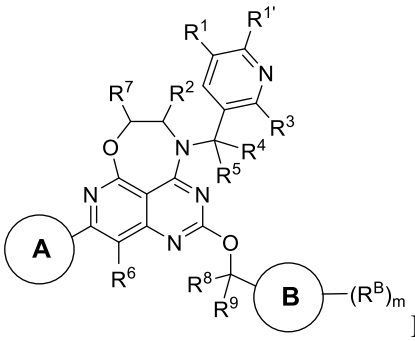
CLAIMS

What is claimed is:

1. A compound represented by Formula I:



Formula I;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof, wherein:

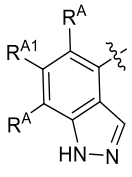
R^1 is selected from the group consisting of halogen, C_3-C_4cycloalkyl, C_1-C_6alkyl, C_2-C_6alkenyl, and C_2-C_6alkynyl; wherein cycloalkyl, alkyl, alkenyl, and alkynyl may optionally be substituted with one, two, or three halogens;

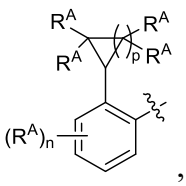
R^2 is hydrogen or C_1-C_6alkyl optionally substituted with one or more halogens or hydroxyl; and

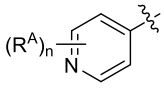
ring A is selected from the group consisting of indazolyl, quinolinyl, quinolinonyl, benzothiophenyl, benzothiazolyl, pyrazolopyridyl, pyridyl, phenyl, and naphthyl, wherein ring A is substituted with one or more substituents each independently selected from R^A;

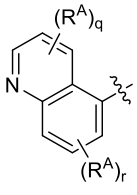
or:

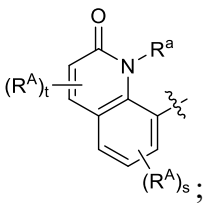
R^1 is hydrogen; R^2 is C_1-C_6alkyl optionally substituted with one or more halogens or hydroxyl; and ring A is selected from the group consisting of:



,


,


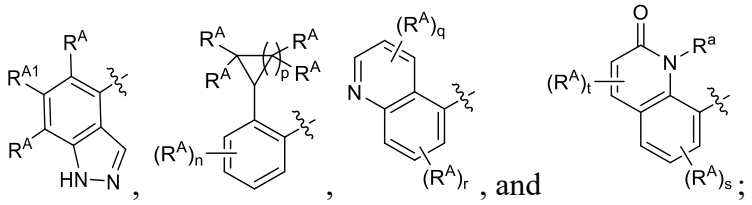


, and


;

or:

R^1 is hydrogen; R^2 is hydrogen; and ring A is selected from the group consisting of:



R^A is independently selected for each occurrence from the group consisting of hydrogen, halogen, deuterium, hydroxyl, -CN, -NO_2, -NR^aR^b, C_1-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, phenyl, -C(=O)NR^aR^b, -NR^a(C=O)R^b, -O(C=O)NR^aR^b, -NR^a(C=O)OR^b, -NR^a(C=O)NR^aR^b, -(C=O)C_1-C_6alkyl, -(C=O)OC_1-C_6alkyl, -O(C=O)C_1-C_6alkyl, -O(C=O)OC_1-C_6alkyl, -SH, -SC_1-C_6alkyl, -S(O)C_1-C_6alkyl, -$S(O)_2C_1$-C_6alkyl, -$S(O)_2NR^aR^b$, and -$NR^aS(O)_2C_1$-C_6alkyl, wherein each alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, and phenyl may optionally be substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, oxo, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy;

R^{A1} is selected from the group consisting of hydrogen, deuterium, chloro, -CN, -NO_2, -NR^aR^b, C_1-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, phenyl, -C(=O)NR^aR^b, -NR^a(C=O)R^b, -O(C=O)NR^aR^b, -NR^a(C=O)OR^b, -NR^a(C=O)NR^aR^b, -(C=O)C_1-C_6alkyl, -(C=O)OC_1-C_6alkyl, -O(C=O)C_1-C_6alkyl, -O(C=O)OC_1-C_6alkyl, -SH, -SC_1-C_6alkyl, -S(O)C_1-C_6alkyl, -$S(O)_2C_1$-C_6alkyl, -$S(O)_2NR^aR^b$, and -$NR^aS(O)_2C_1$-C_6alkyl, wherein each alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, and phenyl may optionally be substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, oxo, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy;

$R^{1'}$ is hydrogen or halogen;

R^3 is selected from the group consisting of -NR^aR^b, halogen, C_1-C_2alkyl, and hydrogen, wherein alkyl may optionally be substituted with one, two, or three halogens;

R^4 is selected from the group consisting of hydrogen and C_1-C_2alkyl, wherein alkyl may optionally be substituted with one, two, or three halogens;

R^5 is C_1-C_2alkyl optionally be substituted with one, two, or three halogens;

R^6 is selected from the group consisting of halogen, hydrogen, deuterium, and C_1-C_3alkyl;

R^7 is selected from the group consisting of hydrogen and C_1-C_6alkyl optionally substituted with one or more halogens or hydroxyl;

R^8 and R^9 are each independently selected from the group consisting of hydrogen, deuterium, and C_1-C_3alkyl;

Ring B is selected from the group consisting of 4-12 membered heterocyclyl containing at least one ring nitrogen;

R^B is independently selected for each occurrence from the group consisting of halogen, deuterium, hydroxyl, -CN, -NR^aR^b, -COOH, C_1-C_6alkyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, =CHF, and =CH-C_1-C_6alkyl; wherein C_1-C_6alkyl may optionally be substituted with one, two, or three substituents each independently selected from the group consisting of hydroxyl, halogen, and C_1-C_3alkoxy; or

Ring B and R^B are absent and replaced with a substituent selected from the group consisting of -CH_2OH and C_3-C_4cycloalkyl, wherein cycloalkyl is substituted with a substituent selected from the group consisting of -CH_2OH and -CH_2-NR^aR^b, and

R^a and R^b are each independently selected from the group consisting of hydrogen and C_1-C_6alkyl, wherein C_1-C_6alkyl optionally substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, and C_1-C_6alkoxy; or

R^a and R^b, together with the nitrogen to which they are attached, may be joined together to form a 4-7 membered heterocyclyl optionally substituted by one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy;

m and n are each independently 0, 1, 2, 3, or 4;

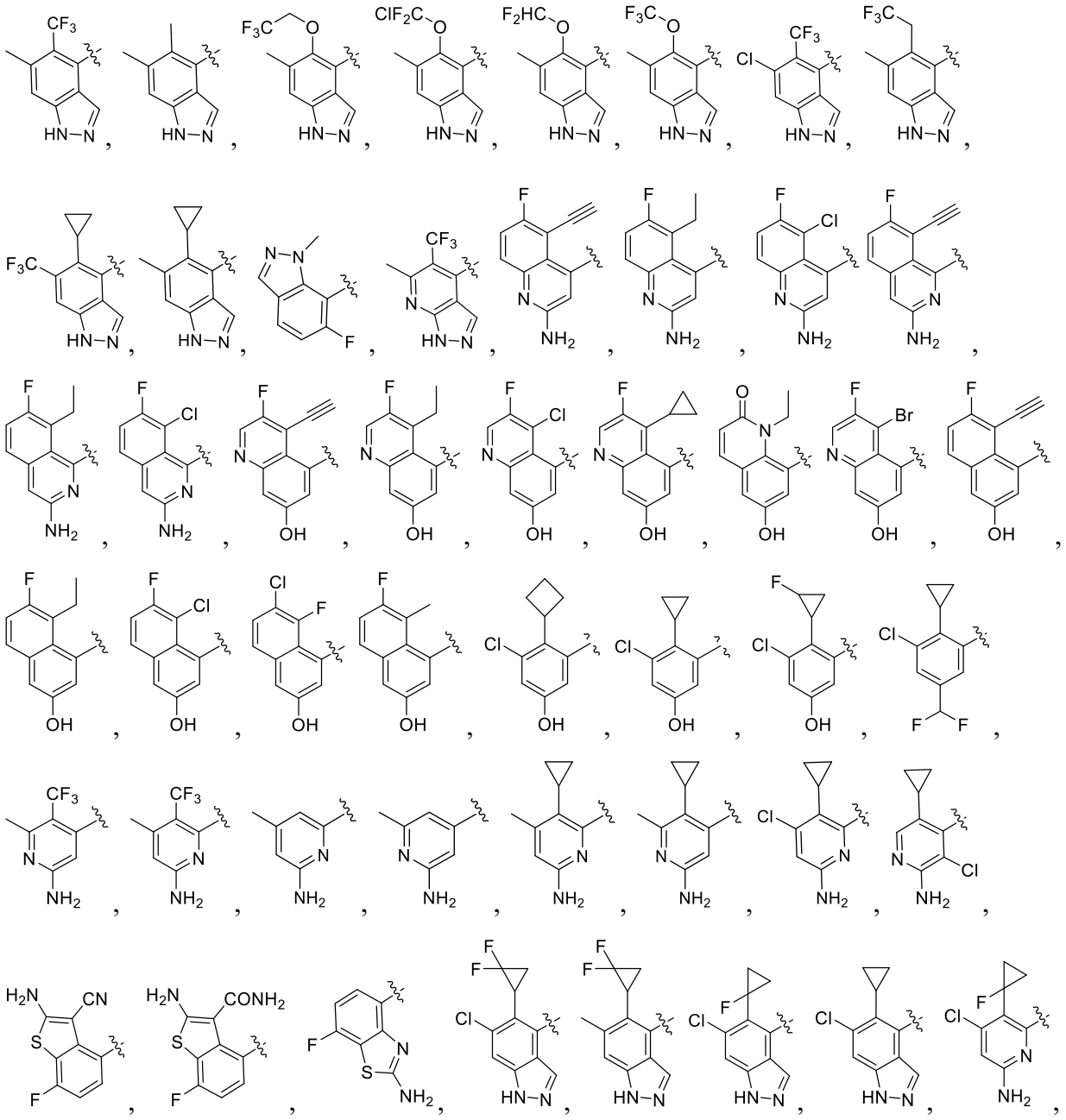
p is 1, 2, or 3;

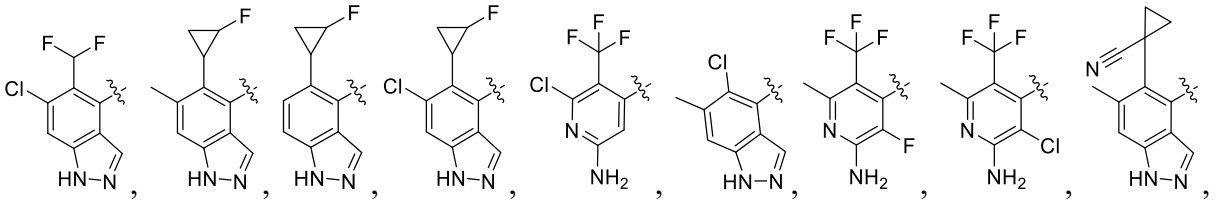
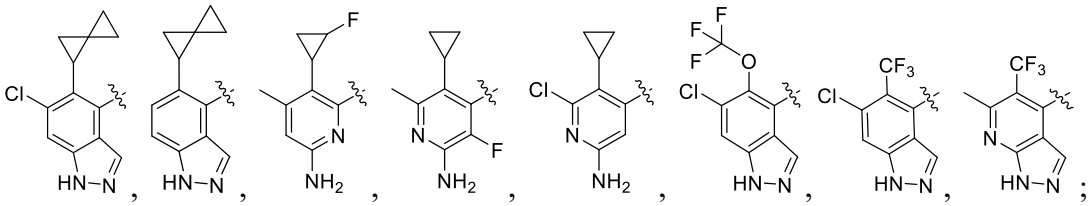
q, r, and s are each independently 0, 1, 2, or 3; and

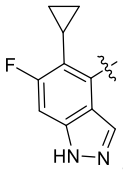
t is 0, 1, or 2.

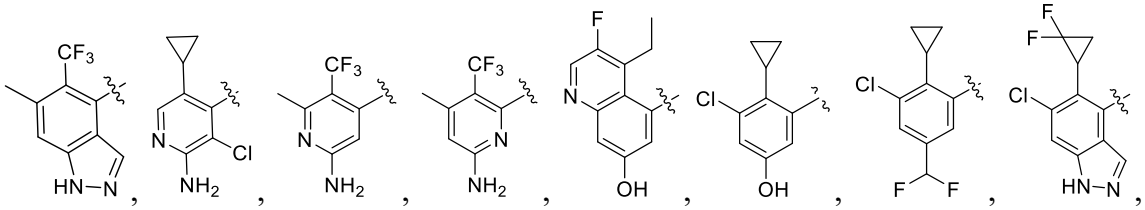
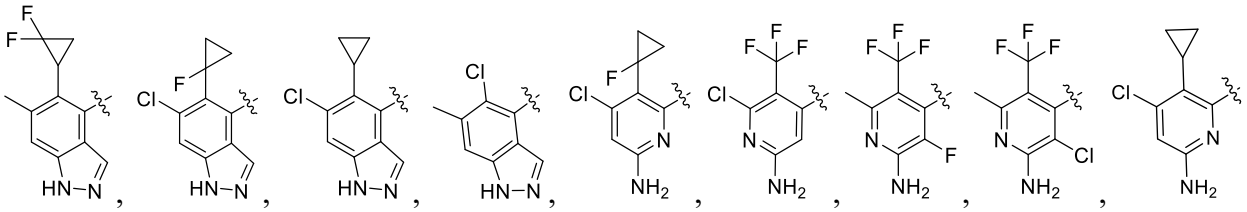
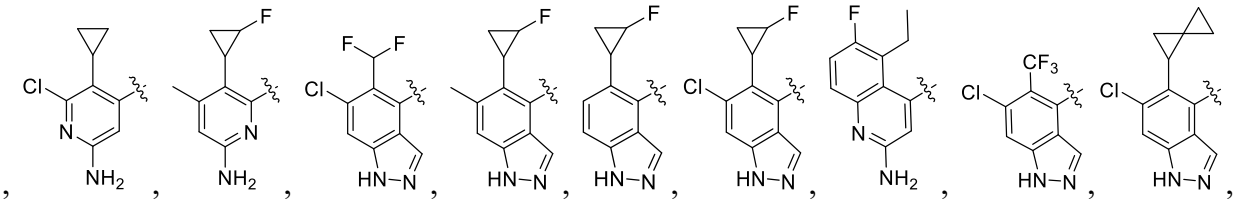
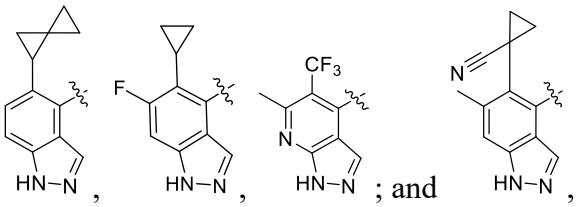
2. The compound of claim 1, wherein R^1 is selected from the group consisting of fluoro, chloro, cyclopropyl, trifluoromethyl, -$CH_2CH_2CH_3$, and propenyl; and R^2 is hydrogen or -CH_3, and/or

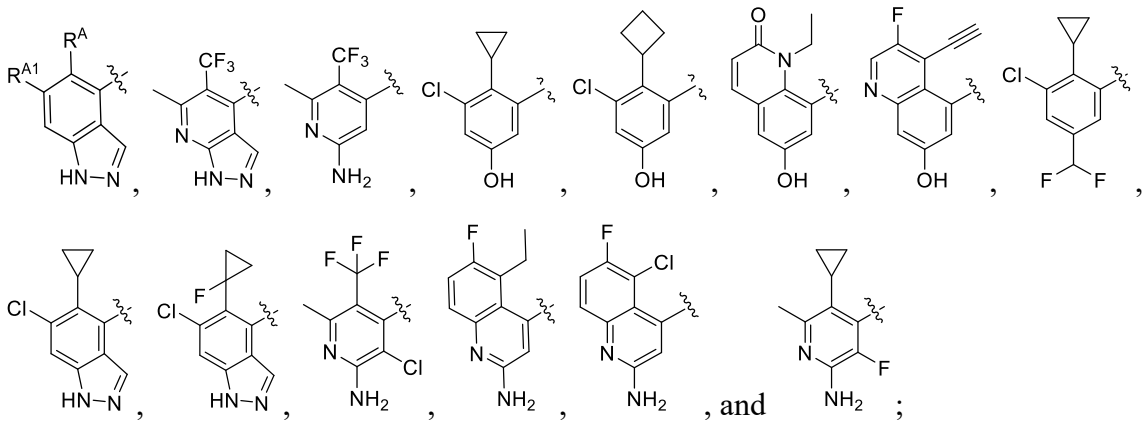
wherein R^A is independently selected for each occurrence from the group consisting of halogen, hydroxyl, cyano, -NH_2, -$C(O)NH_2$, C_1-C_4alkyl, and C_2-C_4alkynyl, C_1-C_4alkoxy, and C_3-C_6cycloalkyl, wherein alkyl, alkynyl, alkoxy, and cycloalkyl may optionally be substituted with one, two, or three halogens or -CN, and/or wherein ring A is selected from the group consisting of:





; and


, and/or wherein ring A is selected from the group consisting of:

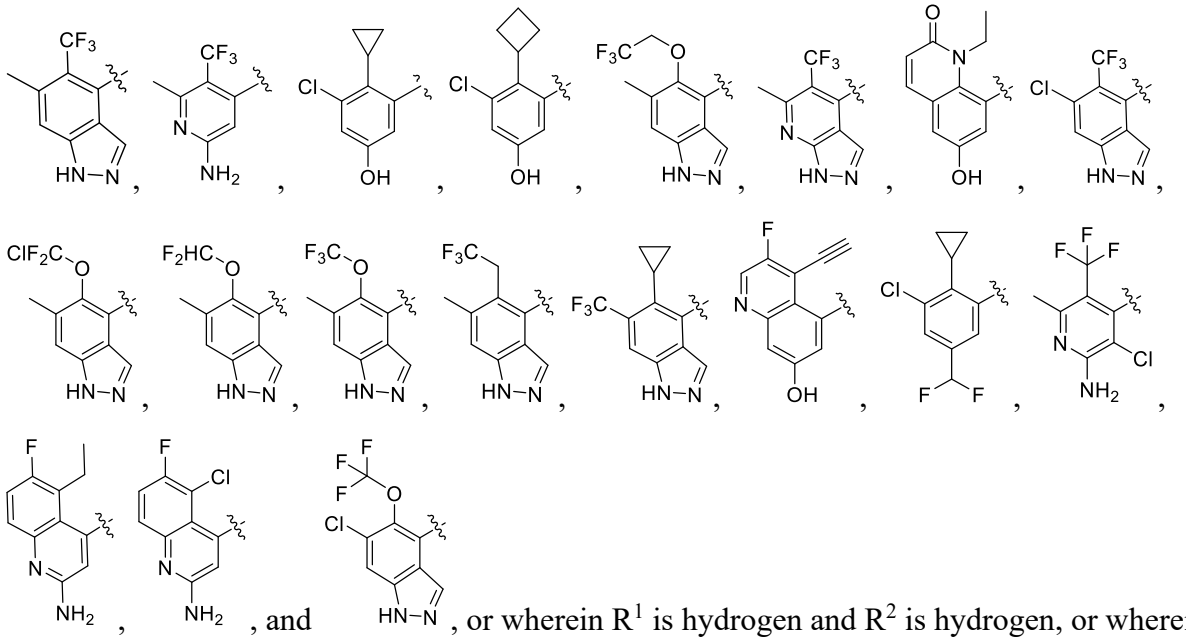




; and
, or wherein R^1 is hydrogen and R^2 is -CH_3, or wherein ring A is selected from the group consisting of:



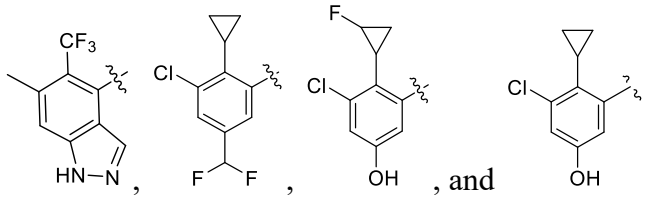
wherein:

R^A is selected from the group consisting of C_1-C_3alkyl, C_1-C_3alkoxy, and C_3-C_4cycloalkyl; wherein alkyl and alkoxy are each substituted with one, two, or three halogens; and

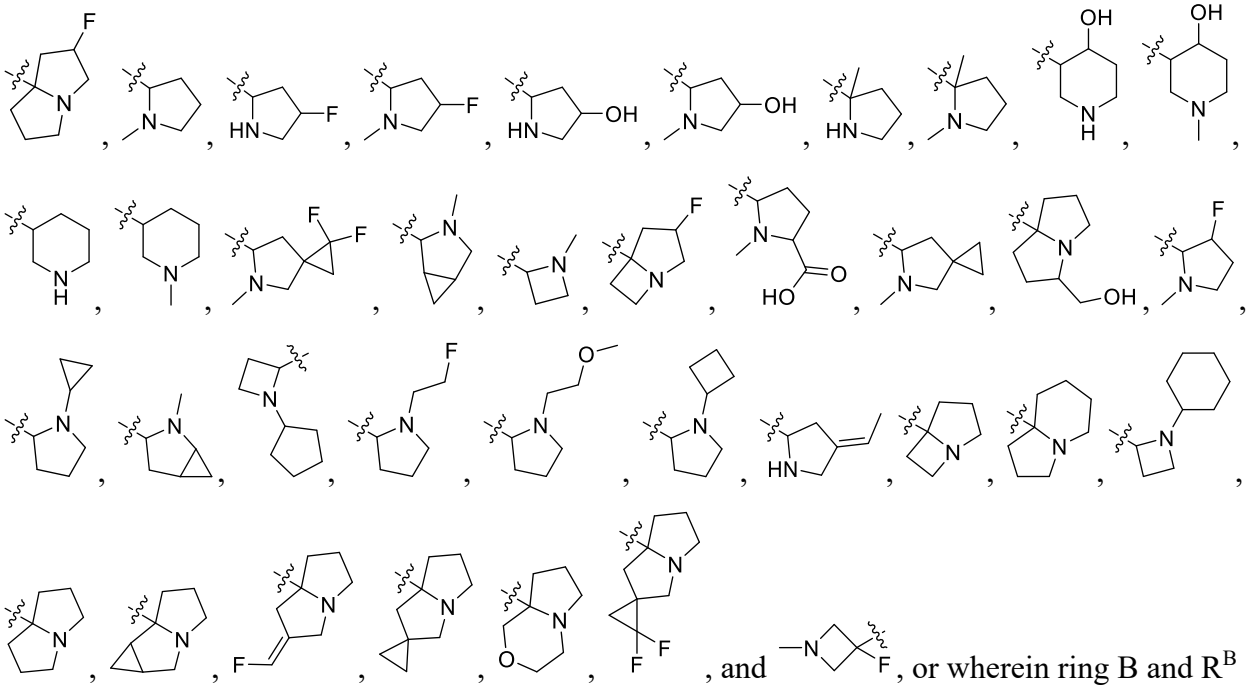
R^{A1} is selected from the group consisting of chloro, -CH_3, and -CF_3, or wherein ring A is selected from the group consisting of:

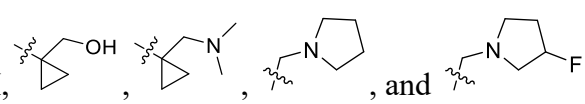


, or wherein R^1 is hydrogen and R^2 is hydrogen, or wherein ring A is selected from the group consisting of

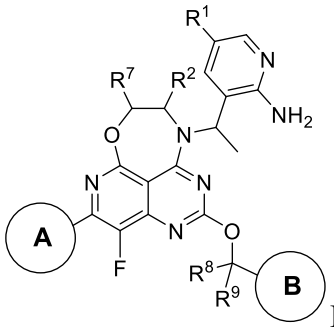


3. The compound of any one of claims 1-2, wherein R^3 is selected from the group consisting of -NH_2, chloro, and -CHF_2, and/or wherein R^3 is -NH_2, and/or wherein R^4 is hydrogen and R^5 is -CH_3, and/or wherein R^6 is fluoro, and/or wherein R^7 is hydrogen or -CH_3, and/or wherein R^8 and R^9 are each independently selected from the group consisting of hydrogen, deuterium, and -CH_3, and/or wherein R^B is independently selected for each occurrence from the group consisting of halogen, hydroxyl, -COOH, =$CHCH_3$, =CHF, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, and C_1-C_3alkyl optionally substituted with hydroxyl, halogen, or -OCH_3, and/or wherein R^B is independently selected for each occurrence from the group consisting of halogen, hydroxyl, -CH_3, =$CHCH_3$, =CHF, -COOH, -CH_2OH, -CH_2CH_2F, $CH_2CH_2OCH_3$, cyclopropyl, cyclobutyl, cyclopentyl, and cyclohexyl, and/or wherein ring B is selected from the group consisting of:



, and , or wherein ring B and R^B are absent and replaced with -CH_2OH or cyclopropyl; wherein cyclopropyl is substituted with -CH_2OH or -$CH_2NR^aR^b$, or wherein ring B and R^B are absent and replaced with a substituent selected from the group consisting of -CH_2OH, 

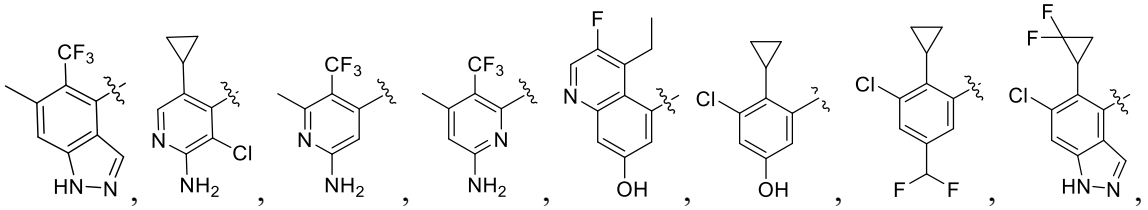
4. The compound of claim 1, wherein the compound is represented by Formula IA:

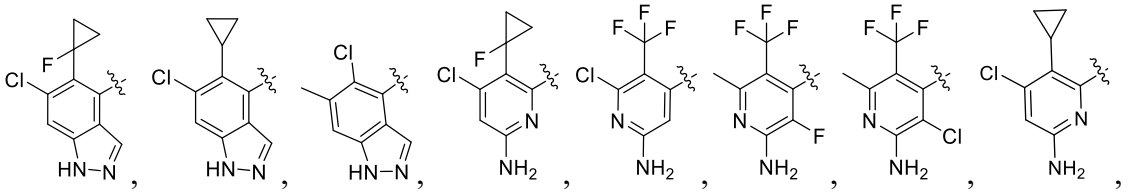


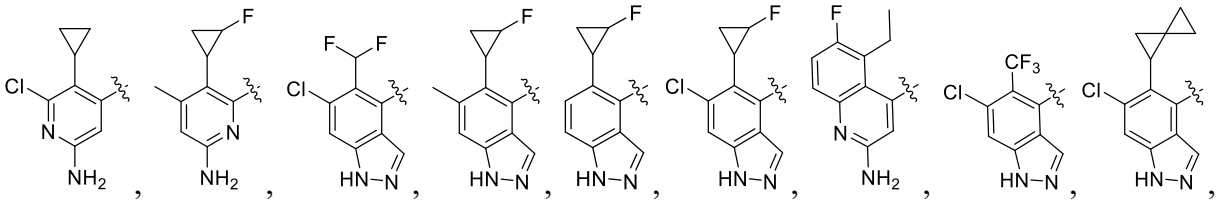
Formula IA;

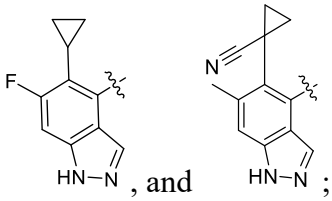
or a pharmaceutically acceptable salt and/or a stereoisomer thereof, wherein:

R^1 is halogen, R^2 is hydrogen or -CH_3, and ring A is selected from the group consisting of





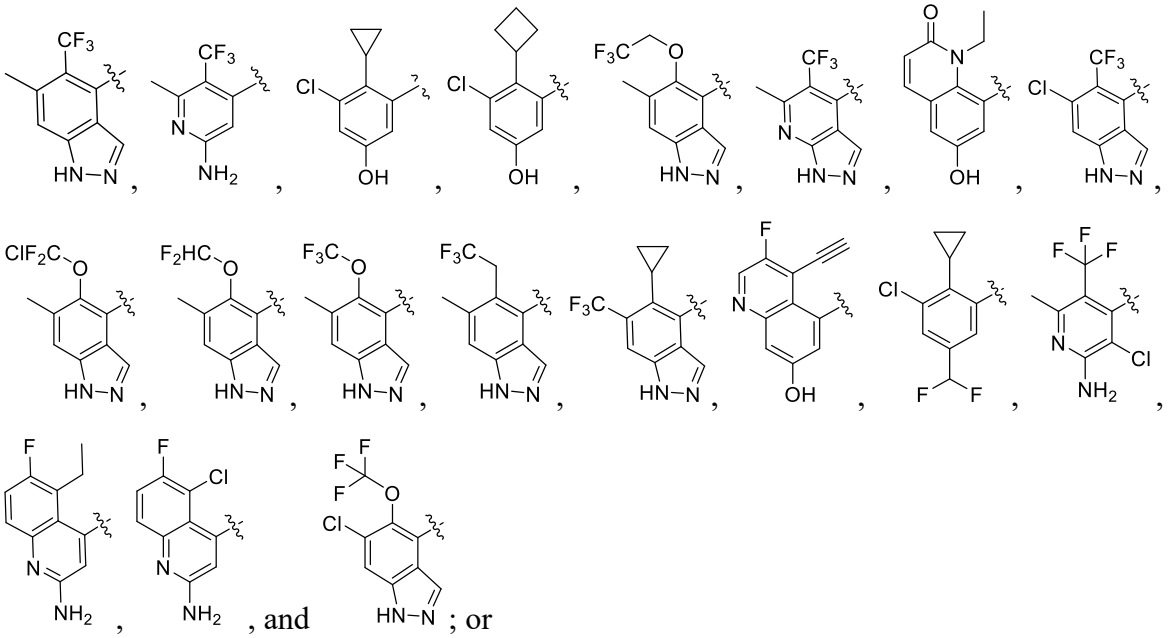




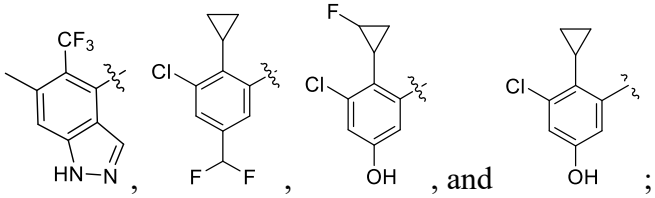
, and

; or

R^1 is hydrogen, R^2 is -CH_3, and ring A is selected from the group consisting of:


, and ; or

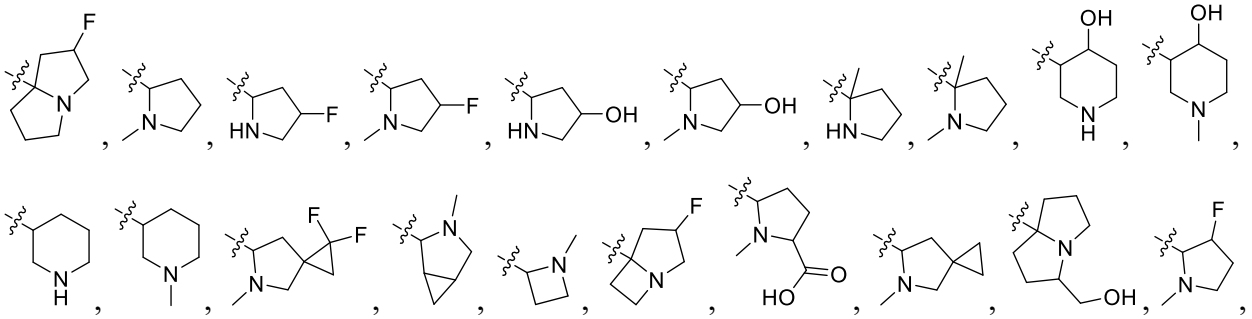
R^1 is hydrogen, R^2 is hydrogen, and ring A is selected from the group consisting of:

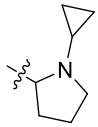
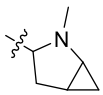
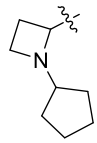
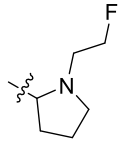
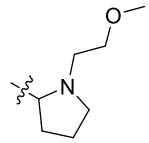
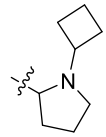
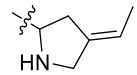
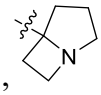
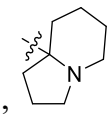
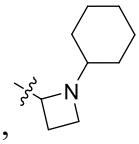

, and ;

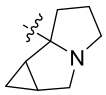
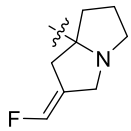
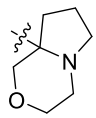
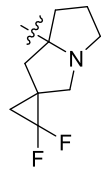
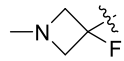
R^7 is selected from the group consisting of hydrogen and -CH_3;

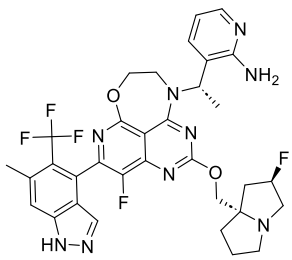
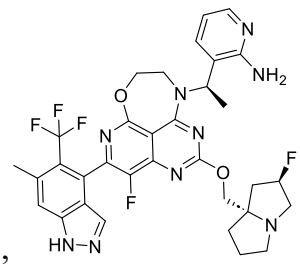
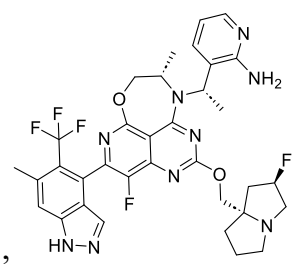
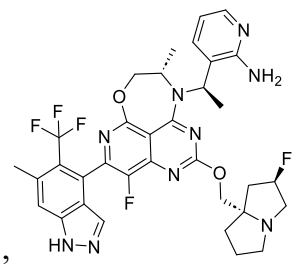
R^8 and R^9 are each independently selected from the group consisting of hydrogen, deuterium, and -CH_3; and

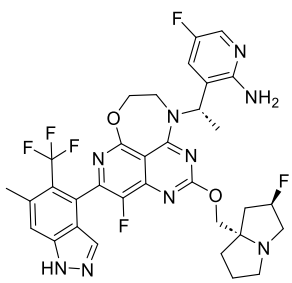
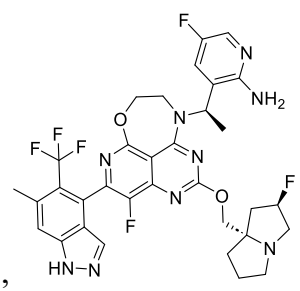
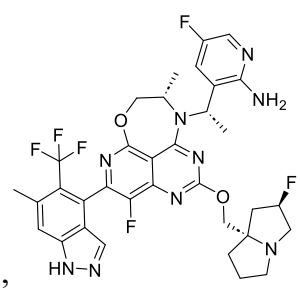
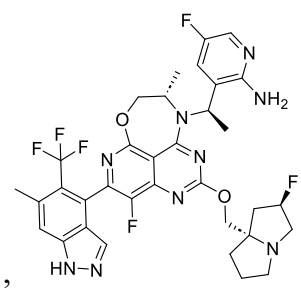
B is selected from the group consisting of

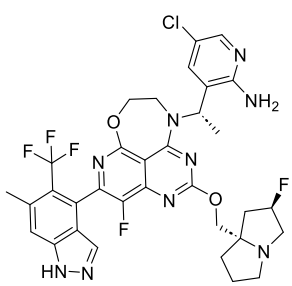
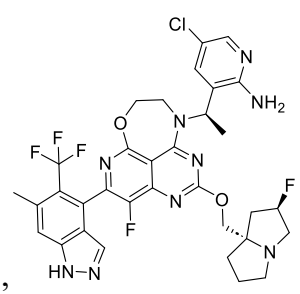
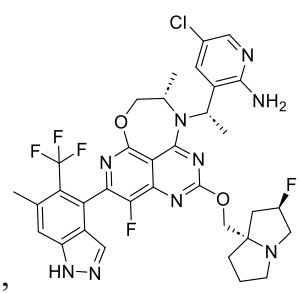
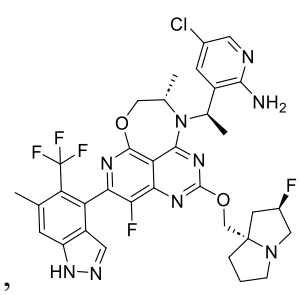


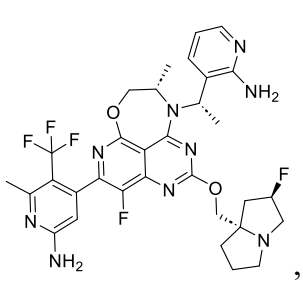
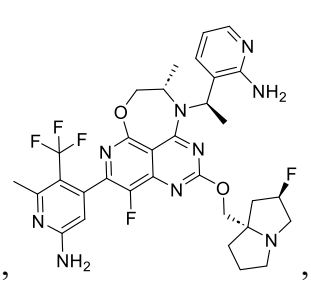
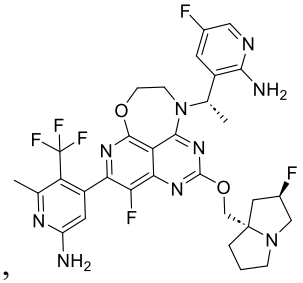
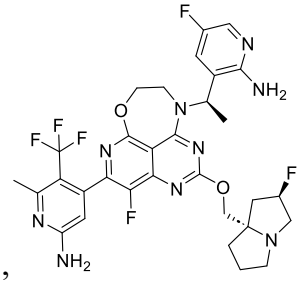
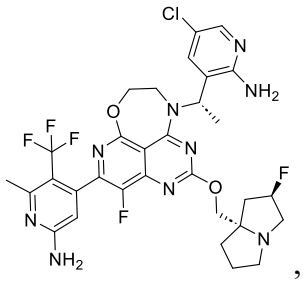
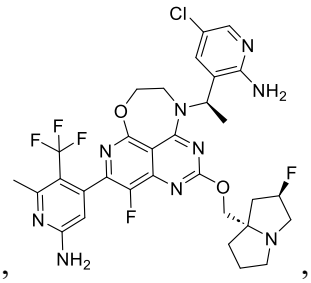
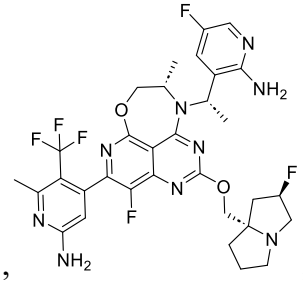
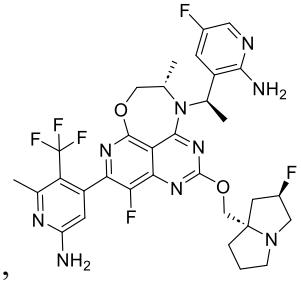
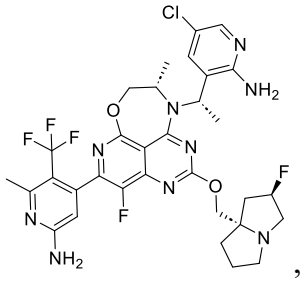
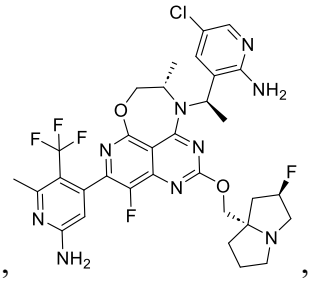
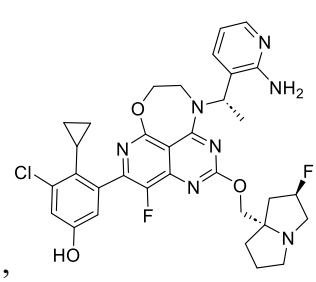
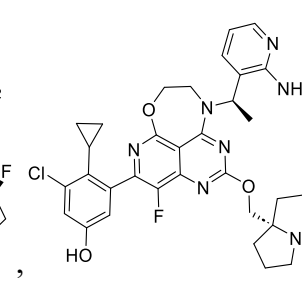
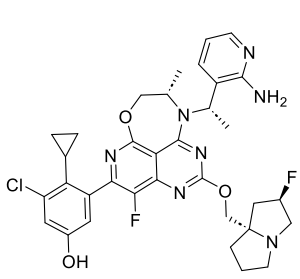
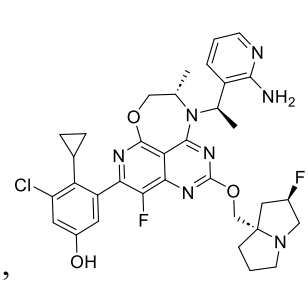
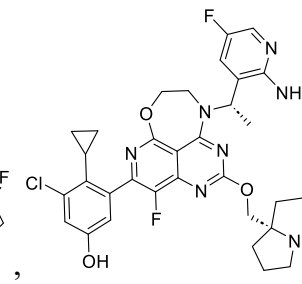
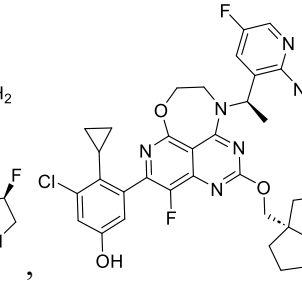
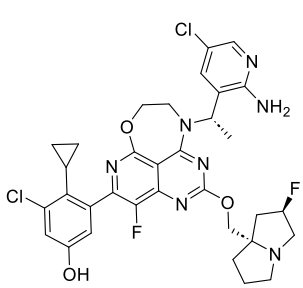
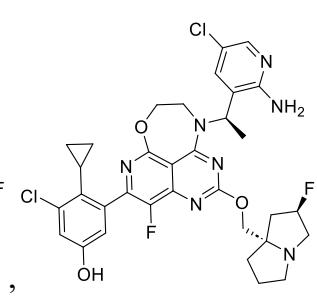
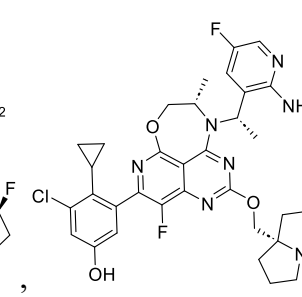
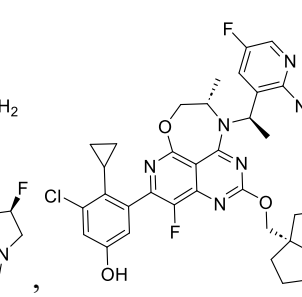
 ,  ,  ,  ,  ,  ,  ,  ,  ,  ,

 ,  ,  ,  ,  ,  , and  , or wherein the compound is selected from the group consisting of

 ,  ,  ,  ,

 ,  ,  ,  ,

 ,  ,  ,  ,

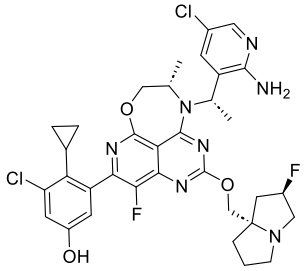
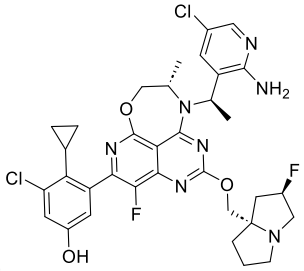
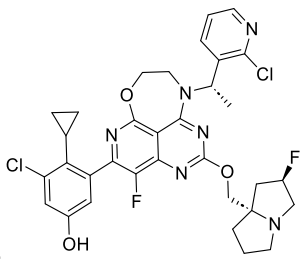
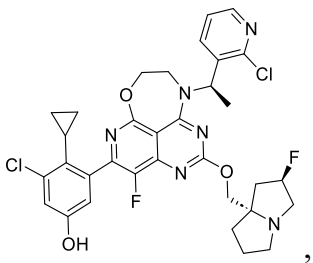
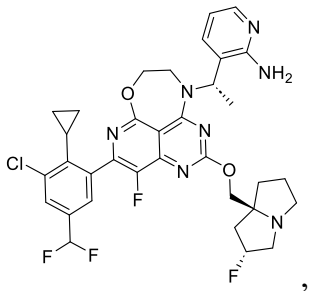
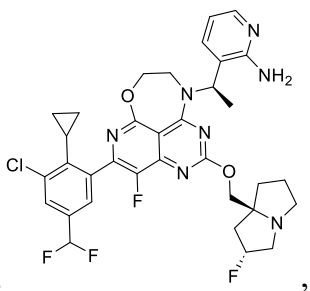
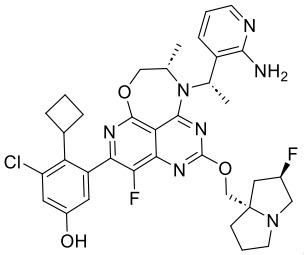
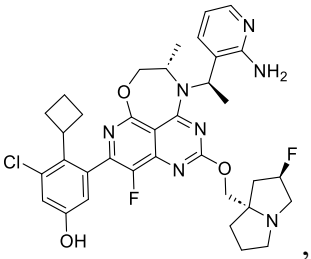
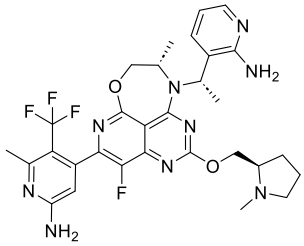
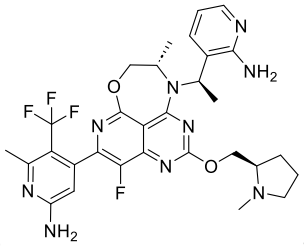
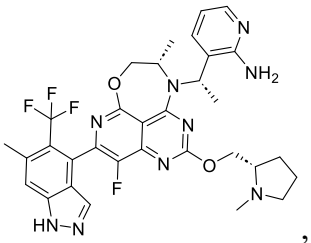
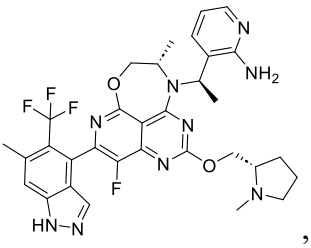
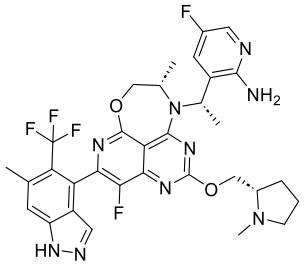
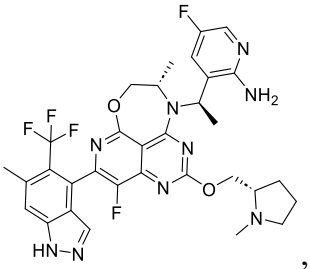
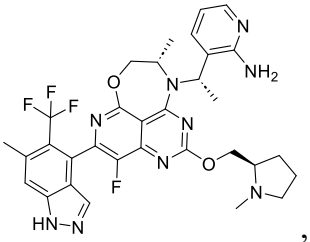
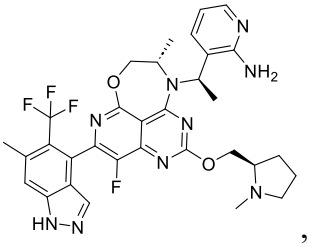
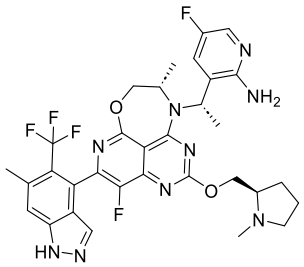
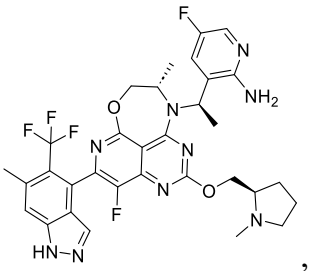
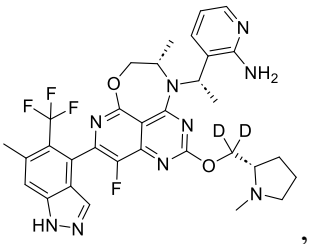
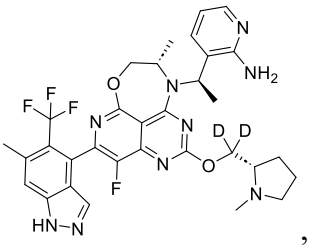
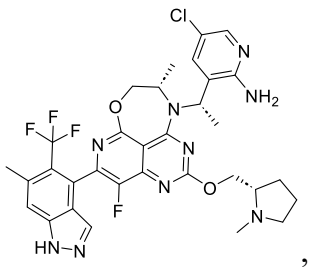
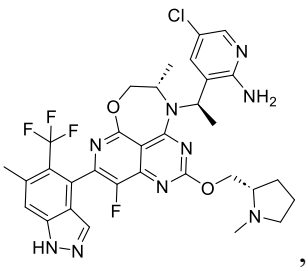
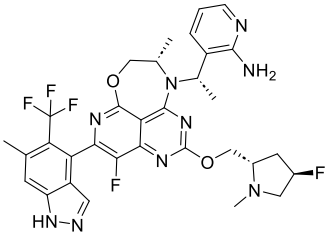

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

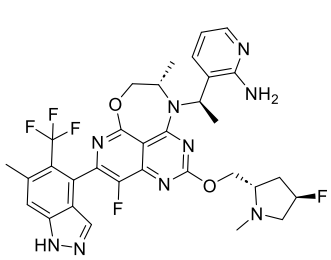
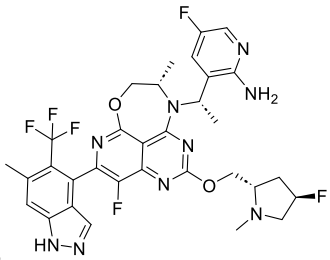
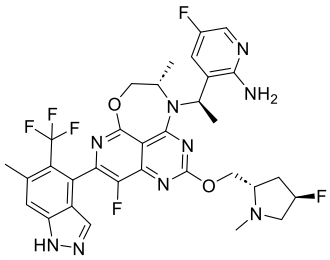
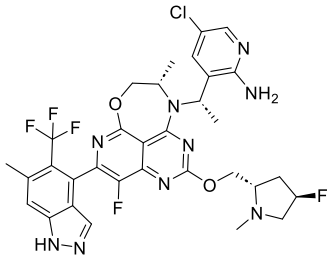
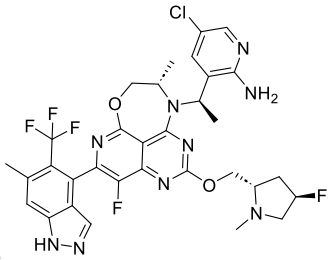
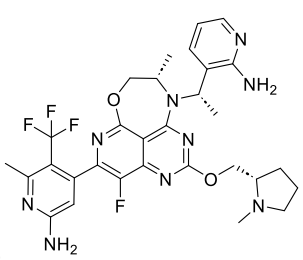
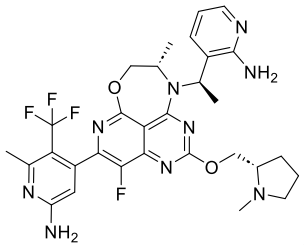
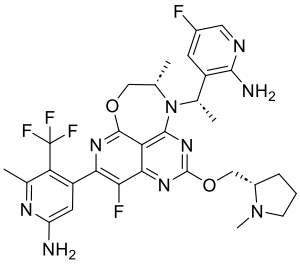
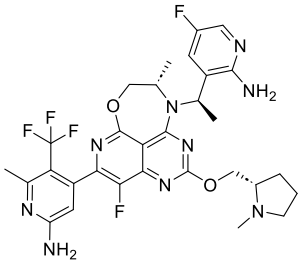
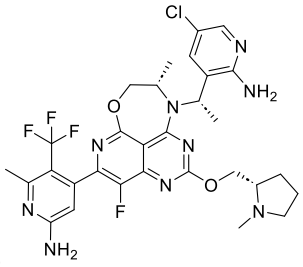
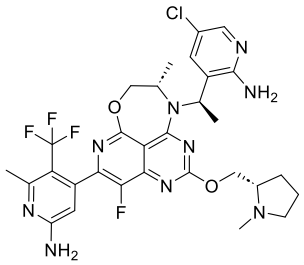
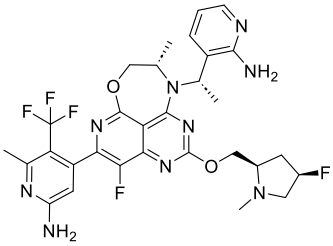
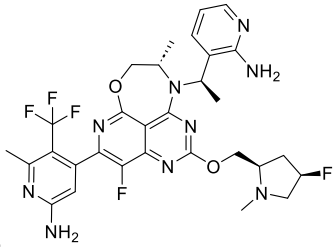
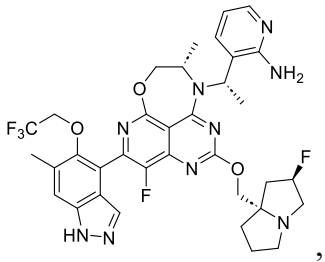
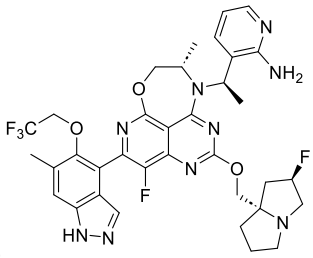
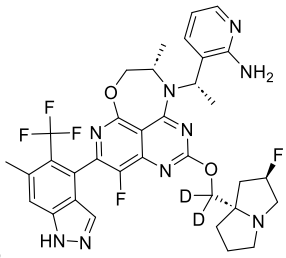
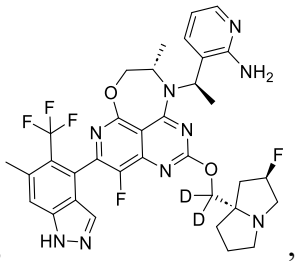
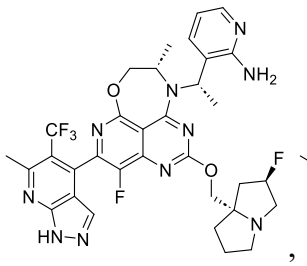
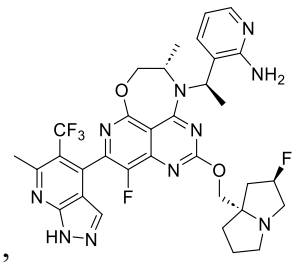
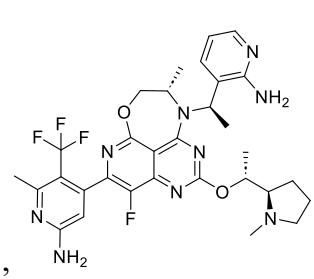
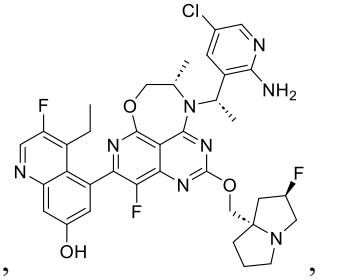
,

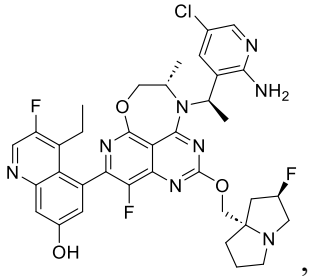
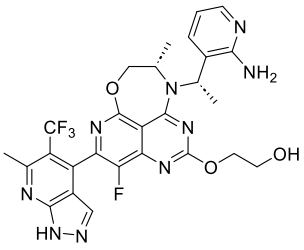
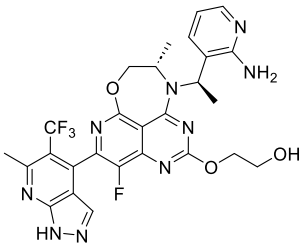
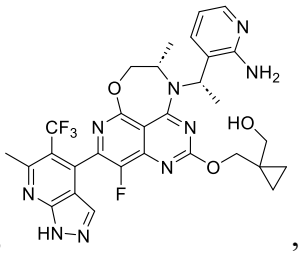
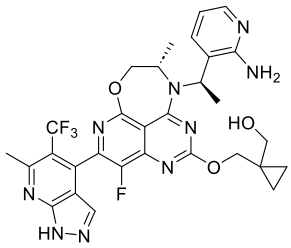
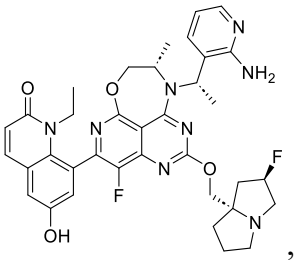
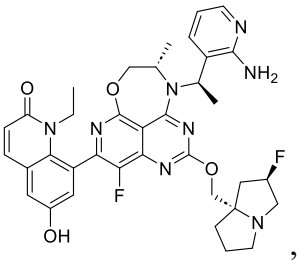
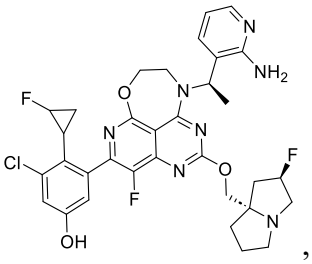
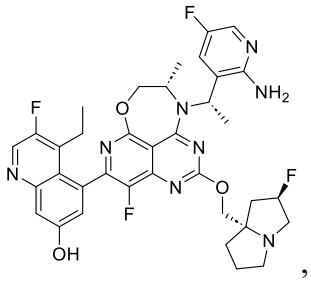
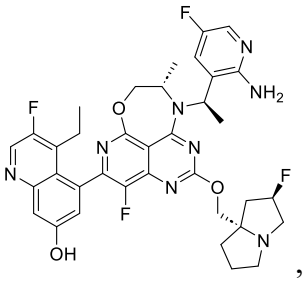
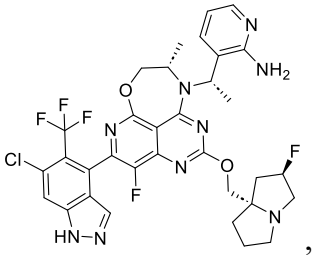
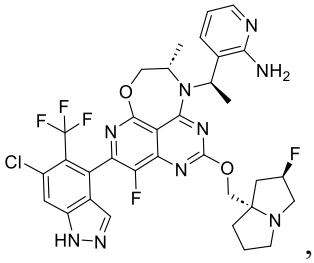
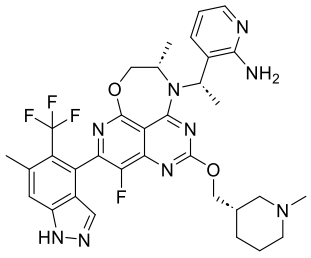
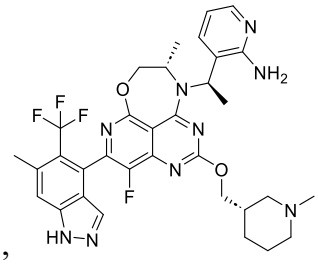
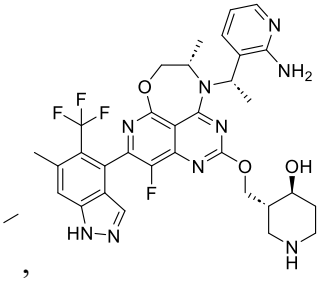
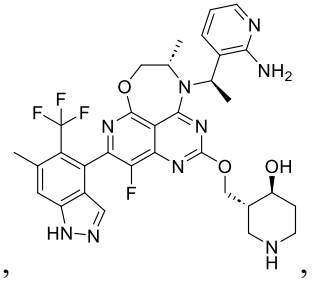
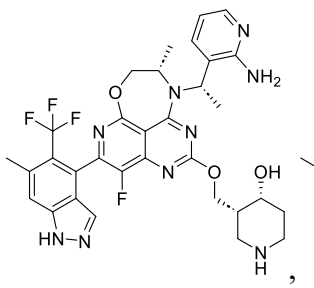
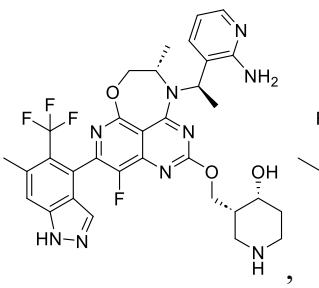
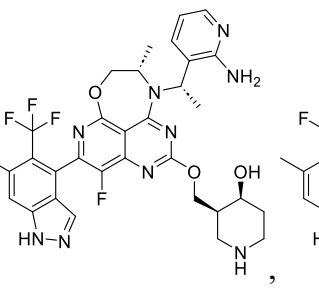
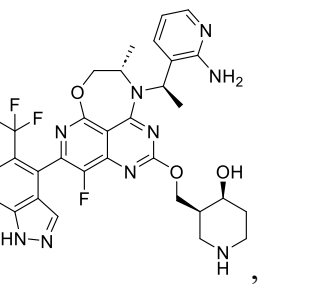
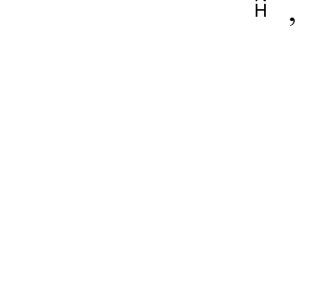
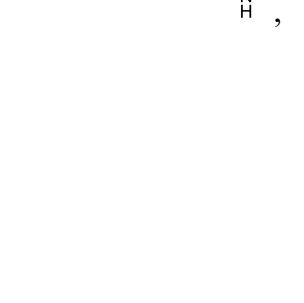
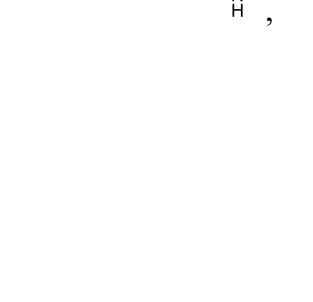
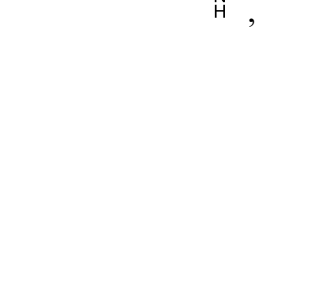
,

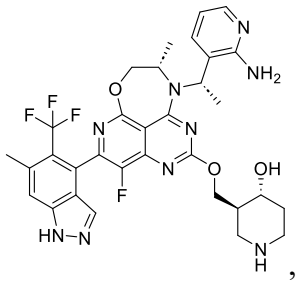
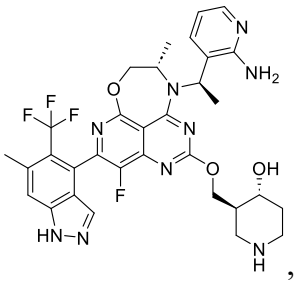
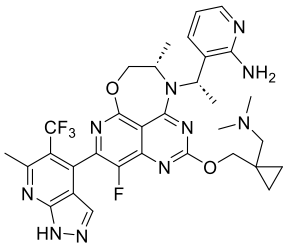
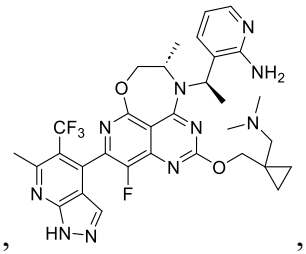
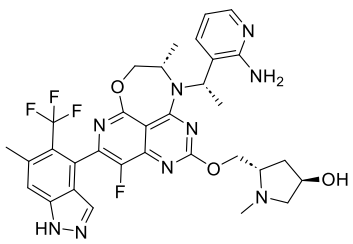
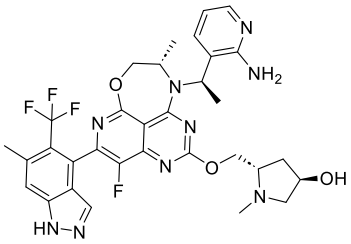
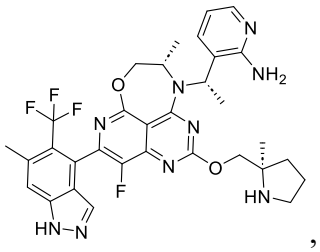
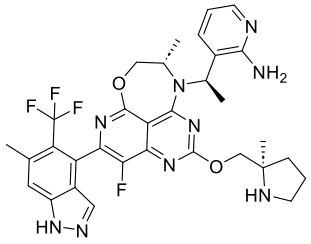
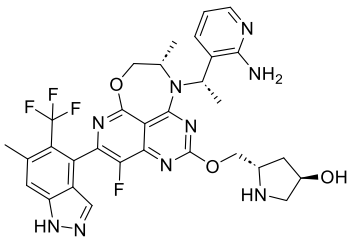
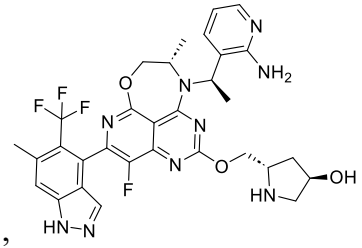
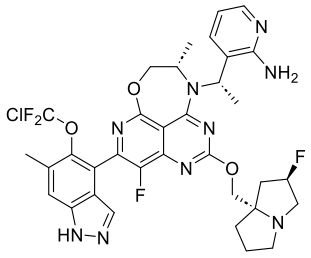
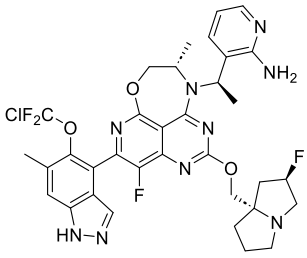
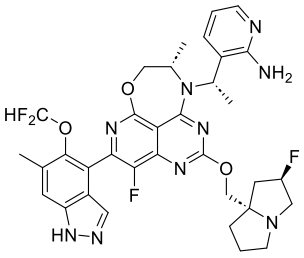
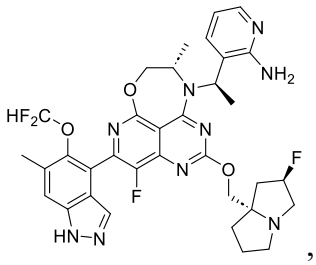
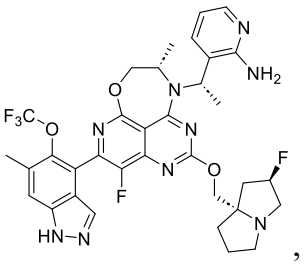
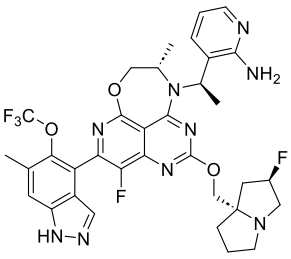
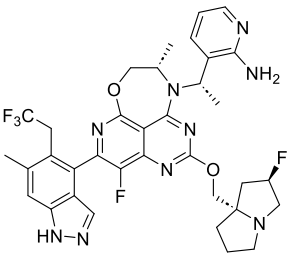
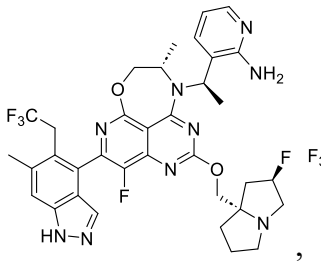
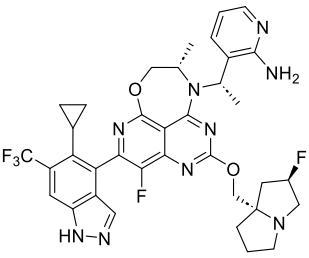
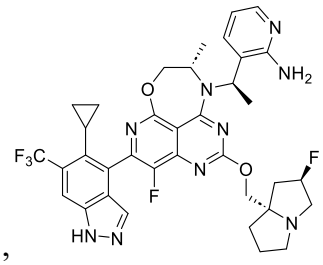
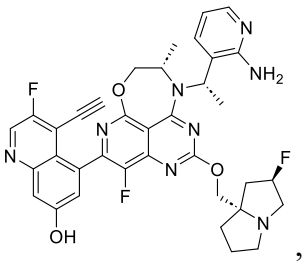
,

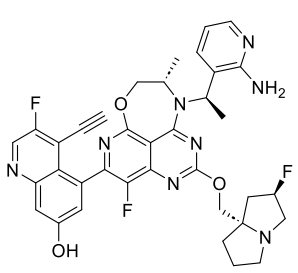
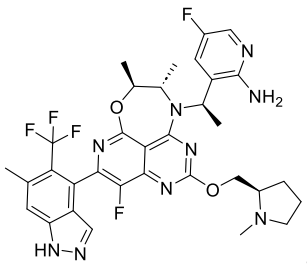
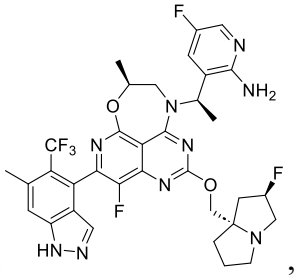
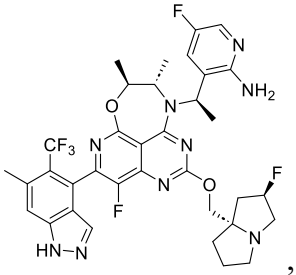
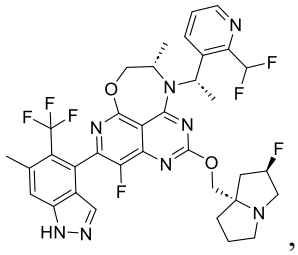
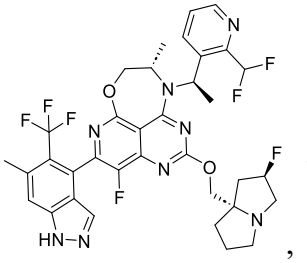
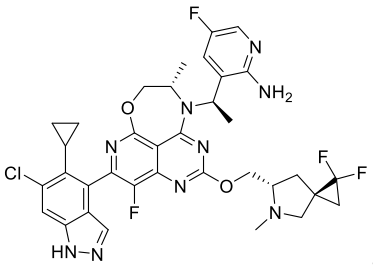
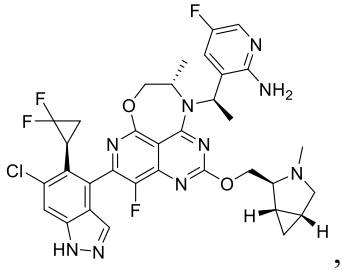
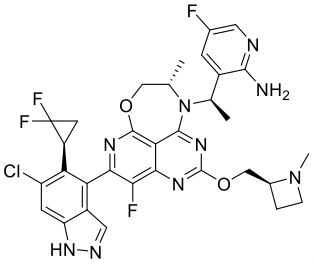
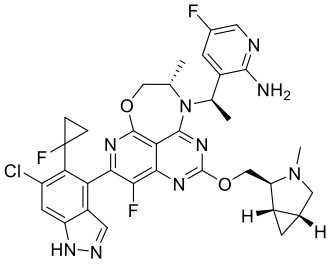
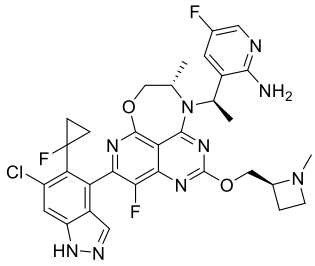
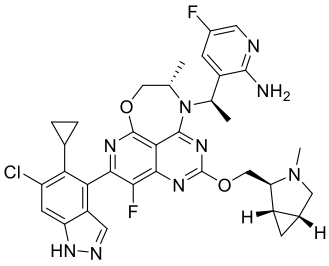
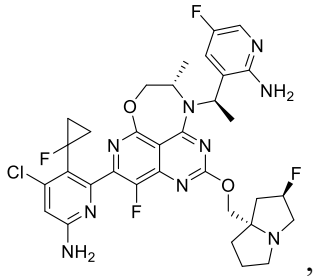
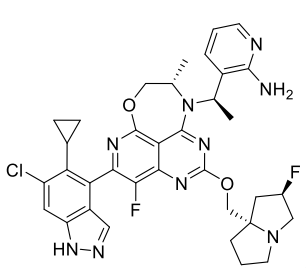
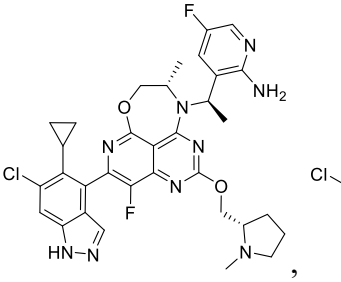
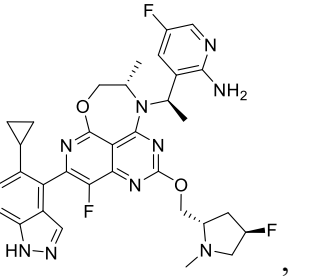
,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

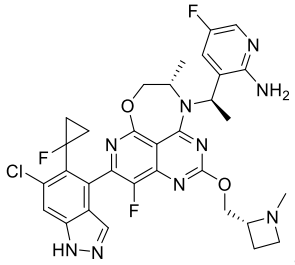
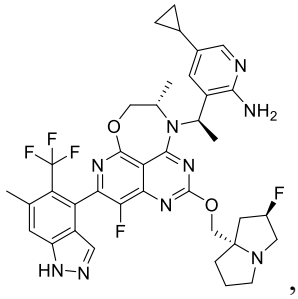
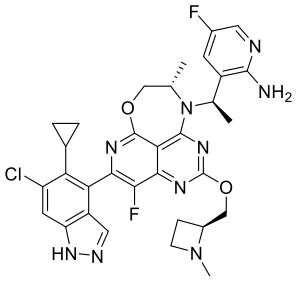
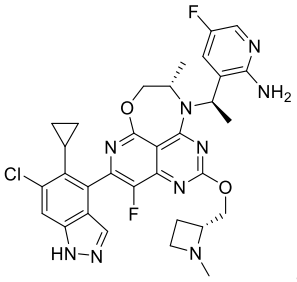
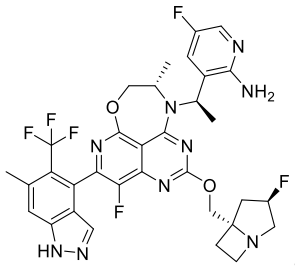
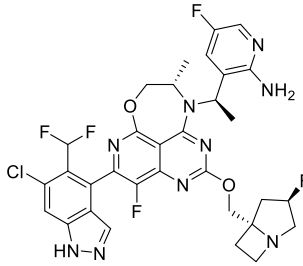
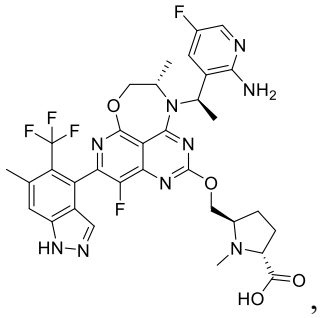
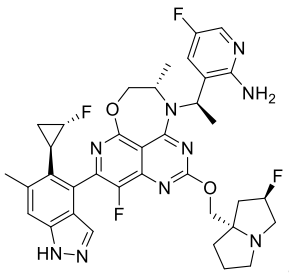
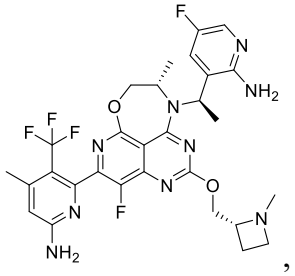
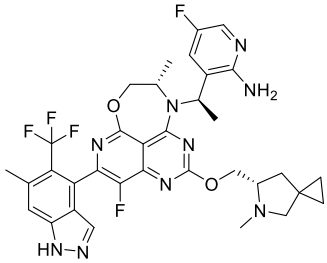
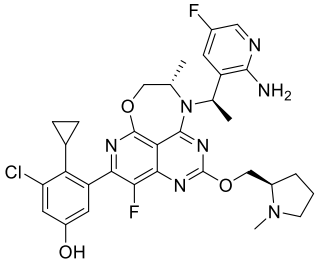
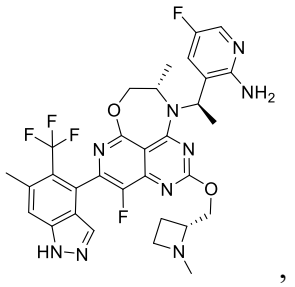
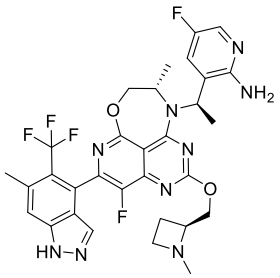
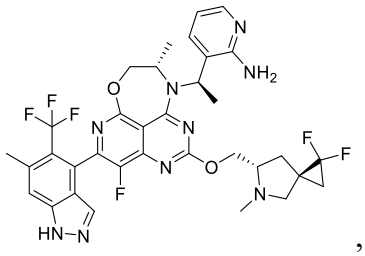
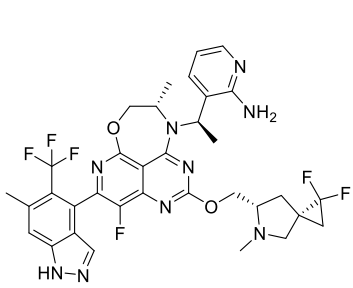
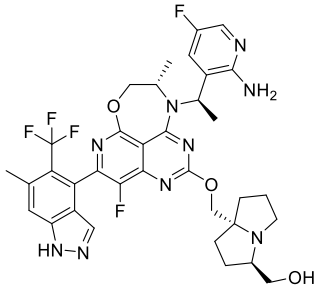
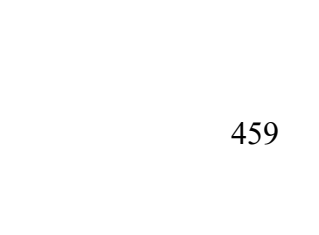

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

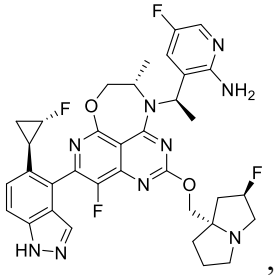
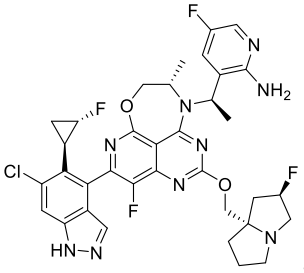
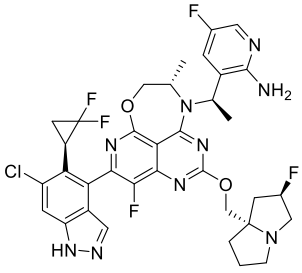
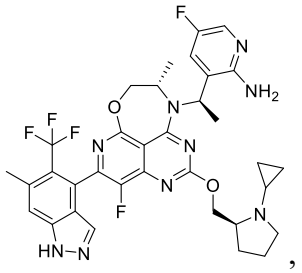
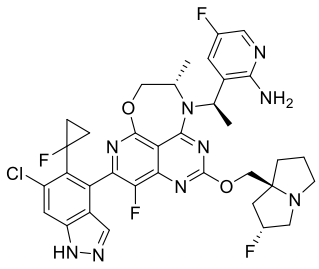
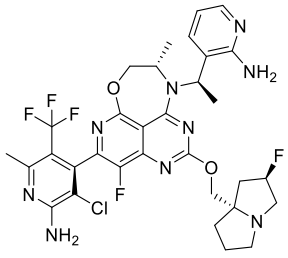
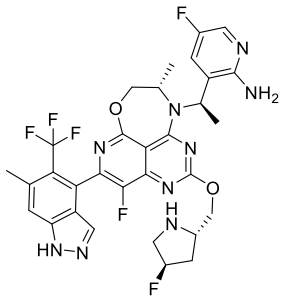
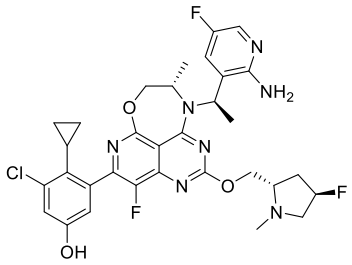
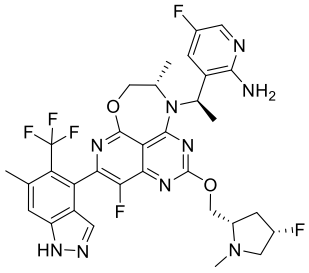
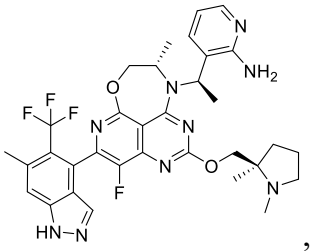
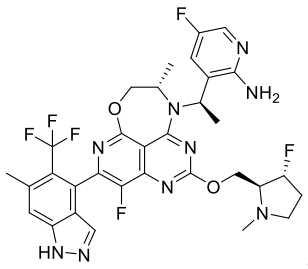
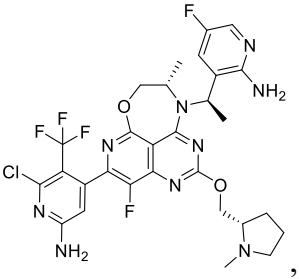
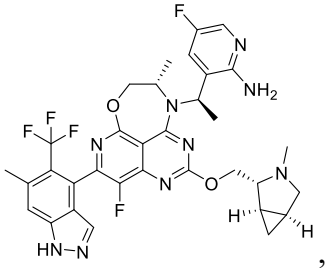
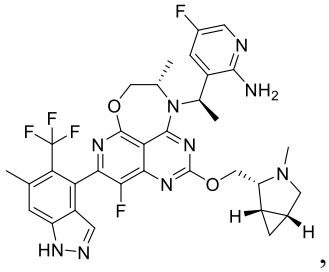
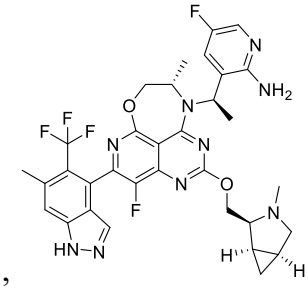
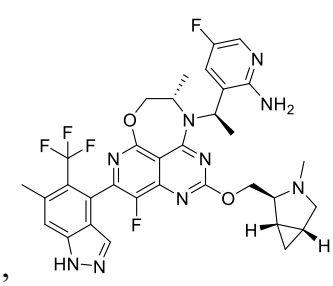
,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

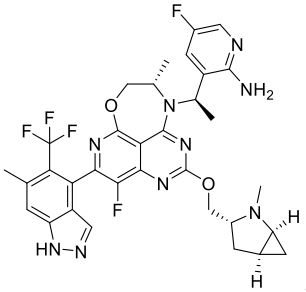
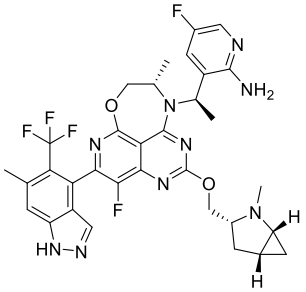
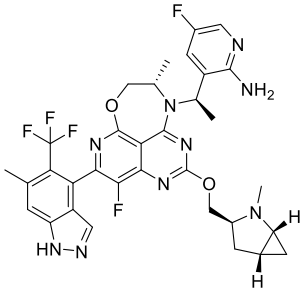
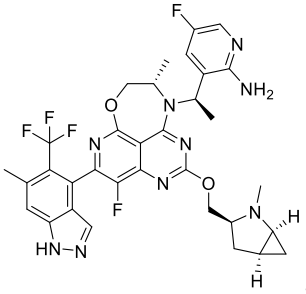
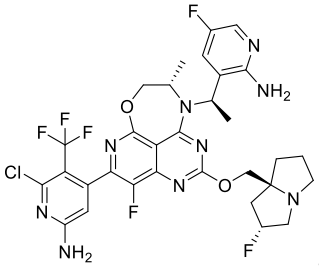
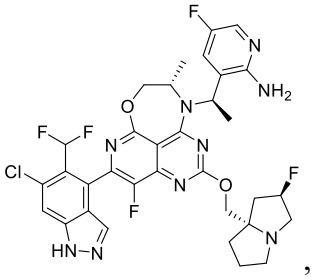
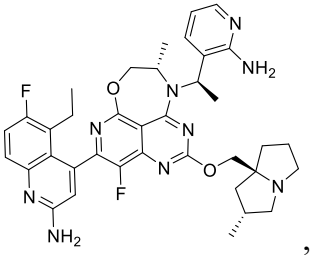
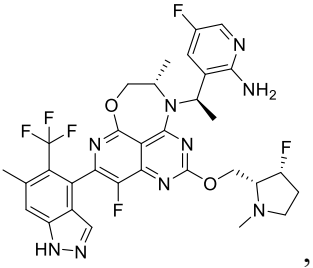
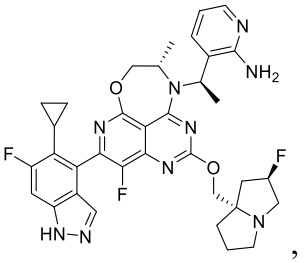
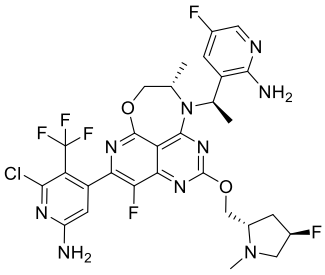
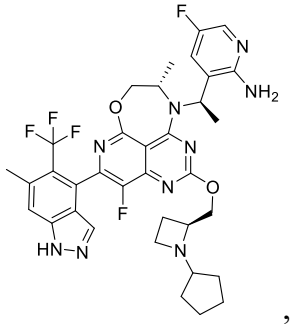
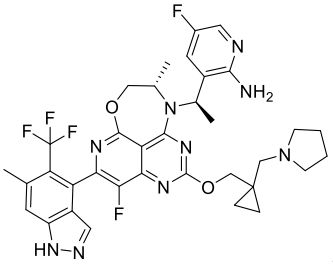
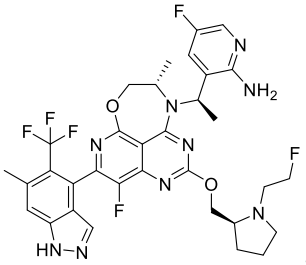
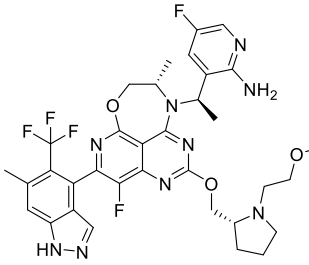
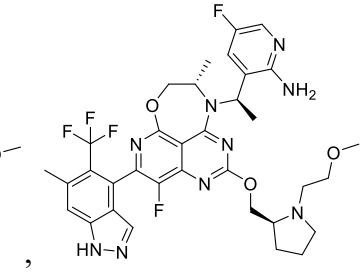
,

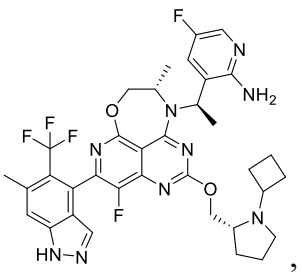
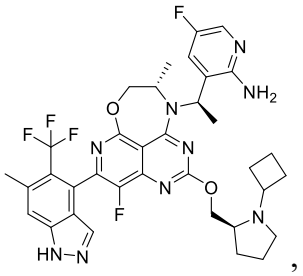
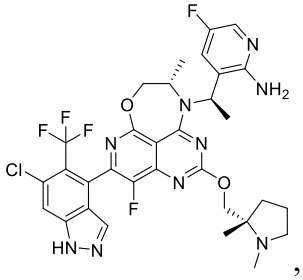
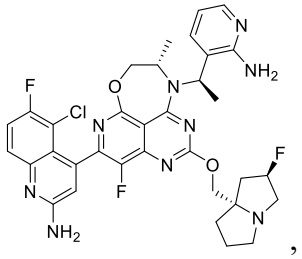
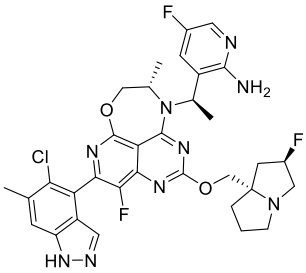
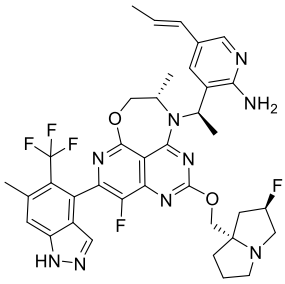
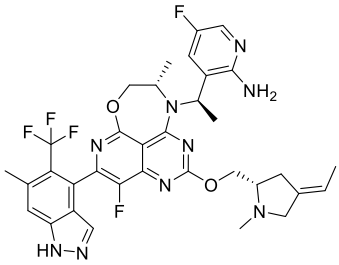
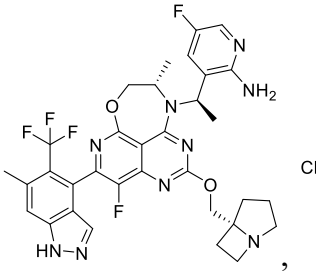
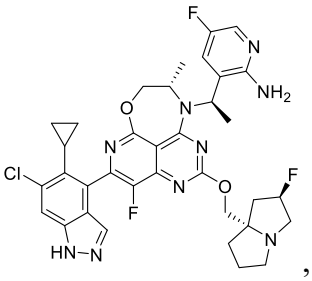
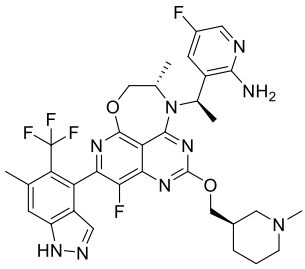
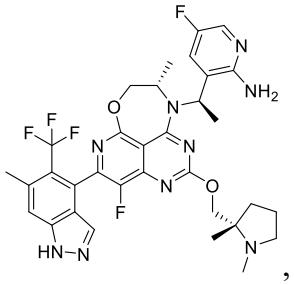
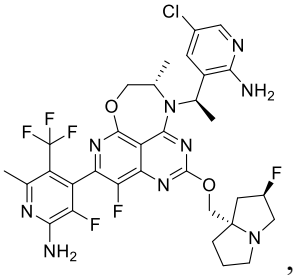
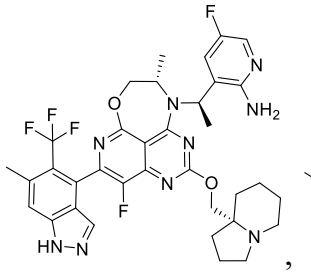
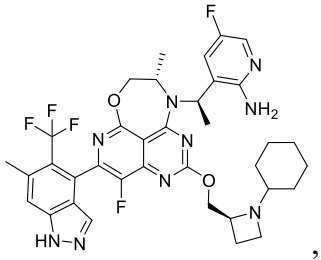
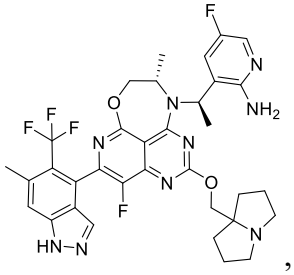
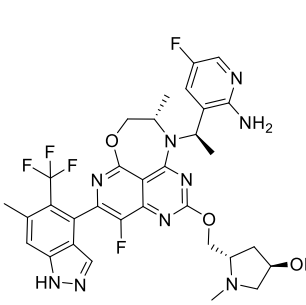
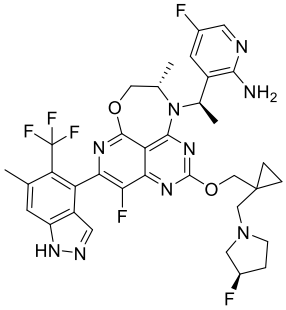
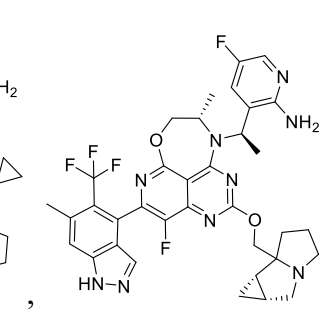
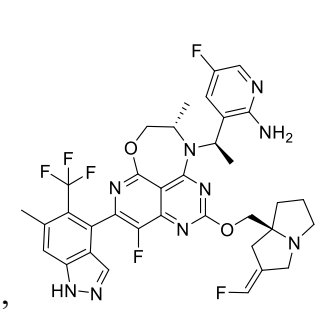

,

,

,

,

,

,

,

.

,

,

,

,

,

,

,

,

,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

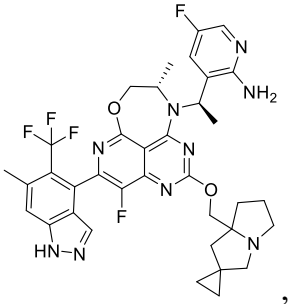
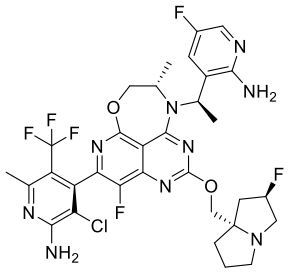
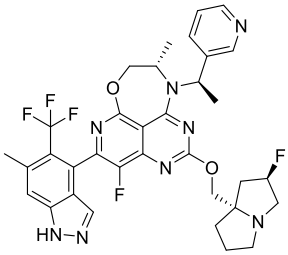
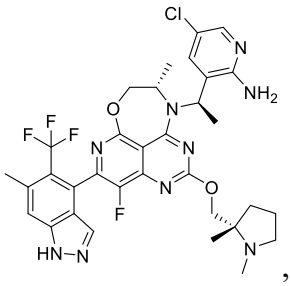
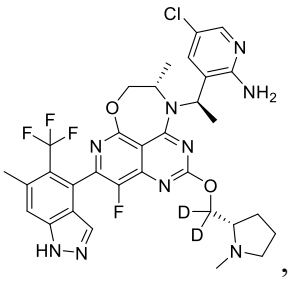
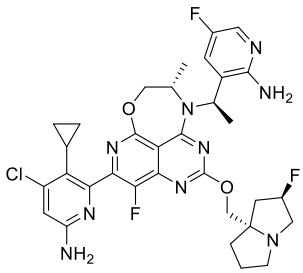
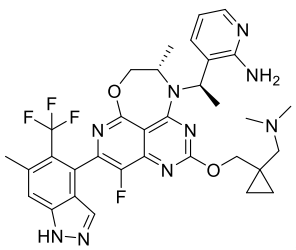
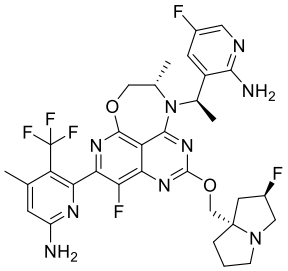
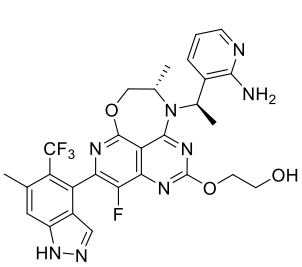
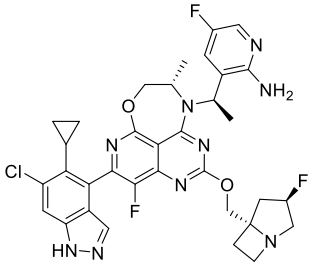
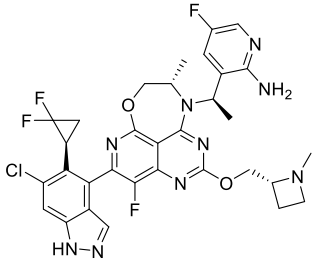
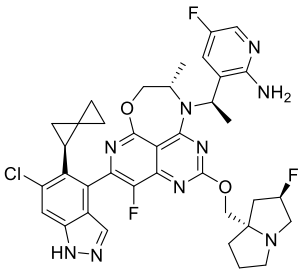
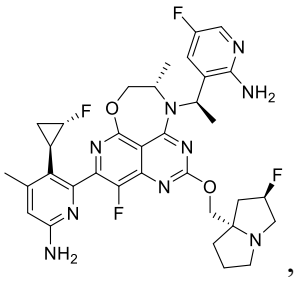
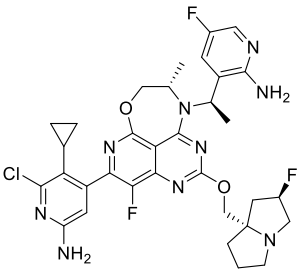
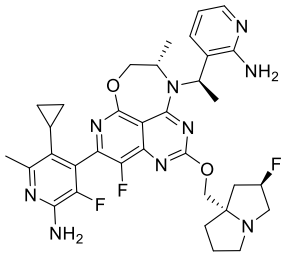
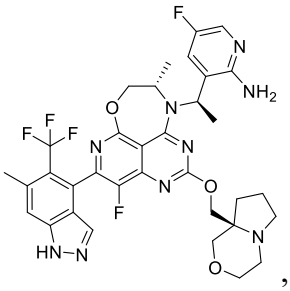
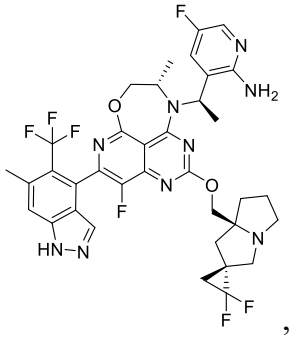
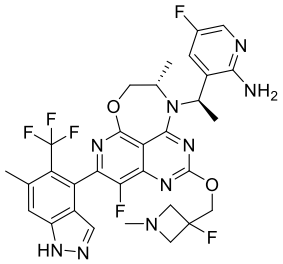
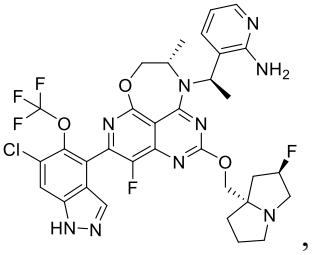

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

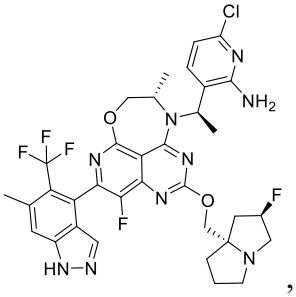
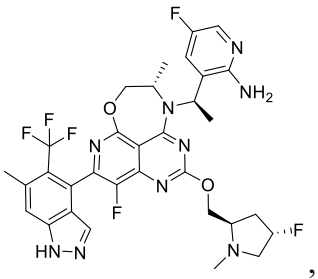
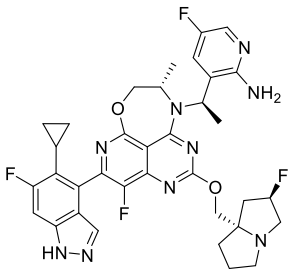
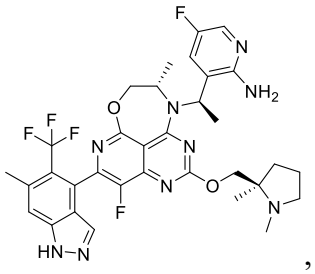
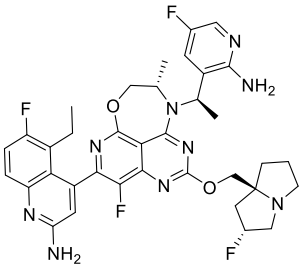
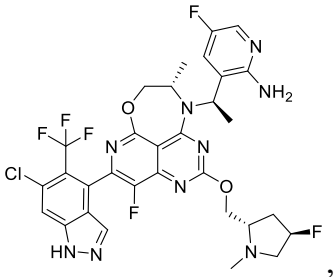
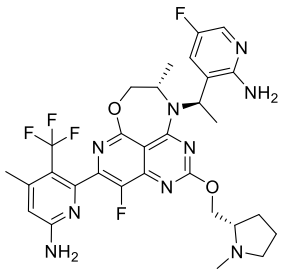
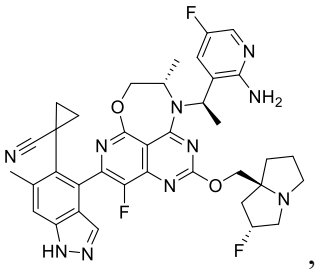
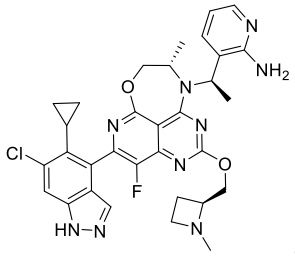
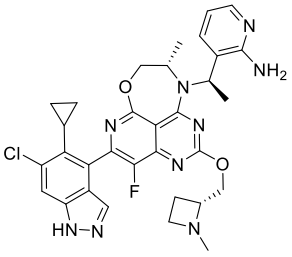
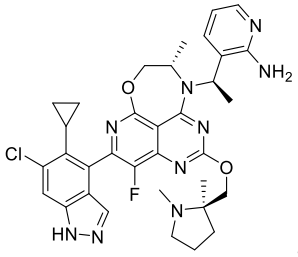
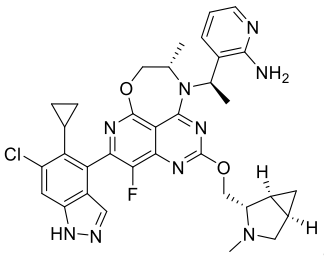
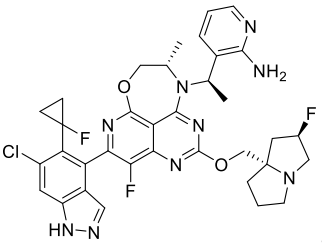
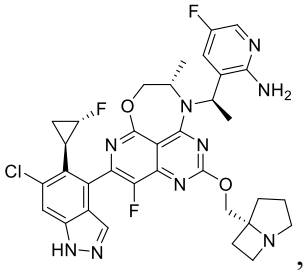
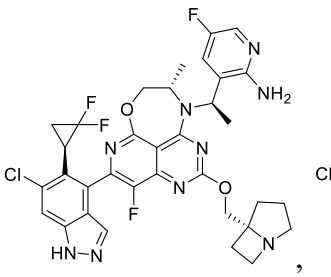
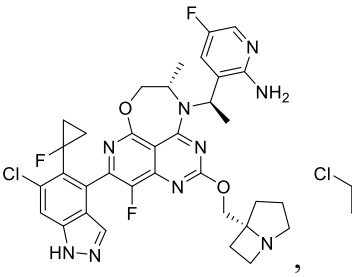
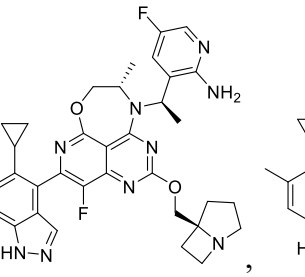
,

,

,

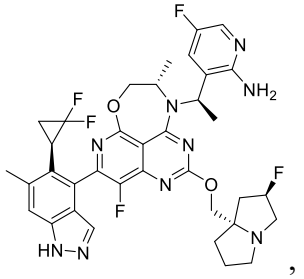
,

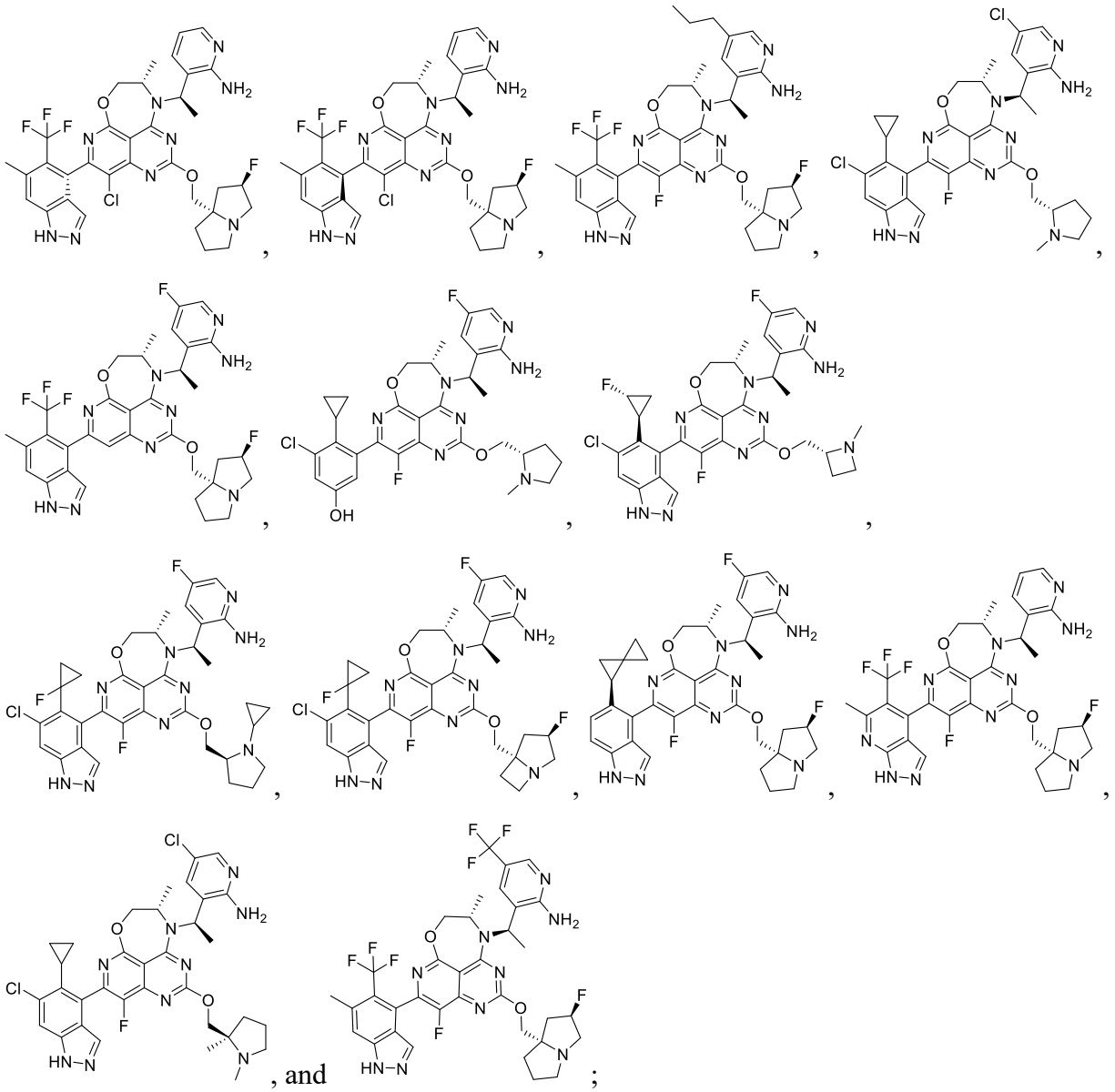

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

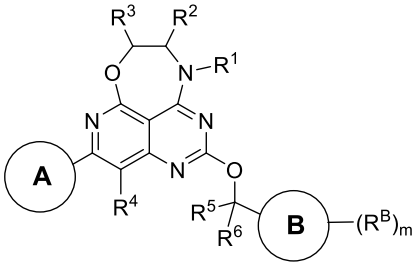
,

,

,



or a pharmaceutically acceptable salt and/or a stereoisomer thereof.

5. A compound represented by Formula II:



Formula II;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof, wherein:

ring A is selected from the group consisting of indazolyl, quinolinyl, quinolinonyl, benzothiophenyl, benzothiazolyl, pyridinyl, pyrimidinyl, and phenyl; wherein ring A is substituted with one, two, or three substituents each independently selected from R^A;

R^A is independently selected for each occurrence from the group consisting of hydrogen, halogen, deuterium, hydroxyl, -CN, -NO_2, -NR^aR^b, C_1-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, phenyl, -C(=O)NR^aR^b, -NR^a(C=O)R^b, -O(C=O)NR^aR^b, -NR^a(C=O)OR^b, -NR^a(C=O)NR^aR^b, -(C=O)C_1-C_6alkyl, -(C=O)OC_1-C_6alkyl, -O(C=O)C_1-C_6alkyl, -O(C=O)OC_1-C_6alkyl, -SH, -SC_1-C_6alkyl, -S(O)C_1-C_6alkyl, -$S(O)_2C_1$-C_6alkyl, -$S(O)_2NR^aR^b$, and -$NR^aS(O)_2C_1$-C_6alkyl, wherein each alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, and phenyl may optionally be substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, oxo, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy;

R^1 is selected from the group consisting of C_1-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_3-C_6cycloalkyl, -CH(CH_3)-(C_3-C_6cycloalkyl), -CH_2-(C_3-C_6cycloalkyl), phenyl, 5-membered heteroaryl, and -CR^cR^d-(5-membered heteroaryl); wherein alkyl, alkenyl, alkynyl, cycloalkyl, phenyl, and heteroaryl may optionally be substituted with one, two, three, or four substituents each independently selected from R^{11};

R^2 is selected from the group consisting of hydrogen, C_1-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_3-C_6cycloalkyl, -CH(CH_3)-(C_3-C_6cycloalkyl), -CH_2-(C_3-C_6cycloalkyl), phenyl, 5-membered heteroaryl, and -CR^cR^d-(5-membered heteroaryl); wherein alkyl, alkenyl, alkynyl, cycloalkyl, phenyl, and heteroaryl may optionally be substituted with one, two, three, or four substituents each independently selected from R^{22};

R^{11} and R^{22} are independently selected for each occurrence from the group consisting of halogen, deuterium, hydroxyl, -CN, -NO_2, -NR^aR^b, oxo, C_1-C_6alkyl, C_1-C_6alkoxy, phenyl, -COOH, -C(=O)NR^aR^b, -NR^a(C=O)R^b, -O(C=O)NR^aR^b, -NR^a(C=O)OR^b, -NR^a(C=O)NR^aR^b, -(C=O)C_1-C_6alkyl, -(C=O)OC_1-C_6alkyl, -O(C=O)C_1-C_6alkyl, -O(C=O)OC_1-C_6alkyl, -SH, -SC_1-C_6alkyl, -S(O)C_1-C_6alkyl, -$S(O)_2C_1$-C_6alkyl, -$S(O)_2NR^aR^b$, and -$NR^aS(O)_2C_1$-C_6alkyl;

R^3 is selected from the group consisting of hydrogen and C_1-C_6alkyl optionally substituted with one or more halogens or hydroxyl;

R^4 is selected from the group consisting of halogen, hydrogen, deuterium, and C_1-C_3alkyl;

R^5 and R^6 are each independently selected from the group consisting of hydrogen, deuterium, and C_1-C_3alkyl;

Ring B is selected from the group consisting of 5-10 membered heterocyclyl containing at least one ring nitrogen;

R^B is independently selected for each occurrence from the group consisting of halogen, deuterium, hydroxyl, -CN, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy;

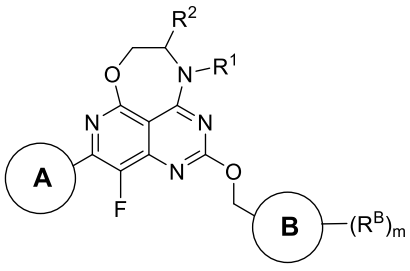
R^a and R^b are each independently selected from the group consisting of hydrogen and C_1-C_6alkyl, wherein C_1-C_6alkyl optionally substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, and C_1-C_6alkoxy; or

R^a and R^b, together with the nitrogen to which they are attached, may be joined together to form a 4-7 membered heterocyclyl optionally substituted by one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy; and

m is 0, 1, 2, 3, or 4;

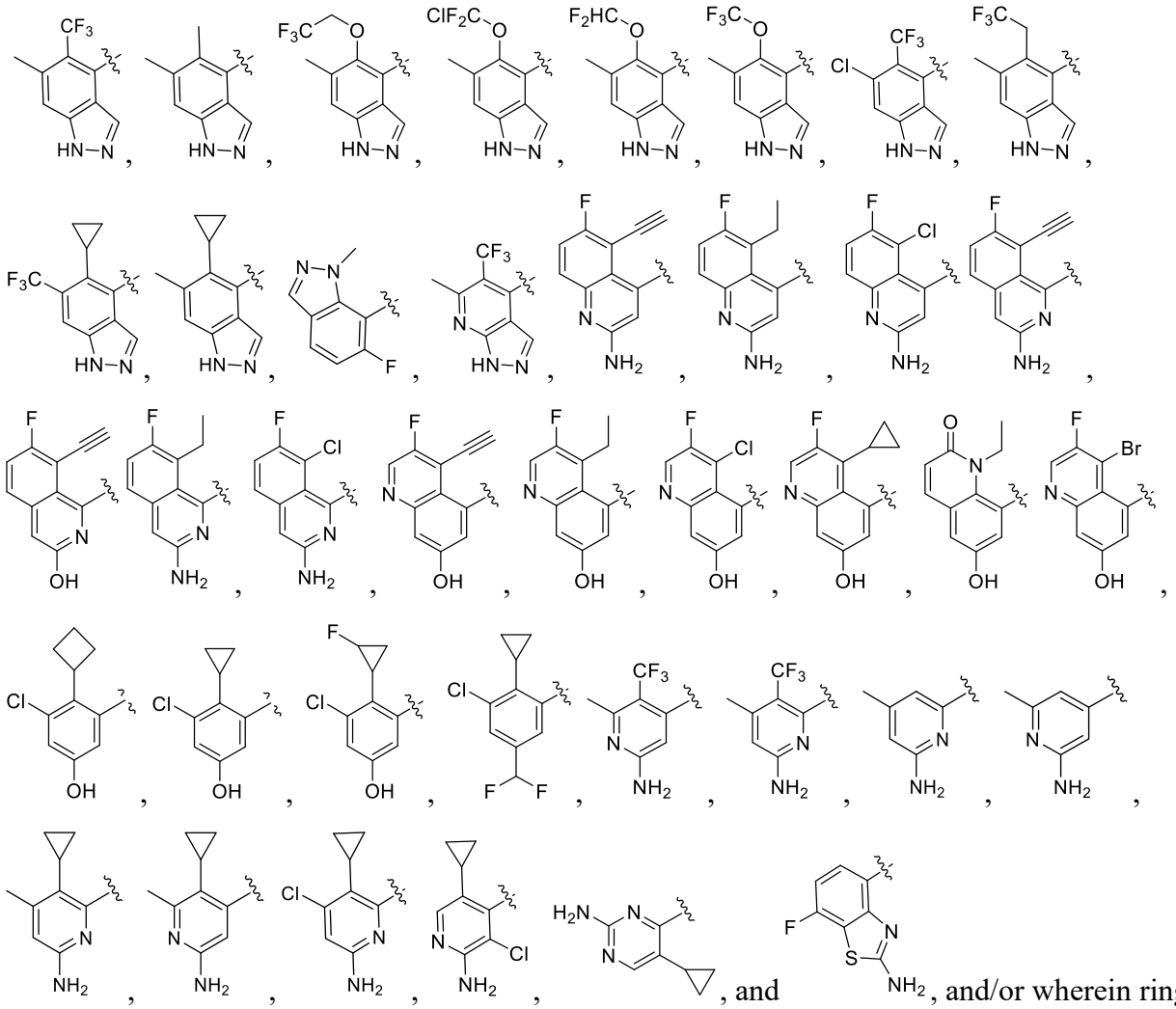
wherein if ring A is benzothiophenyl, then R^1 is CH_3 or substituted C_1-C_6alkyl.

6. The compound of claim 5, wherein R^3 is hydrogen or CH_3, and/or wherein R^4 is fluoro, and/or wherein R^5 and R^6 are each hydrogen, and/or wherein the compound is represented by Formula IIA:

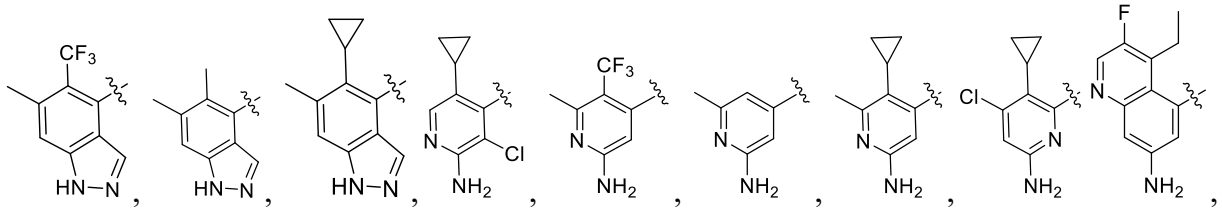


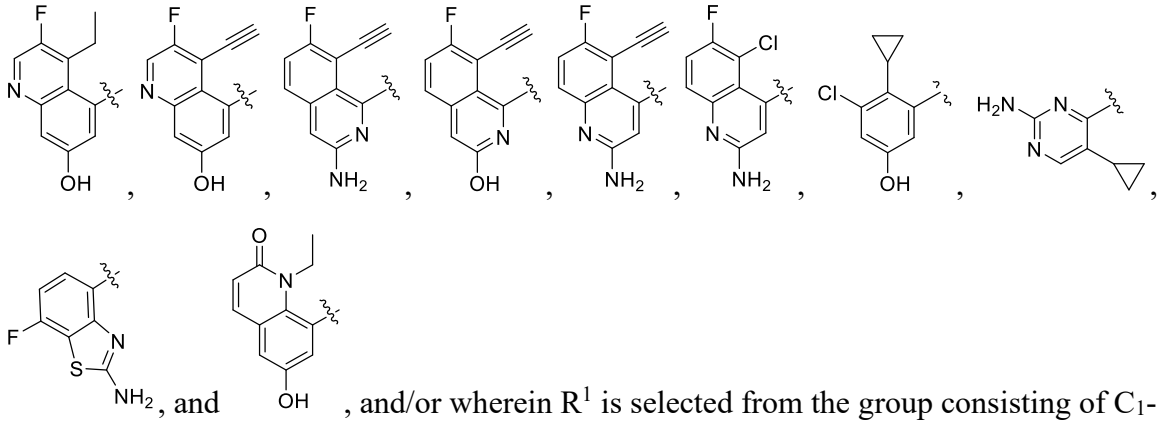
Formula IIA, and/or wherein ring A is selected from the group consisting of indazolyl, quinolinyl, quinolinonyl, benzothiazolyl, pyridinyl, pyrimidinyl, and phenyl; wherein ring A is substituted with one, two, or three substituents each independently

selected from R^A, and/or wherein R^A is independently selected for each occurrence from the group consisting of halogen, hydroxyl, -NH_2, C_1-C_4alkyl, and C_2-C_4alkynyl, C_1-C_4alkoxy, and C_3-C_4cycloalkyl, wherein alkyl, alkynyl, alkoxy, and cycloalkyl may optionally be substituted with one, two, or three halogens, and/or wherein ring A is selected from the group consisting of:

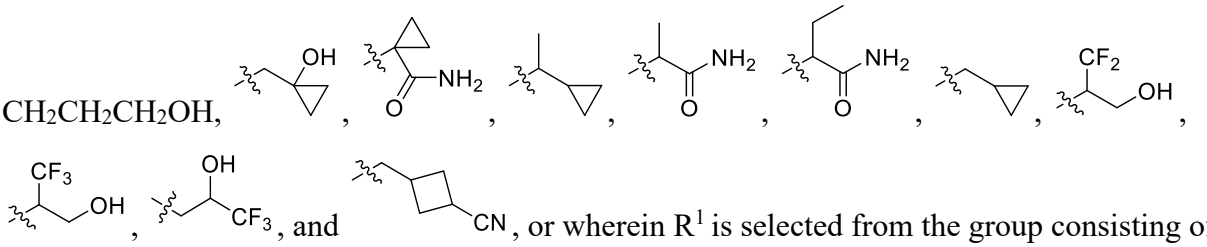


, and/or wherein ring A is selected from the group consisting of

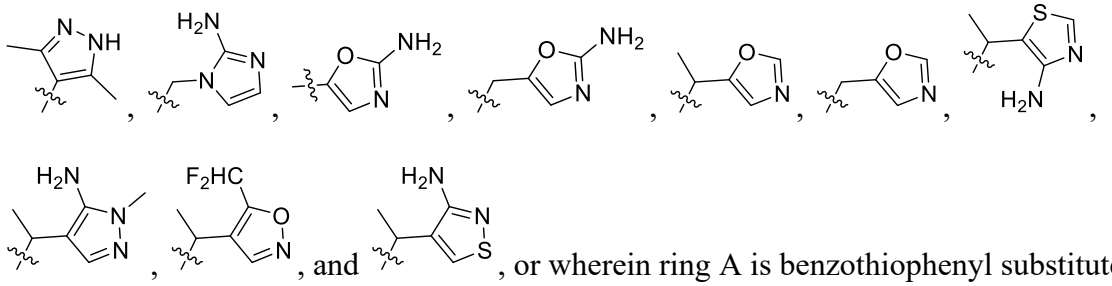




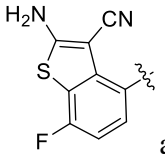
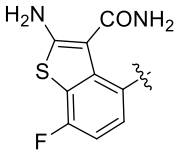
, and/or wherein R^1 is selected from the group consisting of C_1-C_6alkyl, C_3-C_4cycloalkyl, -$CH(CH_3)$-(C_3-C_4cycloalkyl), and -CH_2-(C_3-C_4cycloalkyl), wherein alkyl and cycloalkyl may optionally be substituted by one, two, three, or four groups each independently selected from the group consisting of halogen, hydroxyl, cyano, and -$C(=O)NR^aR^b$, and/or wherein R^1 is selected from the group consisting of -CH_3, -CH_2CH_3, -CH_2CN, -CH_2CHF_2, -CH_2F_2Cl, -CH_2CF_3, -$CH_2CH_2CHF_2$, -$CH(CH_3)CHF_2$, -CH_2CH_2OH, -$CH_2CH_2CH_2OH$,

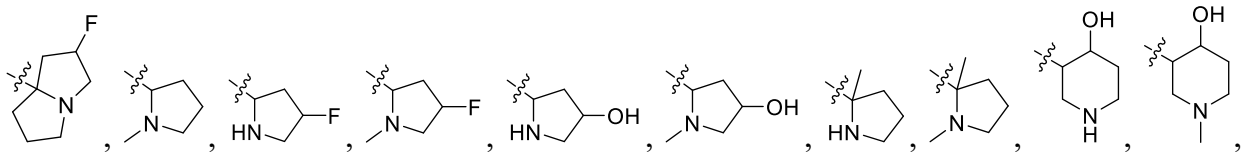


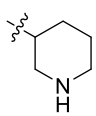
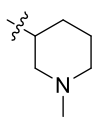
, or wherein R^1 is selected from the group consisting of 5-membered heteroaryl, -CH_2-(5-membered heteroaryl), and -$CH(CH_3)$-(5-membered heteroaryl), wherein heteroaryl may optionally be substituted with one or two substituents each independently selected from the group consisting of -NR^aR^b and C_1-C_3alkyl, and wherein alkyl may optionally be substituted with one, two or three halogens, or wherein R^1 is selected from the group consisting of

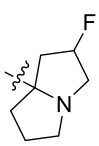


, or wherein ring A is benzothiophenyl substituted with one, two or three substituents each independently selected from the group consisting of halogen, cyano, -NH_2, and -$C(O)NH_2$, or wherein ring A is selected from the group consisting of

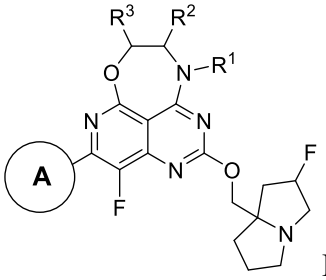
 and  , or wherein R^1 is selected from the group consisting of $-CH_3$,-CH_2CHF_2, and $-CH_2CH_2OH$, and/or wherein R^2 is selected from the group consisting of hydrogen and C_1-C_6alkyl, wherein alkyl may optionally be substituted with one, two, or three substituents each independently selected from the group consisting of halogen and hydroxyl, and/or wherein R^2 is selected from the group consisting of hydrogen, $-CH_3$, and $-CH_2CH_2OH$, and/or wherein R^B is selected from the group consisting of halogen, hydroxyl, and C_1-C_3alkyl, and/or wherein R^B is selected from the group consisting of halogen, hydroxyl, and $-CH_3$, and/or wherein ring B is selected from the group consisting of:



 , and  , and/or wherein ring B is

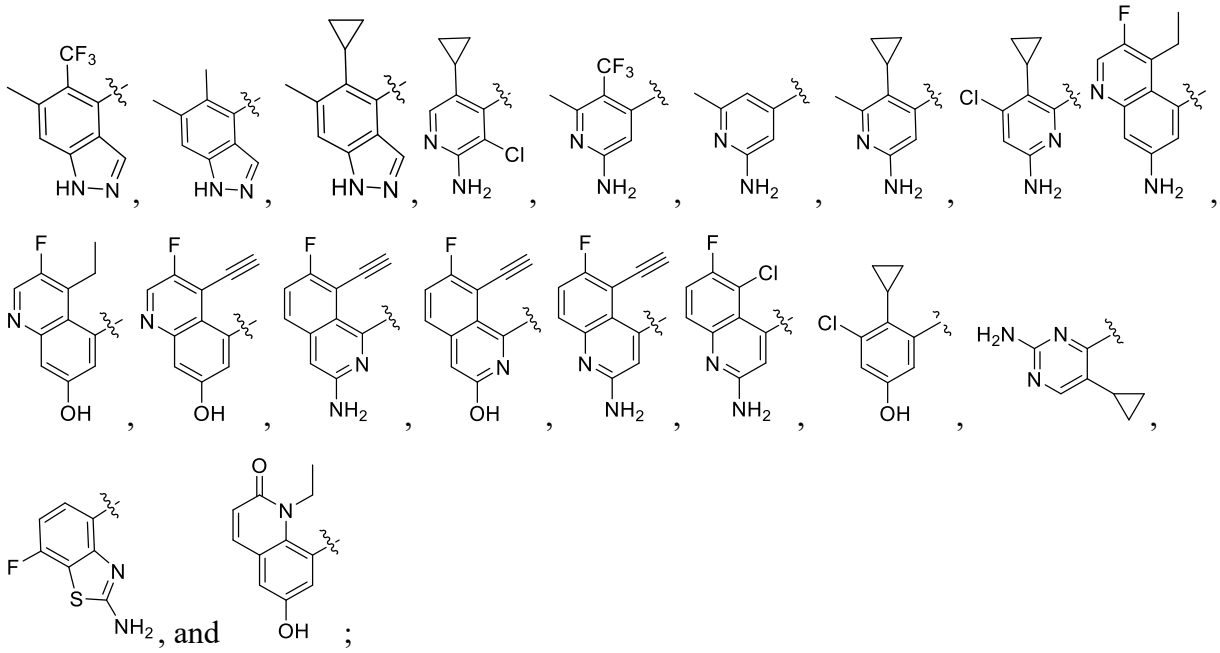
 .

7. The compound of claim 5, wherein the compound is represented by Formula IIB:

 Formula IIB;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof, wherein:

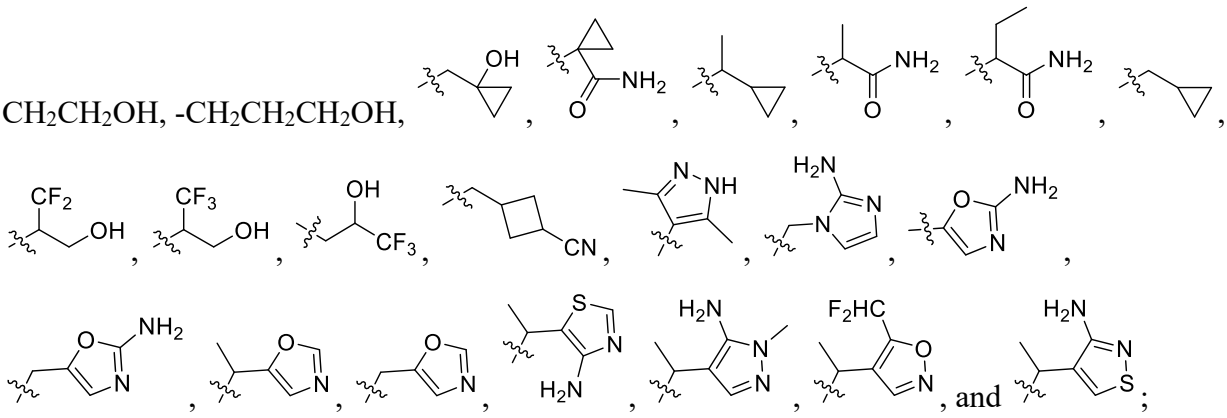
Ring A is selected from the group consisting of



; and

R^1 is selected from the group consisting of -CH_3, -CH_2CH_3, -CH_2CN, -CH_2CHF_2, -CH_2F_2Cl, -CH_2CF_3, -$CH_2CH_2CHF_2$, -$CH(CH_3)CHF_2$, -CH_2CH_2OH, -$CH_2CH_2CH_2OH$,

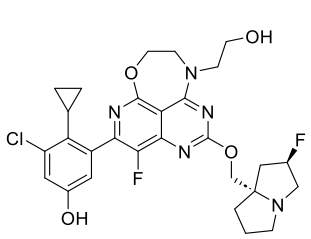
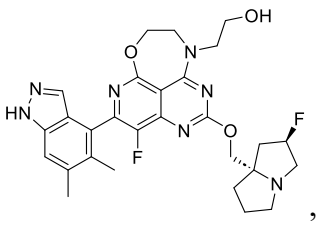
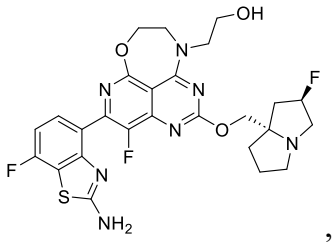
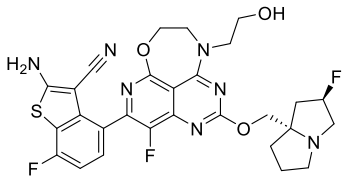
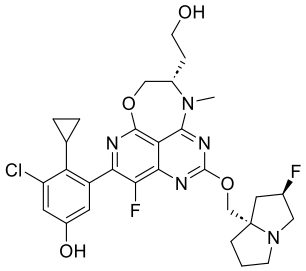
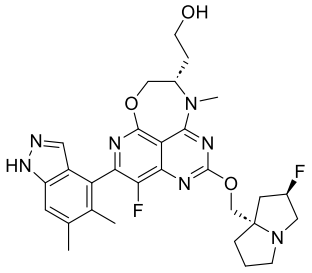
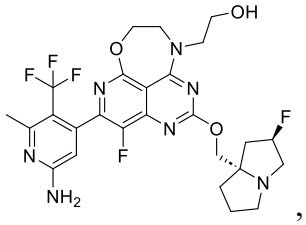
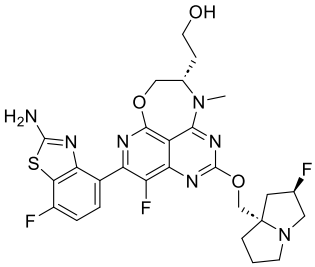
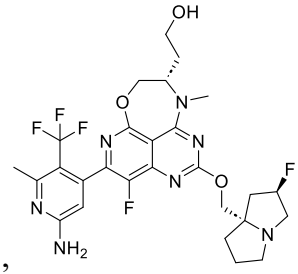
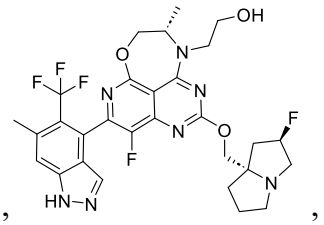
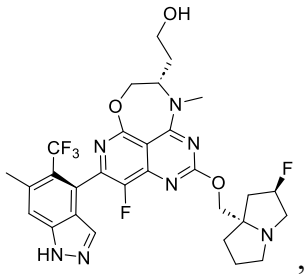
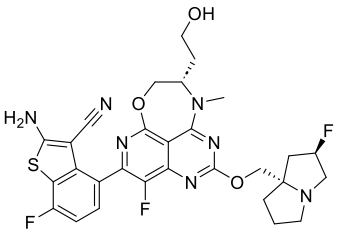
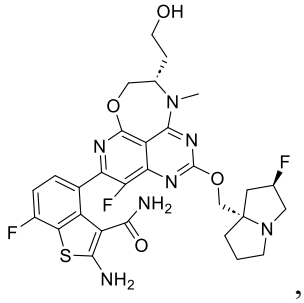
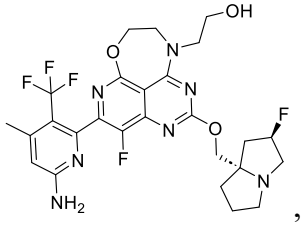
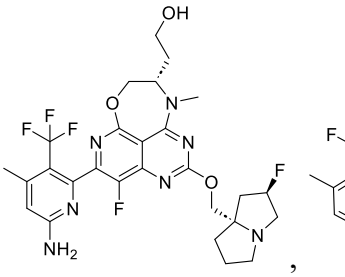
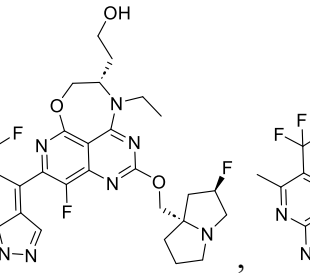
-CH_3, -CH_2CH_3, -CH_2CN, -CH_2CHF_2, -CH_2F_2Cl, -CH_2CF_3, -$CH_2CH_2CHF_2$, -$CH(CH_3)CHF_2$, -CH_2CH_2OH, -$CH_2CH_2CH_2OH$,



; and

R^2 is selected from the group consisting of hydrogen, -CH_3, and -CH_2CH_2OH; and

R^3 is hydrogen or CH_3, or wherein the compound is selected from the group consisting of

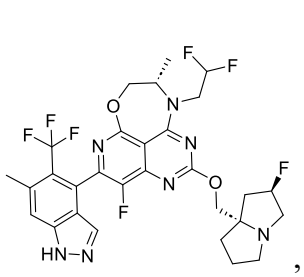
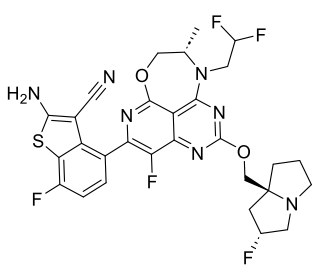
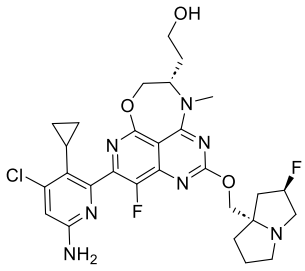
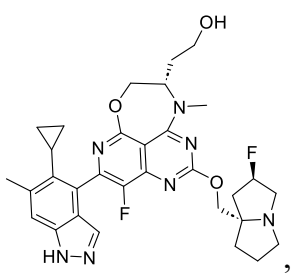
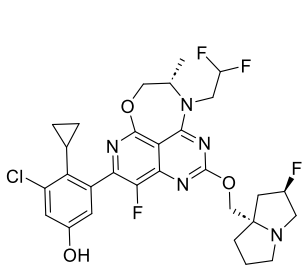
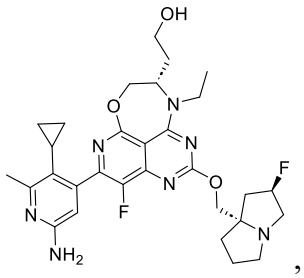
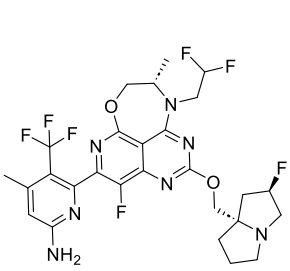
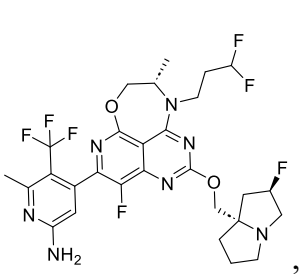
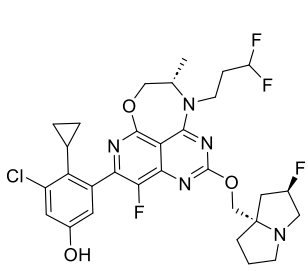
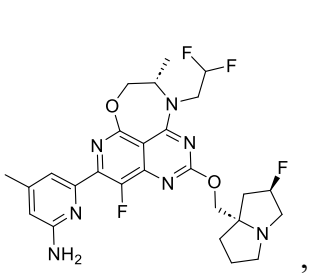
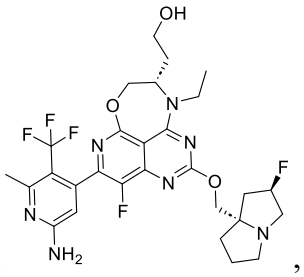
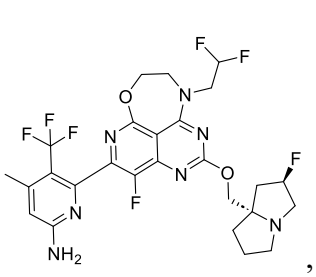
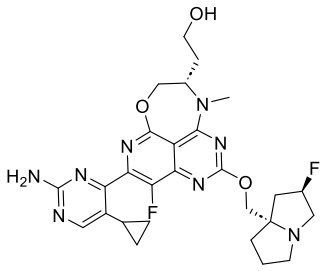
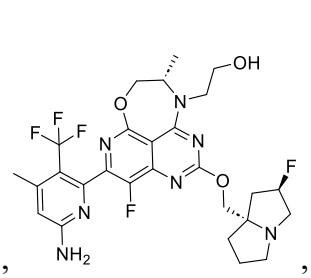
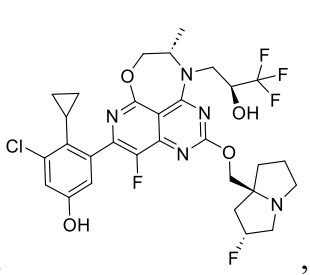
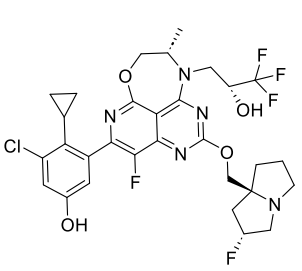
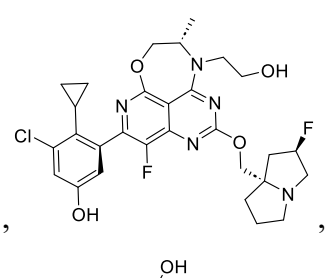
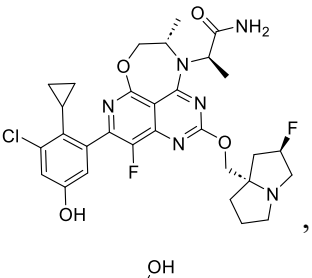
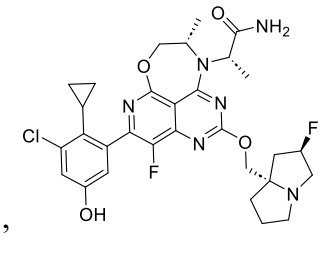

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

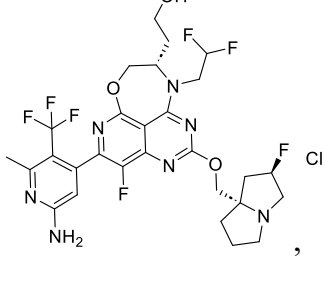
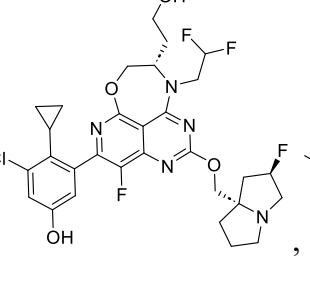
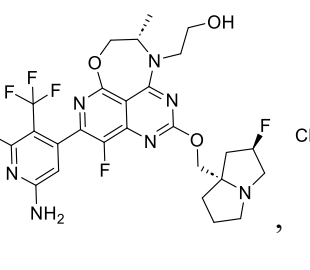
,

,

,

,


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

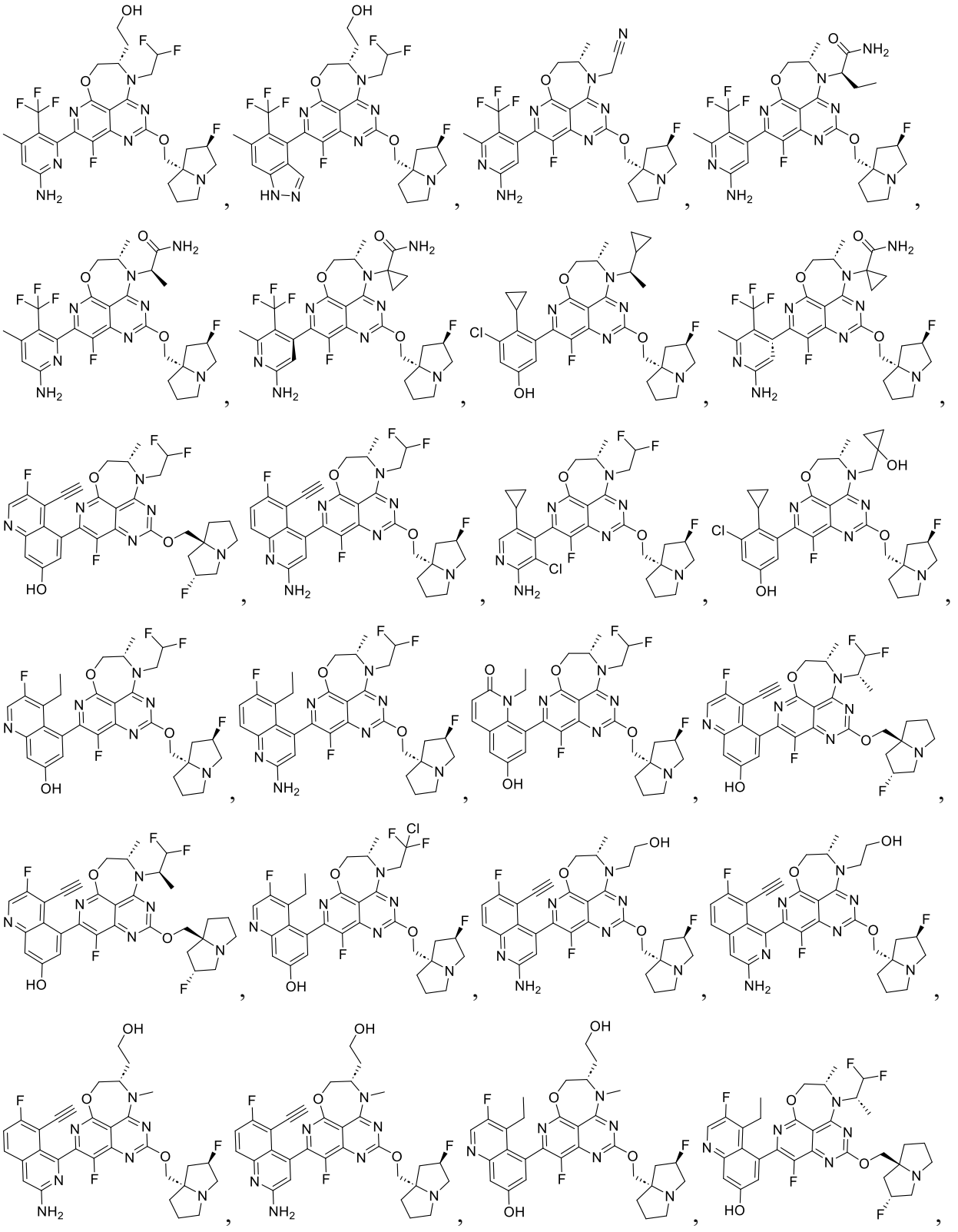
,

,

,

,

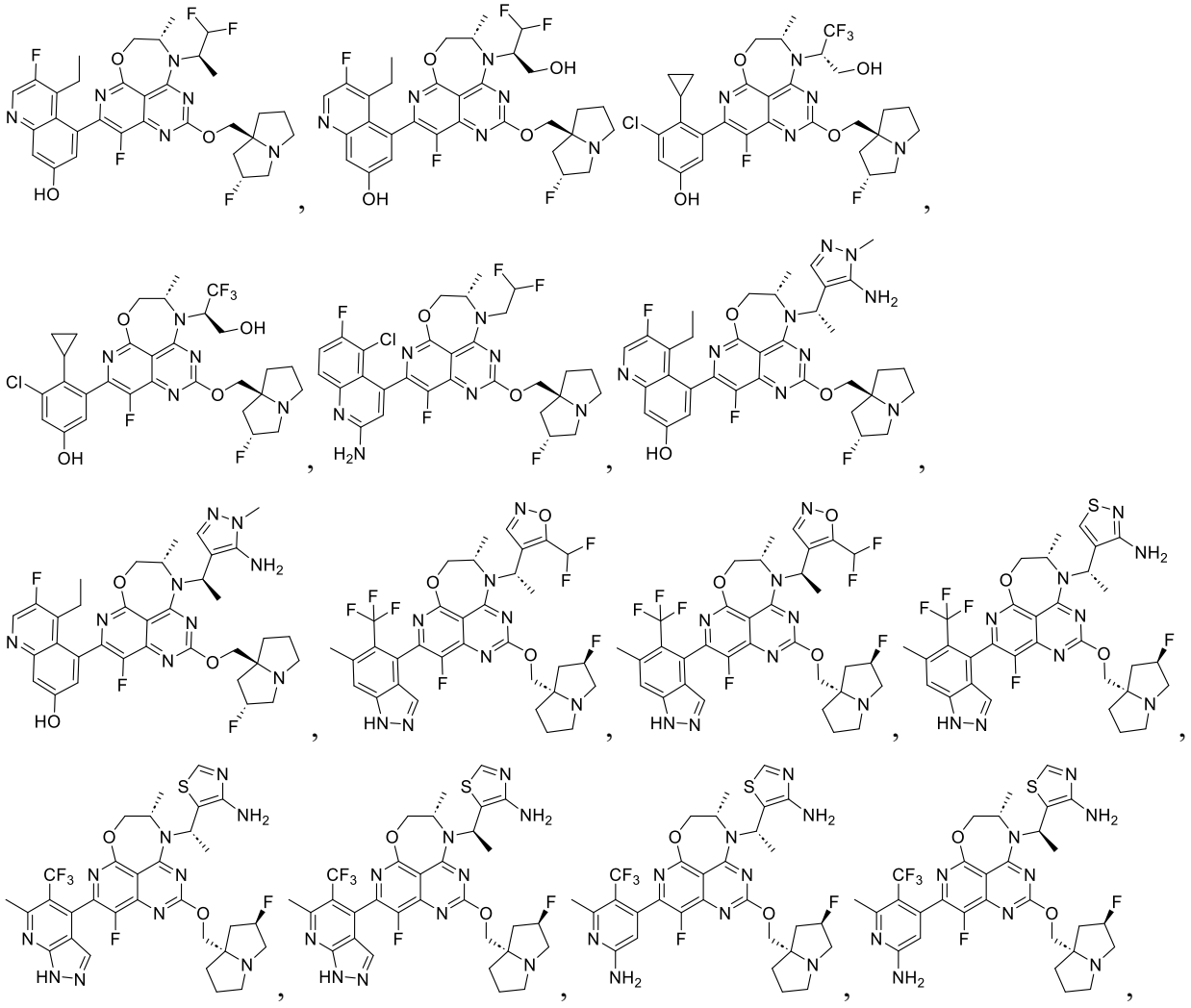
,

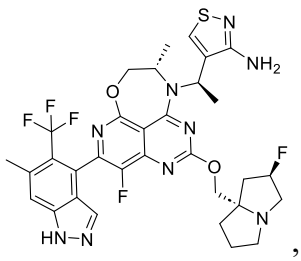
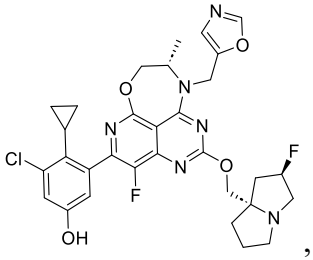
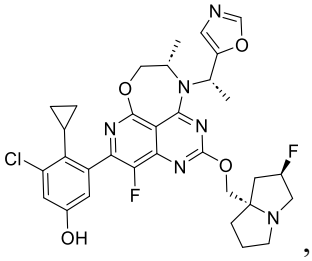
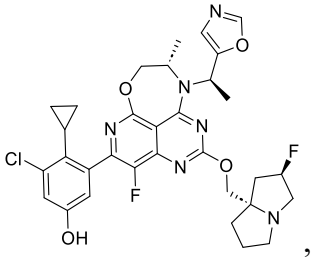
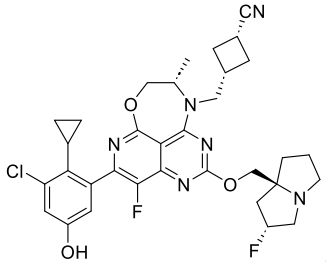
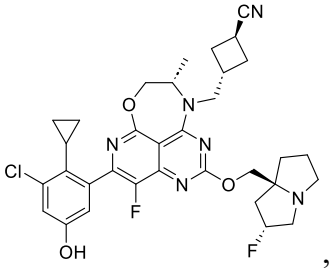
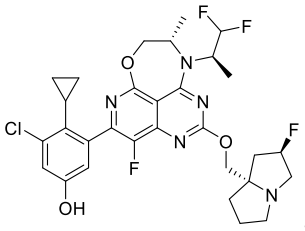
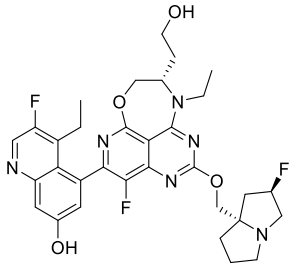
,

,

,

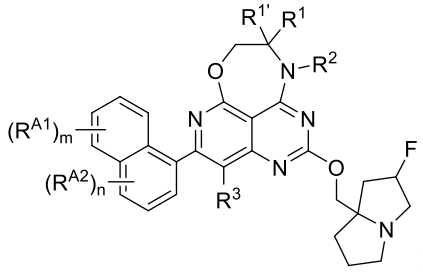





,

,

,

,

,

,

, and

;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof.

8. A compound represented by Formula III:


Formula III;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof, wherein:

R^{A1} and R^{A2} are independently selected for each occurrence from the group consisting of halogen, deuterium, hydroxyl, -CN, -NO_2, -NR^aR^b, C_1-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, phenyl, -C(=O)NR^aR^b, -NR^a(C=O)R^b, -O(C=O)NR^aR^b, -NR^a(C=O)OR^b, -NR^a(C=O)NR^aR^b, -(C=O)C_1-C_6alkyl, -(C=O)OC_1-C_6alkyl, -O(C=O)C_1-C_6alkyl, -O(C=O)OC_1-C_6alkyl, -SH, -SC_1-C_6alkyl, -S(O)C_1-C_6alkyl, -$S(O)_2C_1$-C_6alkyl, -$S(O)_2NR^aR^b$, and -$NR^aS(O)_2C_1$-C_6alkyl, wherein each alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, and phenyl may

optionally be substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, oxo, -NR^aR^b, C_1-C_6alkyl, and C_1-C_6alkoxy;

$R^{1'}$ is hydrogen and R^1 is selected from the group consisting of hydrogen, -CH_3, -CF_3, -CH_2CH_2OH, -$CH_2C(CH_3)_2OH$, C_2-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, phenyl, 5-membered heteroaryl, and -CR^cR^d-(5-membered heteroaryl); wherein alkyl is substituted with one, two, three, or four substituents each independently selected from R^{11}; and wherein alkenyl, alkynyl, cycloalkyl, phenyl, and heteroaryl may optionally be substituted with one, two, three, or four substituents each independently selected from R^{22}; and

R^2 is selected from the group consisting of hydrogen, -CH_3, -CH_2CH_2OH, -$CH_2CH_2CH_2OH$, -$CH_2CH(CH_3)OH$, -$CH_2C(CH_3)_2OH$, C_2-C_6alkyl, C_2-C_6alkenyl, C_2-C_6alkynyl, C_3cycloalkyl, C_5-C_6cycloalkyl, phenyl, 5-membered heteroaryl, and -CR^cR^d-(5-membered heteroaryl); wherein alkyl is substituted with one, two, three, or four substituents each independently selected from R^{11}; and wherein alkyl, alkenyl, alkynyl, cycloalkyl, phenyl, and heteroaryl may optionally be substituted with one, two, three, or four substituents each independently selected from R^{22};

or:

R^1 and $R^{1'}$, together with the carbon atom to which they are attached, may be joined together to form C_3-cycloalkyl optionally substituted with one, two or three halogens or hydroxyl; and R^2 is C_1-C_6alkyl substituted with one, two, or three substituents each independently selected from the group consisting of halogen, hydroxyl, cyano, -COOH, and $C(=O)NR^aR^b$; or

R^1 and $R^{1'}$, together with the carbon atom to which they are attached, may be joined together to form C_4-cycloalkyl optionally substituted with one, two or three halogens or hydroxyl; and R^2 is C_1-C_6alkyl optionally substituted with one, two, or three substituents each independently selected from the group consisting of halogen, hydroxyl, cyano, -COOH, and $C(=O)NR^aR^b$;

R^{11} is independently selected for each occurrence from the group consisting of halogen, deuterium, -CN, -NO_2, -NR^aR^b, oxo, C_1-C_6alkyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, phenyl, -COOH, -$C(=O)NR^aR^b$, -$NR^a(C=O)R^b$, -$O(C=O)NR^aR^b$, -$NR^a(C=O)OR^b$, -$NR^a(C=O)NR^aR^b$, -$(C=O)C_1$-

C_6alkyl, -(C=O)OC_1-C_6alkyl, -O(C=O)C_1-C_6alkyl, -O(C=O)OC_1-C_6alkyl, -SH, -SC_1-C_6alkyl, -S(O)C_1-C_6alkyl, -S(O)$_2$$C_1$-$C_6$alkyl, -S(O)$_2NR^a$$R^b$, and -N$R^a$S(O)$_2$$C_1$-$C_6$alkyl;

R^{22} is independently selected for each occurrence from the group consisting of halogen, deuterium, hydroxyl, -CN, -NO_2, -N$R^a$$R^b$, oxo, C_1-C_6alkyl, C_1-C_6alkoxy, C_3-C_6cycloalkyl, phenyl, -COOH, -C(=O)N$R^a$$R^b$, -N$R^a$(C=O)$R^b$, -O(C=O)N$R^a$$R^b$, -N$R^a$(C=O)O$R^b$, -N$R^a$(C=O)N$R^a$$R^b$, -(C=O)$C_1$-$C_6$alkyl, -(C=O)O$C_1$-$C_6$alkyl, -O(C=O)$C_1$-$C_6$alkyl, -O(C=O)O$C_1$-$C_6$alkyl, -SH, -S$C_1$-$C_6$alkyl, -S(O)$C_1$-$C_6$alkyl, -S(O)$_2$$C_1$-$C_6$alkyl, -S(O)$_2NR^a$$R^b$, and -N$R^a$S(O)$_2$$C_1$-$C_6$alkyl;

R^3 is selected from the group consisting of halogen, hydrogen, deuterium, and C_1-C_3alkyl;

R^a and R^b are each independently selected from the group consisting of hydrogen and C_1-C_6alkyl, wherein C_1-C_6alkyl optionally substituted with one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, and C_1-C_6alkoxy; or

R^a and R^b, together with the nitrogen to which they are attached, may be joined together to form a 4-7 membered heterocyclyl optionally substituted by one or more substituents each independently selected from the group consisting of halogen, deuterium, hydroxyl, -N$R^a$$R^b$, C_1-C_6alkyl, and C_1-C_6alkoxy;

R^c and R^d are each independently selected from the group consisting of hydrogen and C_1-C_6alkyl;

m is 0, 1, 2, 3, or 4; and

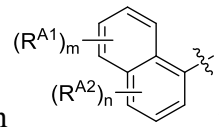
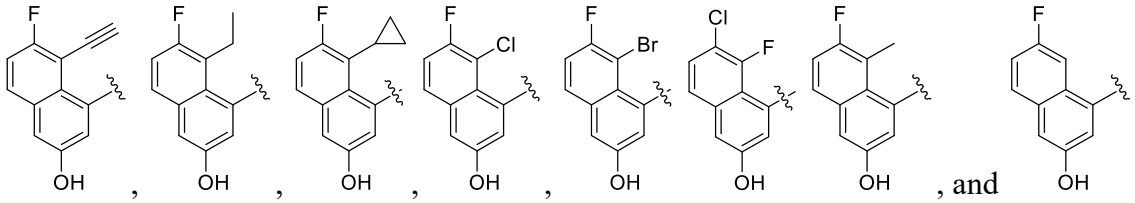
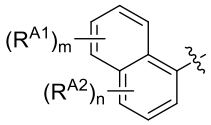
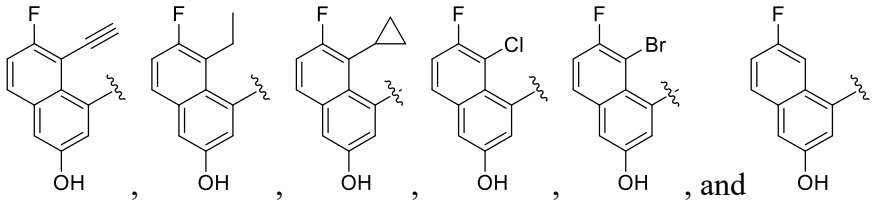
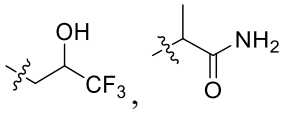
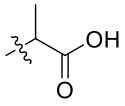
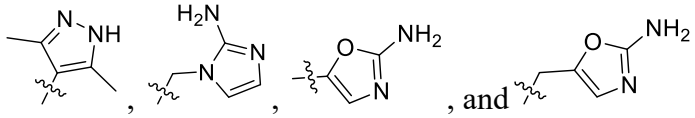
n is 0, 1, or 2;

wherein:

if R^1 is hydrogen, then R^2 is not hydrogen, -CH_3, or CH_2CH_2OH; and

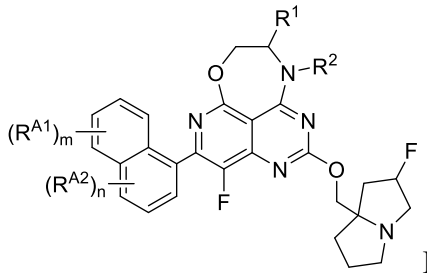
if R^1 is -CH_3, then R^2 is not hydrogen, -CH_3, -CH_2CF_2, -CH_2CF_3, or -$CH_2CH(CH_3)OH$.

9. The compound of claim 8, wherein R^{A1} and R^{A2} are independently selected for each occurrence from the group consisting of halogen, hydroxyl, cyano, -NH_2, C_1-C_4alkyl, and C_2-C_4alkynyl, C_1-C_4alkoxy, and C_3-C_4cycloalkyl, wherein alkyl, alkynyl, alkoxy, and cycloalkyl

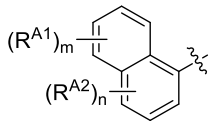
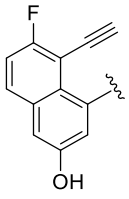
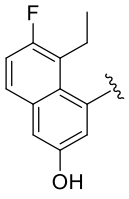
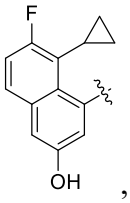
may optionally be substituted with one, two, or three halogens, and/or wherein m is 1 or 2 and R^{A1} is independently selected for each occurrence from the group consisting of halogen, C_1-C_4alkyl, C_2-C_4alkynyl, and C_3-C_4cycloalkyl, and/or wherein n is 1 and R^{A2} is hydroxyl or -NH_2, and/or wherein  is selected from the group consisting of  , and/or wherein  is selected from the group consisting of  , and/or wherein $R^{1'}$ is hydrogen, and/or wherein R^1 is hydrogen, and/or wherein R^2 is selected from the group consisting of -CH_2CN, -$CH_2CH(OH)CH_3$, -$CH_2CH_2CH_2OH$, -$CH_2C(O)NH_2$, -$CH_2C(O)NHCH_3$, -$CH_2CH_2C(O)NH_2$, and -$CH_2CH_2C(O)NHCH_3$, or wherein R^1 is -CH_3, or wherein R^2 is selected from the group consisting of -CH_2CH_2OH, -$CH_2CH_2CH_2OH$, -$CH_2C(O)NH_2$, -$CH_2C(O)NHCH_3$, -$CH_2CH_2C(O)NH_2$, -$CH_2CH_2C(O)NHCH_3$,  , and  , or wherein R^1 is selected from the group consisting of -CF_3, -CH_2CF_3, -CH_2CH_2OH, -$CH_2C(CH_3)_2OH$,  , and , or wherein R^2 is selected from the group consisting of hydrogen, -CH_3, -CH_2CHF_2, -CH_2CF_3, -CH_2CH_2OH, -$CH_2CH_2C(O)NH_2$, and -$CH_2CH_2C(O)NHCH_3$, or wherein $R^{1'}$ and R^1, together with the carbon atom to which they are attached, are joined together to form C_3-cycloalkyl optionally substituted with hydroxyl; and R^2 is -CH_2CH_2OH, or wherein $R^{1'}$ and R^1, together with the carbon atom to which they are attached,

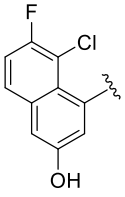
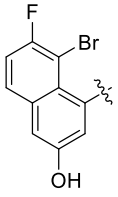
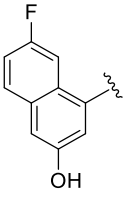
are joined together to form C_4-cycloalkyl optionally substituted with hydroxyl; and R^2 is $-CH_3$, or wherein R^3 is hydrogen.

10. The compound of claim 8, wherein the compound is represented by Formula IIIB:


Formula IIIB;

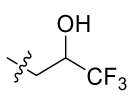
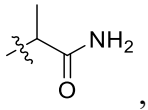
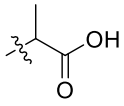
or a pharmaceutically acceptable salt and/or a stereoisomer thereof, wherein:


is selected from the group consisting of  ,  ,  ,

 ,  , and  ; and

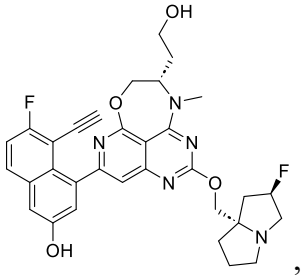
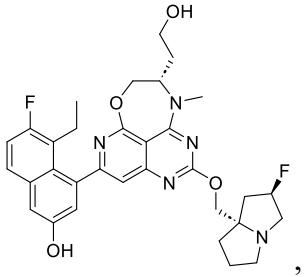
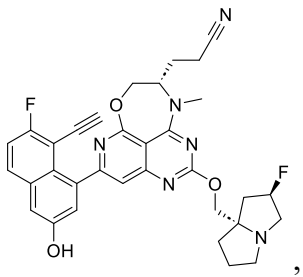
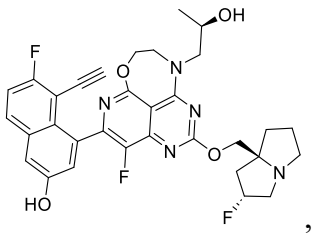
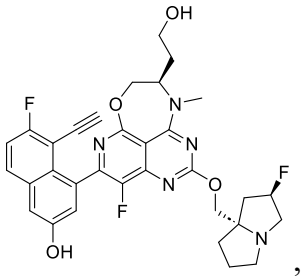
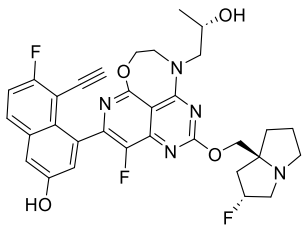
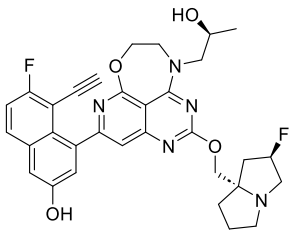
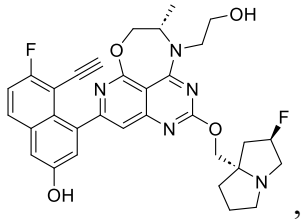
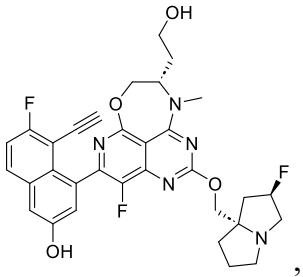
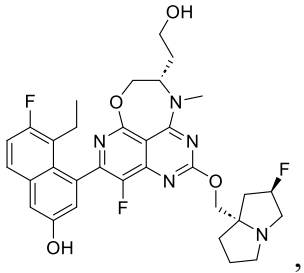
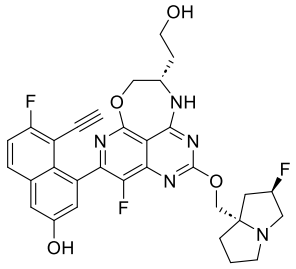
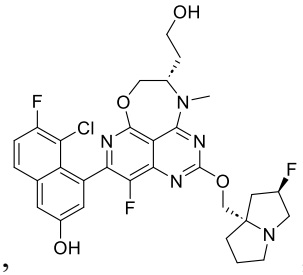
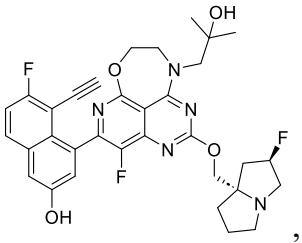
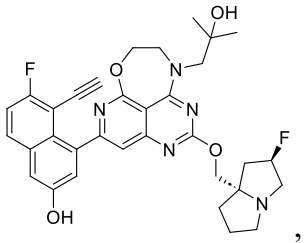
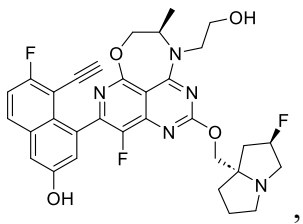
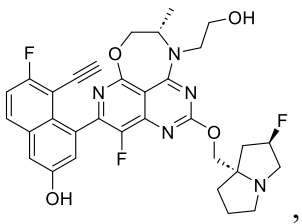
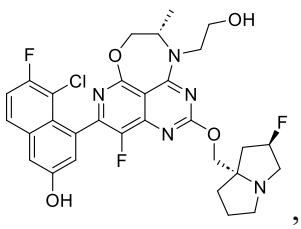
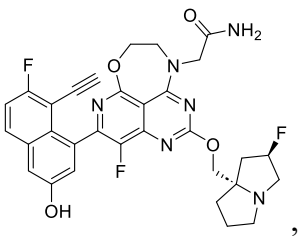
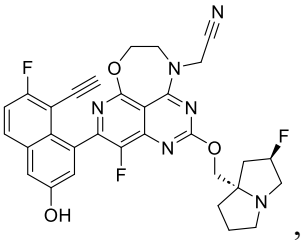
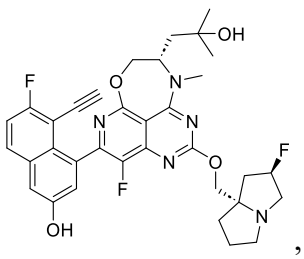
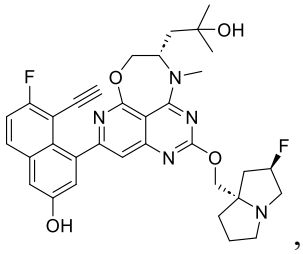
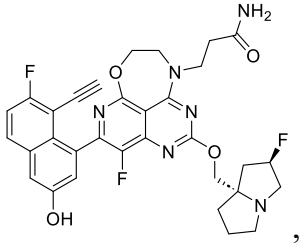
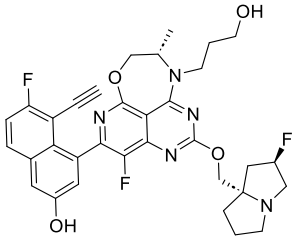
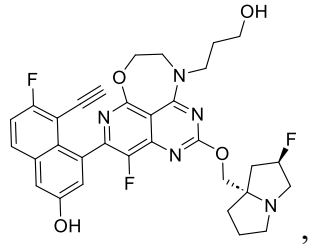
R^1 is hydrogen; and R^2 is selected from the group consisting of $-CH_2CN$, $-CH_2CH(OH)CH_3$, $-CH_2CH_2CH_2OH$, $-CH_2C(O)NH_2$, $-CH_2C(O)NHCH_3$, $-CH_2CH_2C(O)NH_2$, and $-CH_2CH_2C(O)NHCH_3$; or

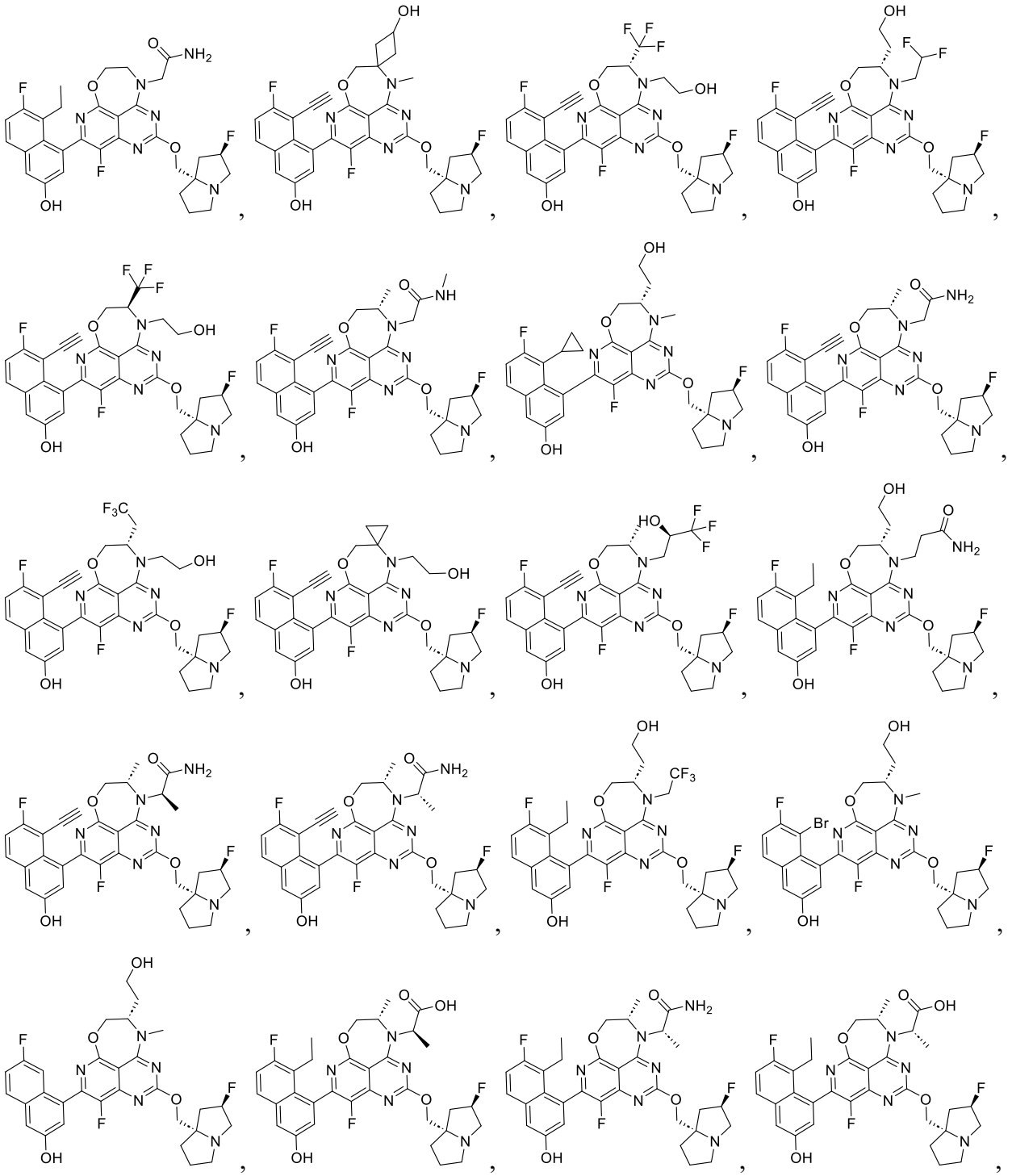
R^1 is $-CH_3$; and R^2 is selected from the group consisting of $-CH_2CH_2OH$, $-CH_2CH_2CH_2OH$, $-CH_2C(O)NH_2$, $-CH_2C(O)NHCH_3$, $-CH_2CH_2C(O)NH_2$, $-CH_2CH_2C(O)NHCH_3$,

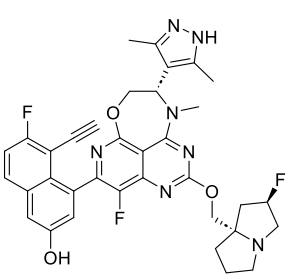
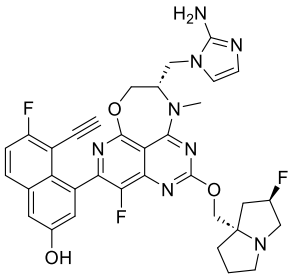
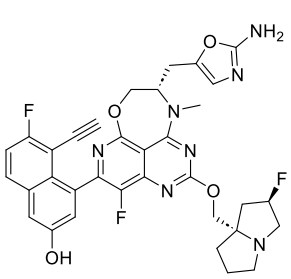
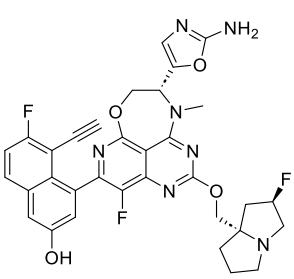
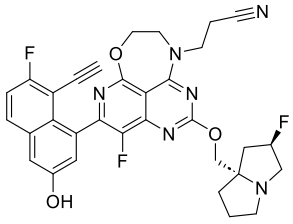
 ,  , and  ; or

R^1 is selected from the group consisting of $-CF_3$, $-CH_2CF_3$, $-CH_2CH_2OH$, $-CH_2C(CH_3)_2OH$,; and R^2 is selected from the group consisting of hydrogen, $-CH_3$, $-CH_2CHF_2$, $-CH_2CF_3$, $-CH_2CH_2OH$, $-CH_2CH_2C(O)NH_2$, and $-CH_2CH_2C(O)NHCH_3$.

11. The compound of claim 9, wherein the compound is selected from the group consisting of


,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

,

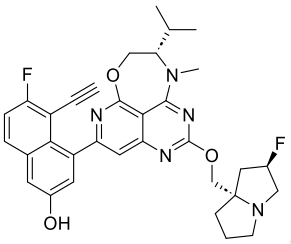
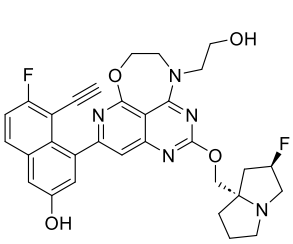
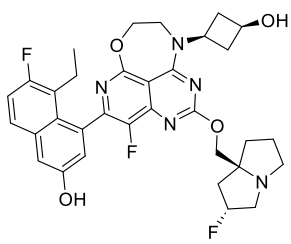
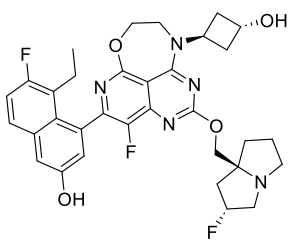


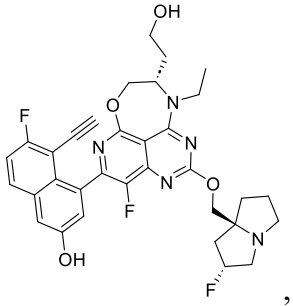
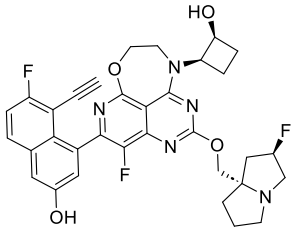
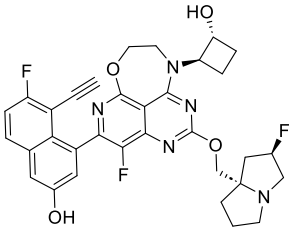
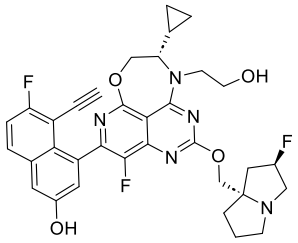
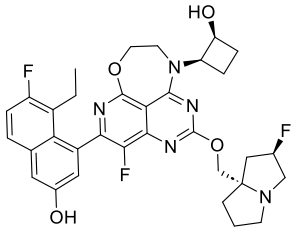
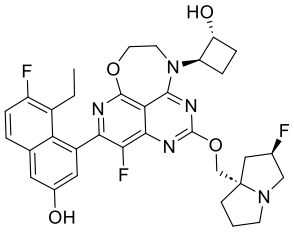
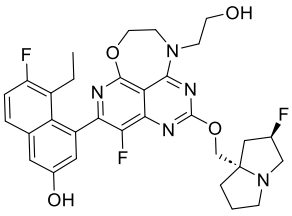
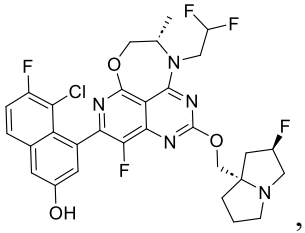
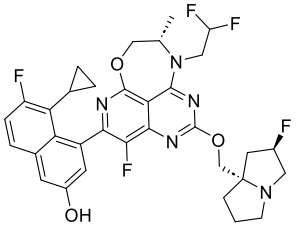
 ,  ,  ,  , 

and ;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof.

12. A compound selected from the group consisting of:

 ,  ,  ,  ,


,

,

,

,

,

,

,

,
and

;

or a pharmaceutically acceptable salt and/or a stereoisomer thereof.

13. A pharmaceutical composition comprising a compound of any one of claims 1-12, or a pharmaceutically acceptable salt and/or a stereoisomer thereof, and a pharmaceutically acceptable excipient.

14. Use of a compound of any one of claims 1-12 in the manufacture of a medicament for treating a Ras-related disease or disorder in a patient in need thereof.

15. The use of claim 14, wherein the disease or disorder is characterized by aberrant Ras activity in the patient due to a Ras mutation, preferably wherein the Ras mutation is a K-Ras mutation, a H-Ras mutation, or a N-Ras mutation, more preferably wherein the disease or disorder is a cancer.

16. Use of a compound of any one of claims 1-12 in the manufacture of a medicament for treating a cancer in a patient in need thereof.

17. The use of claim 16, wherein the cancer is a Ras-mutated cancer, preferably wherein the cancer is a K-Ras-mutated cancer.