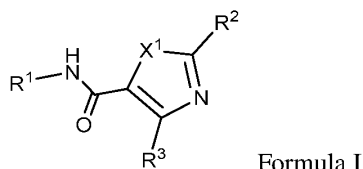


CLAIMS:

1. A compound of Formula I



, or a pharmaceutically acceptable salt thereof, wherein:

L is C₁₋₄alkylene or haloC₁₋₄alkylene;

L¹ and L² are independently a bond, C₁₋₆alkylene, O, NR^c, C(O), C(O)O, C(O)NR^c, S(O)_i or S(O)_iNR^c;

X¹ is NR^{x1};

X³ is CR⁴R⁸;

X⁴ and X⁶ are independently O or S;

X⁵ is O, S or NR⁰;

R^a, R^b and R^c are independently selected for each occurrence from the group consisting of hydrogen, C₁₋₆ alkyl, haloC₁₋₆ alkyl and C₃₋₆ monocycloalkyl;

R^d is hydrogen, OH, C₁₋₆ alkyl or C₁₋₆ alkoxy;

R^{x1} is hydrogen, C₁₋₄ alkyl, C₁₋₄ alkenyl, C₁₋₄ alkynyl, haloC₁₋₄ alkyl, or C₃₋₆ monocycloalkyl; or R^{x1} and R² together form a -CH₂CH₂CH₂-, -CH₂CH₂CH₂CH₂-, -CH₂CH₂O-, -CH₂OCH₂-, -CH₂CH₂CH₂O-, -CH₂CH₂OCH₂-, -CH₂CH₂-NH-, -CH₂NHCH₂-, -CH₂CH₂CH₂NH- or -CH₂CH₂NHCH₂- group;

R^{0a} is independently selected for each occurrence from the group consisting of hydrogen, halogen, OH, CN, NO₂, R^aR^bN-, C₁₋₄alkyl and haloC₁₋₄alkyl;

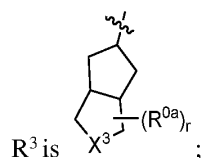
R^{4a} and R^{6a} are independently hydrogen or C₁₋₄ alkyl;

R⁰, R⁶ and R¹¹ are independently selected for each occurrence from the group consisting of hydrogen, halogen, OH, CN, NO₂, oxo, R^dN=, hydrazino, formyl, azido, silyl, siloxy, HOC(O)-, R^aR^bN-, R^aR^bNS(O)_i-, C₁₋₆alkyl, C₂₋₆alkenyl, C₂₋₆alkynyl, haloC₁₋₆alkyl, hydroxyC₁₋₆alkyl-, R^aR^bNC₁₋₆alkyl-, HOC(O)C₁₋₆alkyl-, R^aR^bNC₁₋₆alkylNR^c-, C₁₋₆alkylNR^aC₁₋₆alkylNR^c-, C₁₋₆alkoxy, haloC₁₋₆alkoxy, hydroxyC₁₋₆alkoxy-, R^aR^bNC₁₋₆alkoxy-,

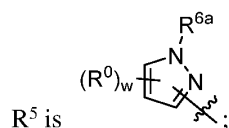
C₁₋₆alkoxyC₁₋₆alkyl-, haloC₁₋₆alkoxyC₁₋₆alkyl-, R^aR^bNC(O)-, C₁₋₆alkylC(O)-, C₁₋₆alkoxyC(O)-, C₁₋₆alkylC(O)O-, C₁₋₆alkylS(O)_q-, C₁₋₆alkylS(O)_tNR^c-, C₁₋₆alkylS(O)_tC₁₋₆alkyl-, C₁₋₆alkylS(O)_tNR^aC₁₋₆alkyl-, C₃₋₆cycloalkylS(O)_tC₁₋₆alkyl-, C₁₋₆alkylC(O)C₁₋₆alkyl-, and C₁₋₆alkylC(O)OC₁₋₆alkyl-;

R¹ is a phenyl or 5-6 membered monocyclic heteroaryl, wherein the phenyl or 5-6 membered monocyclic heteroaryl is optionally substituted with one, two, or three independently selected R¹¹ groups;

R² and R⁸ are independently selected from the group consisting of hydrogen, halo, CN, OH, R^aR^bN, C₁₋₄alkyl, haloC₁₋₄alkyl, C₃₋₅monocycloalkyl, C₁₋₄alkoxy, and haloC₁₋₄alkoxy;



R⁴ is R⁵-L¹-, R⁶ or R⁹;



R⁹ is R¹⁴S(O)_q-L-, R¹⁴S(O)_qNH-L-, or R¹⁴C(O)NH-L-;

R¹⁴ is R^aR^bN-, C₁₋₆alkyl, C₂₋₆alkenyl, C₂₋₆alkynyl, C₁₋₆haloalkyl, C₁₋₆alkoxy, C₁₋₆haloalkyl, C₁₋₆haloalkoxy, or R⁵-L¹-;

q, r, t, and w are independently selected for each occurrence from 0, 1 and 2; and

v is independently selected for each occurrence from 0, 1, 2 and 3.

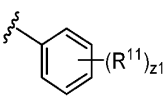
2. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R^{x1} is hydrogen or methyl.

3. The compound of claim 2, or a pharmaceutically acceptable salt thereof, wherein R^{x1} is methyl.

4. The compound according to any one of claims 1-3, or a pharmaceutically acceptable salt thereof, wherein r is 0.

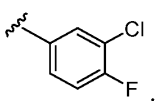
5. The compound according to any one of claims 1-4, or a pharmaceutically acceptable salt thereof, wherein R^2 is hydrogen.

6. The compound according to any one of Claims 1-5, or a pharmaceutically

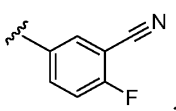
acceptable salt thereof, wherein: R^1 is ; R^{11} is independently selected for each occurrence from the group consisting of halogen, CN, C_{1-6} alkyl and halo C_{1-6} alkyl; and z_1 is 0, 1, 2 or 3.

7. The compound of Claim 6, or a pharmaceutically acceptable salt thereof, wherein for each occurrence R^{11} is independently selected from the group consisting of CN, F, Cl, Br and I.

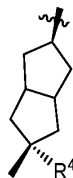
8. The compound of Claim 7, or a pharmaceutically acceptable salt thereof,

wherein R^1 is .

9. The compound of Claim 7, or a pharmaceutically acceptable salt thereof,

wherein R^1 is .

10. The compound according to any one of claims 1-9, or a pharmaceutically



acceptable salt thereof, wherein R^3 is R^8 .

11. The compound according to any one of claims 1-10, or a pharmaceutically acceptable salt thereof, wherein R^4 is R^6 .

12. The compound according to any one of claims 1-10, or a pharmaceutically acceptable salt thereof, wherein R^4 is R^5-L^1 .

13. The compound of claim 12, or a pharmaceutically acceptable salt thereof, wherein L^1 is a bond.

14. The compound according to any one of claims 1-10, or a pharmaceutically acceptable salt thereof, wherein R^4 is R^9 .

15. The compound according to any one of claims 1-14, or a pharmaceutically acceptable salt thereof, wherein R^8 is hydrogen, OH or C_{1-6} alkoxy.

16. The compound of claim 15, or a pharmaceutically acceptable salt thereof, wherein R^8 is OH.

17. A pharmaceutical composition comprising the compound according to any one of claims 1-16, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable excipient.

18. A method of treating Hepatitis B (HBV) infection in a subject in need thereof, the method comprising: administering to the subject a therapeutically effective amount of a compound according to any one of claims 1-16, or a pharmaceutically acceptable salt thereof.

19. A method of treating Hepatitis B (HBV) infection in a subject in need thereof, the method comprising: administering to the subject a therapeutically effective amount of pharmaceutical composition of claim 17.