

(12) INTERNATIONAL APPLICATION PUBLISHED UNDER THE PATENT COOPERATION TREATY (PCT)

(19) World Intellectual Property

Organization

International Bureau

(43) International Publication Date

07 November 2019 (07.11.2019)



(10) International Publication Number

WO 2019/213318 A1

(51) International Patent Classification:

A61K 31/4985 (2006.01) C07D 487/04 (2006.01)

A61K 31/496 (2006.01)

Published:

— with international search report (Art. 21(3))

(21) International Application Number:

PCT/US2019/030277

(22) International Filing Date:

01 May 2019 (01.05.2019)

(25) Filing Language:

English

(26) Publication Language:

English

(30) Priority Data:

62/665,818 02 May 2018 (02.05.2018) US

62/773,915 30 November 2018 (30.11.2018) US

(71) Applicant: BOARD OF REGENTS, THE UNIVERSITY OF TEXAS SYSTEM [US/US]; 210 West 7th St., Austin, Texas 78701 (US).

(72) Inventors: JONES, Philip; 2727 Carolina Way, Houston, Texas 77705 (US). CROSS, Jason; 2821 Moss Lake Ln., Pearland, Texas 77854 (US). BURKE, Jason; 4301 Hazelton St., Houston, Texas 77305 (US). MCAFOOS, Timothy; 2203 Saxon Dr., Houston, Texas 77018 (US). KANG, Zhijun; 4922 Lake Georgetown Ct., Richmond, Texas 77407 (US).

(74) Agent: KEZER, William B. et al.; Mintz Levin Cohn Ferris Glovsky & Popeo, P.C., One Financial Center, Boston, California 02111 (US).

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

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

(54) Title: SUBSTITUTED HETEROCYCLIC INHIBITORS OF PTPN11

(57) Abstract: The present invention relates to compounds which may be useful as inhibitors of PTPN11 for the treatment or prevention of cancer and other PTP-mediated diseases. Disclosed herein are new compounds and compounds based on pyrazolopyrazines and their application as pharmaceuticals for the treatment of disease.



WO 2019/213318 A1

**SUBSTITUTED HETEROCYCLIC INHIBITORS OF PTPN11****CROSS-REFERENCES TO RELATED APPLICATIONS**

5

[0001] This application claims priority to U.S. Provisional Application No. 62/665,818, filed May 02, 2018 and U.S. Provisional Application No. 62/773,915, filed November 30, 2018, each of which is incorporated herein in its entirety and for all purposes.

**STATEMENT AS TO RIGHTS TO INVENTIONS MADE UNDER  
FEDERALLY SPONSORED RESEARCH AND DEVELOPMENT**

10

[0002] NOT APPLICABLE

**REFERENCE TO A "SEQUENCE LISTING," A TABLE, OR A COMPUTER  
PROGRAM LISTING APPENDIX SUBMITTED ON A COMPACT DISK**

[0003] NOT APPLICABLE

15

**BACKGROUND OF THE INVENTION**

[0004] Disclosed herein are new compounds and compounds based on pyrazolopyrazines and their application as pharmaceuticals for the treatment of disease. Methods of inhibition of PTPN11 (SHP2) activity in a human or animal subject are also provided for the treatment diseases such as cancer, including leukemia and melanoma, and cancers of the breast, lung, and colon.

20

[0005] Tyrosyl phosphorylation regulates human cellular processes from cell differentiation to growth and apoptosis, and others. Tyrosyl phosphorylation is regulated by protein-tyrosine kinases (PTK) and protein-tyrosine phosphatases (PTP). The breakdown of regulation governed by PTK and PTP activity is thought to lead to cancer. PTK inhibitors have been developed as potential cancer therapeutic agents. Recent studies disclose a possible role for PTPs in cellular regulation as well. (AJ Barr et al. *Cell* 2009, 136, 352-363. JN Andersen et al *Mol. Cell. Biol.* 2001, 21, 7117-7136).

25

[0006] Protein-tyrosine phosphatase non-receptor type 11 (PTPN11, also known as Src Homology-2 phosphatase (SHP2)) is a non-receptor protein tyrosine phosphatase encoded by the

PTPN11 gene. This PTP contains two tandem Src homology-2 (SH2) domains, which function as phospho-tyrosine binding domains, a catalytic domain, and a C-terminal tail. In the basal state the protein typically exists in an inactive, self-inhibited conformation with the N-terminal SH2 domain blocking the active site. When stimulated by signal transduction mediated by cytokines and growth factor binding of phosphorylated proteins to the SH2 domains the auto-inhibition is relieved, this makes the active site available for dephosphorylation of PTPN11 substrates (MG Mohl, BG Neel, *Curr. Opin. Genetics Dev.* 2007, 17, 23–30. KS Grossmann, *Adv. Cancer Res.* 2010, 106, 53-89. W.Q. Huang et. al. *Curr. Cancer Drug Targets* 2014, 14, 567-588. C. Gordon et. al. *Cancer Metastasis Rev.* 2008, 27, 179-192.).

10 [0007] Germ-line and somatic mutations in PTPN11 have been reported in several human diseases resulting in gain-of-function in the catalytic activity, including Noonan Syndrome and Leopard Syndrome; as well as multiple cancers such as juvenile myelomonocytic leukemia, neuroblastoma, myelodysplastic syndrome, B cell acute lymphoblastic leukemia/lymphoma, melanoma, acute myeloid leukemia and cancers of the breast, lung and colon (MG Mohl, BG Neel, *Curr. Opin. Genetics Dev.* 2007, 17, 23–30). Recent studies have demonstrated that single PTPN11 mutations are able to induce Noonan syndrome, JMML-like myeloproliferative disease and acute leukemia in mice. These mutations disrupt the auto-inhibition between the N-SH2 domains and the catalytic site allowing constitutive access of substrates to the catalytic site of the enzyme (E. Darian et al, *Proteins*, 2011, 79, 1573-1588. Z-H Yu et al, *JBC*, 2013, 288, 10472, W Qiu et al *BMC Struct. Biol.* 2014, 14, 10).

25 [0008] PTPN11 is widely expressed in most tissues and plays a regulatory role in various cell signaling events that are important for a diversity of cell functions that includes proliferation, differentiation, cell cycle maintenance, EMT transition, mitogenic activation, metabolic control, transcription regulation, and cell migration, through multiple signaling pathways including the Ras-MAPK, the JAK-STAT or the PI3K-AKT pathways (Tajan, M. et. al. *Eur. J. Medical Genetics*, 2015, 58, 509-525. Prahallad, A. et. al. *Cell Reports*, 2015, 12, 1978-1985).

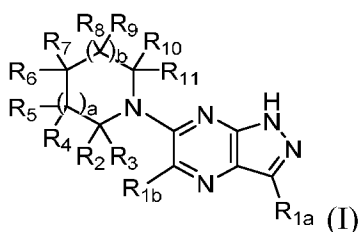
[0009] Additionally there is growing evidence that PTPN11/SHP2 may be implicated in immune evasion during tumorigenesis, and hence a SHP2 inhibitor could stimulate the immune response in cancer patients (*Cancer Res.* 2015 Feb 1;75(3):508-18. T Yokosuka T, *J Exp Med.*

2012, 209(6), 1201. S Amarnath *Sci Transl Med.* 2011, 3, 111ra120. T Okazaki, *PNAS* 2001, 98:24, 13866-71).

[0010] Novel compounds and pharmaceutical compositions, certain of which have been found to inhibit PTPN11 (SHP2) have been discovered, together with methods of synthesizing and  
5 using the compounds including methods for the treatment of PTP-mediated diseases in a patient by administering the compounds.

### BRIEF SUMMARY OF THE INVENTION

[0011] In certain embodiments of the present invention, compounds have structural Formula I:



10

or a salt or tautomer thereof, wherein the subscripts a and b, and  $R_{1a}, R_{1b}, R_2, R_3, R_4, R_5, R_6, R_7, R_8, R_9, R_{10}$  and  $R_{11}$  are as provided herein.

[0012] In certain embodiments, the present invention provides a pharmaceutical composition including a compound having Formula I, together with a pharmaceutically acceptable carrier.

15 [0013] In certain embodiments, the present invention provides methods of inhibition of PTPN11 (SHP2) activity in a human or animal subject for the treatment diseases such as cancer, including leukemia and melanoma, and cancers of the breast, lung, and colon.

### BRIEF DESCRIPTION OF THE DRAWINGS

20 [0014] Not applicable

### DETAILED DESCRIPTION OF THE INVENTION

#### Definitions

[0015] As used herein, the terms below have the meanings indicated.

[0016] When ranges of values are disclosed, and the notation “from  $n_1$  to  $n_2$ ” or “between  $n_1$  and  $n_2$ ” is used, where  $n_1$  and  $n_2$  are the numbers, then unless otherwise specified, this notation is intended to include the numbers themselves and the range between them. This range may be integral or continuous between and including the end values. By way of example, the range “from 2 to 6 carbons” is intended to include two, three, four, five, and six carbons, since carbons come in integer units. Compare, by way of example, the range “from 1 to 3  $\mu\text{M}$  (micromolar),” which is intended to include 1  $\mu\text{M}$ , 3  $\mu\text{M}$ , and everything in between to any number of significant figures (e.g., 1.255  $\mu\text{M}$ , 2.1  $\mu\text{M}$ , 2.9999  $\mu\text{M}$ , etc.).

[0017] The term “about,” as used herein, is intended to qualify the numerical values which it modifies, denoting such a value as variable within a margin of error. When no particular margin of error, such as a standard deviation to a mean value given in a chart or table of data, is recited, the term “about” should be understood to mean that range which would encompass the recited value and the range which would be included by rounding up or down to that figure as well, taking into account significant figures.

[0018] The term “acyl,” as used herein, alone or in combination, refers to a carbonyl attached to an alkenyl, alkyl, aryl, cycloalkyl, heteroaryl, heterocycle, or any other moiety where the atom attached to the carbonyl is carbon. An “acetyl” group refers to a  $-\text{C}(\text{O})\text{CH}_3$  group. An “alkylcarbonyl” or “alkanoyl” group refers to an alkyl group attached to the parent molecular moiety through a carbonyl group. Examples of such groups include methylcarbonyl and ethylcarbonyl. Examples of acyl groups include formyl, alkanoyl and aroyl.

[0019] The term “alkenyl,” as used herein, alone or in combination, refers to a straight-chain or branched-chain hydrocarbon radical having one or more double bonds and containing from 2 to 20 carbon atoms. In certain embodiments, said alkenyl will comprise from 2 to 6 carbon atoms. The term “alkenylene” refers to a carbon-carbon double bond system attached at two or more positions such as ethenylene  $[(-\text{CH}=\text{CH}-),(-\text{C}::\text{C}-)]$ . Examples of suitable alkenyl radicals include ethenyl, propenyl, 2-methylpropenyl, 1,4-butadienyl and the like. Unless otherwise specified, the term “alkenyl” may include “alkenylene” groups.

[0020] The term “alkynyl” refers to either a straight chain or branched hydrocarbon having at least 2 carbon atoms and at least one triple bond and having the number of carbon atom indicated

(i.e., C<sub>2-6</sub> means to two to six carbons). Alkynyl can include any number of carbons, such as C<sub>2</sub>, C<sub>2-3</sub>, C<sub>2-4</sub>, C<sub>2-5</sub>, C<sub>2-6</sub>, C<sub>2-7</sub>, C<sub>2-8</sub>, C<sub>2-9</sub>, C<sub>2-10</sub>, C<sub>3</sub>, C<sub>3-4</sub>, C<sub>3-5</sub>, C<sub>3-6</sub>, C<sub>4</sub>, C<sub>4-5</sub>, C<sub>4-6</sub>, C<sub>5</sub>, C<sub>5-6</sub>, and C<sub>6</sub>. Examples of alkynyl groups include, but are not limited to, acetylenyl, propynyl, 1-butylnyl, 2-butylnyl, butadiynyl, 1-pentylnyl, 2-pentylnyl, isopentylnyl, 1,3-pentadiynyl, 1,4-pentadiynyl, 5 1-hexylnyl, 2-hexylnyl, 3-hexylnyl, 1,3-hexadiynyl, 1,4-hexadiynyl, 1,5-hexadiynyl, 2,4-hexadiynyl, or 1,3,5-hexatriynyl.

**[0021]** The term “alkoxy,” as used herein, alone or in combination, refers to an alkyl ether radical, wherein the term alkyl is as defined below. Examples of suitable alkyl ether radicals include methoxy, ethoxy, n-propoxy, isopropoxy, n-butoxy, iso-butoxy, sec-butoxy, tert-butoxy, 10 and the like.

**[0022]** The term “alkyl,” as used herein, alone or in combination, refers to a straight-chain or branched-chain alkyl radical containing from 1 to 20 carbon atoms. In certain embodiments, said alkyl will comprise from 1 to 10 carbon atoms. In further embodiments, said alkyl will comprise from 1 to 8 carbon atoms. Alkyl groups are optionally substituted as defined herein. Examples of 15 alkyl radicals include methyl, ethyl, n-propyl, isopropyl, n-butyl, isobutyl, sec-butyl, tert-butyl, pentyl, iso-amyl, hexyl, octyl, noyl and the like. The term “alkylene,” as used herein, alone or in combination, refers to a saturated aliphatic group derived from a straight or branched chain saturated hydrocarbon attached at two or more positions, such as methylene (-CH<sub>2</sub>-). Unless otherwise specified, the term “alkyl” may include “alkylene” groups.

20 **[0023]** The term “alkylamino,” as used herein, alone or in combination, refers to an alkyl group attached to the parent molecular moiety through an amino group. Suitable alkylamino groups may be mono- or dialkylated, forming groups such as, for example, N-methylamino, N-ethylamino, N,N-dimethylamino, N,N-ethylmethylamino and the like.

25 **[0024]** The term “alkylthio,” as used herein, alone or in combination, refers to an alkyl thioether (R-S-) radical wherein the term alkyl is as defined above and wherein the sulfur may be singly or doubly oxidized. Examples of suitable alkyl thioether radicals include methylthio, ethylthio, n-propylthio, isopropylthio, n-butylthio, iso-butylthio, sec-butylthio, tert-butylthio, methanesulfonyl, ethanesulfinyl, and the like.

- [0025] The terms “amido” and “carbamoyl,” as used herein, alone or in combination, refer to an amino group as described below attached to the parent molecular moiety through a carbonyl group, or vice versa. The term “C-amido” as used herein, alone or in combination, refers to a -C(O)N(RR') group with R and R' as defined herein or as defined by the specifically enumerated “R” groups designated. The term “N-amido” as used herein, alone or in combination, refers to a RC(O)N(R')- group, with R and R' as defined herein or as defined by the specifically enumerated “R” groups designated. The term “acylamino” as used herein, alone or in combination, embraces an acyl group attached to the parent moiety through an amino group. An example of an “acylamino” group is acetylamino (CH<sub>3</sub>C(O)NH-).
- 10 [0026] The term “amino,” as used herein, alone or in combination, refers to -NRR', wherein R and R' are independently selected from the group consisting of hydrogen, alkyl, acyl, heteroalkyl, aryl, cycloalkyl, heteroaryl, and heterocycloalkyl, any of which may themselves be optionally substituted. Additionally, R and R' may combine to form heterocycloalkyl, either of which is optionally substituted.
- 15 [0027] The term “aryl,” as used herein, alone or in combination, means a carbocyclic aromatic system containing one, two or three rings wherein such polycyclic ring systems are fused together. The term “aryl” embraces aromatic groups such as phenyl, naphthyl, anthracenyl, and phenanthryl.
- [0028] The term “arylalkenyl” or “aralkenyl,” as used herein, alone or in combination, refers to an aryl group attached to the parent molecular moiety through an alkenyl group.
- 20 [0029] The term “arylalkoxy” or “aralkoxy,” as used herein, alone or in combination, refers to an aryl group attached to the parent molecular moiety through an alkoxy group.
- [0030] The term “arylalkyl” or “aralkyl,” as used herein, alone or in combination, refers to an aryl group attached to the parent molecular moiety through an alkyl group.
- 25 [0031] The term arylloxy as used herein, alone or in combination, refers to an aryl group attached to the parent molecular moiety through an oxy.

[0032] The term “carbamate,” as used herein, alone or in combination, refers to an ester of carbamic acid (-NHCOO-) which may be attached to the parent molecular moiety from either the nitrogen or acid end, and which is optionally substituted as defined herein.

5 [0033] The term “O-carbamyl” as used herein, alone or in combination, refers to a -OC(O)NRR', group - with R and R' as defined herein.

[0034] The term “N-carbamyl” as used herein, alone or in combination, refers to a ROC(O)NR'- group, with R and R' as defined herein.

[0035] The term “carbonyl,” as used herein, when alone includes formyl [-C(O)H] and in combination is a -C(O)- group.

10 [0036] The term “carboxyl” or “carboxy,” as used herein, refers to -C(O)OH or the corresponding “carboxylate” anion, such as is in a carboxylic acid salt. An “O-carboxy” group refers to a RC(O)O- group, where R is as defined herein. A “C-carboxy” group refers to a -C(O)OR groups where R is as defined herein.

[0037] The term “cyano,” as used herein, alone or in combination, refers to -CN.

15 [0038] The term “cycloalkyl,” or, alternatively, “carbocycle,” as used herein, alone or in combination, refers to a saturated or partially saturated monocyclic, bicyclic or tricyclic alkyl group wherein each cyclic moiety contains from 3 to 12 carbon atom ring members and which may optionally be a benzo fused ring system which is optionally substituted as defined herein. The term “cycloalkenyl” refers to a cycloalkyl group having one or two double bonds. In certain  
20 embodiments, said cycloalkyl (or cycloalkenyl) will comprise from 5 to 7 carbon atoms. Examples of such groups include cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cycloheptyl, cyclobutenyl, cyclopentenyl, cyclohexenyl, tetrahydronaphthyl, indanyl, octahydronaphthyl, 2,3-dihydro-1H-indenyl, adamantyl and the like. “Bicyclic” and “tricyclic” as used herein are intended to include both fused ring systems, such as decahydronaphthalene,  
25 octahydronaphthalene as well as the multicyclic (multicentered) saturated or partially unsaturated type. The latter type of isomer is exemplified in general by, bicyclo[1,1,1]pentane, camphor, adamantane, and bicyclo[3,2,1]octane.

[0039] The term “ester,” as used herein, alone or in combination, refers to a carboxy group bridging two moieties linked at carbon atoms.

[0040] The term “ether,” as used herein, alone or in combination, refers to an oxy group bridging two moieties linked at carbon atoms.

5 [0041] The term “halo,” or “halogen,” as used herein, alone or in combination, refers to fluorine, chlorine, bromine, or iodine.

[0042] The term “haloalkoxy,” as used herein, alone or in combination, refers to a haloalkyl group attached to the parent molecular moiety through an oxygen atom.

[0043] The term “haloalkyl,” as used herein, alone or in combination, refers to an alkyl radical  
10 having the meaning as defined above wherein one or more hydrogens are replaced with a halogen. Specifically embraced are monohaloalkyl, dihaloalkyl and polyhaloalkyl radicals. A monohaloalkyl radical, for one example, may have an iodo, bromo, chloro, or fluoro atom within the radical. Dihalo and polyhaloalkyl radicals may have two or more of the same halo atoms or a combination of different halo radicals. Examples of haloalkyl radicals include fluoromethyl,  
15 difluoromethyl, trifluoromethyl, chloromethyl, dichloromethyl, trichloromethyl, pentafluoroethyl, heptafluoropropyl, difluorochloromethyl, dichlorofluoromethyl, difluoroethyl, difluoropropyl, dichloroethyl and dichloropropyl. “Haloalkylene” refers to a haloalkyl group attached at two or more positions. Examples include fluoromethylene (-CFH-), difluoromethylene (-CF<sub>2</sub>-), chloromethylene (-CHCl-) and the like.

20 [0044] The term "heteroalkyl," as used herein, alone or in combination, refers to a stable straight or branched chain, or combinations thereof, fully saturated or containing from 1 to 3 degrees of unsaturation, consisting of the stated number of carbon atoms and from one to three heteroatoms selected from the group consisting of N, O, and S, and wherein the N and S atoms may optionally be oxidized and the N heteroatom may optionally be quaternized. The  
25 heteroatom(s) may be placed at any interior position of the heteroalkyl group. Up to two heteroatoms may be consecutive, such as, for example, -CH<sub>2</sub>-NH-OCH<sub>3</sub>.

[0045] The term "heteroaryl," as used herein, alone or in combination, refers to a 3 to 15 membered unsaturated heteromonocyclic ring, or a fused monocyclic, bicyclic, or tricyclic ring system in which at least one of the fused rings is aromatic, which contains at least one atom

selected from the group consisting of N, O, and S. In certain embodiments, said heteroaryl will comprise from 1 to 4 heteroatoms as ring members. In further embodiments, said heteroaryl will comprise from 1 to 2 heteroatoms as ring members. In certain embodiments, said heteroaryl will comprise from 5 to 7 atoms. The term also embraces fused polycyclic groups wherein

5 heterocyclic rings are fused with aryl rings, wherein heteroaryl rings are fused with other heteroaryl rings, wherein heteroaryl rings are fused with heterocycloalkyl rings, or wherein heteroaryl rings are fused with cycloalkyl rings. Examples of heteroaryl groups include pyrrolyl, pyrrolinyl, imidazolyl, pyrazolyl, pyridyl, pyrimidinyl, pyrazinyl, pyridazinyl, triazolyl, pyranyl, furyl, thienyl, oxazolyl, isoxazolyl, oxadiazolyl, thiazolyl, thiadiazolyl, isothiazolyl, indolyl,

10 isoindolyl, indolizinyl, benzimidazolyl, quinolyl, isoquinolyl, quinoxalinyl, quinazolinyl, indazolyl, benzotriazolyl, benzodioxolyl, benzopyranyl, benzoxazolyl, benzoxadiazolyl, benzothiazolyl, benzothiadiazolyl, benzofuryl, benzothienyl, chromonyl, coumarinyl, benzopyranyl, tetrahydroquinolinyl, tetrazolopyridazinyl, tetrahydroisoquinolinyl, thienopyridinyl, furopyridinyl, pyrrolopyridinyl and the like. Exemplary tricyclic heterocyclic

15 groups include carbazolyl, benzidolyl, phenanthrolinyl, dibenzofuranyl, acridinyl, phenanthridinyl, xanthenyl and the like.

[0046] The terms “heterocycloalkyl” and, interchangeably, “heterocycle,” as used herein, alone or in combination, each refer to a saturated, partially unsaturated, or fully unsaturated (but nonaromatic) monocyclic, bicyclic, or tricyclic heterocyclic group containing at least one

20 heteroatom as a ring member, wherein each said heteroatom may be independently selected from the group consisting of nitrogen, oxygen, and sulfur. In certain embodiments, said heterocycloalkyl will comprise from 1 to 4 heteroatoms as ring members. In further embodiments, said heterocycloalkyl will comprise from 1 to 2 heteroatoms as ring members. In certain embodiments, said heterocycloalkyl will comprise from 3 to 8 ring members in each ring.

25 In further embodiments, said heterocycloalkyl will comprise from 3 to 7 ring members in each ring. In yet further embodiments, said heterocycloalkyl will comprise from 5 to 6 ring members in each ring. “Heterocycloalkyl” and “heterocycle” are intended to include sulfones, sulfoxides, N-oxides of tertiary nitrogen ring members, and carbocyclic fused and benzo fused ring systems; additionally, both terms also include systems where a heterocycle ring is fused to an aryl group,

30 as defined herein, or an additional heterocycle group. Examples of heterocycle groups include aziridinyl, azetidiny, 1,3-benzodioxolyl, dihydroisoindolyl, dihydroisoquinolinyl,

dihydrocinnoliny, dihydrobenzodioxiny, dihydro[1,3]oxazolo[4,5-b]pyridiny, benzothiazoly, dihydroindoly, dihydropyridiny, 1,3-dioxany, 1,4-dioxany, 1,3-dioxolany, isoindoliny, morpholiny, piperaziny, pyrrolidiny, tetrahydropyridiny, piperidiny, thiomorpholiny, and the like. The heterocycle groups are optionally substituted unless specifically prohibited.

5 [0047] The term “hydraziny” as used herein, alone or in combination, refers to two amino groups joined by a single bond, i.e., -N-N-.

[0048] The term “hydroxy,” as used herein, alone or in combination, refers to -OH.

[0049] The term “hydroxyalkyl,” as used herein, alone or in combination, refers to a hydroxy group attached to the parent molecular moiety through an alkyl group.

10 [0050] The term “iminohydroxy,” as used herein, alone or in combination, refers to =N(OH) and =N-O-.

[0051] The term “lower amino,” as used herein, alone or in combination, refers to -NRR', wherein R and R' are independently selected from the group consisting of hydrogen and lower alkyl, either of which is optionally substituted.

15 [0052] The term “mercaptyl” as used herein, alone or in combination, refers to an RS- group, where R is as defined herein.

[0053] The term “nitro,” as used herein, alone or in combination, refers to -NO<sub>2</sub>.

[0054] The terms “oxy” or “oxa,” as used herein, alone or in combination, refer to -O-.

[0055] The term “oxo,” as used herein, alone or in combination, refers to =O.

20 [0056] The term “perhaloalkoxy” refers to an alkoxy group where all of the hydrogen atoms are replaced by halogen atoms.

[0057] The term “perhaloalkyl” as used herein, alone or in combination, refers to an alkyl group where all of the hydrogen atoms are replaced by halogen atoms.

25 [0058] The term “ring,” or equivalently, “cycle,” as used herein, in reference to a chemical structure or portion thereof, means a group in which every atom is a member of a common cyclic structure. A ring can be saturated or unsaturated, including aromatic, unless otherwise provided,

and may have between 3 and 9 members. If the ring is a heterocycle, it may contain between 1 and 4 heteroatoms or heteroatom-comprising groups selected from the group consisting of B, N, O, S, C(O), S(O)<sub>m</sub>. Unless specifically prohibited, a ring is optionally substituted.

[0059] The terms “sulfonate,” “sulfonic acid,” and “sulfonic,” as used herein, alone or in combination, refer to the –SO<sub>3</sub>H group and its anion as the sulfonic acid is used in salt formation.

[0060] The term “sulfanyl,” as used herein, alone or in combination, refers to –S–.

[0061] The term “sulfinyl,” as used herein, alone or in combination, refers to –S(O)–.

[0062] The term “sulfonyl,” as used herein, alone or in combination, refers to –S(O)<sub>2</sub>–.

10 [0063] The term “N-sulfonamido” refers to a RS(=O)<sub>2</sub>NR’- group with R and R’ as defined herein.

[0064] The term “S-sulfonamido” refers to a -S(=O)<sub>2</sub>NRR’, group, with R and R’ as defined herein.

15 [0065] The term “tautomer”, as use herein, alone or in combination, refers to one of two or more isomers that rapidly interconvert. Generally, this interconversion is sufficiently fast so that an individual tautomer is not isolated in the absence of another tautomer. The ratio of the amount of tautomers can be dependent on solvent composition, ionic strength, and pH, as well as other solution parameters. The ratio of the amount of tautomers can be different in a particular solution and in the microenvironment of a biomolecular binding site in said solution. Examples of  
20 tautomers that are well known in the art include keto / enol, enamine / imine, and lactam / lactim tautomers. Examples of tautomers that are well known in the art also include 2-hydroxypyridine / 2(1*H*)-pyridone and 2-aminopyridine / 2(1*H*)-iminopyridone tautomers.

[0066] The terms “thia” and “thio,” as used herein, alone or in combination, refer to a –S– group or an ether wherein the oxygen is replaced with sulfur. The oxidized derivatives of the thio  
25 group, namely sulfinyl and sulfonyl, are included in the definition of thia and thio.

[0067] The term “thiol,” as used herein, alone or in combination, refers to an –SH group.

[0068] The term “thiocarbonyl,” as used herein, when alone includes thioformyl  $-C(S)H$  and in combination is a  $-C(S)-$  group.

[0069] The term “N-thiocarbamyl” refers to an  $ROC(S)NR'-$  group, with R and R' as defined herein.

5 [0070] The term “O-thiocarbamyl” refers to a  $-OC(S)NRR'$ , group with R and R' as defined herein.

[0071] The term “thiocyanato” refers to a  $-CNS$  group.

[0072] Any definition herein may be used in combination with any other definition to describe a composite structural group. By convention, the trailing element of any such definition is that  
10 which attaches to the parent moiety. For example, the composite group alkylamido would represent an alkyl group attached to the parent molecule through an amido group, and the term alkoxyalkyl would represent an alkoxy group attached to the parent molecule through an alkyl group.

[0073] When a group is defined to be “null,” what is meant is that said group is absent.

15 [0074] The term “optionally substituted” means the antecedent group may be substituted or unsubstituted. When substituted, the substituents of an “optionally substituted” group may include, without limitation, one or more substituents independently selected from the following groups or a particular designated set of groups, alone or in combination: lower alkyl, lower alkenyl, lower alkynyl, lower alkanoyl, lower heteroalkyl, lower haloalkyl, lower haloalkenyl,  
20 lower haloalkynyl, lower perhaloalkyl, lower perhaloalkoxy, phenyl, aryl, aryloxy, lower alkoxy, lower haloalkoxy, oxo, lower acyloxy, carbonyl, carboxyl, lower alkylcarbonyl, lower carboxyester, lower carboxamido, cyano, hydrogen, halogen, hydroxy, amino, lower alkylamino, arylamino, amido, nitro, thiol, lower alkylthio, lower haloalkylthio, lower perhaloalkylthio, arylthio, sulfonate, sulfonic acid, trisubstituted silyl,  $N_3$ , SH,  $SCH_3$ ,  $C(O)CH_3$ ,  $CO_2CH_3$ ,  $CO_2H$ ,  
25 pyridinyl, thiophene, furanyl, lower carbamate, and lower urea. Where structurally feasible, two substituents may be joined together to form a fused five-, six-, or seven-membered carbocyclic or heterocyclic ring consisting of zero to three heteroatoms, for example forming methylenedioxy or ethylenedioxy. An optionally substituted group may be unsubstituted (e.g.,  $-CH_2CH_3$ ), fully substituted (e.g.,  $-CF_2CF_3$ ), monosubstituted (e.g.,  $-CH_2CH_2F$ ) or substituted at a level anywhere

in-between fully substituted and monosubstituted (e.g.,  $-\text{CH}_2\text{CF}_3$ ). Where substituents are recited without qualification as to substitution, both substituted and unsubstituted forms are encompassed. Where a substituent is qualified as “substituted,” the substituted form is specifically intended. Additionally, different sets of optional substituents to a particular moiety  
5 may be defined as needed; in these cases, the optional substitution will be as defined, often immediately following the phrase, “optionally substituted with.”

**[0075]** The term R or the term R', appearing by itself and without a number designation, unless otherwise defined, refers to a moiety selected from the group consisting of hydrogen, alkyl, cycloalkyl, heteroalkyl, aryl, heteroaryl and heterocycloalkyl, any of which is optionally  
10 substituted. Such R and R' groups should be understood to be optionally substituted as defined herein. Whether an R group has a number designation or not, every R group, including R, R' and R<sup>n</sup> where n=(1, 2, 3, ... n), every substituent, and every term should be understood to be independent of every other in terms of selection from a group. Should any variable, substituent, or term (e.g. aryl, heterocycle, R, etc.) occur more than one time in a formula or generic  
15 structure, its definition at each occurrence is independent of the definition at every other occurrence. Those of skill in the art will further recognize that certain groups may be attached to a parent molecule or may occupy a position in a chain of elements from either end as written. For example, an unsymmetrical group such as  $-\text{C}(\text{O})\text{N}(\text{R})-$  may be attached to the parent moiety at either the carbon or the nitrogen.

**[0076]** Asymmetric centers exist in the compounds disclosed herein. These centers are designated by the symbols “R” or “S,” depending on the configuration of substituents around the chiral carbon atom. It should be understood that the invention encompasses all stereochemical isomeric forms, including diastereomeric, enantiomeric, and epimeric forms, as well as d-  
20 isomers and l-isomers, and mixtures thereof. Individual stereoisomers of compounds can be prepared synthetically from commercially available starting materials which contain chiral  
25 centers or by preparation of mixtures of enantiomeric products followed by separation such as conversion to a mixture of diastereomers followed by separation or recrystallization, chromatographic techniques, direct separation of enantiomers on chiral chromatographic columns, or any other appropriate method known in the art. Starting compounds of particular  
30 stereochemistry are either commercially available or can be made and resolved by techniques

known in the art. Additionally, the compounds disclosed herein may exist as geometric isomers. The present invention includes all cis, trans, syn, anti, entgegen (E), and zusammen (Z) isomers as well as the appropriate mixtures thereof. Additionally, compounds may exist as tautomers; all tautomeric isomers are provided by this invention. Additionally, the compounds disclosed herein  
5 can exist in unsolvated as well as solvated forms with pharmaceutically acceptable solvents such as water, ethanol, and the like. In general, the solvated forms are considered equivalent to the unsolvated forms.

[0077] The term "bond" refers to a covalent linkage between two atoms, or two moieties when the atoms joined by the bond are considered to be part of larger substructure. A bond may be  
10 single, double, or triple unless otherwise specified. A dashed line between two atoms in a drawing of a molecule indicates that an additional bond may be present or absent at that position.

[0078] The term "disease" as used herein is intended to be generally synonymous, and is used interchangeably with, the terms "disorder," "syndrome," and "condition" (as in medical  
15 condition), in that all reflect an abnormal condition of the human or animal body or of one of its parts that impairs normal functioning, is typically manifested by distinguishing signs and symptoms, and causes the human or animal to have a reduced duration or quality of life.

[0079] The term "combination therapy" means the administration of two or more therapeutic agents to treat a therapeutic condition or disorder described in the present disclosure. Such administration encompasses co-administration of these therapeutic agents in a substantially  
20 simultaneous manner, such as in a single capsule having a fixed ratio of active ingredients or in multiple, separate capsules for each active ingredient. In addition, such administration also encompasses use of each type of therapeutic agent in a sequential manner. In either case, the treatment regimen will provide beneficial effects of the drug combination in treating the conditions or disorders described herein.

[0080] "PTPN11 inhibitor" is used herein to refer to a compound that exhibits an  $IC_{50}$  with  
25 respect to PTPN11 activity of no more than about 100  $\mu$ M and more typically not more than about 50  $\mu$ M, as measured in the PTPN11 assay described generally herein. " $IC_{50}$ " is that concentration of inhibitor which reduces the activity of an enzyme (e.g., PTPN11) to half-maximal level. Certain compounds disclosed herein have been discovered to exhibit inhibition

against PTPN11. In certain embodiments, compounds will exhibit an IC<sub>50</sub> with respect to PTPN11 of no more than about 50 μM; in further embodiments, compounds will exhibit an IC<sub>50</sub> with respect to PTPN11 of no more than about 10 μM; in yet further embodiments, compounds will exhibit an IC<sub>50</sub> with respect to PTPN11 of not more than about 1 μM; in yet further  
5   embodiments, compounds will exhibit an IC<sub>50</sub> with respect to PTPN11 of not more than about 200 nM, as measured in the PTPN11 assay described herein.

**[0081]** The phrase "therapeutically effective" is intended to qualify the amount of active ingredients used in the treatment of a disease or disorder or on the effecting of a clinical endpoint.

10   **[0082]** The term "therapeutically acceptable" refers to those compounds (or salts, prodrugs, tautomers, zwitterionic forms, etc.) which are suitable for use in contact with the tissues of patients without undue toxicity, irritation, and allergic response, are commensurate with a reasonable benefit/risk ratio, and are effective for their intended use.

**[0083]** As used herein, reference to "treatment" of a patient is intended to include prophylaxis.  
15   Treatment may also be preemptive in nature, i.e., it may include prevention of disease. Prevention of a disease may involve complete protection from disease, for example as in the case of prevention of infection with a pathogen, or may involve prevention of disease progression. For example, prevention of a disease may not mean complete foreclosure of any effect related to the diseases at any level, but instead may mean prevention of the symptoms of a disease to a  
20   clinically significant or detectable level. Prevention of diseases may also mean prevention of progression of a disease to a later stage of the disease.

**[0084]** The term "patient" is generally synonymous with the term "subject" and includes all mammals including humans. Examples of patients include humans, livestock such as cows, goats, sheep, pigs, and rabbits, and companion animals such as dogs, cats, rabbits, and horses.  
25   Preferably, the patient is a human.

**[0085]** The term "prodrug" refers to a compound that is made more active in vivo. Certain compounds disclosed herein may also exist as prodrugs. Prodrugs of the compounds described herein are structurally modified forms of the compound that readily undergo chemical changes under physiological conditions to provide the compound. Additionally, prodrugs can be

converted to the compound by chemical or biochemical methods in an ex vivo environment. For example, prodrugs can be slowly converted to a compound when placed in a transdermal patch reservoir with a suitable enzyme or chemical reagent. Prodrugs are often useful because, in some situations, they may be easier to administer than the compound, or parent drug. They may, for instance, be bioavailable by oral administration whereas the parent drug is not. The prodrug may also have improved solubility in pharmaceutical compositions over the parent drug. A wide variety of prodrug derivatives are known in the art, such as those that rely on hydrolytic cleavage or oxidative activation of the prodrug. An example, without limitation, of a prodrug would be a compound which is administered as an ester (the "prodrug"), but then is metabolically hydrolyzed to the carboxylic acid, the active entity. Additional examples include peptidyl derivatives of a compound.

**[0086]** The compounds disclosed herein can exist as therapeutically acceptable salts. The present invention includes compounds listed above in the form of salts, including acid addition salts. Suitable salts include those formed with both organic and inorganic acids. Such acid addition salts will normally be pharmaceutically acceptable. However, salts of non-pharmaceutically acceptable salts may be of utility in the preparation and purification of the compound in question. Basic addition salts may also be formed and be pharmaceutically acceptable.

**[0087]** The term "therapeutically acceptable salt," as used herein, represents salts or zwitterionic forms of the compounds disclosed herein which are water or oil-soluble or dispersible and therapeutically acceptable as defined herein. The salts can be prepared during the final isolation and purification of the compounds or separately by reacting the appropriate compound in the form of the free base with a suitable acid. Representative acid addition salts include acetate, adipate, alginate, L-ascorbate, aspartate, benzoate, benzenesulfonate (besylate), bisulfate, butyrate, camphorate, camphorsulfonate, citrate, digluconate, formate, fumarate, gentisate, glutarate, glycerophosphate, glycolate, hemisulfate, heptanoate, hexanoate, hippurate, hydrochloride, hydrobromide, hydroiodide, 2-hydroxyethansulfonate (isethionate), lactate, maleate, malonate, DL-mandelate, mesitylenesulfonate, methanesulfonate, naphthylenesulfonate, nicotinate, 2-naphthalenesulfonate, oxalate, pamoate, pectinate, persulfate, 3-phenylpropionate, phosphonate, picrate, pivalate, propionate, pyroglutamate, succinate, sulfonate, tartrate, L-

tartrate, trichloroacetate, trifluoroacetate, phosphate, glutamate, bicarbonate, para-toluenesulfonate (p-tosylate), and undecanoate. Also, basic groups in the compounds disclosed herein can be quaternized with methyl, ethyl, propyl, and butyl chlorides, bromides, and iodides; dimethyl, diethyl, dibutyl, and diamyl sulfates; decyl, lauryl, myristyl, and steryl chlorides, bromides, and iodides; and benzyl and phenethyl bromides. Examples of acids which can be employed to form therapeutically acceptable addition salts include inorganic acids such as hydrochloric, hydrobromic, sulfuric, and phosphoric, and organic acids such as oxalic, maleic, succinic, and citric. Salts can also be formed by coordination of the compounds with an alkali metal or alkaline earth ion. Hence, the present invention contemplates sodium, potassium, magnesium, and calcium salts of the compounds disclosed herein, and the like.

[0088] Basic addition salts can be prepared during the final isolation and purification of the compounds by reacting a carboxy group with a suitable base such as the hydroxide, carbonate, or bicarbonate of a metal cation or with ammonia or an organic primary, secondary, or tertiary amine. The cations of therapeutically acceptable salts include lithium, sodium, potassium, calcium, magnesium, and aluminum, as well as nontoxic quaternary amine cations such as ammonium, tetramethylammonium, tetraethylammonium, methylamine, dimethylamine, trimethylamine, triethylamine, diethylamine, ethylamine, tributylamine, pyridine, *N,N*-dimethylaniline, *N*-methylpiperidine, *N*-methylmorpholine, dicyclohexylamine, procaine, dibenzylamine, *N,N*-dibenzylphenethylamine, 1-phenamine, and *N,N'*-dibenzylethylenediamine. Other representative organic amines useful for the formation of base addition salts include ethylenediamine, ethanolamine, diethanolamine, piperidine, and piperazine.

[0089] A salt of a compound can be made by reacting the appropriate compound in the form of the free base with the appropriate acid.

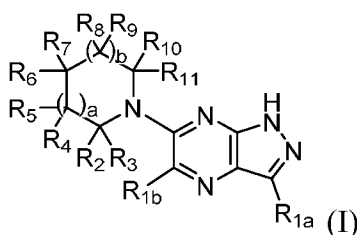
## 25 List Of Abbreviations

[0090] NaOH = sodium hydroxide; M = molar; mL = milliliter; h = hour; min. = minute; HCl = hydrogen chloride; H<sub>2</sub>O = water; MS = mass spectrometry; ES<sup>+</sup> = electrospray positive ionization; <sup>1</sup>H-NMR = proton nuclear magnetic resonance; MHz = megahertz; DMSO-d<sub>6</sub> = dimethyl sulfoxide deuterated-6; H = hydrogen; rt = room temperature; °C = Celsius; Br<sub>2</sub> =

bromine; NaHSO<sub>3</sub> = sodium bisulfite; NMP = N-Methyl-2-pyrrolidone; MW = microwave; KF = potassium fluoride; Pd(dppf)Cl<sub>2</sub> = [1,1'-bis(diphenylphosphino)ferrocene]palladium(II) dichloride; PE = petroleum ether; EA = ethyl acetate; CDCl<sub>3</sub> = deuterated chloroform; MeOH = methanol; D<sub>2</sub>O = deuterated water; HPLC = high pressure liquid chromatography; DMSO = dimethyl sulfoxide; MeCN = acetonitrile; NIS = N-iodosuccinimide; DMF = dimethylformamide; K<sub>3</sub>PO<sub>4</sub> = potassium phosphate, tribasic; N<sub>2</sub> = nitrogen; TBDMS = TBS = *tert*-butyldimethylsilyl; TFA = trifluoroacetic acid; DCM = dichloromethane; K<sub>2</sub>CO<sub>3</sub> = potassium carbonate; ul = microliter.

## 10 Embodiments

[0091] In certain embodiments of the present invention, compounds have structural Formula I:



or a salt or tautomer thereof, wherein:

15 a is 0 or 1;

b is 0 or 1;

R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>dihydroxyalkyl, hydroxyC<sub>1-4</sub>alkoxy, dihydroxyC<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub> cycloalkyl, aryl, heterocyclyl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

R<sub>2</sub>, R<sub>3</sub>, R<sub>10</sub>, and R<sub>11</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl;

R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are independently selected from the group consisting of hydrogen, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, amino, hydroxy, C<sub>3-8</sub>cycloalkyl, halo, and C<sub>1-4</sub>alkylamino;

R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino;

R<sub>7</sub> is selected from the group consisting of hydrogen, cyano, amido, halo, and hydroxy, or is selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups;

or R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7-membered saturated or unsaturated ring that can contain 1 to 3 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S(O)<sub>m</sub>, and that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups;

m is 0, 1, or 2;

any two groups of R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub>, R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub> and R<sub>11</sub> can form a 5- to 6- membered ring, optionally containing a N, O or S heteroatom;

any two groups of R<sub>2</sub>, R<sub>4</sub>, R<sub>6</sub>, R<sub>8</sub> and R<sub>10</sub> can form a direct bond, or a 1 or 2 atom carbon bridge;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, C<sub>3-8</sub>cycloalkyl, and 3- to 6-membered heterocyclyl, wherein said alkyl, cycloalkyl and 3- to 6-membered heterocyclyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo; each R<sub>17</sub> and R<sub>18</sub> is independently selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy; each R<sub>19</sub> and R<sub>20</sub> is independently selected from the group consisting of H, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl and C<sub>3-6</sub>cycloalkyl; and each R<sub>21</sub> is independently selected from the group consisting of H, -OH, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl and C<sub>3-6</sub>cycloalkyl.

**[0092]** Certain compounds disclosed herein may possess useful PTPN11 inhibiting activity, and may be used in the treatment or prophylaxis of a disease or condition in which PTPN11 plays an active role. Thus, in broad aspect, certain embodiments also provide pharmaceutical compositions comprising one or more compounds disclosed herein together with a pharmaceutically acceptable carrier, as well as methods of making and using the compounds and compositions. Certain embodiments provide methods for inhibiting PTPN11. Other embodiments provide methods for treating a PTPN11-mediated disorder in a patient in need of such treatment, comprising administering to said patient a therapeutically effective amount of a compound or composition according to the present invention. Also provided is the use of certain compounds disclosed herein for use in the manufacture of a medicament for the treatment of a disease or condition ameliorated by the inhibition of PTPN11.

**[0093]** In certain embodiments, R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, C<sub>3-8</sub> cycloalkyl, 5- or 6-membered heterocyclyl having 1-3 heteroatom ring vertices selected from the group consisting of N, O and S, 5- or 6-membered heteroaryl having 1-4 heteroatom ring vertices selected from the group consisting of N, O, and S; wherein heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo.

**[0094]** In certain embodiments, R<sub>1b</sub> is halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, or C<sub>3-8</sub> cycloalkyl. In certain

embodiments, R<sub>1b</sub> is halogen, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, or -CHFOH. In certain embodiments, R<sub>1b</sub> is halogen, C<sub>1-6</sub> alkyl, or C<sub>1-6</sub> haloalkyl. In certain embodiments, R<sub>1b</sub> is C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, or -CHFOH. In certain embodiments, R<sub>1b</sub> is halogen or C<sub>1-6</sub> alkyl. In certain embodiments, R<sub>1b</sub> is halogen. In certain embodiments, R<sub>1b</sub> is C<sub>1-6</sub> alkyl. In certain embodiments, R<sub>1b</sub> is C<sub>1-6</sub> hydroxyalkyl. In certain embodiments, R<sub>1b</sub> is chloro, methyl, CH<sub>2</sub>F, CHF<sub>2</sub>, or CH<sub>2</sub>OH. In certain embodiments, R<sub>1b</sub> is chloro. In certain embodiments, R<sub>1b</sub> is methyl. In certain embodiments, R<sub>1b</sub> is CH<sub>2</sub>OH.

**[0095]** In certain embodiments, R<sub>1b</sub> is 5- or 6-membered heterocyclyl having 1-3 heteroatom ring vertices selected from the group consisting of N, O and S; or 5- or 6-membered heteroaryl having 1-4 heteroatom ring vertices selected from the group consisting of N, O, and S, wherein heteroaryl and heterocyclyl are substituted with 0 to 2 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, C<sub>1-4</sub> alkoxy, halogen, cyano and oxo.

**[0096]** In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, alkoxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>; and R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo.

**[0097]** In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl.

- [0098] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, and C<sub>1-4</sub>haloalkyl.
- [0099] In certain embodiments, R<sub>2</sub>, R<sub>3</sub>, R<sub>10</sub>, and R<sub>11</sub> are independently hydrogen or C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>2</sub>, R<sub>3</sub>, R<sub>10</sub>, and R<sub>11</sub> are each hydrogen.
- [0100] In certain embodiments, R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, amino, hydroxy, C<sub>3-8</sub>cycloalkyl, and C<sub>1-4</sub>alkylamino. In certain embodiments, R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are independently hydrogen or C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are each hydrogen.
- [0101] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl; and R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, amino, hydroxy, C<sub>3-8</sub>cycloalkyl, and C<sub>1-4</sub>alkylamino.
- [0102] In certain embodiments, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub> and R<sub>11</sub> are each hydrogen.
- [0103] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7- membered saturated or unsaturated ring that can contain 1 to 3 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S(O)<sub>m</sub>, and that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.
- [0104] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached forms a 3- to 7- membered cycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

[0105] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached forms a 3- to 7- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

5 [0106] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached forms a 3- to 7- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one R<sub>18</sub> group.

[0107] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached forms a 3- to 7- membered heterocycloalkyl ring that is substituted with one R<sub>17</sub> group, and that is substituted with one R<sub>18</sub> group.

10 [0108] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached forms a 3- to 7- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group.

[0109] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 6- membered heterocycloalkyl ring that is optionally substituted with  
15 one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

[0110] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 6- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one R<sub>18</sub> group.

20 [0111] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 6- membered heterocycloalkyl ring that is substituted with one R<sub>17</sub> group, and that is substituted with one R<sub>18</sub> group.

[0112] In certain embodiments, R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 6- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group.

25 [0113] In certain embodiments, R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and methylamino. In certain embodiments, R<sub>6</sub> is amino or C<sub>1-4</sub>aminoalkyl. In certain embodiments, R<sub>6</sub> is amino, aminomethyl, or methylamino. In certain embodiments, R<sub>6</sub> is

amino or aminomethyl. In certain embodiments, R<sub>6</sub> is amino. In certain embodiments, R<sub>6</sub> is aminomethyl.

[0114] In certain embodiments, R<sub>7</sub> is selected from the group consisting of hydroxyl, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups. In certain embodiments, R<sub>7</sub> is selected from the group consisting of hydroxy, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl. In certain embodiments, R<sub>7</sub> is hydroxy, C<sub>1-4</sub>alkyl, or C<sub>1-4</sub>hydroxyalkyl. In certain embodiments, R<sub>7</sub> is C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>7</sub> is methyl.

[0115] In certain embodiments, R<sub>6</sub> is C<sub>1-4</sub>aminoalkyl; and R<sub>7</sub> is selected from the group consisting of hydroxy, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups.

[0116] In certain embodiments, R<sub>6</sub> is aminomethyl; and R<sub>7</sub> is selected from the group consisting of hydroxy, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl.

[0117] In certain embodiments, R<sub>6</sub> is amino; and R<sub>7</sub> is selected from the group consisting of amido, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups.

[0118] In certain embodiments, R<sub>6</sub> is amino; and R<sub>7</sub> is C<sub>1-4</sub>hydroxyalkyl. In certain embodiments, R<sub>6</sub> is amino; and R<sub>7</sub> is C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>6</sub> is amino; and R<sub>7</sub> is methyl.

[0119] In any of the above embodiments, the amido of R<sub>7</sub> may specifically be -C(O)NH<sub>2</sub>.

[0120] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl; R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino; and R<sub>7</sub> is selected from the group consisting of hydrogen, cyano, amido, halo, and hydroxy, or is selected from the group

consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups.

[0121] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, and C<sub>1-4</sub>haloalkyl; R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino; R<sub>7</sub> is selected from the group consisting of hydrogen, halo, and hydroxy, or is selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups.

[0122] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl; R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7- membered saturated or unsaturated ring that can contain 1 to 3 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S(O)<sub>m</sub>, and that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

[0123] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, and C<sub>1-4</sub>haloalkyl; R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7- membered saturated or unsaturated ring that can contain 1 to 3 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S(O)<sub>m</sub>, and that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

[0124] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl; R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

[0125] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, and C<sub>1-4</sub>haloalkyl; R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7- membered heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

[0126] In certain embodiments, each R<sub>17</sub> is independently selected from the group consisting of amino, halo, hydroxy, and cyano. In certain embodiments, each R<sub>17</sub> is independently selected from the group consisting of amino, hydroxy, and cyano. In certain embodiments, each R<sub>17</sub> is selected from the group consisting of amino, halo, and hydroxy. In certain embodiments, each R<sub>17</sub> is amino.

[0127] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl; and R<sub>17</sub> is selected from the group consisting of amino, halo, and hydroxy.

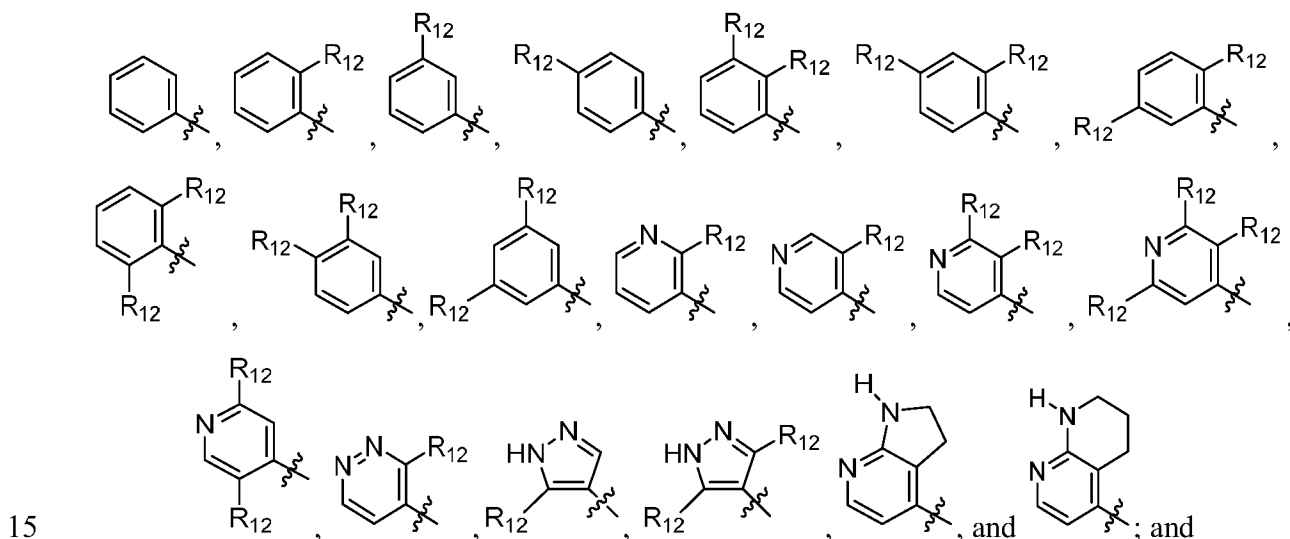
[0128] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups

independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, and C<sub>1-4</sub>haloalkyl; and R<sub>17</sub> is selected from the group consisting of amino, halo, and hydroxy.

[0129] In certain embodiments, each R<sub>18</sub> is independently selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl. In certain embodiments, each R<sub>18</sub> is halo. In certain  
5  
embodiments, each R<sub>18</sub> is C<sub>1-4</sub>alkyl. In certain embodiments, each R<sub>18</sub> is methyl.

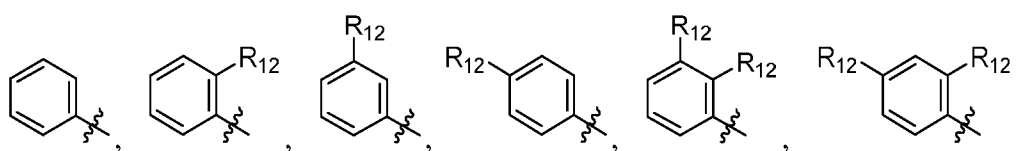
[0130] In certain embodiments, R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; and said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups  
10  
independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

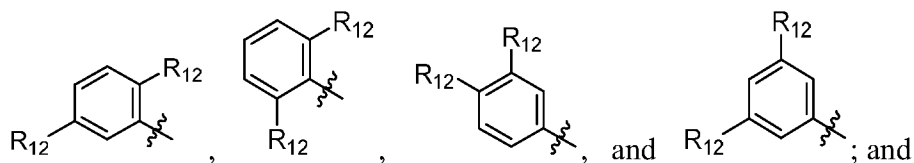
[0131] In certain embodiments, R<sub>1a</sub> is selected from the group consisting of:



each R<sub>12</sub> is independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

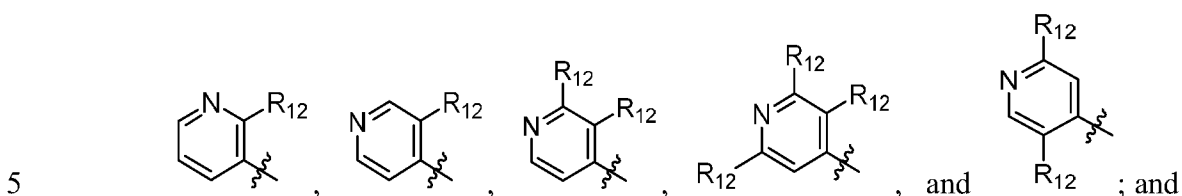
[0132] In certain embodiments, R<sub>1a</sub> is selected from the group consisting of:





each  $R_{12}$  is independently selected from the group consisting of halo, hydroxy, amino,  $C_{1-4}$ alkylamino,  $C_{1-4}$ dialkylamino, cyano,  $C_{1-4}$ alkyl, and  $C_{1-4}$ alkoxy.

**[0133]** In certain embodiments,  $R_{1a}$  is selected from the group consisting of:



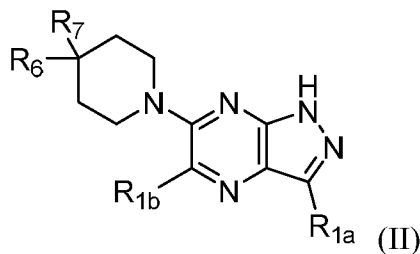
each  $R_{12}$  is independently selected from the group consisting of halo, hydroxy, amino,  $C_{1-4}$ alkylamino,  $C_{1-4}$ dialkylamino, cyano,  $C_{1-4}$ alkyl, and  $C_{1-4}$ alkoxy.

**[0134]** In certain embodiments,  $R_{1a}$  is selected as above, wherein each  $R_{12}$  is independently selected from the group consisting of halo, hydroxy, amino,  $C_{1-4}$ alkylamino, dimethylamino,  $C_{1-4}$ alkyl, and  $C_{1-4}$ alkoxy. In certain embodiments,  $R_{1a}$  is selected as above, wherein each  $R_{12}$  is independently halo, amino, or  $C_{1-4}$ alkylamino. In certain embodiments,  $R_{1a}$  is selected as above, wherein each  $R_{12}$  is independently halo, amino, methylamino, or ethylamino. In certain embodiments,  $R_{1a}$  is selected as above, wherein each  $R_{12}$  is independently halo, methylamino, or ethylamino.

15 **[0135]** In certain embodiments,  $R_{1a}$  is selected from the group consisting of pyridyl, piperazinyl, pyrimidinyl, pyrazolyl, and pyridazinyl. In certain embodiments,  $R_{1a}$  is pyridyl.

**[0136]** In certain embodiments,  $R_{1a}$  is phenyl.

**[0137]** In certain embodiments, compounds have structural Formula II:



or a salt or tautomer thereof, wherein:

5 R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or  
heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,  
C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl,  
C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>,  
NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>,  
10 S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

R<sub>1b</sub> is selected from the group consisting of the group consisting of halogen, cyano, C<sub>1-6</sub>  
alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH,  
-NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>,  
-NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH,  
15 -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub> cycloalkyl,  
aryl, heterocyclyl having 1-5 heteroatom ring vertices selected from the group  
consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected  
from the group consisting of N, O, S and P; wherein the subscript n is an integer of  
from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted  
20 with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl,  
-OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

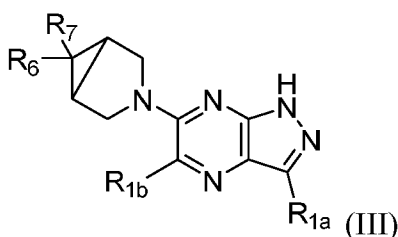
R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino;

R<sub>7</sub> is selected from the group consisting of hydrogen, cyano, amido, halo, and hydroxy, or is  
selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl,  
25 phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with  
one or more R<sub>17</sub> groups;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen,  
C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted  
by one or more substituents selected from the group consisting of hydroxy, cyano and  
30 halo; and

each R<sub>17</sub> is independently selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

[0138] In certain embodiments, compounds have structural Formula III:



5 or a salt or tautomer thereof, wherein:

R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
 10 selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

15 R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>hydroxyalkyl, C<sub>1-6</sub>dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub>cycloalkyl, aryl, heterocyclyl  
 20 having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members  
 25 independently selected from the group consisting of C<sub>1-4</sub>alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

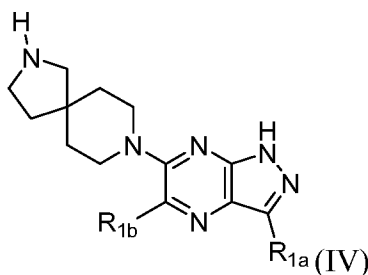
R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino;

R<sub>7</sub> is selected from the group consisting of hydrogen, cyano, amido, halo, and hydroxy, or is selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with one or more R<sub>17</sub> groups;

5 R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo; and

10 each R<sub>17</sub> is independently selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

[0139] In certain embodiments, compounds have structural Formula IV:



or a salt or tautomer thereof, wherein:

15 R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S;

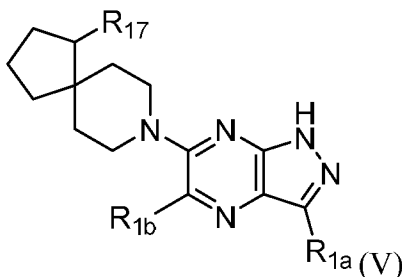
20 said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>; and

25 R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>hydroxyalkyl, C<sub>1-6</sub>dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>,

-C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, aryl, heterocyclyl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein  
 5 aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted  
 10 by one or more substituents selected from the group consisting of hydroxy, cyano and halo.

[0140] In certain embodiments, compounds have structural Formula V:



or a salt or tautomer thereof, wherein:

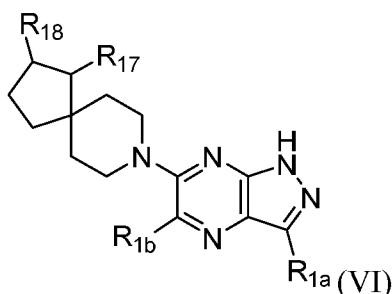
- 15 R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
 20 selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;
- R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl,  
 25 C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>,

-NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>,  
 -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, aryl, heterocyclyl  
 having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and  
 P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting  
 of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein  
 aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members  
 independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>,  
 halogen, cyano and oxo;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen,  
 C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted  
 by one or more substituents selected from the group consisting of hydroxy, cyano and  
 halo; and

R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl,  
 trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

[0141] In certain embodiments, compounds have structural Formula VI:



or a salt or tautomer thereof, wherein:

R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl,  
 and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups  
 independently selected from the group consisting of N, C(O), O, and S;  
 said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
 selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,  
 C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl,  
 C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>,

NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>,  
S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

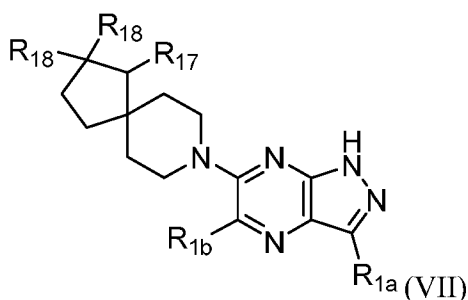
R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl,  
C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>,  
5 -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>,  
-NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>,  
-C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, aryl, heterocyclyl  
having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and  
10 P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting  
of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein  
aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members  
independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>,  
halogen, cyano and oxo;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen,  
15 C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted  
by one or more substituents selected from the group consisting of hydroxy, cyano and  
halo;

R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl,  
trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy; and

20 R<sub>18</sub> is selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl.

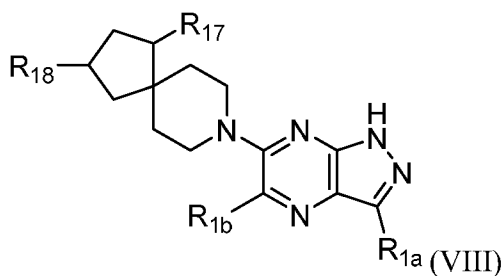
[0142] In certain embodiments, compounds have structural Formula VII:



or a salt or tautomer thereof, wherein:

- R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S; said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently
- 5 selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;
- 10 R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub> cycloalkyl, aryl, heterocyclyl
- 15 having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>,
- 20 halogen, cyano and oxo;
- R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo;
- 25 R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy; and each R<sub>18</sub> is independently selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl.

[0143] In certain embodiments, compounds have structural Formula VIII:



or a salt or tautomer thereof, wherein:

R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups

5 independently selected from the group consisting of N, C(O), O, and S;

said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

10

R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>hydroxyalkyl, C<sub>1-6</sub>dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub>cycloalkyl, aryl, heterocyclyl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub>alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

15

20

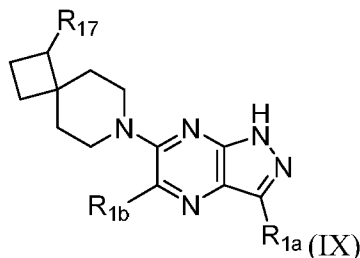
R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo;

25

R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy; and

R<sub>18</sub> is selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl.

[0144] In certain embodiments, compounds have structural Formula IX:



5

or a salt or tautomer thereof, wherein:

R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S;

10 said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

15

R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>hydroxyalkyl, C<sub>1-6</sub>dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub>cycloalkyl, aryl, heterocyclyl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub>alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

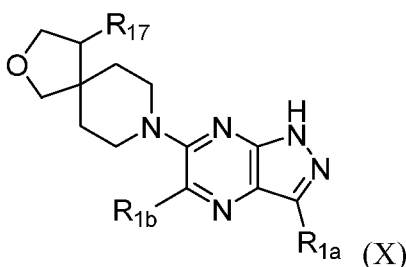
20

25

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo; and

5 R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

[0145] In certain embodiments, compounds have structural Formula X:



or a salt or tautomer thereof, wherein:

10 R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups independently selected from the group consisting of N, C(O), O, and S;

said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, 15 C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

20 R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>hydroxyalkyl, C<sub>1-6</sub>dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub>cycloalkyl, aryl, heterocyclyl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and 25 P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein

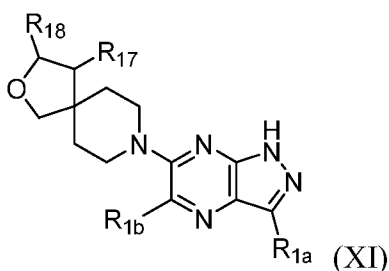
aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen,

5 C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo; and

R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

10 [0146] In certain embodiments, compounds have structural Formula XI:



or a salt or tautomer thereof, wherein:

R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups

15 independently selected from the group consisting of N, C(O), O, and S;

said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

20

R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>, -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>, -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>, -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -CN, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub> cycloalkyl, aryl, heterocyclyl

25

having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P, heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl, heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo;

R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen, C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted by one or more substituents selected from the group consisting of hydroxy, cyano and halo;

R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl, trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy; and

R<sub>18</sub> is selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl.

**[0147]** In certain embodiments of any one of Formulae II-XI, R<sub>1a</sub>, R<sub>1b</sub>, R<sub>6</sub>, R<sub>7</sub>, R<sub>17</sub>, and R<sub>18</sub> may have the meanings set forth in any one or more of the selected embodiments noted above.

**[0148]** In certain embodiments of any one of Formulae II-XI, R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, C<sub>3-8</sub> cycloalkyl, 5- or 6-membered heterocyclyl having 1-3 heteroatom ring vertices selected from the group consisting of N, O and S, 5- or 6-membered heteroaryl having 1-4 heteroatom ring vertices selected from the group consisting of N, O, and S; wherein heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano and oxo.

**[0149]** In certain embodiments of any one of Formulae II-XI, R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH and C<sub>3-8</sub> cycloalkyl. In certain embodiments, R<sub>1b</sub> is halogen, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, or -CHFOH. In certain embodiments, R<sub>1b</sub> is halogen, C<sub>1-6</sub> alkyl, or C<sub>1-6</sub> haloalkyl. In certain embodiments, R<sub>1b</sub> is C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, or -CHFOH. In certain embodiments, R<sub>1b</sub> is halogen or C<sub>1-6</sub> alkyl. In certain embodiments, R<sub>1b</sub> is halogen. In certain embodiments, R<sub>1b</sub> is C<sub>1-6</sub> alkyl. In certain embodiments, R<sub>1b</sub> is C<sub>1-6</sub> hydroxyalkyl. In certain embodiments, R<sub>1b</sub> is

chloro, methyl, CH<sub>2</sub>F, CHF<sub>2</sub>, or CH<sub>2</sub>OH. In certain embodiments, R<sub>1b</sub> is chloro. In certain embodiments, R<sub>1b</sub> is methyl. In certain embodiments, R<sub>1b</sub> is CH<sub>2</sub>OH.

[0150] In certain embodiments of any one of Formulae II-XI, R<sub>1b</sub> is 5- or 6-membered heterocyclyl having 1-3 heteroatom ring vertices selected from the group consisting of N, O and S, and 5- or 6-membered heteroaryl having 1-4 heteroatom ring vertices selected from the group consisting of N, O, and S; wherein heteroaryl and heterocyclyl are substituted with 0 to 2 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, C<sub>1-4</sub> alkoxy, halogen, cyano and oxo.

[0151] In certain embodiments of Formula II or III, R<sub>6</sub> is amino. In certain embodiments, R<sub>6</sub> is C<sub>1-4</sub>aminoalkyl. In certain embodiments, R<sub>6</sub> is aminomethyl. In certain embodiments, R<sub>6</sub> is methylamino.

[0152] In certain embodiments of Formula II or III, R<sub>7</sub> is hydroxy. In certain embodiments, R<sub>7</sub> is C<sub>1-4</sub>hydroxyalkyl. In certain embodiments, R<sub>7</sub> is hydroxymethyl. In certain embodiments, R<sub>7</sub> is selected from the group consisting of cyano and amido. In certain embodiments, R<sub>7</sub> is selected from the group consisting of cyano and -C(O)NH<sub>2</sub>. In certain embodiments, R<sub>7</sub> is C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>7</sub> is methyl.

[0153] In certain embodiments of any one of Formulae II-XI, each R<sub>12</sub> group is independently selected from the group consisting of halo, hydroxy, amino, methylamino, ethylamino, dimethylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl. In certain embodiments, each R<sub>12</sub> group is independently selected from the group consisting of halo, hydroxy, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, and C<sub>1-4</sub>hydroxyalkyl. In certain embodiments, each R<sub>12</sub> is independently halo, amino, methylamino, or ethylamino. In certain embodiments, each R<sub>12</sub> is independently halo, methylamino, or ethylamino.

[0154] In certain embodiments of any one of Formulae V-XI, R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, and cyano. In certain embodiments, R<sub>17</sub> is selected from the group consisting of amino, hydroxy, and cyano. In certain embodiments, R<sub>17</sub> is selected from the group consisting of amino, halo, and hydroxy. In certain embodiments, R<sub>17</sub> is amino.

[0155] In certain embodiments any one of Formulae VI, VIII and XI, R<sub>18</sub> is selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>18</sub> is halo. In certain embodiments, R<sub>18</sub> is C<sub>1-4</sub>alkyl. In certain embodiments, R<sub>18</sub> is methyl.

5 [0156] In certain embodiments of Formula VII, each R<sub>18</sub> is independently selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl. In certain embodiments, each R<sub>18</sub> is independently halo or C<sub>1-4</sub>alkyl. In certain embodiments, each R<sub>18</sub> is methyl.

[0157] In certain embodiments, including any of the embodiments described above, further embodiments are those in which R<sub>1a</sub> is phenyl or pyridyl, each of which is substituted with 0 to 2 R<sub>12</sub>.

10 [0158] In certain embodiments, including any of the embodiments described above, further embodiments are those in which R<sub>1b</sub> is selected from the group consisting of C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, and -CHFOH. In still other selected embodiments, including any of the embodiments described above, further embodiments are those in which R<sub>1b</sub> is -CH<sub>2</sub>OH.

15 [0159] In certain embodiments, including any of the embodiments described above, further embodiments are those in which R<sub>1b</sub> is methyl.

[0160] In certain embodiments, including any of the embodiments described above, further embodiments are those in which R<sub>1b</sub> is chloro.

[0161] Also provided are embodiments wherein any embodiment above may be combined with any one or more of these embodiments, provided the combination is not mutually exclusive.

20 [0162] As used herein, two embodiments are “mutually exclusive” when one is defined to be something which is different than the other. For example, an embodiment wherein two groups combine to form a cycloalkyl is mutually exclusive with an embodiment in which one group is ethyl the other group is hydrogen. Similarly, an embodiment wherein one group is CH<sub>2</sub> is mutually exclusive with an embodiment wherein the same group is NH.

25 [0163] Also provided is a compound selected from the Examples disclosed herein.

**Methods Of Use**

[0164] The present invention also relates to a method of inhibiting at least one PTPN11 function comprising the step of contacting PTPN11 with a compound as described herein. The cell phenotype, cell proliferation, activity of PTPN11, change in biochemical output produced by active PTPN11, expression of PTPN11, or binding of PTPN11 with a natural binding partner may be monitored. Such methods may be modes of treatment of disease, biological assays, cellular assays, biochemical assays, or the like.

[0165] Also provided herein is a method of treatment of a PTPN11-mediated disease comprising the administration of a therapeutically effective amount of a compound as disclosed herein, or a salt or tautomer thereof, to a patient in need thereof.

[0166] In certain embodiments, the disease is Noonan Syndrome or Leopard Syndrome.

[0167] In certain embodiments, the disease is cancer.

[0168] In certain embodiments, the cancer is breast cancer, colon cancer, leukemia, or melanoma.

[0169] Also provided herein is a method of treatment of a PTP-mediated disease comprising the administration of a therapeutically effective amount of a compound as disclosed herein, or a salt or tautomer thereof, to a patient in need thereof.

[0170] In certain embodiments, the disease is Noonan Syndrome or Leopard Syndrome.

[0171] In certain embodiments, the disease is cancer.

[0172] In certain embodiments, the cancer is breast cancer, colon cancer, leukemia, or melanoma.

[0173] Also provided herein is a compound as disclosed herein for use as a medicament.

[0174] Also provided herein is a compound as disclosed herein for use as a medicament for the treatment of a PTPN11-mediated disease.

[0175] Also provided herein is a compound as disclosed herein for use as a medicament for the treatment of a PTP-mediated disease.

[0176] Also provided is the use of a compound as disclosed herein as a medicament.

[0177] Also provided is the use of a compound as disclosed herein as a medicament for the treatment of a PTPN11-mediated disease.

5 [0178] Also provided is a compound as disclosed herein for use in the manufacture of a medicament for the treatment of a PTPN11-mediated disease.

[0179] Also provided is the use of a compound as disclosed herein for the treatment of a PTPN11-mediated disease.

[0180] Also provided is the use of a compound as disclosed herein for the treatment of a PTP-mediated disease.

10 [0181] Also provided herein is a method of inhibition of PTPN11 comprising contacting PTPN11 with a compound as disclosed herein, or a salt or tautomer thereof.

[0182] Also provided herein is a method of inhibition of PTP comprising contacting PTP with a compound as disclosed herein, or a salt or tautomer thereof.

15 [0183] Also provided herein is a method for achieving an effect in a patient comprising the administration of a therapeutically effective amount of a compound as disclosed herein, or a salt or tautomer thereof, to a patient, wherein the effect is cognition enhancement.

[0184] In certain embodiments, the PTPN11-mediated disease is Noonan Syndrome or Leopard Syndrome.

[0185] In certain embodiments, the PTPN11-mediated disease is cancer.

20 [0186] In certain embodiments, the PTPN11-mediated disease is breast cancer, colon cancer, leukemia, or melanoma.

[0187] Also provided is a method of modulation of a PTPN11-mediated function in a subject comprising the administration of a therapeutically effective amount of a compound as disclosed herein.

**Pharmaceutical Compositions**

[0188] Also provided is a pharmaceutical composition comprising a compound as disclosed herein, together with a pharmaceutically acceptable carrier.

5 [0189] In certain embodiments, the pharmaceutical composition is formulated for oral administration.

[0190] In certain embodiments, the pharmaceutical composition is formulated for parenteral administration.

[0191] In certain embodiments, the pharmaceutical composition is formulated for intravenous administration.

10 [0192] In certain embodiments, the pharmaceutical composition is formulated for subcutaneous administration.

[0193] In certain embodiments, the oral pharmaceutical composition is a tablet or a capsule.

[0194] While it may be possible for the compounds of the subject invention to be administered as the raw chemical, it is also possible to present them as a pharmaceutical formulation.

15 Accordingly, provided herein are pharmaceutical formulations which comprise one or more of certain compounds disclosed herein, or one or more pharmaceutically acceptable salts, esters, prodrugs, amides, or solvates thereof, together with one or more pharmaceutically acceptable carriers thereof and optionally one or more other therapeutic ingredients. The carrier(s) must be "acceptable" in the sense of being compatible with the other ingredients of the formulation and  
20 not deleterious to the recipient thereof. Proper formulation is dependent upon the route of administration selected. Any of the well-known techniques, carriers, and excipients may be used as suitable and as understood in the art. The pharmaceutical compositions disclosed herein may be manufactured in any manner known in the art, *e.g.*, by means of conventional mixing, dissolving, granulating, dragee-making, levigating, emulsifying, encapsulating, entrapping or  
25 compression processes.

[0195] The formulations include those suitable for oral, parenteral (including subcutaneous, intradermal, intramuscular, intravenous, intraarticular, and intramedullary), intraperitoneal, transmucosal, transdermal, rectal and topical (including dermal, buccal, sublingual and

intraocular) administration although the most suitable route may depend upon for example the condition and disorder of the recipient. 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. Typically, these methods include the step of bringing into association a compound of the subject invention or a pharmaceutically acceptable salt, ester, amide, prodrug or solvate thereof ("active ingredient") with the carrier 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 into the desired formulation.

10 **[0196]** Formulations of the compounds disclosed herein suitable for oral administration may be presented as discrete units such as capsules, cachets or tablets each containing a predetermined amount of the active ingredient; as a powder or granules; as a solution or a suspension in an aqueous liquid or a non-aqueous liquid; or as an oil-in-water liquid emulsion or a water-in-oil liquid emulsion. The active ingredient may also be presented as a bolus, electuary or paste.

15 **[0197]** Pharmaceutical preparations which can be used orally include tablets, push-fit capsules made of gelatin, as well as soft, sealed capsules made of gelatin and a plasticizer, such as glycerol or sorbitol. Tablets may be made by compression or molding, optionally with one or more accessory ingredients. Compressed tablets may be prepared by compressing in a suitable machine the active ingredient in a free-flowing form such as a powder or granules, optionally mixed with binders, inert diluents, or lubricating, surface active or dispersing agents. Molded tablets may be made by molding in a suitable machine a mixture of the powdered compound moistened with an inert liquid diluent. The tablets may optionally be coated or scored and may be formulated so as to provide slow or controlled release of the active ingredient therein. All formulations for oral administration should be in dosages suitable for such administration. The push-fit capsules can contain the active ingredients in admixture with filler such as lactose, binders such as starches, and/or lubricants such as talc or magnesium stearate and, optionally, stabilizers. In soft capsules, the active compounds may be dissolved or suspended in suitable liquids, such as fatty oils, liquid paraffin, or liquid polyethylene glycols. In addition, stabilizers may be added. Dragee cores are provided with suitable coatings. For this purpose, concentrated

20  
25  
30

sugar solutions may be used, which may optionally contain gum arabic, talc, polyvinyl pyrrolidone, carbopol gel, polyethylene glycol, and/or titanium dioxide, lacquer solutions, and suitable organic solvents or solvent mixtures. Dyestuffs or pigments may be added to the tablets or dragee coatings for identification or to characterize different combinations of active  
5 compound doses.

**[0198]** The compounds may be formulated for parenteral administration by injection, *e.g.*, by bolus injection or continuous infusion. Formulations for injection may be presented in unit dosage form, *e.g.*, in ampoules or in multi-dose containers, with an added preservative. The compositions may take such forms as suspensions, solutions or emulsions in oily or aqueous  
10 vehicles, and may contain formulatory agents such as suspending, stabilizing and/or dispersing agents. The formulations may be presented in unit-dose or multi-dose containers, for example sealed ampoules and vials, and may be stored in powder form or in a freeze-dried (lyophilized) condition requiring only the addition of the sterile liquid carrier, for example, saline or sterile pyrogen-free water, immediately prior to use. Extemporaneous injection solutions and  
15 suspensions may be prepared from sterile powders, granules and tablets of the kind previously described.

**[0199]** Formulations for parenteral administration include aqueous and non-aqueous (oily) sterile injection solutions of the active compounds which may contain antioxidants, buffers, bacteriostats and solutes which render the formulation isotonic with the blood of the intended  
20 recipient; and aqueous and non-aqueous sterile suspensions which may include suspending agents and thickening agents. Suitable lipophilic solvents or vehicles include fatty oils such as sesame oil, or synthetic fatty acid esters, such as ethyl oleate or triglycerides, or liposomes. Aqueous injection suspensions may contain substances which increase the viscosity of the suspension, such as sodium carboxymethyl cellulose, sorbitol, or dextran. Optionally, the  
25 suspension may also contain suitable stabilizers or agents which increase the solubility of the compounds to allow for the preparation of highly concentrated solutions.

**[0200]** In addition to the formulations described previously, the compounds may also be formulated as a depot preparation. Such long acting formulations may be administered by implantation (for example subcutaneously or intramuscularly) or by intramuscular injection.

30 Thus, for example, the compounds may be formulated with suitable polymeric or hydrophobic

materials (for example as an emulsion in an acceptable oil) or ion exchange resins, or as sparingly soluble derivatives, for example, as a sparingly soluble salt.

[0201] For buccal or sublingual administration, the compositions may take the form of tablets, lozenges, pastilles, or gels formulated in conventional manner. Such compositions may comprise the active ingredient in a flavored basis such as sucrose and acacia or tragacanth.

[0202] The compounds may also be formulated in rectal compositions such as suppositories or retention enemas, *e.g.*, containing conventional suppository bases such as cocoa butter, polyethylene glycol, or other glycerides.

[0203] Certain compounds disclosed herein may be administered topically, that is by non-systemic administration. This includes the application of a compound disclosed herein externally to the epidermis or the buccal cavity and the instillation of such a compound into the ear, eye and nose, such that the compound does not significantly enter the blood stream. In contrast, systemic administration refers to oral, intravenous, intraperitoneal and intramuscular administration.

[0204] Formulations suitable for topical administration include liquid or semi-liquid preparations suitable for penetration through the skin to the site of inflammation such as gels, liniments, lotions, creams, ointments or pastes, and drops suitable for administration to the eye, ear or nose. The active ingredient for topical administration may comprise, for example, from 0.001% to 10% w/w (by weight) of the formulation. In certain embodiments, the active ingredient may comprise as much as 10% w/w. In other embodiments, it may comprise less than 5% w/w. In certain embodiments, the active ingredient may comprise from 2% w/w to 5% w/w. In other embodiments, it may comprise from 0.1% to 1% w/w of the formulation.

[0205] For administration by inhalation, compounds may be conveniently delivered from an insufflator, nebulizer pressurized packs or other convenient means of delivering an aerosol spray. Pressurized packs may comprise a suitable propellant such as dichlorodifluoromethane, trichlorofluoromethane, dichlorotetrafluoroethane, carbon dioxide or other suitable gas. In the case of a pressurized aerosol, the dosage unit may be determined by providing a valve to deliver a metered amount. Alternatively, for administration by inhalation or insufflation, the compounds according to the invention may take the form of a dry powder composition, for example a powder mix of the compound and a suitable powder base such as lactose or starch. The powder

composition may be presented in unit dosage form, in for example, capsules, cartridges, gelatin or blister packs from which the powder may be administered with the aid of an inhalator or insufflator.

5 [0206] Preferred unit dosage formulations are those containing an effective dose, as herein below recited, or an appropriate fraction thereof, of the active ingredient.

[0207] It should be understood that in addition to the ingredients particularly mentioned above, the formulations described above 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.

10 [0208] Compounds may be administered orally or via injection at a dose of from 0.1 to 500 mg/kg per day. The dose range for adult humans is generally from 5 mg to 2 g/day. Tablets or other forms of presentation provided in discrete units may conveniently contain an amount of one or more compounds which is effective at such dosage or as a multiple of the same, for instance, units containing 5 mg to 500 mg, usually around 10 mg to 200 mg.

15 [0209] The amount of active ingredient that may be combined with the carrier materials to produce a single dosage form will vary depending upon the host treated and the particular mode of administration.

#### **Administration And Combination Therapy**

20 [0210] The compounds can be administered in various modes, e.g. orally, topically, or by injection. The precise amount of compound administered to a patient will be the responsibility of the attendant physician. The specific dose level for any particular patient will depend upon a variety of factors including the activity of the specific compound employed, the age, body weight, general health, sex, diets, time of administration, route of administration, rate of  
25 excretion, drug combination, the precise disorder being treated, and the severity of the indication or condition being treated. Also, the route of administration may vary depending on the condition and its severity.

[0211] In certain instances, it may be appropriate to administer at least one of the compounds described herein (or a pharmaceutically acceptable salt, ester, tautomer, or prodrug thereof) in

combination with another therapeutic agent. By way of example only, if one of the side effects experienced by a patient upon receiving one of the compounds herein is hypertension, then it may be appropriate to administer an anti-hypertensive agent in combination with the initial therapeutic agent. Or, by way of example only, the therapeutic effectiveness of one of the  
5 compounds described herein may be enhanced by administration of an adjuvant (i.e., by itself the adjuvant may only have minimal therapeutic benefit, but in combination with another therapeutic agent, the overall therapeutic benefit to the patient is enhanced). Or, by way of example only, the benefit of experienced by a patient may be increased by administering one of the compounds  
10 described herein with another therapeutic agent (which also includes a therapeutic regimen) that also has therapeutic benefit. By way of example only, in a treatment for diabetes involving administration of one of the compounds described herein, increased therapeutic benefit may result by also providing the patient with another therapeutic agent for diabetes. In any case, regardless of the disease, disorder or condition being treated, the overall benefit experienced by the patient may simply be additive of the two therapeutic agents or the patient may experience a  
15 synergistic benefit.

[0212] Specific, non-limiting examples of possible combination therapies include use of certain compounds of the invention with anti-cancer (chemotherapeutic) drugs. Classes of anti-cancer drugs include, but are not limited to: alkylating agents, anti-metabolites, antimetabolites, checkpoint inhibitors, plant alkaloids and terpenoids, topoisomerase inhibitors, cytotoxic  
20 antibiotics, aromatase inhibitors, angiogenesis inhibitors, anti-steroids and anti-androgens, mTOR inhibitors, tyrosine kinase inhibitors, and others.

[0213] For use in cancer and neoplastic diseases a PTPN11 (SHP2) inhibitor may be optimally used together with one or more of the following non-limiting examples of anti-cancer agents:

(1) alkylating agents, including but not limited to carmustine, chlorambucil  
25 (LEUKERAN), cisplatin (PLATIN), carboplatin (PARAPLATIN), oxaliplatin (ELOXATIN), streptozocin (ZANOSAR), busulfan (MYLERAN), dacarbazine, ifosfamide, lomustine (CCNU), melphalan (ALKERAN), procarbazine (MATULAN), temozolomide (TEMODAR), thiotepa, and cyclophosphamide (ENDOXAN);

- (2) anti-metabolites, including but not limited to cladribine (LEUSTATIN), mercaptopurine (PURINETHOL), thioguanine, pentostatin (NIPENT), cytosine arabinoside (cytarabine, ARA-C), gemcitabine (GEMZAR), fluorouracil (5-FU, CARAC), capecitabine (XELODA), leucovorin (FUSILEV), methotrexate (RHEUMATREX), raltitrexed;
- (3) antimetotics, which are often plant alkaloids and terpenoids, or derivatives thereof, including but not limited to taxanes such as docetaxel (TAXITERE) and paclitaxel (ABRAXANE, TAXOL); vinca alkaloids such as vincristine (ONCOVIN), vinblastine, vindesine, and vinorelbine (NAVELBINE);
- (4) checkpoint inhibitors, such as anti- PD-1 or PD-L1 antibodies pembrolizumab (KEYTRUDA), nivolumab (OPDIVO), MEDI4736, and MPDL3280A; anti-CTLA-4 antibody ipilimumab (YERVOY); and those that target LAG3 (lymphocyte activation gene 3 protein), KIR (killer cell immunoglobulin-like receptor), 4-1BB (tumour necrosis factor receptor superfamily member 9), TIM3 (T-cell immunoglobulin and mucin-domain containing-3) and OX40 (tumour necrosis factor receptor superfamily member 4);
- (5) topoisomerase inhibitors, including but not limited to camptothecin (CTP), irinotecan (CAMPTOSAR), topotecan (HYCAMTIN), teniposide (VUMON), and etoposide (EPOSIN);
- (6) cytotoxic antibiotics, including but not limited to actinomycin D (dactinomycin, COSMEGEN), bleomycin (BLENOXANE) doxorubicin (ADRIAMYCIN), daunorubicin (CERUBIDINE), epirubicin (ELLENC), fludarabine (FLUDARA), idarubicin, mitomycin (MITOSOL), mitoxantrone (NOVANTRONE), plicamycin;
- (7) aromatase inhibitors, including but not limited to aminoglutethimide, anastrozole (ARIMIDEX), letrozole (FEMARA), vorozole (RIVIZOR), exemestane (AROMASIN);
- (8) angiogenesis inhibitors, including but not limited to genistein, sunitinib (SUTENT) and bevacizumab (AVASTIN);

- (9) anti-steroids and anti-androgens such as aminoglutethimide (CYTADREN), bicalutamide (CASODEX), cyproterone, flutamide (EULEXIN), nilutamide(NILANDRON);
- 5 (10) tyrosine kinase inhibitors, including but not limited to imatinib (GLEEVEC), erlotinib (TARCEVA), lapatinib (TYKERB), sorafenib (NEXAVAR), and axitinib (INLYTA);
- (11) mTOR inhibitors such as everolimus, temsirolimus (TORISEL), and sirolimus;
- (12) monoclonal antibodies such as trastuzumab (HERCEPTIN) and rituximab (RITUXAN);
- 10 (13) other agents, such as amsacrine; Bacillus Calmette–Guérin (B-C-G) vaccine; buserelin (ETILAMIDE); chloroquine (ARALEN); clodronate, pamidronate, and other bisphosphonates; colchicine; demethoxyviridin; dichloroacetate; estramustine; filgrastim (NEUPOGEN); fludrocortisone (FLORINEF); goserelin (ZOLADEX); interferon; leucovorin; leuprolide (LUPRON); levamisole; lonidamine; mesna;
- 15 metformin; mitotane (o,p'-DDD, LYSODREN); nocodazole; octreotide (SANDOSTATIN); perifosine; porfimer (particularly in combination with photo- and radiotherapy); suramin; tamoxifen; titanocene dichloride; tretinoin; anabolic steroids such as fluoxymesterone(HALOTESTIN); estrogens such as estradiol, diethylstilbestrol (DES), and dienestrol; progestins such as medroxyprogesterone acetate (MPA) and megestrol; and testosterone.
- 20

[0214] In any case, the multiple therapeutic agents (at least one of which is a compound disclosed herein) may be administered in any order or even simultaneously. If simultaneously, the multiple therapeutic agents may be provided in a single, unified form, or in multiple forms (by way of example only, either as a single pill or as two separate pills). One of the therapeutic agents may be given in multiple doses, or both may be given as multiple doses. If not simultaneous, the timing between the multiple doses may be any duration of time ranging from a few minutes to four weeks.

25

[0215] Thus, in another aspect, certain embodiments provide methods for treating PTPN11-mediated disorders in a human or animal subject in need of such treatment comprising

administering to said subject an amount of a compound disclosed herein effective to reduce or prevent said disorder in the subject, in combination with at least one additional agent for the treatment of said disorder that is known in the art. In a related aspect, certain embodiments provide therapeutic compositions comprising at least one compound disclosed herein in  
5 combination with one or more additional agents for the treatment of PTPN11-mediated disorders.

**[0216]** In some embodiments, methods described herein are used to treat a disease condition comprising administering to a subject in need thereof a therapeutically effective amount of a compound of Formula I or pharmaceutically acceptable salt thereof, wherein the condition is  
10 cancer which has developed resistance to chemotherapeutic drugs and/or ionizing radiation.

**[0217]** In some embodiments, methods described herein are used to treat a disease condition comprising administering to a subject in need thereof a therapeutically effective amount of a compound of Formula I or pharmaceutically acceptable salt thereof, wherein the condition is cancer which has developed resistance to chemotherapeutic drugs and/or ionizing radiation.

**[0218]** The compounds, compositions, and methods disclosed herein are useful for the treatment of disease. In certain embodiments, the disease is one of dysregulated cellular proliferation, including cancer. The cancer may be hormone-dependent or hormone-resistant, such as in the case of breast cancers. In certain embodiments, the cancer is a solid tumor. In other embodiments, the cancer is a lymphoma or leukemia. In certain embodiments, the cancer  
15 is and a drug resistant phenotype of a cancer disclosed herein or known in the art. Tumor invasion, tumor growth, tumor metastasis, and angiogenesis may also be treated using the compositions and methods disclosed herein. Precancerous neoplasias are also treated using the compositions and methods disclosed herein.

**[0219]** Cancers to be treated by the methods disclosed herein include colon cancer, breast  
25 cancer, ovarian cancer, lung cancer and prostate cancer; cancers of the oral cavity and pharynx (lip, tongue, mouth, larynx, pharynx), esophagus, stomach, small intestine, large intestine, colon, rectum, liver and biliary passages; pancreas, bone, connective tissue, skin, cervix, uterus, corpus endometrium, testis, bladder, kidney and other urinary tissues, including renal cell carcinoma (RCC); cancers of the eye, brain, spinal cord, and other components of the central and peripheral

nervous systems, as well as associated structures such as the meninges; and thyroid and other endocrine glands. The term “cancer” also encompasses cancers that do not necessarily form solid tumors, including Hodgkin’s disease, non-Hodgkin’s lymphomas, multiple myeloma and hematopoietic malignancies including leukemias (Chronic Lymphocytic Leukemia (CLL), Acute Lymphocytic Leukemia (ALL), Chronic Myelogenous Leukemia (CML), Acute Myelogenous Leukemia (AML),) and lymphomas including lymphocytic, granulocytic and monocytic. Additional types of cancers which may be treated using the compounds and methods of the invention include, but are not limited to, adenocarcinoma, angiosarcoma, astrocytoma, acoustic neuroma, anaplastic astrocytoma, basal cell carcinoma, blastoglioma, chondrosarcoma, choriocarcinoma, chordoma, craniopharyngioma, cutaneous melanoma, cystadenocarcinoma, endotheliosarcoma, embryonal carcinoma, ependymoma, Ewing's tumor, epithelial carcinoma, fibrosarcoma, gastric cancer, genitourinary tract cancers, glioblastoma multiforme, head and neck cancer, hemangioblastoma, hepatocellular carcinoma, hepatoma, Kaposi's sarcoma, large cell carcinoma, leiomyosarcoma, leukemias, liposarcoma, lymphatic system cancer, lymphomas, lymphangiosarcoma, lymphangioendotheliosarcoma, medullary thyroid carcinoma, medulloblastoma, meningioma mesothelioma, myelomas, myxosarcoma neuroblastoma, neurofibrosarcoma, oligodendroglioma, osteogenic sarcoma, epithelial ovarian cancer, papillary carcinoma, papillary adenocarcinomas, paraganglioma, parathyroid tumours, pheochromocytoma, pinealoma, plasmacytomas, retinoblastoma, rhabdomyosarcoma, sebaceous gland carcinoma, seminoma, skin cancers, melanoma, small cell lung carcinoma, non-small cell lung carcinoma, squamous cell carcinoma, sweat gland carcinoma, synovioma, thyroid cancer, uveal melanoma, and Wilm’s tumor.

**[0220]** In certain embodiments, the compositions and methods disclosed herein are useful for preventing or reducing tumor invasion and tumor metastasis.

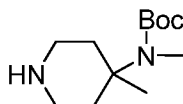
**[0221]** Besides being useful for human treatment, certain compounds and formulations disclosed herein may also be useful for veterinary treatment of companion animals, exotic animals and farm animals, including mammals, rodents, and the like. More preferred animals include horses, dogs, and cats.

**Methods Of Preparation****Synthetic Intermediates**

[0222] The following synthetic intermediates can be used to practice the present invention.

**INTERMEDIATE 101**

5 **tert-Butyl methyl(4-methylpiperidin-4-yl)carbamate**



[0223] **tert-Butyl 1-benzyl-4-methylpiperidin-4-yl carbamate** To a solution of *tert*-butyl 4-methylpiperidin-4-yl carbamate (214 mg, 1.0 mmol) and K<sub>2</sub>CO<sub>3</sub> (276 mg, 2.0 mmol) in DMF (10 mL) was added benzyl bromide (178 mg, 1.05 mmol). The reaction mixture was stirred  
 10 at 50°C for overnight. H<sub>2</sub>O was added and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 2: 1) to give *tert*-butyl 1-benzyl-4-methylpiperidin-4-yl carbamate as a colorless oil (267 mg, 88%).

15 [0224] MS (ES+) C<sub>18</sub>H<sub>28</sub>N<sub>2</sub>O<sub>2</sub> requires: 304, found: 305 [M+H]<sup>+</sup>.

[0225] **1-Benzyl-N,4-dimethylpiperidin-4-amine** To a solution of the product from the previous step (267 mg, 0.88 mmol) in dry THF (10 mL) was added LiAlH<sub>4</sub> (100 mg, 2.64 mmol) slowly. The reaction mixture was heated to reflux for overnight. After cooled to rt, 2~3 drops of H<sub>2</sub>O was added and filtered. The solid was washed by EtOAc. The combined organics were  
 20 concentrated to give the title compound as a colorless oil (180 mg, 94%).

[0226] MS (ES+) C<sub>14</sub>H<sub>22</sub>N<sub>2</sub> requires: 218, found: 219 [M+H]<sup>+</sup>.

[0227] **tert-Butyl 1-benzyl-4-methylpiperidin-4-yl(methyl)carbamate** To a solution of the product from the previous step (180 mg, 0.82 mmol) and (Boc)<sub>2</sub>O (268 mg, 1.23 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (10 mL) was added TEA (166 mg, 1.64 mmol). The reaction mixture was stirred at rt for  
 25 6 h. The solvent was removed and the residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 2: 1) to give the title compound as a colorless oil (190 mg, 73%).

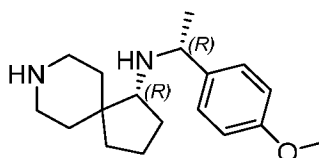
[0228] MS (ES+) C<sub>19</sub>H<sub>30</sub>N<sub>2</sub>O<sub>2</sub> requires: 318, found: 319 [M+H]<sup>+</sup>.

[0229] ***tert*-Butyl methyl(4-methylpiperidin-4-yl)carbamate** A solution of the product from the previous step (190 mg, 0.6 mmol) in MeOH (10 mL) was hydrogenated using 10% Pd/C (20 mg) as catalyst at 75 °C under atmospheric pressure for overnight. The catalyst was removed by filtration on CELITE(TM) and the solvent was evaporated under reduced pressure to give the title compound as a colorless oil (120 mg, 88%).

[0230] MS (ES+) C<sub>12</sub>H<sub>24</sub>N<sub>2</sub>O<sub>2</sub> requires: 228, found: 229 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 2.84-2.8 (m, 5H), 2.23-2.18 (m, 2H), 1.71-1.67 (m, 4H), 1.46 (s, 9H), 1.28 (s, 3H).

#### INTERMEDIATE 102

#### **(R)-N-((R)-1-(4-Methoxyphenyl)ethyl)-8-azaspiro[4.5]decan-1-amine**



[0231] **(R)-*tert*-butyl 1-((R)-1-(4-methoxyphenyl)ethylamino)-8-azaspiro [4.5]decane-8-carboxylate** To a solution of *tert*-butyl 1-oxo-8-azaspiro[4.5]decane-8-carboxylate (2.0 g, 7.9 mmol) in THF (15mL) was added (*R*)-1-(4-methoxyphenyl)ethanamine (1.79 g, 11.9 mmol) and Ti(OEt)<sub>4</sub> (2 mL) at RT under N<sub>2</sub>, then stirred at 85°C for 18h. The mixture was concentrated in vacuo, then MeOH (10 mL) was added at RT, followed by the slow addition of LiBH<sub>4</sub> (0.33 g, 15.8 mmol). The mixture was stirred at RT for 2h. The reaction was then quenched with H<sub>2</sub>O (5 mL) and extracted with EtOAc (15mL x 3). The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure to give the title compound as a colorless oil (2.0 g, 66%).

[0232] MS (ES+) C<sub>23</sub>H<sub>36</sub>N<sub>2</sub>O<sub>3</sub> requires: 388, found: 389 [M+H]<sup>+</sup>.

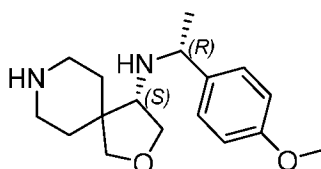
[0233] **(R)-N-((R)-1-(4-methoxyphenyl)ethyl)-8-azaspiro[4.5]decan-1-amine** A mixture of the product from the previous step (2.0 g, 5.2 mmol) in HCl / MeOH (3 M, 10 mL) was stirred at RT for 2 h. The mixture was then concentrated in vacuo. An aqueous solution of NaOH was then added to adjust the pH to 10~12. The mixture was extracted with EtOAc (15 mL x 3). The combined organic layers were separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and

concentrated under reduced pressure to give the crude title product as a colorless oil (1.2 g, 86%), which was used directly without further purification.

[0234] MS (ES+)  $C_{18}H_{28}N_2O$  requires: 288, found: 289  $[M+H]^+$ .

INTERMEDIATE 103

5 **(S)-N-((R)-1-(4-Methoxyphenyl)ethyl)-2-oxa-8-azaspiro[4.5]decan-4-amine**



[0235] **tert-Butyl 4-hydroxy-2-oxa-8-azaspiro[4.5]decane-8-carboxylate** To a solution of 2-oxa-8-azaspiro[4.5]decan-4-ol (1.0 g, 6.4 mmol) in  $CH_2Cl_2$  (15 mL), was added di-tert-butyl dicarbonate (1.7 g, 7.6 mmol) at RT, then  $Et_3N$  (1.2 mL, 12.8 mmol) was added at RT. The reaction mixture was stirred at RT for 2h, quenched with  $H_2O$  (5 mL) and extracted with EtOAc (15 mL x 3). The organic layer was separated and washed with brine, dried over  $Na_2SO_4$ , filtered, and concentrated under reduced pressure to give the title compound as a colorless oil (1.5g, 90%), which was used directly without further purification.

15 [0236] MS (ES+)  $C_{13}H_{23}NO_4$  requires: 257, found: 280  $[M+Na]^+$ .

[0237] **tert-Butyl 4-oxo-2-oxa-8-azaspiro[4.5]decane-8-carboxylate** To a solution of the product from the previous step (1.5 g, 5.8 mmol) in  $CH_2Cl_2$  (15 mL) was added Dess-Martin reagent (3.7 g, 8.7 mmol) at rt. The resulting mixture was stirred at rt overnight. The reaction mixture was filtered, then quenched with  $H_2O$  (5 mL) and extracted with EtOAc (15 mL x 3). The organic layer was separated and washed with brine, dried over  $Na_2SO_4$ , filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 5: 1) to give the title compound as a colorless oil (1.2g, 86%).

[0238] MS (ES+)  $C_{13}H_{21}NO_4$  requires: 255, found: 200  $[M-55]^+$ .

25 [0239] **(S)-tert-Butyl 4-((R)-1-(4-methoxyphenyl)ethylamino)-2-oxa-8-azaspiro[4.5]decane-8-carboxylate** To a solution of the product from the previous step in THF (15 mL) was added (R)-1-(4-methoxyphenyl)ethanamine (1.06 g, 7.06 mmol) and  $Ti(OEt)_4$  (2 mL) at

RT under N<sub>2</sub>, then stirred at 85°C for 18h. The residue was concentrated in vacuo, then MeOH (10 mL) was added. LiBH<sub>4</sub> (0.35 g, 14.8 mmol) was added at RT slowly, then the mixture was stirred at RT for 2h. The reaction was quenched with the addition of H<sub>2</sub>O (5 mL). The mixture was extracted with EtOAc (15 mL x 3). The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (petroleum ether: EtOAc = 4: 1) to give the title compound as a colorless oil (1.3 g, 72%).

[0240] MS (ES+) C<sub>22</sub>H<sub>34</sub>N<sub>2</sub>O<sub>4</sub> requires: 390, found: 391 [M+H]<sup>+</sup>.

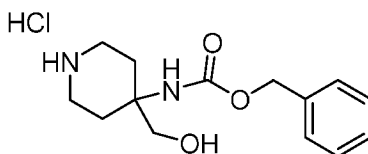
[0241] (S)-N-((R)-1-(4-Methoxyphenyl)ethyl)-2-oxa-8-azaspiro [4.5]decan-4- amine

[0242] A mixture of (S)-tert-butyl 4-((R)-1-(4-methoxyphenyl)ethylamino)-2-oxa-8-azaspiro[4.5]decan-8-carboxylate (1.3 g, 3.3 mmol) in HCl/MeOH (3 M, 10 mL) was stirred at RT for 2 h. Concentrated in vacuo and aqueous solution of NaOH was added to adjust the pH to 10-12, extracted with EtOAc (25 mL x 3). The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure to give the crude (S)-N-((R)-1-(4-methoxyphenyl) ethyl)-2-oxa- 8-azaspiro[4.5]decan-4-amine as a colorless oil (800 mg, yield: 89%) which was used directly without further purification.

[0243] MS (ES+) C<sub>17</sub>H<sub>26</sub>N<sub>2</sub>O<sub>2</sub> requires: 290, found: 291 [M+H]<sup>+</sup>.

#### INTERMEDIATE 104

20 **Benzyl 4-(hydroxymethyl)piperidin-4-yl carbamate hydrochloride**



[0244] **tert-Butyl 4-(benzyloxycarbonylamino)-4-(hydroxymethyl)piperidine-1-carboxylate** To a solution of tert-butyl 4-amino-4-(hydroxymethyl)piperidine-1-carboxylate (355 mg, 1.54 mmol) and benzyl chloroformate (288 mg, 1.69 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (20 mL) was added DIPEA (596 mg, 4.62 mmol) at 0 °C. The reaction mixture was stirred at RT for overnight. The solvent was removed and the residue was purified by silica gel column

chromatography (Petroleum ether: EtOAc = 2: 1) to give the titled compound as a white solid (450 mg, 80%).

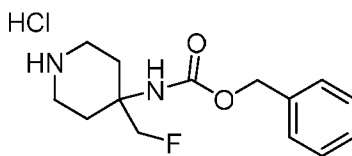
[0245] MS (ES+)  $C_{19}H_{28}N_2O_5$  requires: 364, found: 387.2  $[M+Na]^+$ .  $^1H$  NMR (500 MHz, DMSO- $d_6$ )  $\delta$  7.40-7.31 (m, 5H), 6.94 (s, 1H), 4.98 (s, 2H), 4.73 (t, J = 6.0 Hz, 1H), 3.65-3.61 (m, 2H), 3.41 (d, J = 6.0 Hz, 2H), 2.93-2.89 (m, 2H), 1.95-1.92 (m, 2H), 1.40-1.35 (m, 10H).

[0246] **Benzyl 4-(hydroxymethyl)piperidin-4-yl carbamate hydrochloride** A solution of the product from the previous step (182 mg, 0.5 mmol) in HCl/MeOH (4M, 2 mL) was stirred at RT for 4 h. The solvent was removed under reduced pressure to give the title compound as a colorless oil (150 mg, 100%) which was used directly without further purification.

10 [0247] MS (ES+)  $C_{14}H_{21}ClN_2O_3$  requires: 264, found: 265.3  $[M+H]^+$ .

#### INTERMEDIATE 105

#### **Benzyl 4-(fluoromethyl)piperidin-4-yl carbamate hydrochloride**

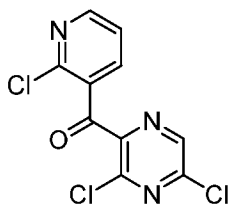


15 [0248] **tert-Butyl 4-(benzyloxycarbonylamino)-4-(fluoromethyl)piperidine-1-carboxylate**  
To a solution of tert-butyl 4-(benzyloxycarbonylamino)-4-(hydroxymethyl)piperidine-1-carboxylate (255 mg, 0.7 mmol) in  $CH_2Cl_2$  (10 mL) was added diethylaminosulfur trifluoride (147 mg, 0.9 mmol) at 0 °C. The resulting mixture was stirred at 5 °C for 3h. The solvent was removed and the residue was purified by silica gel column chromatography (Petroleum ether :  
20 EtOAc = 4: 1) to give the title compound as a white solid (180 mg, 70%).

[0249] MS (ES+)  $C_{19}H_{27}FN_2O_4$  requires: 366, found: 389.2  $[M+Na]^+$ .

[0250] **Benzyl 4-(fluoromethyl)piperidin-4-yl carbamate hydrochloride** A solution of the product from the previous step (92 mg, 0.25 mmol) in HCl/MeOH (4M, 2 mL) was stirred at RT for 4h. The solvent was removed under reduced pressure to give the title compound as a  
25 colorless oil (75 mg, 100%) which was used directly without further purification.

[0251] MS (ES+)  $C_{14}H_{20}ClFN_2O_2$  requires: 266, found: 267  $[M+H]^+$ .

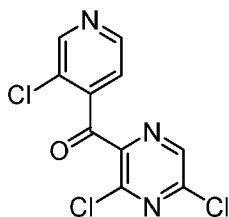
INTERMEDIATE 106**(2-Chloropyridin-3-yl)(3,5-dichloropyrazin-2-yl)methanone**

5 [0252] **(2-Chloropyridin-3-yl)(3,5-dichloropyrazin-2-yl)methanol** To a -78 °C solution of LDA (2.0M in hexane, 22.0 mmol) in dry THF (40 mL), under argon was slowly added 2,6-dichloropyrazine (1.65 g, 11.1 mmol) in THF (10 mL). After addition was completed, the resulting mixture was stirred at -78 °C for an additional 1 h, then 2-chloronicotinaldehyde (2.34 g, 16.6 mmol) in THF (10 mL) was added dropwise. The reaction mixture was stirred for another  
10 hour, then quenched with hydrochloric acid (3.6 mL) / EtOH (15 mL) / THF (18 mL) mixture, and warmed to RT. The reaction mixture was diluted with saturated aqueous NaHCO<sub>3</sub> and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a yellow  
15 solid (880 mg, 27%).

[0253] MS (ES+) C<sub>10</sub>H<sub>6</sub>Cl<sub>3</sub>N<sub>3</sub>O requires: 289, found: 290 [M+H]<sup>+</sup>.

[0254] **(2-Chloropyridin-3-yl)(3,5-dichloropyrazin-2-yl)methanone** To a solution of the product from the previous step (0.88 g, 3.0 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (30 mL) was added solid MnO<sub>2</sub> (5.28 g, 60.0 mmol) in portions. The resulting mixture was stirred at RT overnight. The  
20 reaction mixture was filtered, and the filtrate was concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether: EtOAc = 4: 1) to give the title compound as a yellow solid (380 mg, 43%).

[0255] MS (ES+) C<sub>10</sub>H<sub>4</sub>Cl<sub>3</sub>N<sub>3</sub>O requires: 287, found: 288 [M+H]<sup>+</sup>.

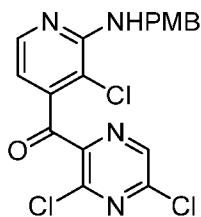
INTERMEDIATE 107**(3-Chloropyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone**

**[0256] (3-Chloropyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanol** To a -78 °C solution of LDA (2.0M in hexane, 22.0 mmol) in dry THF (40 mL), under argon was slowly added 2,6-dichloropyrazine (1.65 g, 11.1 mmol) in THF (5 mL). After addition was completed, the resulting mixture was stirred at -78 °C for an additional 1 h, then 3-chloroisonicotinaldehyde (2.34 g, 16.6 mmol) in THF (5 mL) was added dropwise. The reaction mixture was stirred for another hour, then quenched with hydrochloric acid (3.6 mL) / EtOH (15 mL) / THF (18 mL) mixture, and warmed to rt. The reaction mixture was diluted with saturated aqueous NaHCO<sub>3</sub> and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether: EtOAc = 2: 1) to give the crude title compound as a yellow solid (900 mg) which was used in next step without further purification.

**[0257]** MS (ES+) C<sub>10</sub>H<sub>6</sub>Cl<sub>3</sub>N<sub>3</sub>O requires: 289, found: 290 [M+H]<sup>+</sup>.

**[0258] (3-Chloropyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone** To a solution of the crude product from the previous step (0.9 g, 3.1 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (30 mL) was added solid MnO<sub>2</sub> (5.46 g, 62.0 mmol) in portions. The resulting mixture was stirred at rt overnight. The reaction mixture was filtered, and the filtrate was concentrated under reduced pressure. The residue was purified by Prep-HPLC to give the title compound as a yellow solid (118 mg, 4% over 2 steps).

**[0259]** MS (ES+) C<sub>10</sub>H<sub>4</sub>Cl<sub>3</sub>N<sub>3</sub>O requires: 287, found: 288 [M+H]<sup>+</sup>.

INTERMEDIATE 108**(3-Chloro-2-(4-methoxybenzylamino) pyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone**

5 [0260] **(2,3-Dichloropyridin-4-yl)methanol** A mixture of 2,3-dichloroisonicotinic acid (19.2g, 10 mmol) in  $\text{BH}_3/\text{THF}$  (1 M, 300 mL) was stirred at 60 °C for 3 h. After cooling to RT, MeOH (100 mL) was slowly added, then the reaction mixture was concentrated and diluted with  $\text{H}_2\text{O}$  (100 mL) and extracted with EtOAc (200 mL  $\times$  3). The organic layer was separated and washed with brine, dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated under reduced pressure to give  
 10 the crude title compound (15.4 g, yield 87%) as a yellow solid which was used directly without further purification.

[0261] MS (ES+)  $\text{C}_6\text{H}_5\text{Cl}_2\text{NO}$  requires: 177, found: 178  $[\text{M}+\text{H}]^+$ .

[0262] **(3-Chloro-2-(4-methoxybenzylamino)pyridin-4-yl)methanol** A mixture of the product from the previous step (15.4 g, 86.5 mmol) in (4-methoxyphenyl)methanamine (15 mL)  
 15 was stirred at 150°C for 4 h. The mixture was purified by silica gel column chromatography (Petroleum ether: EtOAc = 4: 1~2: 1) to give the title compound as a yellow solid (20 g, yield 83.3%).

[0263] MS (ES+)  $\text{C}_{14}\text{H}_{15}\text{ClN}_2\text{O}_2$  requires: 278, found: 279  $[\text{M}+\text{H}]^+$ .

[0264] **3-Chloro-2-(4-methoxybenzylamino)isonicotinaldehyde** To a solution of the  
 20 product from the previous step (20 g, 71.9 mmol) in DCM (2 L) was added  $\text{MnO}_2$  (125 g, 1.38 mol) in portionwise. The mixture was stirred at RT overnight. The reaction was filtered and the filtrate was purified by silica gel column chromatography (Petroleum ether: EtOAc = 10:1~5:1) to give the title compound as a yellow solid (15 g, yield 75.7%).

[0265] MS (ES+)  $\text{C}_{14}\text{H}_{13}\text{ClN}_2\text{O}_2$  requires: 276, found: 277  $[\text{M}+\text{H}]^+$ .

25 [0266] **(3-Chloro-2-(4-methoxybenzylamino)pyridin-4-yl) (3,5-dichloropyrazin-2-yl)methanol** To a -78 °C solution of LDA (2.0M in hexane, 22.0 mmol) in dry THF (40 mL),

under argon was added 2,6-dichloropyrazine (1.648 g, 11.0 mmol) in THF (10 mL) slowly. After addition was complete, the resulting mixture was stirred at -78 °C for an additional 1 h, then the product from the previous step (4.55 g, 16.5 mmol) in THF (30 mL) was added dropwise. The reaction mixture was stirred for another hour, then quenched with HCl (1.8 mL) / EtOH (7.5 mL) / THF (9.0 mL) mixture, and warmed to RT. The reaction mixture was diluted with saturated aqueous NaHCO<sub>3</sub> solution and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether: EtOAc = 3: 1) to give the title compound as a yellow solid (500 mg, yield 10.7%).

10 [0267] MS (ES+) C<sub>18</sub>H<sub>15</sub>Cl<sub>3</sub>N<sub>4</sub>O<sub>2</sub> requires: 424, found: 425 [M+H]<sup>+</sup>.

[0268] **(3-Chloro-2-(4-methoxybenzylamino)pyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone**

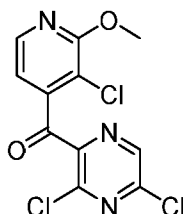
To a solution of the product from the previous step (500 mg, 1.18 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (200 mL) was added solid MnO<sub>2</sub> (2.05 g, 23.58 mmol) portionwise. The result mixture was stirred at RT overnight. The reaction mixture was filtered off and the filtrate was concentrated to give the titled compound as a yellow solid (480 mg, yield 96%).

15

[0269] MS (ES+) C<sub>18</sub>H<sub>13</sub>Cl<sub>3</sub>N<sub>4</sub>O<sub>2</sub> requires: 422, found: 423 [M+H]<sup>+</sup>.

#### INTERMEDIATE 109

**(3-Chloro-2-methoxypyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone**



20

[0270] **(3-Chloro-2-methoxypyridin-4-yl)methanol** Freshly prepared NaOMe in MeOH (from Na (4.12g) in dry MeOH (45 mL)) was added dropwise to a solution of (2,3-dichloropyridin-4-yl)methanol (15 g, 87.2 mmol) in dry MeOH (20 mL). The reaction mixture was refluxed overnight, allowed to cool to RT and concentrated. The resulting mixture was quenched with H<sub>2</sub>O (300 mL) and extracted with EtOAc (3 × 300 mL). The combined organic

25

layers were washed with brine (3 × 100mL), dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated in vacuo to afford crude the title compound (13 g, yield 86.6%).

[0271] MS (ES+) C<sub>7</sub>H<sub>8</sub>ClNO<sub>2</sub> requires: 173, found: 174 [M+H]<sup>+</sup>.

5 [0272] **3-Chloro-2-methoxyisonicotinaldehyde** To a solution of the product from the previous step (13 g, 75.1 mmol) in DCM (2 L) was added MnO<sub>2</sub> (130 g, 1.5 mol) portionwise. The mixture was stirred at RT overnight. The reaction was filtered, and the filtrate was purified by silica gel column chromatography (Petroleum ether: EtOAc =10:1 ~ 8:1) to give the title compound as a white solid (10 g, yield 78.1%).

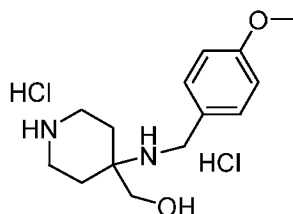
[0273] MS (ES+) C<sub>7</sub>H<sub>6</sub>ClNO<sub>2</sub> requires: 171, found: 172 [M+H]<sup>+</sup>.

10 [0274] **(3-Chloro-2-methoxypyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanol** To a -78°C solution of LDA (2.0M in hexane, 22.0 mmol) in dry THF (40 mL) under argon was added 2,6-dichloropyrazine (1.648 g, 11.0 mmol) in THF (10 mL) slowly. After addition was complete, the resulting mixture was stirred at -78 °C for an additional 1 h, then the product from the previous step (2.82 g, 16.5 mmol) in THF (10 mL) was added dropwise. The reaction mixture  
15 was stirred for another hour, then quenched with HCl (1.8 mL) / EtOH (7.5 mL) / THF (9.0 mL) mixture, and warmed to RT. The reaction mixture was diluted with sat. aq. NaHCO<sub>3</sub> solution and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 3: 1) to give the title compound as a white  
20 solid (500 mg, yield 14.2%).

[0275] MS (ES+) C<sub>11</sub>H<sub>8</sub>Cl<sub>3</sub>N<sub>3</sub>O<sub>2</sub> requires: 319, found: 320 [M+H]<sup>+</sup>.

[0276] **(3-Chloro-2-methoxypyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone** To a solution of the product from the previous step (500 mg, 1.56 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (200 mL) was added solid MnO<sub>2</sub> (2.71 g, 31.2 mmol) portionwise. The result mixture was stirred at RT  
25 overnight. The reaction mixture was filtered, and the filtrate was concentrated to give the title compound as a white solid (480 mg, yield 96%).

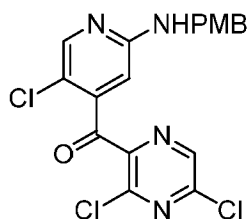
[0277] MS (ES+) C<sub>11</sub>H<sub>6</sub>Cl<sub>3</sub>N<sub>3</sub>O<sub>2</sub> requires: 317, found: 318 [M+H]<sup>+</sup>.

INTERMEDIATE 110**(4-(4-Methoxybenzylamino)piperidin-4-yl)methanol dihydrochloride**5 **[0278] tert-Butyl 4-(hydroxymethyl)-4-(4-methoxybenzylamino)piperidine-1-carboxylate**

**[0279]** To a solution of tert-butyl 4-amino-4-(hydroxymethyl)piperidine-1-carboxylate (100 mg, 0.43 mmol) and  $K_2CO_3$  (119 mg, 0.86 mmol) in DMF (5 mL) was added 1-(chloromethyl)-4-methoxybenzene (81 mg, 0.52 mmol). The mixture was stirred at 50 °C overnight.  $H_2O$  (20mL) was added, and the resulting mixture was extracted with EtOAc (20 mL x 3), dried and concentrated. The residue was purified by Prep-TLC eluting with PE: EtOAc=2:1 to give the title compound as a colorless oil (85 mg, 57%). MS (ES+)  $C_{19}H_{30}N_2O_4$  requires: 350, found: 351  $[M+H]^+$ .

**[0280] (4-(4-Methoxybenzylamino)piperidin-4-yl)methanol dihydrochloride**

**[0281]** A solution of the product from the previous step (85 mg, 0.24 mmol) in 4M HCl / MeOH (3 mL) was stirred at RT for 4 h. The solvent was removed to give the title compound as a white solid (78 mg, 100%), which was used directly without further purification. MS (ES+)  $C_{14}H_{24}Cl_2N_2O_2$  requires: 250, found: 251.2  $[M+H]^+$ .

INTERMEDIATE 11120 **(5-Chloro-2-(4-methoxybenzylamino)pyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone**

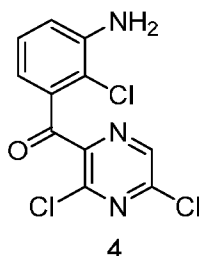
**[0282]** To a solution of (5-chloro-2-(4-methoxybenzylamino)pyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanol (170 mg, 0.4 mmol) in DCM (20 mL) was added Dess-Martin

reagent (255 mg, 0.6 mmol) at 0 °C. The reaction mixture was stirred at RT for 4h, then poured into aq. NaHCO<sub>3</sub> and extracted with EtOAc (25 mL x 3). The organic layers were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by Prep-TLC eluting with PE : EtOAc=3 : 1 to give the title compound as a yellow solid (137 mg, 80%).

5 [0283] MS (ES+) C<sub>18</sub>H<sub>13</sub>Cl<sub>3</sub>N<sub>4</sub>O<sub>2</sub> requires: 422, found: 423.1 [M+H]<sup>+</sup>.

INTERMEDIATE 112

**(3-Amino-2-chlorophenyl)(3,5-dichloropyrazin-2-yl)methanone**



10

[0284] **(2-Chloro-3-nitrophenyl)(3,5-dichloropyrazin-2-yl)methanol** To a solution of 2,6-dichloropyrazine (1.06 g, 7.2 mmol) in THF (10 mL) was added 2 M LDA in THF (7.2 mL, 14.4 mmol) at -78 °C under N<sub>2</sub> slowly. The mixture was then stirred at -78 °C for 1 h. A solution of 2-chloro-3-nitrobenzaldehyde (2.0 g, 10.8 mmol) in THF (5 mL) was added, and the mixture was stirred at -78 °C for another 1 h. The reaction was then quenched with aq. NH<sub>4</sub>Cl (10 mL), then the mixture was extracted with EtOAc (20 mL x 3). The combined organic layers were washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated. The residue was purified by column chromatography on silica gel, eluting with PE:EtOAc =3:1 to give the title compound as a yellow solid (1.2g, 50%).

15

20 [0285] MS (ES+) C<sub>11</sub>H<sub>6</sub>Cl<sub>3</sub>N<sub>3</sub>O<sub>3</sub> requires: 333, found: 334 [M+H]<sup>+</sup>.

[0286] **(2-Chloro-3-nitrophenyl)(3,5-dichloropyrazin-2-yl)methanone** To a solution of the product from the previous step in DCM (15 mL) was added MnO<sub>2</sub> (3.1 g, 36 mmol) at RT, then the mixture was stirred for 18 h, filtered and concentrated in vacuo. The residue was purified by column chromatography on silica gel, eluting with PE: EtOAc=4:1 to give the title compound as a white solid (0.6g, 50%).

25

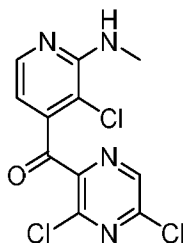
[0287] MS (ES+) C<sub>11</sub>H<sub>4</sub>Cl<sub>3</sub>N<sub>3</sub>O<sub>3</sub> requires: 331, found: 332 [M+H]<sup>+</sup>.

[0288] **(3-Amino-2-chlorophenyl)(3,5-dichloropyrazin-2-yl)methanone** To a solution of the product from the previous step (0.6 g, 1.8 mmol) in EtOH (10 mL) was added SnCl<sub>2</sub>·2H<sub>2</sub>O (0.8 g, 3.6 mmol) at RT. The mixture was then stirred at 90 °C for 18 h, then concentrated in vacuo. The residue was purified by column chromatography on silica gel, eluting with PE:EtOAc =1:1 to give the titled compound as a white solid (0.4g, 74%).

[0289] MS (ES+) C<sub>11</sub>H<sub>6</sub>Cl<sub>3</sub>N<sub>3</sub>O requires: 301, found: 302 [M+H]<sup>+</sup>.

### INTERMEDIATE 113

#### (3-Chloro-2-(methylamino)pyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone



[0290] **(3-Chloro-2-(methylamino)pyridin-4-yl)methanol** To a solution of (2,3-dichloropyridin-4-yl)methanol (15.4 g, 87 mmol) in CH<sub>3</sub>NH<sub>2</sub> (7 M in H<sub>2</sub>O, 200 mL) was added MeOH (20 mL). The reaction mixture was stirred at 120 °C for 24 h, allowed to cool to RT and concentrated. The mixture was poured into H<sub>2</sub>O (100 mL) and extracted with EtOAc (3 × 300 mL). The combined organic layers were washed with brine (3 × 100mL), dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated in vacuo to afford the titled compound crude (13 g, yield 86.6%).

[0291] MS (ES+) C<sub>7</sub>H<sub>9</sub>ClN<sub>2</sub>O requires: 172, found: 173 [M+H]<sup>+</sup>.

[0292] **3-Chloro-2-(methylamino)isonicotinaldehyde** To a solution of the product from the previous step (13 g, 75.5 mmol) in DCM (2 L) was added MnO<sub>2</sub> (131 g, 1.5 mol) portionwise. The mixture was stirred at RT overnight. The reaction was filtered, and the filtrate was purified by silica gel column chromatography (Petroleum ether: EtOAc =10:1~ 4:1) to give the title compound as a yellow solid (11 g, yield 84.6%).

[0293] MS (ES+) C<sub>7</sub>H<sub>7</sub>ClN<sub>2</sub>O requires: 170, found: 171 [M+H]<sup>+</sup>.

[0294] **(3-Chloro-2-(methylamino)pyridin-4-yl)(3,5-dichloropyrazin-2-yl) methanol**

[0295] To a -78 °C solution of LDA (2.0M in hexane, 22.0 mmol) in dry THF (40 mL) under argon was added 2,6-dichloropyrazine (1.648 g, 11.0 mmol) in THF (10 mL) slowly. After addition was complete, the resulting mixture was stirred at -78 °C for an additional 1 h, then the product from the previous step (2.8 g, 16.5 mmol) in THF (10 mL) was added dropwise. The reaction mixture was stirred for another hour, then quenched with HCl (1.8 mL) / EtOH (7.5 mL) / THF (9.0 mL) mixture, and warmed to RT. The reaction mixture was diluted with sat. aq. NaHCO<sub>3</sub> solution and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 3: 1) to give the title compound as a yellow solid (500 mg, yield 14.2%).

[0296] S (ES+) C<sub>11</sub>H<sub>9</sub>Cl<sub>3</sub>N<sub>4</sub>O requires: 318, found: 319 [M+H]<sup>+</sup>.

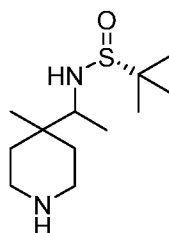
[0297] **(3-Chloro-2-(methylamino)pyridin-4-yl)(3,5-dichloropyrazin-2-yl)methanone**

[0298] To a solution of the product from the previous step (500 mg, 1.56 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (200 mL) was added solid MnO<sub>2</sub> (2.71g, 31.2 mmol) portionwise. The resulting mixture was stirred at RT overnight. The reaction mixture was filtered, and the filtrate was concentrated to give the titled compound as a yellow solid (480 mg, yield 96%).

[0299] MS (ES+) C<sub>11</sub>H<sub>7</sub>Cl<sub>3</sub>N<sub>4</sub>O requires: 316, found: 317 [M+H]<sup>+</sup>.

#### INTERMEDIATE 114

20 **(R)-2-methyl-N-(1-(4-methylpiperidin-4-yl)ethyl)propane-2-sulfonamide**



[0300] *tert*-Butyl 4-(methoxy(methyl)carbamoyl)-4-methylpiperidine-1-carboxylate

25 [0301] To a solution of 1-(*tert*-butyloxycarbonyl)-4-methylpiperidine-4-carboxylic acid (15 g, 61.7 mmol), *N,O*-dimethylhydroxylamine hydrochloride (12 g, 123.4 mmol) and HATU (30.8 g,

80.2 mmol) in DMF (100 mL) was added TEA (25 g). The mixture was stirred at RT overnight. The mixture was diluted with EtOAc (700 mL) and washed with aq. NH<sub>4</sub>Cl (200 mL × 5). The organic phase was dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated to obtain the title compound as a brown oil (15 g, 90%).

5 [0302] MS (ES+) C<sub>14</sub>H<sub>26</sub>N<sub>2</sub>O<sub>4</sub> requires: 286, found: 287 [M+H]<sup>+</sup>.

[0303] **tert-Butyl 4-acetyl-4-methylpiperidine-1-carboxylate** To a solution of the product from the previous step (5 g, crude) in THF (50 mL) was added MeMgCl (2M in THF, 26 mL, 52 mmol) at 0 °C. The mixture was stirred at RT overnight. The mixture was poured into cold aq. NH<sub>4</sub>Cl slowly then extracted with EtOAc (100 mL × 3). The organic phase was washed with  
10 brine (100 mL), dried with Na<sub>2</sub>SO<sub>4</sub>, and concentrated to obtain the title compound as a brown oil (4 g, 85%).

[0304] MS (ES+) C<sub>13</sub>H<sub>23</sub>NO<sub>3</sub> requires 241, found: 242 [M+H]<sup>+</sup>.

[0305] **(R,E)-tert-Butyl 4-(1-(tert-butylsulfinylimino)ethyl)-4-methylpiperidine-1-carboxylate** To a solution of the product from the previous step (2.0 g, 8.3 mmol) in dry THF  
15 (20 mL) was added (R)-2-methylpropane-2-sulfinamide (2.0 g, 16.6 mmol) and Ti(OEt)<sub>4</sub> (6 mL). The mixture was stirred at 85 °C overnight. The mixture was concentrated and used directly for the next step.

[0306] MS (ES+) C<sub>17</sub>H<sub>32</sub>N<sub>2</sub>O<sub>3</sub>S requires: 344, found: 345 [M+H]<sup>+</sup>.

[0307] **tert-Butyl 4-(1-((R)-1,1-dimethylethylsulfonamido)ethyl)-4-methylpiperidine-1-carboxylate and diastereomer** To a mixture of the product from the previous step (2 g, crude) in MeOH (10 mL) was added NaBH<sub>4</sub> (631 mg, 16.6 mmol) at 0 °C. The resulting mixture was stirred at RT for 4 hours. The mixture was quenched with water (10 mL), then concentrated under vacuum. EtOAc (50 mL) was added and filtered through a short CELITE® column. The aqueous phase was extracted with EtOAc (50 mL × 3), then the organic phases were combined  
20 and washed with brine (50 mL), dried with MgSO<sub>4</sub>, concentrated and purified by Pre-HPLC to  
25 obtain the title compound as a white solid (isomer 1: 500 mg, isomer 2: 240 mg).

[0308] MS (ES+) C<sub>17</sub>H<sub>34</sub>N<sub>2</sub>O<sub>3</sub>S requires: 346, found: 347 [M+H]<sup>+</sup>.

[0309] **(R)-2-methyl-N-(1-(4-methylpiperidin-4-yl)ethyl)propane-2-sulfinamide** To a solution of *tert*-butyl 4-(1-((*R*)-1,1-dimethylethylsulfinamido)ethyl)-4-methylpiperidine-1-carboxylate (isomer 1, 200 mg) in DCM (10 mL) was added TFA (2 mL) slowly at 0°C and stirred at this temperature for 30 min, concentrated and used directly for the next step.

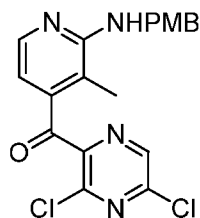
5 [0310] MS (ES+) C<sub>12</sub>H<sub>26</sub>N<sub>2</sub>OS requires: 246, found: 247 [M+H]<sup>+</sup>.

[0311] The same method was used to prepare the other diastereomer.

#### INTERMEDIATE 115

**(3,5-Dichloropyrazin-2-yl)(2-(4-methoxybenzylamino)-3-methylpyridin-4-yl)methanone**

10



[0312] **2-Fluoro-4-iodo-3-methylpyridine** To a solution of LDA (68 mL, 135 mmol) at -78 °C was added a solution of 2-fluoro-3-iodopyridine (30 g, 135 mmol) in THF (100 mL), and the mixture is stirred for 1 hour at -78°C under nitrogen. MeI (25 mL, 405 mmol) was then added, and the mixture was stirred for 30 min at -78 °C. The mixture was quenched with sat. aq. NaHCO<sub>3</sub> solution at -78 °C and then extracted with ether. The combined ether extracts were dried with MgSO<sub>4</sub> and concentrated in vacuo. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a brown solid (22 g, 69%).

15

20

[0313] MS (ES+) C<sub>6</sub>H<sub>5</sub>FIN requires: 237, found: 238 [M+H]<sup>+</sup>.

[0314] **Methyl 2-fluoro-3-methylisonicotinate** A mixture of the product from the previous step (22 g, 93 mmol), Pd(OAc)<sub>2</sub> (2.2 g, 9.8 mmol), 1,1'-bis(diphenylphosphino)ferrocene (5.1 g, 9.2 mmol), and NaHCO<sub>3</sub> (46.7 g, 556 mmol) in MeOH (1 L) was stirred overnight in a CO atmosphere at 80 °C. The mixture was cooled to room temperature, then water and sat. aq. NaHCO<sub>3</sub> solution were added. The mixture was then extracted with EtOAc. The organic layers was washed with saturated brine, and then dried over anhydrous sodium sulfate. The mixture was

25

filtered and concentrated under reduced pressure, and the obtained residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a colorless oil (12 g, 77%).

[0315] MS (ES+)  $C_8H_8FNO_2$  requires: 169, found: 170  $[M+H]^+$ .

5 [0316] **(2-Fluoro-3-methylpyridin-4-yl)methanol** To a solution of the product from the previous step (12 g, 71 mmol) in MeOH (100 mL) was added  $NaBH_4$  (11 g, 290 mmol) portionwise. The resulting mixture was stirred at RT for 0.5 h, concentrated in vacuo. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 2: 1) to give the title compound as a brown solid (9 g, 90%).

10 [0317] MS (ES+)  $C_7H_8FNO$  requires: 141, found: 142  $[M+H]^+$ .

[0318] **(2-(4-Methoxybenzylamino)-3-methylpyridin-4-yl)methanol** A solution of the product from the previous step (9.7 g, 69 mmol), methoxybenzylamine (14.1 g, 103 mmol) and  $K_2CO_3$  (14.1 g, 103 mmol) in DMSO (100 mL) was sealed and stirred at 150 °C for 1 hour. The reaction mixture was cooled to room temperature, then poured into cold water (500 mL) and  
15 extracted with EtOAc (500 mL × 2). The combined EtOAc solution was washed with brine, dried over  $Na_2SO_4$  and concentrated. The residue was purified by silica gel column chromatography (DCM: MeOH = 100: 3) to give the title compound as a brown solid (8 g, 45%).

[0319] MS (ES+)  $C_{15}H_{18}N_2O_2$  requires: 258, found: 259  $[M+H]^+$ .

[0320] **2-(4-Methoxybenzylamino)-3-methylisonicotinaldehyde** To a solution of the  
20 product from the previous step (8 g, 31 mmol) in  $CH_2Cl_2$  (1.5 L) was added  $MnO_2$  (54 g, 620 mmol). The mixture was stirred at RT overnight, then filtered. The filtrate was concentrated under reduced pressure, and the obtained residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a brown solid (7.2 g, 91%).

25 [0321] MS (ES+)  $C_{15}H_{16}N_2O_2$  requires: 256, found: 257  $[M+H]^+$ .

[0322] **(3,5-Dichloropyrazin-2-yl)(2-(4-methoxybenzylamino)-3-methyl pyridin-4-yl)-methanol** To a -78 °C solution of LDA (26 mL, 52 mmol) in dry THF (100 mL) under Ar was added 2,6-dichloropyrazine (3.9 g, 26 mmol) in 20 mL THF dropwise. The resulting

solution was stirred at -78 °C for 1h, then the product from the previous step (6.7 g, 26 mmol) in THF (20 mL) was added to the mixture dropwise at -78 °C. The resulting solution was stirred at -78 °C for 1 h, then quenched with HCl (1.8 mL) / EtOH (7.5 mL) / THF (9.0 mL) mixture and warmed to rt. The reaction mixture was diluted with sat. aq. NaHCO<sub>3</sub> solution and extracted with EtOAc. The combined organic layers were separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a yellow solid (1.1 g, 11%).

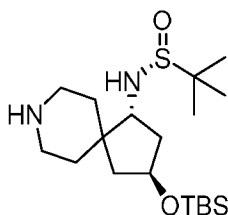
[0323] MS (ES+) C<sub>19</sub>H<sub>18</sub>Cl<sub>2</sub>N<sub>4</sub>O<sub>2</sub> requires: 404, found: 405 [M+H]<sup>+</sup>.

10 [0324] **(3,5-Dichloropyrazin-2-yl)(2-(4-methoxybenzylamino)-3-methyl pyridin-4-yl)-methanone** To a solution of the product from the previous step (1.1 g, 2.7 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (200 mL) was added MnO<sub>2</sub> (4.7 g, 54 mmol). The mixture was stirred at RT overnight, filtered, and concentrated under reduced pressure. The obtained residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 2: 1) to give the title compound as a brown solid  
15 (600 mg, 55%).

[0325] MS (ES+) C<sub>19</sub>H<sub>16</sub>Cl<sub>2</sub>N<sub>4</sub>O<sub>2</sub> requires: 402, found: 403 [M+H]<sup>+</sup>.

#### INTERMEDIATE 116

20 **(R)-N-((1R,3S)-3-(*tert*-butyldimethylsilyloxy)-8-azaspiro[4.5] decan-1-yl)-2-methylpropane-2-sulfinamide**



[0326] **tert-Butyl 2-oxo-6-oxaspiro[bicyclo[3.1.0]hexane-3,4'-piperidine]-1'-carboxylate**

25 [0327] A stirred solution of *tert*-butyl-1-oxo-8-azaspiro[4.5]dec-2-ene-8-carboxylate (500 mg; 1.99 mmol) in MeOH (10 mL) was added H<sub>2</sub>O<sub>2</sub> (13.93 mmol, 1.58 mL) followed by NaOH (656 μmol; 131 μL) at 0 °C. After 45 min, the reaction was quenched by addition of one drop

AcOH. The reaction mixture was poured into brine and extracted with EtOAc (3 × 25 mL). The combined organic layers were washed with NaHSO<sub>3</sub>, dried and concentrated to obtain the title compound (440 mg, yield 82.7%) as a light brown oil which was used directly in the next step.

[0328] MS (ES<sup>+</sup>): C<sub>14</sub>H<sub>21</sub>NO<sub>4</sub> requires: 267.1, found: 290.0 [M+Na]<sup>+</sup>, <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 4.08-3.95 (m, 1H), 3.92 (t, J = 2.0 Hz, 1H), 3.88-3.73 (m, 1H), 3.48 (d, J = 2.2 Hz, 1H), 2.92 (d, J = 11.5 Hz, 2H), 2.44 (d, J = 14.6 Hz, 1H), 1.87 (d, J = 14.6 Hz, 1H), 1.78 (ddd, J = 13.4, 11.4, 4.3 Hz, 1H), 1.70-1.62 (m, 1H), 1.45 (s, 9H), 1.32-1.18 (m, 2H).

[0329] **tert-Butyl 3-hydroxy-1-oxo-8-azaspiro[4.5]decane-8-carboxylate** A solution of the product from the previous step (979 mg, 3.7 mmol) in acetone (25 mL) was treated with NaI (2.0 g, 13.5 mmol), NaOAc (1.36 mmol, 111 mg) and AcOH (13.55 mmol, 776 μL) at 25 °C for 30 min. The iodine formed from the reaction was reduced by addition of a saturated aqueous Na<sub>2</sub>S<sub>2</sub>O<sub>3</sub> solution (25 mL), and the acetone was removed by evaporation. The remaining aqueous mixture was diluted with EtOAc (75 mL) and washed with water (2 × 25 mL), sat. aq. Na<sub>2</sub>CO<sub>3</sub> solution (3 × 25 mL), and brine (20 mL). The organic layer was dried (MgSO<sub>4</sub>) and concentrated. The residue was purified on silica gel eluting with EtOAc-DCM 10-50% to obtain the title compound (819 mg, 83% yield) as a white solid.

[0330] MS (ES<sup>+</sup>): C<sub>14</sub>H<sub>23</sub>NO<sub>4</sub> requires: 269.2, found: 292.1 [M+Na]<sup>+</sup>; <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 4.67-4.56 (m, 1H), 3.99-3.75 (m, 2H), 3.10-2.90 (m, 2H), 2.65 (dd, J = 18.4, 5.9 Hz, 1H), 2.46-2.33 (m, 1H), 2.19-2.04 (m, 2H), 1.97 (s, 1H), 1.85-1.76 (m, 1H), 1.70-1.62 (m, 2H), 1.45 (s, 9H).

[0331] **tert-Butyl 3-(tert-butyldimethylsilyloxy)-1-oxo-8-azaspiro[4.5] decane-8-carboxylate** A mixture of the product from the previous step (819 mg, 3.04 mmol), imidazole (4.56 mmol, 320.12 mg) and TBDMSCl (3.80 mmol, 590.61 mg) in DMF (5 mL) was stirred 16 h at room temperature. The reaction mixture was poured into a separation funnel containing sat. aq NH<sub>4</sub>Cl:H<sub>2</sub>O (1:1, 50 mL) and extracted with Et<sub>2</sub>O (5 × 20 mL). The combined organic phases were dried over MgSO<sub>4</sub> and filtered, and the volatiles were removed under reduced pressure. The resulting residue was purified by silica chromatography (0-30% EtOAc/heptane eluent) to give the title compound (965 mg, 82.7% yield) as a colorless oil.

[0332] MS (ES+): C<sub>20</sub>H<sub>37</sub>NO<sub>4</sub>Si requires: 383.2, found: 406.2 [M+Na]<sup>+</sup>, <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 4.47-4.42 (m, 1H), 3.92-3.74 (m, 2H), 3.04-2.84 (m, 2H), 2.49 (dd, J = 18.2, 5.7 Hz, 1H), 2.29 (d, J = 18.1 Hz, 1H), 2.07-1.93 (m, 2H), 1.75-1.67 (m, 1H), 1.64-1.56 (m, 2H), 1.40 (s, 9H), 1.24-1.21 (m, 1H), 0.81 (s, 9H), 0.01 (s, 3H), -0.00 (s, 3H).

5 [0333] **(*R,E*)-tert-butyl 3-(tert-butyldimethylsilyloxy)-1-((*R*)-tert-butylsulfinylimino)-8-azaspiro[4.5]decane-8-carboxylate and (*S,E*)-tert-butyl 3-(tert-butyldimethylsilyloxy)-1-((*R*)-tert-butylsulfinylimino)-8-azaspiro[4.5]decane-8-carboxylate** A solution of the product from the previous step (0.21 g, 547 μmol), Ti(OEt)<sub>4</sub> (2.19 mmol, 462 μL) and (*R*)-2-methylpropane-2-sulfinamide (1.09 mmol, 132.7 mg) in THF (3 mL) was heated at 65 °C for 16  
10 hours. The mixture was cooled to RT, quenched with sat. NaHCO<sub>3</sub> solution, and extracted with EtOAc (15 mL × 4). The combined organic layers were washed with brine (20 mL), dried (Na<sub>2</sub>SO<sub>4</sub>), filtered and concentrated, and the residue was purified on silica gel eluting with EtOAc-PE 0-45% to obtain first the (*R,E*)-isomer (R<sub>f</sub> = 0.75, 74 mg, 28% yield) as a white solid:

15 [0334] MS (ES+): C<sub>24</sub>H<sub>46</sub>N<sub>2</sub>O<sub>4</sub>SSi requires: 486.3, found: 509.3 [M+Na]<sup>+</sup>, <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 4.42-4.34 (m, 1H), 4.05-3.83 (m, 2H), 3.16 (dd, J = 19.0, 3.3 Hz, 1H), 3.04-2.73 (m, 3H), 1.88-1.77 (m, 2H), 1.75-1.63 (m, 3H), 1.40 (s, J = 3.3 Hz, 9H), 1.31-1.25 (m, 1H), 1.19 (s, 9H), 0.80 (s, 9H), 0.00 (d, J = 3.0 Hz, 6H).

[0335] followed by the the (*S,E*)-isomer (R<sub>f</sub> = 0.35, 75 mg, 28% yield) as a colorless oil:

20 [0336] MS (ES+): C<sub>24</sub>H<sub>46</sub>N<sub>2</sub>O<sub>4</sub>SSi requires: 486.3, found: 509.3 [M+Na]<sup>+</sup>, <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 4.47-4.38 (m, 1H), 4.01-3.81 (m, 2H), 3.07 (dd, J = 18.8, 5.6 Hz, 1H), 2.96-2.78 (m, 3H), 1.91 (d, J = 13.4 Hz, 1H), 1.77 (dd, J = 13.5, 5.0 Hz, 2H), 1.73-1.65 (m, 2H), 1.41 (s, 9H), 1.35-1.30 (m, 1H), 1.19 (s, 9H), 0.80 (s, 9H), -0.00 (s, 6H).

[0337] **(1*R*,3*S*)-tert-butyl 3-(tert-butyldimethylsilyloxy)-1-((*R*)-1,1-dimethyl ethylsulfinamido)-8-azaspiro[4.5]decane-8-carboxylate** To a solution of the product from the  
25 previous step (0.072 g, 148 μmol) in THF (5 mL) was added MeOH (0.5 mL) at -78 °C, followed by LiBH<sub>4</sub> (444 μmol, 222 μL). The resulting mixture was stirred for 4 h at -78 °C. Sat. NH<sub>4</sub>Cl solution was then added slowly to quench the excess of borohydride, followed by addition of EtOAc (25 mL). The resulting mixture was vigorously stirred for 15 min and then filtered through a pad of CELITE®. The volatiles were removed under reduced pressure, and the

resulting residue was purified by silica chromatography (0 to 50% EtOAc / heptane) to give the title compound (56 mg, 77% yield) as a colorless oil.

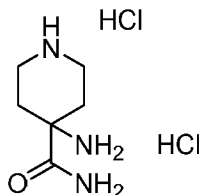
[0338] MS (ES<sup>+</sup>): C<sub>24</sub>H<sub>48</sub>N<sub>2</sub>O<sub>4</sub>SSi requires: 488.3, found: 489.3 [M+H]<sup>+</sup>; <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 4.26 (s, 1H), 4.04-3.78 (m, 2H), 3.27 (s, 1H), 2.95-2.75 (m, 2H), 2.29 (s, 1H), 1.891.51 (m, 7H), 1.41 (s, 9H), 1.26-1.20 (m, 1H), 1.16 (s, 9H), 0.83 (s, 9H), -0.00 (s, 6H).

[0339] **(R)-N-((1R,3S)-3-(tert-butyldimethylsilyloxy)-8-azaspiro[4.5] decan-1-yl)-2-methylpropane-2-sulfinamide** To the product from the previous step (50 mg, 102 μmol) in DCM (5 mL) was added TFA (0.5 mL). The mixture was stirred at RT for 2 hours, then concentrated to obtain the title compound (40 mg, 100% yield) as a pale oil which was used without further purification.

[0340] MS(ES<sup>+</sup>): C<sub>19</sub>H<sub>40</sub>N<sub>2</sub>O<sub>2</sub>SSi requires: 388.3, found: 389.3[M+H]<sup>+</sup>.

#### INTERMEDIATE 117

#### **4-Aminopiperidine-4-carboxamide dihydrochloride**



15

[0341] **tert-butyl 4-amino-4-carbamoylpiperidine-1-carboxylate** To a solution of tert-butyl 4-amino-4-cyanopiperidine-1-carboxylate (50 mg, 0.22 mmol) and K<sub>2</sub>CO<sub>3</sub> (61 mg, 0.44 mmol) in DMSO (1 mL) was added H<sub>2</sub>O<sub>2</sub> (30% in water, 25 mg, 0.44 mmol) slowly. The resulting mixture was stirred at RT for 72h. The reaction mixture was quenched with aqueous Na<sub>2</sub>S<sub>2</sub>O<sub>3</sub> (15 mL), extracted with CHCl<sub>3</sub>:i-PrOH (4 : 1, 30 mL × 3), washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated under reduced pressure to give the title compound as a colorless syrup solid (60 mg, crude).

20

[0342] MS (ES<sup>+</sup>) C<sub>11</sub>H<sub>21</sub>N<sub>3</sub>O<sub>3</sub> requires: 243, found 266 [M+Na]<sup>+</sup>.

[0343] **4-Aminopiperidine-4-carboxamide dihydrochloride** To a solution of tert-butyl 4-amino-4-carbamoylpiperidine-1-carboxylate (60 mg, 0.25 mmol) in MeOH (0.5mL) was added

25

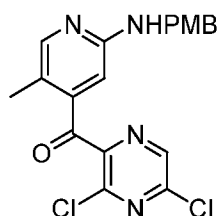
HCl / dioxane (4 M, 3 mL, 12 mmol). The resulting mixture was stirred at RT for 2h. The solid precipitated was filtered to give the title compound as a white solid (60 mg).

[0344] MS (ES+)  $C_6H_{13}N_3O$  requires: 143, found: 144  $[M+H]^+$ .

5

INTERMEDIATE 118

**(3,5-Dichloropyrazin-2-yl)(2-(4-methoxybenzylamino)-5-methyl pyridin-4-yl)methanone**



10 [0345] **Methyl 2-fluoro-5-methylisonicotinate** A mixture of 2-fluoro-4-iodo-5-methylpyridine (3.4 g, 14 mmol),  $Pd(OAc)_2$  (314 mg, 1.4 mmol), 1,1'-bis(diphenylphosphino)ferrocene (776 mg, 1.4 mmol), TEA (7 g, 70 mmol) in MeOH (200 mL) was stirred overnight in a CO atmosphere at 80 °C. The mixture was cooled to RT, then concentrated and purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a white solid (1.5 g, 75%).

15

[0346] MS (ES+)  $C_8H_8FNO_2$  requires: 169, found: 170  $[M+H]^+$ .

[0347] **(2-Fluoro-5-methylpyridin-4-yl)methanol** To a solution of the product from the previous step (1.2 g, 7.1 mmol) in MeOH (20 mL) was added  $NaBH_4$  (1.1 g, 29 mmol) portionwise. The resulting mixture was stirred at RT for 0.5h, the reaction mixture was concentrated in vacuo. The residue was dissolved in EtOAc (50 mL), washed with brine (50 mL  $\times$  3), and concentrated to give the title compound as a brown solid (970 mg, crude).

20

[0348] MS (ES+)  $C_7H_8FNO$  requires: 141, found: 142  $[M+H]^+$ .

[0349] **(2-(4-Methoxybenzylamino)-5-methylpyridin-4-yl)methanol** A solution of (2-fluoro-5-methylpyridin-4-yl)methanol (0.97 g, 6.9 mmol) in 4-methoxybenzylamine (5 mL) was sealed and stirred at 135 °C for 72 hours. The reaction mixture was cooled to RT, and then purified by silica gel column chromatography (DCM: MeOH = 100: 3) to give the title compound as a brown solid (800 mg, crude).

25

[0350] MS (ES+) C<sub>15</sub>H<sub>18</sub>N<sub>2</sub>O<sub>2</sub> requires: 258, found: 259 [M+H]<sup>+</sup>.

[0351] **2-(4-Methoxybenzylamino)-5-methylisonicotinaldehyde** To a solution of the product from the previous step (0.8 g, 3.1 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (300 mL) was added MnO<sub>2</sub> (5.4 g, 62 mmol), The mixture was stirred at RT overnight, then filtered. The filtrate was concentrated under reduced pressure, and the obtained residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) to give the title compound as a brown solid (720 mg, 90%).

[0352] MS (ES+) C<sub>15</sub>H<sub>16</sub>N<sub>2</sub>O<sub>2</sub> requires: 256, found: 257 [M+H]<sup>+</sup>.

[0353] **(3,5-Dichloropyrazin-2-yl)(2-(4-methoxybenzylamino)-5-methyl pyridin-4-**

**yl)methanol** To a -78°C solution of LDA (2.6 mL, 5.2 mmol) in dry THF (10 mL) under argon was added 2,6-dichloropyrazine (390 mg, 26 mmol) in THF (4 mL) dropwise at -78°C. The resulting solution was stirred at -78°C for 1 h, then the product from the previous step (670 mg, 2.6 mmol) in THF (4 mL) was added to the mixture dropwise at -78 °C. The resulting solution was stirred at -78 °C for 1 h, then quenched with HCl (1.8 mL) / EtOH (7.5 mL) / THF (9.0 mL) mixture, and warmed to RT. The reaction mixture was diluted with sat. aq. NaHCO<sub>3</sub> solution and extracted with EtOAc. The organic layer was separated and washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated under reduced pressure. The residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 4: 1) and further purified with Pre-HPLC to give the title compound as a yellow solid (80 mg, 6 %).

MS (ES+) C<sub>19</sub>H<sub>18</sub>Cl<sub>2</sub>N<sub>4</sub>O<sub>2</sub> requires: 404, found: 405 [M+H]<sup>+</sup>.

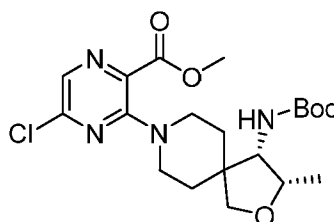
[0354] **(3,5-Dichloropyrazin-2-yl)(2-(4-methoxybenzylamino)-5-methyl pyridin-4-**

**yl)methanone** To a solution of the product from the previous step (80 mg, 0.20 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (10 mL) was added Dess-Martin periodinane (127 mg, 0.3 mmol) at 0°C, the mixture was stirred at 0°C for 1 hour, then another batch of Dess-Martin periodinane (127 mg, 0.3 mmol) was added and the mixture was stirred for another 4 hours at 0°C. The mixture was washed with aq. NaHCO<sub>3</sub> dried over MgSO<sub>4</sub>, and concentrated under reduced pressure, and the residue was purified by silica gel column chromatography (Petroleum ether : EtOAc = 2: 1) to give the title compound as a brown solid (20 mg, 25%).

[0355] MS (ES+) C<sub>19</sub>H<sub>16</sub>Cl<sub>2</sub>N<sub>4</sub>O<sub>2</sub> requires: 402, found: 403 [M+H]<sup>+</sup>.

INTERMEDIATE 119

**methyl 3-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-chloropyrazine-2-carboxylate**



5

**[0356] Methyl 3-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-**

**chloropyrazine-2-carboxylate.** To a solution of (3S,4S)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine dihydrochloride (5.1 g, 20.97 mmol) in Dioxane (105 ml) were added methyl 3,5-dichloropyrazine-2-carboxylate (4.34 g, 20.97 mmol) and Hunig'sBase (18.32 ml, 105 mmol) and the resulting mixture was stirred at 24°C for 18 h. H<sub>2</sub>O (20 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 20 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 100 % EtOAc in hexanes to give methyl 3-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-

15 chloropyrazine-2-carboxylate (1.6 g, 4.69 mmol, 22.38 % yield) as a pale yellow liquid. Mass: MS (ES<sup>+</sup>) C<sub>15</sub>H<sub>21</sub>ClN<sub>4</sub>O<sub>3</sub> requires: 340, found: 341 [M+Na]<sup>+</sup>.

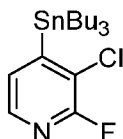
**[0357] Methyl 3-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-**

20 **azaspiro[4.5]decan-8-yl)-5-chloropyrazine-2-carboxylate.** To a solution of methyl 3-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-chloropyrazine-2-carboxylate (5.1 g, 14.96 mmol) in THF (100 ml) were added BOC-Anhydride (4.17 ml, 17.96 mmol) and TEA (2.503 ml, 17.96 mmol) and the resulting mixture was stirred at 25°C for 8 h. H<sub>2</sub>O (20 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 20 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 10 % EtOAc in hexanes to give methyl 3-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-

25

oxa-8-azaspiro[4.5]decan-8-yl)-5-chloropyrazine-2-carboxylate (6 g, 13.61 mmol, 91 % yield) as a yellow liquid. Mass: MS (ES+) C<sub>20</sub>H<sub>29</sub>ClN<sub>4</sub>O<sub>5</sub> requires: 440, found: 463 [M+Na]<sup>+</sup>.

INTERMEDIATE 120

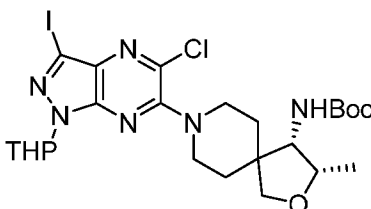


5

**[0358] 3-Chloro-2-fluoro-4-(tributylstannyl)pyridine.** To a solution of 3-chloro-2-fluoro-4-iodopyridine (500 mg, 1.945 mmol) in i-PrOH (20 mL) were added Sn<sub>2</sub>Bu<sub>6</sub> (2.25 g, 3.891 mmol), Pd<sub>2</sub>(dba)<sub>3</sub> (178 mg, 0.194 mmol), and DIPEA (752 mg, 5.836 mmol), flushed with Ar and stirred at 25 °C for 48 hours. The volatiles were removed under reduced pressure and the residue was purified via silica gel chromatography (100 % hexanes) to give the title compound as a colorless oil (700 mg, 80%). MS (ES+) C<sub>17</sub>H<sub>29</sub>ClFNSn requires: 421, found: 422 [M+H]<sup>+</sup>.

10

INTERMEDIATE 121



15

**Step 1: Ethyl 2-(3,5-dichloropyrazin-2-yl)-2-oxoacetate**

**[0359]** To a cooled (-78 °C, internal thermometer) solution of 2,6-dichloropyrazine (24) (25 g, 160 mmol) and diethyl oxalate (25 g, 170 mmol) in 500 mL of anhydrous THF under N<sub>2</sub> was added LDA (85 mL, 2M) dropwise so as to maintain the -78 °C internal temperature. The reaction was quenched cold 15 min after the addition was complete by the dropwise addition of acetic acid (9.6 mL, 160 mmol). The reaction mixture was poured into saturated NH<sub>4</sub>Cl solution and extracted with EtOAc (3 x 500 mL). The combined organic layers were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo to get the crude product which was purified by silica gel chromatography with a 0-10% ethyl acetate/petroleum gradient as eluent to give the product (9 g, 22 %) as a brown oil. <sup>1</sup>H NMR (400 MHz, CDCl<sub>3</sub>, two rotamers) δ 8.61 (s, 1H), 8.50 (s, 1H),

25

4.45 (q, J = 7.1 Hz, 2H), 4.33 (q, J = 7.1 Hz, 2H), 1.41 (t, J = 7.2 Hz, 3H), 1.27 (t, J = 7.1 Hz, 3H). MS (ES+): m/z 249.9 (M + 1). GCMS: 100%.

**Step 2: (Z)-Ethyl 2-(3,5-dichloropyrazin-2-yl)-2-hydrazonoacetate**

[0360] To a solution of hydrazine hydrate (3.4 g, 69 mmol) in 50 mL of ethanol at 0 °C was  
5 added hydrochloride aqueous (6 M, 11.5 mL, 69 mmol) dropwise. Then ethyl 2-(3,5-  
dichloropyrazin-2-yl)-2-oxoacetate (17 g, 69 mmol) in 45 mL of EtOH was added dropwise to  
the mixture. The reaction mixture was heated to 80°C for 2 h. It was then cooled, poured into  
saturated aqueous NaHCO<sub>3</sub> solution, and extracted with EtOAc (3 × 800 mL). The organic layers  
were combined, dried over Na<sub>2</sub>SO<sub>4</sub>, and concentrated in vacuo to give (Z)-ethyl 2-(3,5-  
10 dichloropyrazin-2-yl)-2-hydrazonoacetate (17.6 g, 98%) as a brown oil which was used in the  
next step directly. MS (ES+) C<sub>8</sub>H<sub>8</sub>Cl<sub>2</sub>N<sub>4</sub>O<sub>2</sub> requires: 262, found: 263 [M+H]<sup>+</sup>.

**Step 3: Ethyl 6-chloro-1H-pyrazolo[3,4-b]pyrazine-3-carboxylate**

[0361] To a solution of (Z)-ethyl 2-(3,5-dichloropyrazin-2-yl)-2-hydrazonoacetate (17.6 g, 67  
mmol) in 300 mL of THF at 0°C was added NaH (3.2 g, 134 mmol) slowly in portions. The  
15 reaction mixture was warmed to rt for 30 min. The reaction was quenched with saturated NH<sub>4</sub>Cl  
solution and then poured into saturated NH<sub>4</sub>Cl solution. The pH of the aqueous layer was  
adjusted to 5 with 1 N hydrochloride aqueous, and it was then extracted with EA (3 × 500 mL).  
The combined organic layers were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo to give  
the crude product which was recrystallized with EA to give ethyl 6-chloro-1H-pyrazolo[3,4-  
20 b]pyrazine-3-carboxylate (5.3 g, 35%) as a pale-yellow solid. MS (ES+) C<sub>8</sub>H<sub>7</sub>ClN<sub>4</sub>O<sub>2</sub> requires:  
226, found: 227 [M+H]<sup>+</sup>.

**Step 4: 6-Chloro-1H-pyrazolo[3,4-b]pyrazine-3-carboxylic acid**

[0362] A solution of ethyl 6-chloro-1H-pyrazolo[3,4-b]pyrazine-3-carboxylate (5 g, 22 mmol)  
in 6N HCl (30 mL) was stirred at 100°C for 16 h. Then the precipitate was filtered, washed with  
25 water and dried to give 6-chloro-1H-pyrazolo[3,4-b]pyrazine-3-carboxylic acid (3.7 g, 84%) as a  
brown solid. MS (ES+) C<sub>6</sub>H<sub>3</sub>ClN<sub>4</sub>O<sub>2</sub> requires: 198, found: 199 [M+H]<sup>+</sup>.

**Step 5: 6-Chloro-3-iodo-1H-pyrazolo[3,4-b]pyrazine**

[0363] To a stirred solution of 6-chloro-1H-pyrazolo[3,4-b]pyrazine-3-carboxylic acid (2.0 g,  
10 mmol) in DCE/H<sub>2</sub>O (20/20 mL) was added NaHCO<sub>3</sub> (2.5 g, 30 mmol), followed by added NaI

(3.9 g, 26 mmol), I<sub>2</sub> (3.3 g, 13 mmol). The resulting mixture was stirred at 100°C for 1 h. The mixture was poured into water and extracted with EtOAc (3 × 300 mL). The combined organic layers were washed with 10% Na<sub>2</sub>S<sub>2</sub>O<sub>3</sub> (500 mL) and saturated NaHCO<sub>3</sub> (500 mL). Then organic layers were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo to give the crude product  
5 which was washed with EtOAc. The precipate was filtered to give 6-chloro-3-iodo-1H-pyrazolo[3,4-b]pyrazine (1.6 g, 57%) as a yellow solid. MS (ES+) C<sub>5</sub>H<sub>2</sub>ClIN<sub>4</sub> requires: 280, found: 281 [M+H]<sup>+</sup>.

**Step 6: 6-Chloro-3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazine**

**[0364]** A mixture of 6-chloro-3-iodo-1H-pyrazolo[3,4-b]pyrazine (5 g, 17.857 mmol), DHP (3 g,  
10 35.714 mmol) in EtOAc (100 ml) was added TosOH (300 mg, 1.78 mmol) stirred at 60 °C for 2 hours, LCMS monitored, the mixture was purified via silica gel chromatography (0-50% EtOAc in PE) to give the title compound as a white solid (5.1 g, 78%). MS (ES+) C<sub>10</sub>H<sub>10</sub>ClIN<sub>4</sub>O requires: 363.96, found: 365 [M+H]<sup>+</sup>.

**Step 7: N-((3S,4S)-8-(3-Iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)-2-methylpropane-2-sulfinamide**

**[0365]** A mixture of 6-chloro-3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazine (1 g, 2.74 mmol), tert-butyl (3S,4S)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (740 mg, 2.74 mmol), and DIPEA (1.06 g, 8.22 mmol) in DMF(10 ml) stirred at 100°C for 3h, LCMS monitored, concentrated and purified via silica gel chromatography (30-50% EA in PE) to  
20 give the title compound as a yellow solid (1.3 g, 78%). MS (ES+) C<sub>23</sub>H<sub>35</sub>IN<sub>6</sub>O<sub>3</sub>S requires: 602, found: 603 [M+H]<sup>+</sup>.

**Step 8: (3S,4S)-8-(3-Iodo-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine**

**[0366]** A solution of N-((3S,4S)-8-(3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-  
25 b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)-2-methylpropane-2-sulfinamide (1.3 g, 2.16 mmol) in 4N HCl (10 ml in dioxane) stirred at 50°C for 1h, LCMS monitored, concentrated to obtain the title compound as a yellow solid (630 mg, crude). MS (ES+) C<sub>14</sub>H<sub>19</sub>IN<sub>6</sub>O requires: 414, found: 415 [M+H]<sup>+</sup>.

**Step 9: Tert-butyl (3S,4S)-8-(3-iodo-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-**

**azaspiro[4.5]decan-4-ylcarbamate**

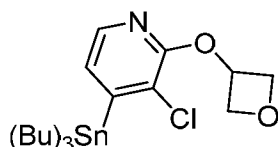
[0367] A mixture of (3S,4S)-8-(3-iodo-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine (600 mg, 1.45 mmol), Boc<sub>2</sub>O (380 mg, 1.74 mmol) and Et<sub>3</sub>N (440 mg, 4.35 mmol) was stirred at rt for 16h, LCMS monitored, concentrated and purified via silica gel chromatography (0 – 10% MeOH in DCM) to give the title compound as a yellow solid (720 mg, 92%). MS (ES+) C<sub>19</sub>H<sub>27</sub>N<sub>6</sub>O<sub>3</sub> requires: 514, found: 515 [M+H]<sup>+</sup>.

**Step 10: Tert-butyl (3S,4S)-8-(3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate**

[0368] A mixture of tert-butyl (3S,4S)-8-(3-iodo-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (720 mg, 1.4 mmol), DHP (840 mg, 8.4 mmol) and PPTs (10 mg, Cat.) was flushed with Ar refluxed overnight, LCMS monitored, concentrated and purified via silica gel chromatography (0 – 10% MeOH in DCM) to give the title compound as a yellow solid (750 mg, 89%). MS (ES+) C<sub>24</sub>H<sub>35</sub>N<sub>6</sub>O<sub>4</sub> requires: 598, found: 599 [M+H]<sup>+</sup>.

**Step 11: Tert-butyl (3S,4S)-8-(5-chloro-3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate**

[0369] To a solution of tert-butyl (3S,4S)-8-(3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (400 mg, 0.669 mmol) in DMF (4 ml) was added NCS (267 mg, 2.007 mmol), the mixture was stirred at room temperature for 1 hours, LCMS monitored, The mixture was quenched with a drop of NaHSO<sub>3</sub> (sat. aq.) and brine (15 ml), extracted with EtOAc (15 ml × 3), washed with water (15 ml), brine (15 ml), concentrated to obtained the title compound as a light yellow solid (300 mg, 75%). MS (ES+) C<sub>24</sub>H<sub>34</sub>ClN<sub>6</sub>O<sub>4</sub> requires: 632, found: 633 [M+H]<sup>+</sup>.

INTERMEDIATE 122

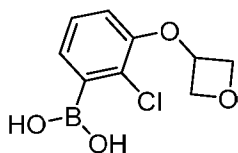
25

**Step 1: 3-Chloro-4-iodo-2-(oxetan-3-yloxy)pyridine**

[0370] A solution of oxetan-3-ol (345 mg, 0.467 mmol) in DMF (10 ml) was added NaH (60%, 202 mg, 0.56 mmol) at 0°C and stirred for 1 hour, 3-chloro-2-fluoro-4-iodopyridine (1 g, 0.389 mmol) in DMF (2 ml) was added, warmed to room temperature slowly and stirred for 1 hour, quenched with NH<sub>4</sub>Cl (sat. aq, 1 ml), added water 20 ml, stirred at 0°C for 10 min, filtered to obtained the title compound as a white solid (1.1 g, 91%). MS (ES+) C<sub>8</sub>H<sub>7</sub>ClINO<sub>2</sub> requires: 311, found: 312[M+H]<sup>+</sup>.

**Step 2: 3-Chloro-2-(oxetan-3-yloxy)-4-(tributylstannyl)pyridine**

[0371] A mixture of 3-chloro-4-iodo-2-(oxetan-3-yloxy)pyridine (1 g, 3.89 mmol), Pd<sub>2</sub>(dba)<sub>3</sub> (356 mg, 0.39 mmol), Bu<sub>6</sub>Sn<sub>2</sub> (3.44 g, 5.83 mmol), DIPEA (1.5 g, 11.67 mmol) in *i*-PrOH (20 ml), flushed with Ar, stirred at RT for 48 hours, LCMS monitored, The mixture was purified via silica gel chromatography (0-100% EtOAc in PE) to give the title compound as colorless oil (800 mg, 52%). MS (ES+) C<sub>20</sub>H<sub>34</sub>ClINO<sub>2</sub>Sn requires: 475, found: 476 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>) δ 7.98 – 7.77 (m, 1H), 6.97 – 6.68 (m, 1H), 5.70 – 5.54 (m, 1H), 5.00 (t, J = 7.2 Hz, 2H), 4.88 – 4.67 (m, 2H), 1.56 – 1.43 (m, 6H), 1.42 – 1.27 (m, 6H), 1.26 – 1.09 (m, 6H), 0.89 (t, J = 7.3 Hz, 9H).

INTERMEDIATE 123**Step 1: 3-Tosyloxetane**

[0372] A mixture of oxetan-3-ol (2 g, 27 mmol) in DCM (25 ml) was added DIPEA (6.97 g, 54.1 mmol), TosCl (6.16 g, 32.4 mmol), the mixture was stirred at room temperature overnight, LCMS monitored. The mixture was washed with aq. NH<sub>4</sub>Cl (25 ml × 3) and brine (25 ml), purified via silica gel chromatography (0-20% EtOAc in PE) to give the title compound as a white solid (4 g, 70%). MS (ES+) C<sub>10</sub>H<sub>12</sub>O<sub>3</sub>S requires: 212, found: 213 [M+H]<sup>+</sup>.

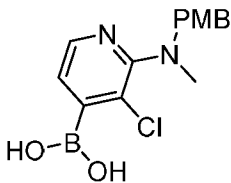
**Step 2: 3-(3-Bromo-2-chlorophenoxy)oxetane**

[0373] A mixture of 3-bromo-2-chlorophenol (2.1 g, 10.2 mmol), 3-tosyloxetane (3.5 g, 15.3 mmol), KI (168 mg, 1.02 mmol), Cs<sub>2</sub>CO<sub>3</sub> (6.65 g, 20.4 mmol) in DMF (20 ml) was stirred at

80°C overnight, LCMS monitored. The mixture was poured into water (150 ml), extracted with EtOAc (75 ml × 3), washed with sat. NH<sub>4</sub>Cl (100 ml × 2) and brine (100 ml), purified via silica gel chromatography (0-20% EA in PE) to give the title compound as a white solid (1.5 g, 56%). MS (ES+) C<sub>9</sub>H<sub>8</sub>BrClO<sub>2</sub> requires: 261.94, found: 263[M+H]<sup>+</sup>.

- 5 **Step 3: 2-(2-Chloro-3-(oxetan-3-yloxy)phenyl)-4,4,5,5-tetramethyl-1,3,2-dioxaborolane [0374]** A mixture of 3-(3-bromo-2-chlorophenoxy)oxetane (750 mg, 2.85 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (1.45 g, 5.703 mmol), Pd(dppf)Cl<sub>2</sub> (208 mg, 0.285 mmol), KOAc (838 mg, 8.555 mmol) in dioxane (20 ml) flushed with Ar and refluxed overnight, LCMS monitored. The mixture was purified via silica gel chromatography  
 10 (0-25% EtOAc in PE) to give the title compound as a white solid (0.8 g, 90%). MS (ES+) C<sub>15</sub>H<sub>20</sub>BClO<sub>4</sub> requires: 310, found: 311[M+H]<sup>+</sup>. <sup>1</sup>H NMR (400 MHz, CDCl<sub>3</sub>) δ 7.28 (dd, J = 7.4, 1.3 Hz, 1H), 7.15 (t, J = 7.7 Hz, 1H), 6.56 (dd, J = 8.1, 1.3 Hz, 1H), 5.30 – 5.12 (m, 1H), 4.96 (t, J = 6.9 Hz, 2H), 4.90 – 4.75 (m, 2H), 1.38 (s, 12H).

15

INTERMEDIATE 124**Step 1: 3-Chloro-N-methylpyridin-2-amine**

- 20 **[0375]** A mixture of 2,3-dichloropyridine (10 g) in MeNH<sub>2</sub> (40%, aq) was stirred in a sealed tube at 125°C overnight, The mixture was concentrated and extracted with EtOAc (100 ml × 5) washed with brine (100 ml × 2), concentrated to obtained the title compound as a colorless oil (7.5 g, 70%). MS (ES+) C<sub>6</sub>H<sub>7</sub>ClN<sub>2</sub> requires: 142, found: 143 [M+H]<sup>+</sup>.

**Step 2: 3-Chloro-N-(4-methoxybenzyl)-N-methylpyridin-2-amine**

- 25 **[0376]** To a solution of 3-chloro-N-methylpyridin-2-amine (1 g, 7.04 mmol) in DMF (dry, 10 ml) was added NaH (338 mg, 8.45 mmol) at 0°C, then stirred at room temperature for 1 hour. PMBCl (1.65 g, 10.05 mmol) was added slowly at 0°C, warmed to room temperature overnight. The mixture was quenched with brine (20 ml) extracted with EtOAc (25 ml × 3) washed with aq. NH<sub>4</sub>Cl (25 ml × 2) and brine (25 ml), concentrated and purified via silica gel chromatography

(10-50% EtOAc in PE) to give the title compound as a colorless oil (900 mg, 48%). MS (ES+) C<sub>14</sub>H<sub>15</sub>CIN<sub>2</sub>O requires: 262, found: 263 [M+H]<sup>+</sup>.

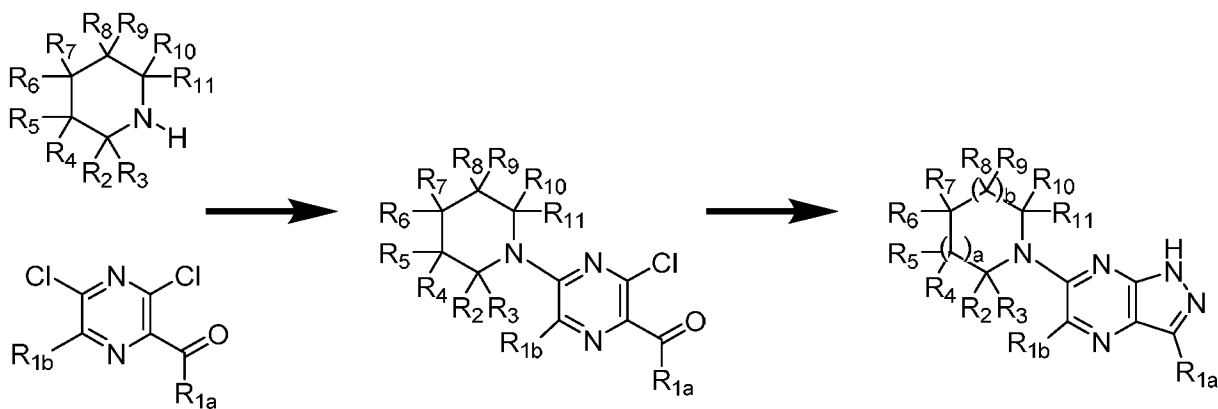
**Step 3: 3-Chloro-2-((4-methoxybenzyl)(methyl)amino)pyridin-4-ylboronic acid**

[0377] To a solution of 3-chloro-N-(4-methoxybenzyl)-N-methylpyridin-2-amine (1 g, 3.816 mmol) in THF (10 ml) at -78°C was added n-BuLi (2.4 ml, 1.6 M, 3.816 mmol) slowly, then stirred at this temperature for 40 min, i-PrO<sub>3</sub>B (1.4 g, 7.633 mmol) was added at -78°C. After 2 hour, it was quenched with NH<sub>4</sub>Cl (10 ml), adjust pH=6 with citric acid, extracted with EtOAc (20 ml × 5), concentrated and purified via silica gel chromatography (0-2-% MeOH in DCM) to give the title compound as a brown solid (150 mg, crude). MS (ES+) C<sub>14</sub>H<sub>16</sub>BCIN<sub>2</sub>O<sub>3</sub> requires: 306, found: 307 [M+H]<sup>+</sup>.

**SYNTHETIC SCHEMES**

[0378] The following schemes can be used to practice the present invention.

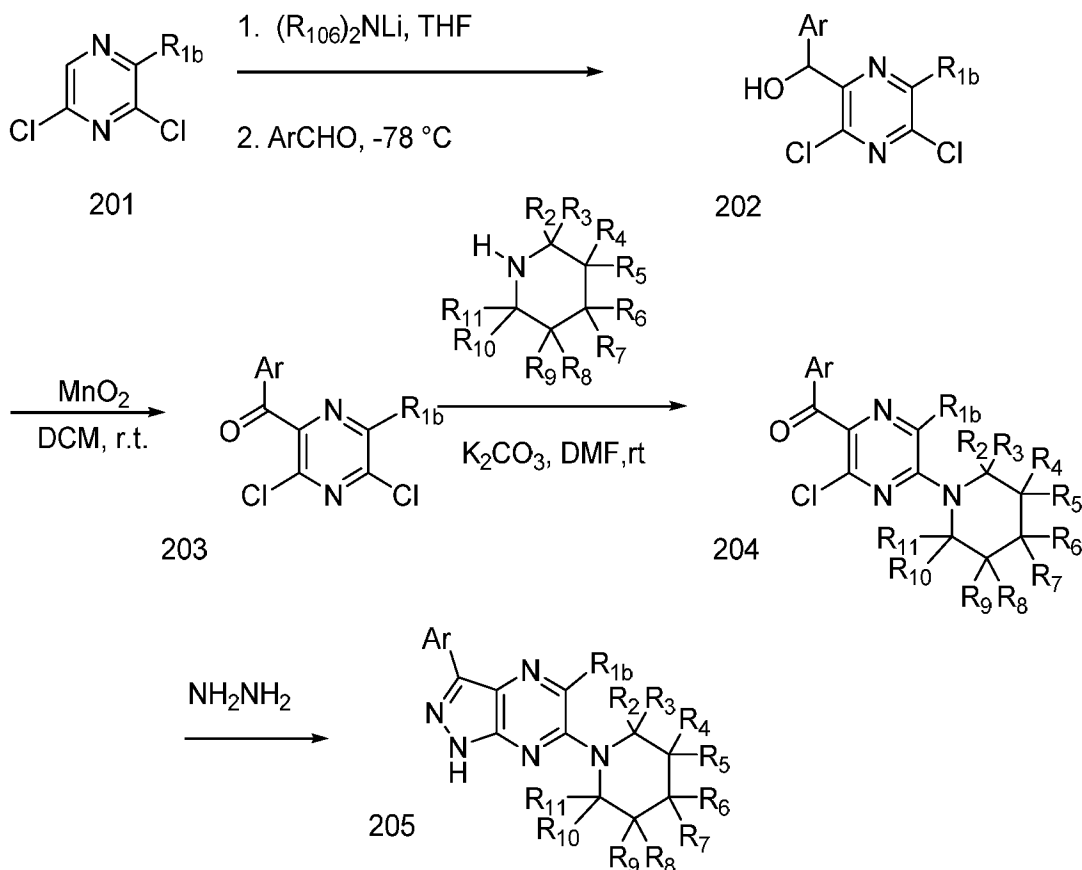
**Scheme I**



[0379] A general, non-limiting synthetic strategy for the disclosed compounds is illustrated in Scheme I, above. An appropriately substituted piperidine is condensed with a chlorinated pyrazine. The pyrazolo[3,4-*b*]pyrazine core formed on reaction of the intermediate with hydrazine. It will be appreciated that other synthetic routes may be available for practice of the present invention.

20

## Scheme II

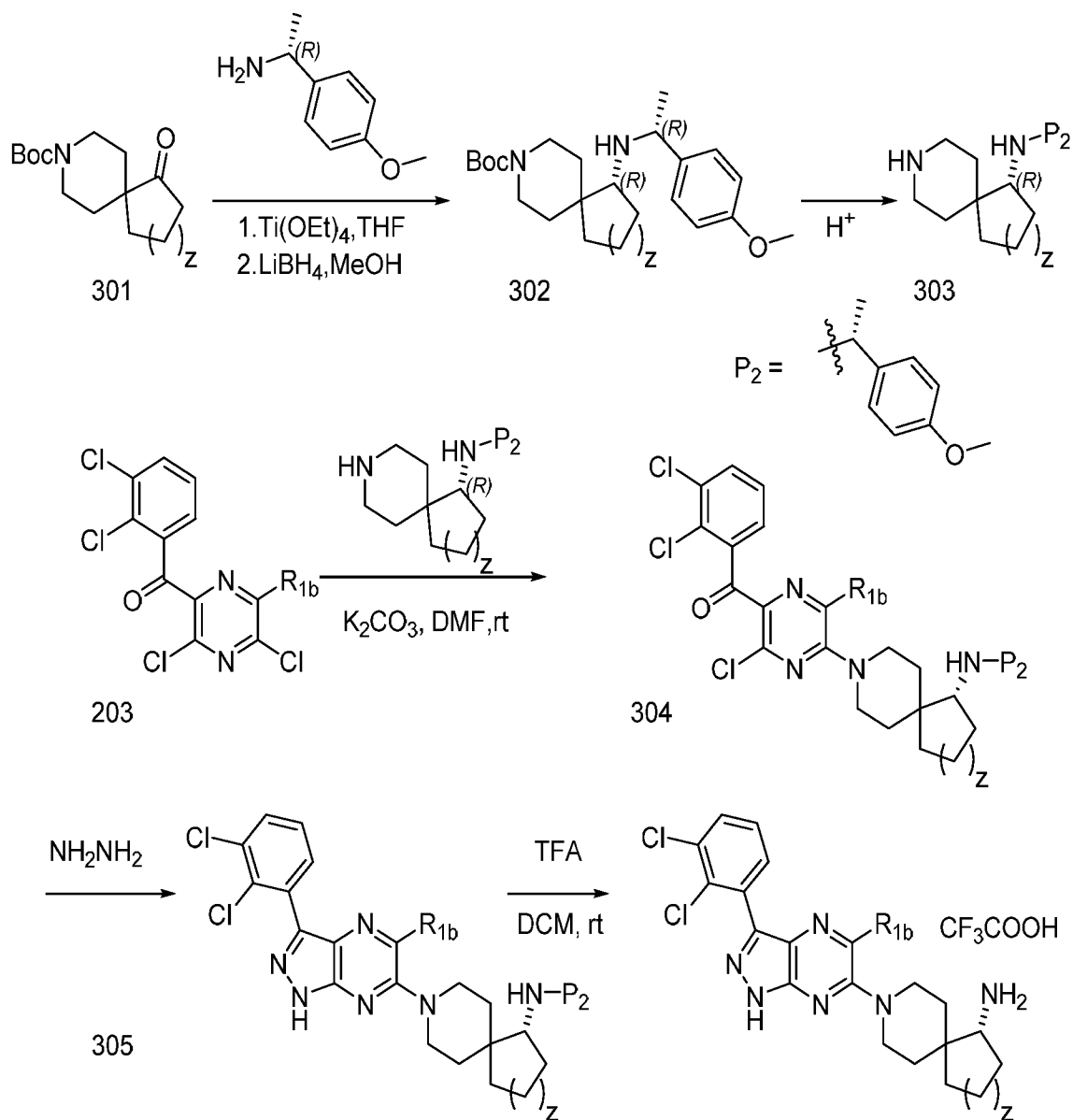


[0380] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme II. Ortho metalation of the pyrazine **201** can be accomplished with a metalated secondary amine  $(R_{106})_2NLi$ , which can be prepared from  $(R_{106})_2NH$  and BuLi (not shown). Without limitation, examples of suitable secondary amines  $(R_{106})_2NH$  for this transformation include diisopropylamine and 2,2,6,6-tetramethylpiperidine. The metalated pyrazine is condensed with a substituted aryl carboxaldehyde to give benzylic alcohol **202**. Oxidation to the ketone **203** is followed by substitution of the aryl halide with an appropriately substituted piperidine to give amine **204**. Reaction with hydrazine gives the pyrazolo[3,4-*b*]pyrazine ring of **205**.

[0381] It will be apparent that Scheme II can be modified to accommodate functionality in the piperidine. A protected amine can be incorporated into the piperidine as an  $-NHP_1$  group. In this scheme the group "P<sub>1</sub>" is an appropriate amino protecting group. Without limitation, P<sub>1</sub> can

be a carbamate protecting group such as Boc or CBz, or a labile aromatic protecting group, such as *p*-methoxybenzyl. The protecting group P<sub>1</sub> is removed from **205** to afford the product. A carbamate protecting group can be removed under acid conditions to afford the product.

### Scheme III

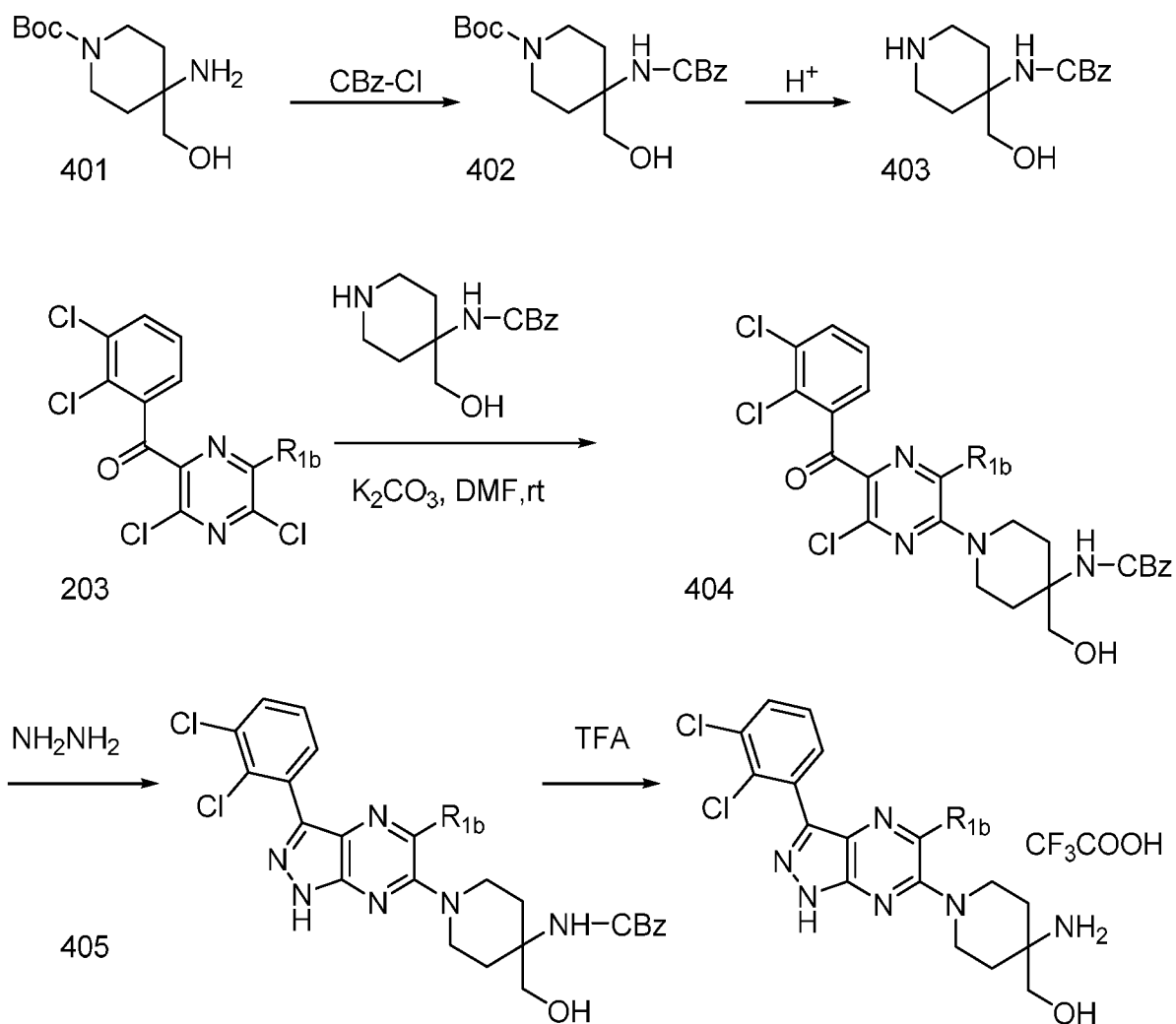


5

**[0382]** Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme III. Condensation of spiro ketone **301** ( $z=1$ ) with enantiopure 1-(4-methoxyphenyl)ethylamine), followed by reduction, gives chiral secondary amine **302**. The Boc

protecting group is removed under acidic conditions, giving amine **303**. In this scheme, the symbol P<sub>2</sub> is intended to represent the 1-(4-methoxyphenyl)ethyl group. Reaction with a ketone such as **203** (Scheme II) affords amine **304**. Reaction with hydrazine gives the pyrazolo[3,4-*b*]-pyrazine ring of **305**. Finally, the 1-(4-methoxyphenyl)ethyl group is removed under acid conditions. This procedure can be modified to access spiro compounds of differing ring sizes, *i.e.*,  $z \neq 1$ . The compound may then be isolated as the free base by methods known in the art.

#### Scheme IV

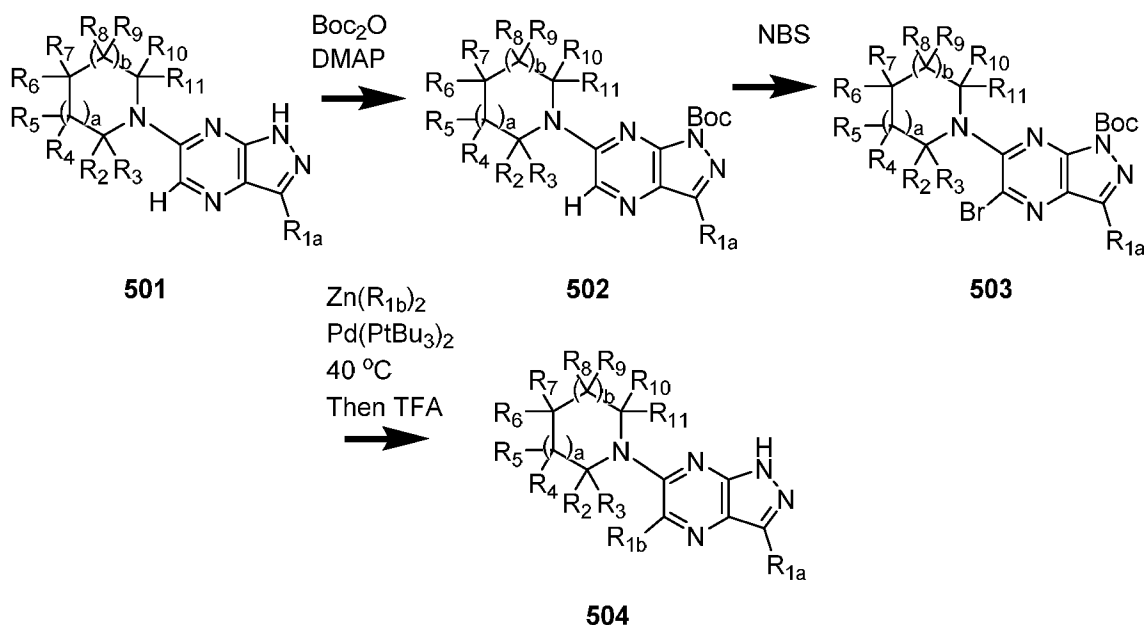


10 [0383] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme IV. Reaction of primary amine **401** with CBz-Cl gives protected amine **402**. The Boc protecting group is removed under acidic conditions, giving amine **403**, and leaving the

CBz group intact. Reaction with the previously presented ketone **203** affords amine **404**. Reaction with hydrazine gives the pyrazolo[3,4-*b*]pyrazine ring of **405**. Finally, the CBz group is removed under more vigorous acid conditions to give the product. The compound may then be isolated as the free base by methods known in the art.

5

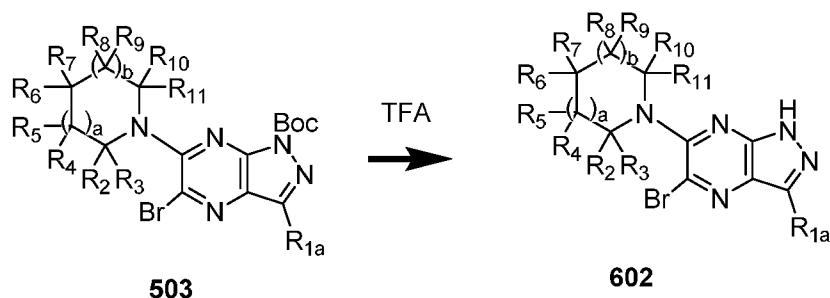
## Scheme V



**[0384]** Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme V. Reaction of pyrazolopyrazine **501** with  $\text{Boc}_2\text{O}$  and DMAP gives protected heterocycle **502**. The core can then be brominated using N-Bromosuccinimide to give **503**. This bromoheterocycle can then be cross-coupled with organozinc reagents to provide a functionalized heterocycle, and removal of the Boc group furnished compounds of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

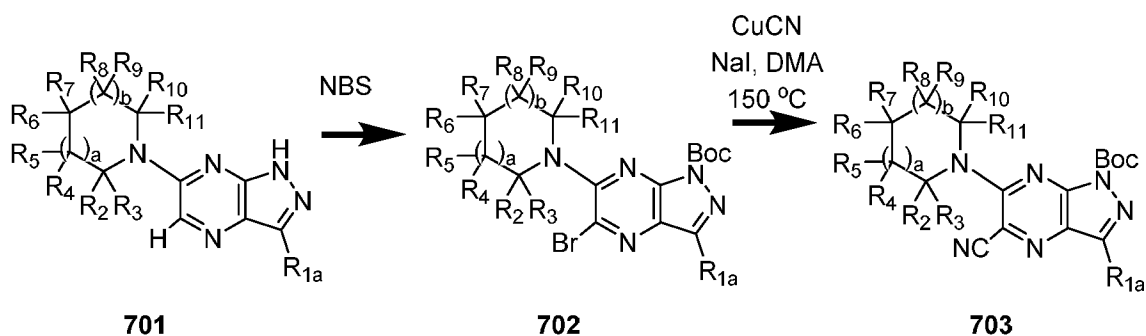
15

## Scheme VI



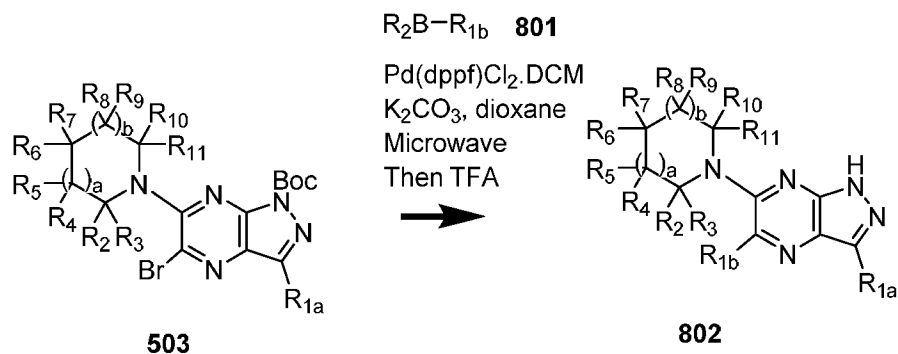
[0385] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme VI. Reaction of bromopyrazolopyrazine **503** with TFA gives the furnished brominated compounds **602** of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

## Scheme VII



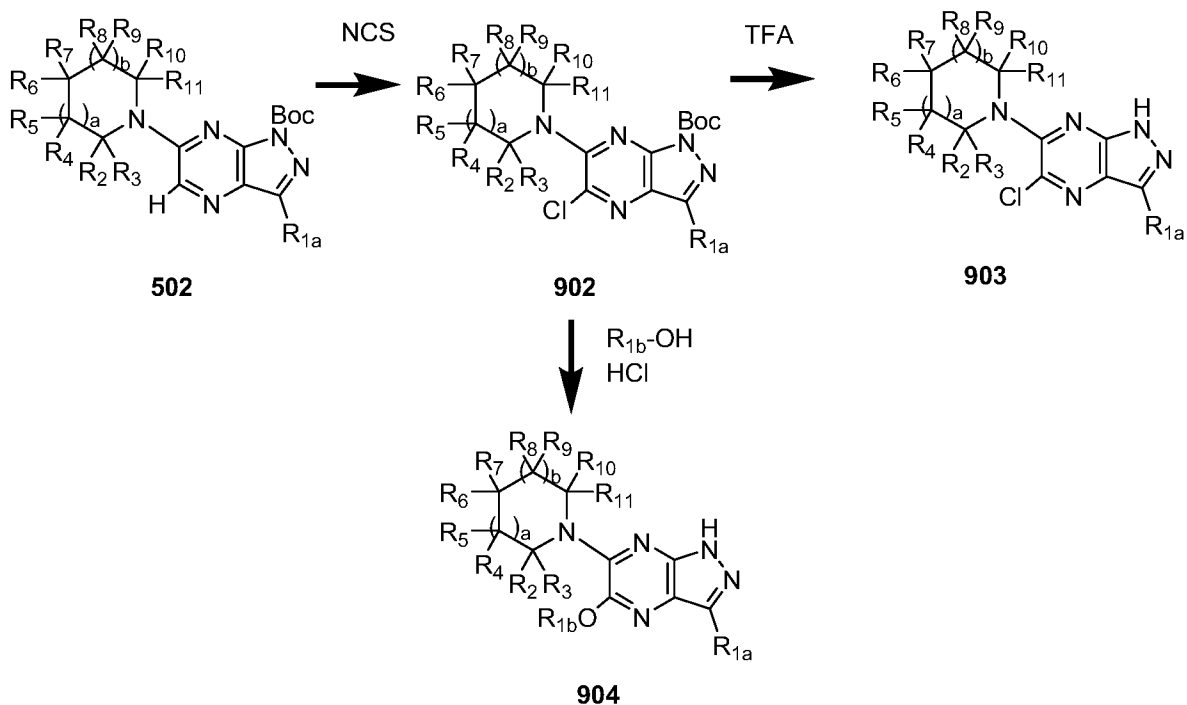
[0386] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme VII. The pyrazolopyrazine **701** can be brominated using N-Bromosuccinimide to give **702**. This bromoheterocycle can then be reacted with copper (I) cyanide and sodium iodide in DMA solvent at elevated temperature to a functionalized heterocycle **703** as compounds of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

## Scheme VIII



- [0387] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme VIII. Reaction of Boc-protectect bromopyrazolopyrazine **503** with
- 5 organoboronic acid and ester derivatives **801** under palladium catalysis in the presence of an inorganic base such as K<sub>2</sub>CO<sub>3</sub> with thermal or microwave irradiation give functionalized heterocycles. Removal of the Boc group furnished compounds **802** of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

## Scheme IX

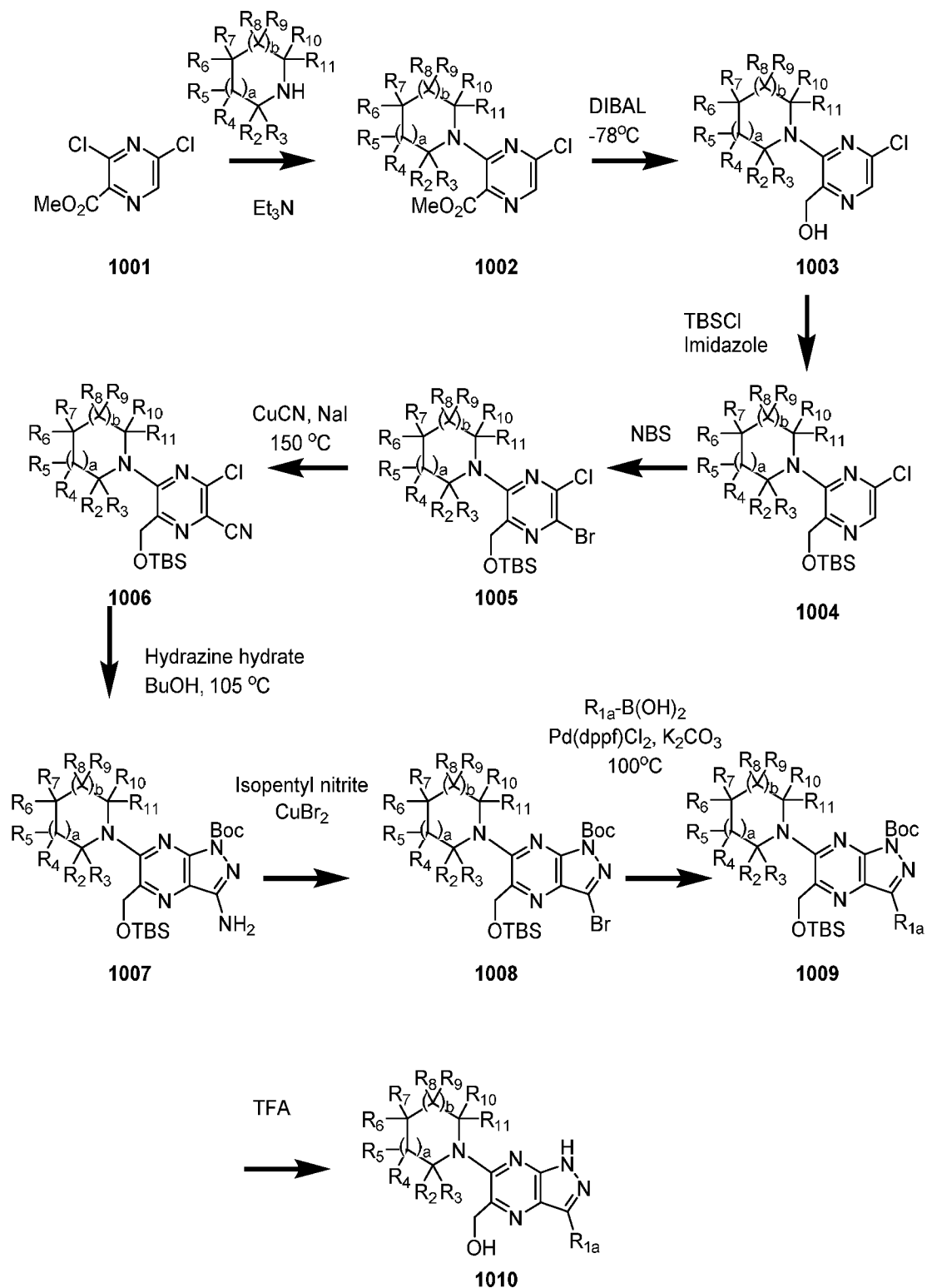


10

- [0388] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme IX. Reaction of Boc-protectect pyrazolopyrazine **502** with N-chlorosuccinimide

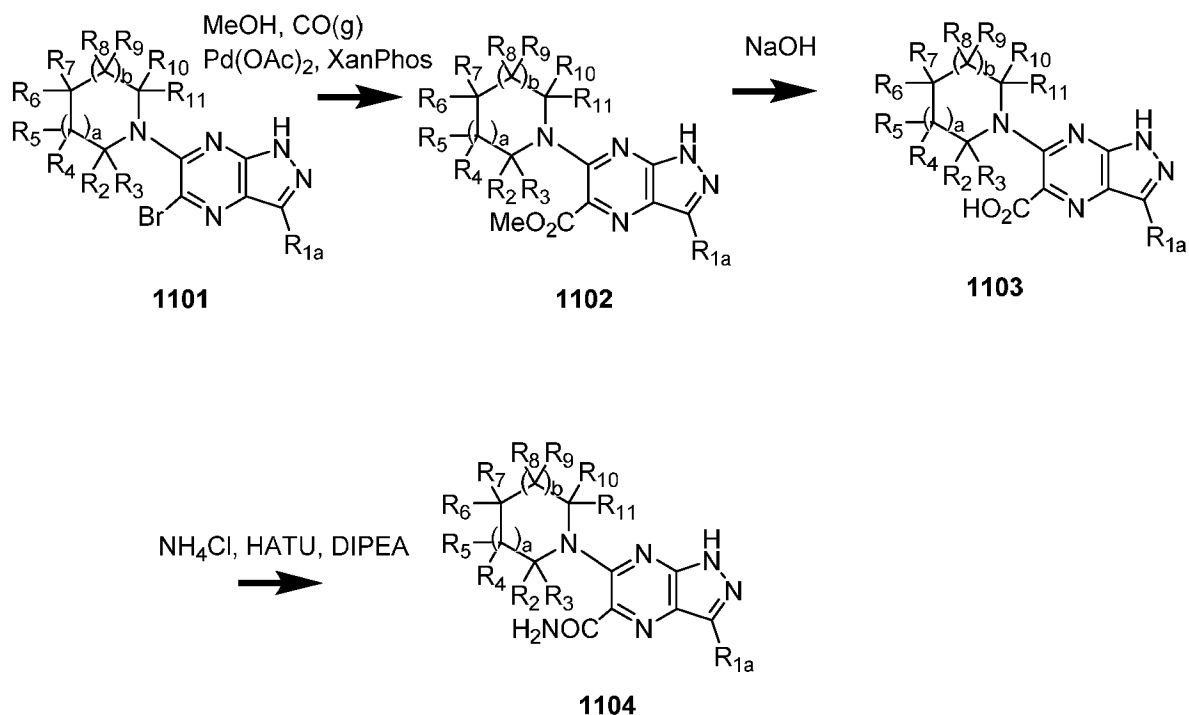
give the chlorinated heterocycle **902**, this can then in turn be deprotected with TFA to give compound **903** of this invention. Alternatively **902** can be reacted with an alcohol in the presence of hydrochloric acid to give the ether containing compounds **904** of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

Scheme X



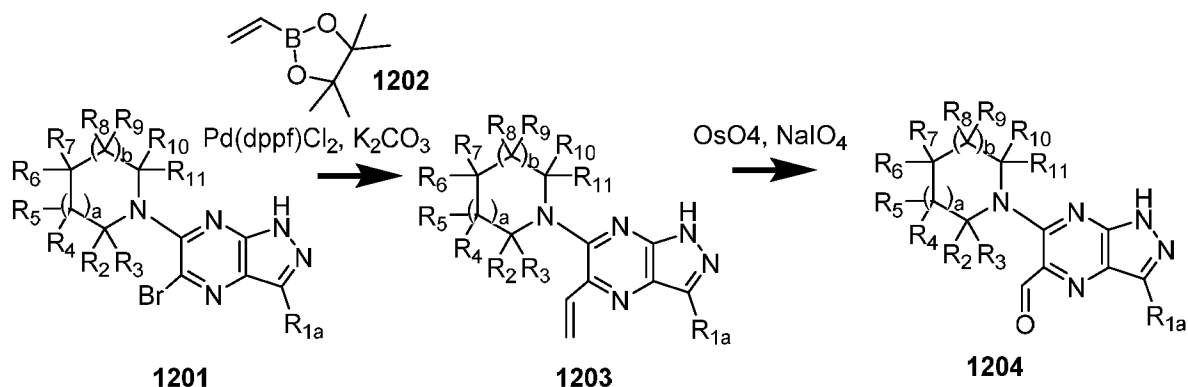
[0389] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme X. Reaction of the dichloropyrazine **1001** with a cyclic amine elaborates the desired functionalized pyrazine **1002**. In turn, this can be reduced with reducing agents such as DIBAL to give the desired alcohols **1003**. The free hydroxyl group can then be protected by methods known to those in the art, for instance using TBS-Cl in the presence of imidazole, to yield the protected compound **1004**. This functionalized pyriazine can be brominated using NBS to yield compound **1005**, which can then be converted to the pyrazine nitrile **1006** by reaction with copper (I) cyanide and sodium iodide at 150 °C. Reaction of **1006** with hydrazine hydrate in an alcohol solvent, such as butanol, cyclizes to yield the pyrazolopyridzaine ring system **1007**. The amino group can then be diazitized and converted into the corresponding hetrocyclic bromide **1008** by methods such as reaction with isopentyl nitrite and copper (II) bromide. Suzuki cross-coupling of **1008** with boronic acids and esters in the presence of palladium catalysis yields the functionalized compounds **1009**. These can then be deprotected to yield compounds **1010** of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

### Scheme XI



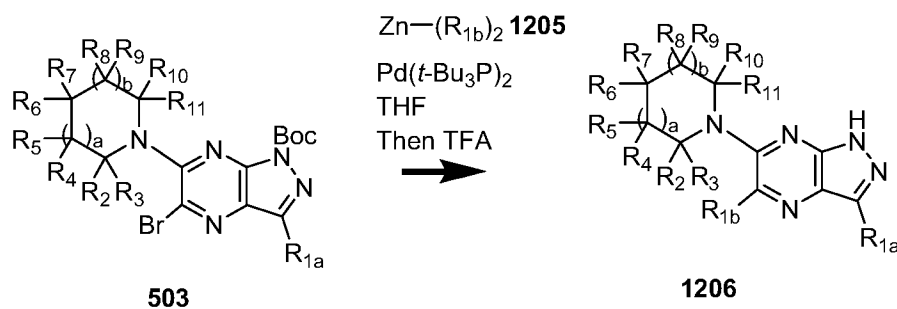
[0390] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme XI. The bromo-protectect pyrazolopyrazine **1101** can be carbonylated by known methods, for instance with carbon monoxide gas in an alcohol solvent such as MeOH, using palladium catalysis (e.g. Pd(OAc)<sub>2</sub> and XanPhos) to yield esters such as **1102**. In turn, these can be hydrolyzed with an inorganic base in a solvent such as THF and water at elevated temperature to give acid **1103**. The acid can then be coupled with amines such as ammonium chloride with coupling reagents such as HATU in the presence of an organic base to give compounds **1104** of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

## 10 Scheme XII



[0391] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme XII. The bromo-protectect pyrazolopyrazine **1201** can be converted to the corresponding vinyl derivative **1203** by known methods, for instance by coupling with a vinyl boron derivative like **1202** using palladium catalysis (e.g. Pd(dppf)Cl<sub>2</sub> and an inorganic base such as K<sub>2</sub>CO<sub>3</sub>). In turn, the vinyl group can be cleaved to liberate aldehydes **1204** of this invention, for example using a mixture of osium tetroxide and sodium periodate in solvents such as dioxane and water. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

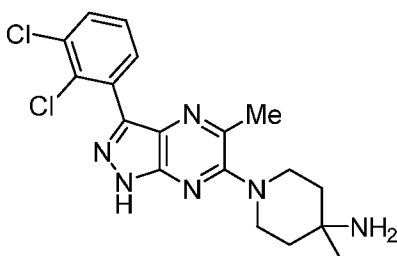
## Scheme XIII



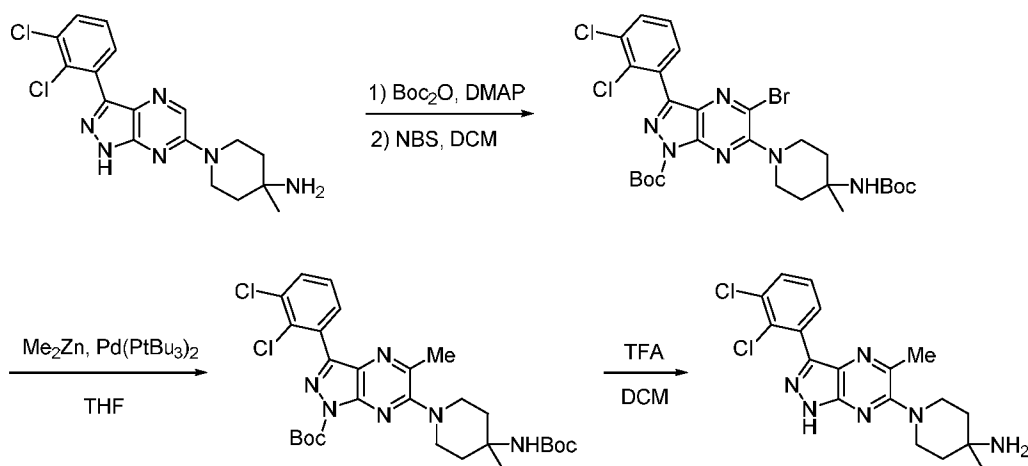
[0392] Examples disclosed herein can be synthesized using the general synthetic procedure set forth in Scheme XIII. Reaction of Boc-protectect bromopyrazolopyrazine **503** with organozinc derivatives **1205** under palladium catalysis to give functionalized heterocycles. Removal of the Boc group furnished compounds **1206** of this invention. The desired compounds may then be isolated as the free bases or salts by methods known in the art.

[0393] The invention is further illustrated by the following examples, which may be synthesized and isolated as free bases or as TFA salts.

**Example 1: 1-(3-(2,3-dichlorophenyl)-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine**



Scheme 1:



**[0394] tert-Butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate:** To a suspension of 1-(3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine (300 mg, 0.795 mmol) in THF (7.9 mL) were added DMAP (243 mg, 1.99 mmol) and  $\text{Boc}_2\text{O}$  (462  $\mu\text{l}$ , 1.99 mmol) and the resulting mixture was stirred at RT for 6 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 60 % EtOAc in hexanes) to give the title compound (410 mg, 89%) as a yellow amorphous material. MS (ES<sup>+</sup>)  $\text{C}_{27}\text{H}_{34}\text{Cl}_2\text{N}_6\text{O}_4$  requires: 576, found: 577  $[\text{M}+\text{H}]^+$ .

**[0395] tert-Butyl 5-bromo-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate:** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (100 mg, 0.173 mmol) in DCM (1.7 mL) at 0 °C was added NBS (46 mg, 0.26 mmol) and the resulting mixture was allowed to warm to RT over 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (82 mg, 72%) as an orange amorphous material. MS (ES<sup>+</sup>)  $\text{C}_{27}\text{H}_{33}\text{BrCl}_2\text{N}_6\text{O}_4$  requires: 654, found: 655  $[\text{M}+\text{H}]^+$ .

**[0396] tert-Butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate:** A solution of bis(tri-*t*-butylphosphine)palladium(0) (3.1 mg, 6.1  $\mu\text{mol}$ ) and tert-butyl 5-bromo-6-(4-((tert-

butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (80 mg, 0.12 mmol) in THF (1.2 mL) was degassed with N<sub>2</sub> for 1 min. Dimethylzinc in heptane (244 μl, 0.244 mmol, 1M) was added and the mixture was degassed with N<sub>2</sub> for an additional 2 min. The reaction mixture was heated to 40 °C and stirred for 1 h.

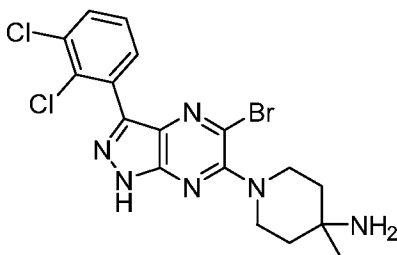
- 5 The reaction was quenched slowly with MeOH (1 mL). The volatiles were removed under reduced pressure. The residue was purified via silica gel chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (41 mg, 57%) as a pale yellow amorphous material. MS (ES+) C<sub>28</sub>H<sub>36</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 590, found: 591 [M+H]<sup>+</sup>.

**[0397] 1-(3-(2,3-dichlorophenyl)-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-**

- 10 **methylpiperidin-4-amine:** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (40 mg, 0.068 mmol) in DCM (676 μl) was added trifluoroacetic acid (208 μl, 2.70 mmol) and the resulting mixture was stirred at RT for 1 h. The volatiles were removed under reduced pressure. The residue was purified by mass-triggered preparative HPLC (Mobile phase: 15 A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound (16 mg, 60%) as a off-white solid. MS (ES+) C<sub>18</sub>H<sub>20</sub>Cl<sub>2</sub>N<sub>6</sub> requires: 390, found: 391 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Methanol-*d*<sub>4</sub>) δ 7.67 (d, *J* = 8.1 Hz, 1H), 7.57 (d, *J* = 7.6 Hz, 1H), 7.43 (t, *J* = 7.9 Hz, 1H), 3.70 – 3.61 (m, 2H), 3.30 – 3.26 (m, 2H), 2.62 (s, 3H), 2.10 – 2.00 (m, 2H), 1.99 – 1.89 (m, 2H), 1.52 (s, 3H).

20

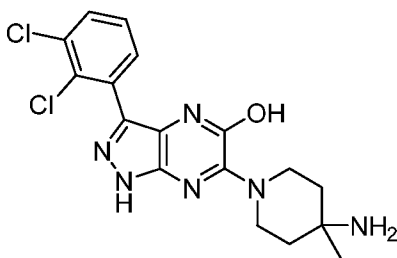
**Example 2: 1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine**



- 25 **[0398] 1-(5-Bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine:** To a solution of tert-butyl (1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (15 mg, 0.027 mmol) in DCM

(539  $\mu$ l) was added trifluoroacetic acid (104  $\mu$ l, 1.35 mmol) and the resulting mixture was stirred at RT for 2 h. The volatiles were removed under reduced pressure. The residue was purified by mass-triggered preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound (3 mg, 24%) as a white solid. MS (ES+) C<sub>17</sub>H<sub>17</sub>BrCl<sub>2</sub>N<sub>6</sub> requires: 454 found: 455 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, DMSO-*d*<sub>6</sub>)  $\delta$  14.11 (s, 1H), 7.97 (s, 3H), 7.80 (dd, *J* = 8.0, 1.6 Hz, 1H), 7.66 (dd, *J* = 7.7, 1.6 Hz, 1H), 7.53 (dd, *J* = 7.9 Hz, 1H), 3.82 – 3.68 (m, 2H), 3.29 – 3.19 (m, 2H), 2.00 – 1.88 (m, 2H), 1.88 – 1.78 (m, 2H), 1.40 (s, 3H).

10 **Example 3: 6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-ol**

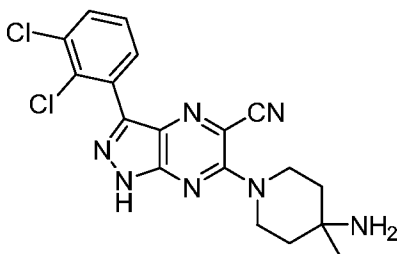


[0399] **6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-**

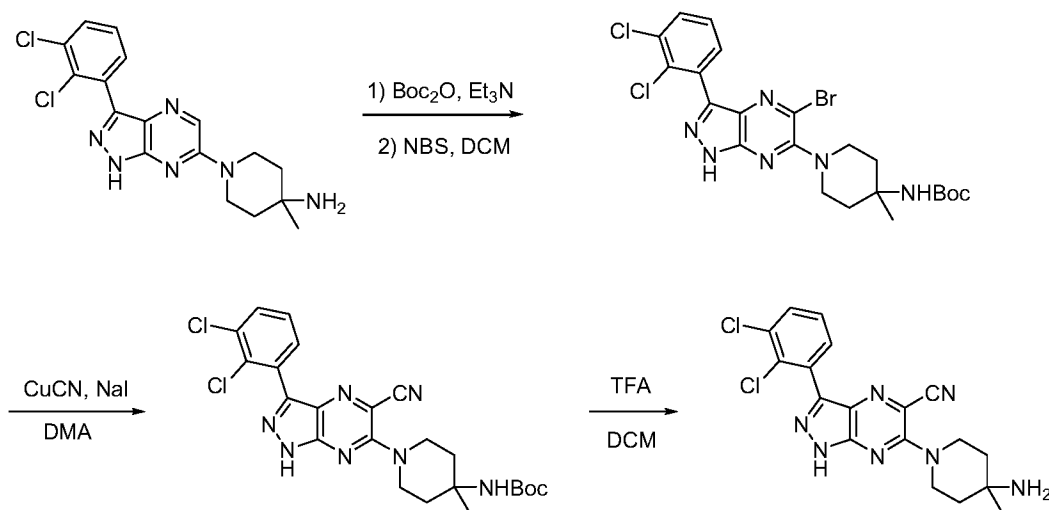
15 **b]pyrazin-5-ol**: The title compound (5 mg, 47%) was isolated as a yellow amorphous material from the reaction mixture of Example 2. MS (ES+) C<sub>17</sub>H<sub>18</sub>Cl<sub>2</sub>N<sub>6</sub>O requires: 392, found: 393 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, DMSO-*d*<sub>6</sub>)  $\delta$  11.90 (s, 1H), 7.97 (s, 3H), 7.71 (dd, *J* = 7.5, 2.1 Hz, 1H), 7.51 – 7.37 (m, 2H), 4.42 – 4.28 (m, 2H), 3.48 – 3.37 (m, 2H), 1.88 – 1.79 (m, 2H), 1.78 – 1.70 (m, 2H), 1.38 (s, 3H).

20

**Example 4: 6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carbonitrile**



Scheme 2:



**[0400] tert-Butyl (1-(3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate:** To a suspension of 1-(3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine (150 mg, 0.398 mmol) in DMF (2.0 mL) were added triethylamine (222  $\mu\text{l}$ , 1.59 mmol) and  $\text{Boc}_2\text{O}$  (231  $\mu\text{l}$ , 0.994 mmol) and the resulting mixture was stirred at 40 °C for 12 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (159 mg, 84%) as a yellow amorphous material. MS (ES+)  $\text{C}_{22}\text{H}_{26}\text{Cl}_2\text{N}_6\text{O}_2$  requires: 476 found: 477  $[\text{M}+\text{H}]^+$ .

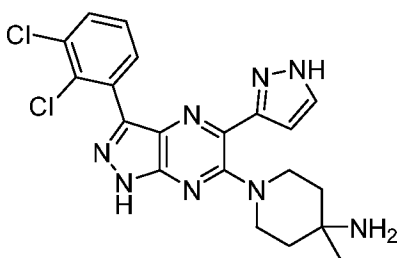
**[0401] tert-Butyl (1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate:** To a solution of tert-butyl (1-(3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (50 mg, 0.11 mmol) in DCM (1.0 mL) at 0 °C was added NBS (28.0 mg, 0.157 mmol) and the resulting mixture was allowed to warm to RT over 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (48 mg, 83%) as an orange amorphous material. MS (ES+)  $\text{C}_{22}\text{H}_{25}\text{BrCl}_2\text{N}_6\text{O}_2$  requires: 554 found: 555  $[\text{M}+\text{H}]^+$ .

**[0402] tert-Butyl (1-(5-cyano-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate:** A suspension of tert-butyl (1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (43 mg,

0.077 mmol), copper(I) cyanide (9.0 mg, 0.10 mmol) and sodium iodide (15 mg, 0.10 mmol) in DMA (773  $\mu$ l) was degassed with N<sub>2</sub> for 2 min. The reaction mixture was heated to 150 °C and stirred for 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (10 - 100 % EtOAc in hexanes) to give the title compound (30 mg, 77%) as a yellow solid. MS (ES+) C<sub>23</sub>H<sub>25</sub>Cl<sub>2</sub>N<sub>7</sub>O<sub>2</sub> requires: 501 found: 502 [M+H]<sup>+</sup>.

**[0403] 6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carbonitrile:** To a suspension of tert-butyl (1-(5-cyano-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (29 mg, 0.058 mmol) in DCM (577  $\mu$ l) were added trifluoroacetic acid (89  $\mu$ l, 1.1 mmol) and the resulting mixture was stirred at RT for 1h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 10 % MeOH in DCM with 0.5% NH<sub>4</sub>OH) to the title compound (15 mg, 65%) as a yellow solid. MS (ES+) C<sub>18</sub>H<sub>17</sub>Cl<sub>2</sub>N<sub>7</sub> requires: 401 found: 402 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, DMSO-*d*<sub>6</sub>)  $\delta$  7.77 (d, *J* = 8.0 Hz, 1H), 7.69 (d, *J* = 7.7 Hz, 1H), 7.52 (dd, *J* = 7.9 Hz, 1H), 3.73 – 3.65 (m, 4H), 1.73 – 1.54 (m, 4H), 1.19 (s, 3H).

**Example 5: 1-(3-(2,3-dichlorophenyl)-5-(1H-pyrazol-3-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine**



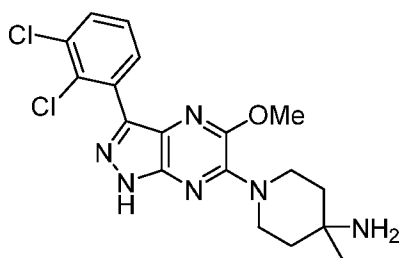
20

**[0404] tert-Butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(1H-pyrazol-3-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate:** A solution of tert-butyl 5-bromo-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (25 mg, 0.038 mmol), 3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)-1H-pyrazole (9.6 mg, 0.050 mmol) and K<sub>2</sub>CO<sub>3</sub> (15.8 mg, 0.114 mmol) in Dioxane (173  $\mu$ l) and water (17  $\mu$ l) was degassed with N<sub>2</sub> for 30 sec.

PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (3.1 mg, 3.8 μmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 30 sec. The reaction mixture was irradiated in the microwave for 1 h at 120 °C. The reaction mixture was filtered through a Celite plug, washed with DCM, and concentrated to give the crude title compound (24 mg, 100%). MS (ES<sup>+</sup>) C<sub>30</sub>H<sub>36</sub>Cl<sub>2</sub>N<sub>8</sub>O<sub>4</sub> requires: 642, found: 643 [M+H]<sup>+</sup>.

**[0405] 1-(3-(2,3-Dichlorophenyl)-5-(1H-pyrazol-3-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine:** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(1H-pyrazol-3-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (24 mg, 0.038 mmol) in DCM (190 μl) was added TFA (59 μl, 0.76 mmol) and the resulting mixture was stirred at 20 °C for 2 h. The mixture was concentrated and the residue was purified by mass-triggered preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 50%; 20 min; Column: C18) to give the title compound (10 mg, 34%) as a pale yellow solid. MS (ES<sup>+</sup>) C<sub>20</sub>H<sub>20</sub>Cl<sub>2</sub>N<sub>8</sub>·3C<sub>2</sub>HF<sub>3</sub>O<sub>2</sub> requires: 442, found: 443 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Methanol-*d*<sub>4</sub>) δ 7.72 (d, *J* = 2.1 Hz, 1H), 7.66 (t, *J* = 7.6 Hz, 2H), 7.42 (t, *J* = 7.6 Hz, 1H), 6.89 (d, *J* = 2.1 Hz, 1H), 3.62 – 3.55 (m, 2H), 3.21 (dd, *J* = 13.4, 9.7 Hz, 2H), 2.00 – 1.93 (m, 2H), 1.83 (d, *J* = 13.4 Hz, 2H), 1.46 (s, 3H).

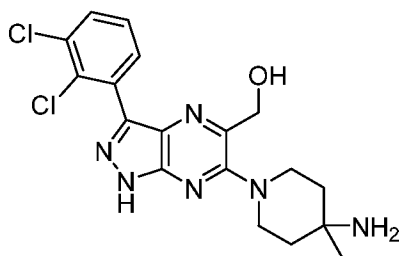
**Example 6: 1-(3-(2,3-dichlorophenyl)-5-methoxy-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine bis(2,2,2-trifluoroacetate)**



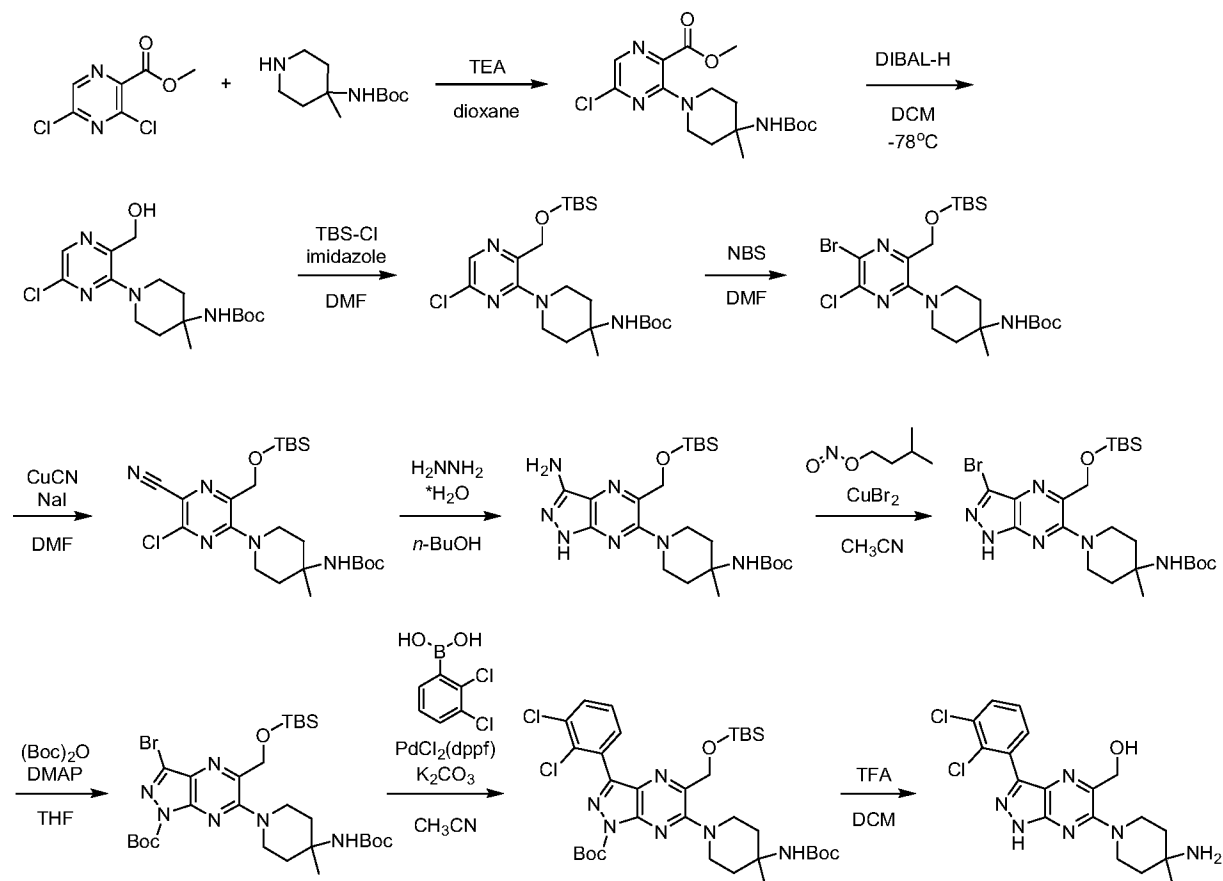
**[0406]** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-chloro-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (20 mg, 0.033 mmol) in MeOH (163 μl) was added aq. HCl (327 μl, 0.327 mmol, 1M) and the resulting mixture was stirred at 20 °C for 4 h. The mixture was concentrated and the residue was purified by mass-triggered preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 20 - 60%; 20 min; Column: C18) to give the title compound (7.5 mg,

29%) as a white solid. MS (ES+)  $C_{18}H_{20}Cl_2N_6O \cdot 2C_2HF_3O_2$  requires: 406, found: 407  $[M+H]^+$ .  $^1H$  NMR (600 MHz, Methanol- $d_4$ )  $\delta$  7.70 – 7.58 (m, 2H), 7.46 – 7.38 (m, 1H), 4.21-4.17 (m, 2H), 4.00 (s, 3H), 3.45-3.42 (m, 2H), 2.11 – 2.03 (m, 2H), 2.02 – 1.88 (m, 2H), 1.52 (s, 3H).

5 **Example 7: (6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol**



**Scheme 3:**



10

**[0407] Methyl 3-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-chloropyrazine-2-carboxylate.** To a solution of methyl 3,5-dichloropyrazine-2-carboxylate (100 mg, 0.483 mmol)

in dioxane (1.93 mL) were added tert-butyl (4-methylpiperidin-4-yl)carbamate (109 mg, 0.507 mmol) and TEA (0.141 mL, 1.01 mmol) and the resulting mixture was stirred at 24 °C for 18 h. H<sub>2</sub>O (20 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 20 mL), the combined organic layers were washed with sat NaCl, dried over

5 Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (120 mg, 64%) as pale yellow solid. MS (ES+) C<sub>17</sub>H<sub>25</sub>ClN<sub>4</sub>O<sub>4</sub> requires: 384, found: 407 [M+Na]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, Chloroform-*d*) δ 7.88 (s, 1H), 4.40 (s, 1H), 3.96 (s, 3H), 3.71 – 3.57 (m, 2H), 3.46 – 3.27 (m, 2H), 2.19 – 2.04 (m, 2H), 1.74 – 1.62 (m, 2H), 1.54 – 1.34 (m, 12H). Also isolated

10 regioisomer methyl 5-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-chloropyrazine-2-carboxylate (60 mg, 32%) as a pale yellow solid. <sup>1</sup>H NMR (500 MHz, Chloroform-*d*) δ 8.03 (s, 1H), 4.41 (s, 1H), 4.06 – 3.96 (m, 2H), 3.95 (s, 3H), 3.53 – 3.39 (m, 2H), 2.26 – 2.12 (m, 2H), 1.72 – 1.57 (m, 2H), 1.50 – 1.37 (m, 12H).

**[0408] Tert-butyl (1-(6-chloro-3-(hydroxymethyl)pyrazin-2-yl)-4-methylpiperidin-4-**

15 **yl)carbamate.** To a cooled -78 °C solution of methyl 3-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-chloropyrazine-2-carboxylate (150 mg, 0.390 mmol) in DCM (4.0 mL) was added DIBAL-H (1.55 mL, 1.55 mmol, 1.0M). The resulting mixture was stirred at -78°C for 30 min. The mixture was then warmed to 0 °C for 30 min and cooled back down to -78 °C. Na<sub>2</sub>SO<sub>4</sub> decahydrate was added to the mixture at -78 °C and allowed to warm to RT where it

20 remained for 2 h. The reaction mixture was diluted with DCM (10 mL), filtered through Celite, and the filtrate was concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 50 % EtOAc in hexanes) to give the title compound (80 mg, 57%) as an off-white solid. MS (ES+) C<sub>16</sub>H<sub>25</sub>ClN<sub>4</sub>O<sub>3</sub> requires: 356, found: 357 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Chloroform-*d*) δ 8.05 (s, 1H), 4.64 (s, 2H), 4.39 (s, 1H), 3.73 (s, 1H), 3.40 – 3.28 (m, 2H), 3.25 –

25 3.12 (m, 2H), 2.19 – 2.05 (m, 2H), 1.79 – 1.68 (m, 2H), 1.49 – 1.36 (m, 12H).

**[0409] Tert-butyl (1-(3-(((tert-butyldimethylsilyl)oxy)methyl)-6-chloropyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate.**

To a solution of tert-butyl (1-(6-chloro-3-(hydroxymethyl)pyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate (80 mg, 0.22 mmol) in DMF (1.12 mL) were added TBS-Cl (40.5 mg, 0.269 mmol) and imidazole (38 mg, 0.56 mmol) and

30 the resulting mixture was stirred at 25 °C for 12 h. The reaction mixture was diluted with

EtOAc (10 mL), H<sub>2</sub>O (10 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 10 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 20 % EtOAc in hexanes) to give the title compound (92 mg, 87%) as a colorless liquid. MS (ES+) C<sub>22</sub>H<sub>39</sub>ClN<sub>4</sub>O<sub>3</sub>Si requires: 470, found: 471 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Chloroform-*d*) δ 8.02 (s, 1H), 4.68 (s, 2H), 4.41 (s, 1H), 3.63 – 3.54 (m, 2H), 3.34 – 3.21 (m, 2H), 2.16 – 2.05 (m, 2H), 1.75 – 1.66 (m, 2H), 1.47 – 1.37 (m, 12H), 0.88 (s, 9H), 0.10 (d, *J* = 1.0 Hz, 6H).

**[0410] Tert-butyl (1-(5-bromo-3-(((tert-butyldimethylsilyl)oxy)methyl)-6-chloropyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate.** To a cooled 0 °C solution of tert-butyl (1-(3-(((tert-butyldimethylsilyl)oxy)methyl)-6-chloropyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate (172 mg, 0.365 mmol) in DMF (365 μl) was added NBS (97 mg, 0.548 mmol). The resulting mixture was stirred at 25 °C for 2 h. sat NaHCO<sub>3</sub> (5 mL) / sat. Na<sub>2</sub>S<sub>2</sub>O<sub>4</sub> (5 mL) were added and allowed to stir for 30 min. The layers were separated, the aqueous phase was extracted with EtOAc (3 x 10 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 15 % EtOAc in hexanes) to give the title compound (175 mg, 87%) as a yellow liquid. MS (ES+) C<sub>22</sub>H<sub>38</sub>BrClN<sub>4</sub>O<sub>3</sub>Si requires: 548, found: 549 [M+H]<sup>+</sup>.

**[0411] Tert-butyl (1-(3-(((tert-butyldimethylsilyl)oxy)methyl)-6-chloro-5-cyanopyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate:** To a solution of tert-butyl (1-(5-bromo-3-(((tert-butyldimethylsilyl)oxy)methyl)-6-chloropyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate (20 mg, 0.036 mmol) in DMF (182 μl) were added copper(I) cyanide (3.6 mg, 0.040 mmol) and sodium iodide (6.0 mg, 0.040 mmol) and the resulting mixture was stirred at 150 °C for 3 h. The reaction mixture was allowed to cool to RT, filtered through Celite, and the filtrate was concentrated under reduced pressure. The residue was diluted with EtOAc (5 mL), water (5 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 5 mL), the combined organic layers were washed with sat. NaHCO<sub>3</sub> (3 x 5 mL), brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 100% EtOAc in hexanes) to give the title compound (12 mg, 66%) as a yellow liquid. MS (ES+) C<sub>23</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>3</sub>Si requires: 495, found: 496, 498 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600

MHz, Chloroform-*d*)  $\delta$  4.67 (s, 2H), 4.41 (s, 1H), 4.10 – 4.03 (m, 2H), 3.58 – 3.48 (m, 2H), 2.19 – 2.07 (m, 2H), 1.70 – 1.62 (m, 2H), 1.48 – 1.38 (m, 12H), 0.87 (s, 9H), 0.08 (s, 6H).

**[0412] Tert-butyl (1-(3-amino-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate:** To a solution of tert-butyl (1-(3-(((tert-

5 butyldimethylsilyl)oxy)methyl)-6-chloro-5-cyanopyrazin-2-yl)-4-methylpiperidin-4-yl)carbamate (12 mg, 0.024 mmol) in butan-1-ol (242  $\mu$ l) was added hydrazine hydrate (2.1  $\mu$ l, 0.054 mmol) and the resulting mixture was stirred at 105 °C for 6 h. The volatiles were removed under reduced pressure and the residue was purified via silica gel chromatography (0 - 10 % MeOH in DCM) to give the title compound (8.0 mg, 67%) as a yellow solid. MS (ES+)

10 C<sub>23</sub>H<sub>41</sub>N<sub>7</sub>O<sub>3</sub>Si requires: 491, found: 492 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Chloroform-*d*)  $\delta$  9.57 (s, 1H), 4.79 (s, 2H), 4.54 (s, 1H), 4.39 (s, 2H), 3.65 – 3.47 (m, 2H), 3.38 – 3.22 (m, 2H), 2.21 – 2.07 (m, 2H), 1.82 – 1.72 (m, 2H), 1.44 (s, 12H), 0.90 (s, 9H), 0.12 (s, 6H).

**[0413] Tert-butyl (1-(3-bromo-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate:** To a cooled 0 °C solution of tert-butyl

15 (1-(3-amino-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (8.0 mg, 0.016 mmol) and copper(II) bromide (4.0 mg, 0.018 mmol) in acetonitrile (163  $\mu$ l) was added isopentyl nitrite (5.1 mg, 0.044 mmol). The resulting mixture was stirred at 25 °C for 18 h in the absence of light. Water (1 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 3 mL), the combined

20 organic layers were washed with sat. NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 50 % EtOAc in hexanes) to give the title compound (4.0 mg, 44%) as a pale yellow liquid. MS (ES+)

25 C<sub>23</sub>H<sub>39</sub>BrN<sub>6</sub>O<sub>3</sub>Si requires: 554, found: 555, 557 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Chloroform-*d*)  $\delta$  10.00 (s, 1H), 4.43 (s, 2H), 3.76 – 3.66 (m, 2H), 3.45 – 3.30 (m, 2H), 2.20 – 2.07 (m, 2H), 1.80 – 1.71 (m, 2H), 1.48 – 1.36 (m, 12H), 0.97 – 0.83 (m, 9H), 0.15 (s, 6H).

**[0414] Tert-butyl 3-bromo-6-(4-(((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate:** To a solution of tert-butyl (1-(3-bromo-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (26 mg, 0.047 mmol) in THF (468  $\mu$ l) were

30 added Boc<sub>2</sub>O (13  $\mu$ l, 0.056 mmol) and DMAP (6.8 mg, 0.056 mmol) and the resulting mixture

was stirred at 25°C for 3 h. The reaction mixture was diluted with EtOAc (10 mL) and washed with water (10 mL). The layers were separated, and the organic layer was washed with sat. NaCl (10 mL), dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 20 % EtOAc in hexanes) to give the title compound  
5 (26 mg, 85%) as a pale yellow solid. MS (ES+) C<sub>28</sub>H<sub>47</sub>BrN<sub>6</sub>O<sub>5</sub>Si requires: 654, found: 655 [M+H]<sup>+</sup>.

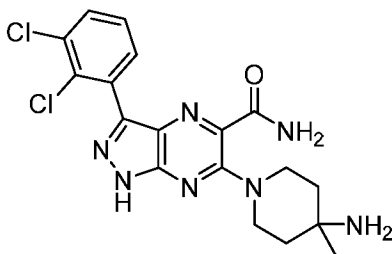
**[0415] Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyl)dimethylsilyl)oxy)methyl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate:** A solution of tert-butyl 3-bromo-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyl)dimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (26 mg, 0.040 mmol), (2,3-dichlorophenyl)boronic acid (9.8 mg, 0.052 mmol) and K<sub>2</sub>CO<sub>3</sub> (22 mg, 0.16 mmol) in acetonitrile (397 μl) was degassed with N<sub>2</sub> for 2 min.  
10 PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (6.5 mg, 7.9 μmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 1 min. The reaction mixture was heated to 100°C and stirred for 6 h. The  
15 reaction mixture was allowed to cool to room temperature, filtered through Celite, and the filtrate was concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 50 % EtOAc in hexanes) to give the title compound (8 mg, 28%) as a pale yellow liquid. MS (ES+) C<sub>34</sub>H<sub>50</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>5</sub>Si requires: 720, found: 721 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Chloroform-*d*) δ 7.65 (d, *J* = 7.7 Hz, 1H), 7.56 (d, *J* = 8.0 Hz, 1H), 7.30 (t, *J* = 8.1 Hz, 1H), 4.79 (s, 2H), 4.46 (s, 1H), 3.86 – 3.78 (m, 2H), 3.49 – 3.38 (m, 2H), 2.18 – 2.11 (m, 2H),  
20 1.81 – 1.75 (m, 2H), 1.72 (s, 9H), 1.45 – 1.42 (m, 12H), 0.86 (s, 9H), 0.06 (s, 6H).

**[0416] (6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol:** To a cooled 0 °C solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyl)dimethylsilyl)oxy)methyl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (15 mg, 0.021 mmol) in DCM (208 μl) was added TFA (21 μl, 0.27 mmol). The resulting mixture was stirred at 25 °C for 18 h. The residue was purified via silica gel chromatography (0 - 20 % MeOH in DCM) to give the title compound (2 mg, 24%) as a white solid. MS (ES+) C<sub>18</sub>H<sub>20</sub>Cl<sub>2</sub>N<sub>6</sub>O requires: 406, found: 390 [M-OH]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Methanol-*d*<sub>4</sub>) δ 7.69 – 7.65 (m, 1H), 7.64 (d, *J* = 7.6 Hz, 1H), 7.46 –

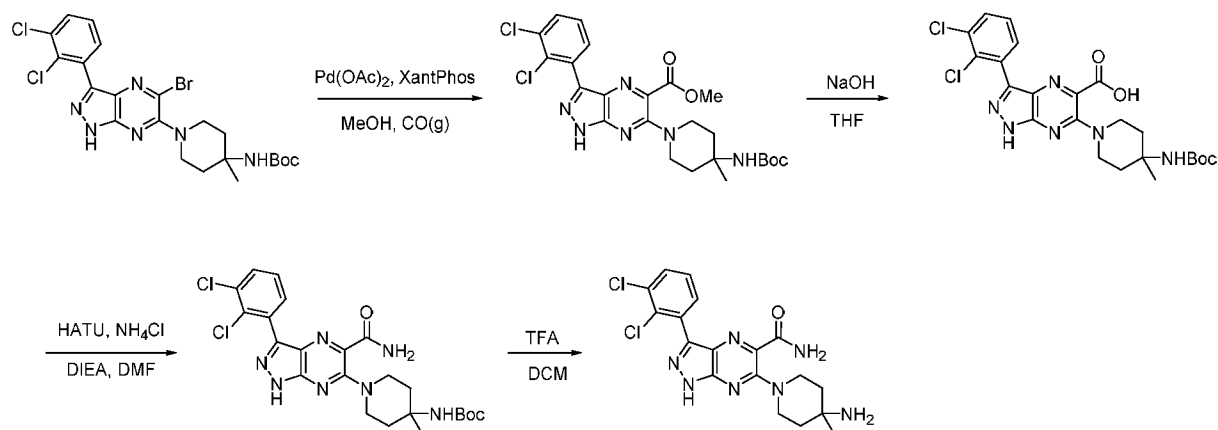
7.40 (m, 1H), 4.76 (d,  $J = 1.7$  Hz, 2H), 3.82 – 3.75 (m, 2H), 3.41 – 3.36 (m, 2H), 2.09 – 2.02 (m, 2H), 1.99 – 1.91 (m, 2H), 1.52 (s, 3H).

**Example 8: 6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxamide**

5



**Scheme 4**



10

**[0417] Methyl 6-(4-(tert-butoxycarbonylamino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxylate.** To a mixture of tert-butyl (1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (300 mg, 0.54 mmol) in MeOH (20 mL) was added Pd(OAc)<sub>2</sub> (12 mg, 0.054 mmol), Xantphos (31 mg, 0.054 mmol), and TEA (0.5 mL). The mixture was flushed with carbon monoxide and refluxed with a carbon monoxide balloon for 15 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (10 - 100 % EtOAc in petroleum ether) to give the title compound (300 mg, >100%). as a brown solid. MS (ES<sup>+</sup>) C<sub>24</sub>H<sub>28</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 534, found: 535 [M+H]<sup>+</sup>.

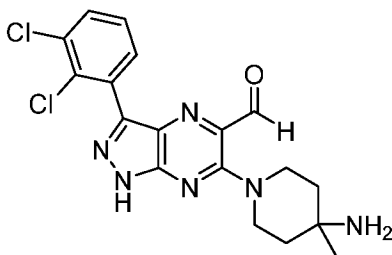
15

[0418] **6-(4-(tert-Butoxycarbonylamino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxylic acid.** A mixture of methyl 6-(4-(tert-butoxycarbonylamino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxylate (190 mg, 0.35 mmol) and aq. NaOH (5 mL, 2M) in THF (10 mL) was heated at reflux for 48 h. The volatiles were removed under reduced pressure. The residue was diluted with EtOAc and sat. citric acid to adjust the pH to <5. The mixture was extracted with EtOAc (5 x 20 mL), dried over MgSO<sub>4</sub>, filtered and concentrated. The residue was purified via silica gel chromatography (0 - 10 % MeOH in DCM) to give the title compound (50 mg, 27%) as a brown solid. MS (ES+) C<sub>23</sub>H<sub>26</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 520, found: 521 [M+H]<sup>+</sup>.

10 [0419] **tert-Butyl 1-(5-carbamoyl-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate.** To a mixture of 6-(4-(tert-butoxycarbonylamino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxylic acid (20 mg, 0.038 mmol) in DMF (2 mL) was added HATU (22 mg, 0.058 mmol) and the resulting mixture was stirred for 10 min before NH<sub>4</sub>Cl (20 mg, 0.37 mmol) and DIPEA (0.2 mL) was added. The mixture was stirred for 1 h at rt. The mixture was diluted with water (20 mL), extracted with EtOAc (20 mL x 3), washed with brine (20 mL), concentrated and used for the next step directly. MS (ES+) C<sub>23</sub>H<sub>27</sub>Cl<sub>2</sub>N<sub>7</sub>O<sub>3</sub> requires: 519, found: 520 [M+H]<sup>+</sup>.

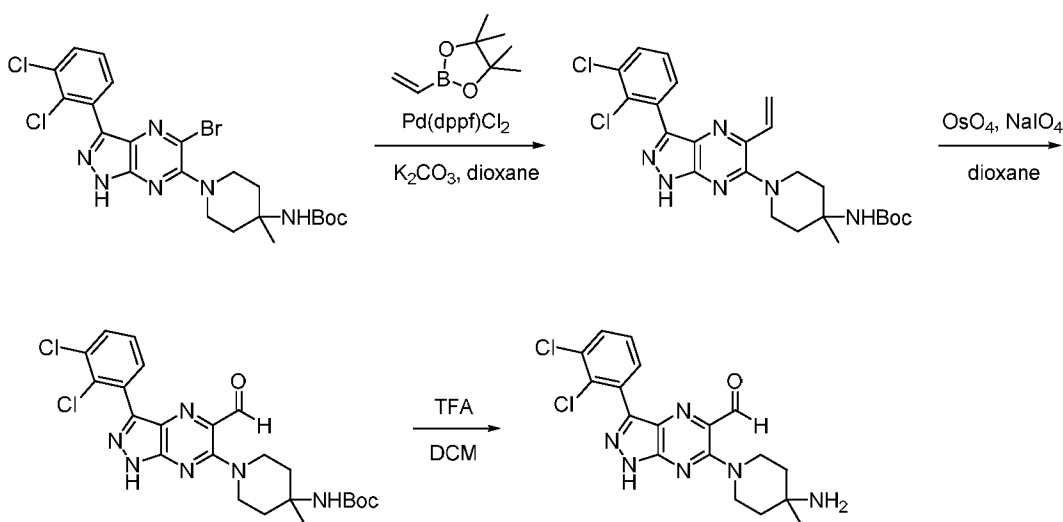
20 [0420] **6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxamide.** To a solution of tert-butyl 1-(5-carbamoyl-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (20 mg, ~0.038 mmol) in DCM (5 mL) was added TFA (1 mL) was stirred at rt for 1 h. The volatiles were removed under reduced pressure. The residue was purified by preparative HPLC (Mobile phase: A = 0.01% TFA/H<sub>2</sub>O, B = 0.01% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound (3.9 mg, 24%, TFA salt) as a light yellow solid. MS (ES+) C<sub>18</sub>H<sub>19</sub>Cl<sub>2</sub>N<sub>7</sub>O·C<sub>2</sub>HF<sub>3</sub>O<sub>2</sub> requires: 419, found: 420 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, 600 MHz, Methanol-*d*<sub>4</sub>) δ 7.68 (td, J = 7.7, 1.5 Hz, 2H), 7.46 (t, J = 7.9 Hz, 1H), 3.95 (d, J = 14.4 Hz, 2H), 3.45 – 3.36 (m, 2H), 2.02 (t, J = 9.6 Hz, 2H), 1.92 (d, J = 13.3 Hz, 2H), 1.52 (s, 3H).

**Example 9: 6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carbaldehyde**



5

**Scheme 5**



**[0421] tert-Butyl (1-(3-(2,3-dichlorophenyl)-5-vinyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate.** A microwave vial was charged with tert-butyl (1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (200 mg, 0.360 mmol), 4,4,5,5-tetramethyl-2-vinyl-1,3,2-dioxaborolane (72.0 mg, 0.467 mmol), K<sub>2</sub>CO<sub>3</sub> (149 mg, 1.08 mmol) and dioxane (3.3 mL). The reaction mixture was degassed with N<sub>2</sub> for 1 min. PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (29 mg, 0.036 mmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 1 min. The vial was sealed and the reaction mixture was heated to 120 °C in the microwave reactor for 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (10 - 100 % EtOAc in hexanes) to give the title compound (92 mg, 51%) as a yellow solid. MS (ES<sup>+</sup>) C<sub>24</sub>H<sub>28</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>2</sub> requires: 502, found: 503 [M+H]<sup>+</sup>.

[0422] **tert-Butyl (1-(3-(2,3-dichlorophenyl)-5-formyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate.** To a solution of tert-butyl (1-(3-(2,3-dichlorophenyl)-5-vinyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (30 mg, 0.060 mmol) in dioxane (447  $\mu$ l) and Water (149  $\mu$ l) were added 2,6-lutidine (13.9  $\mu$ l, 0.119 mmol), sodium periodate (51.0 mg, 0.238 mmol), and osmium tetroxide (9.4  $\mu$ l, 1.2  $\mu$ mol, 4% solution in water) and the resulting mixture was stirred at rt for 12 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (10 - 100 % EtOAc in hexanes) to give the title compound (26 mg, 86%) as a pale yellow solid. MS (ES+)  $C_{23}H_{26}Cl_2N_6O_3$  requires: 504, found: 505  $[M+H]^+$ .

10 [0423] **6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-5-carbaldehyde.** To a solution of tert-butyl (1-(3-(2,3-dichlorophenyl)-5-formyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (25 mg, 0.049 mmol) in DCM (495  $\mu$ l) was added trifluoroacetic acid (95  $\mu$ l, 1.2 mmol) and the resulting mixture was stirred at rt for 1 h. The volatiles were removed under reduced pressure. The residue was purified  
15 by mass-triggered preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound (8 mg, 40%, TFA salt) as a yellow solid. MS (ES+)  $C_{18}H_{18}Cl_2N_6O \cdot C_2HF_3O_2$  requires: 404, found: 405  $[M+H]^+$ . <sup>1</sup>H NMR (600 MHz, DMSO-*d*<sub>6</sub>)  $\delta$  14.06 (s, 1H), 9.85 (s, 1H), 7.97 (s, 3H), 7.82 (d, *J* = 8.3 Hz, 1H), 7.74 (d, *J* = 7.6 Hz, 1H), 7.55 (t, *J* = 7.8 Hz, 1H), 3.84 – 3.72 (m, 2H), 3.35 – 3.30  
20 (m, 2H), 2.01 – 1.88 (m, 2H), 1.87 – 1.73 (m, 2H), 1.40 (s, 3H).

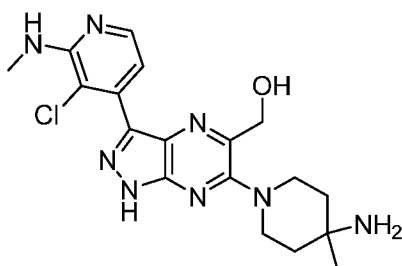
[0424] The following examples were synthesized with synthetic methods that were similar to that used for the above Examples, and can generally be made by methods disclosed herein. The Examples may be made as free bases or as salts.

25

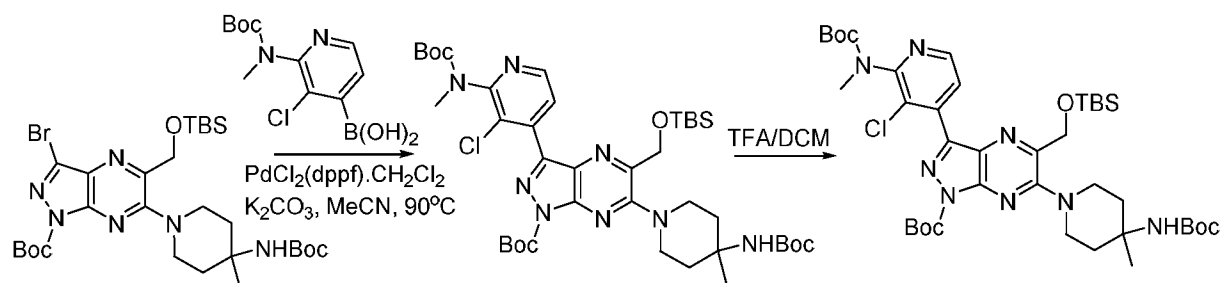
Example	Name	Structure	Exact Mass	Mass observed	Prepared according to Example
10	1-(5-chloro-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine		410	411	Example 2

**Example 11: (6-(4-amino-4-methylpiperidin-1-yl)-3-(3-chloro-2-(methylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol**

5



**Scheme 6**



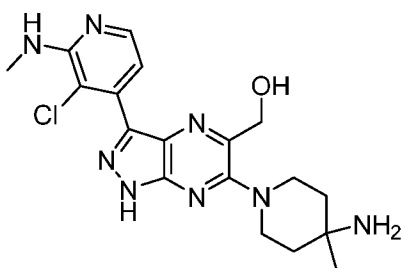
10

**[0425] tert-Butyl 3-(2-((tert-butoxycarbonyl)(methyl)amino)-3-chloropyridin-4-yl)-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.**

To a solution of tert-butyl 3-bromo-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyldimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (50 mg, 0.076 mmol) in MeCN (763  $\mu$ l) were added 2-(3-chloro-2-(methylamino)pyridin-4-yl)boronic acid (28.4 mg, 0.099 mmol) and  $K_2CO_3$  (42.2 mg, 0.305 mmol) and the resulting

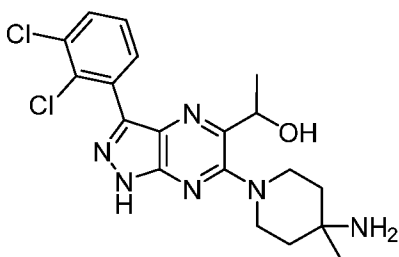
15

mixture was degassed with N<sub>2</sub> for 2 minutes. PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (12.45 mg, 0.015 mmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 1 minute. The reaction mixture was heated to 90° C and stirred for 6 h. The reaction mixture was allowed to cool to room temperature, filtered through celite, and the filtrate was concentrated under reduced pressure. The residue was purified via silica gel chromatography 0 - 50 % EtOAc in hexanes to give the desired compound (12 mg, 0.015 mmol, 19 % yield) as a pale yellow liquid. <sup>1</sup>H-NMR (600 MHz, CDCl<sub>3</sub>) 8.48 (d, J = 0.01 Hz, 1H), 7.77 (d, J = 0.01 Hz, 1H), 4.80 (s, 2H), 3.89 (d(br), J = 0.02 Hz, 2H), 3.49 (t(br), J = 0.01 Hz, 2H), 3.27 (s, 3H), 2.16 (d(br), J = 0.02 Hz, 2 H), 1.77 (t(br), J = 0.01 Hz, 2H), 1.73 (s, 9H), 1.45 (s, 9H), 1.44 (s, 3H), 1.42 (s, 9H), 0.89 (s, 9H), 0.08 (s, 6H) MS (ES+) C<sub>39</sub>H<sub>61</sub>ClN<sub>8</sub>O<sub>7</sub>Si requires: 816, found: 717 [M + H - 100]<sup>+</sup>



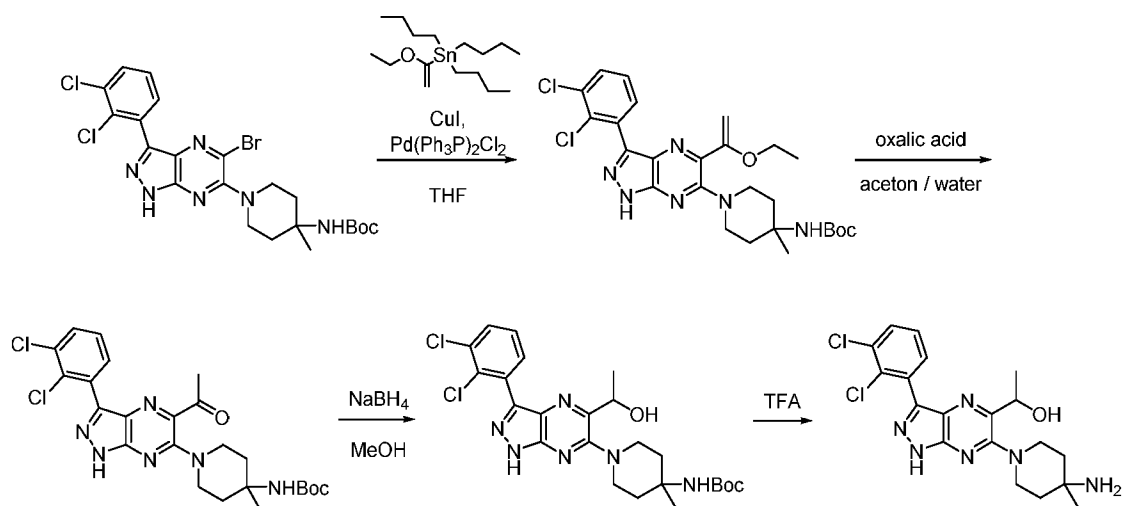
**[0426] (6-(4-Amino-4-methylpiperidin-1-yl)-3-(3-chloro-2-(methylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol.** To a solution of tert-butyl 3-(2-((tert-butoxycarbonyl)(methyl)amino)-3-chloropyridin-4-yl)-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-5-(((tert-butyl dimethylsilyl)oxy)methyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (12 mg, 0.015 mmol) in DCM (147 μl) was added TFA (29.4 μl, 0.015 mmol) and the resulting mixture was stirred at 25 °C for 18 h. The solvent was evaporated and the residue redissolved in MeOH (300 μL). K<sub>2</sub>CO<sub>3</sub> (4.06 mg, 0.029 mmol) was added and the mixture was stirred for 3 h. The volatiles were removed under reduced pressure. The residue was purified via silica gel chromatography 10% MeOH in DCM with 0.5 % NH<sub>4</sub>OH to give the desired compound (1.5 mg, 3.7 μmol, 25 % yield) as a pale yellow solid. <sup>1</sup>H-NMR (600 MHz, CDCl<sub>3</sub>) 8.18 (d, J = 0.01 Hz, 1H), 7.04 (d, J = 0.01 Hz, 1H), 5.32 (d(br), J = 0.01, 1H), 4.78 (s, 2H), 3.39 (m, 4H), 3.12 (d, J = 0.011 3H), 1.26 (s, 3H) MS (ES+) C<sub>18</sub>H<sub>23</sub>ClN<sub>8</sub>O requires: 402, found: 403 [M + H]<sup>+</sup>

**Example 12: 1-(6-(4-amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)ethanol**



5

**Scheme 7**



10 [0427] **Tert-butyl 1-(3-(2,3-dichlorophenyl)-5-(1-ethoxyvinyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate.** A mixture of tert-butyl 1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (100 mg, 0.148 mmol), tributyl(1-ethoxyvinyl)stannane (80 mg, 0.222 mmol), CuI (2.8 mg, 0.015 mmol), and Pd(Ph<sub>3</sub>P)<sub>2</sub>Cl<sub>2</sub> (10 mg, 0.015 mmol) in THF (1.5 mL) were flushed with Ar for 2 min. and the  
15 resulting mixture was heated to 70 °C for 2 hours. The mixture was cooled to room temperature, concentrated under reduced pressure and purified via silica gel chromatography (10 - 80 % EtOAc in hexanes) to give the title compound as a brown oil (80 mg, 0.146 mmol). MS (ES<sup>+</sup>) C<sub>26</sub>H<sub>32</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>3</sub> requires: 546, found: 547 [M+H]<sup>+</sup>.

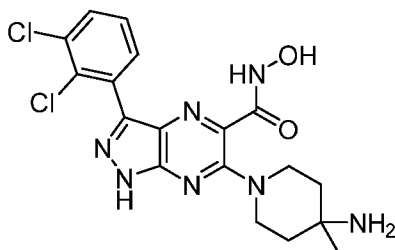
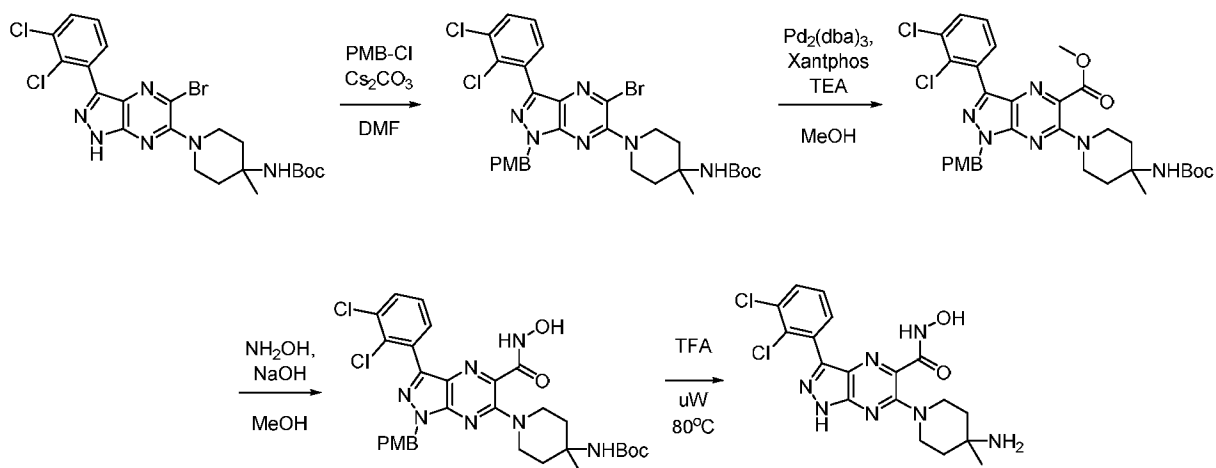
20 [0428] **Tert-butyl 1-(5-acetyl-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate.** To a mixture of tert-butyl 1-(3-(2,3-dichlorophenyl)-5-(1-

ethoxyvinyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (50 mg, 0.091 mmol) in acetone (3 mL) / water (1 mL) was added oxalic acid (50 mg, 0.555 mmol) and the mixture was stirred at 25 °C for 1 hour. Brine (25 mL) was added and the mixture extracted with EtOAc (3 x 25 mL), the organic phases combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>,  
5 filtered, and concentrated under reduced pressure to give the title compound crude (50 mg, 0.096 mmol). The resulting mixture was used without further purification. MS (ES+) C<sub>24</sub>H<sub>28</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>3</sub> requires: 518, found: 519 [M+H]<sup>+</sup>

**[0429] Tert-butyl 1-(3-(2,3-dichlorophenyl)-5-(1-hydroxyethyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate.** To a 0 °C solution of tert-butyl 1-(5-acetyl-  
10 3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (50 mg, 0.096 mmol) in MeOH (2 ml) was added NaBH<sub>4</sub> (20 mg, 0.528 mmol) and the resulting mixture was stirred at 0 °C for 20 min. Brine (25 mL) was added and the mixture extracted with EtOAc (3 x 25 mL), the organic phases combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>,  
15 filtered, and concentrated under reduced pressure to obtain the title compound as a brown oil (50 mg, 0.096 mmol). The resulting mixture was used without further purification. MS (ES+) C<sub>24</sub>H<sub>30</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>3</sub> requires: 520, found: 521 [M+H]<sup>+</sup>

**[0430] 1-(6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)ethanol.** To tert-butyl 1-(3-(2,3-dichlorophenyl)-5-(1-hydroxyethyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (50 mg, 0.096 mmol) was added  
20 TFA (2 ml) and the resulting mixture was stirred at 25 °C for 1 hour. The volatiles were removed under reduced pressure and the residue was purified by preparative HPLC (Mobile phase: A = 0.01% TFA/H<sub>2</sub>O, B = 0.01% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to obtain the title compound as a light yellow solid (20 mg, 0.045 mmol). MS (ES+) C<sub>21</sub>H<sub>27</sub>Cl<sub>2</sub>N<sub>8</sub>O requires: 442, found: 443 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, MeOD) δ 7.69 (d, J = 7.9 Hz, 2H), 7.45 (t, J = 7.9 Hz, 1H), 5.20 (q, J = 6.3 Hz, 1H), 3.85 (d, J = 13.7 Hz, 1H), 3.62 (d, J = 13.6 Hz, 1H), 3.46 (ddd, J = 13.6, 8.8, 4.5 Hz, 1H), 3.27 (t, J = 10.6 Hz, 1H), 2.21 – 2.08 (m, 1H), 2.05 – 1.86 (m, 3H), 1.58 (d, J = 6.4 Hz, 3H), 1.53 (s, 3H).

**Example 13: 6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-N-hydroxy-1H-**

**pyrazolo[3,4-b]pyrazine-5-carboxamide****Scheme 8**

- 5 **[0431] Tert-butyl 1-(5-bromo-3-(2,3-dichlorophenyl)-1-(4-methoxybenzyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate.** To a solution of tert-butyl 1-(5-bromo-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (800 mg, 1.44 mmol) in DMF (10 mL) were added 1-(chloromethyl)-4-methoxybenzene (337 mg, 2.16 mmol) and Cs<sub>2</sub>CO<sub>3</sub> (935 mg, 2.88 mmol) and the resulting
- 10 mixture was stirred at 25 °C for 18 hours. The mixture was diluted with EtOAc (50 mL) and brine (50 mL) and the layers were separated. The aqueous layer was extracted with EtOAc (2 x 50 mL), the combined organic layers were washed with water (50 mL), NH<sub>4</sub>Cl (2 x 50 mL) and brine (50 mL). The organics were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (10 - 50 % EtOAc in hexans)
- 15 to give the title compound as a oil (1 g, 1.40 mmol, 98% yeild). MS (ES+) C<sub>30</sub>H<sub>33</sub>BrCl<sub>2</sub>N<sub>6</sub>O<sub>3</sub> requires: 674, found: 675 [M+H]<sup>+</sup>.

**[0432] Methyl 6-(4-(tert-butoxycarbonylamino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1-(4-methoxybenzyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxylate.** To a

solution of tert-butyl 1-(5-bromo-3-(2,3-dichlorophenyl)-1-(4-methoxybenzyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (500 mg, 0.739 mmol) in MeOH (20 mL) were added Pd<sub>2</sub>(dba)<sub>3</sub> (52 mg, 0.074 mmol), Xantphos (43 mg, 0.074 mmol), and TEA (747 mg, 7.4 mmol). The mixture was flushed with carbon monoxide and stirred at 70 °C under an atmosphere of carbon monoxide (1 atm) for 18 hours. The mixture was absorbed onto Silica gel (2 g) and concentrated. The residue was purified via silica gel chromatography (10 - 40 % EtOAc in hexanes) to give the title compound as a brown solid (200 mg, 0.305 mmol, 41% yield). MS (ES+) C<sub>32</sub>H<sub>36</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>5</sub> requires: 654, found: 655 [M+H]<sup>+</sup>.

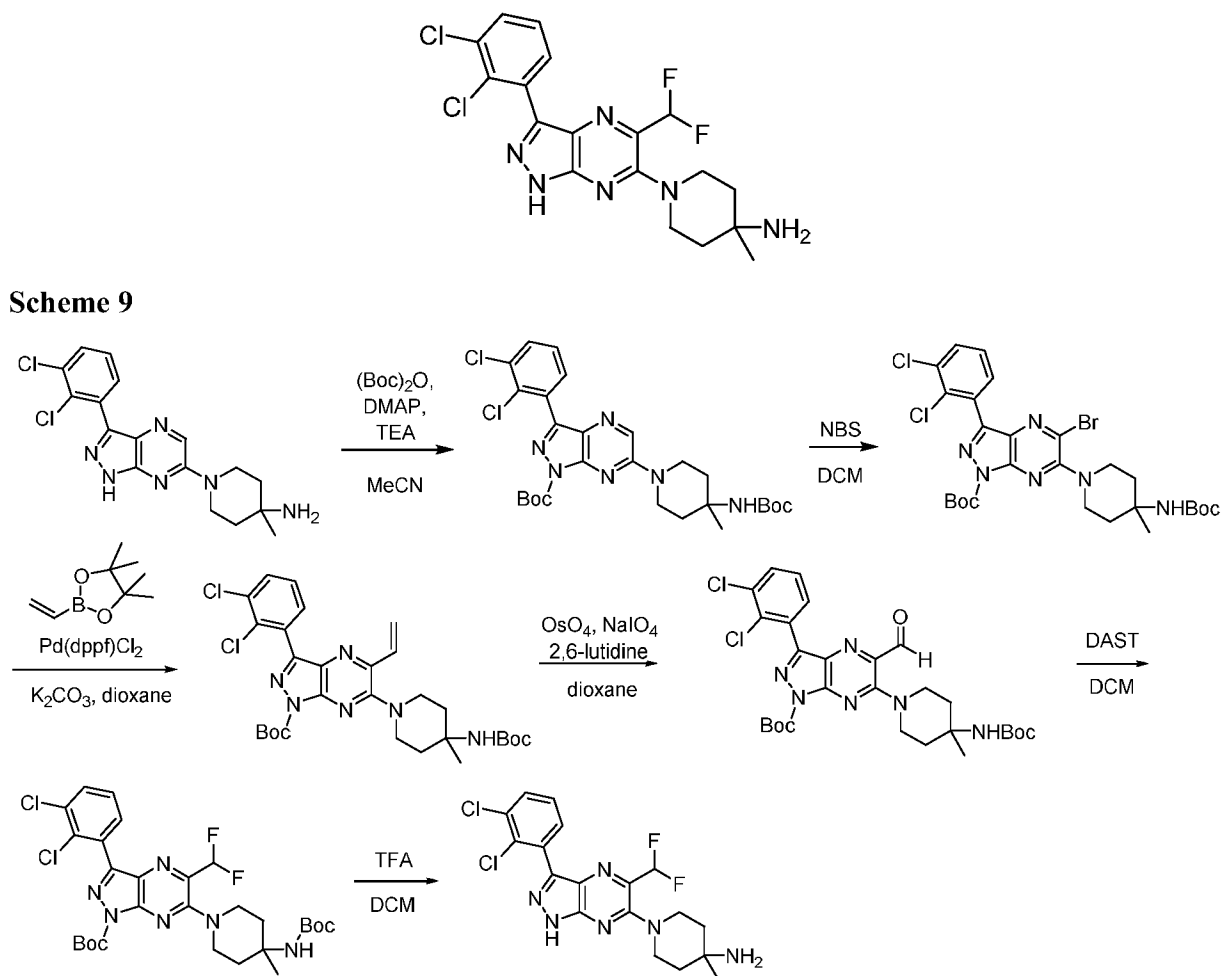
**[0433] Tert-butyl 1-(3-(2,3-dichlorophenyl)-5-(hydroxycarbamoyl)-1-(4-methoxybenzyl)-**

**1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate.** To a 0 °C solution of methyl 6-(4-(tert-butoxycarbonylamino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1-(4-methoxybenzyl)-1H-pyrazolo[3,4-b]pyrazine-5-carboxylate (100 mg, 0.153 mmol) in MeOH (3 mL) were added NH<sub>2</sub>OH (50%, 0.5 mL), NaOH (sat in MeOH, 0.5 mL) and the resulting mixture was stirred at 0 °C for 1 hour. Brine (25 mL) was added and the layers were separated. The aqueous layer was extracted with EtOAc (3 x 25 mL), the combined organics washed with brine (25 mL), dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated to give the title compound as a brown solid (100 mg, 0.152 mmol). The product was used without further purification. MS (ES+) C<sub>31</sub>H<sub>35</sub>Cl<sub>2</sub>N<sub>7</sub>O<sub>5</sub> requires: 655, found: 656 [M+H]<sup>+</sup>.

**[0434] 6-(4-Amino-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-N-hydroxy-1H-**

**pyrazolo[3,4-b]pyrazine-5-carboxamide.** To a microwave vial containing tert-butyl 1-(3-(2,3-dichlorophenyl)-5-(hydroxycarbamoyl)-1-(4-methoxybenzyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-ylcarbamate (90 mg, 0.137 mmol) was TFA (2 mL). The vial was capped and stirred at 80°C under microwave irradiation for 2 hours. The mixture was concentrated under reduced pressure and the residue was purified by reverse phase preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound as a light yellow solid (7.2 mg, 0.016 mmol, 11% yield). MS (ES+) C<sub>18</sub>H<sub>19</sub>Cl<sub>2</sub>N<sub>7</sub>O<sub>2</sub> requires: 435, found: 436 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, MeOD) δ 7.68 (t, J = 7.8 Hz, 2H), 7.45 (t, J = 7.9 Hz, 1H), 3.96 (d, J = 14.3 Hz, 2H), 3.39 (dd, J = 25.6, 15.0 Hz, 2H), 1.98 (dt, J = 43.2, 11.6 Hz, 4H), 1.52 (s, 3H).

**Example 14: 1-(3-(2,3-dichlorophenyl)-5-(difluoromethyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine**



5

**[0435] Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of 1-(3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine (0.2 g, 0.530 mmol) in Acetonitrile (1.060 ml) were added TEA (0.111 ml, 0.795 mmol) and BOC2O (0.492 ml, 2.120 mmol) and followed by DMAP (6.48 mg, 0.053 mmol) and the resulting mixture was stirred at 60°C for 66 h. The mixture was concentrated and the residue was purified via silica gel chromatography (0 - 50 % EtOAc in hexanes to give tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (125 mg, 0.216 mmol, 40.8 % yield) as a colorless liquid. MS (ES+) C<sub>27</sub>H<sub>34</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 576/578/560, found: 577/579/561 [M+H]<sup>+</sup>.

15

[0436] **Tert-butyl 5-bromo-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (100 mg, 0.173 mmol) in DCM (1732  $\mu$ l) at 0 °C was added NBS (46.2 mg, 0.260 mmol) and the resulting mixture was allowed to warm to RT over 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (82 mg, 0.125 mmol, 72.1 % yield) as an orange amorphous material. MS (ES+) C<sub>27</sub>H<sub>33</sub>BrCl<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 656, found: 657 [M+H]<sup>+</sup>.

10 [0437] **Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-vinyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** A microwave vial was charged with tert-butyl 5-bromo-6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (500 mg, 0.762 mmol), 4,4,5,5-tetramethyl-2-vinyl-1,3,2-dioxaborolane (153 mg, 0.990 mmol), K<sub>2</sub>CO<sub>3</sub> (316 mg, 2.285 mmol) and Dioxane (6925  $\mu$ l). The reaction mixture was degassed with N<sub>2</sub> for 1 min. PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub>Adduct (31.1 mg, 0.038 mmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 1 min. The vial was sealed and the reaction mixture was heated to 120 °C in the microwave reactor for 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (240 mg, 0.398 mmol, 52.2 % yield) as a yellow amorphous material. MS (ES+) C<sub>29</sub>H<sub>36</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 602, found: 603 [M+H]<sup>+</sup>.

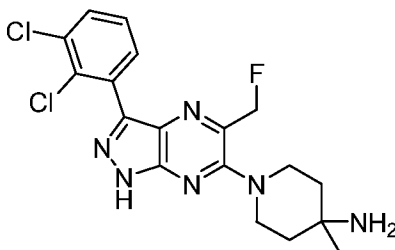
25 [0438] **Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-formyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of tert-butyl (1-(3-(2,3-dichlorophenyl)-5-vinyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-yl)carbamate (240 mg, 0.477 mmol) in Dioxane (3575  $\mu$ l) and Water (1192  $\mu$ l) were added 2,6-lutidine (111  $\mu$ l, 0.953 mmol) and osmium tetroxide (74.8  $\mu$ l, 9.53  $\mu$ mol) and the resulting mixture was stirred at RT for 3 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (188 mg, 0.372 mmol, 78 % yield) as a pale yellow solid. MS (ES+) C<sub>28</sub>H<sub>34</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>5</sub> requires: 605, found: 606 [M+H]<sup>+</sup>.

30

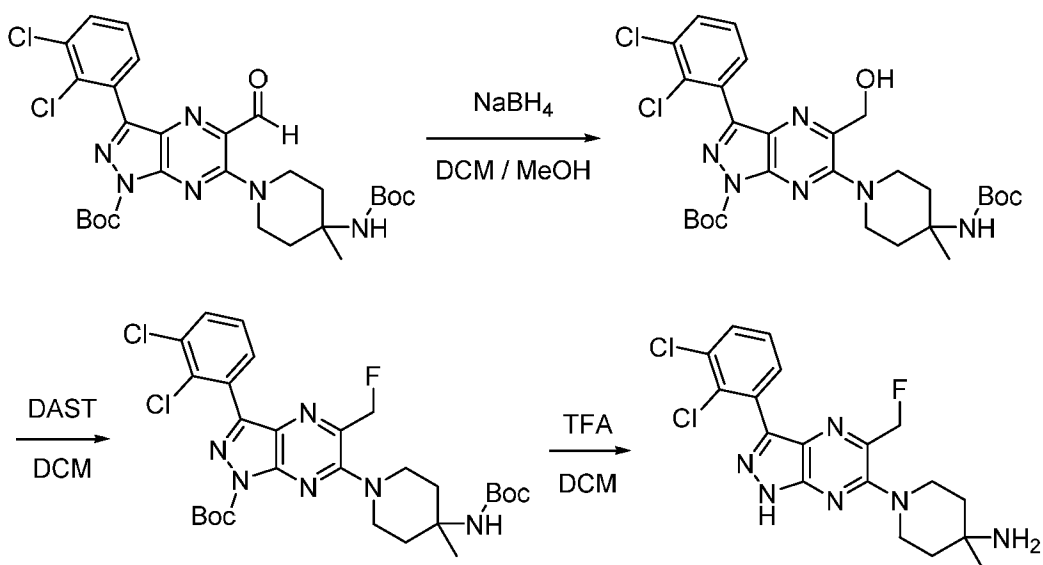
[0439] **Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(difluoromethyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-formyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (22 mg, 0.036 mmol) in DCM (363  $\mu$ l) at 0 °C was added DAST (14.40  $\mu$ l, 0.109 mmol) and the resulting mixture was stirred at 25 °C for 18 h. The residue was adsorbed onto silica gel and purified via flash chromatography (0 - 100 % EtOAc in hexanes) to give the title compound (12 mg, 0.019 mmol, 52.6 % yield) as a yellow amorphous material. MS (ES+) C<sub>28</sub>H<sub>34</sub>Cl<sub>2</sub>F<sub>2</sub>N<sub>6</sub>O<sub>4</sub> requires: 627, found: 628 [M+H]<sup>+</sup>.

10 [0440] **1-(3-(2,3-Dichlorophenyl)-5-(difluoromethyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine.** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(difluoromethyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (12 mg, 0.019 mmol) in DCM (382  $\mu$ l) was added trifluoroacetic acid (44.2  $\mu$ l, 0.574 mmol) and the resulting mixture was stirred at RT for 1 h. The volatiles were removed under reduced pressure. The sample was then frozen in MeOH/H<sub>2</sub>O and lyophilized. The title compound (10 mg, 0.018 mmol, 97 % yield) was isolated as a pale yellow solid. MS (ES+) C<sub>18</sub>H<sub>18</sub>Cl<sub>2</sub>F<sub>2</sub>N<sub>6</sub> requires: 427, found: 428 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, DMSO-*d*<sub>6</sub>)  $\delta$  14.19 (s, 1H), 8.03 (s, 3H), 7.82 (dd, *J* = 8.1, 1.5 Hz, 1H), 7.71 (dd, *J* = 7.7, 1.5 Hz, 1H), 7.55 (t, *J* = 7.9 Hz, 1H), 7.12 (t, *J* = 53.4 Hz, 1H), 3.63 – 3.55 (m, 2H), 3.34 – 3.27 (m, 3H), 2.00 – 1.91 (m, 2H), 1.89 – 1.81 (m, 2H), 1.39 (s, 3H).

**Example 15: 1-(3-(2,3-dichlorophenyl)-5-(fluoromethyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine**



Scheme 10



[0441] **Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(hydroxymethyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-formyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (188 mg, 0.310 mmol) in DCM (1552  $\mu\text{l}$ ) and Methanol (1552  $\mu\text{l}$ ) was added sodium borohydride (35.2 mg, 0.931 mmol) and the resulting mixture was stirred at RT for 1 h. The volatiles were removed under reduced pressure. The yellow residue was dissolved in DCM (3 mL) and sat. Rochelles salt (2 mL) was added. The mixture was stirred for 18 hours. The layers were separated and the aqueous layer extracted with DCM (2 x 1 mL). The combined organics were dried over  $\text{MgSO}_4$ , filtered, and concentrated. The residue was adsorbed onto silica gel and purified via flash chromatography (0-100 % EtOAc in hexanes) to give the title compound (136 mg, 0.224 mmol, 72.1 % yield) as a pale yellow amorphous material. MS (ES+)  $\text{C}_{28}\text{H}_{36}\text{Cl}_2\text{N}_6\text{O}_5$  requires: 607, found: 608  $[\text{M}+\text{H}]^+$ .

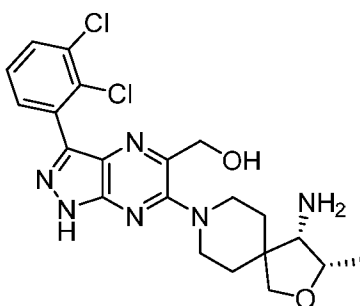
[0442] **Tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(fluoromethyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(hydroxymethyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (136 mg, 0.224 mmol) in DCM (2239  $\mu\text{l}$ ) at 0  $^\circ\text{C}$  was added DAST (89  $\mu\text{l}$ , 0.672 mmol) and the resulting mixture was allowed to warm to RT on own and stir 18 hours. The reaction was eluted through a 4g plug of  $\text{SiO}_2$ , eluting with DCM (5 mL) and EtOAc (15 mL). The volatiles were removed under reduced

pressure. Isolated title compound crude (136 mg, 0.224 mmol, 100 % yield). MS (ES+) C<sub>28</sub>H<sub>35</sub>Cl<sub>2</sub>FN<sub>6</sub>O<sub>4</sub> requires: 609, found: 610 [M+H]<sup>+</sup>.

**[0443] 1-(3-(2,3-Dichlorophenyl)-5-(fluoromethyl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-4-methylpiperidin-4-amine.** To a solution of tert-butyl 6-(4-((tert-butoxycarbonyl)amino)-4-methylpiperidin-1-yl)-3-(2,3-dichlorophenyl)-5-(fluoromethyl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (136 mg, 0.223 mmol) in DCM (2231  $\mu$ l) was added TRIFLUOROACETIC ACID (17.19  $\mu$ l, 0.223 mmol) and the resulting mixture was stirred at RT for 1 h. The volatiles were removed under reduced pressure. The residue was adsorbed onto Celite and purified via flash chromatography (0 - 10 % MeOH in DCM w/ 0.5% NH<sub>4</sub>OH) to give the title compound (6 mg, 0.015 mmol, 6.57 % yield) as a pale yellow solid. MS (ES+) C<sub>18</sub>H<sub>19</sub>Cl<sub>2</sub>FN<sub>6</sub> requires: 408, found: 392 [M-NH<sub>2</sub>]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, DMSO-*d*<sub>6</sub>)  $\delta$  13.99 (s, 1H), 8.03 (s, 3H), 7.80 (dd, *J* = 8.1, 1.5 Hz, 1H), 7.70 (dd, *J* = 7.7, 1.4 Hz, 1H), 7.54 (t, *J* = 7.9 Hz, 1H), 5.53 (d, *J* = 47.8 Hz, 2H), 3.66 – 3.55 (m, 2H), 3.31 – 3.25 (m, 2H), 1.99 – 1.91 (m, 2H), 1.89 – 1.80 (m, 2H), 1.40 (s, 3H).

15

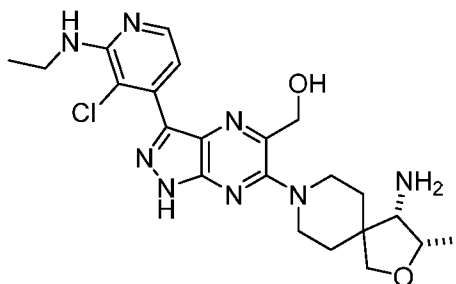
**Example 16: (6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol**



**[0444] (6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(2,3-dichlorophenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol.** The title compound can be prepared from Example 7, step 2 using Intermediate 119. MS (ES+) C<sub>21</sub>H<sub>24</sub>Cl<sub>2</sub>N<sub>6</sub>O<sub>2</sub> requires: 463, found: 464 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, Chloroform-*d*)  $\delta$  7.64 (d, *J* = 7.8 Hz, 1H), 7.59 (d, *J* = 8.2 Hz, 1H), 7.34 (t, *J* = 8.0 Hz, 2H), 4.79 (s, 2H), 4.28 – 4.16 (m, 2H), 3.86 (d, *J* = 8.7 Hz, 1H), 3.74 (d, *J* = 8.7 Hz, 1H), 3.56 – 3.44 (m, 2H), 3.26 – 3.08 (m, 2H), 3.06 (s, 1H), 2.01 (t, *J* = 12.3 Hz, 2H), 1.87 (d, *J* = 11.9 Hz, 2H), 1.79 (s, 1H), 1.27 (d, *J* = 6.9 Hz, 3H).

25

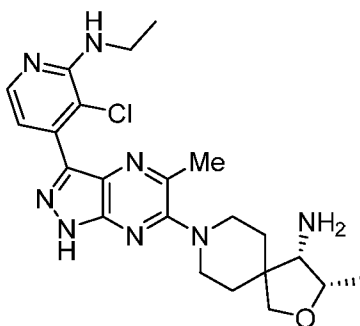
**Example 17: (6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(3-chloro-2-(ethylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol**



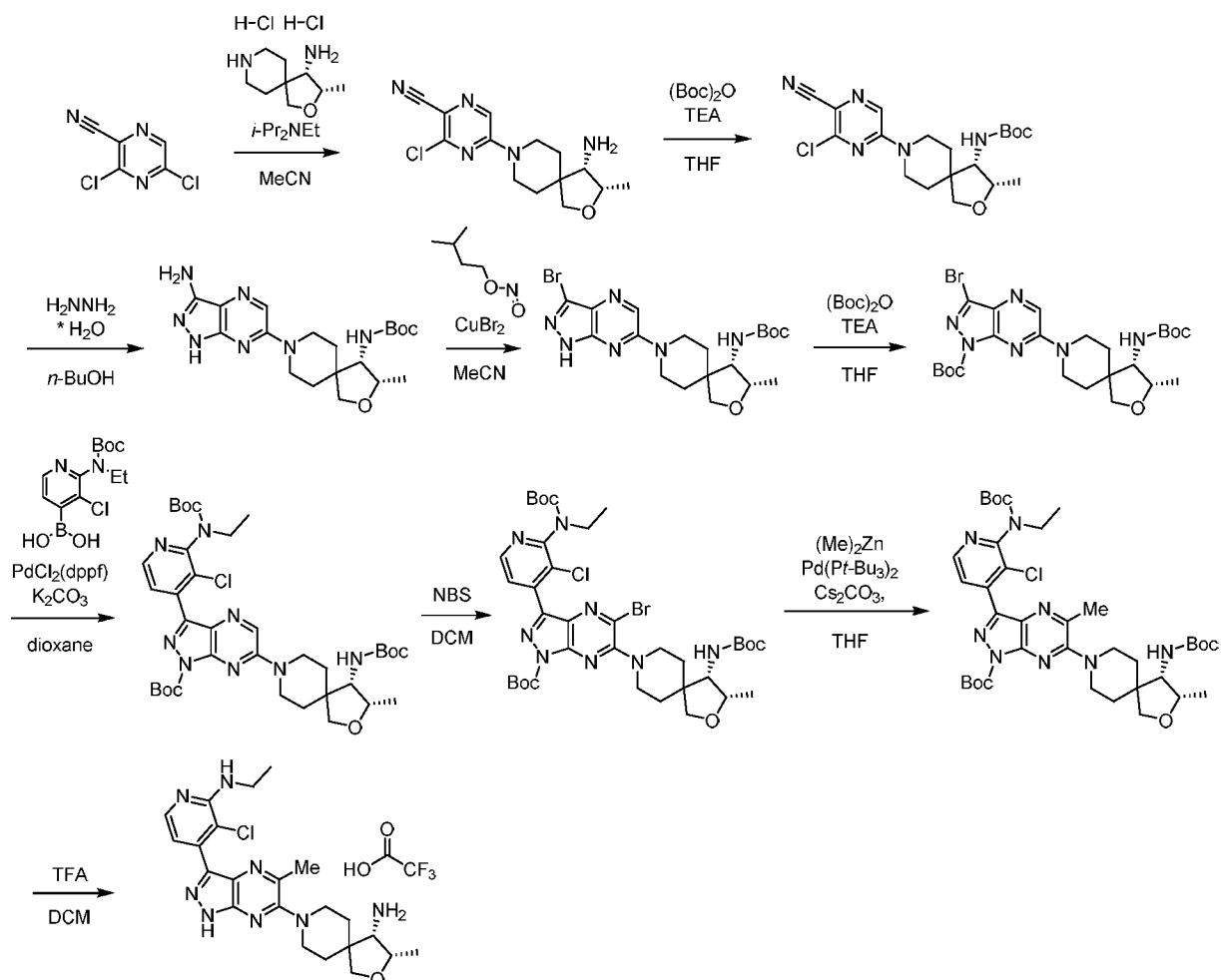
- 5 [0445] (6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(3-chloro-2-(ethylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol. The title compound can be prepared from Example 11 using Intermediate 119. MS (ES+) C<sub>22</sub>H<sub>29</sub>ClN<sub>8</sub>O<sub>2</sub> requires: 472, found: 473 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Methanol-*d*<sub>4</sub>) δ 8.03 (d, *J* = 5.2 Hz, 1H), 6.96 (d, *J* = 5.2 Hz, 1H), 4.76 (s, 2H), 4.29 – 4.19 (m, 2H), 3.86 (t, *J* = 8.3 Hz, 2H), 3.73 (t, *J* = 9.0 Hz, 2H), 3.68 – 3.62 (m, 2H), 3.54 – 3.49 (m, 2H), 3.26 – 3.11 (m, 2H), 3.05 (d, *J* = 8.3, 4.9 Hz, 1H), 2.04 – 1.87 (m, 2H), 1.77 (t, *J* = 18.3 Hz, 2H), 1.27 (t, *J* = 7.2 Hz, 3H), 1.24 – 1.22 (m, 3H).
- 10

**Example 18: (3S,4S)-8-(3-(3-chloro-2-(ethylamino)pyridin-4-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine 2,2,2-trifluoroacetate**

15



Scheme 11



**[0446] 5-((3S,4S)-4-Amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-chloropyrazine-2-carbonitrile.** To a cooled 0 °C suspension of (3S,4S)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine dihydrochloride (4.19 g, 17.2 mmol) in acetonitrile (86 mL) were added Hunig's base (15.06 mL, 86.0 mmol) and 3,5-dichloropyrazine-2-carbonitrile (3 g, 17.2 mmol). The resulting mixture was stirred at 25°C for 1 h. The volatiles were removed under reduced pressure to give a yellow oil which was used without further purification. MS (ES+) C<sub>14</sub>H<sub>18</sub>ClN<sub>5</sub>O requires: 307, found: 308 [M+H]<sup>+</sup>.

**10 [0447] Tert-butyl ((3S,4S)-8-(6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)carbamate.** To a solution of 5-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-chloropyrazine-2-carbonitrile (4.1 g, 13.3 mmol) in THF (66 mL) were added BOC-anhydride (3.7 mL, 15.9 mmol) and TEA (2.2 mL, 15.9 mmol) and the

resulting mixture was stirred at 25°C for 3 h. Water (20 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 25 mL), the combined organic layers were washed with sat. NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 5 % MeOH in DCM to  
5 give the title compound (5 g, 12.2 mmol, 92 % yield) as a yellow solid. MS (ES+)

C<sub>19</sub>H<sub>26</sub>ClN<sub>5</sub>O<sub>3</sub> requires: 407, found: 408 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Chloroform-*d*) δ 7.98 (s, 1H), 4.66 (d, *J* = 10.6 Hz, 1H), 4.20 – 4.08 (m, 1H), 4.04 – 3.97 (m, 1H), 3.90 – 3.70 (m, 3H), 3.68 – 3.58 (m, 2H), 1.90 – 1.77 (m, 2H), 1.78 – 1.70 (m, 1H), 1.66 (s, 1H), 1.63 – 1.57 (m, 2H), 1.52 (s, 9H), 1.20 (d, *J* = 6.3 Hz, 3H).

10 **[0448] Tert-butyl ((3S,4S)-8-(3-amino-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of tert-butyl ((3S,4S)-8-(6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (5 g, 12.2 mmol) in BuOH (60 mL) was added hydrazine hydrate (1.87 mL, 30.6 mmol) and the resulting mixture was stirred at 100°C for 8 h. The volatiles were removed under reduced pressure to give a  
15 yellow oil that was used without further purification. MS (ES+) C<sub>19</sub>H<sub>29</sub>N<sub>7</sub>O<sub>3</sub> requires: 403, found: 404 [M+H]<sup>+</sup>.

**[0449] Tert-butyl ((3S,4S)-8-(3-bromo-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a cooled 0 °C solution of tert-butyl ((3S,4S)-8-(3-amino-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (4  
20 g, 9.9 mmol) and copper(II) bromide (2.43 g, 10.9 mmol) in acetonitrile (90 mL) was added isopentyl nitrite (3.60 mL, 26.8 mmol). The resulting mixture was stirred at 25°C for 18 h in the absence of light. Water (20 mL) was added and the volatiles were removed under reduced pressure. The reaction mixture was diluted with DCM (50 mL) and washed with 3% NH<sub>4</sub>OH (2x 50 mL). The layers were separated, and the organic layer was washed with sat NaCl (30 mL),  
25 dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 5 % MeOH in DCM with 2% NH<sub>4</sub>OH to give the title compound (1.7 g, 3.6 mmol, 36.7 % yield) as a yellow liquid. MS (ES+) C<sub>19</sub>H<sub>27</sub>BrN<sub>6</sub>O<sub>3</sub> requires: 467, found: 468 [M+H]<sup>+</sup>.

**[0450] Tert-butyl 3-bromo-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution of tert-  
30

butyl ((3S,4S)-8-(3-bromo-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (1.7 g, 3.6 mmol) in THF (35 mL) were added BOC-anhydride (1.013 mL, 4.3 mmol) and TEA (0.60 mL, 4.3 mmol) and the resulting mixture was stirred at 25°C for 6 h. The volatiles were removed under reduced pressure and the residue was purified via silica gel chromatography (0 - 5 % MeOH in DCM with 2% NH<sub>4</sub>OH to give the title compound (1.3 g, 2.2 mmol, 63.0 % yield) as a yellow liquid. MS (ES+) C<sub>24</sub>H<sub>35</sub>BrN<sub>6</sub>O<sub>5</sub> requires: 567, found: 568 [M+H]<sup>+</sup>.

**[0451] Tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** A solution of tert-butyl 3-bromo-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (1.2 g, 2.1 mmol), (2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)boronic acid (1.144 g, 3.8 mmol) and K<sub>2</sub>CO<sub>3</sub> (1.169 g, 8.4 mmol) in dioxane (15 mL) was degassed with N<sub>2</sub> for 1 minutes. PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (0.345 g, 0.4 mmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 2 minutes. The reaction mixture was heated to 100°C and stirred for 3 h. Water (5 mL) was added, the reaction mixture was filtered through Celite, and the filtrate was concentrated under reduced pressure. The reaction mixture was diluted with DCM (20 mL) and washed with water (15 mL). The layers were separated, and the organic layer was washed with sat NaCl (15 mL), dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 5 % MeOH in DCM with 2% NH<sub>4</sub>OH to give the title compound (1.3 g, 1.7 mmol, 83 % yield) as a yellow foam solid. MS (ES+) C<sub>36</sub>H<sub>51</sub>ClN<sub>8</sub>O<sub>7</sub> requires: 743, found: 744 [M+H]<sup>+</sup>.

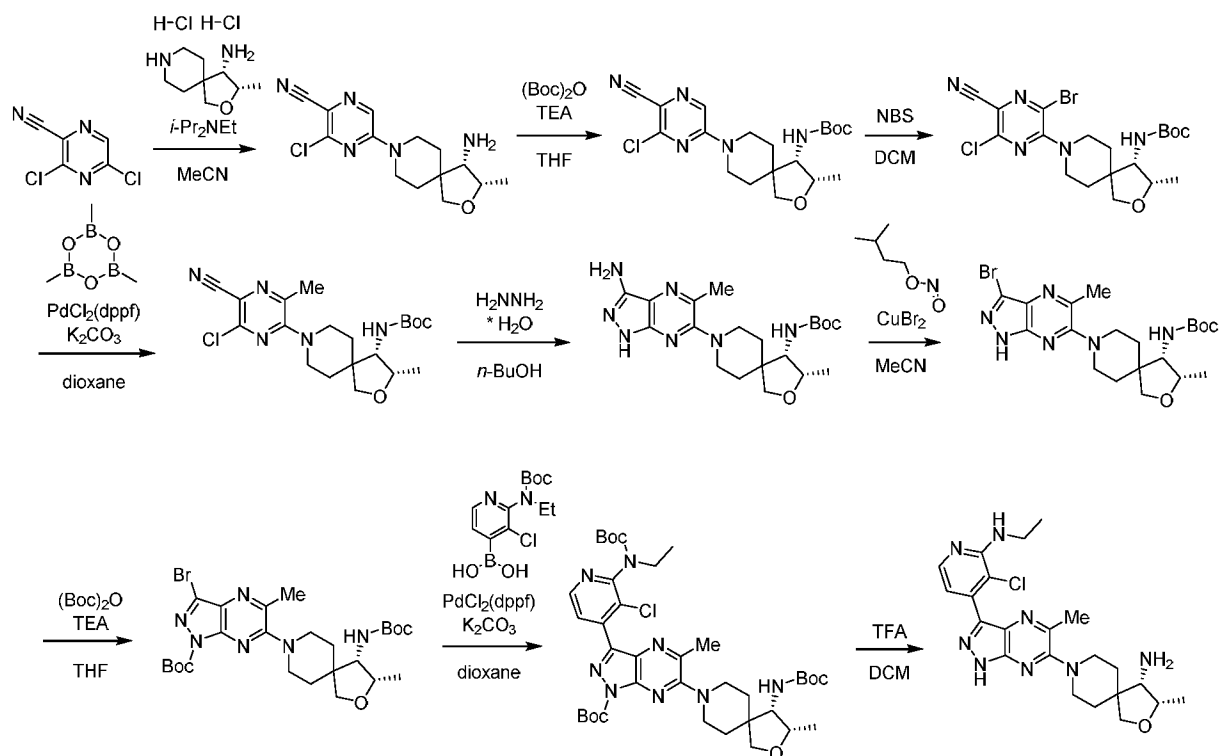
**[0452] Tert-butyl 5-bromo-3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a cooled 0 °C solution of tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (1.3 g, 1.7 mmol) in DCM (17 mL) was added NBS (0.467 g, 2.6 mmol). The resulting mixture was stirred at 50°C for 2 h. Sat. NaHCO<sub>3</sub> (10 mL) was added, and the layers were separated. The aqueous phase was extracted with DCM (3 x 10 mL), the combined organic layers were washed with

water, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 5 % MeOH in DCM with 2% NH<sub>4</sub>OH to give the title compound (1.28 g, 1.5 mmol, 89 % yield) as a yellow foam solid. MS (ES+) C<sub>36</sub>H<sub>50</sub>BrClN<sub>8</sub>O<sub>7</sub> requires: 822, found: 823 [M+H]<sup>+</sup>.

5 **[0453] Tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a degassed and 0 °C solution of tert-butyl 5-bromo-3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-1H-pyrazolo[3,4-  
10 b]pyrazine-1-carboxylate (500 mg, 0.6 mmol) in THF (6.0 mL) were added bis(tri-  
butylphosphine)palladium(0) (15.54 mg, 0.03 mmol) and dimethylzinc (912 μl, 0.9 mmol). The resulting mixture was stirred at 20°C for 1 h. MeOH (3 mL) was added and the volatiles were removed under reduced pressure. The residue was purified by reverse phase preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 50 - 90%; 12 min;   
15 Column: Y) to give the title compound (26 mg, 0.03 mmol, 5.65 % yield) as a yellow liquid. MS (ES+) C<sub>37</sub>H<sub>53</sub>ClN<sub>8</sub>O<sub>7</sub> requires: 757, found: 758 [M+H]<sup>+</sup>.

**[0454] (3S,4S)-8-(3-(3-chloro-2-(Ethylamino)pyridin-4-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine 2,2,2-trifluoroacetate.** To a solution of tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-  
20 4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (26 mg, 0.03 mmol) in DCM (343 μl) was added TFA (26.4 μl, 0.3 mmol) and the resulting mixture was stirred at 25°C for 3 h. The volatiles were removed under reduced pressure to give the title compound (18 mg, 0.032 mmol, 92 % yield) as a yellow oil. MS (ES+) C<sub>22</sub>H<sub>29</sub>ClN<sub>8</sub>O requires: 456, found: 457 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600  
25 MHz, Methanol-*d*<sub>4</sub>) δ 7.95 (d, *J* = 6.7 Hz, 1H), 7.66 (d, *J* = 6.7 Hz, 1H), 4.34 – 4.29 (m, 1H), 3.98 (d, *J* = 8.9 Hz, 1H), 3.88 (d, *J* = 9.2 Hz, 1H), 3.77 – 3.66 (m, 2H), 3.61 (q, *J* = 7.2 Hz, 2H), 3.49 (d, *J* = 4.1 Hz, 1H), 3.11 – 2.99 (m, 2H), 2.68 (s, 3H), 2.08 – 1.99 (m, 2H), 1.99 – 1.94 (m, 1H), 1.83 – 1.76 (m, 1H), 1.39 (t, *J* = 7.2 Hz, 3H), 1.33 (d, *J* = 6.5 Hz, 3H).

Scheme 12



[0455] **5-((3S,4S)-4-Amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-chloropyrazine-2-carbonitrile.** To a cooled 0 °C suspension of (3S,4S)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine dihydrochloride (28.0 g, 115 mmol) in acetonitrile (575 ml) were added Hunig's base (100 ml, 575 mmol) and 3,5-dichloropyrazine-2-carbonitrile (20 g, 115 mmol). The resulting mixture was stirred at 25°C for 1 h. The volatiles were removed under reduced pressure to give a yellow oil which was used without further purification. MS (ES+) C<sub>14</sub>H<sub>18</sub>ClN<sub>5</sub>O requires: 307, found: 308 [M+H]<sup>+</sup>.

10 [0456] **Tert-butyl ((3S,4S)-8-(6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of 5-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-chloropyrazine-2-carbonitrile (35.4 g, 115 mmol) in DCM (460 ml) were added BOC-anhydride (32.0 ml, 138 mmol) and TEA (19.24 ml, 138 mmol) and the resulting mixture was stirred at 25°C for 3 h. H<sub>2</sub>O (100 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 50 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 90 % EtOAc in hexanes to

give tert-butyl ((3S,4S)-8-(6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (38 g, 93 mmol, 81 % yield) as a yellow foam solid. MS (ES+)

C<sub>19</sub>H<sub>26</sub>ClN<sub>5</sub>O<sub>3</sub> requires: 407, found: 408 [M+H]<sup>+</sup>.

**[0457] Tert-butyl ((3S,4S)-8-(3-bromo-6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of tert-butyl ((3S,4S)-8-(6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (46 g, 113 mmol) in DMF (564 ml) was added NBS (30.1 g, 169 mmol) and the resulting mixture was stirred at 50°C for 18 h. The volatiles were removed under reduced pressure and the residue was purified via silica gel chromatography (0 - 80 % EtOAc in hexanes to give tert-butyl ((3S,4S)-8-(3-bromo-6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (24 g, 49.3 mmol, 43.7 % yield) as a pale yellow foam solid. MS (ES+) C<sub>19</sub>H<sub>25</sub>BrClN<sub>5</sub>O<sub>3</sub> requires: 486, found: 486,487 [M+H]<sup>+</sup>.

**[0458] Tert-butyl ((3S,4S)-8-(6-chloro-5-cyano-3-methylpyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** A solution of tert-butyl ((3S,4S)-8-(3-bromo-6-chloro-5-cyanopyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (5 g, 10.27 mmol), 2,4,6-trimethyl-1,3,5,2,4,6-trioxatriborinane (0.574 ml, 4.11 mmol) and K<sub>2</sub>CO<sub>3</sub> (2.84 g, 20.54 mmol) in dioxane (51.4 ml) was degassed with N<sub>2</sub> for 2 minutes. PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (0.839 g, 1.027 mmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 1 minutes. The reaction mixture was heated to 90°C and stirred for 72 h. The reaction mixture was allowed to cool to room temperature and filtered through Celite, and the filtrate was concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 70 % EtOAc in hexanes to give tert-butyl ((3S,4S)-8-(6-chloro-5-cyano-3-methylpyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (3.3 g, 7.82 mmol, 76 % yield) as a yellow liquid. MS (ES+) C<sub>20</sub>H<sub>28</sub>ClN<sub>5</sub>O<sub>3</sub> requires: 421, found: 422 [M+H]<sup>+</sup>.

**[0459] Tert-butyl ((3S,4S)-8-(3-amino-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of tert-butyl ((3S,4S)-8-(6-chloro-5-cyano-3-methylpyrazin-2-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (3.3 g, 7.82 mmol) in BuOH (78 ml) was added hydrazine hydrate (0.979 g, 19.55 mmol) and the resulting mixture was stirred at 105°C for 8 h. The reaction mixture was allowed to cool to room temperature and the volatiles were removed under reduced pressure. The residue was purified

via silica gel chromatography (0 - 10 % MeOH in DCM to give tert-butyl ((3S,4S)-8-(3-amino-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (1.6 g, 3.83 mmol, 49.0 % yield) as a yellow liquid. MS (ES+) C<sub>20</sub>H<sub>31</sub>N<sub>7</sub>O<sub>3</sub> requires: 417, found: 418 [M+H]<sup>+</sup>.

5 **[0460] Tert-butyl ((3S,4S)-8-(3-bromo-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of tert-butyl ((3S,4S)-8-(3-amino-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (1.6 g, 3.83 mmol) in acetonitrile (38.3 ml) were added copper(II) bromide (0.942 g, 4.22 mmol) and isopentyl nitrite (1.122 g, 9.58 mmol) and the resulting mixture was stirred at  
10 25°C for 18 h. The volatiles were removed under reduced pressure. The reaction mixture was diluted with EtOAc (20 mL), NH<sub>4</sub>OH (20 mL, 10% solution) was added, and the layers were separated. The organic layers were washed with NH<sub>4</sub>OH (2 x 20 mL, 10% solution), sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified  
15 via silica gel chromatography (0 - 5 % MeOH in DCM to give tert-butyl ((3S,4S)-8-(3-bromo-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (810 mg, 1.683 mmol, 43.9 % yield) as a dark liquid. MS (ES+) C<sub>20</sub>H<sub>29</sub>BrN<sub>6</sub>O<sub>3</sub> requires: 481, found: 482, 483 [M+H]<sup>+</sup>.

**[0461] Tert-butyl 3-bromo-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** To a solution  
20 of tert-butyl ((3S,4S)-8-(3-bromo-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (810 mg, 1.683 mmol) in THF (16.800 mL) were added BOC-anhydride (0.469 mL, 2.019 mmol) and TEA (0.352 mL, 2.52 mmol) and the resulting mixture was stirred at 25°C for 12 h. H<sub>2</sub>O (20 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 15 mL), the combined organic layers were  
25 washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 85 % EtOAc in hexanes to give tert-butyl 3-bromo-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (650 mg, 1.118 mmol, 66.4 % yield) as a pale yellow foam solid. MS (ES+) C<sub>25</sub>H<sub>37</sub>BrN<sub>6</sub>O<sub>5</sub> requires: 581, found: 582, 583 [M+H]<sup>+</sup>.

[0462] **Tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate.** A solution of tert-butyl 3-bromo-6-

5 ((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (2.56 g, 4.40 mmol), (2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)boronic acid (2.382 g, 7.92 mmol) and K<sub>2</sub>CO<sub>3</sub> (2.434 g, 17.61 mmol) in dioxane (29.3 ml) was degassed with N<sub>2</sub> for 1 minutes.

PdCl<sub>2</sub>(dppf)-CH<sub>2</sub>Cl<sub>2</sub> adduct (0.719 g, 0.880 mmol) was added and the mixture was degassed with N<sub>2</sub> for an additional 2 minutes. The reaction mixture was heated to 100°C and stirred for 3 h.

10 Water (5 mL) was added, the reaction mixture was filtered through Celite, and the filtrate was concentrated under reduced pressure. The reaction mixture was diluted with DCM (20 mL) and washed with H<sub>2</sub>O (15 mL). The layers were separated, and the organic layer was washed with sat NaCl (15 mL), dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure. The residue was purified via silica gel chromatography (0 - 5 % MeOH in DCM with 2% NH<sub>4</sub>OH to give

15 tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (2.67 g, 3.52 mmol, 80 % yield) as a yellow foam solid. MS (ES<sup>+</sup>) C<sub>36</sub>H<sub>51</sub>ClN<sub>8</sub>O<sub>7</sub> requires: 743, found: 744 [M+H]<sup>+</sup>.

[0463] **(3S,4S)-8-(3-(3-chloro-2-(ethylamino)pyridin-4-yl)-5-methyl-1H-pyrazolo[3,4-**

20 **b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine.** To a solution of tert-butyl 3-(2-((tert-butoxycarbonyl)(ethyl)amino)-3-chloropyridin-4-yl)-6-((3S,4S)-4-((tert-butoxycarbonyl)amino)-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazine-1-carboxylate (2 g, 2.64 mmol) in DCM (26.4 ml) was added TFA (2.035 ml, 26.4 mmol) and the resulting mixture was stirred at 25°C for 5 h. The volatiles were removed under

25 reduced pressure and the residue was purified via silica gel chromatography (0 - 10 % MeOH in DCM with 2% NH<sub>4</sub>OH to give (3S,4S)-8-(3-(3-chloro-2-(ethylamino)pyridin-4-yl)-5-methyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine as a pale yellow solid. MS (ES<sup>+</sup>) C<sub>22</sub>H<sub>29</sub>ClN<sub>8</sub>O requires: 456, found: 457 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (600 MHz, Methanol-*d*<sub>4</sub>) δ 7.95 (d, *J* = 6.7 Hz, 1H), 7.66 (d, *J* = 6.7 Hz, 1H), 4.34 – 4.29 (m, 1H), 3.98 (d, *J*

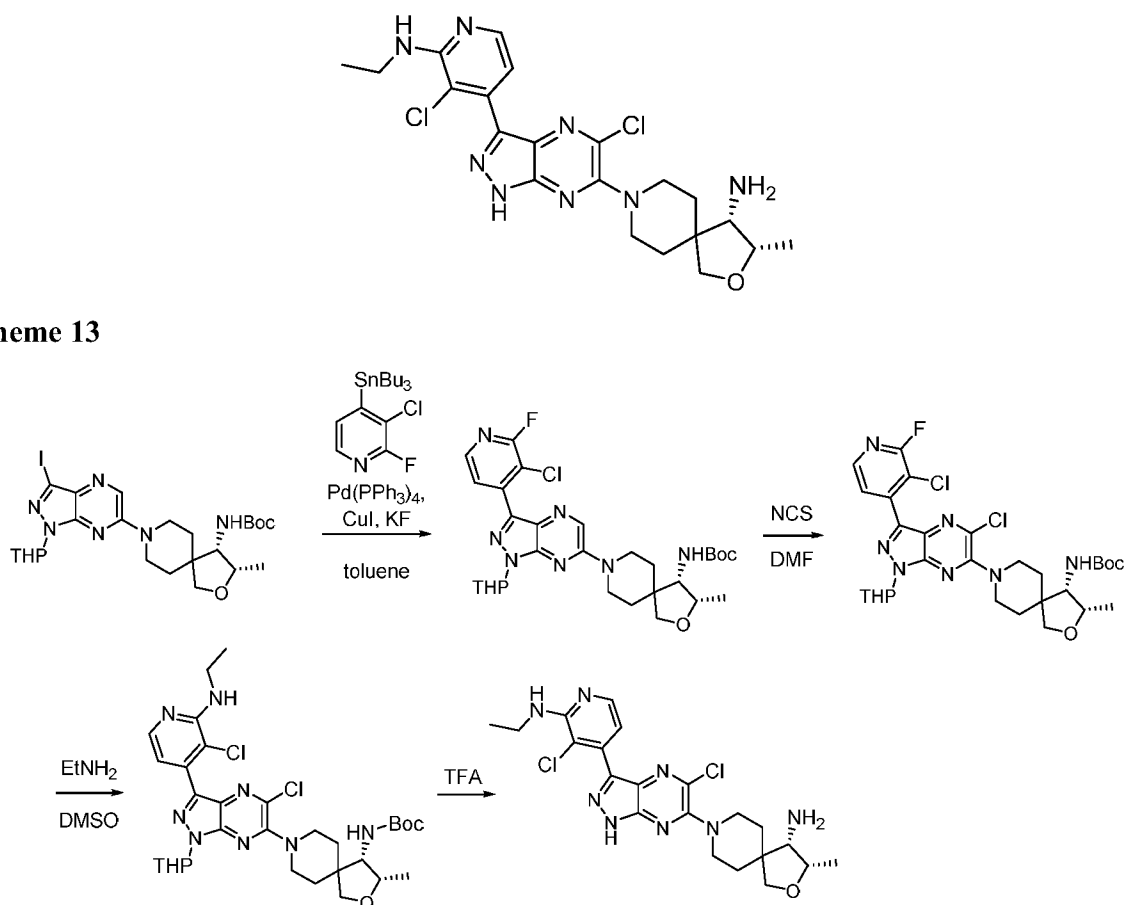
30 = 8.9 Hz, 1H), 3.88 (d, *J* = 9.2 Hz, 1H), 3.77 – 3.66 (m, 2H), 3.61 (q, *J* = 7.2 Hz, 2H), 3.49 (d, *J*

= 4.1 Hz, 1H), 3.11 – 2.99 (m, 2H), 2.68 (s, 3H), 2.08 – 1.99 (m, 2H), 1.99 – 1.94 (m, 1H), 1.83 – 1.76 (m, 1H), 1.39 (t,  $J = 7.2$  Hz, 3H), 1.33 (d,  $J = 6.5$  Hz, 3H).

**Example 19: (3S,4S)-8-(5-Chloro-3-(3-chloro-2-(ethylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine**

5

Scheme 13



**[0464] Tert-butyl (3S,4S)-8-(3-(3-chloro-2-fluoropyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate.**

10

To a solution of 3-chloro-2-fluoro-4-(tributylstannyl)pyridine [**Intermediate 120**] (842 mg, 2 mmol) and tert-butyl (3S,4S)-8-(3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (600 mg, 1 mmol) in toluene (25 mL) were added Pd(Ph<sub>3</sub>P)<sub>4</sub> (116 mg, 0.1 mmol), CuI (19 mg, 0.1 mmol), and KF (232 mg, 4 mmol). The reaction mixture was purged with Ar for 2 min. and allowed to stir at 120 °C for 48 hours. The residue was purified via silica gel chromatography (0 - 55 % EtOAc in

15

hexanes to give the title compound as a light yellow solid (165 mg, 0.271 mmol, 28% yield). MS (ES+) C<sub>29</sub>H<sub>37</sub>ClFN<sub>7</sub>O<sub>4</sub> requires: 601, found: 602 [M+H]<sup>+</sup>.

**[0465] Tert-butyl (3S,4S)-8-(5-chloro-3-(3-chloro-2-fluoropyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-**

5 **ylcarbamate.** To a solution of tert-butyl (3S,4S)-8-(3-(3-chloro-2-fluoropyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (100 mg, 0.166 mmol) in DMF (5 mL) was added NCS (220 mg, 1.661 mmol) and the resulting mixture was stirred at 25 °C for 1 hour. Sat. NaHSO<sub>3</sub> (1 mL) and brine (15 mL) were added, and the layers were separated. The aqueous layer was extracted  
10 with EtOAc (3 x 15 mL), the combined organic layers were washed with water (15 mL), brine (15 mL), dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure to give the title compound as a brown oil (50 mg, 0.078 mmol, 45% yield). The product was used without further purification. MS (ES+) C<sub>29</sub>H<sub>36</sub>Cl<sub>2</sub>FN<sub>7</sub>O<sub>4</sub> requires: 635, found: 636 [M+H]<sup>+</sup>.

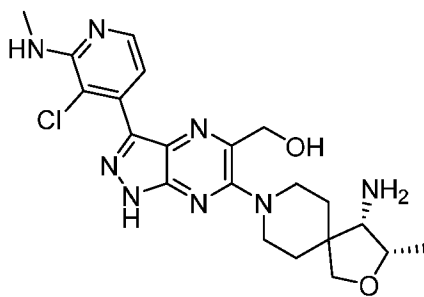
**[0466] Tert-butyl (3S,4S)-8-(5-chloro-3-(3-chloro-2-(ethylamino)pyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-**

15 **azaspiro[4.5]decan-4-ylcarbamate.** To a solution of tert-butyl (3S,4S)-8-(5-chloro-3-(3-chloro-2-fluoropyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (40 mg, 0.062 mmol) in DMSO (0.5 mL) was added EtNH<sub>2</sub> (70%, 0.1 mL) and the resulting mixture was stirred at 25 °C for 2 hours. Water (10 mL)  
20 was added, and the layers were separated. The aqueous layer was extracted with EtOAc (3 x 15 mL), the combined organic layers were washed with water (15 mL), brine (15 mL), dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure to give the title compound as a brown oil (50 mg, 0.075 mmol). The product was used without further purification. MS (ES+) C<sub>31</sub>H<sub>42</sub>Cl<sub>2</sub>N<sub>8</sub>O<sub>4</sub> requires: 660, found: 661 [M+H]<sup>+</sup>.

25 **[0467] (3S,4S)-8-(5-Chloro-3-(3-chloro-2-(ethylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-amine.** To tert-butyl (3S,4S)-8-(5-chloro-3-(3-chloro-2-(ethylamino)pyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (50 mg, 0.075 mmol) was added TFA (2 ml) and the resulting mixture was stirred at 25 °C for 1 hour. The volitiles were  
30 removed under reduced pressure and the residue was purified by reverse phase preparative

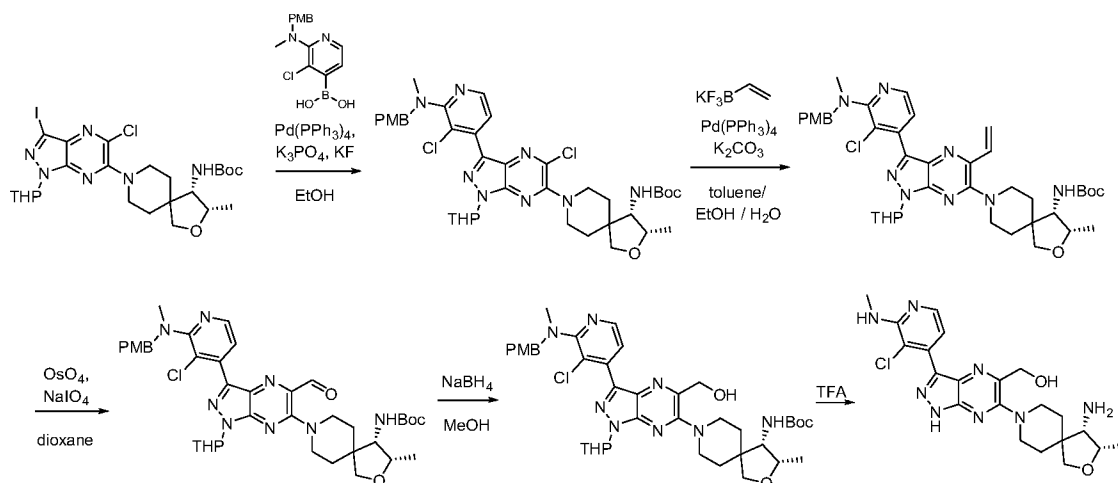
HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound as a light yellow solid (7 mg, 0.014 mmol, 18% yield). MS (ES+) C<sub>21</sub>H<sub>26</sub>Cl<sub>2</sub>N<sub>8</sub>O requires: 476, found: 477 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, MeOD) δ 8.02 (d, J = 6.0 Hz, 1H), 7.30 (d, J = 6.0 Hz, 1H), 4.34 (dd, J = 6.5, 4.2 Hz, 1H), 4.11 – 3.94 (m, 3H), 3.91 (d, J = 9.2 Hz, 1H), 3.59 (q, J = 7.2 Hz, 2H), 3.51 (d, J = 4.1 Hz, 1H), 3.23 – 3.00 (m, 2H), 2.13 – 1.90 (m, 3H), 1.82 (d, J = 12.7 Hz, 1H), 1.36 (t, J = 7.2 Hz, 6H).

**Example 20: (6-((3S,4S)-4-Amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(3-chloro-2-(methylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol**



10

**Scheme 14**



15

**[0468] Tert-butyl (3S,4S)-8-(5-chloro-3-(3-chloro-2-((4-methoxybenzyl)(methyl)amino)pyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate.** To a solution of tert-butyl (3S,4S)-8-(5-chloro-3-iodo-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (220 mg, 0.347 mmol) in toluene (3 mL), EtOH (1.5 mL), and water (1 mL) were added 3-chloro-2-((4-

methoxybenzyl)(methylamino)pyridin-4-ylboronic acid (212 mg, 0.695 mmol), Pd(Ph<sub>3</sub>P)<sub>4</sub> (40 mg, 0.035 mmol), KF (60 mg, 1.043 mmol), and K<sub>3</sub>PO<sub>4</sub> (221 mg, 1.043 mmol) and the resulting mixture was heated to 120 °C for 18 hours. The volatiles were removed under reduced pressure and the residue was purified via silica gel chromatography (0 -100 % EtOAc in  
5 hexanes) to give the title compound as a brown solid (150 mg, 0.195 mmol, 75% yield). MS (ES+) C<sub>38</sub>H<sub>48</sub>Cl<sub>2</sub>N<sub>8</sub>O<sub>5</sub> requires: 766, found: 767 [M+H]<sup>+</sup>.

**[0469] Tert-butyl (3S,4S)-8-(3-(3-chloro-2-((4-methoxybenzyl)(methylamino)pyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-5-vinyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of tert-butyl (3S,4S)-8-(5-chloro-3-(3-  
10 chloro-2-((4-methoxybenzyl)(methylamino)pyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (190 mg, 0.2477 mmol) in toluene (2 mL), EtOH (1 mL), and H<sub>2</sub>O (0.5 mL) were added potassium vinyltrifluoroborate (43 mg, 0.322 mmol), Pd(Ph<sub>3</sub>P)<sub>4</sub> (28.6 mg, 0.025 mmol), K<sub>2</sub>CO<sub>3</sub> (102 mg, 0.743 mmol) and the resulting mixture was heated to 120 °C for 1 hour. The volatiles were  
15 removed under reduced pressure and the residue was purified via silica gel chromatography (0 - 100 % EtOAc in hexanes) to give the title compound as a brown solid (120 mg, 0.158 mmol, 63% yield). MS (ES+) C<sub>40</sub>H<sub>51</sub>ClN<sub>8</sub>O<sub>5</sub> requires: 758, found: 759 [M+H]<sup>+</sup>.

**[0470] Tert-butyl (3S,4S)-8-(3-(3-chloro-2-((4-methoxybenzyl)(methylamino)pyridin-4-yl)-5-formyl-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate.** To a solution of tert-butyl (3S,4S)-8-(3-(3-chloro-2-  
20 ((4-methoxybenzyl)(methylamino)pyridin-4-yl)-1-(tetrahydro-2H-pyran-2-yl)-5-vinyl-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-yl)carbamate (120 mg, 0.158 mmol) in dioxane (4 ml) was added 2,6-dimethylpyridine (51 mg, 0.474 mmol), NaIO<sub>4</sub> (135 mg, 0.632 mmol in H<sub>2</sub>O (1 ml)), and OsO<sub>4</sub> (0.27 mg, 0.001 mmol) and the resulting mixture  
25 was stirred at 25 °C for 1 hour. The reaction mixture was diluted with EtOAc (25 mL), H<sub>2</sub>O (25 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 25 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure to give the title compound as an oil (120 mg, 0.197 mmol, 99% yield). The product was used without further purification. MS (ES+)  
30 C<sub>39</sub>H<sub>49</sub>ClN<sub>8</sub>O<sub>6</sub> requires: 760, found: 761 [M+H]<sup>+</sup>.

[0471] **Tert-butyl (3S,4S)-8-(3-(3-chloro-2-((4-methoxybenzyl)(methyl)amino)pyridin-4-yl)-5-(hydroxymethyl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate.** To a 0 °C solution of tert-butyl (3S,4S)-8-(3-(3-chloro-2-((4-methoxybenzyl)(methyl)amino)pyridin-4-yl)-5-formyl-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (150 mg, 0.197 mmol) in MeOH (5 mL) was added NaBH<sub>4</sub> (15 mg, 0.394 mmol) and the resulting mixture was stirred at 0°C for 30 min. Sat NaCl (50 mL) was added, and the layers were separated. The aqueous phase was extracted with EtOAc (3 x 25 mL), the combined organic layers were washed with sat NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated under reduced pressure to give the title compound as a brown oil (100 mg, 0.132 mmol, 67% yield). The product was used without further purification. MS (ES+) C<sub>39</sub>H<sub>51</sub>ClN<sub>8</sub>O<sub>6</sub> requires: 762, found: 763 [M+H]<sup>+</sup>.

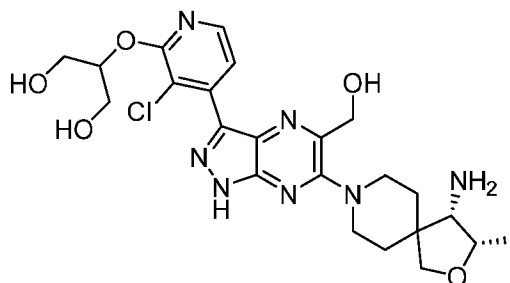
[0472] **(6-((3S,4S)-4-Amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(3-chloro-2-(methylamino)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol.** To tert-butyl (3S,4S)-8-(3-(3-chloro-2-((4-methoxybenzyl)(methyl)amino)pyridin-4-yl)-5-(hydroxymethyl)-1-(tetrahydro-2H-pyran-2-yl)-1H-pyrazolo[3,4-b]pyrazin-6-yl)-3-methyl-2-oxa-8-azaspiro[4.5]decan-4-ylcarbamate (100 mg, 0.132 mmol) was added TFA (5 mL) and the resulting mixture was stirred at 25 °C for 1 hour. The volatiles were removed under reduced pressure and the residue was purified by reverse phase preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound as a light brown solid (11 mg, 0.019 mmol, 14% yield). MS (ES+) C<sub>26</sub>H<sub>35</sub>ClN<sub>8</sub>O<sub>4</sub> requires: 558, found: 559 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, MeOD) δ 8.01 (d, J = 6.3 Hz, 1H), 7.59 (d, J = 6.3 Hz, 1H), 4.82 (s, 2H), 4.41 – 4.23 (m, 1H), 4.01 (d, J = 9.2 Hz, 1H), 3.93 – 3.71 (m, 3H), 3.51 (d, J = 4.1 Hz, 1H), 3.23 – 3.03 (m, 5H), 2.19 – 1.87 (m, 3H), 1.81 (d, J = 12.7 Hz, 1H), 1.36 (d, J = 6.5 Hz, 3H).

[0473] The following examples were synthesized with synthetic methods that were similar to that used for the above Examples, and can generally be made by methods disclosed herein. The Examples may be made as free bases or as salts.

Example	Name	Structure	Charaterization
21	(6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(2-chloro-3-(oxetan-3-yloxy)phenyl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol		<sup>1</sup> H NMR (500 MHz, MeOD) δ 7.38 (t, J = 7.9 Hz, 1H), 7.35 – 7.09 (m, 1H), 6.85 (dd, J = 8.2, 1.3 Hz, 1H), 5.47 – 5.39 (m, 1H), 5.10 (t, J = 6.8 Hz, 2H), 4.81 – 4.73 (m, 4H), 4.34 (dd, J = 6.5, 4.1 Hz, 1H), 4.01 (d, J = 9.2 Hz, 1H), 3.95 – 3.69 (m, 3H), 3.50 (d, J = 4.0 Hz, 1H), 3.22 – 3.00 (m, 2H), 2.14 – 1.85 (m, 3H), 1.80 (d, J = 12.9 Hz, 1H), 1.35 (d, J = 6.5 Hz, 3H). MS (ES <sup>+</sup> ) C <sub>24</sub> H <sub>29</sub> ClN <sub>6</sub> O <sub>4</sub> requires: 500, found: 501 [M+H] <sup>+</sup> .
22	(6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(3-chloro-2-(oxetan-3-yloxy)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol		<sup>1</sup> H NMR (500 MHz, MeOD) δ 8.64 (d, J = 6.7 Hz, 1H), 8.47 (d, J = 6.8 Hz, 1H), 5.58 (dd, J = 9.4, 6.9 Hz, 1H), 5.15 – 5.00 (m, 1H), 4.95 (dd, J = 12.2, 6.9 Hz, 1H), 4.30 – 3.56 (m, 7H), 3.38 (t, J = 13.2 Hz, 1H), 3.13 – 2.88 (m, 2H), 2.04 – 1.58 (m, 4H), 1.24 (d, J = 6.5 Hz, 3H). MS (ES <sup>+</sup> ) C <sub>23</sub> H <sub>28</sub> ClN <sub>7</sub> O <sub>4</sub> requires: 501, found: 502 [M+H] <sup>+</sup> .

**Example 23: 2-(4-(6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-(hydroxymethyl)-1H-pyrazolo[3,4-b]pyrazin-3-yl)-3-chloropyridin-2-yloxy)propane-1,3-diol**

5



[0474] 2-((4-(6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-5-(hydroxymethyl)-1H-pyrazolo[3,4-b]pyrazin-3-yl)-3-chloropyridin-2-yloxy)propane-1,3-diol. To (6-((3S,4S)-4-amino-3-methyl-2-oxa-8-azaspiro[4.5]decan-8-yl)-3-(3-chloro-2-(oxetan-3-yloxy)pyridin-4-yl)-1H-pyrazolo[3,4-b]pyrazin-5-yl)methanol (30 mg, 0.059 mmol) was added TFA (3 ml) and the resulting mixture was stirred at 25 °C for 1 hour. The volatiles were removed under reduced pressure. The residue dissolve in MeOH (3 ml) and K<sub>2</sub>CO<sub>3</sub> (30 mg) was added and the resulting mixture was stirred at 25 °C for 15 min. The mixture was filtered

10

and the residue was purified by reverse phase preparative HPLC (Mobile phase: A = 0.1% TFA/H<sub>2</sub>O, B = 0.1% TFA/MeCN; Gradient: B = 10 - 90%; 12 min; Column: C18) to give the title compound as a light brown solid (9 mg, 0.017 mmol, 3.4% yield). MS (ES+) C<sub>23</sub>H<sub>30</sub>CIN<sub>7</sub>O<sub>5</sub> requires: 519, found: 520 [M+H]<sup>+</sup>. <sup>1</sup>H NMR (500 MHz, MeOD) δ 7.72 (d, J = 7.1 Hz, 1H), 6.95 (d, J = 7.0 Hz, 1H), 4.80 (s, 2H), 4.50 (dd, J = 13.2, 3.4 Hz, 1H), 4.34 (dd, J = 6.5, 4.2 Hz, 1H), 4.19 – 3.69 (m, 6H), 3.63 (d, J = 5.4 Hz, 2H), 3.49 (t, J = 10.0 Hz, 1H), 3.25 – 2.98 (m, 2H), 2.02 (dt, J = 30.1, 13.2 Hz, 3H), 1.80 (d, J = 12.4 Hz, 1H), 1.35 (d, J = 6.5 Hz, 3H).

### **BIOLOGICAL ACTIVITY ASSAY**

10 [0475] The activity of the compounds in the Examples disclosed herein as PTPN11 inhibitors is illustrated in the following assays. Other compounds listed herein, which have not yet been made and/or tested, are predicted to have activity in these assays as well.

#### **PTPN11 enzymatic assay**

15 [0476] Recombinant full-length wild-type and E76K mutant human PTPN11 proteins were cloned, expressed (E. coli system), and isolated via a two-step purification of Ni affinity followed by S75 size exclusion chromatography.

[0477] Phosphatase activity of full length wild-type PTPN11 (PTPN11-WT) or PTPN11-E76K mutant enzyme was measured using the fluorogenic 6,8-difluoro-4-methylumbelliferyl phosphate (DiFMUP; Molecular Probes) as the substrate. Enzyme (250 pM) was incubated with or without increasing concentrations of compounds in assay buffer (62.5 mM HEPES, 125 mM NaCl, 1 mM EDTA, 1.25 mM TECP, 0.1% BSA) for 30 min at room temperature. Reaction was initiated by addition of DiFMUP (50 μM) at room temperature in 384-well black plate with a final reaction volume of 20 uL in assay buffer. After 1 hour, DiFMUP fluorescence signal was measured (Ex:340/Em:460) using Envision plate reader. Dose-response curves were analyzed using IC<sub>50</sub> regression curve fitting (GeneData Screener). Curves were normalized to a high controls without inhibitor, and low controls without enzyme. Results are given below in Table 1. Other compounds disclosed herein are expected to have activity similar to the results below, showing activity as PTPN11 inhibitors.

25

**pERK AlphaScreen protocol**

[0478] KYSE-520 cells (10k cells/well) were grown in 384-well plate in 20 uL of medium (RPMI-1640, without phenol red, containing 10% FBS) at 37 °C with 5% CO<sub>2</sub> overnight. DMSO (control) or increasing concentrations of compounds were diluted in medium, added to the 384-well plate (5 uL/well, final DMSO concentration of 1%), and cells were then incubated with compounds for 2 hr. Phospho-ERK levels were measured using phospho-ERK1/2 AlphaScreen SureFire (PerkinElmer, TGRESB10K) following manufacturer's recommendations. Dose-response curves were analyzed using IC<sub>50</sub> regression curve fitting (GeneData Screener). Curves were normalized to a high control without inhibitor (DMSO only), and low control (1 μM selumetinib).

Table 10. Biological Activity for inhibition of PTPN11-E76K mutant enzyme and pERK AlphaScreen

N.A. = Not Available

<b>Example</b>	<b>PTPN11-E76K Avg IC<sub>50</sub> (nM)</b>	<b>pERK Avg IC<sub>50</sub> (nM)</b>
1	68	93
2	317	580
3	960	2000
4	465	NA
5	397	1967
6	950	3820
7	19	97
8	90	NA
9	190	647
10	277	502
11	17	NA
12	372	326
13	224	704
14	22	36
15	1	0.4
16	4	2
17	6	9
18	9	20
19	6	1
20	3	2
21	558	2706
22	48	3369

[0479] Colony formation assay

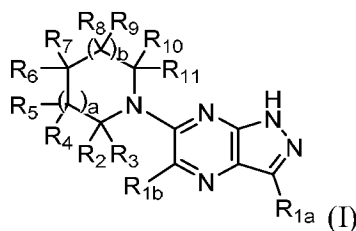
[0480] KYSE-520 cells (2000 cells/well) are plated in 6-well plate containing 2 mL of medium  
5 (RPMI-1640, containing 10% FBS), in the presence of DMSO (control; 1% final concentration)  
or increasing compound concentration. After 14 days of culture at 37°C in a humidified 5% CO<sub>2</sub>  
incubator, colonies are fixed and stained with 0.1% crystal violet and 15% ethanol solution.  
Plates are imaged and colony area quantified and normalized to DMSO with ImageJ, Colony  
Area plugin. (Guzmán, Camilo, PloS one 2014). Compounds disclosed herein are expected to  
10 have activity in inhibiting cellular proliferation and/or colony formation in the foregoing assay.

[0481] All references, patents or applications, U.S. or foreign, cited in the application are  
hereby incorporated by reference as if written herein in their entireties. Where any  
inconsistencies arise, material literally disclosed herein controls.

15 [0482] From the foregoing description, one skilled in the art can easily ascertain the essential  
characteristics of this invention, and without departing from the spirit and scope thereof, can  
make various changes and modifications of the invention to adapt it to various usages and  
conditions.

**WHAT IS CLAIMED IS**

1                    1.        A compound of structural Formula I



2

3                    or a salt or tautomer thereof, wherein:

4                    a is 0 or 1;

5                    b is 0 or 1;

6                    R<sub>1a</sub> is selected from the group consisting of halo, C<sub>6-10</sub>aryl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl,

7                    and a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups

8                    independently selected from the group consisting of N, C(O), O, and S; said aryl or

9                    heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently

10                  selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,

11                  C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>dihydroxyalkyl,

12                  hydroxyC<sub>1-4</sub>alkoxy, dihydroxyC<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, C<sub>1-4</sub>aminoalkyl,

13                  C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>, NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>,

14                  NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>, S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>,

15                  C(O)OR<sub>13</sub>, OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>;

16                  R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl,

17                  C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, -NH-NHR<sub>19</sub>, -NH-OR<sub>19</sub>,

18                  -O-NR<sub>19</sub>R<sub>20</sub>, -NHR<sub>19</sub>, -OR<sub>19</sub>, -NHC(O)R<sub>19</sub>, -NHC(O)NHR<sub>19</sub>, -NHS(O)<sub>2</sub>NHR<sub>19</sub>,

19                  -NHS(O)<sub>2</sub>R<sub>19</sub>, -C(O)OR<sub>19</sub>, -C(O)NR<sub>19</sub>R<sub>20</sub>, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>OH, -C(O)NH(CH<sub>2</sub>)<sub>n</sub>R<sub>21</sub>,

20                  -C(O)R<sub>21</sub>, -NH<sub>2</sub>, -OH, -S(O)<sub>2</sub>NR<sub>19</sub>R<sub>20</sub>, C<sub>3-8</sub> cycloalkyl, aryl, heterocyclyl having 1-5

21                  heteroatom ring vertices selected from the group consisting of N, O, S and P,

22                  heteroaryl having 1-5 heteroatom ring vertices selected from the group consisting of

23                  N, O, S and P; wherein the subscript n is an integer of from 0 to 6; and wherein aryl,

24                  heteroaryl, heterocyclyl and cycloalkyl are substituted with 0 to 3 members

25                  independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>,

26                  halogen, cyano and oxo;

27 R<sub>2</sub>, R<sub>3</sub>, R<sub>10</sub>, and R<sub>11</sub> are each independently selected from the group consisting of hydrogen,  
28 C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl;

29 R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are independently selected from the group consisting of hydrogen, cyano,  
30 C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, amino, hydroxy, C<sub>3-8</sub>cycloalkyl, halo, and C<sub>1-4</sub>alkylamino;

31 R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino;

32 R<sub>7</sub> is selected from the group consisting of hydrogen, cyano, amido, halo, and hydroxy, or is  
33 selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl,  
34 phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with  
35 one or more R<sub>17</sub> groups;

36 or R<sub>6</sub> and R<sub>7</sub> together with the carbon atom to which they are both attached form a 3- to 7-  
37 membered saturated or unsaturated ring that can contain 1 to 3 heteroatoms or groups  
38 independently selected from the group consisting of N, C(O), O, and S(O)<sub>m</sub>, and that  
39 is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted with  
40 one or more R<sub>18</sub> groups;

41 m is 0,1, or 2;

42 any two groups of R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub>, R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub> and R<sub>11</sub> can form a 5- to 6- membered ring,  
43 optionally containing a N, O or S heteroatom;

44 any two groups of R<sub>2</sub>, R<sub>4</sub>, R<sub>6</sub>, R<sub>8</sub> and R<sub>10</sub> can form a direct bond, or a 1 or 2 atom carbon  
45 bridge;

46 R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen,  
47 C<sub>1-4</sub>alkyl, C<sub>3-8</sub>cycloalkyl, and 3- to 6-membered heterocyclyl, wherein said alkyl,  
48 cycloalkyl and 3- to 6-membered heterocyclyl is optionally substituted by one or  
49 more substituents selected from the group consisting of hydroxy, cyano and halo;

50 R<sub>17</sub> is selected from the group consisting of amino, halo, hydroxy, cyano, trifluoromethyl,  
51 trifluoromethoxy, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy;

52 each R<sub>18</sub> is independently selected from the group consisting of halo, hydroxy, and cyano;

53 each R<sub>19</sub> and R<sub>20</sub> is independently selected from the group consisting of H, C<sub>1-6</sub> alkyl,  
54 C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl and C<sub>3-6</sub>cycloalkyl; and

55 each R<sub>21</sub> is independently selected from the group consisting of H, -OH, C<sub>1-6</sub> alkyl,  
56 C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl and C<sub>3-6</sub>cycloalkyl.

1           2.       The compound as recited in claim 1, wherein  
2       R<sub>1b</sub> is selected from the group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl,  
3           C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, C<sub>3-8</sub> cycloalkyl, 5- or 6-  
4       membered heterocyclyl having 1-3 heteroatom ring vertices selected from the group  
5       consisting of N, O and S, 5- or 6-membered heteroaryl having 1-4 heteroatom ring  
6       vertices selected from the group consisting of N, O, and S; wherein heteroaryl,  
7       heterocyclyl and cycloalkyl are substituted with 0 to 3 members independently  
8       selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, -OR<sub>21</sub>, halogen, cyano  
9       and oxo.

1           3.       The compound as recited in claim 1, wherein  
2       R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or  
3       groups independently selected from the group consisting of N, C(O), O, and S;  
4       said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
5       selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,  
6       C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>hydroxyalkyl, C<sub>1-4</sub>haloalkyl,  
7       C<sub>1-4</sub>aminoalkyl, C<sub>3-8</sub>cycloalkyl, C<sub>3-8</sub>cycloalkenyl, NR<sub>15</sub>C(O)R<sub>13</sub>, NR<sub>15</sub>C(O)OR<sub>13</sub>,  
8       NR<sub>13</sub>C(O)NR<sub>15</sub>R<sub>16</sub>, NR<sub>15</sub>S(O)R<sub>13</sub>, NR<sub>15</sub>S(O)<sub>2</sub>R<sub>13</sub>, C(O)NR<sub>15</sub>R<sub>16</sub>, S(O)NR<sub>15</sub>R<sub>16</sub>,  
9       S(O)<sub>2</sub>NR<sub>15</sub>R<sub>16</sub>, C(O)R<sub>13</sub>, C(O)OR<sub>13</sub>, SR<sub>13</sub>, S(O)R<sub>13</sub>, and S(O)<sub>2</sub>R<sub>13</sub>; and  
10      R<sub>13</sub>, R<sub>15</sub>, and R<sub>16</sub> are independently selected from the group consisting of hydrogen,  
11      C<sub>1-4</sub>alkyl, and C<sub>3-8</sub>cycloalkyl, wherein said alkyl or cycloalkyl is optionally substituted  
12      by one or more substituents selected from the group consisting of hydroxy, cyano and  
13      halo.

1           4.       The compound as recited in claim 3, wherein  
2       R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or  
3       groups independently selected from the group consisting of N, C(O), O, and S;  
4       said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
5       selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,  
6       C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl.

1           **5.**       The compound as recited in claim **1**, wherein:  
2       R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5- to 9- membered heteroaryl group containing 1 to 4 heteroatoms or  
3           groups independently selected from the group consisting of N, C(O), O, and S;  
4       said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
5           selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,  
6           C<sub>1-4</sub>dialkylamino, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>haloalkyl, and C<sub>1-4</sub>aminoalkyl; and  
7       R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, and R<sub>9</sub> are independently selected from the group consisting of hydrogen,  
8           C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, amino, hydroxy, C<sub>3-8</sub>cycloalkyl, and C<sub>1-4</sub>alkylamino.

1           **6.**       The compound as recited in claim **5**, wherein R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub>  
2       and R<sub>11</sub> are each hydrogen.

1           **7.**       The compound as recited in any one of claims **1** to **6**, wherein:  
2       R<sub>6</sub> is selected from the group consisting of amino, C<sub>1-4</sub>aminoalkyl, and C<sub>1-4</sub>alkylamino; and  
3       R<sub>7</sub> is selected from the group consisting of hydrogen, cyano, amido, halo, and hydroxy, or is  
4           selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl, C<sub>3-6</sub>cycloalkyl,  
5           phenyl, and 5- or 6- membered heteroaryl, any of which is optionally substituted with  
6           one or more R<sub>17</sub> groups.

1           **8.**       The compound as recited in any one of claims **1** to **6**, wherein R<sub>6</sub> and R<sub>7</sub>  
2       together with the carbon atom to which they are both attached forms a 3- to 7- membered  
3       saturated or unsaturated ring that can contain 1 to 3 heteroatoms or groups independently  
4       selected from the group consisting of N, C(O), O, and S(O)<sub>m</sub>, and that is optionally substituted  
5       with one R<sub>17</sub> group, and that is optionally substituted with one or more R<sub>18</sub> groups.

1           **9.**       The compound as recited in any one of claims **1** to **6**, wherein R<sub>6</sub> and R<sub>7</sub>  
2       together with the carbon atom to which they are both attached forms a 3- to 7- membered  
3       cycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally substituted  
4       with one or more R<sub>18</sub> groups.

1           **10.**      The compound as recited in any one of claims **1** to **6**, wherein R<sub>6</sub> and R<sub>7</sub>  
2       together with the carbon atom to which they are both attached form a 3- to 6- membered

3 heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group, and that is optionally  
4 substituted with one or more R<sub>18</sub> groups.

1           **11.**     The compound as recited in any one of claims **1** to **6**, wherein R<sub>6</sub> and R<sub>7</sub>  
2 together with the carbon atom to which they are both attached form a 3- to 6- membered  
3 heterocycloalkyl ring that is optionally substituted with one R<sub>17</sub> group.

1           **12.**     The compound as recited in any one of claims **1** to **6**, wherein each R<sub>17</sub> is  
2 independently selected from the group consisting of amino, halo, hydroxy, and cyano.

1           **13.**     The compound as recited in any one of claims **1** to **6**, wherein each R<sub>18</sub> is  
2 independently selected from the group consisting of halo, hydroxy, cyano, and C<sub>1-4</sub>alkyl.

1           **14.**     The compound as recited in any one of claims **1** to **6**, wherein each R<sub>17</sub> is  
2 amino; and each R<sub>18</sub> is methyl.

1           **15.**     The compound as recited in any one of claims **1** to **6**, wherein  
2 R<sub>6</sub> is C<sub>1-4</sub>aminoalkyl; and  
3 R<sub>7</sub> is selected from the group consisting of hydroxy, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl,  
4 C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally  
5 substituted with one or more R<sub>17</sub> groups.

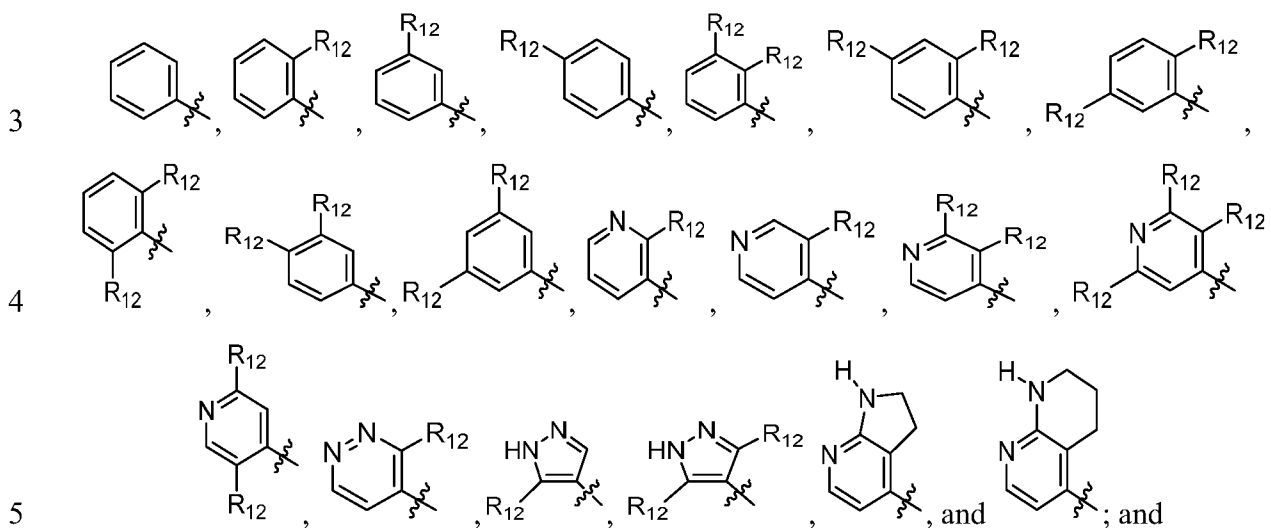
1           **16.**     The compound as recited in any one of claims **1** to **6**, wherein  
2 R<sub>6</sub> is aminomethyl; and  
3 R<sub>7</sub> is selected from the group consisting of hydroxy, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl,  
4 C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl.

1           **17.**     The compound as recited in any one of claims **1** to **6**, wherein  
2 R<sub>6</sub> is amino; and  
3 R<sub>7</sub> is selected from the group consisting of hydroxy, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>hydroxyalkyl,  
4 C<sub>3-6</sub>cycloalkyl, phenyl, and 5- or 6- membered heteroaryl, any of which is optionally  
5 substituted with one or more R<sub>17</sub> groups.

1                   **18.**    The compound as recited in any one of claims **1** to **6**, wherein  
 2                   R<sub>6</sub> is amino; and  
 3                   R<sub>7</sub> is methyl.

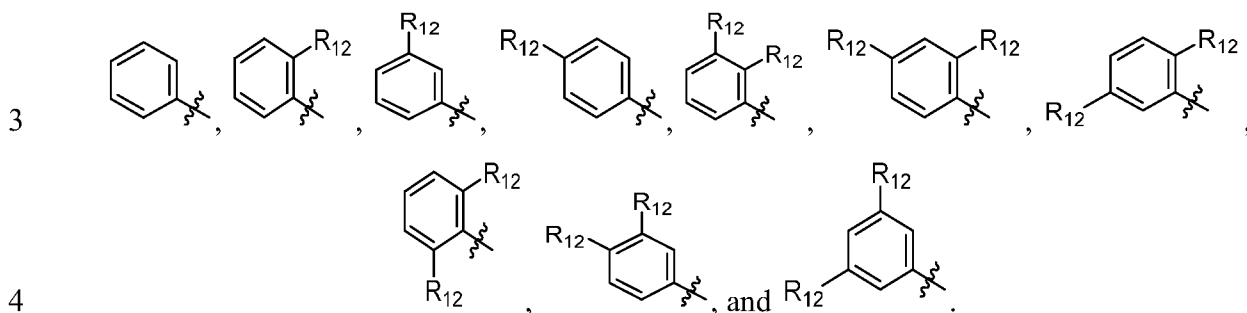
1                   **19.**    The compound as recited in claim **1**, wherein  
 2                   R<sub>1a</sub> is C<sub>6-10</sub>aryl or a 5-9 membered heteroaryl group containing 1 to 4 heteroatoms or groups  
 3                   independently selected from the group consisting of N, C(O), O, and S;  
 4                   said aryl or heteroaryl of R<sub>1a</sub> is optionally substituted with 1 to 5 R<sub>12</sub> groups independently  
 5                   selected from the group consisting of halo, hydroxy, amino, C<sub>1-4</sub>alkylamino,  
 6                   C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

1                   **20.**    The compound as recited in claim **1**, wherein R<sub>1a</sub> is selected from the  
 2                   group consisting of:

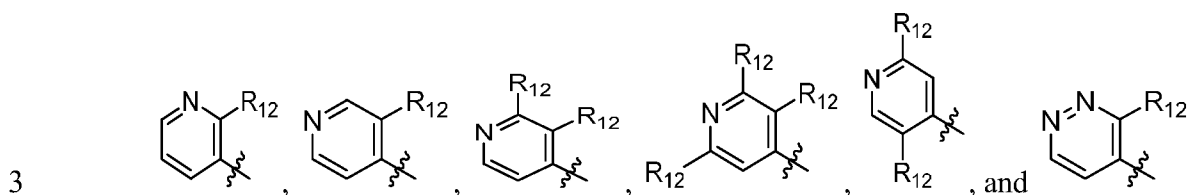


6                   each R<sub>12</sub> is independently selected from the group consisting of halo, hydroxy, amino,  
 7                   C<sub>1-4</sub>alkylamino, C<sub>1-4</sub>dialkylamino, cyano, C<sub>1-4</sub>alkyl, and C<sub>1-4</sub>alkoxy.

1                   **21.**    The compound as recited in claim **20**, wherein R<sub>1a</sub> is selected from the  
 2                   group consisting of:



1           **22.**    The compound as recited in claim **20**, wherein R<sub>1a</sub> is selected from the  
2 group consisting of:



1           **23.**    The compound as recited in any one of claims **20** to **22**, wherein each R<sub>12</sub>  
2 is independently selected from the group consisting of halo, amino, methylamino, and  
3 ethylamino.

1           **24.**    The compound as recited in claim **1**, wherein R<sub>1a</sub> is selected from the  
2 group consisting of pyridyl, piperazinyl, pyrimidinyl, pyrazolyl, and pyridazinyl.

1           **25.**    The compound as recited in claim **1**, wherein R<sub>1a</sub> is phenyl or pyridyl,  
2 each of which is substituted with 0 to 2 R<sub>12</sub>.

1           **26.**    The compound as recited in claim **1**, wherein R<sub>1b</sub> is selected from the  
2 group consisting of halogen, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl,  
3 C<sub>1-6</sub> dihydroxyalkyl, -CF<sub>2</sub>OH, -CHFOH, and C<sub>3-8</sub> cycloalkyl.

1           **27.**    The compound as recited in claim **1**, wherein R<sub>1b</sub> is 5- or 6-membered  
2 heterocyclyl having 1-3 heteroatom ring vertices selected from the group consisting of N, O and  
3 S, and 5- or 6-membered heteroaryl having 1-4 heteroatom ring vertices selected from the group  
4 consisting of N, O, and S; wherein heteroaryl and heterocyclyl are substituted with 0 to 2

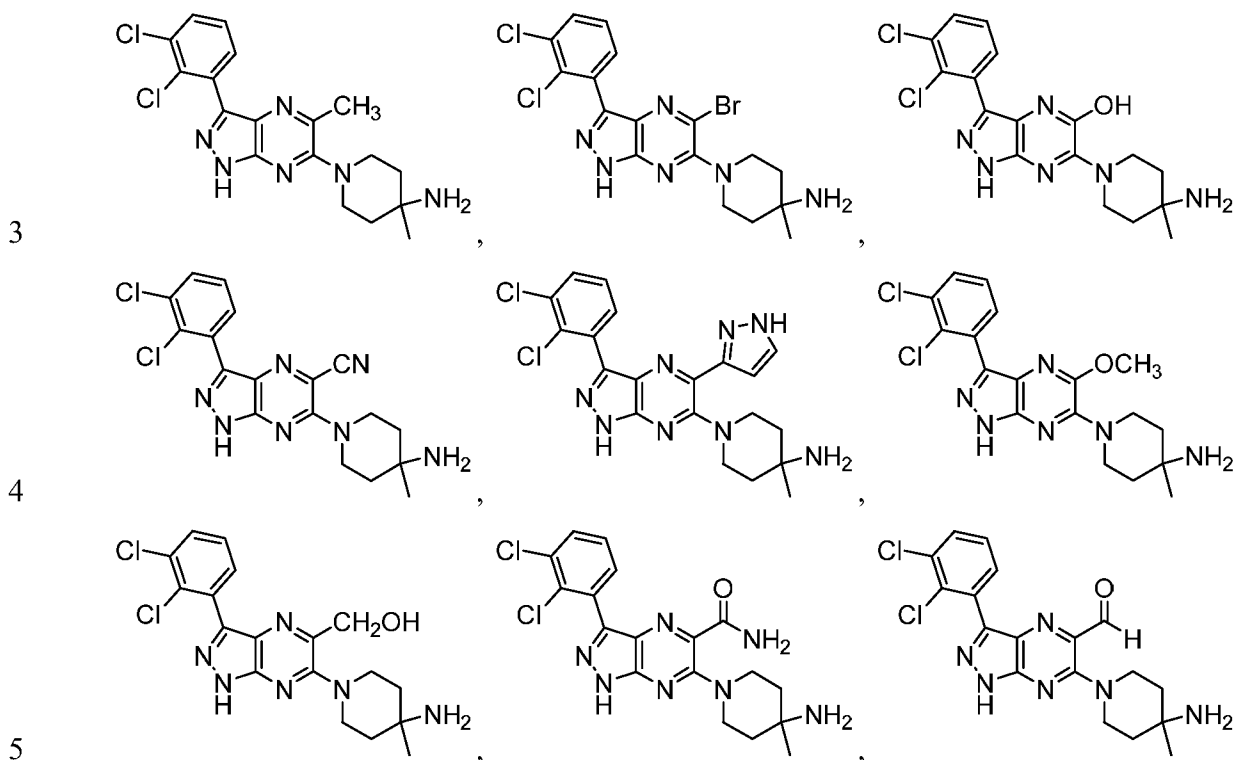
5 members independently selected from the group consisting of C<sub>1-4</sub> alkyl, -OH, -NH<sub>2</sub>, C<sub>1-4</sub> alkoxy,  
6 halogen, cyano and oxo.

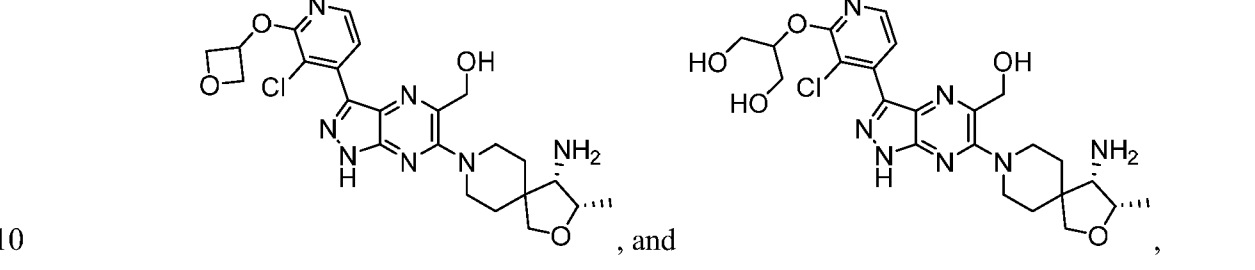
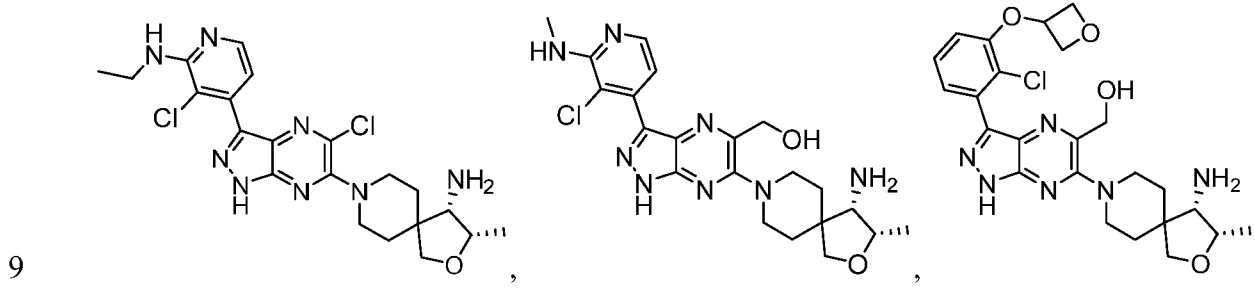
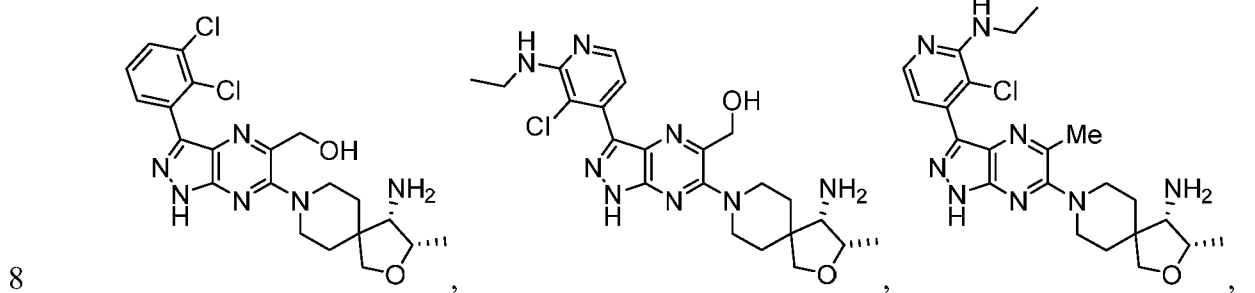
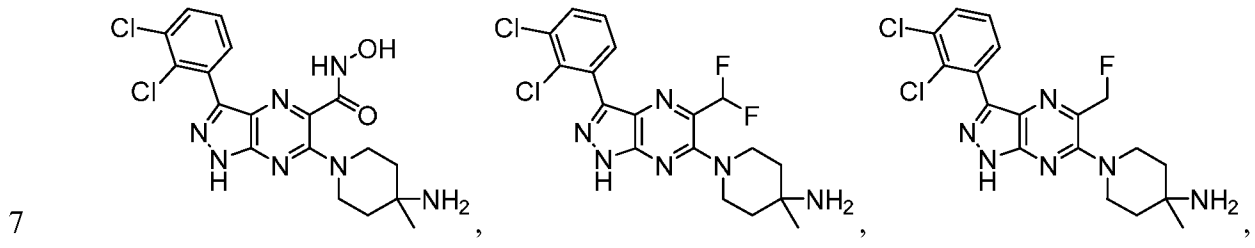
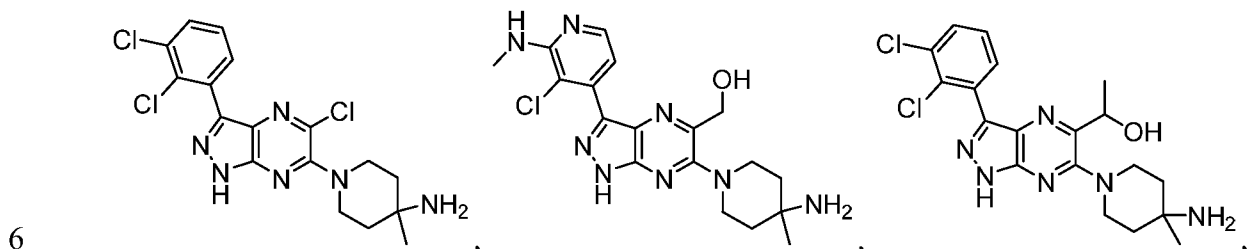
1                   **28.**     The compound as recited in any one of claims **1** to **26**, wherein R<sub>1b</sub> is  
2 chloro.

1                   **29.**     The compound as recited in any one of claims **1** to **26**, wherein R<sub>1b</sub>  
2 is -CH<sub>2</sub>OH.

1                   **30.**     The compound as recited in any one of claims **1** to **26**, wherein R<sub>1b</sub> is  
2 methyl.

1                   **31.**     The compound as recited in claim **1**, having a structure selected from the  
2 group consisting of:





11 or a salt or tautomer thereof.

1 32. A compound as recited in claim 1, for use as a medicament.

1                   **33.**     A compound as recited in claim **1**, for use in the treatment of a disease  
2 driven by one or more PTPN11 mutations.

1                   **34.**     A compound as recited in claim **1**, for use in the treatment of cancer.

1                   **35.**     The compound as recited in claim **34**, wherein the cancer is selected from  
2 the group consisting of leukemia, melanoma, breast cancer, and colon cancer.

1                   **36.**     A compound as recited in claim **1**, for use in the manufacture of a  
2 medicament for the prevention or treatment of a disease or condition ameliorated by the  
3 inhibition of PTPN11.

1                   **37.**     A pharmaceutical composition comprising a compound as recited in claim  
2 **1**, together with a pharmaceutically acceptable carrier.

1                   **38.**     A method of inhibition of PTPN11 comprising contacting PTPN11 with a  
2 compound as recited in claim **1**.

1                   **39.**     A method of treatment of a PTPN11-mediated disease comprising the  
2 administration of a therapeutically effective amount of a compound as recited in claim **1**, to a  
3 patient in need thereof.

1                   **40.**     The method as recited in claim **39**, wherein the disease is cancer.

1                   **41.**     The method as recited in claim **40**, wherein the cancer is selected from the  
2 group consisting of breast cancer, colon cancer, leukemia, and melanoma.

1                   **42.**     A method of treatment of a PTPN11-mediated disease comprising the  
2 administration of:

- 3                   a. a therapeutically effective amount of a compound as recited in claim **1**; and  
4                   b. another therapeutic agent.

1                   **43.**     The method as recited in claim **42**, wherein the disease is cancer.

1                    44.     The method as recited in claim 43, wherein the cancer is selected from the  
2     group consisting of breast cancer, colon cancer, leukemia, and melanoma.

1

## INTERNATIONAL SEARCH REPORT

International application No.

PCT/US 19/30277

A. CLASSIFICATION OF SUBJECT MATTER  
 IPC(8) - A61K 31/4985; A61K 31/496; C07D 487/04 (2019.01)  
 CPC - A61K 31/4985; A61K 31/496; C07D 487/04

According to International Patent Classification (IPC) or to both national classification and IPC

## B. FIELDS SEARCHED

Minimum documentation searched (classification system followed by classification symbols)

See Search History Document

Documentation searched other than minimum documentation to the extent that such documents are included in the fields searched

See Search History Document

Electronic data base consulted during the international search (name of data base and, where practicable, search terms used)

See Search History Document

## C. DOCUMENTS CONSIDERED TO BE RELEVANT

Category*	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
Y	US 2017/0342078 A1 (Board of Regents, The University of Texas System) 30 November 2017 (30.11.2017) para [0002];[0007];[0010];[0026];[0148];[0164];[0167]-[0169]; [0175]; [0285]; pg. 9; pg. 102; pg. 104; pg. 107	1-27, 31-44
Y	WO 2018/013597 A1 (Revolutions Medicines, Inc. et al.) 18 January 2018 (18.01.2018) para [0002];[0006]; pg. 74; pg. 76; pg. 95	1-27, 31-44
A	US 2005/0203091 A1 (ARORA et al.) 15 September 2005 (15.09.2005) ENTIRE DOCUMENT	1-27, 31-44
A	US 2017/0015680 A1 (CHRISTINE HIU-TUNG CHEN et al.) 19 January 2017 (19.01.2017) ENTIRE DOCUMENT	1-27, 31-44
A	US 9,522,881 B2 (INDIANA UNIVERSITY RESEARCH AND TECHNOLOGY CORPORATION) 20 December 2016 (20.12.2016) ENTIRE DOCUMENT	1-27, 31-44

Further documents are listed in the continuation of Box C.

See patent family annex.

\* Special categories of cited documents:

"A" document defining the general state of the art which is not considered to be of particular relevance

"E" earlier application or patent but published on or after the international filing date

"L" document which may throw doubts on priority claim(s) or which is cited to establish the publication date of another citation or other special reason (as specified)

"O" document referring to an oral disclosure, use, exhibition or other means

"P" document published prior to the international filing date but later than the priority date claimed

"T" later document published after the international filing date or priority date and not in conflict with the application but cited to understand the principle or theory underlying the invention

"X" document of particular relevance; the claimed invention cannot be considered novel or cannot be considered to involve an inventive step when the document is taken alone

"Y" document of particular relevance; the claimed invention cannot be considered to involve an inventive step when the document is combined with one or more other such documents, such combination being obvious to a person skilled in the art

"&" document member of the same patent family

Date of the actual completion of the international search

20 June 2019

Date of mailing of the international search report

26 JUL 2019

Name and mailing address of the ISA/US

Mail Stop PCT, Attn: ISA/US, Commissioner for Patents  
 P.O. Box 1450, Alexandria, Virginia 22313-1450  
 Facsimile No. 571-273-8300

Authorized officer:

Lee W. Young

PCT Helpdesk: 571-272-4300  
 PCT OSP: 571-272-7774

## INTERNATIONAL SEARCH REPORT

International application No.

PCT/US 19/30277

**Box No. II Observations where certain claims were found unsearchable (Continuation of item 2 of first sheet)**

This international search report has not been established in respect of certain claims under Article 17(2)(a) for the following reasons:

1.  Claims Nos.:  
because they relate to subject matter not required to be searched by this Authority, namely:
  
2.  Claims Nos.:  
because they relate to parts of the international application that do not comply with the prescribed requirements to such an extent that no meaningful international search can be carried out, specifically:
  
3.  Claims Nos.: 28-30  
because they are dependent claims and are not drafted in accordance with the second and third sentences of Rule 6.4(a).

**Box No. III Observations where unity of invention is lacking (Continuation of item 3 of first sheet)**

This International Searching Authority found multiple inventions in this international application, as follows:

1.  As all required additional search fees were timely paid by the applicant, this international search report covers all searchable claims.
2.  As all searchable claims could be searched without effort justifying additional fees, this Authority did not invite payment of additional fees.
3.  As only some of the required additional search fees were timely paid by the applicant, this international search report covers only those claims for which fees were paid, specifically claims Nos.:
  
4.  No required additional search fees were timely paid by the applicant. Consequently, this international search report is restricted to the invention first mentioned in the claims; it is covered by claims Nos.:

**Remark on Protest**

- The additional search fees were accompanied by the applicant's protest and, where applicable, the payment of a protest fee.
- The additional search fees were accompanied by the applicant's protest but the applicable protest fee was not paid within the time limit specified in the invitation.
- No protest accompanied the payment of additional search fees.