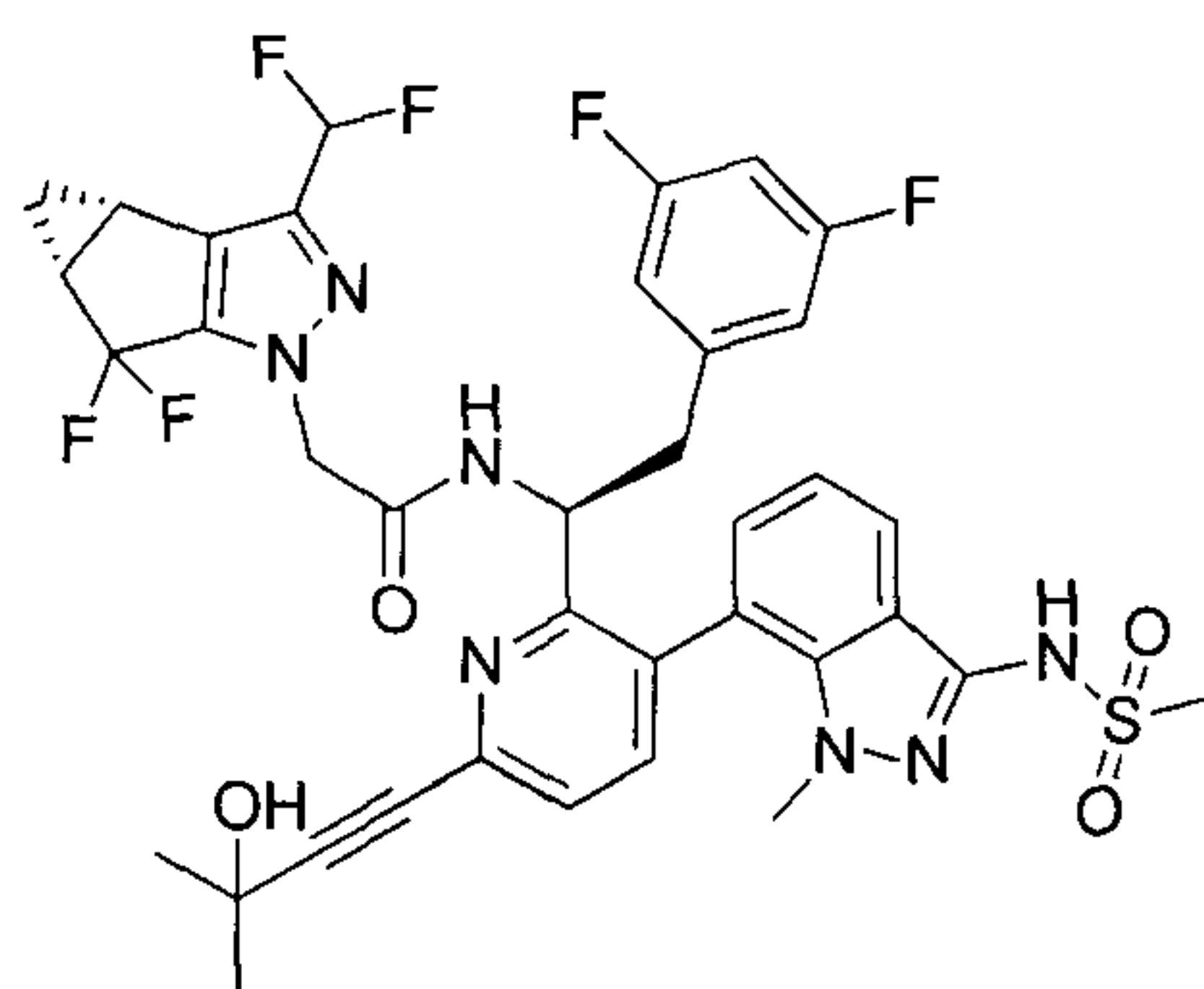




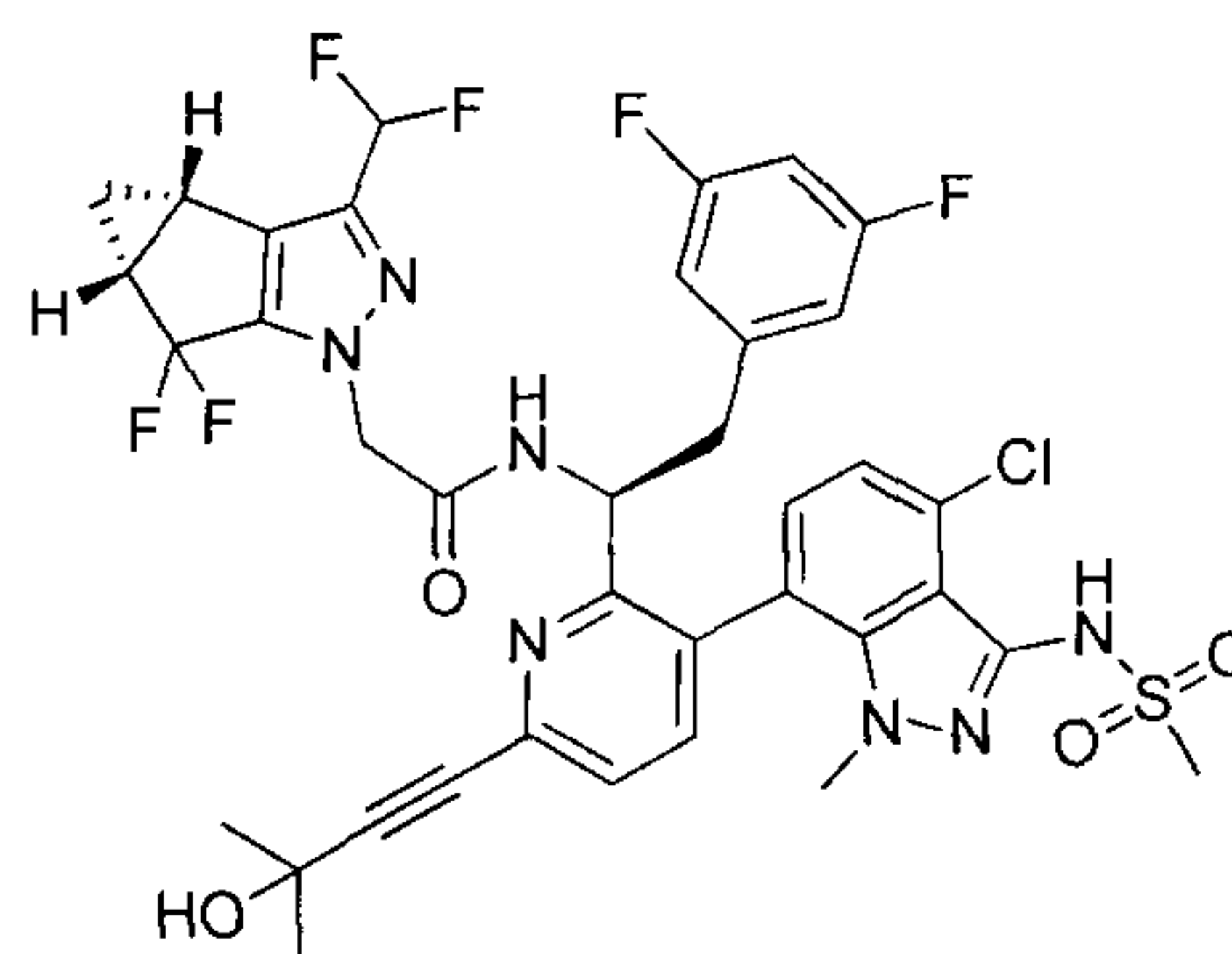
or



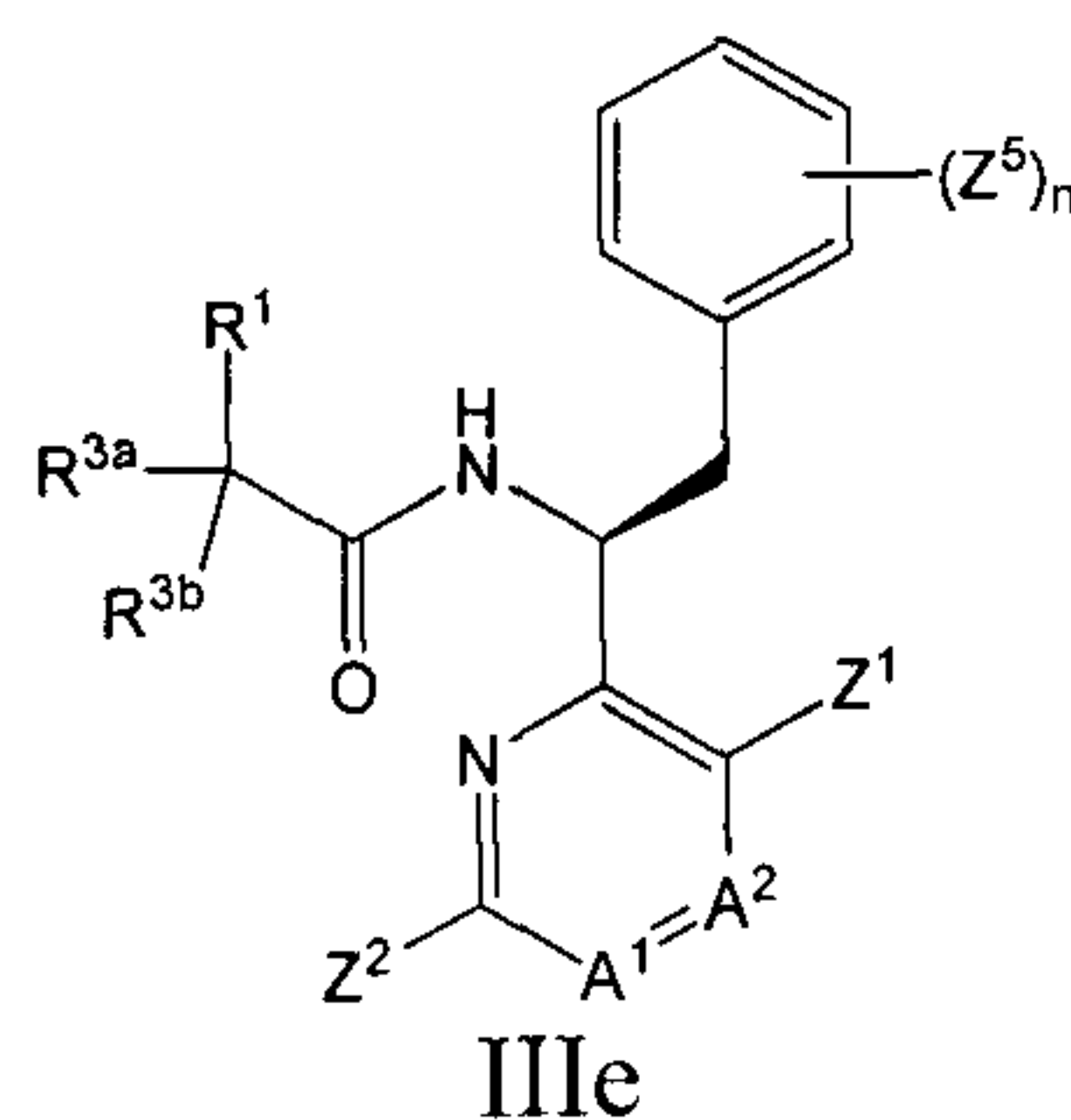
45. The compound of claim 43, or a pharmaceutically acceptable salt thereof, which is:



or



46. A compound of formula IIIe:

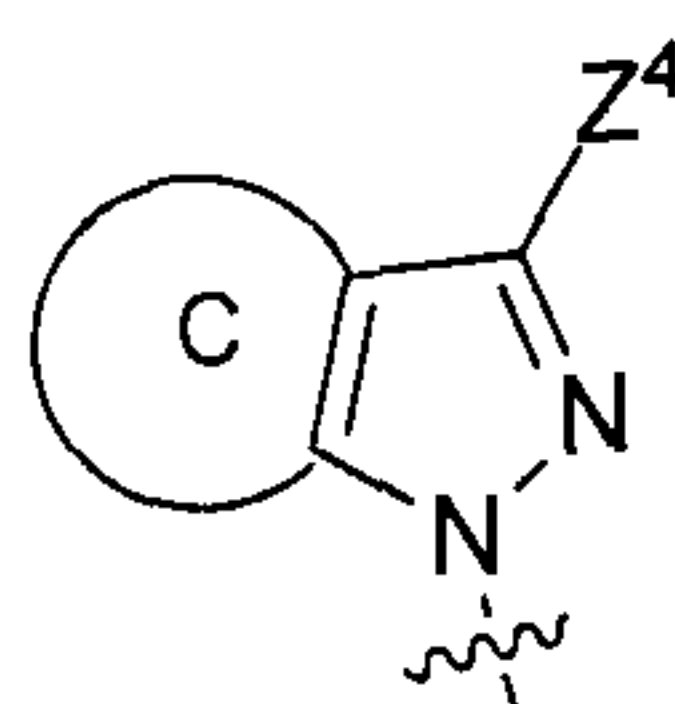


wherein

A^1 is CH;

A^2 is CH;

R^1 has the following formula:

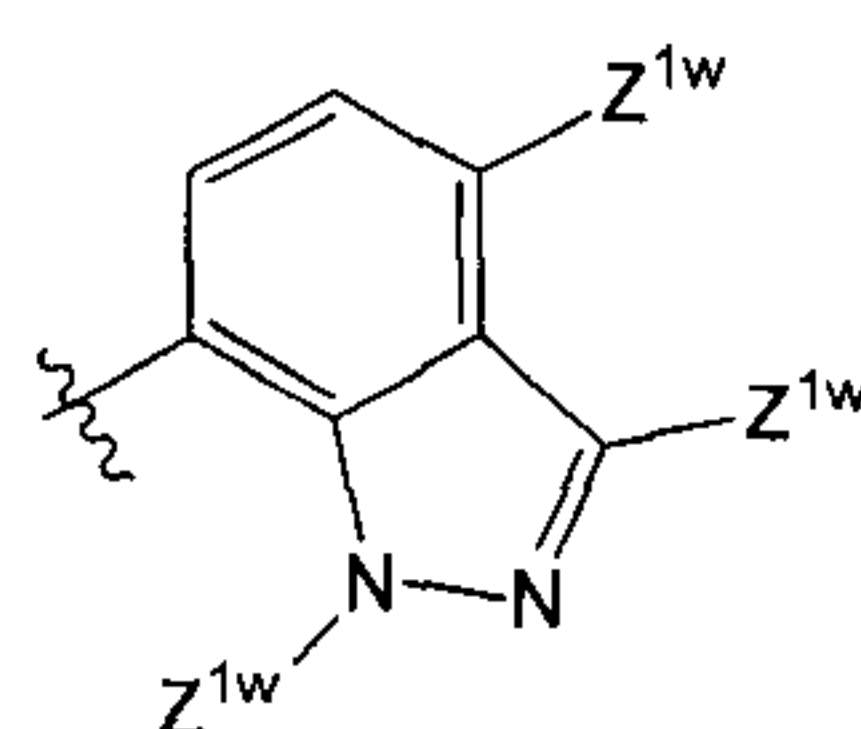


wherein:

C together with the two carbon atoms to which it is attached forms a 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle, wherein any 3-7 membered monocyclic-carbocycle or 5-9 membered bicyclic-carbocycle of C is optionally substituted with 1, 2, 3, or 4 Z^4 groups, wherein the Z^4 groups are the same or different;

R^{3a} and R^{3b} are each H;

Z^1 is



wherein each Z^{1w} is independently Z^{1a} , Z^{1b} , or H

each Z^{1a} is independently (C₃-C₇)carbocycle, 5-12 membered heteroaryl, 3-12 membered heterocycle, halogen, -CN, -ORⁿ¹, -OC(O)R^{p1}, -OC(O)NR^{q1}R^{r1}, -SRⁿ¹, -S(O)R^{p1}, -S(O)₂OH, -S(O)₂R^{p1}, -S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CO₂R^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂OR^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -C(O)Rⁿ¹, -C(O)ORⁿ¹, -C(O)NR^{q1}R^{r1} and -S(O)₂NRⁿ¹COR^{p1}, wherein any (C₃-C₇)carbocycle, 5-12

membered heteroaryl and 3-12 membered heterocycle of Z^{1a} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each Z^{1b} is independently (C₁-C₈)alkyl optionally substituted with 1, 2, 3, 4 or 5 halogen, which are the same or different;

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

each Rⁿ¹ is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of Rⁿ¹ is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C₃-C₇)carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C₁-C₈)alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is (C₂-C₈)alkynyl, optionally substituted with 1, 2, 3, 4, or 5 Z^{2c} groups, wherein the Z^{2c} groups are the same or different;

each Z^{2c} is independently oxo, halogen, -CN, -ORⁿ⁴, -OC(O)R^{p4}, -OC(O)NR^{q4}R^{r4}, -SRⁿ⁴, -S(O)R^{p4}, -S(O)₂OH, -S(O)₂R^{p4}, -S(O)₂NR^{q4}R^{r4}, -NR^{q4}R^{r4}, -NRⁿ⁴COR^{p4}, -NRⁿ⁴CO₂R^{p4}, -NRⁿ⁴CONR^{q4}R^{r4}, -NRⁿ⁴S(O)₂R^{p4}, -NRⁿ⁴S(O)₂OR^{p4}, -NRⁿ⁴S(O)₂NR^{q4}R^{r4}, -NO₂, -C(O)Rⁿ⁴, -C(O)ORⁿ⁴, or -C(O)NR^{q4}R^{r4};

each Rⁿ⁴ is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{p4} is independently (C₁-C₈)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each R^{q4} and R^{r4} is independently H, (C₁-C₄)alkyl, (C₁-C₄)haloalkyl, or (C₁-C₄)heteroalkyl;

each Z^4 is independently oxo, (C₁-C₈)alkyl, (C₃-C₇)carbocycle, halogen, -CN, -ORⁿ⁵, -NR^{q5}R^{r5}, -NRⁿ⁵COR^{p5}, -NRⁿ⁵CO₂R^{p5}, -C(O)Rⁿ⁵, -C(O)ORⁿ⁵, or -C(O)NR^{q5}R^{r5}, wherein any (C₃-C₇)carbocycle or (C₁-C₈)alkyl of Z^4 is optionally substituted with 1, 2, 3, 4 or 5 Z^{4a} groups, wherein the Z^{4a} groups are the same or different;

each Z^{4a} is independently halogen, -CN, or -ORⁿ⁶;

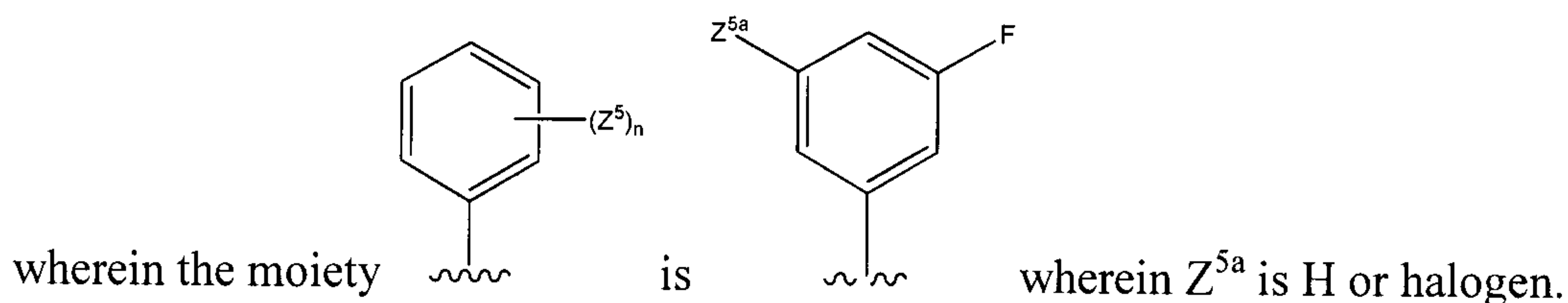
each Rⁿ⁵, R^{p5}, R^{q5}, R^{r5}, and Rⁿ⁶ is independently H or (C₁-C₄)alkyl;

each Z^5 is independently halogen, which may be same or different; and

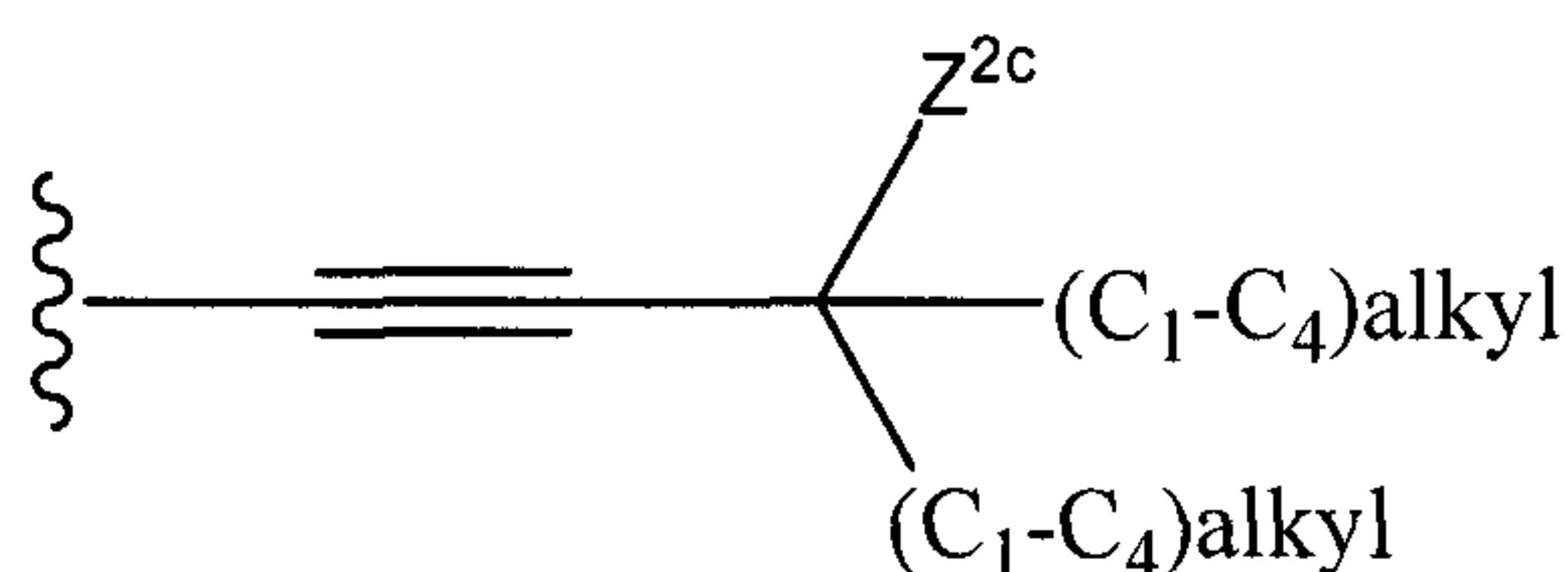
n is 0, 1, 2, or 3;

or a pharmaceutically acceptable salt thereof.

47. The compound of claim 46, or a pharmaceutically acceptable salt thereof,



48. The compound of claim 46 or 47, or a pharmaceutically acceptable salt thereof, wherein Z^2 is of the formula:



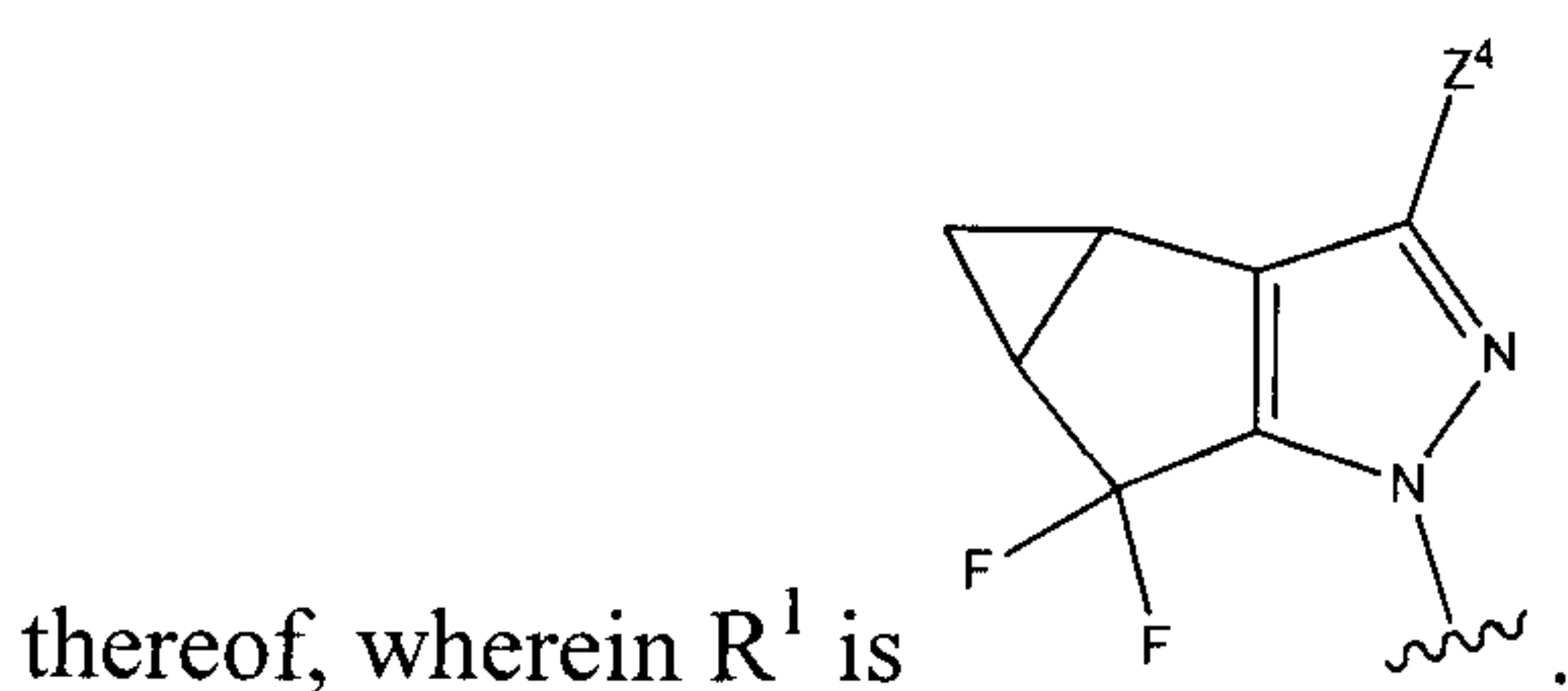
49. The compound of claim 46, 47 or 48, or a pharmaceutically acceptable salt thereof, wherein:

each Z^{1a} is independently halogen, $-\text{CN}$, $-\text{OR}^{n1}$, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{R}^{p1}$, $-\text{NR}^{n1}\text{S}(\text{O})_2\text{NR}^{q1}\text{R}^{r1}$, $-\text{NR}^{q1}\text{R}^{r1}$, $-\text{NR}^{n1}\text{COR}^{p1}$, $-\text{NR}^{n1}\text{CONR}^{q1}\text{R}^{r1}$, or $-\text{NR}^{n1}\text{CO}_2\text{R}^{p1}$;

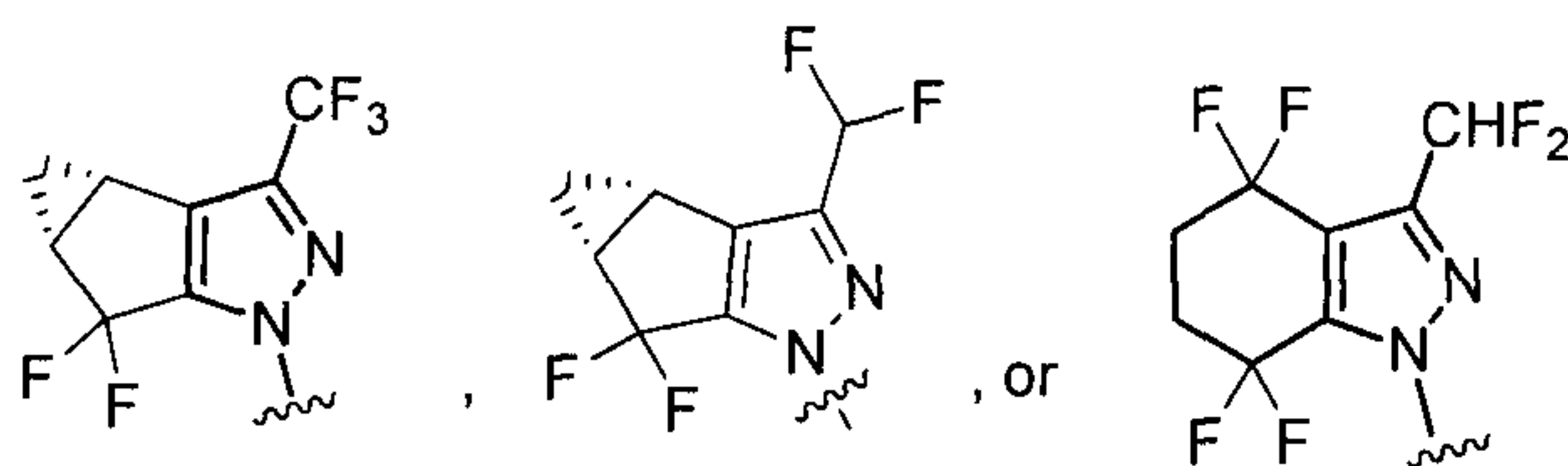
each Z^{1b} is independently $(\text{C}_1\text{-C}_8\text{alkyl})$, wherein the $(\text{C}_1\text{-C}_8\text{alkyl})$ is optionally substituted with 1, 2, or 3 halogen, which are the same or different; and

at least one of Z^{1w} is Z^{1a} or Z^{1b} .

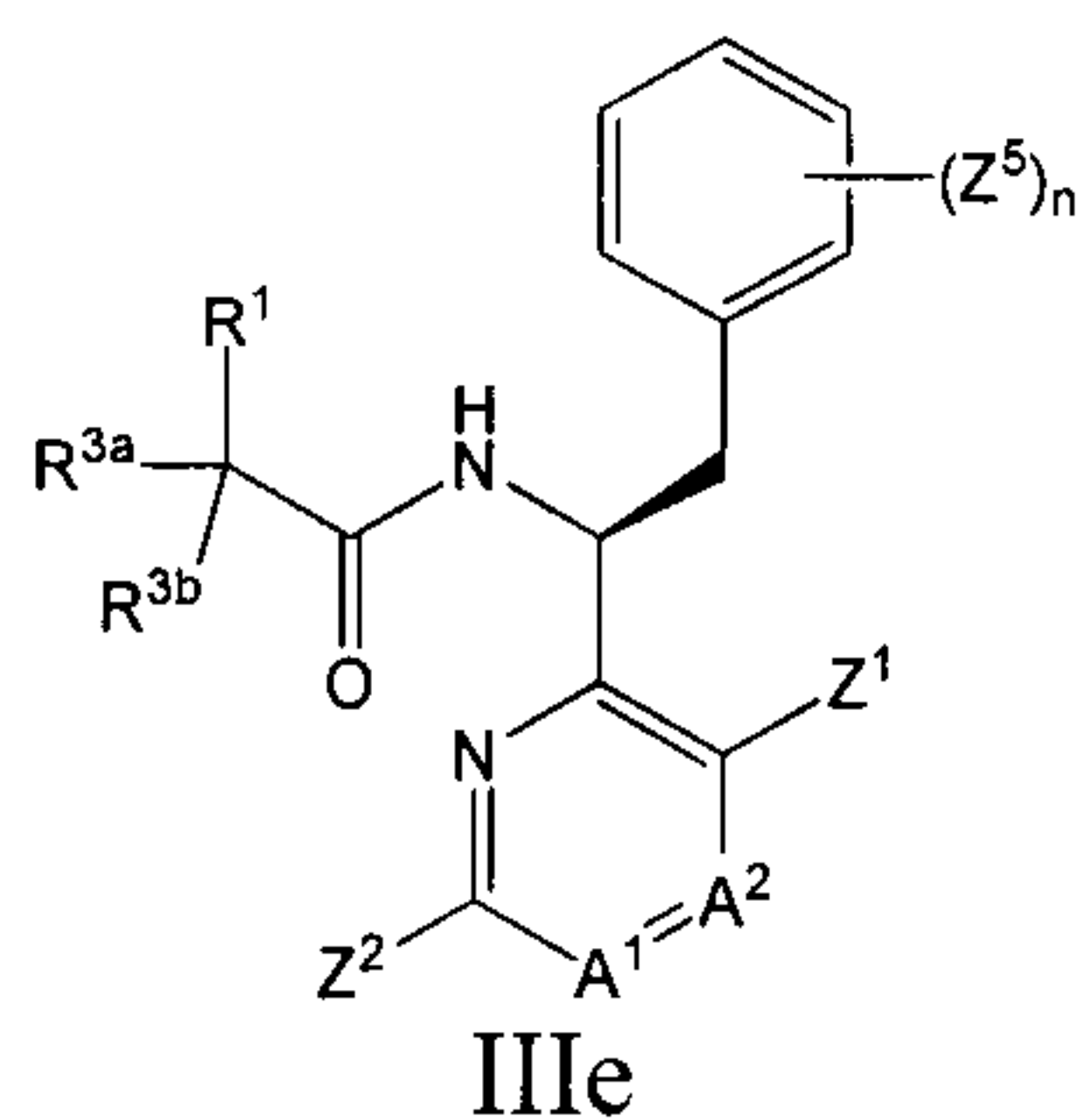
50. The compound of any one of claims 46-49, or a pharmaceutically acceptable salt



51. The compound of any one of claims 46-49, or a pharmaceutically acceptable salt thereof, wherein R^1 optionally substituted with 1, 2, 3, or 4 Z^4 groups is



52. A compound of formula IIIe:

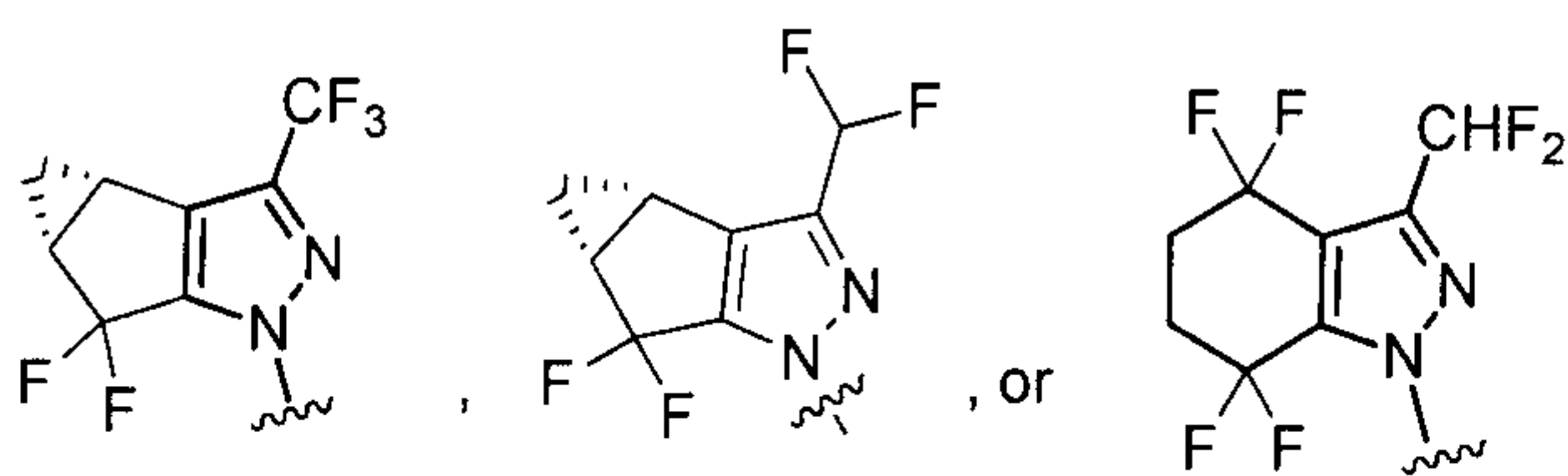


wherein

A^1 is CH;

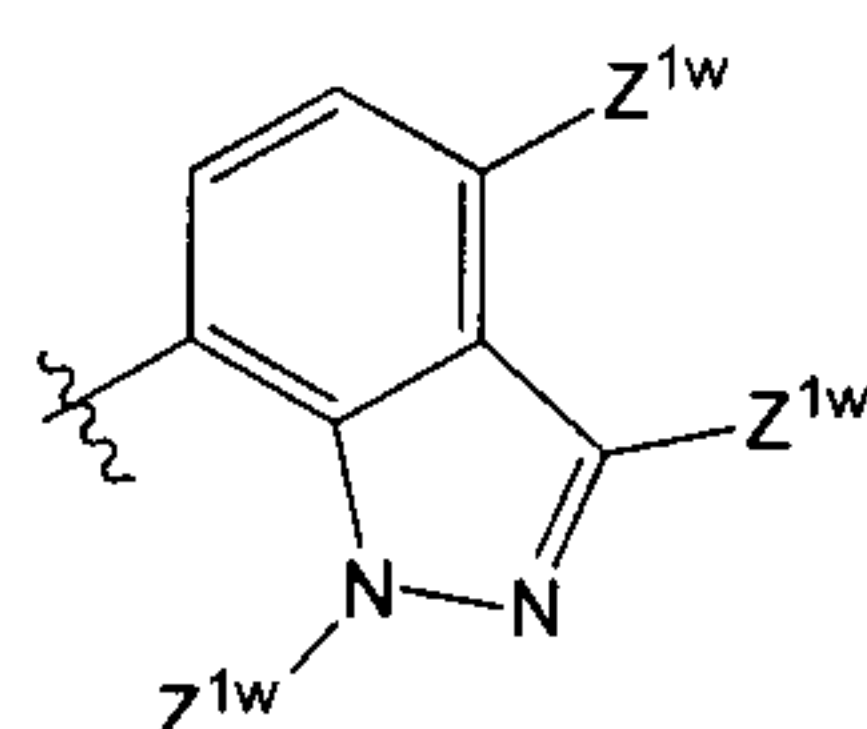
A^2 is CH;

R^1 is:



R^{3a} and R^{3b} are each H;

Z^1 is



wherein each Z^{1w} is independently Z^{1a} , Z^{1b} , or H;

each Z^{1a} is independently halogen, -CN, -ORⁿ¹, -NRⁿ¹S(O)₂R^{p1}, -NRⁿ¹S(O)₂NR^{q1}R^{r1}, -NR^{q1}R^{r1}, -NRⁿ¹COR^{p1}, -NRⁿ¹CONR^{q1}R^{r1}, or -NRⁿ¹CO₂R^{p1};

each Z^{1b} is independently (C₁-C₈alkyl), wherein the (C₁-C₈alkyl) is optionally substituted with 1, 2, or 3 halogen, which are the same or different; and at least one of Z^{1w} is Z^{1a} or Z^{1b}

each Z^{1c} is independently halogen, -CN, -OH, -NH₂, -C(O)NR^{q2}R^{r2}, or (C₁-C₈)heteroalkyl;

each Z^{1d} is independently (C₁-C₈)alkyl or (C₁-C₈)haloalkyl;

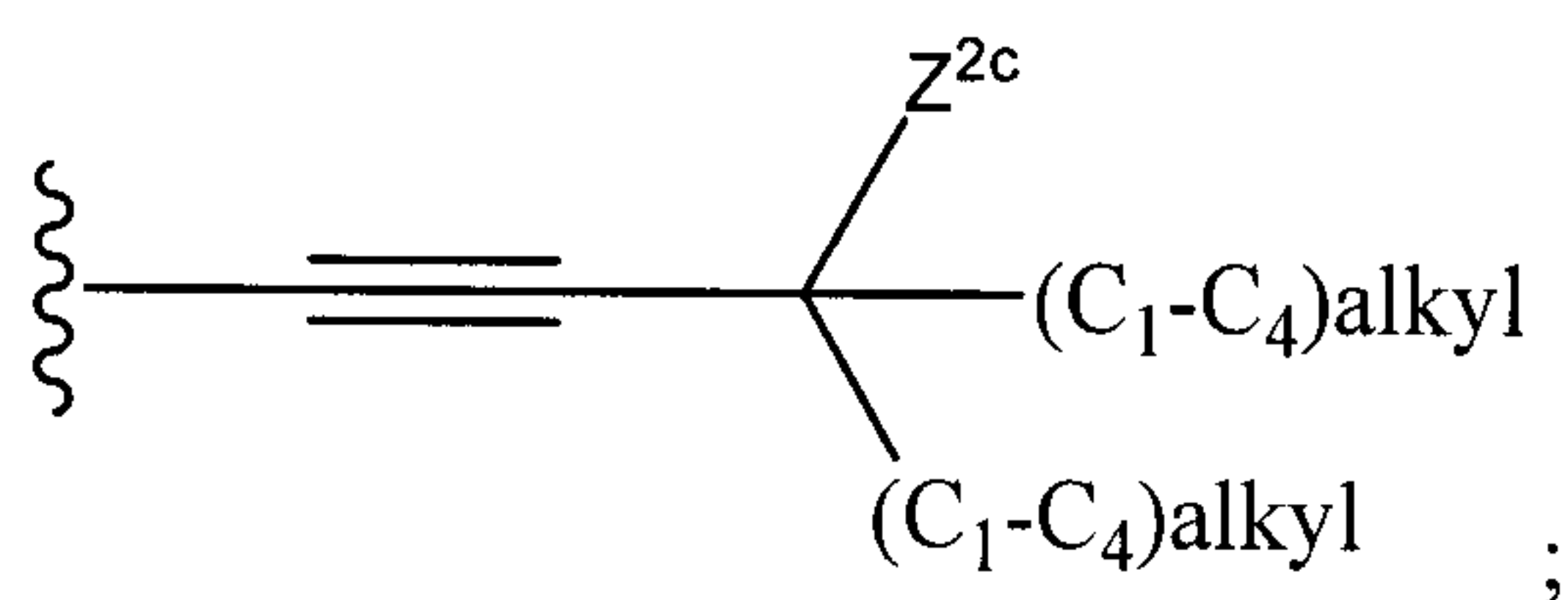
each R^{n1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{n1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{p1} is independently (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{p1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different;

each R^{q1} and R^{r1} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl, wherein any (C_3-C_7) carbocycle, 3-7 membered heterocycle, or 5-6 membered monocyclic-heteroaryl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different, and wherein any (C_1-C_8) alkyl of R^{q1} or R^{r1} is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} groups, wherein the Z^{1c} groups are the same or different, or R^{q1} and R^{r1} together with the nitrogen to which they are attached form a 5, 6 or 7-membered heterocycle, wherein the 5, 6 or 7-membered heterocycle is optionally substituted with 1, 2, 3, 4 or 5 Z^{1c} or Z^{1d} groups, wherein the Z^{1c} and Z^{1d} groups are the same or different;

each R^{q2} and R^{r2} is independently H, (C_1-C_8) alkyl, (C_3-C_7) carbocycle, or R^{q2} and R^{r2} together with the nitrogen to which they are attached form a 5, 6, or 7-membered heterocycle;

Z^2 is of the formula:

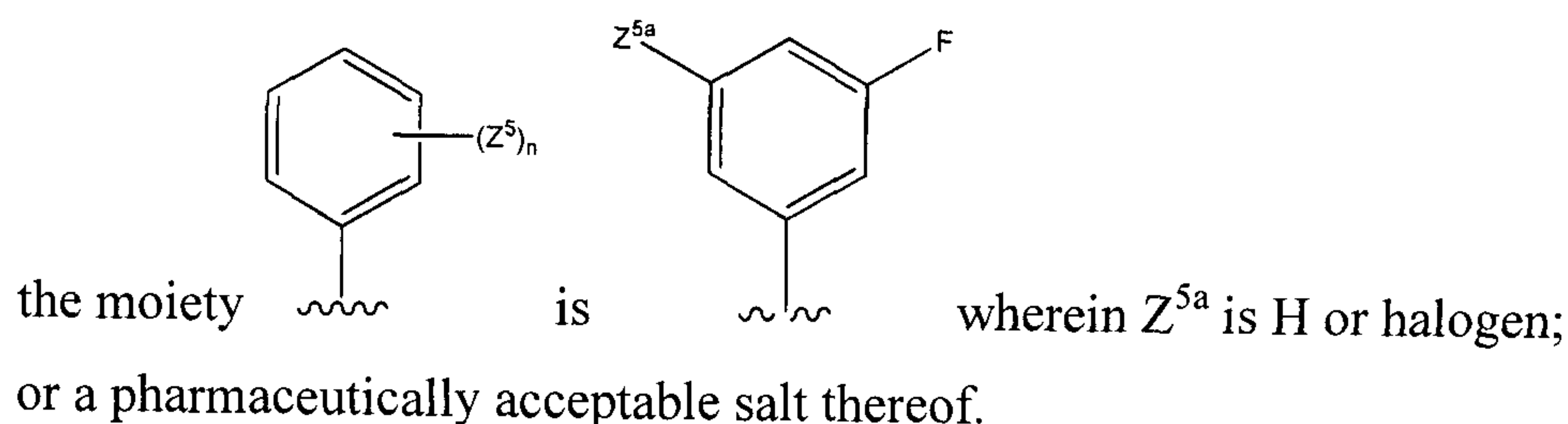


Z^{2c} is oxo, halogen, $-\text{CN}$, $-\text{OR}^{n4}$, $-\text{OC}(\text{O})\text{R}^{p4}$, $-\text{OC}(\text{O})\text{NR}^{q4}\text{R}^{r4}$, $-\text{SR}^{n4}$, $-\text{S}(\text{O})\text{R}^{p4}$, $-\text{S}(\text{O})_2\text{OH}$, $-\text{S}(\text{O})_2\text{R}^{p4}$, $-\text{S}(\text{O})_2\text{NR}^{q4}\text{R}^{r4}$, $-\text{NR}^{q4}\text{R}^{r4}$, $-\text{NR}^{n4}\text{COR}^{p4}$, $-\text{NR}^{n4}\text{CO}_2\text{R}^{p4}$, $-\text{NR}^{n4}\text{CONR}^{q4}\text{R}^{r4}$, $-\text{NR}^{n4}\text{S}(\text{O})_2\text{R}^{p4}$, $-\text{NR}^{n4}\text{S}(\text{O})_2\text{OR}^{p4}$, $-\text{NR}^{n4}\text{S}(\text{O})_2\text{NR}^{q4}\text{R}^{r4}$, $-\text{NO}_2$, $-\text{C}(\text{O})\text{R}^{n4}$, $-\text{C}(\text{O})\text{OR}^{n4}$, or $-\text{C}(\text{O})\text{NR}^{q4}\text{R}^{r4}$;

each R^{n4} is independently H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, or $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$;

each R^{p4} is independently $(\text{C}_1\text{-C}_8)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, or $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$;

each R^{q4} and R^{r4} is independently H, $(\text{C}_1\text{-C}_4)\text{alkyl}$, $(\text{C}_1\text{-C}_4)\text{haloalkyl}$, or $(\text{C}_1\text{-C}_4)\text{heteroalkyl}$; and



53. A pharmaceutical composition comprising a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

54. A pharmaceutical composition comprising a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, and an additional therapeutic agent, wherein the additional therapeutic agent is an HIV protease inhibiting compound, an HIV non-nucleoside inhibitor of reverse transcriptase, an HIV nucleoside inhibitor of reverse transcriptase, an HIV nucleotide inhibitor of reverse transcriptase, an HIV integrase inhibitor, a gp41 inhibitor, a CXCR4 inhibitor, a gp120 inhibitor, a CCR5 inhibitor, a capsid polymerization inhibitor, or a non-catalytic site site HIV integrase inhibitor or combinations thereof.

55. Use of a therapeutically effective amount of a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof for treating an HIV infection in a patient in need thereof.

56. Use of a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, for the prophylactic or therapeutic treatment of an HIV virus infection.
57. Use of a therapeutically effective amount of a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof for inhibiting HIV activity.
58. Use of a therapeutically effective amount of a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, in combination with a therapeutically effective amount of an additional therapeutic agent for treating an HIV infection in a patient in need thereof, wherein the additional therapeutic agent is an HIV protease inhibiting compound, an HIV non-nucleoside inhibitor of reverse transcriptase, an HIV nucleoside inhibitor of reverse transcriptase, an HIV nucleotide inhibitor of reverse transcriptase, an HIV integrase inhibitor, a gp41 inhibitor, a CXCR4 inhibitor, a gp120 inhibitor, a CCR5 inhibitor, a capsid polymerization inhibitor, or a non-catalytic site HIV integrase site inhibitor and combinations thereof.
59. A compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, for use in treating an HIV infection in a patient in need thereof.
60. A compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, for the prophylactic or therapeutic treatment of an HIV virus infection.
61. A compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof for use in inhibiting HIV activity.
62. Use of a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, for the manufacture of a medicament for treating an HIV virus infection in a mammal.

63. Use of a compound of any one of claims 1-52, or a pharmaceutically acceptable salt thereof, for the manufacture of a medicament the prophylactic or therapeutic treatment of an HIV virus infection.

