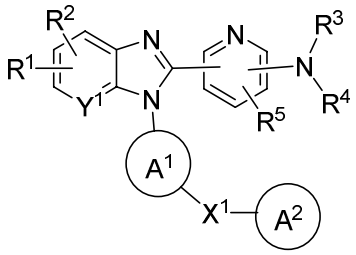
Claims:

1. A compound represented by Formula I:



(I)

or a stereoisomer or pharmaceutically acceptable salt thereof; wherein:

R^1 is phenyl, a C_{3-6} monocyclic cycloalkyl, a 5-6 membered heteroaryl containing 1 or 2 heteroatoms selected from nitrogen, a 5-6 membered saturated heterocyclyl containing 1 or 2 heteroatoms independently selected from nitrogen, oxygen, and sulfur, C_{1-4} alkoxy or C_{1-6} alkyl, wherein the phenyl, cycloalkyl, heteroaryl, heterocyclyl, and alkoxy are each substituted with m occurrences of R^{12};

R^2, R^3, R^4, R^5, and R^9 are each independently selected from hydrogen, C_{1-4} alkyl, and C_{1-4} haloalkyl;

R^6 is halo or C_{1-4} alkyl;

R^7 is -(C_{0-4} alkylene)-CO_2H, -CO_2(C_{1-4} alkyl), $S(O)_2N(R^9)_2$ or -$C(O)N(R^9)_2$;

R^8 represents independently for each occurrence C_{1-4} alkyl, C_{1-4} haloalkyl, or halo;

R^{10} and R^{11} each represent independently for each occurrence hydrogen or C_{1-4} alkyl, or R^{10} and R^{11} are taken together with the nitrogen atom to which they are attached to form a 3-7 membered ring;

R^{12} represents independently for each occurrence halo, cyano, C_{1-4} alkoxy or C_{1-4} alkyl;

A^1 is phenylene or pyridinylene, each of which is substituted with 0, 1, or 2 occurrences of R^6;

A^2 is a C_{4-6} monocyclic cycloalkyl, C_{5-8} bridged or fused bicyclic cycloalkyl, dioxo-cyclohexyl, C_{7-10} spirocyclic saturated carbocyclyl, 7-10 membered spirocyclic saturated heterocyclyl containing 1 heteroatom selected from nitrogen or a 5-6 membered saturated heterocyclyl containing 1 or 2 heteroatoms independently selected from nitrogen, oxygen, and

sulfur, wherein the cycloalkyl, carbocyclyl, and heterocyclyl are substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;

X^1 is -N(R^9)C(O)-Ψ, -C(O)N(R^9)-Ψ, –(3-6 membered saturated heterocyclylene containing 1 or 2 heteroatoms selected from nitrogen)-C(O)-Ψ, -N(R^9)C(R^{10})(R^{11})-Ψ, -N(R^9)-Ψ, -C(O)-Ψ, -(C(R^{10})(R^{11}))$_p$-Ψ, –(3-6 membered saturated heterocyclylene containing 1 or 2 heteroatoms selected from nitrogen)-C(R^{10})(R^{11})-Ψ, -(C(R^{10})(R^{11}))$_p$-N(R^9)-Ψ, or a covalent bond; wherein Ψ is a bond to A^2, and wherein the 3-6 membered saturated heterocyclylene is substituted with 0, 1, or 2 occurrences of C_{1-4} alkyl;

Y^1 is N or -C(H)-;

p is 1, 2, 3, 4, 5, or 6 and

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

wherein when X^1 is a covalent bond, A^2 is not cyclobutyl.

2. The compound of claim 1, wherein:

R^2, R^3, R^4, R^5, and R^9 are independently hydrogen or C_{1-4} alkyl;

R^7 is -(C_{0-4} alkylene)-CO_2H, -CO_2(C_{1-4} alkyl), or -C(O)NH_2;

R^{12} represents independently for each occurrence halo, cyano, or C_{1-4} alkyl;

X^1 is -N(R^9)C(O)-Ψ, -C(O)N(R^9)-Ψ, –(3-5 membered saturated heterocyclylene containing 1 or 2 heteroatoms selected from nitrogen)-C(O)-Ψ, -N(R^9)C(R^{10})(R^{11})-Ψ, -N(R^9)-Ψ, -C(O)-Ψ, -C(R^{10})(R^{11})-Ψ, –(3-6 membered saturated heterocyclylene containing 1 or 2 heteroatoms selected from nitrogen)-C(R^{10})(R^{11})-Ψ, -C(R^{10})(R^{11})-N(R^9)-Ψ, or a covalent bond; wherein Ψ is a bond to A^2; and

m and n are independently 0, 1, 2, or 3.

3. The compound of claim 1 or 2, wherein R^1 is:

(a) phenyl;

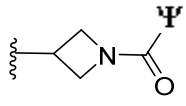
(b) C_{1-6} alkyl;

(c) a C_{3-6} monocyclic cycloalkyl;

(d) a 5-6 membered heteroaryl containing 1 or 2 heteroatoms selected from nitrogen;

(e) a 5-6 membered saturated heterocyclyl containing 1 or 2 heteroatoms independently selected from nitrogen, oxygen, and sulfur; or

(f) a C_{1-4} alkoxy, optionally wherein R^2 is hydrogen and/or R^3 is hydrogen and/or R^4 is hydrogen and/or R^5 is hydrogen.

4. The compound of any one of claims 1-3, wherein X^1 is:
(a) -$N(R^9)C(O)$-Ψ;
(b) –(C_{1-3} alkylene)-$N(R^9)C(O)$-Ψ;
(c) –(CH_2)-$N(R^9)C(O)$-Ψ;
(d) is a –(3-6 membered saturated heterocyclylene containing 1 or 2 heteroatoms selected from nitrogen)-C(O)-Ψ;
(e) a –(4-membered saturated heterocyclylene containing 1 heteroatom selected from nitrogen)-C(O)-Ψ;
(f)  ; or
(g) a –(3-6 membered saturated heterocyclylene containing 1 or 2 heteroatoms selected from nitrogen)-$C(R^{10})(R^{11})$-Ψ, optionally wherein R^9 is hydrogen or C_{1-4} haloalkyl.

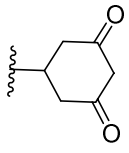
5. The compound of any one of claims 1-4, wherein A^1 is:
(a) phenylene substituted with 0, 1, or 2 occurrences of R^6,
(b) is phenylene substituted with 0 or 1 occurrence of R^6;
(c) phenylene; or
(d) pyridinylene, optionally wherein A^2 is:
(a) cyclohexyl, cyclopentyl, or cyclobutyl, each of which is substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;
(b) cyclohexyl substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;
(c) cyclopentyl substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;
(d) C_{5-8} bridged bicyclic cycloalkyl substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;
(e) a 5-6 membered saturated heterocyclyl containing 1 or 2 heteroatoms independently selected from nitrogen, oxygen, and sulfur, wherein the heterocyclyl is substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;

(f) piperidinyl or pyrrolidinyl, each of which is substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;

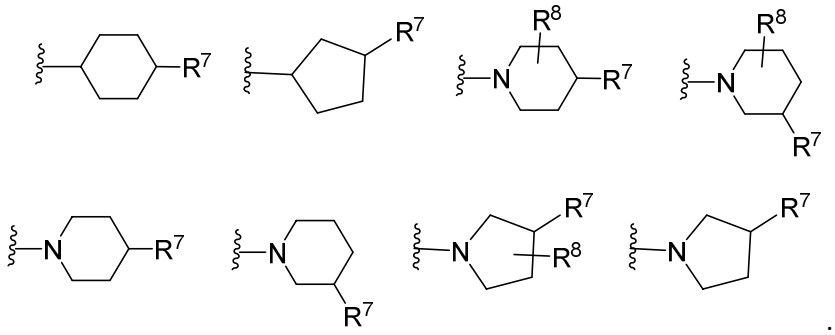
(g) a C_{7-10} spirocyclic saturated carbocyclyl, wherein the carbocyclyl is substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;

(h) a 7-10 membered spirocyclic saturated heterocyclyl containing 1 heteroatom selected from nitrogen, wherein the heterocyclyl is substituted with (i) 1 occurrence of R^7 and (ii) n occurrences of R^8;

(i) dioxo-cyclohexyl;

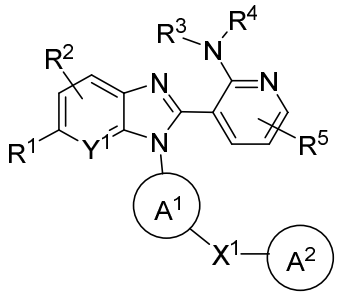
(j)  ; or

(k) one of the following



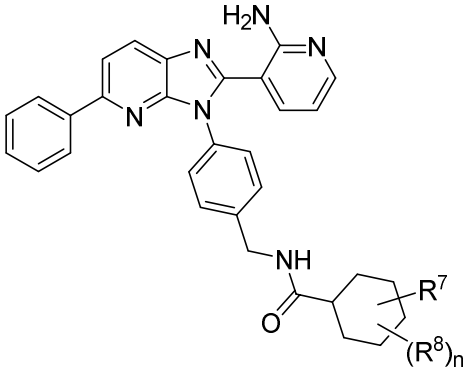
.

6. The compound of claim 1 or 2, wherein the compound is represented by Formula Ia or a stereoisomer or pharmaceutically acceptable salt thereof:

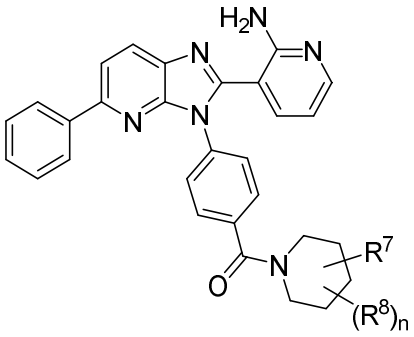


Ia

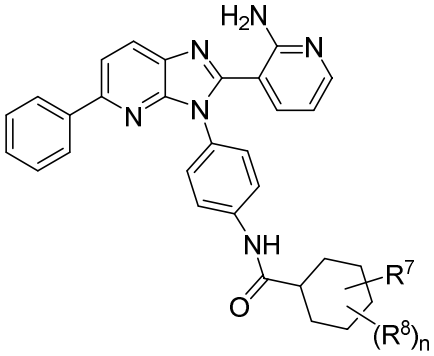
optionally wherein the compound is a compound of Formula Ib, Ic, Id, Ie, If, or Ig, or a stereoisomer or pharmaceutically acceptable salt thereof:



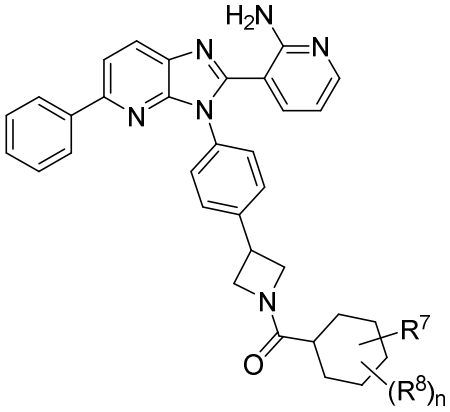
Ib



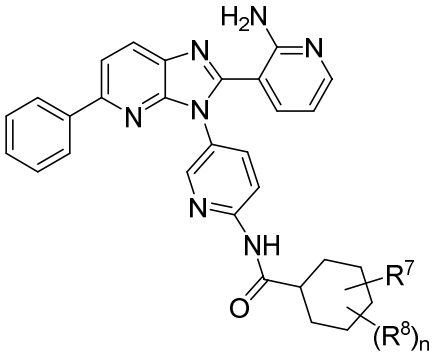
Ic



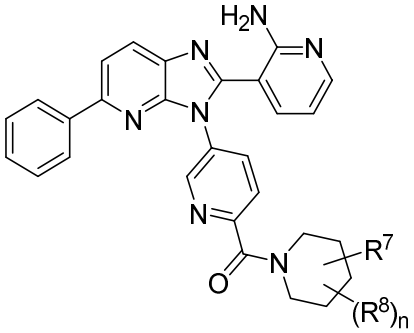
Id



Ie

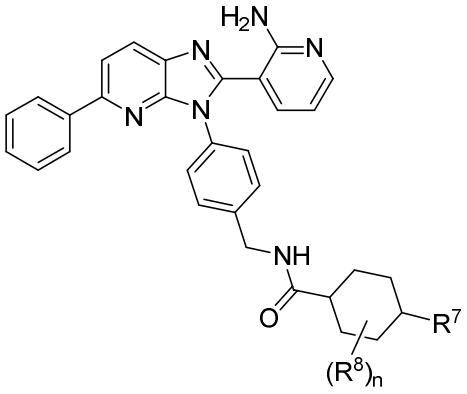


If

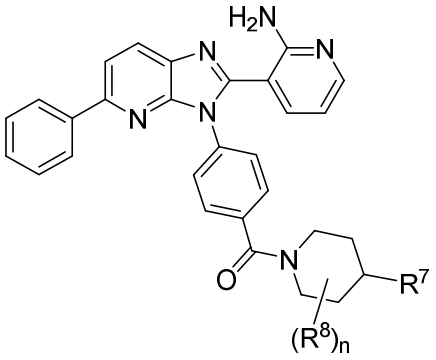


Ig.

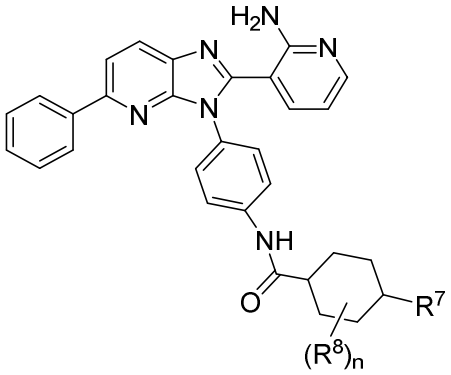
or wherein the compound is a compound of Formula Ih, Ii, Ij, Ik, Il, or Im, or a stereoisomer or pharmaceutically acceptable salt thereof:



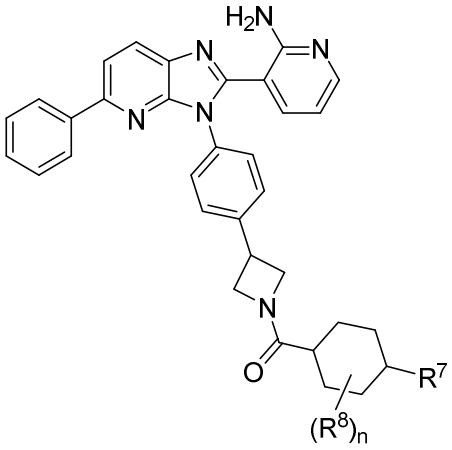
Ih



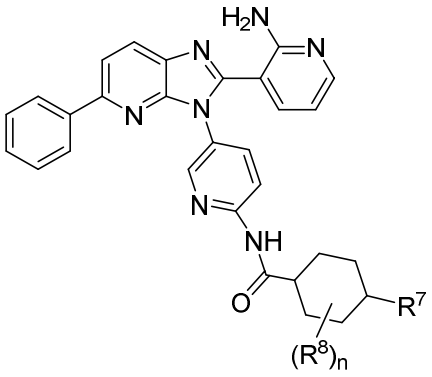
Ii



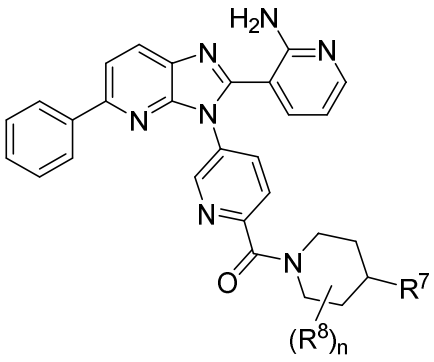
Ij



Ik



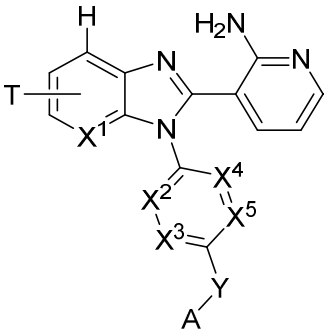
Il



Im.

7. The compound of any one of claims 1-6, wherein R^8 represents independently for each occurrence C_{1-4} alkyl; optionally wherein R^8 is methyl, further optionally wherein R^7 is:
   (a) $-CO_2H$;
   (b) $-(C_{1-3}$ alkylene$)-CO_2H$;
   (c) $-CH_2CO_2H$;
   (d) $-C(H)(CH_3)CO_2H$;
   (e) $-CO_2CH_3$;
   (f) $-C(O)NH_2$;
   (g) $S(O)_2NHCH_3$; or
   (h) $C(O)NHCH_3$.

8. A compound represented by Formula II:



(II)

or a stereoisomer or pharmaceutically acceptable salt thereof, wherein:

T is hydrogen, halo, cyano, $C(=O)NH_2$, C_{1-6} alkyl, C_{1-6} alkoxyl, C_{3-12} cycloalkyl, 3-12 membered heterocyclyl, C_{6-10} aryl, or 5-9 membered heteroaryl, wherein the C_{1-6} alkyl, C_{1-6} alkoxyl, C_{6-10} aryl, or 5-9 membered heteroaryl are optionally substituted with one or more occurrences of R^T;

R^T is independently for each occurrence halo, C_{1-6} alkoxyl, C_{1-6} alkyl, cyano, or $NHC(=O)R^{T1}$;

R^{T1} is C_{6-10} aryl or C_{1-6} alkyl;

X^1 is N or CH;

X^2 and X^3 are independently for each occurrence N or CR^X;

X^4 and X^5 are CR^X;

R^X is independently for each occurrence hydrogen, C_{1-6} alkyl, or halo;

Y is absent, or Y is selected from the group consisting of $-(C(R^{Y1})_2)_q-$, $-R^{Y2}C(R^{Y1})_2-*$, $-C(R^{Y1})_2R^{Y2}-*$, $-NR^{Y1}-$, $-(C(R^{Y1})_2)_qNR^{Y1}-*$, $-NR^{Y1}C(R^{Y1})_2-*$, $-CH_2NR^{Y1}(C=O)-*$, $-(C=O)NR^{Y1}CH_2-*$, $-NR^{Y1}C(=O)-*$, $-C(=O)NR^{Y1}-*$, $-C(=O)-$, $-R^{Y2}C(=O)-*$, and $-C(=O)R^{Y2}-*$, wherein * denotes an attachment to A;

R^{Y1} is independently for each occurrence hydrogen, C_{1-6} alkyl, or C_{1-6} haloalkyl;

R^{Y2} is 3-12 membered heterocyclyl, wherein the 3-12 membered heterocyclyl is optionally substituted with one or more occurrences of C_{1-6} alkyl;

q is 1, 2, 3, 4,5 or 6;

A is C_{3-12} cycloalkyl or 3-12 membered heterocyclyl, wherein the C_{3-12} cycloalkyl or 3-12 membered heterocyclyl are substituted with one or more occurrences of R^A;

R^A is independently for each occurrence oxo, halo, C_{1-6} alkyl, $-(C_{0-6}$ alkylene)$-C(=O)OR^{A1}$, $C(=O)N(R^{A1})_2$, $NHC(=O)R^{A1}$, $NHC(=O)OR^{A1}$, $OC(=O)N(R^{A1})_2$, $S(=O)_2OR^{A1}$, or $S(=O)_2N(R^{A1})_2$; and

R^{A1} is independently for each occurrence hydrogen or C_{1-6} alkyl,

wherein when Y is absent, A is not cyclobutyl, azetidinyl, or oxetanyl.

9. The compound of claim 8, wherein:

R^T is independently for each occurrence halo, C_{1-6} alkyl, cyano, or $NHC(=O)R^{T1}$;

Y is absent, or Y is selected from the group consisting of $-C(R^{Y1})_2-$, $-R^{Y2}C(R^{Y1})_2-*$, $-C(R^{Y1})_2R^{Y2}-*$, $-NR^{Y1}-$, $-C(R^{Y1})_2NR^{Y1}-*$, $-NR^{Y1}C(R^{Y1})_2-*$, $-CH_2NR^{Y1}(C=O)-*$, $-(C=O)NR^{Y1}CH_2-*$, $-NR^{Y1}C(=O)-*$, $-C(=O)NR^{Y1}-*$, $-C(=O)-$, $-R^{Y2}C(=O)-*$, and $-C(=O)R^{Y2}-*$, wherein * denotes an attachment to A;

R^{Y1} is independently for each occurrence hydrogen or C_{1-6} alkyl;

R^{Y2} is 3-12 membered heterocyclyl, optionally

wherein T is:

(a) phenyl, C_{1-4} alkyl, C_{5-6} cycloalkyl, C_{1-3} alkoxy, 5-6 membered heteroaryl, or 6-membered heterocyclyl, wherein the phenyl, C_{1-3} alkoxy, or 5-6 membered heteroaryl are optionally substituted with one or more occurrences of R^T;

(b) phenyl, methyl, *tert*-butyl, cyclopentyl, cyclohexyl, methoxy, propoxy, morpholinyl, tetrahydropyranyl, pyrazolyl, or pyridinyl, wherein the phenyl, methoxy, or pyrazolyl are optionally substituted with one or more occurrences of R^T; or

(c) phenyl optionally substituted with one or more occurrences of R^T.

10. The compound of any one of claims 8-9, wherein R^T is:

(a) halo, C_{1-6} alkoxyl, C_{1-6} alkyl, or cyano; or

(b) fluoro, methoxy, methyl, or cyano, optionally wherein:

(a) X^2 is N and X^3 is CR^X;

(b) X^2 is CR^X and X^3 is N;

(c) X^2 is CR^X and X^3 is CR^X.

11. The compound of any one of claims 8-10, wherein R^X is hydrogen, methyl, or fluoro; and/or

R^{Y1} is hydrogen, methyl, or *iso*-butyl; and/or

R^{Y2} is azetidinyl, piperidinyl, or pyrrolidinyl, optionally wherein:

(a) Y is -NHC(=O)-*, -NHCH$_2$-*, -NH-, -C(=O)NH-*, -CH$_2$-, - CH$_2$CH$_2$-,-CH$_2$NH-*, -CH$_2$CH$_2$N(CH$_3$)-*, azetidinyl-CH$_2$-*, azetidinyl-(C=O)-*, -CH$_2$NH(C=O)-*, azetidinyl-CH(CH$_3$)-*, azetidinyl-CH(CH(CH$_3$)$_2$)-*, piperidinyl-CH$_2$-*, pyrrolidinyl-CH$_2$-*, -CH(CH$_3$)-*, -CH(CH$_3$)NH-*, -C(CH$_3$)$_2$NH-*, -CH$_2$N(CH$_3$)-, or -C(=O)-; or

(b) Y is absent.

12. The compound of any one of claims 8-11, wherein q is 1 or 2, optionally wherein A is:

(a) C_{5-7} cycloalkyl or 5-7 membered heterocyclyl, wherein the C_{5-7} cycloalkyl or 5-7 membered heterocyclyl are substituted with one or more occurrences of R^A;

(b) cyclopentyl, bicyclo[1.1.1]pentyl, cyclohexyl, bicyclo[2.1.1]hexyl, bicyclo[3.1.0]hexyl, spiro[3.3]heptyl, pyrrolidinyl, piperidinyl, or 2-azaspiro[3.3]heptyl, wherein the cyclopentyl, bicylo[1.1.1]pentyl, bicyclo[2.1.1]hexyl, bicyclo[3.1.0]hexyl, spiro[3.3]heptyl, pyrrolidinyl, piperidinyl, or 2-azaspiro[3.3]heptyl are substituted with one or more occurrences of R^A; or

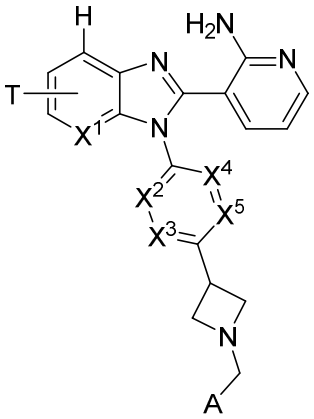
(c) pyrrolidinyl, piperidinyl, or 2-azaspiro[3.3]heptyl, wherein the pyrrolidinyl, piperidinyl, or 2-azaspiro[3.3]heptyl are substituted with one or more occurrences of R^A.

13. The compound of any one of claims 8-12, wherein R^A is:

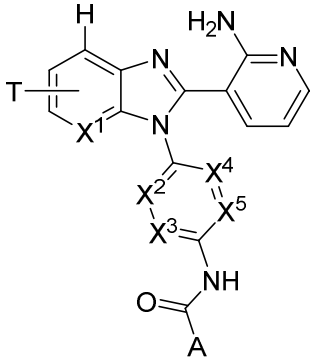
(a) oxo, halo, C_{1-6} alkyl, -(C_{0-3} alkylene)-C(=O)OR^{A1}, or C(=O)N(R^{A1})$_2$;

(b) oxo, fluoro, methyl. -C(=O)OH, -CH(CH_3)C(=O)OH, -CH_2C(=O)OH, -C(CH_3)$_2$C(=O)OH, -C(=O)OCH_3, or C(=O)NH_2; or (c) -C(=O)OH, optionally wherein R^{A1} is hydrogen or methyl.

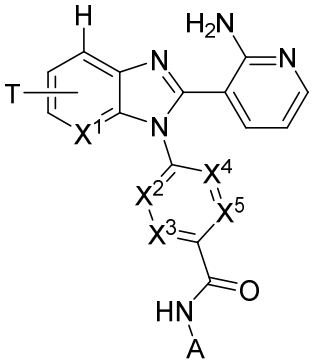
14. The compound of claim 8 or 13, wherein the compound is a compound of Formula IIa, IIb, IIc, or IId or a stereoisomer or pharmaceutically acceptable salt thereof:



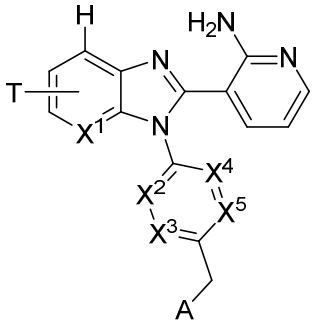
IIa



IIb



IIc

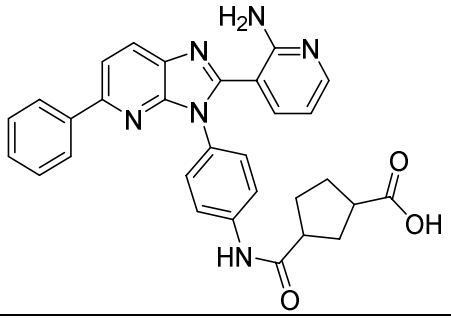
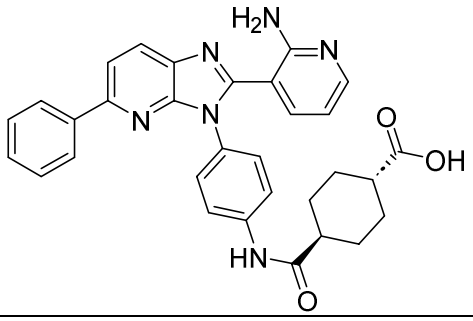
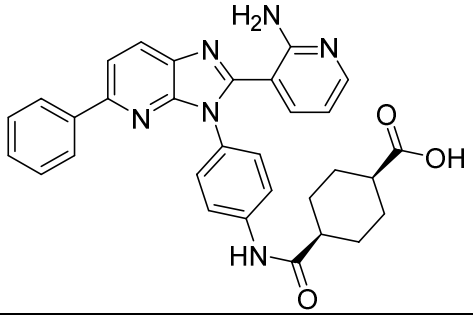
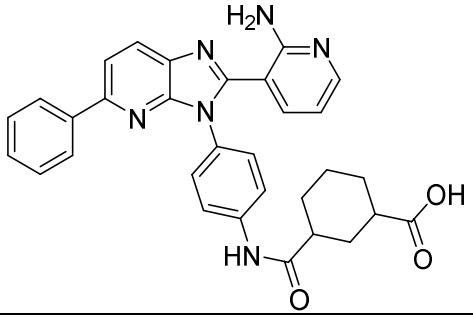
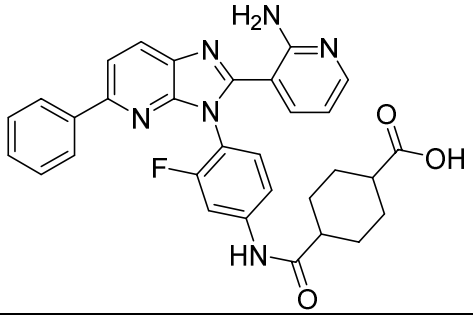


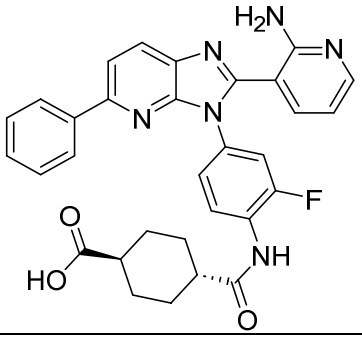
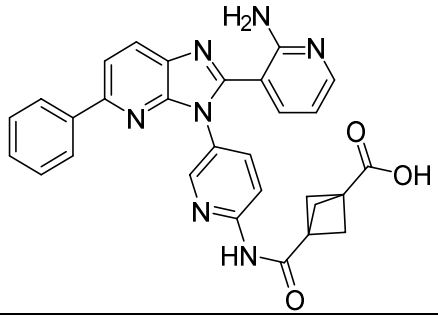
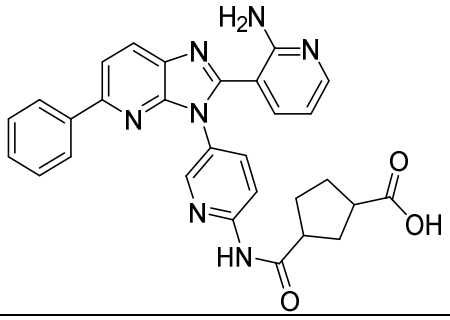
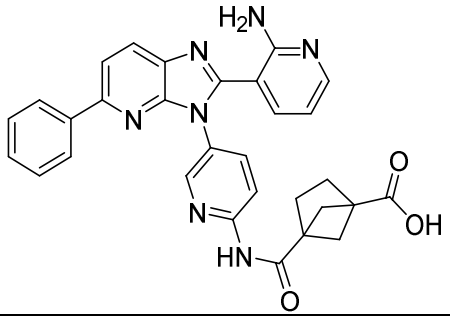
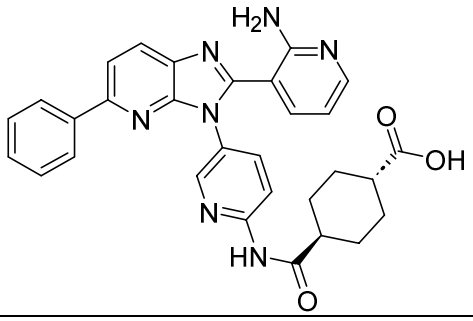
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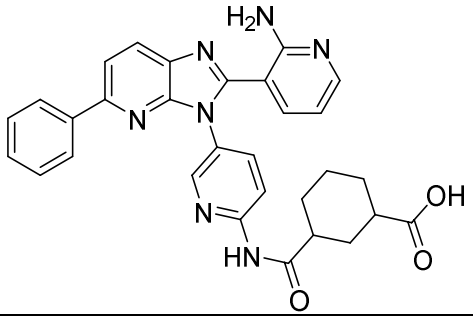
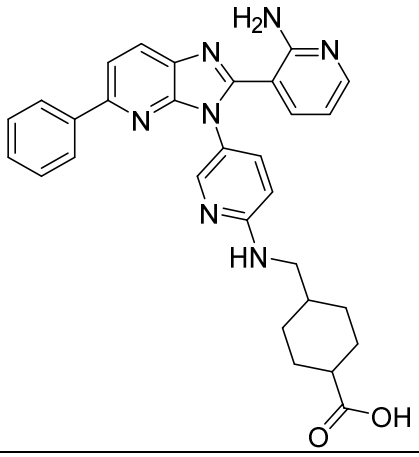
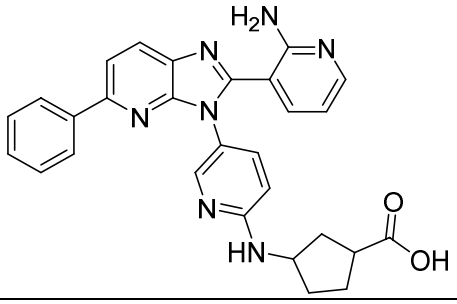
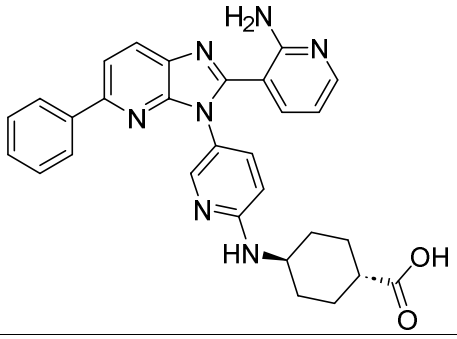
15. A compound in Table 1, or a stereoisomer or pharmaceutically acceptable salt thereof:

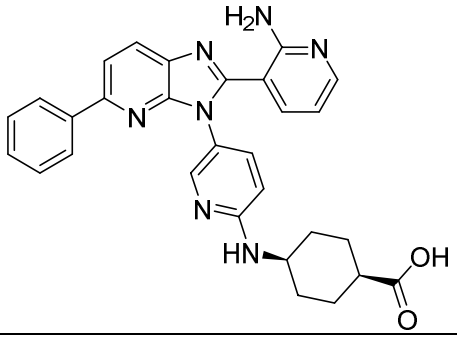
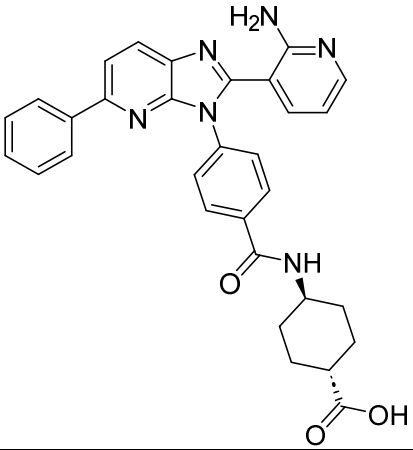
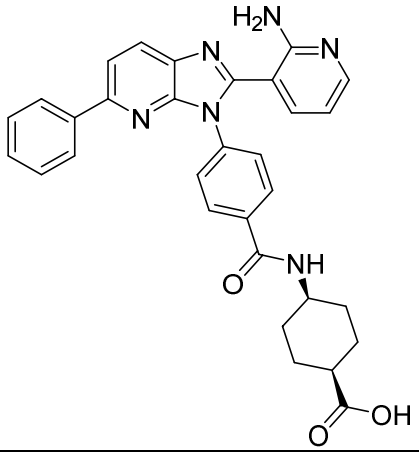
TABLE 1.

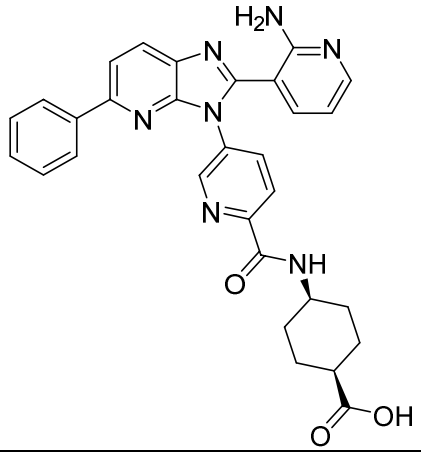
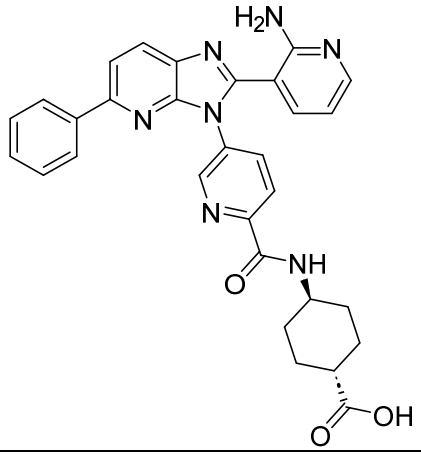
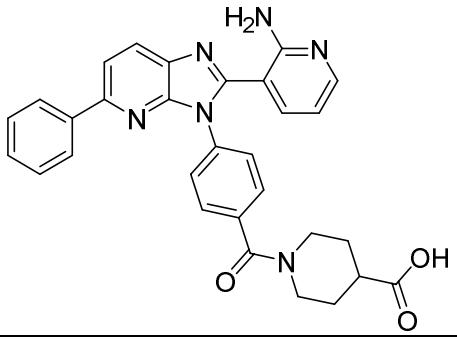
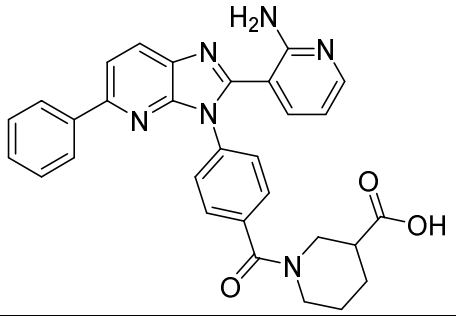
Compound No.	**Chemical Structure**

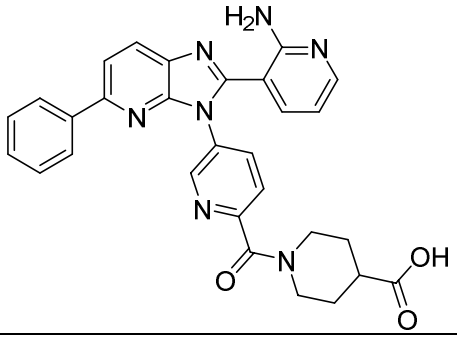
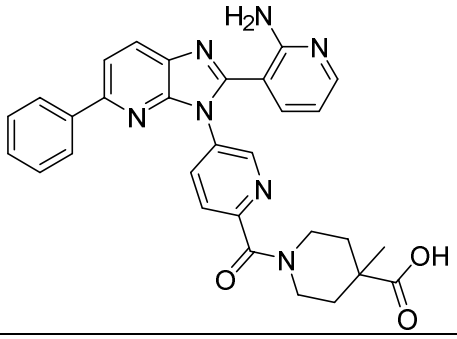
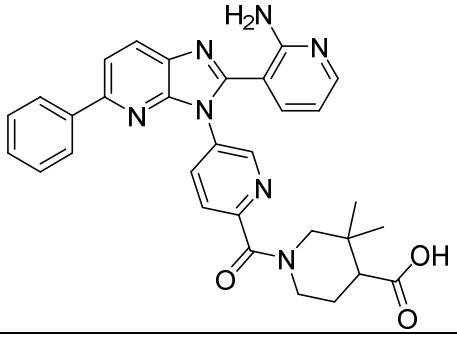
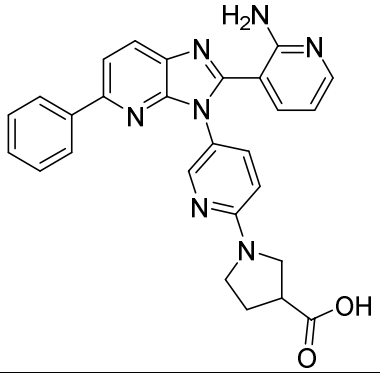
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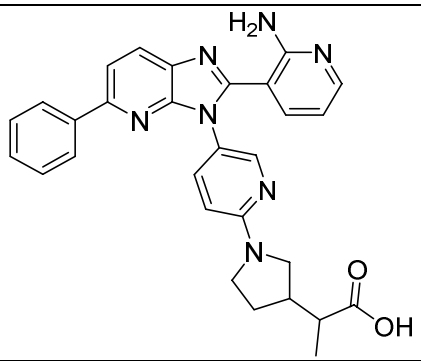
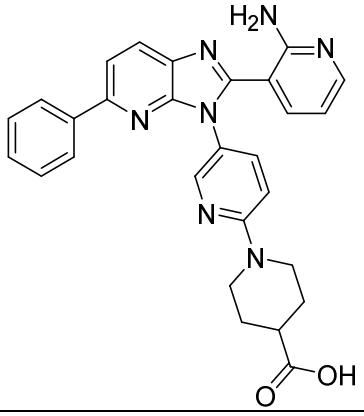
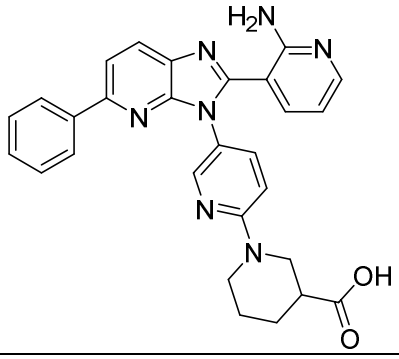
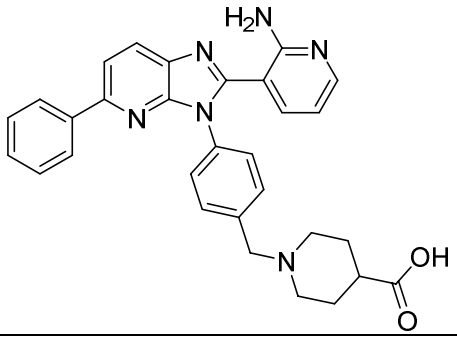
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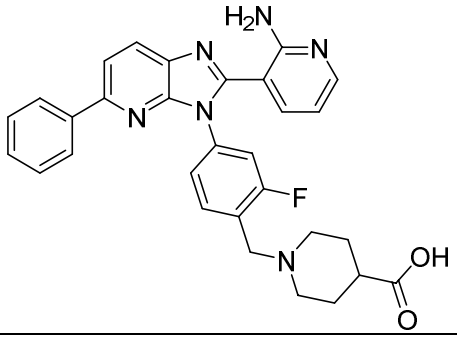
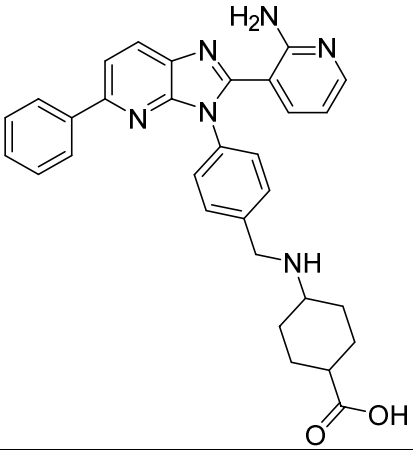
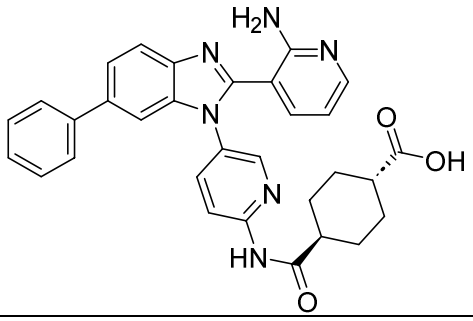
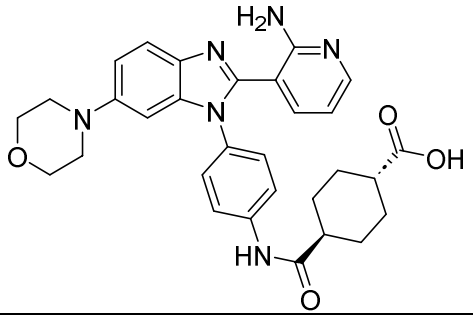
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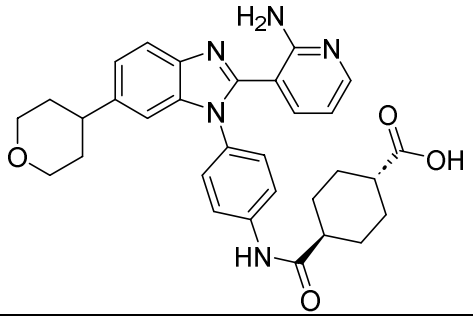
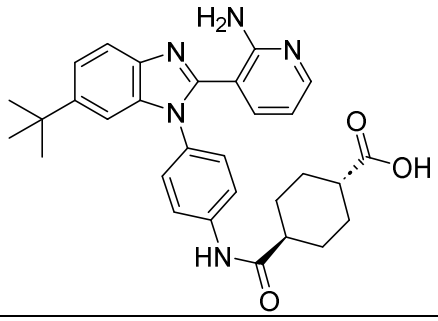
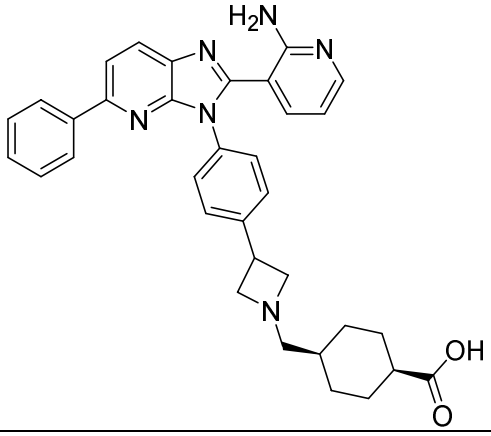
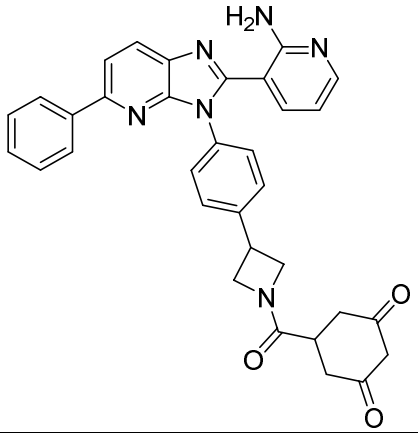
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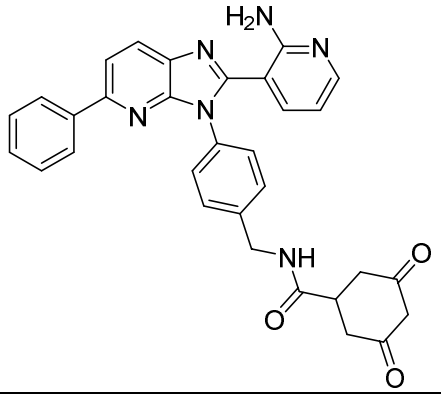
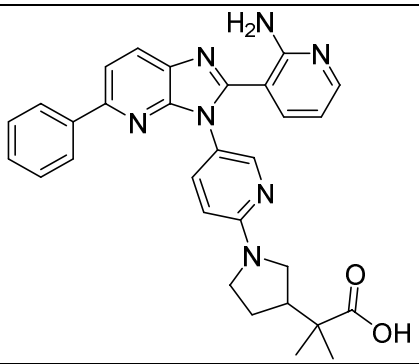
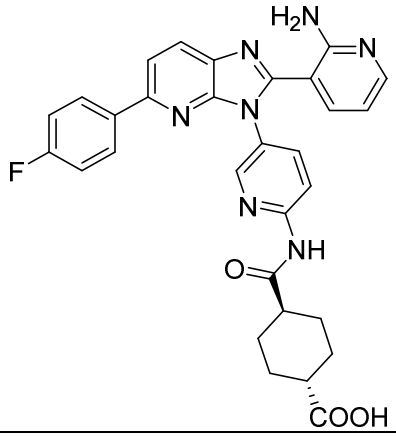
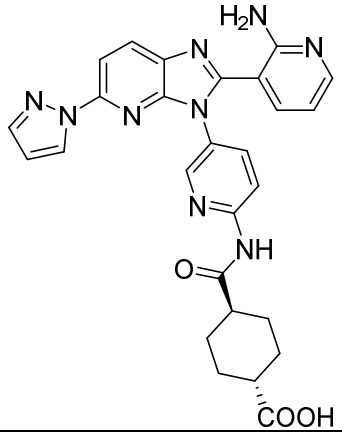
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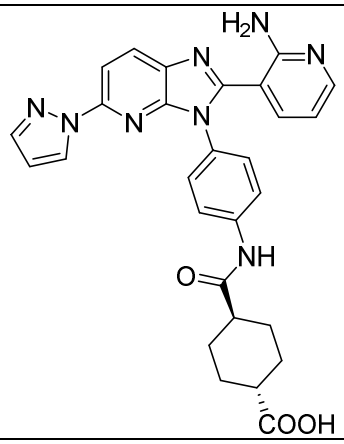
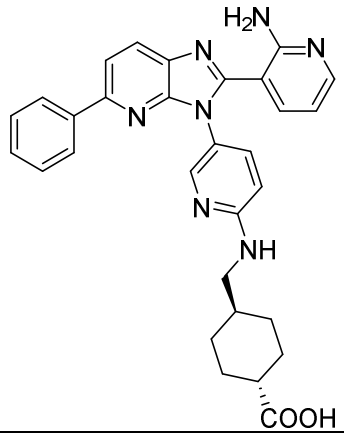
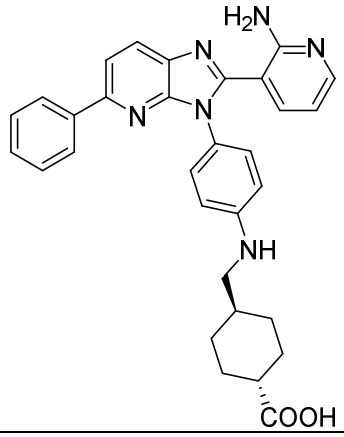
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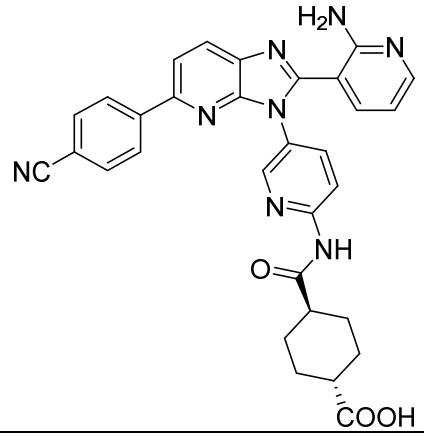
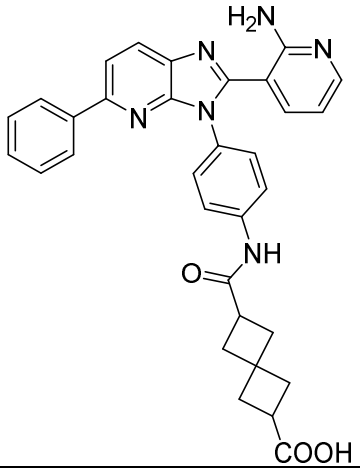
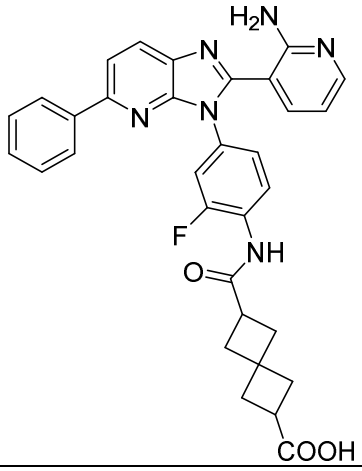
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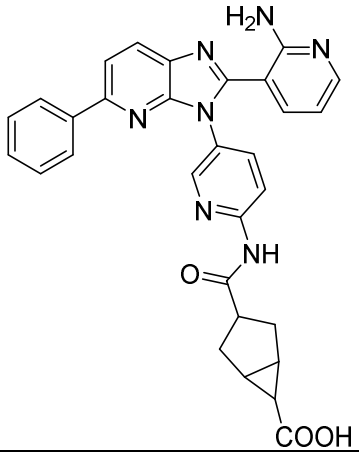
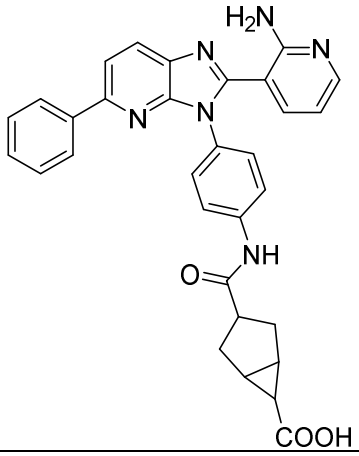
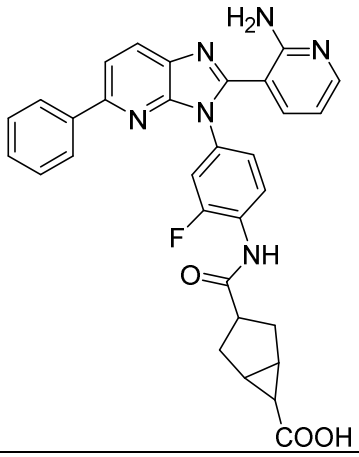
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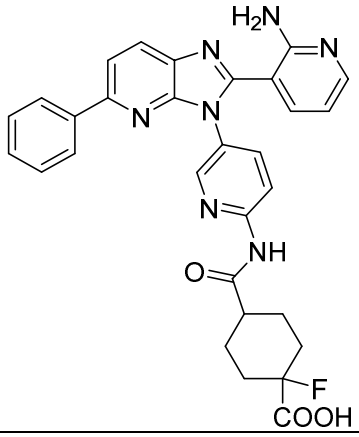
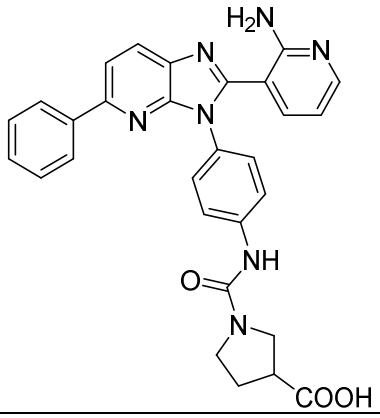
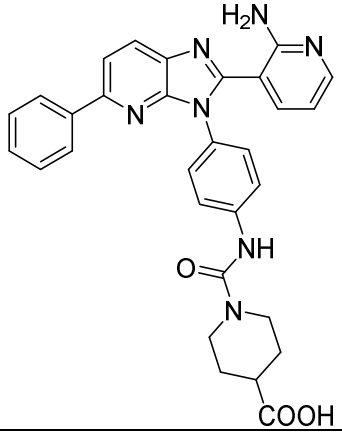
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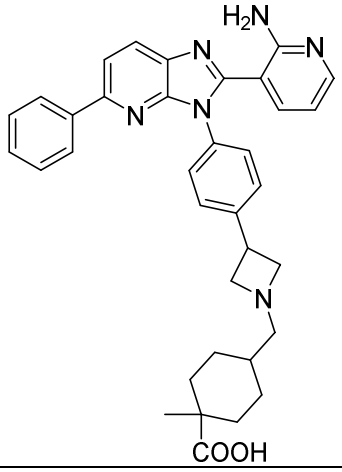
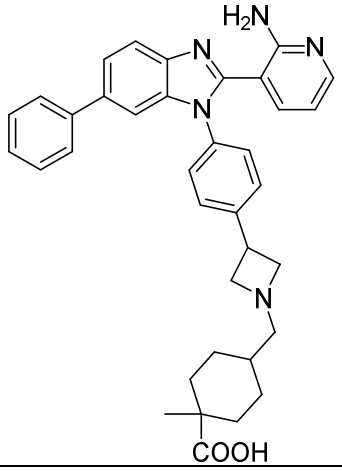
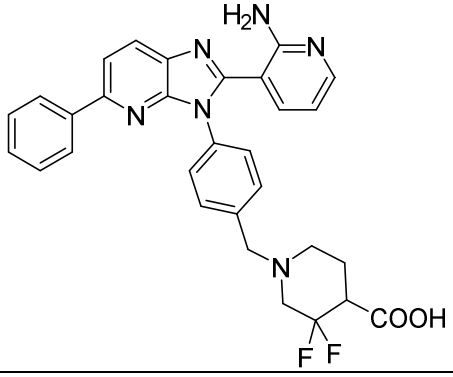
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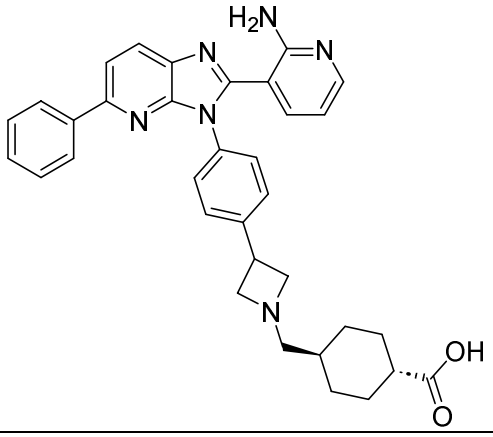
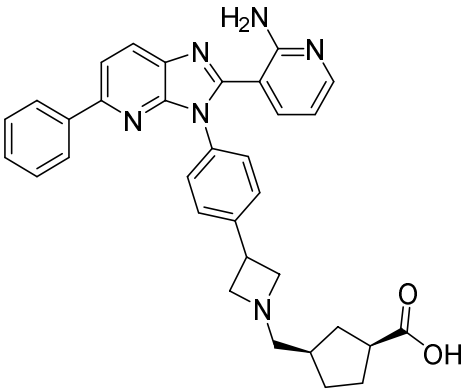
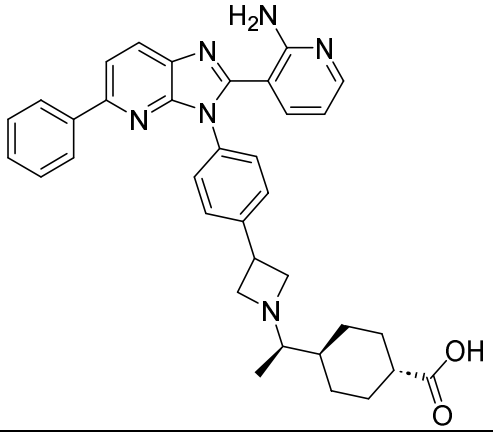
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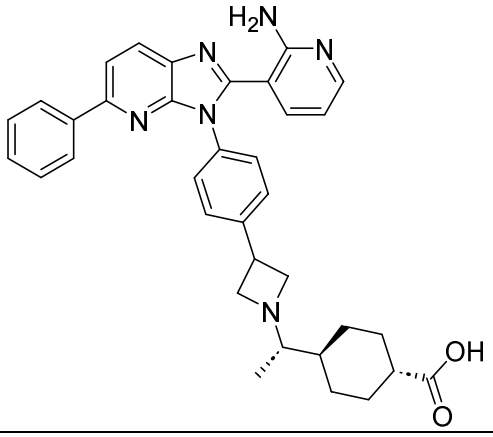
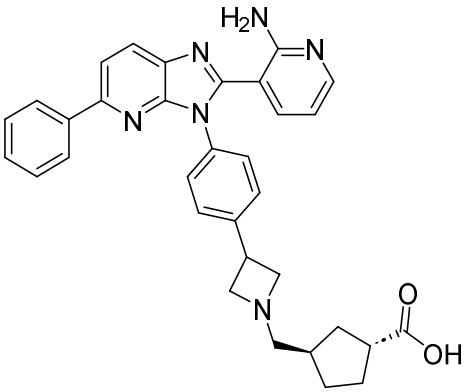
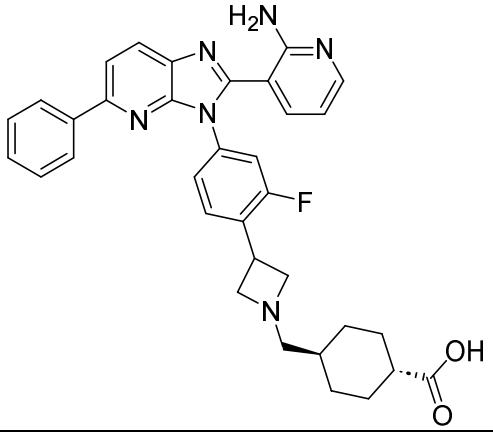
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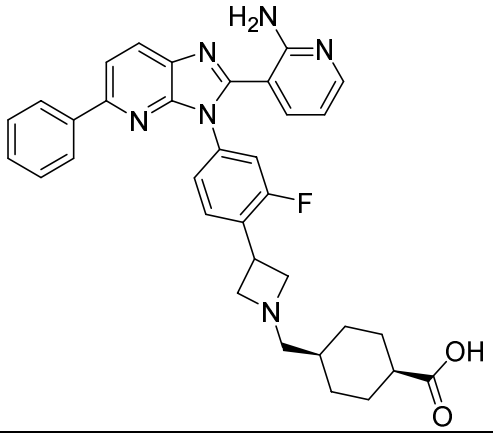
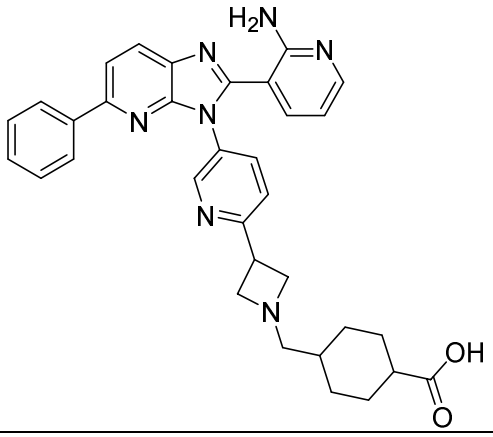
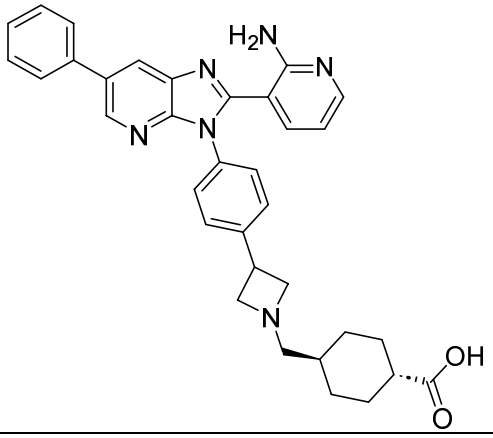
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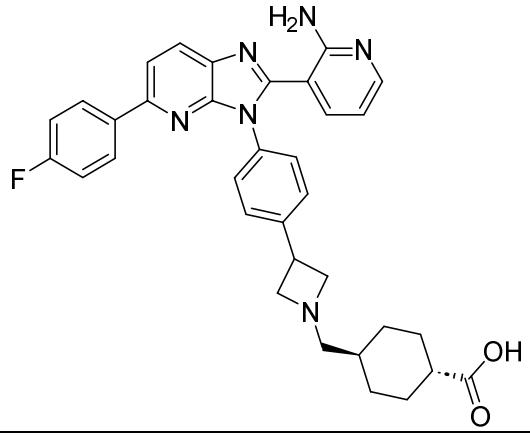
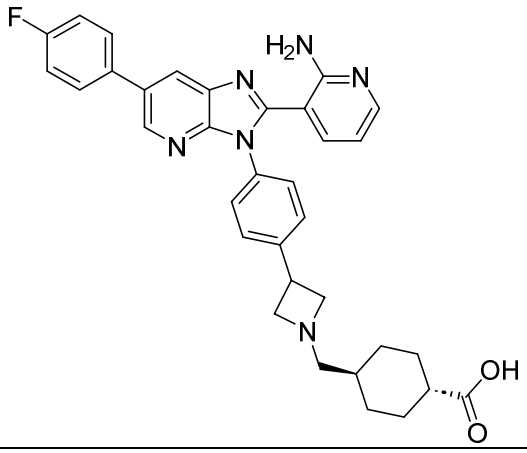
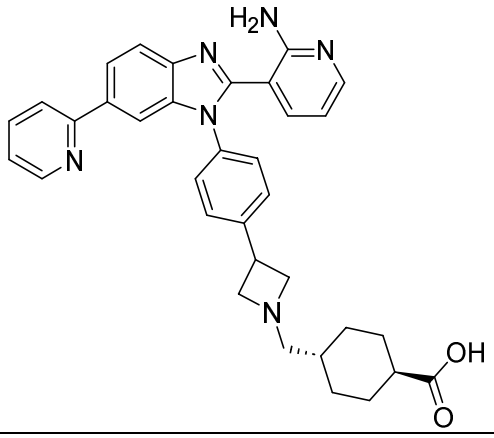
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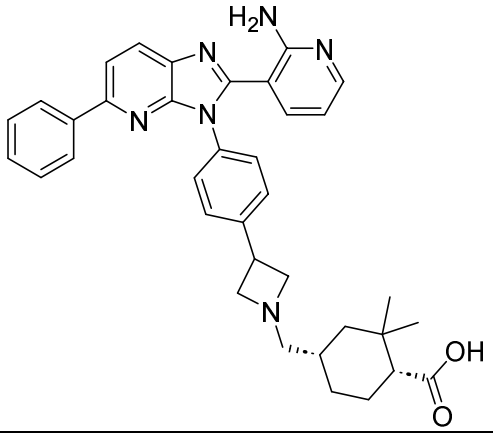
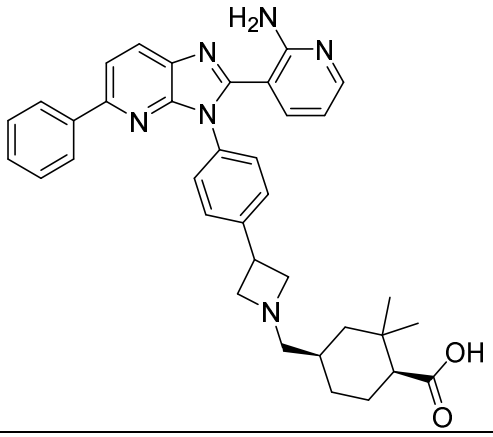
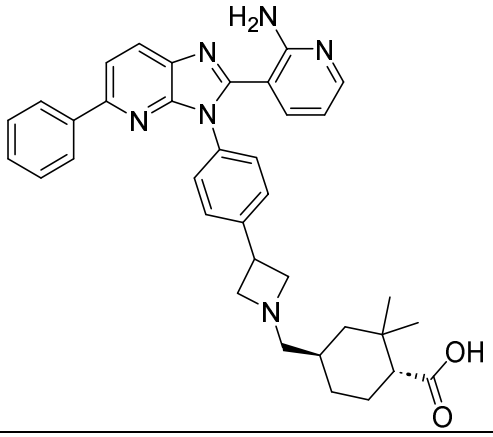
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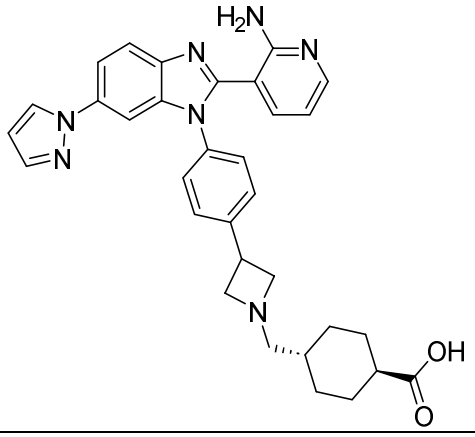
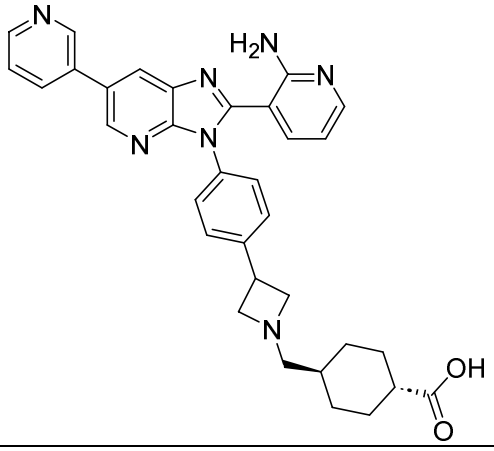
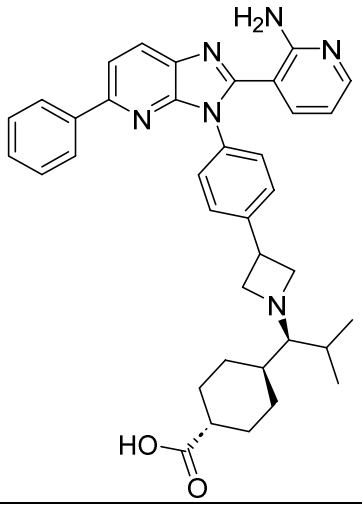
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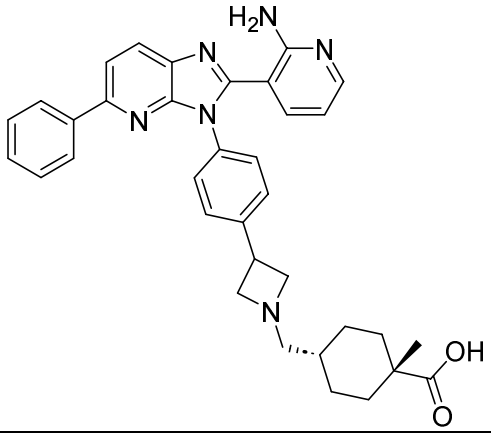
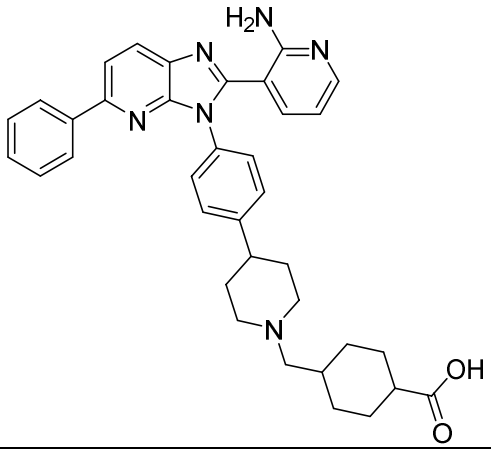
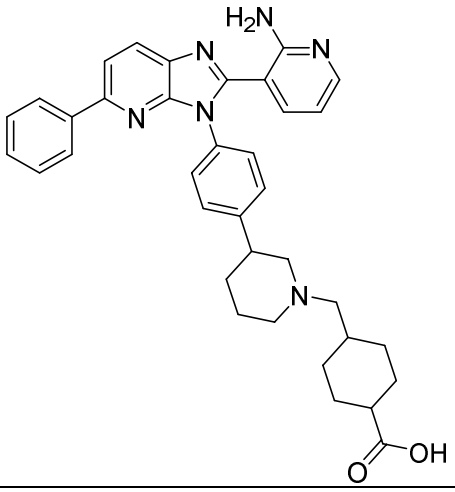
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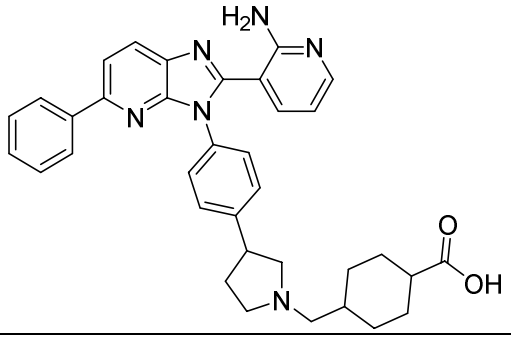
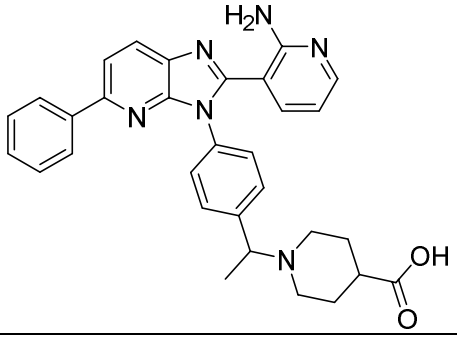
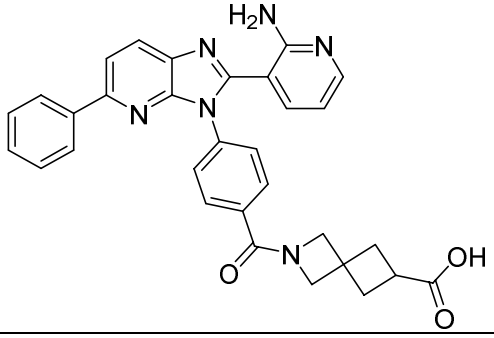
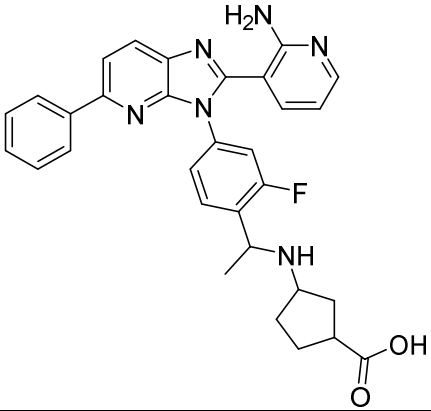
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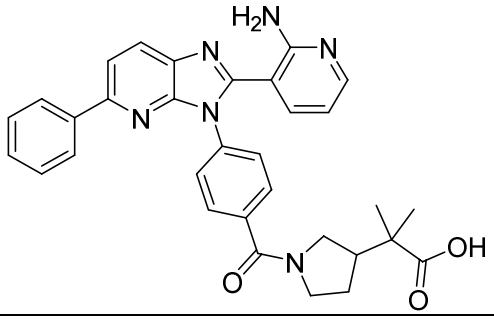
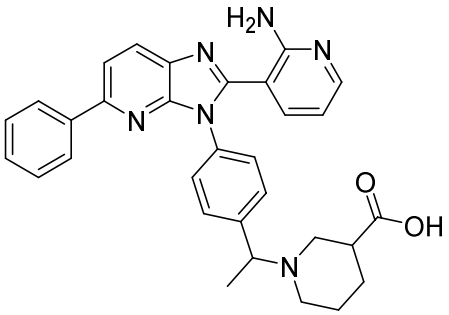
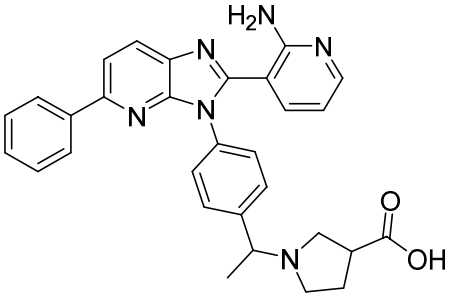
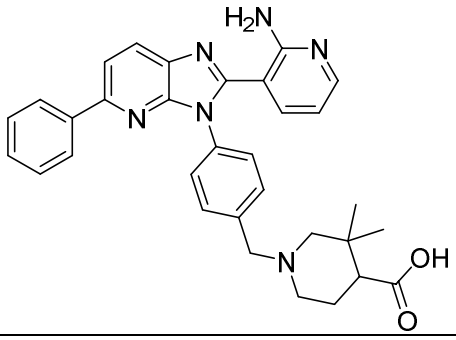
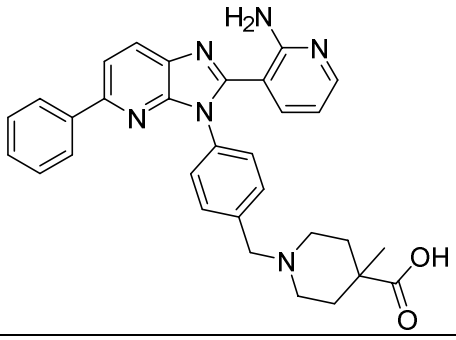
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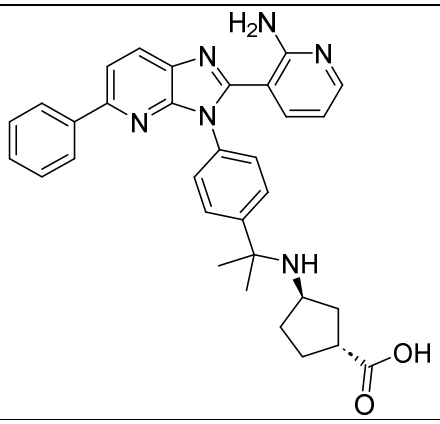
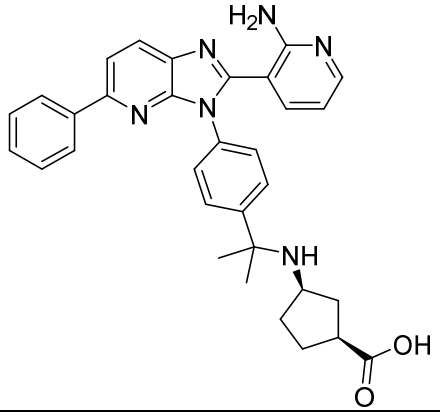
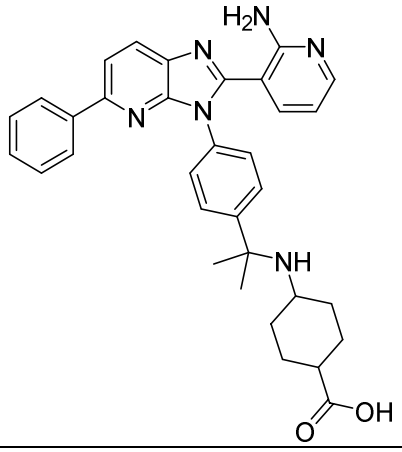
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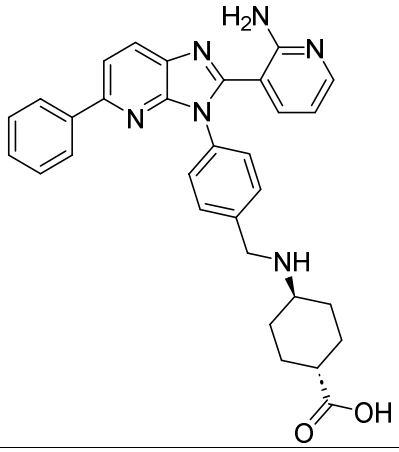
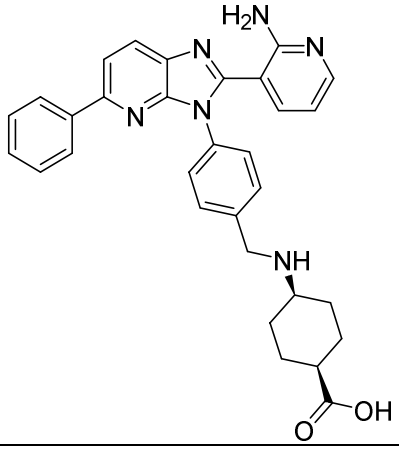
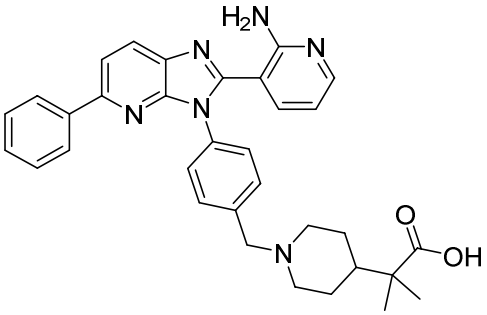
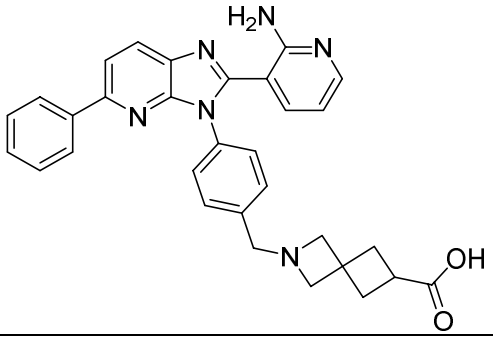
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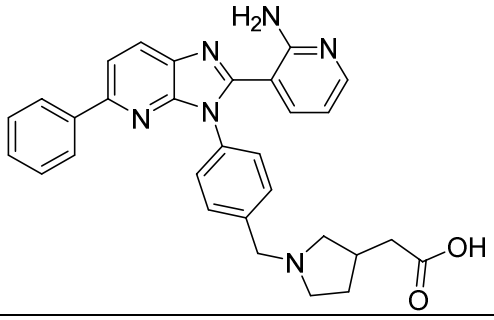
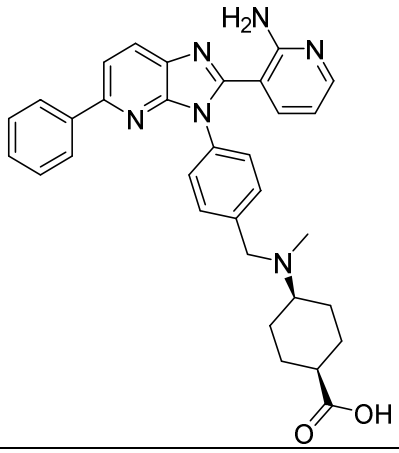
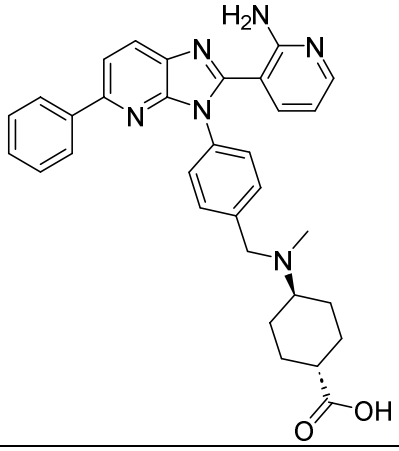
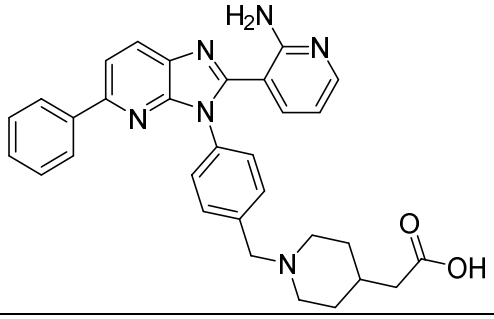
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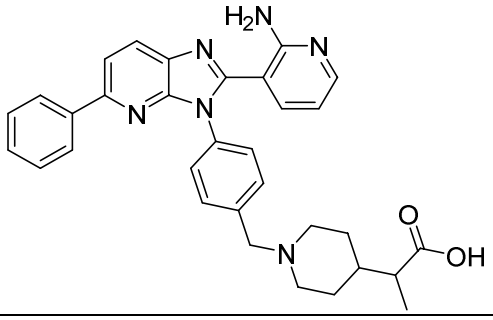
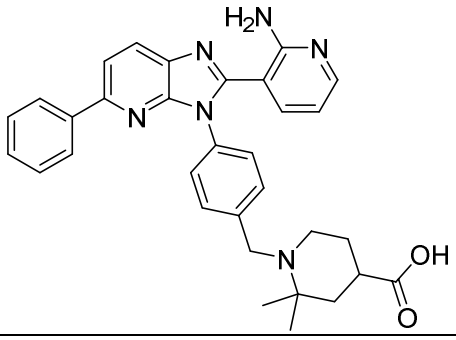
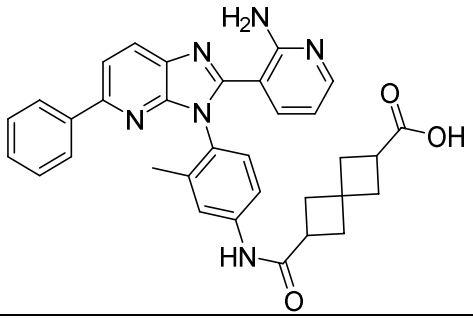
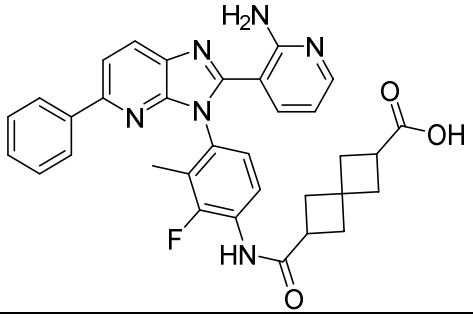
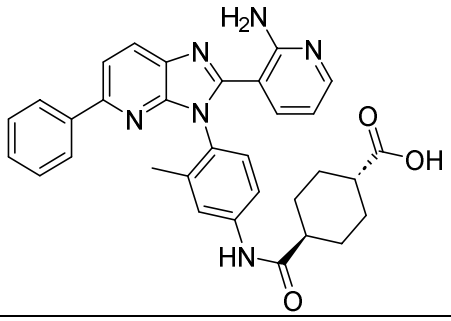
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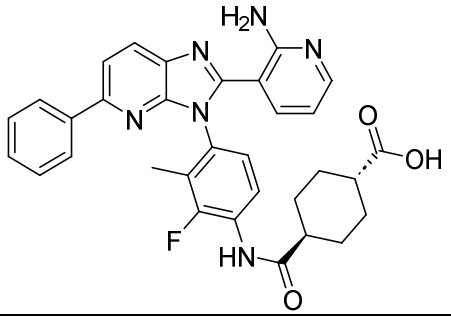
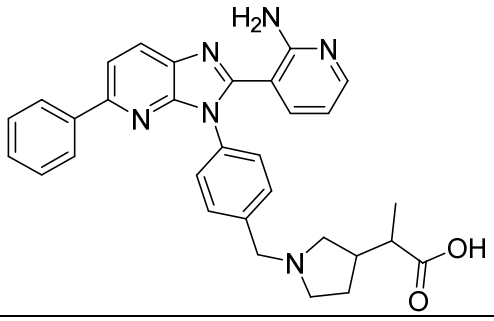
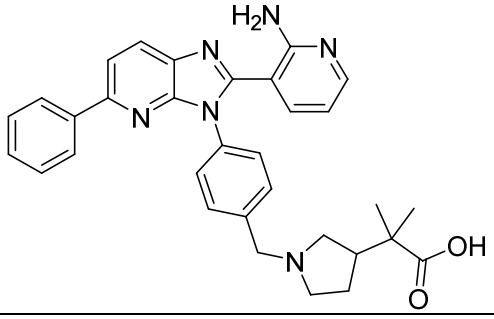
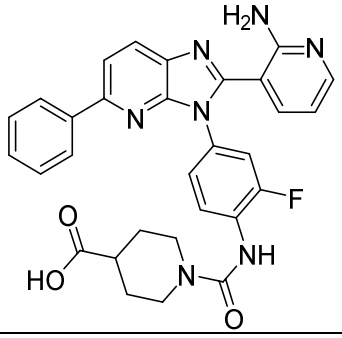
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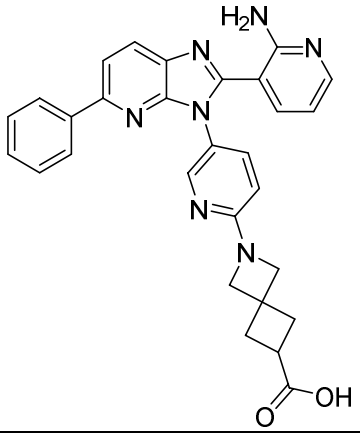
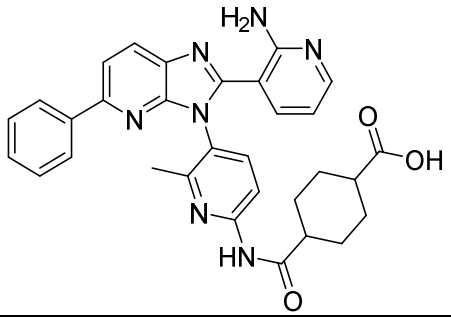
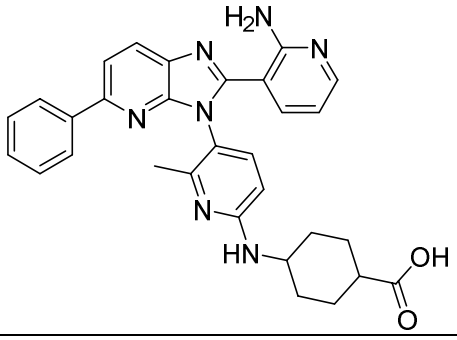
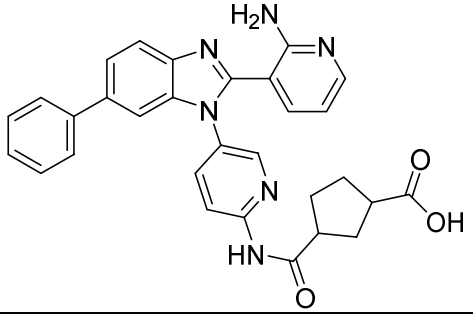
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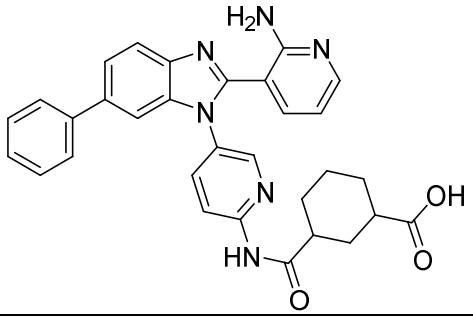
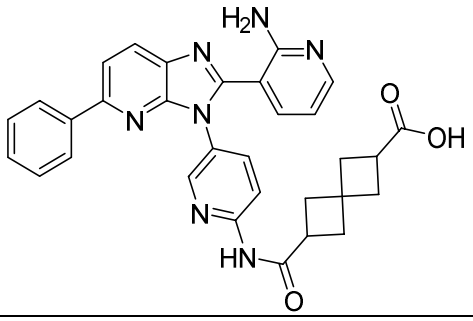
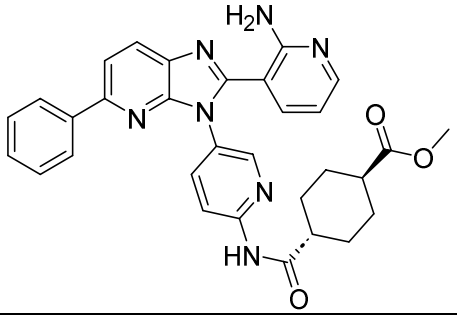
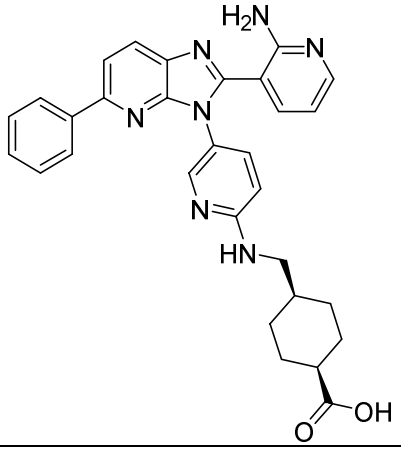
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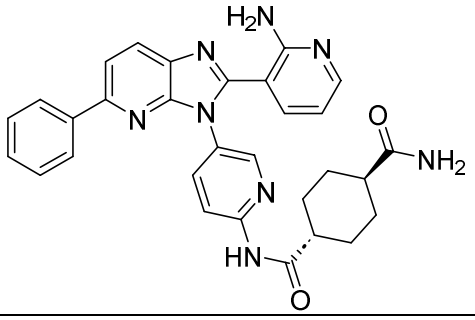
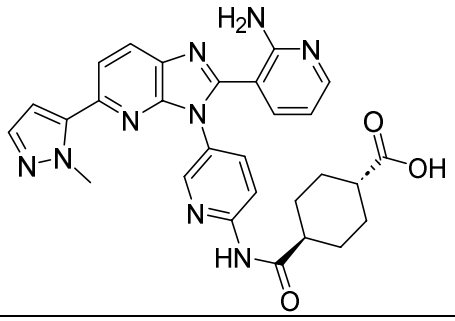
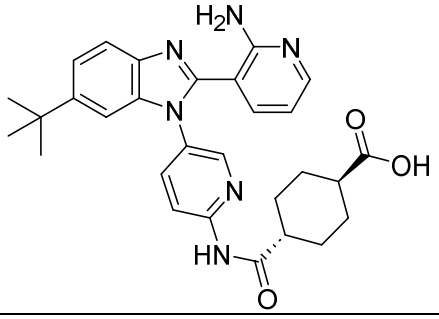
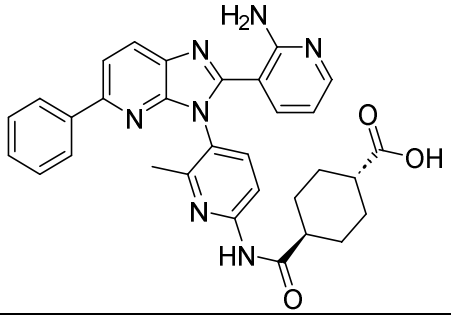
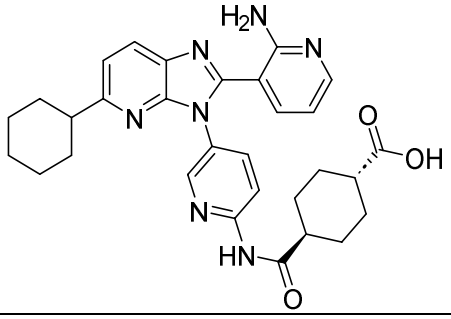
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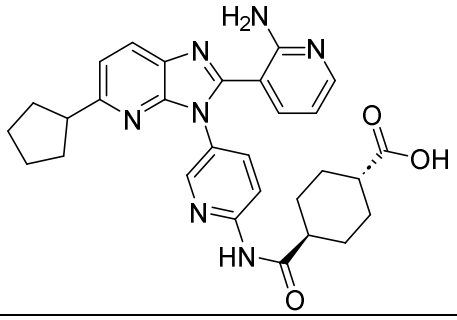
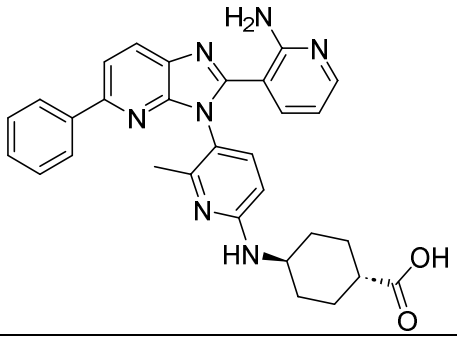
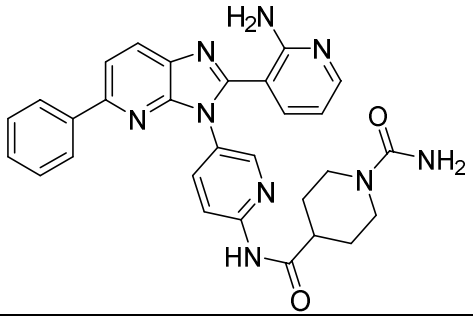
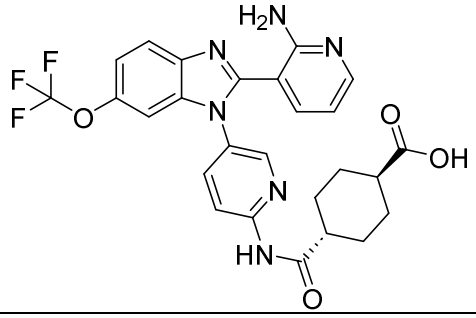
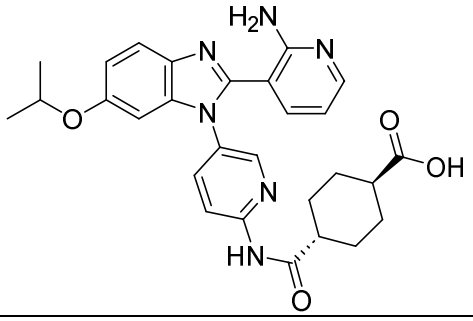
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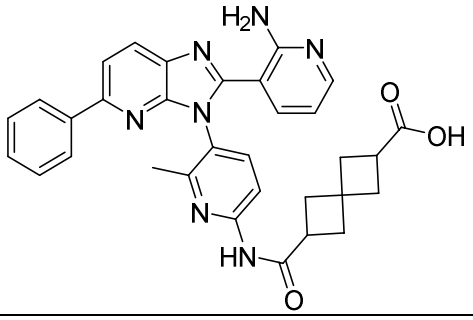
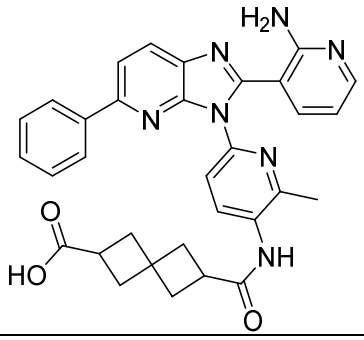
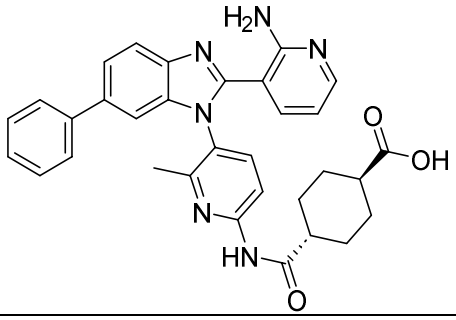
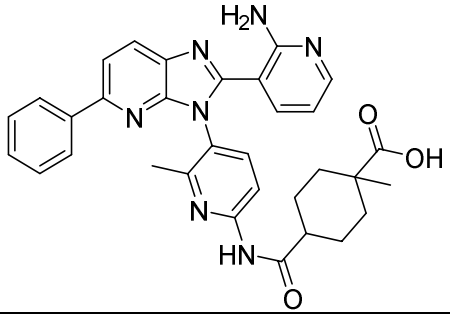
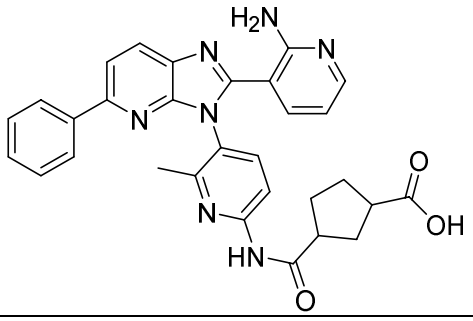
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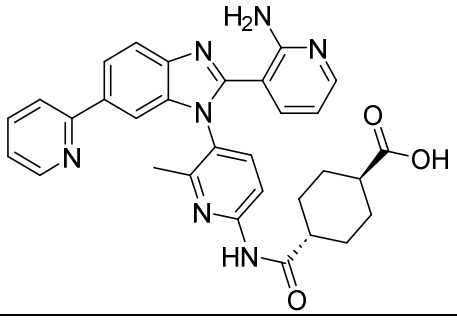
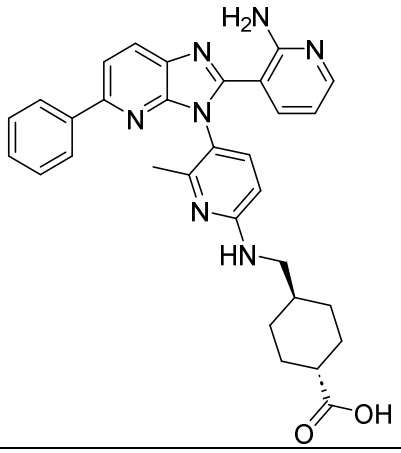
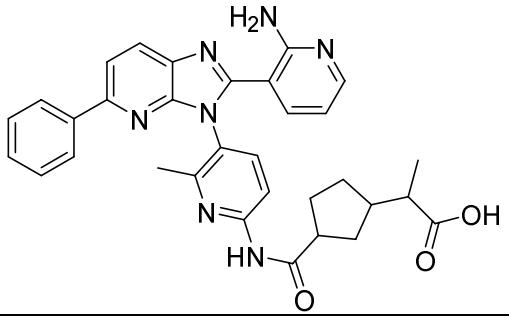
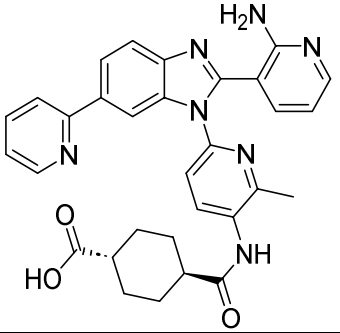
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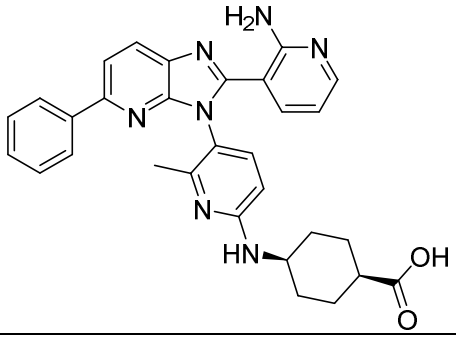
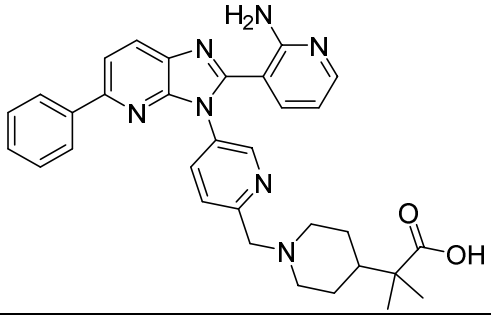
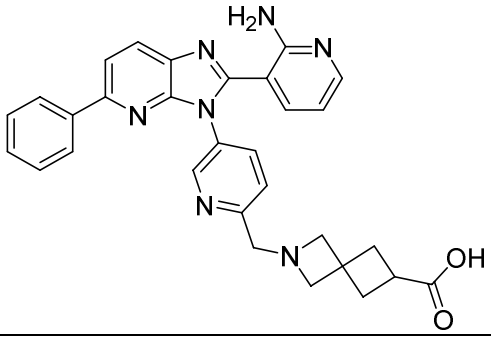
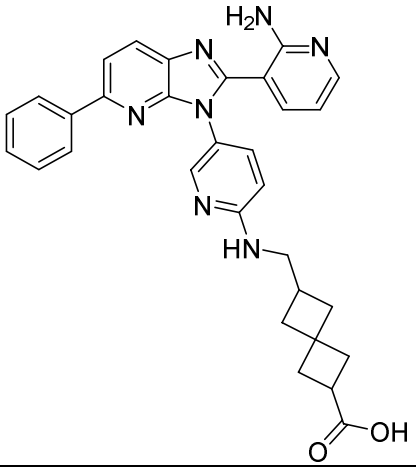
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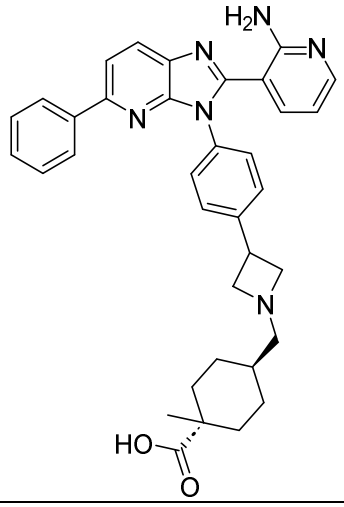
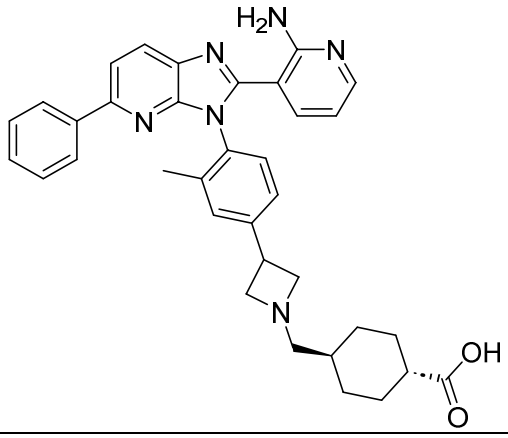
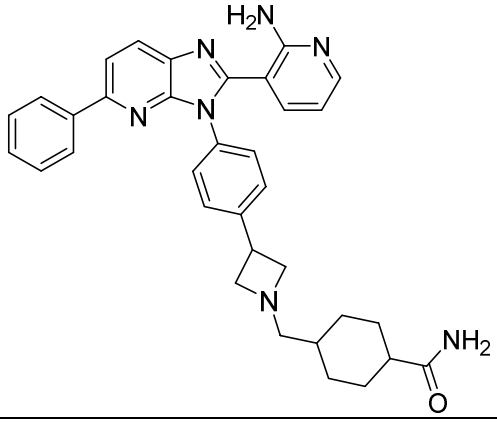
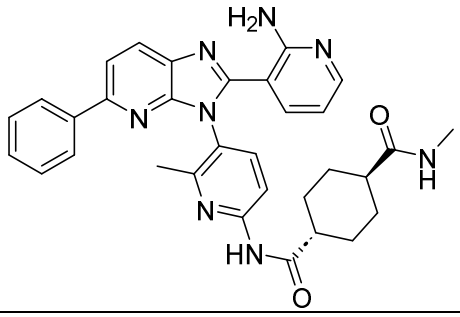
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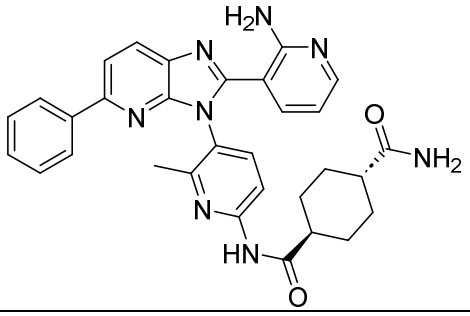
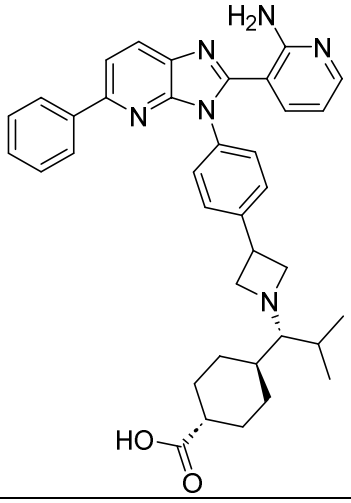
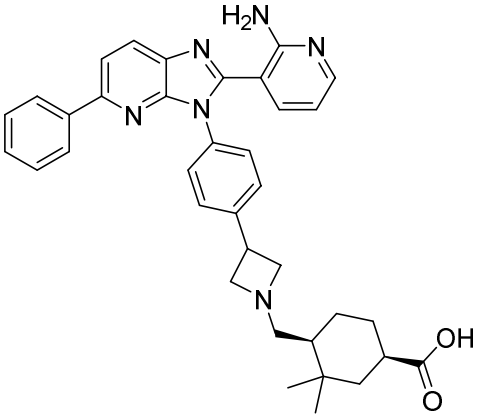
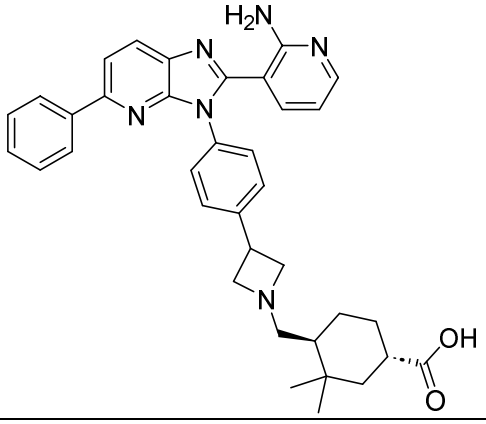
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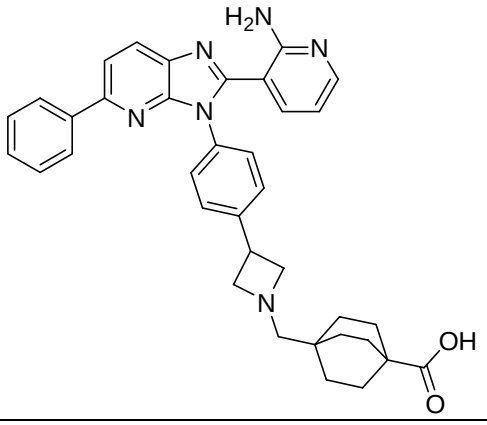
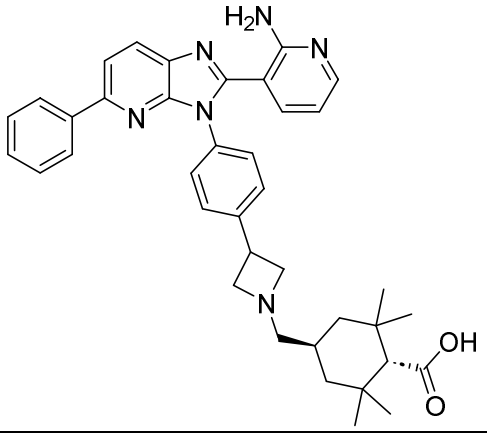
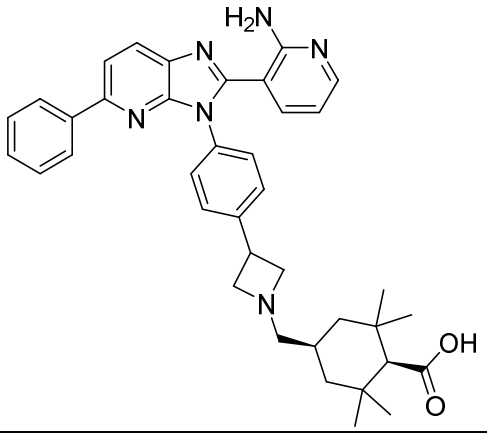
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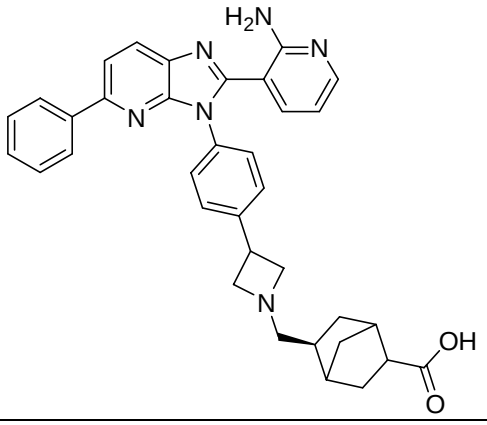
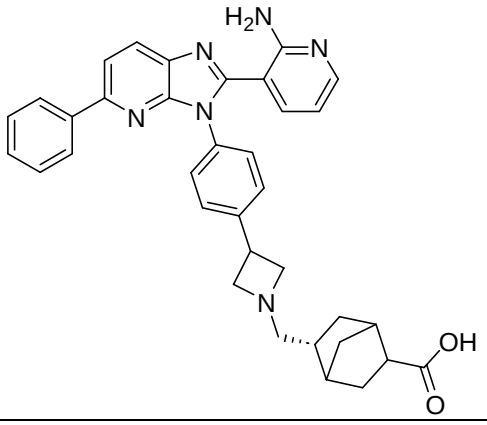
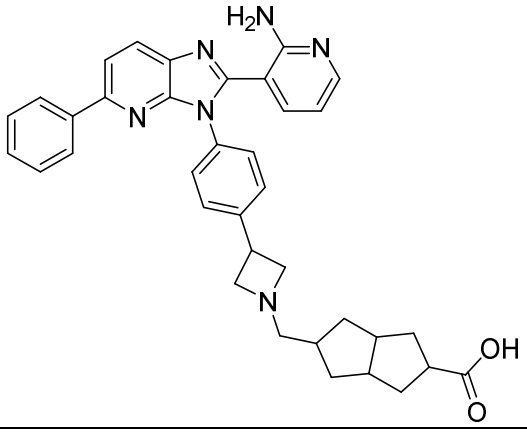
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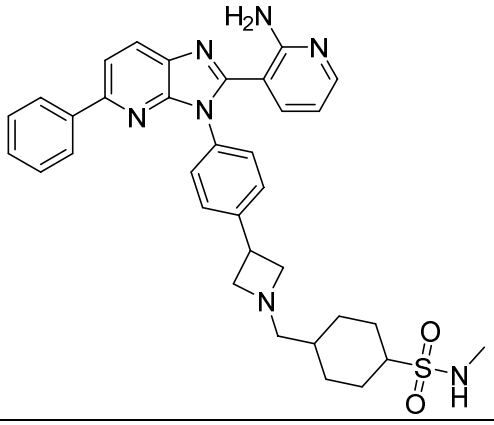
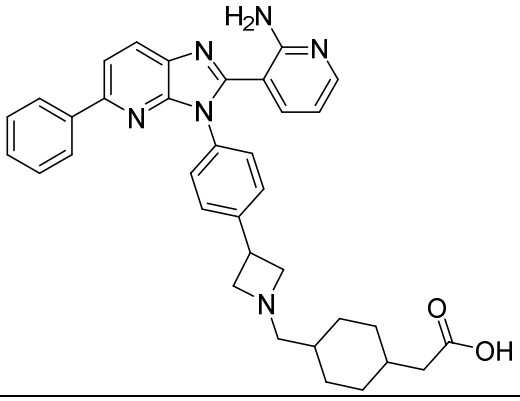
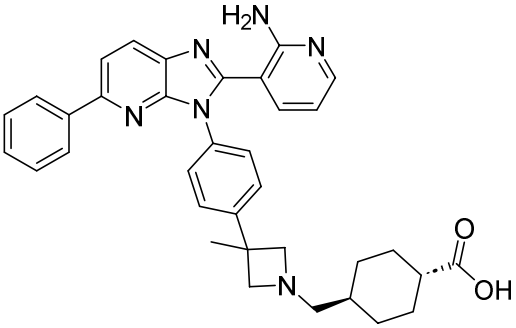
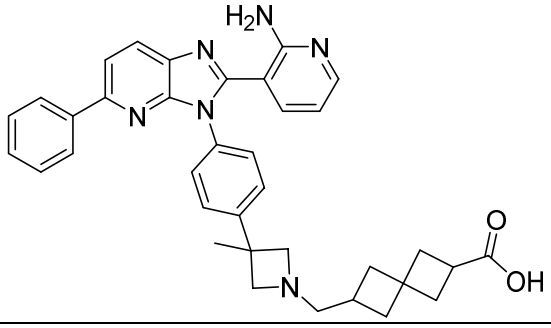
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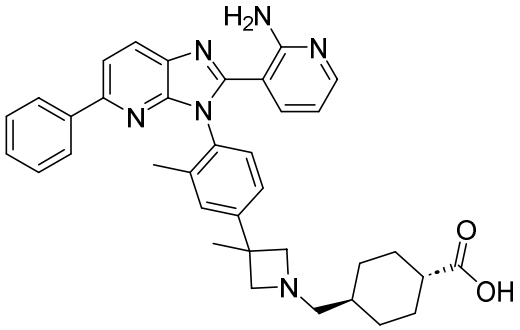
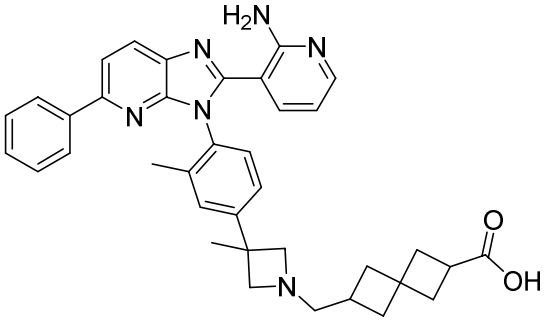
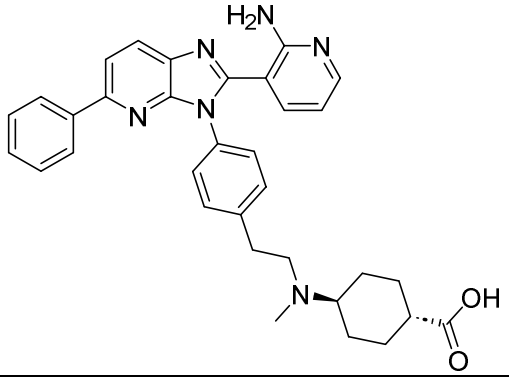
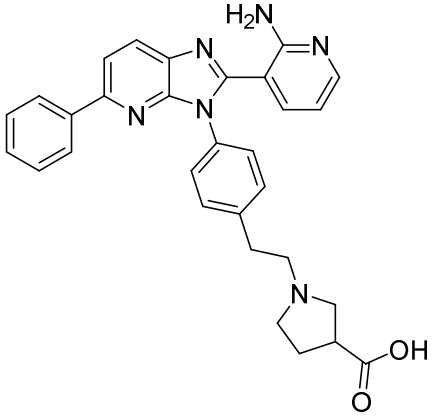
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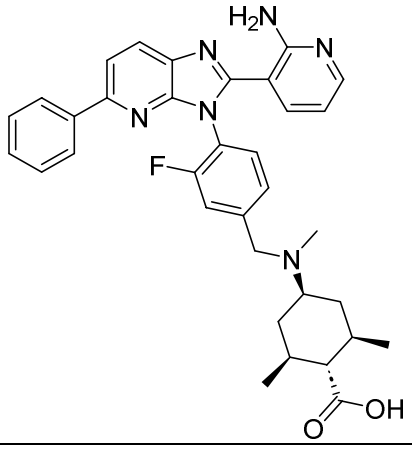
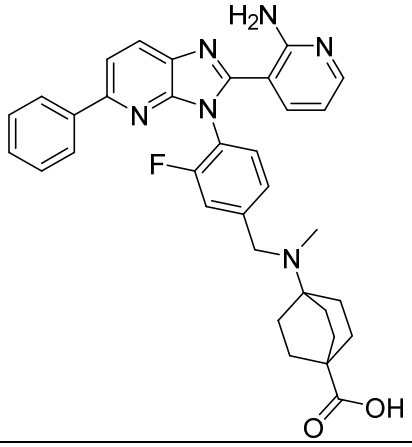
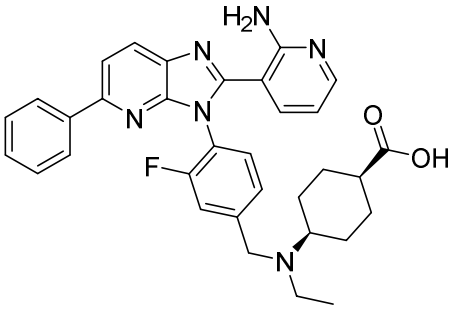
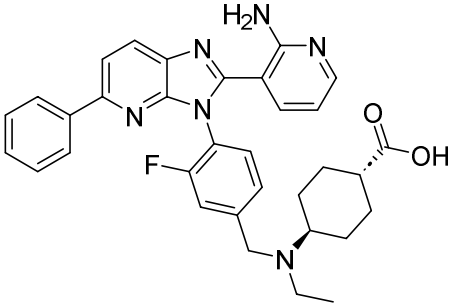
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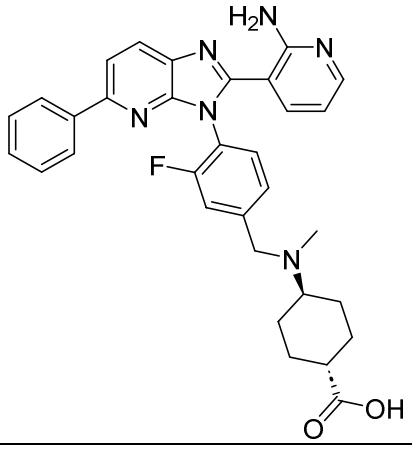
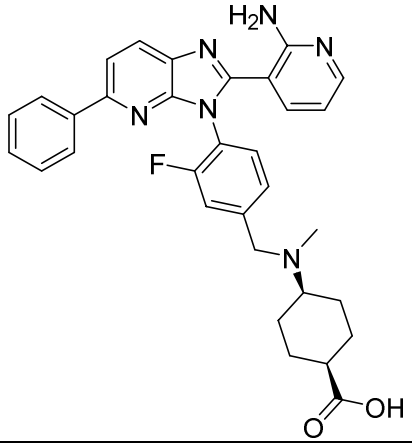
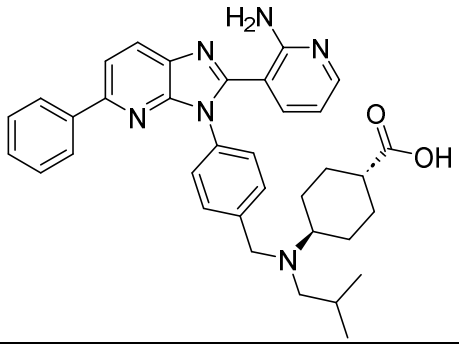
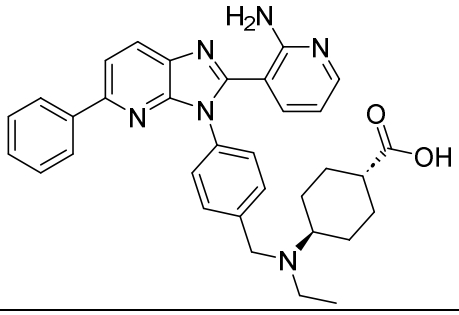
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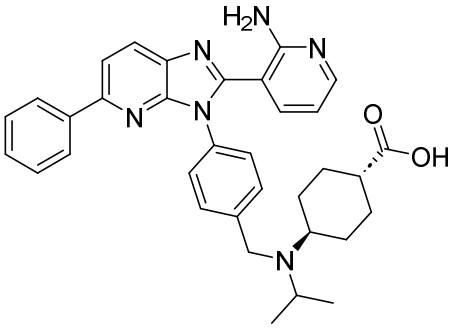
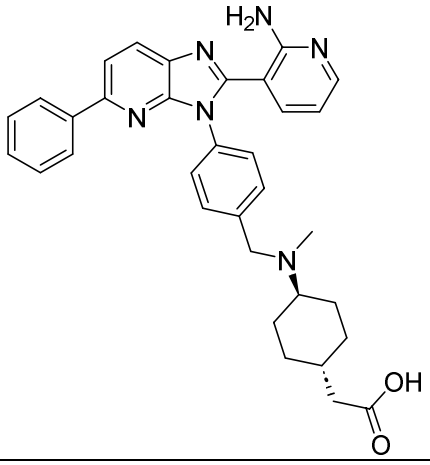
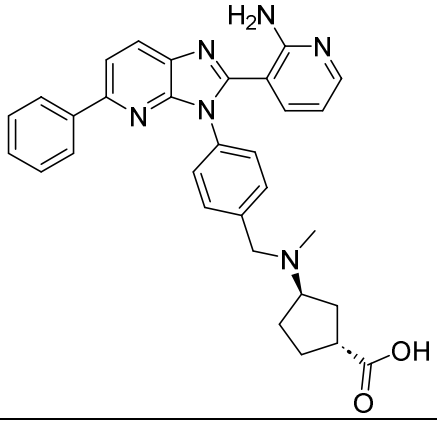
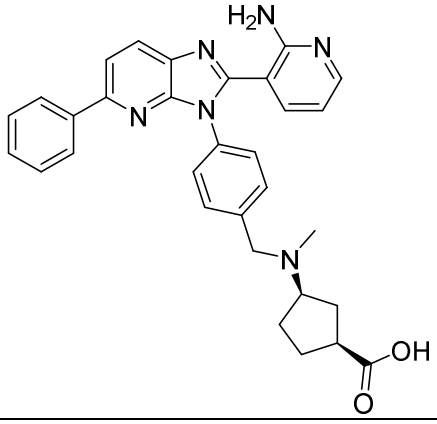
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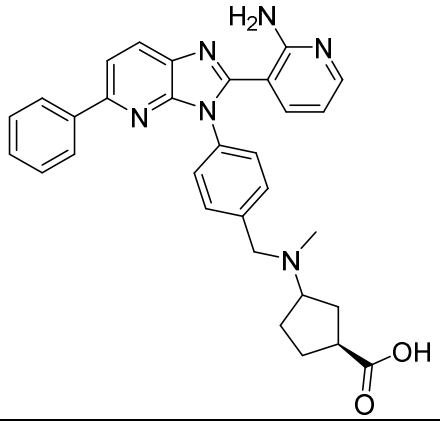
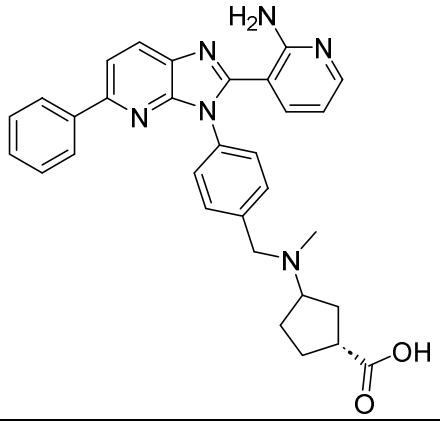
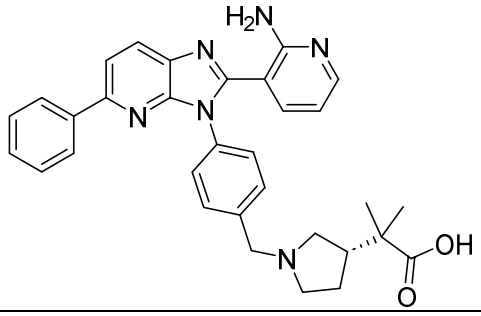
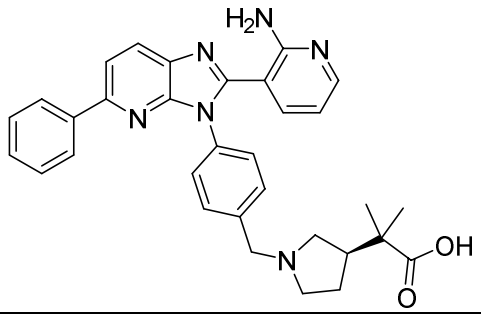
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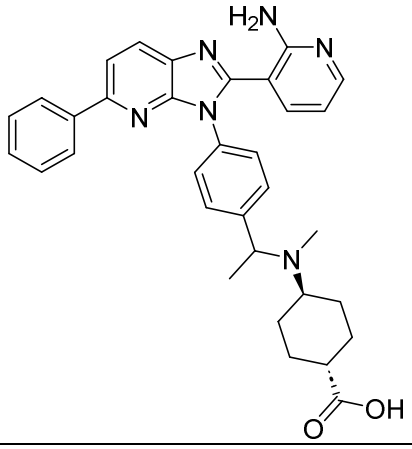
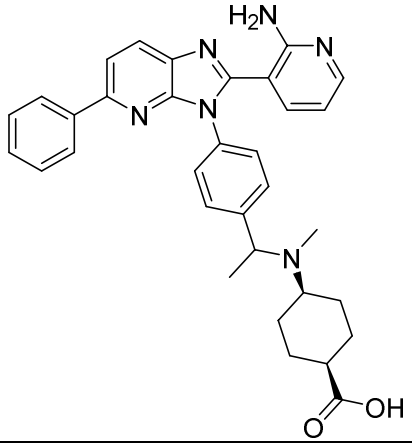
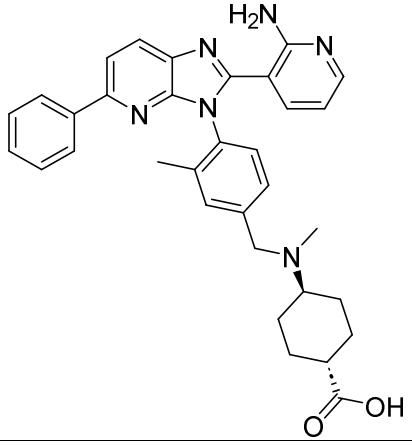
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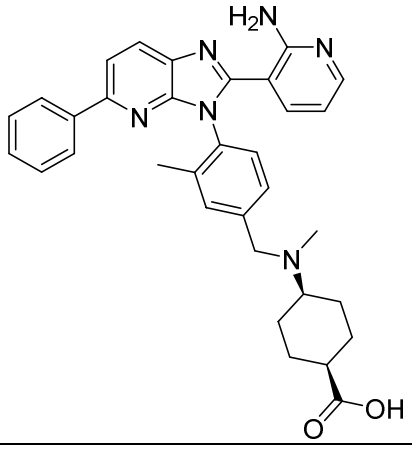
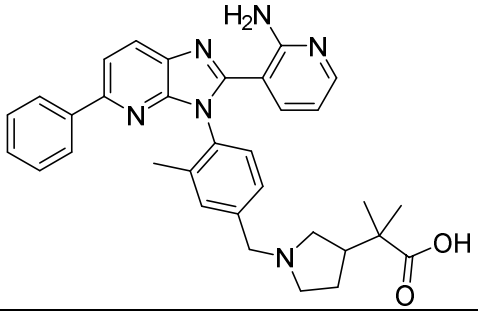
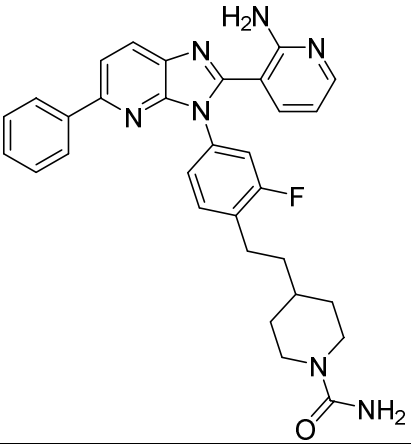
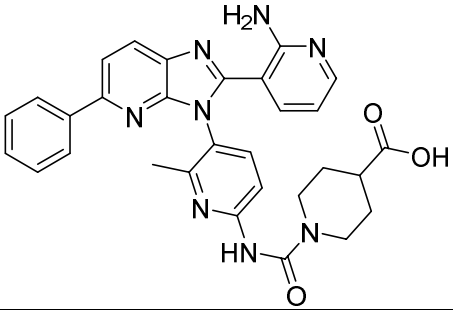
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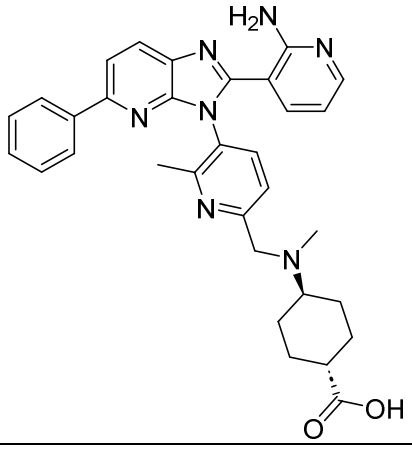
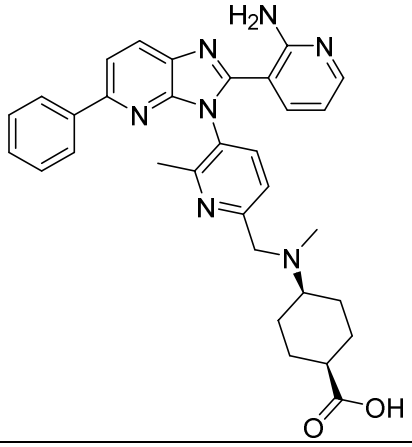
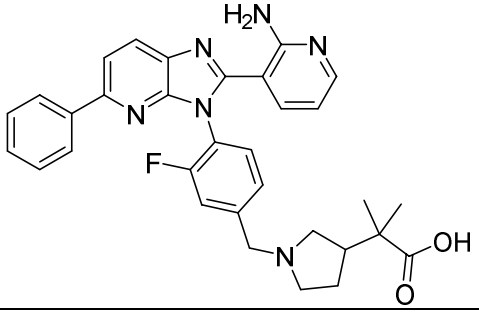
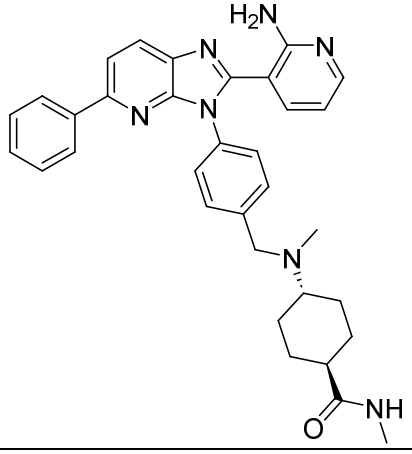
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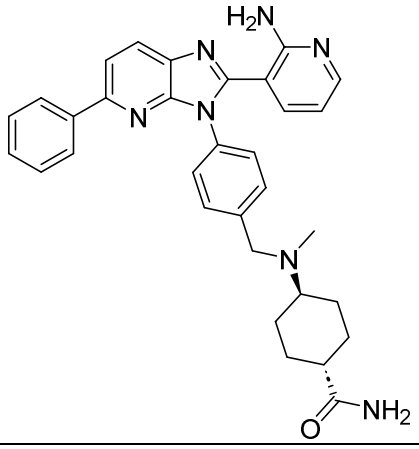
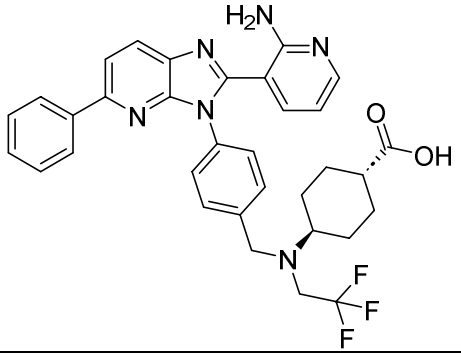
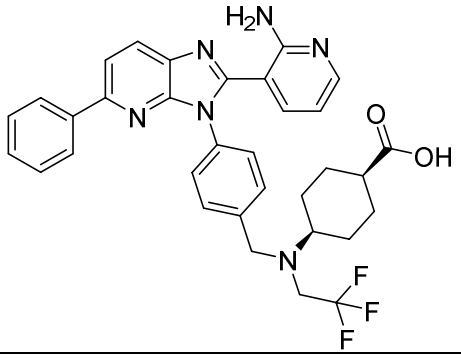
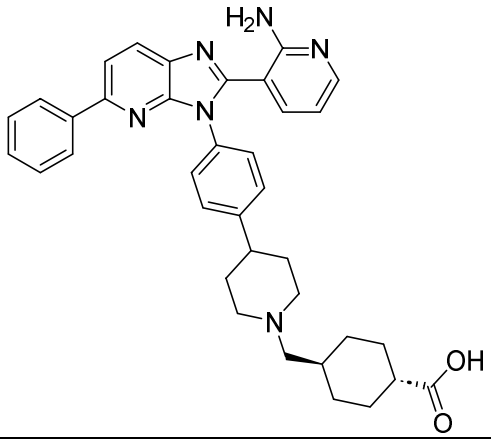
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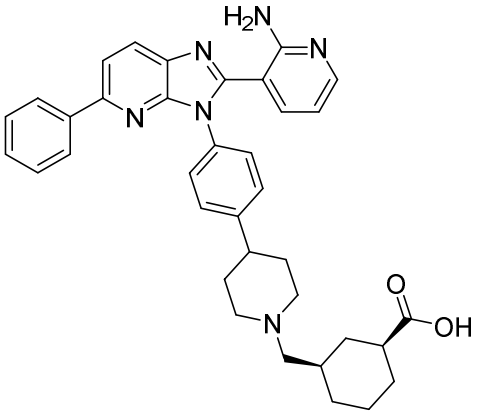
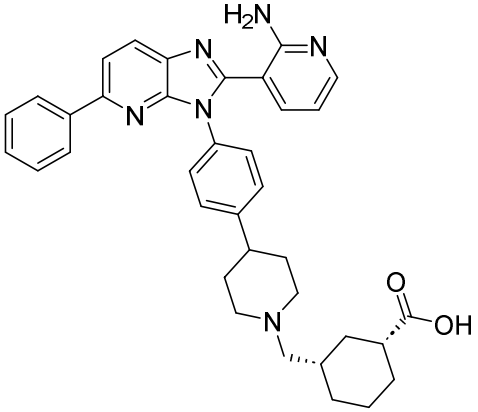
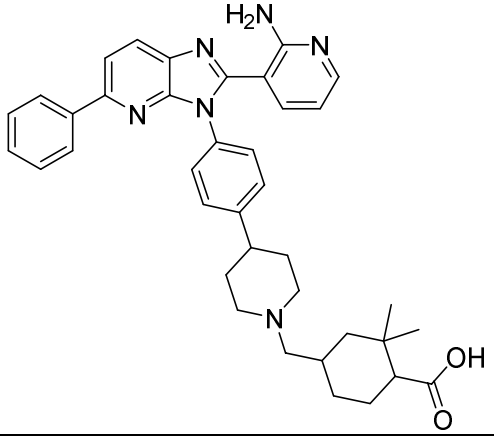
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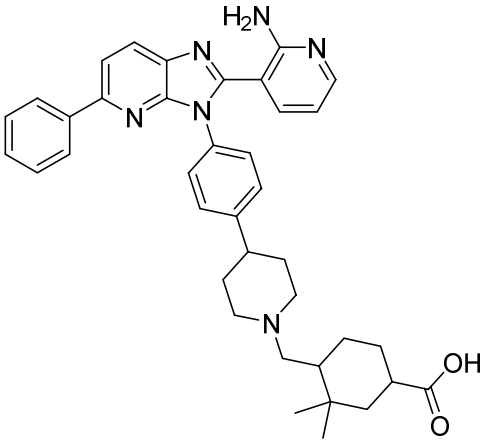
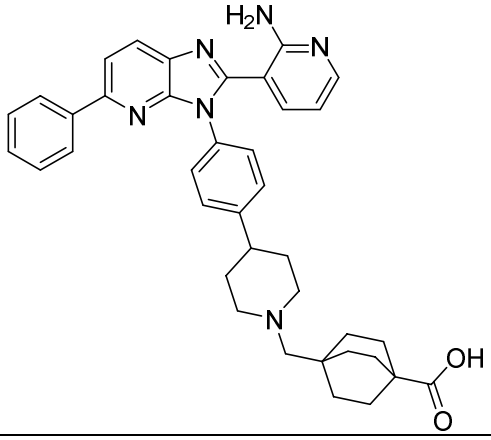
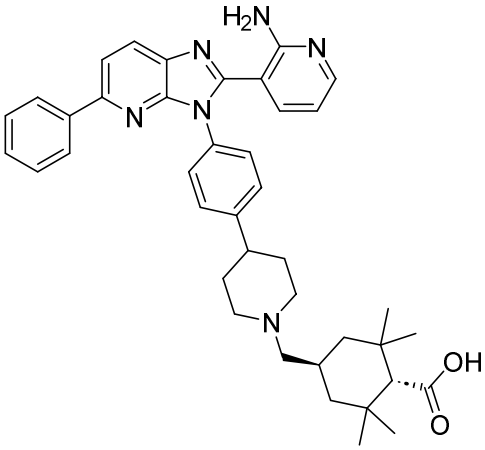
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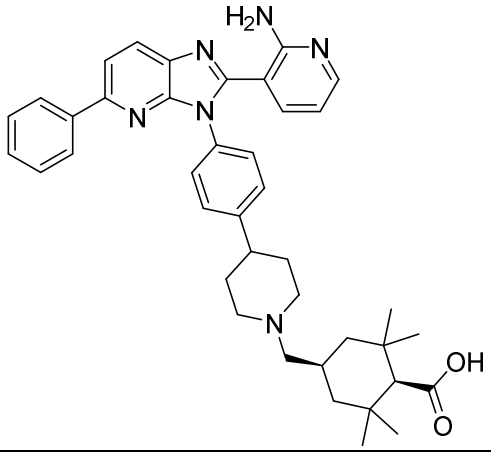
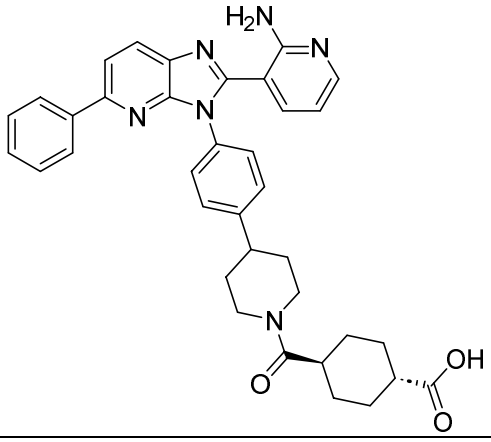
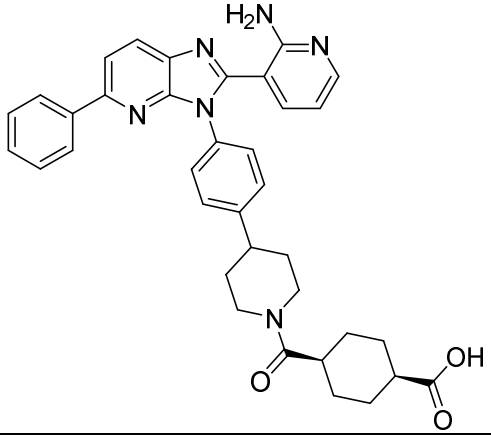
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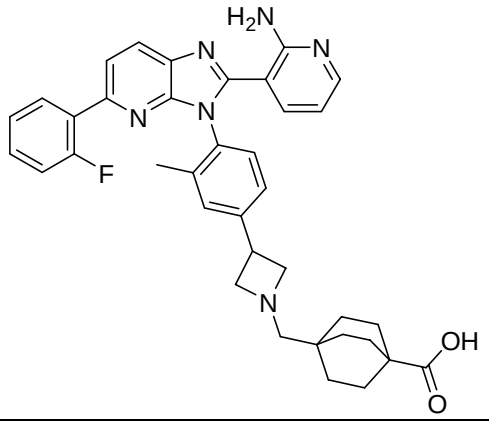
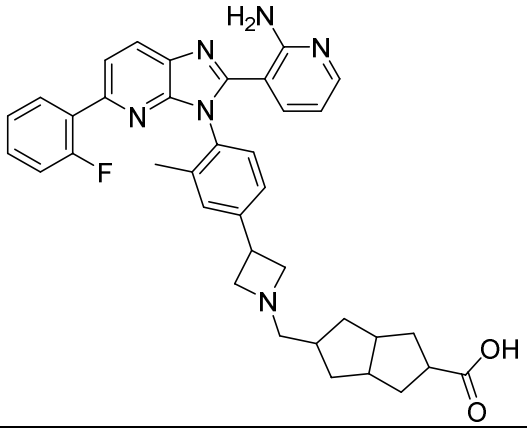
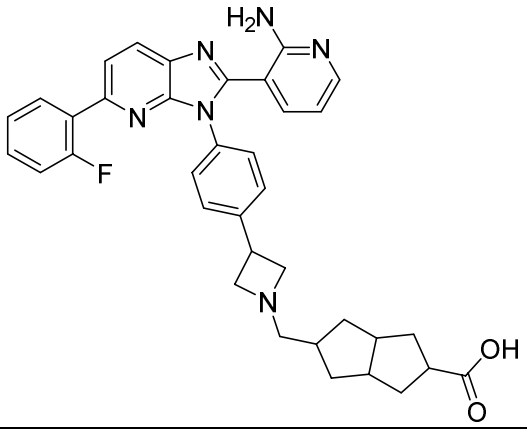
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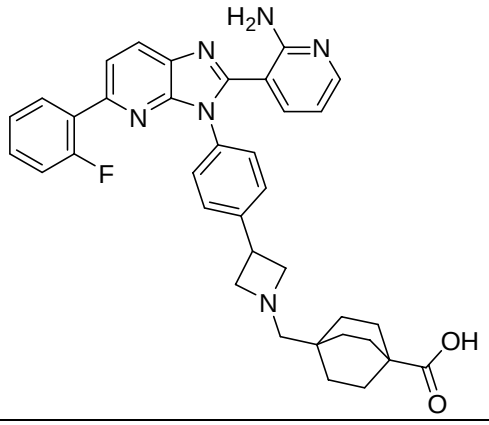
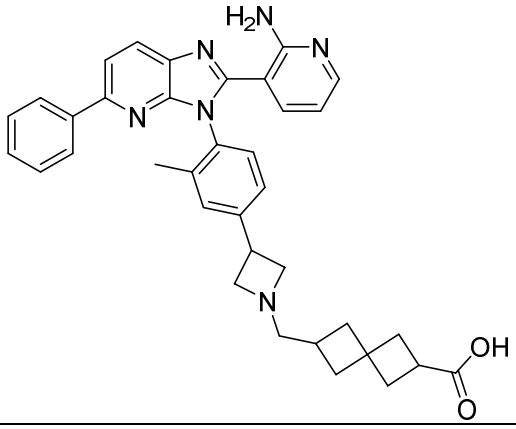
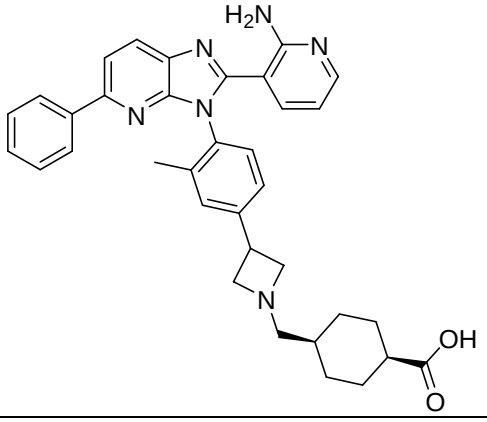
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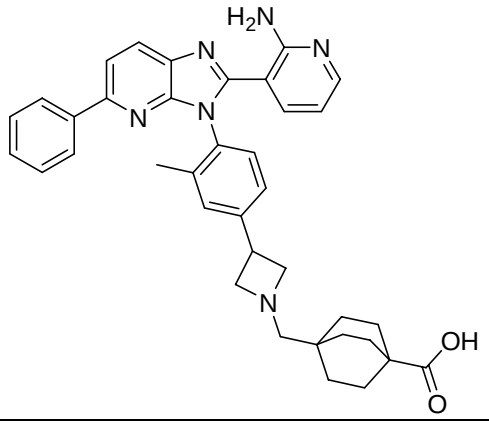
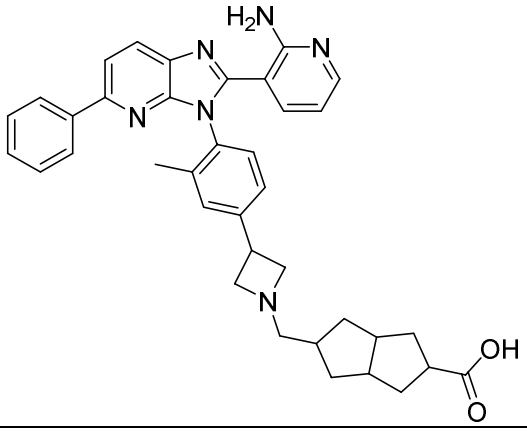
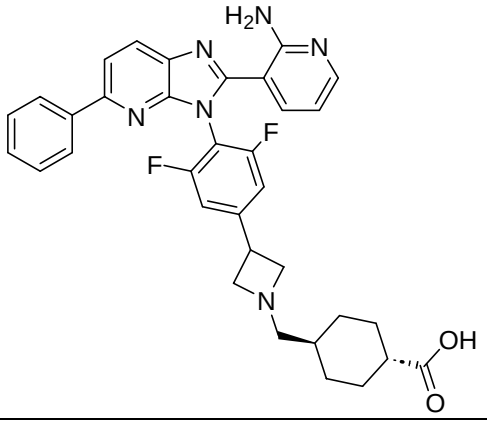
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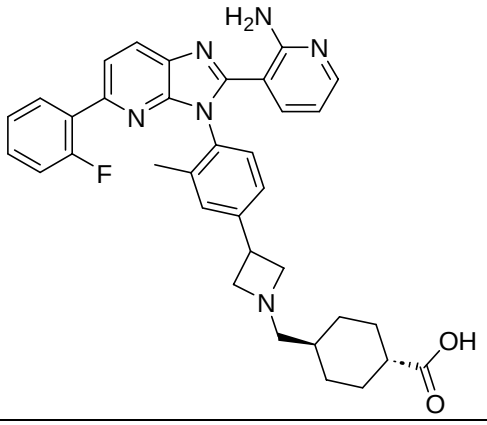
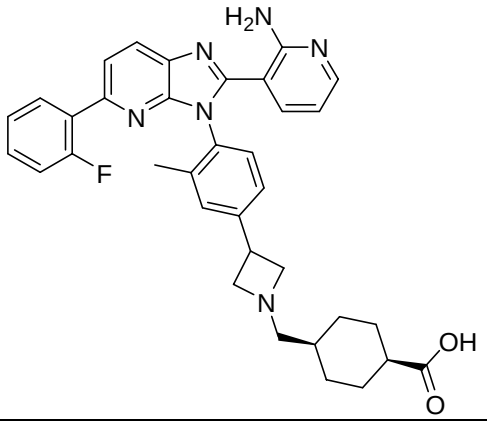
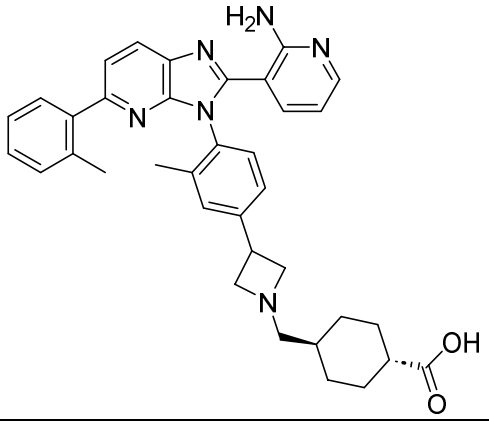
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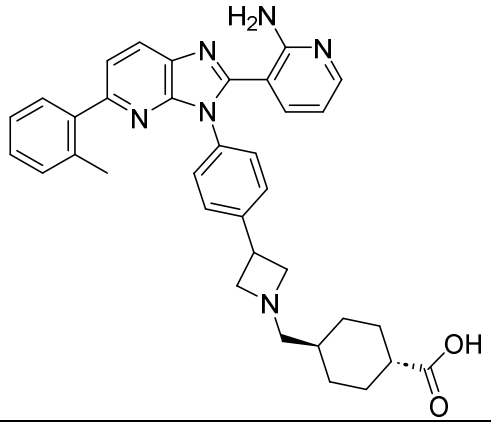
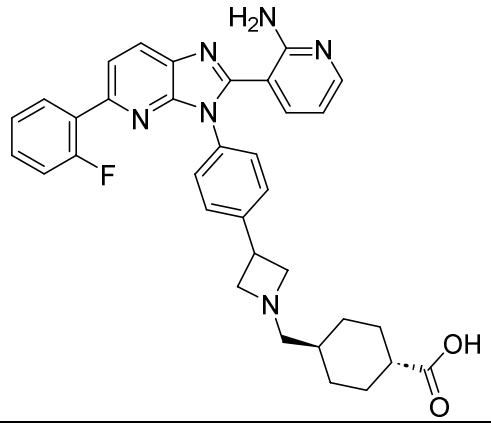
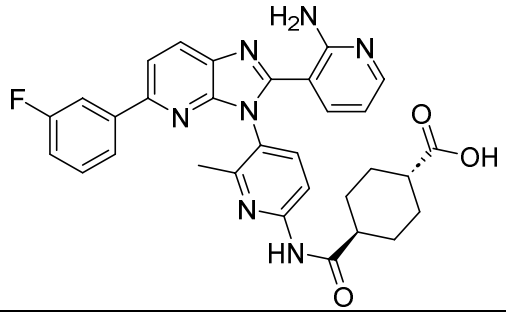
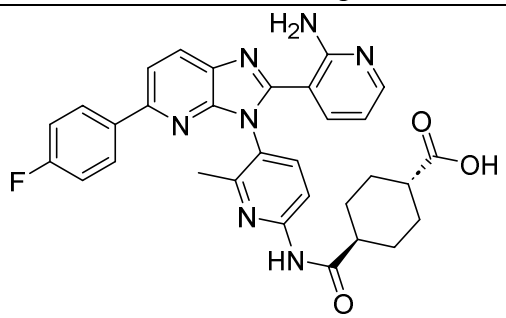
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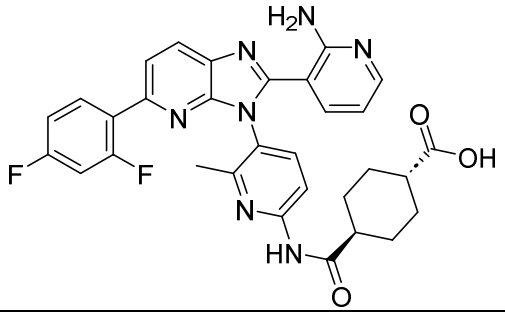
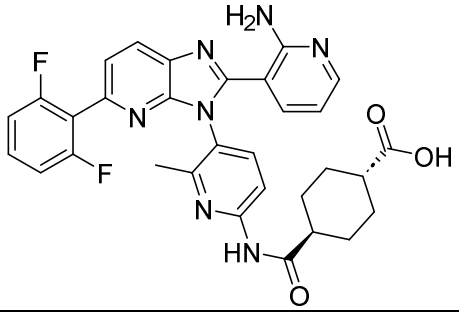
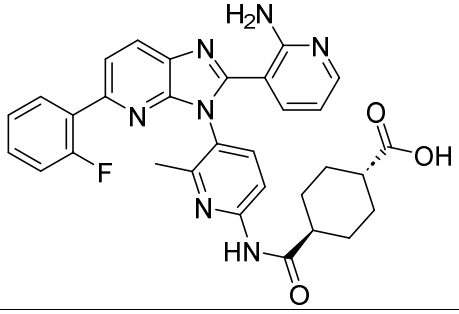
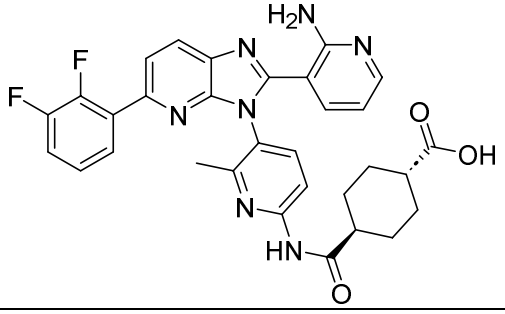
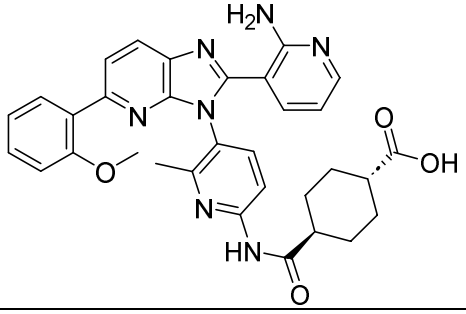
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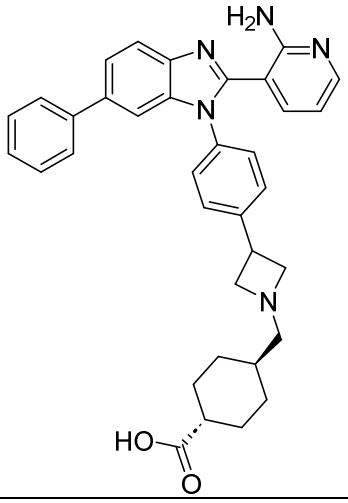
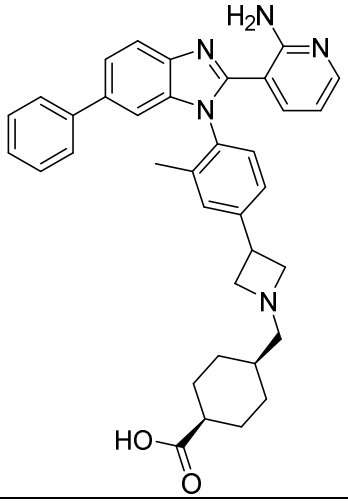
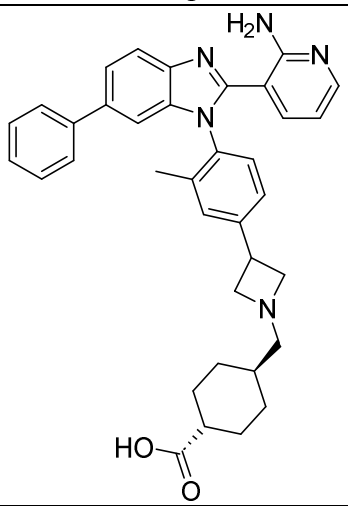
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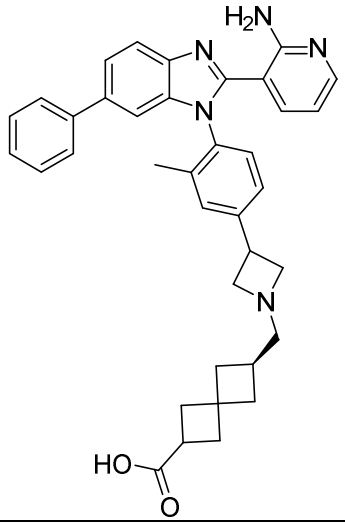
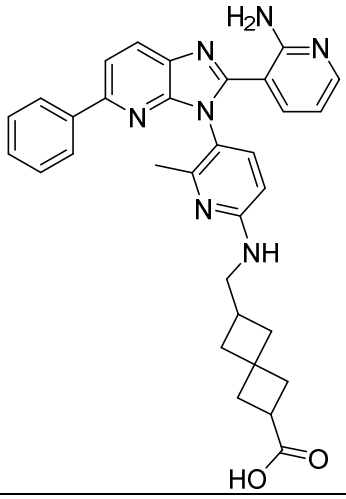
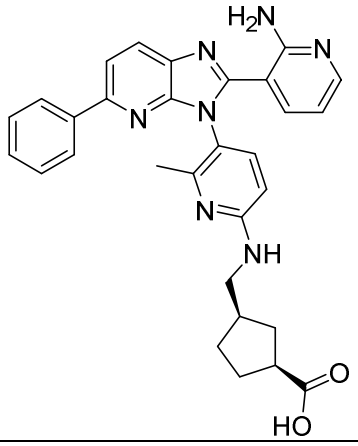
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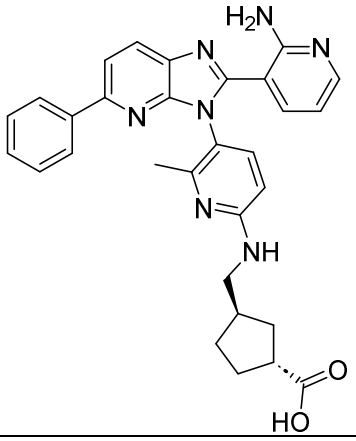
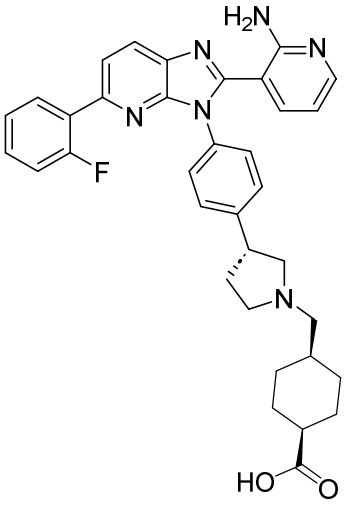
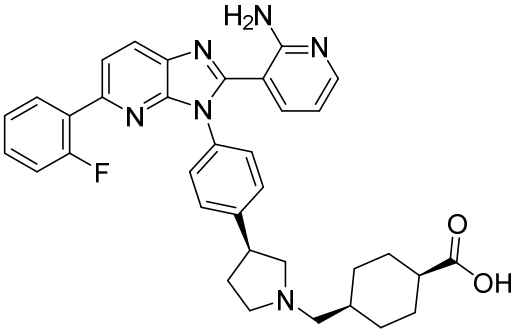
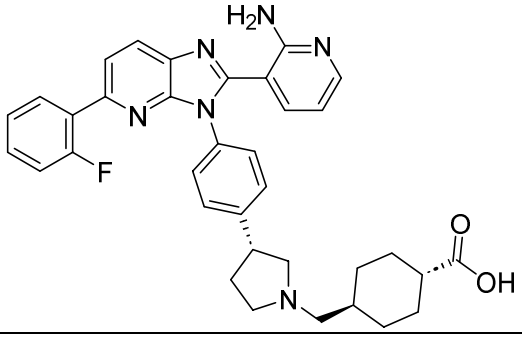
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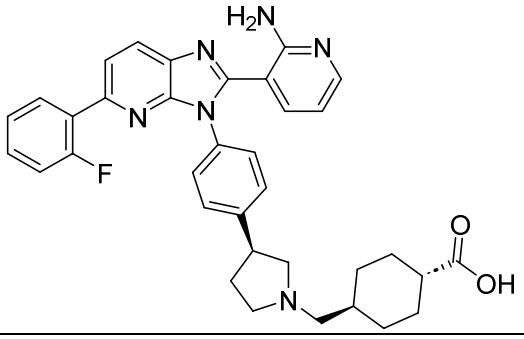
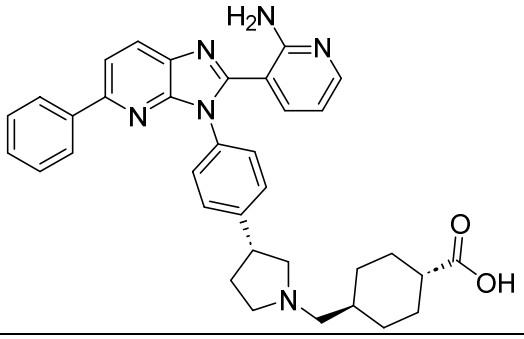
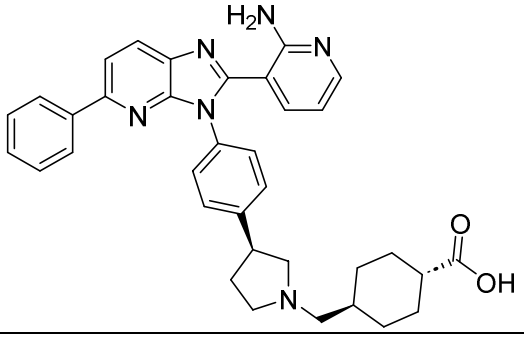
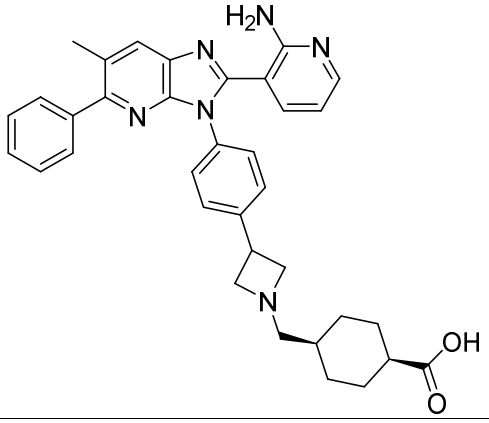
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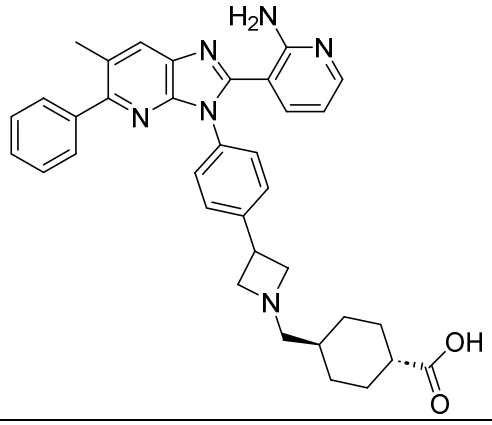
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16. A pharmaceutical composition comprising a compound of any one of claims 1-15 and a pharmaceutically acceptable carrier.

17. Use of compound of any one of claims 1-15 in the manufacture of a medicament for treating cancer in a subject in need thereof.

18. The use of claim 17, wherein the cancer is:
(a) a solid tumor;
(b) is ovarian cancer, uterine cancer, endometrial cancer, cervical cancer, prostate cancer, testicular cancer, breast cancer, brain cancer, lung cancer, oral cancer, esophageal cancer, head and neck cancer, stomach cancer, colon cancer, rectal cancer, skin cancer, sebaceous gland carcinoma, bile duct cancer, gallbladder cancer, liver cancer, pancreatic cancer, bladder cancer, urinary tract cancer, kidney cancer, eye cancer, thyroid cancer, lymphoma, leukemia, urothelial cancer, colorectal cancer, or glioblastoma multiforme;
(c) a breast invasive carcinoma, colon adenocarcinoma, head and neck cancer, lung adenocarcinoma, rectal adenocarcinoma, acute myeloid leukemia, glioblastoma multiforme, brain lower grade glioma, colorectal cancer, uterine corpus endometrial carcinoma, cervical cancer, endocervical cancer, thyroid carcinoma, prostate adenocarcinoma, skin cutaneous melanoma, bladder urothelial carcinoma, head and neck squamous cell carcinoma, or stomach adenocarcinoma;
(d) an adenocarcinoma, squamous cell carcinoma, epithelial neoplasm, glioma, ductal neoplasm, lobular neoplasm, cystic neoplasm, mucinous neoplasm, or serous neoplasm,

acinar cell neoplasm, basal cell neoplasm, fibroepithelial neoplasm, transitional cell papilloma, or transitional cell carcinoma;

(e) a cervical cancer, uterine cancer, breast cancer, thyroid cancer, prostate cancer, lung cancer, bladder cancer, skin cancer, stomach cancer, lymphoma, or leukemia; or

(f) a lymphoma or leukemia, optionally wherein the cancer has an *AKT1* mutation or an *AKT1* E17K mutation, further optionally wherein the subject is a human.