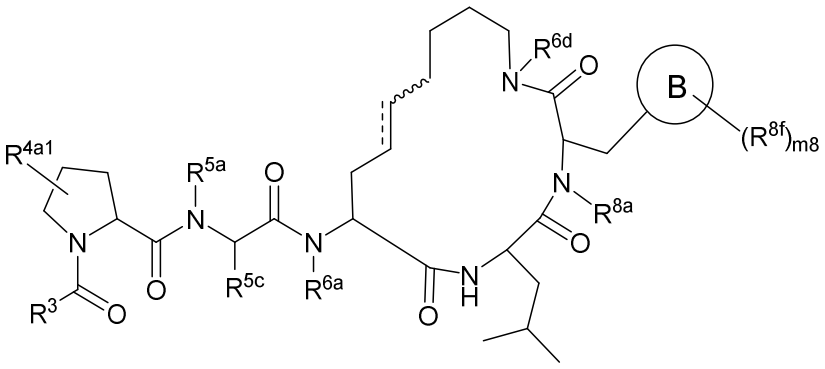
WHAT IS CLAIMED IS:

1. A compound of Formula (Id):



(Id)

wherein the dashed bond is absent or a single bond, and wherein when the dashed line is a single bond in Formula (Id), the wavy bond attached to the double bond indicates E, Z, or a mixture of both isomers, and

wherein

R^3 is

(a) C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, or C_{1-6} haloalkyl, each substituted with 0 to 5 R^{3a},

(b) C_{3-12} cycloalkyl substituted with 0 to 5 R^{3b}, or

(c) heterocycloalkyl having 3 to 12 ring members and 1 to 4 heteroatoms, each independently N, O, or S, wherein the heterocycloalkyl is substituted with 0 to 5 R^{3c};

each R^{3a} is –OH, C_{1-6} alkoxy, C_{1-6} haloalkoxy, or –O–C(O)C_{1-6} alkyl;

each R^{3b} is independently C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, –OH, C_{1-6} alkoxy, halo, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, or cyano;

each R^{3c} is independently C_{1-6} alkyl, halo, C_{1-6} haloalkyl, cyano, C_{3-6} cycloalkyl, or oxo;

each R^{4a1} is independently C_{1-6} alkyl, –OH, C_{1-6} alkyl–OH, C_{1-6} alkoxy, or halo;

R^{5a} is H or C_{1-6} alkyl;

R^{5c} is H, C_{1-6} alkyl, –C_{1-6} alkyl–OH, C_{2-6} alkoxyalkyl, C_{1-6} haloalkyl, –C_{1-6} alkyl–C(O)$NR^{5b1}R^{5b2}$, –C_{1-6} alkyl–C(O)OR^{5b1}, C_{3-6} cycloalkyl, C_{1-6} alkyl–C_{3-6} cycloalkyl, heterocycloalkyl, –C_{1-6} alkyl–heterocycloalkyl, phenyl, –C_{1-6} alkyl–phenyl, heteroaryl, or

–C_{1-6} alkyl–heteroaryl, wherein each heterocycloalkyl has 3 to 6 ring members and 1 to 3 heteroatoms, each independently N, O, or S, and each heteroaryl has 5 to 6 ring members and 1 to 3 heteroatoms, each independently N, O, or S, and wherein each cycloalkyl, heterocycloalkyl, phenyl, and heteroaryl is substituted with 0 to 3 R^{5b5};

each R^{5b1} and R^{5b2} are independently H, C_{1-4} alkyl, or C_{1-4} haloalkyl;

alternatively, R^{5b1} and R^{5b2} together with the nitrogen to which each is attached combine to form a heterocycloalkyl having 3 to 6 ring members and 0 to 1 additional heteroatoms, wherein the heterocycloalkyl is substituted with 0 to 2 R^{5b3};

each R^{5b3} and R^{5b5} is independently C_{1-6} alkyl, halo, C_{1-6} haloalkyl, or cyano;

R^{6a} is H, C_{1-6} alkyl, C_{1-6} deuteroalkyl, C_{2-6} alkoxyalkyl, C_{3-6} cycloalkyl, –C_{1-6} alkyl–C_{3-6} cycloalkyl, heterocycloalkyl, –C_{1-6} alkyl–heterocycloalkyl, phenyl, –C_{1-6} alkyl–phenyl, heteroaryl, or –C_{1-6} alkyl–heteroaryl, wherein the heterocycloalkyl has 3 to 6 ring members and 1 to 3 heteroatoms, each independently N, O, or S, and the heteroaryl has 5 to 6 ring members and 1 to 3 heteroatoms, each independently N, O, or S;

R^{6d} is H or C_{1-6} alkyl;

R^{8a} is H, C_{1-6} alkyl, C_{2-6} alkoxyalkyl, C_{3-6} cycloalkyl or –C_{1-6} alkyl–C_{3-6} cycloalkyl;

ring B is C_{6-12} aryl or heteroaryl having 5 to 12 ring members and 1 to 6 heteroatoms, each independently N, O or S;

the subscript m8 is an integer from 0 to 5;

each R^{8f} is independently C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} alkoxy, C_{1-6} deuteroalkoxy, halo, C_{1-6} haloalkyl, cyano, –X^{8f}–cyano, C_{3-12} cycloalkyl, –X^{8f}–C_{3-6} cycloalkyl, –CH=C$R^{8f1}R^{8f2}$, heterocycloalkyl, –X^{8f}–heterocycloalkyl, C_{6-12} aryl, –X^{8f}–C_{6-12} aryl, heteroaryl, or –X^{8f}–heteroaryl, wherein each heterocycloalkyl has 3 to 12 ring members and 1 to 4 heteroatoms, each independently N, O, or S, and each heteroaryl has 5 to 10 ring members and 1 to 4 heteroatoms, each independently N, O, or S, wherein each alkynyl, cycloalkyl, heterocycloalkyl, aryl, and heteroaryl is substituted with 0 to 3 R^{8f3};

alternatively, two R^{8f} groups on adjacent ring vertices combine to form a C_{3-6} cycloalkyl or a heterocycloalkyl having 3 to 6 ring members and 1 to 3

heteroatoms, each independently N, O or S, wherein the cycloalkyl or heterocycloalkyl is substituted with 0 to 3 R^{8f3};

each X^{8f} is independently C_{1-6} alkylene, C_{2-6} alkenylene, –O–C_{1-6} alkylene, C(O), O, or S;

each R^{8f1} and R^{8f2} are combined with the carbon to which they are attached to form a heterocycloalkyl having 3 to 10 ring members and 1 to 3 heteroatoms, each independently N, O or S, wherein the heterocycloalkyl is substituted with 0 to 3 R^{8f3};

each R^{8f3} is independently C_{1-6} alkyl, –Y^8–C_{1-6} alkyl, C_{1-6} deuteroalkyl, –Y^8–C_{1-6} deuteroalkyl, –OH, –C_{1-6} alkyl–OH, –Y^8–C_{1-6} alkyl–OH, –C_{1-6} alkyl–Y^8–C_{1-6} alkyl, –(C_{1-2} alkyl–O)$_{1-4}$–C_{1-2} alkyl, C_{1-6} alkoxy, halo, C_{1-6} haloalkyl, –Y^8–C_{1-6} haloalkyl, cyano, –C_{1-6} alkyl–cyano, –C_{1-6} alkyl–$NR^{8g}R^{8h}$, oxo, C_{3-6} cycloalkyl, –X^{8f3}–C_{3-6} cycloalkyl, heterocycloalkyl, –X^{8f3}–heterocycloalkyl, phenyl, –X^{8f3}–phenyl, heteroaryl, or –X^{8f3}–heteroaryl, wherein each heterocycloalkyl has 3 to 12 members and 1 to 4 heteroatoms, each independently N, O, S, or S(O)$_2$, and each heteroaryl has 5 to 10 ring members and 1 to 4 heteroatoms, each independently N, O, or S, and wherein each heterocycloalkyl and heteroaryl are substituted with 0 to 2 C_{1-4} alkyl or halo;

each X^{8f3} is independently C_{1-6} alkylene, O, C(O), or S(O)$_2$;

each Y^8 is independently C(O), C(O)O, N(R^{8f4})C(O), O, S, or S(O)$_2$;

each R^{8g} and R^{8h} is independently H, C_{1-6} alkyl, or C_{1-6} haloalkyl;

alternatively, two R^{8f3} groups on the same or adjacent ring vertices combine to form a C_{3-6} cycloalkyl or a heterocycloalkyl having 3 to 6 ring members and 1 to 3 heteroatoms, each independently N, O or S, wherein nitrogen atom ring members in the heterocycloalkyl are substituted with 0 to 1 C_{1-4} alkyl; and

each R^{8f4} is independently H or C_{1-6} alkyl;

or a pharmaceutically acceptable salt thereof.

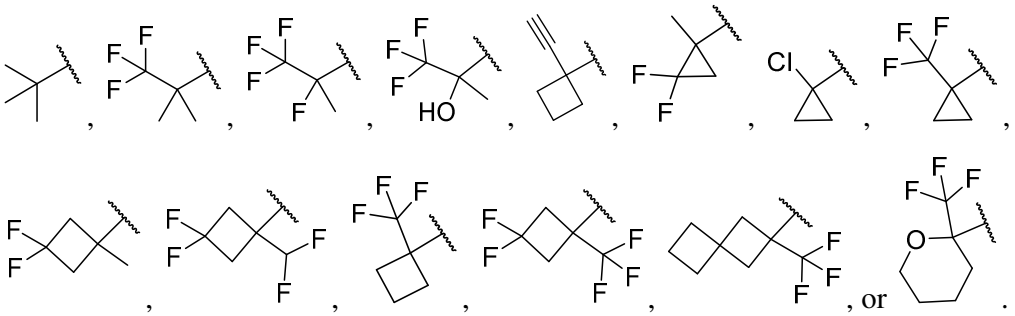
2. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, wherein R^3 is (a) C_{1-6} alkyl or C_{1-6} haloalkyl substituted with 0 to 2 R^{3a}.

3. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, wherein R^3 is (b) C_{3-7} cycloalkyl substituted with 0 to 3 R^{3b}.

4. The compound of claim **1** or claim**3**, or the pharmaceutically acceptable salt thereof, wherein each R^{3b} is halo or C_{1-4} haloalkyl.

5. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, wherein R^3 is (c) heterocycloalkyl having 3 to 6 ring members and 1 to 3 heteroatoms, each independently N, O, or S, wherein the heterocycloalkyl is substituted with 0 to 5 R^{3c}.

6. The compound of any one of claims **1** to **5**, or the pharmaceutically acceptable salt thereof, wherein R^3 is

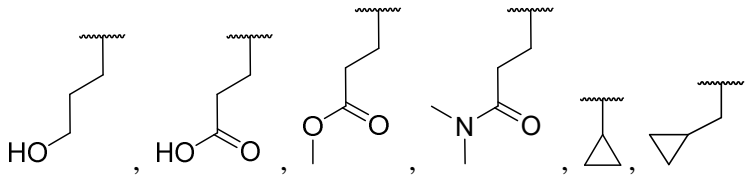


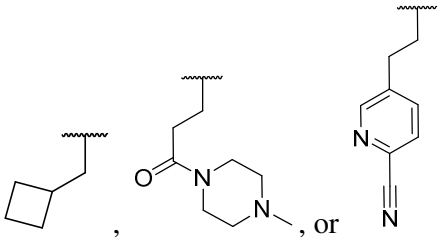
7. The compound of any one of claims **1** to **6**, or the pharmaceutically acceptable salt thereof, wherein

R^{5c} is C_{3-6} cycloalkyl or C_{1-4} alkyl–C_{3-6} cycloalkyl.

8. The compound of any one of claims **1** to **7**, or the pharmaceutically acceptable salt thereof, wherein

R^{5a} is H; and

R^{5c} is H, methyl, ethyl, 

, 

9. The compound of any one of claims **1** to **8**, or the pharmaceutically acceptable salt thereof, wherein ring B is phenyl, naphthyl, biphenyl, thiophenyl, pyrid-3-yl, benzofuranyl, indolyl, indazolyl, or quinolinyl.

10. The compound of any one of claims **1** to **9**, or the pharmaceutically acceptable salt thereof, wherein ring B is biphenyl.

11. The compound of any one of claims **1** to **9**, or the pharmaceutically acceptable salt thereof, wherein ring B is phenyl.

12. The compound of any one of claims **1** to **11**, or the pharmaceutically acceptable salt thereof, wherein the subscript m8 is 1, 2, or 3.

13. The compound of any one of claims **1** to **12**, or the pharmaceutically acceptable salt thereof, wherein at least one R^{8f} is halo.

14. The compound of any one of claims **1** to **13**, or the pharmaceutically acceptable salt thereof, wherein

each R^{8f} is independently halo, C_{3-6} cycloalkyl, $–X^{8f}–C_{3-6}$ cycloalkyl, $–CH=CR^{8f1}R^{8f2}$, heterocycloalkyl, $–X^{8f}–$heterocycloalkyl, phenyl, $–X^{8f}–$phenyl, heteroaryl, or $–X^{8f}–$heteroaryl, wherein each heterocycloalkyl has 3 to 10 ring members and 1 to 3 heteroatoms, each independently N, O, or S, and each heteroaryl has 5 to 10 ring members and 1 to 3 heteroatoms, each independently N, O, or S, wherein each cycloalkyl, heterocycloalkyl, phenyl, and heteroaryl is substituted with 0 to 3 R^{8f3};

each X^{8f} is independently C_{1-6} alkylene, C_{2-6} alkenylene, O, or S; and

each R^{8f1} and R^{8f2} are combined with the carbon to which they are attached to form a heterocycloalkyl having 3 to 10 ring members and 1 to 3 heteroatoms, each independently N, O or S, wherein the heterocycloalkyl is substituted with 0 to 3 R^{8f3}.

15. The compound of any one of claims **1** to **13**, or the pharmaceutically acceptable salt thereof, wherein

each R^{8f} is independently C_{1-4} alkyl, C_{2-4} alkenyl, C_{1-4} alkoxy, C_{1-4} deuteroalkoxy, halo, C_{1-4} haloalkyl, cyano, or $–C_{1-2}$ alkyl–cyano.

16. The compound of any one of claims **1** to **13**, or the pharmaceutically acceptable salt thereof, wherein

each R^{8f} is independently halo, C_{3-6} cycloalkyl, –O–C_{3-6} cycloalkyl, heteroaryl, or –O–heteroaryl, wherein each heteroaryl has 5 to 6 ring members and 1 to 3 heteroatoms, each independently N, O, or S, wherein each cycloalkyl, and heteroaryl is substituted with 0 to 3 R^{8f3}.

17. The compound of any one of claims **1** to **16**, or the pharmaceutically acceptable salt thereof, wherein

each R^{8f3} is independently C_{1-6} alkyl, –Y^8–C_{1-6} alkyl, C_{1-6} deuteroalkyl, –Y^8–C_{1-6} deuteroalkyl, –OH, –C_{1-6} alkyl–OH, –Y^8–C_{1-6} alkyl–OH, –C_{1-6} alkyl–Y^8–C_{1-6} alkyl, halo, C_{1-6} haloalkyl, –Y^8–C_{1-6} haloalkyl, or oxo;

each Y^8 is independently C(O), C(O)O, N(R^{8f4})C(O), O, S, or $S(O)_2$; and

each R^{8f4} is independently H or C_{1-6} alkyl.

18. The compound of any one of claims **1** to **17**, or the pharmaceutically acceptable salt thereof, wherein each R^{8f3} is independently C_{1-6} alkyl, C_{1-6} deuteroalkyl, –OH, –C_{1-6} alkyl–OH, halo, C_{1-6} haloalkyl, or oxo.

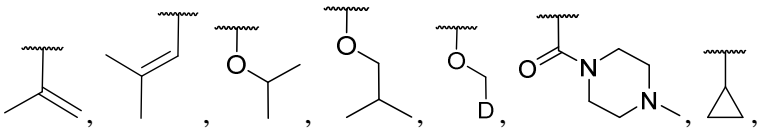
19. The compound of any one of claims **1** to **17**, or the pharmaceutically acceptable salt thereof, wherein

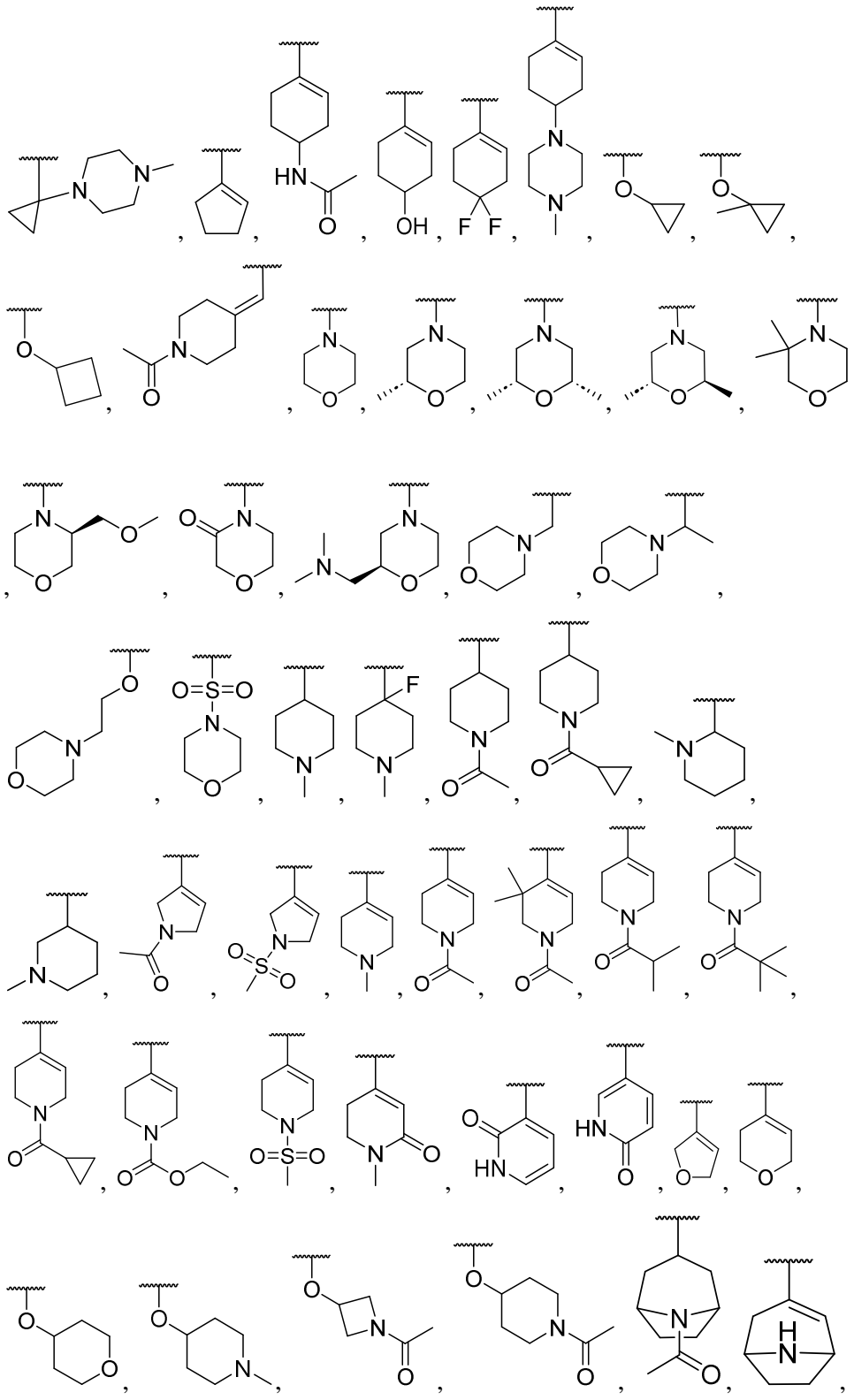
each R^{8f3} is independently C_{1-6} alkyl or –Y^8–C_{1-6} alkyl.

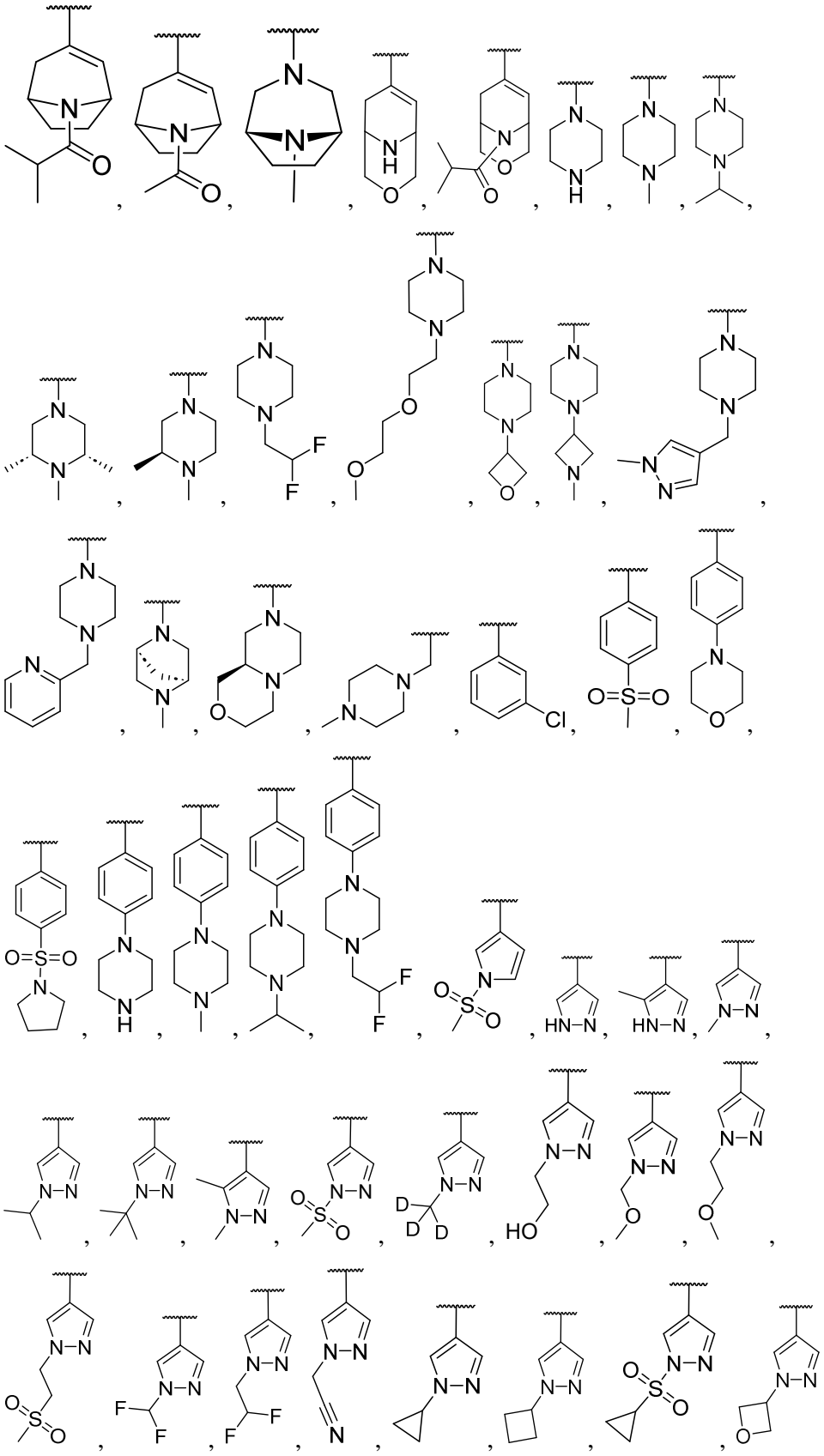
20. The compound of any one of claims **1** to **19**, or the pharmaceutically acceptable salt thereof, wherein

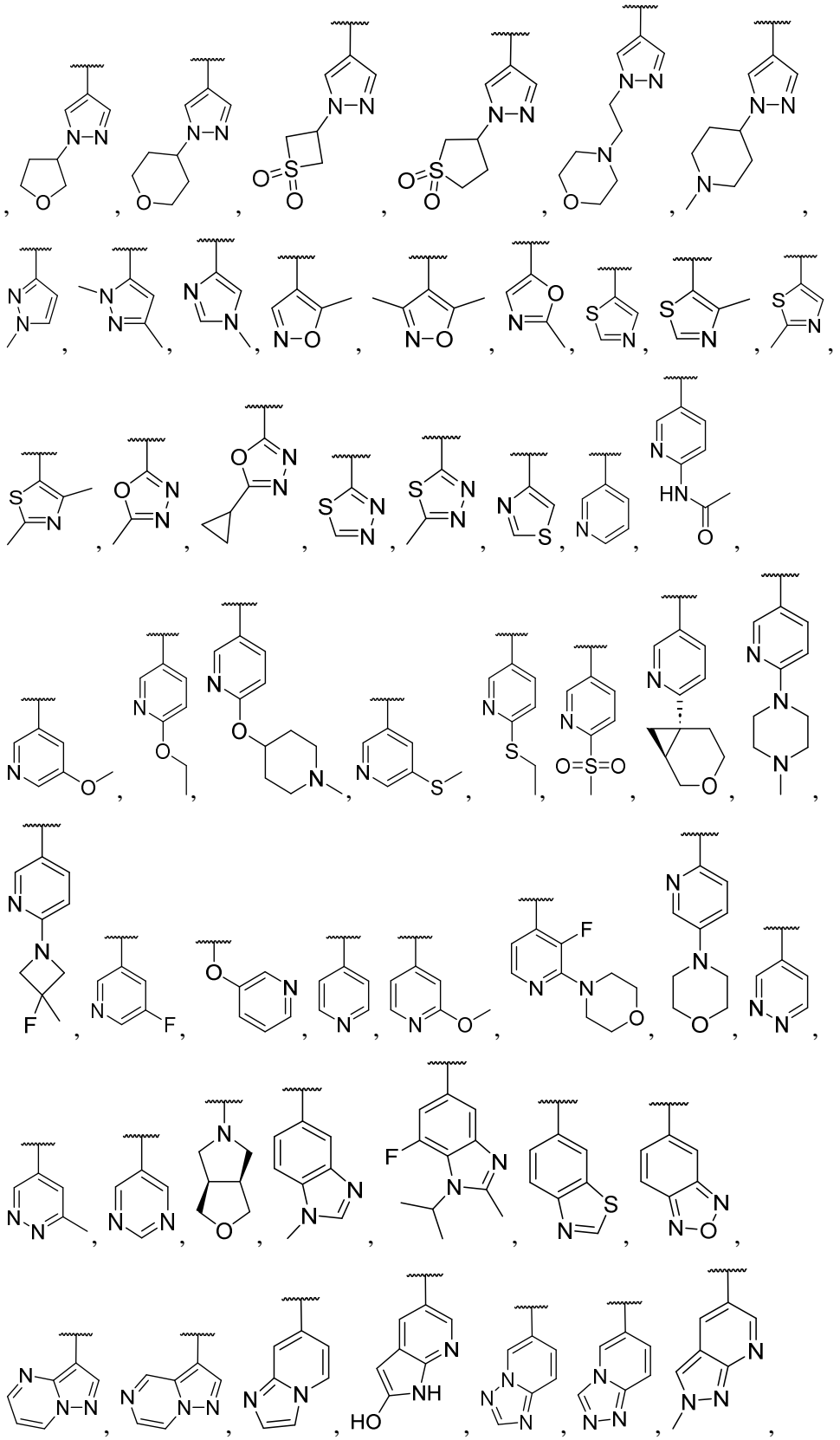
m8 is 1, 2, or 3; and

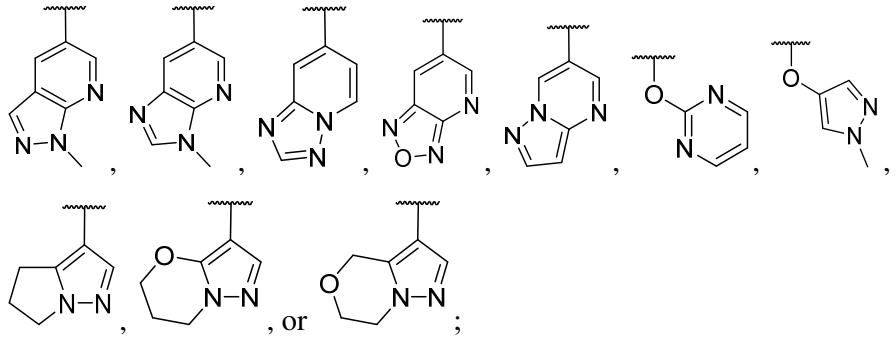
each R^{8f} is independently methyl, isopropyl, isobutyl, methoxy, ethoxy, fluoro, chloro, cyano,



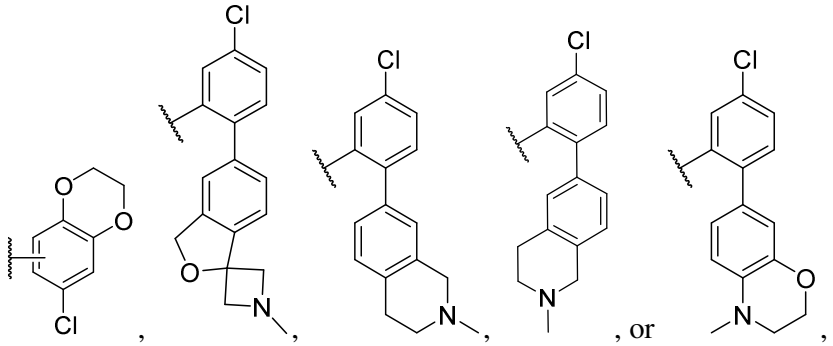








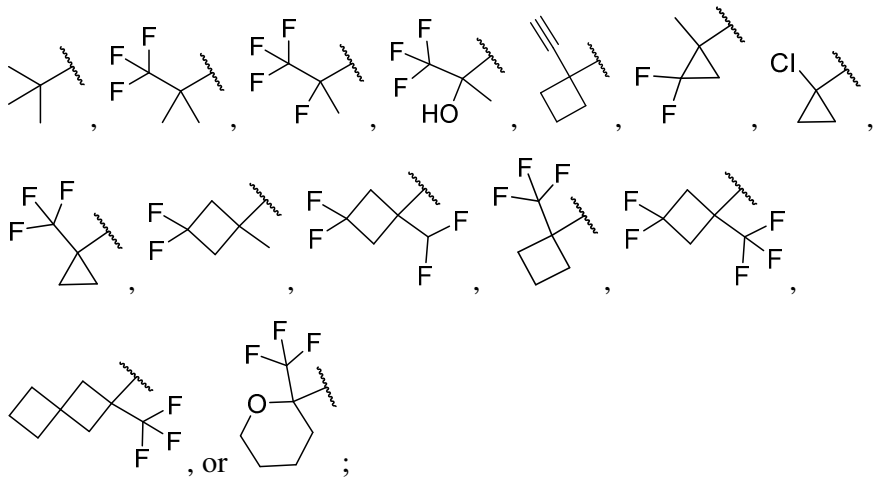
alternatively, ring B and three R^{8f} groups form the moiety



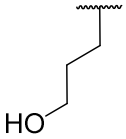
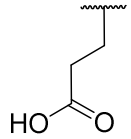
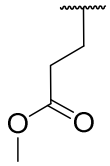
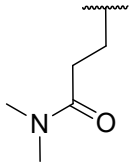
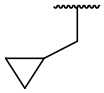
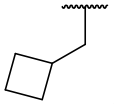
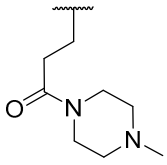
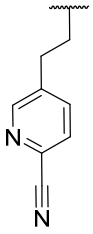
wherein the wavy line identifies attachment to the remainder of the molecule.

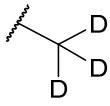
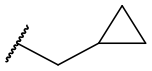
21. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, wherein

R^3 is



R^{5a} is H;

R^{5c} is H, methyl, ethyl, , , , , , , , , or ;

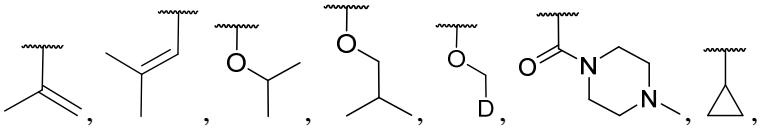
R^{6a} is H, methyl, ethyl, , or ;

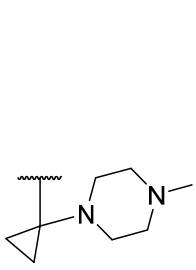
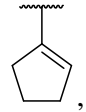
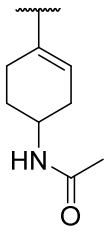
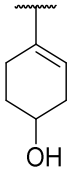
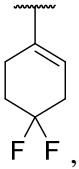
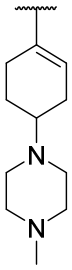
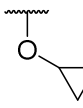
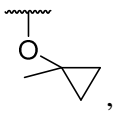
R^{6d} is H, methyl, or ethyl;

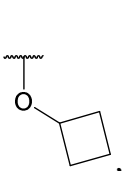
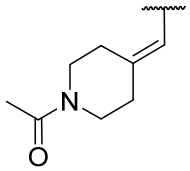
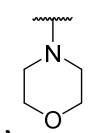
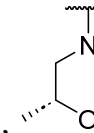
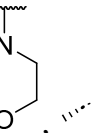
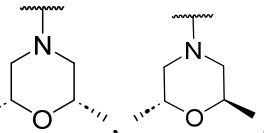
ring B is phenyl, naphthyl, biphenyl, thiophenyl, pyridyl, benzofuranyl, indolyl, indazolyl, or quinolinyl;

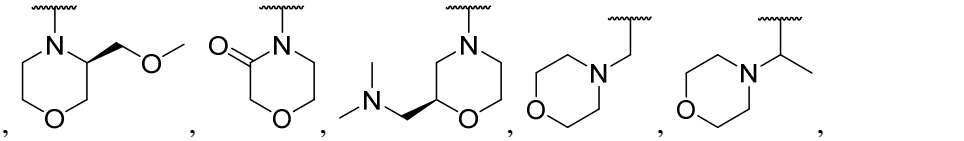
m8 is 1, 2, or 3; and

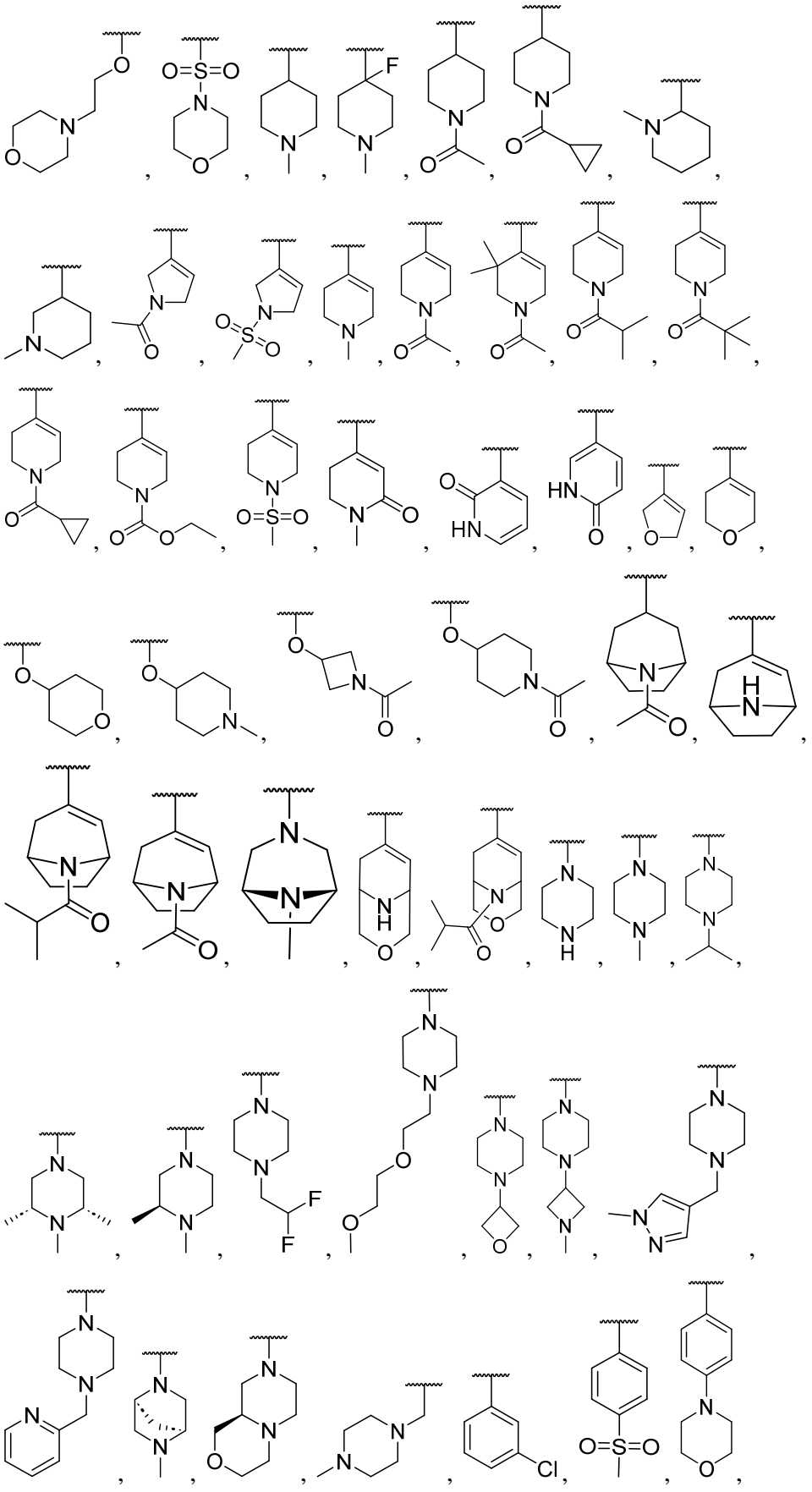
each R^{8f} is independently methyl, isopropyl, isobutyl, methoxy, ethoxy, fluoro, chloro, cyano,

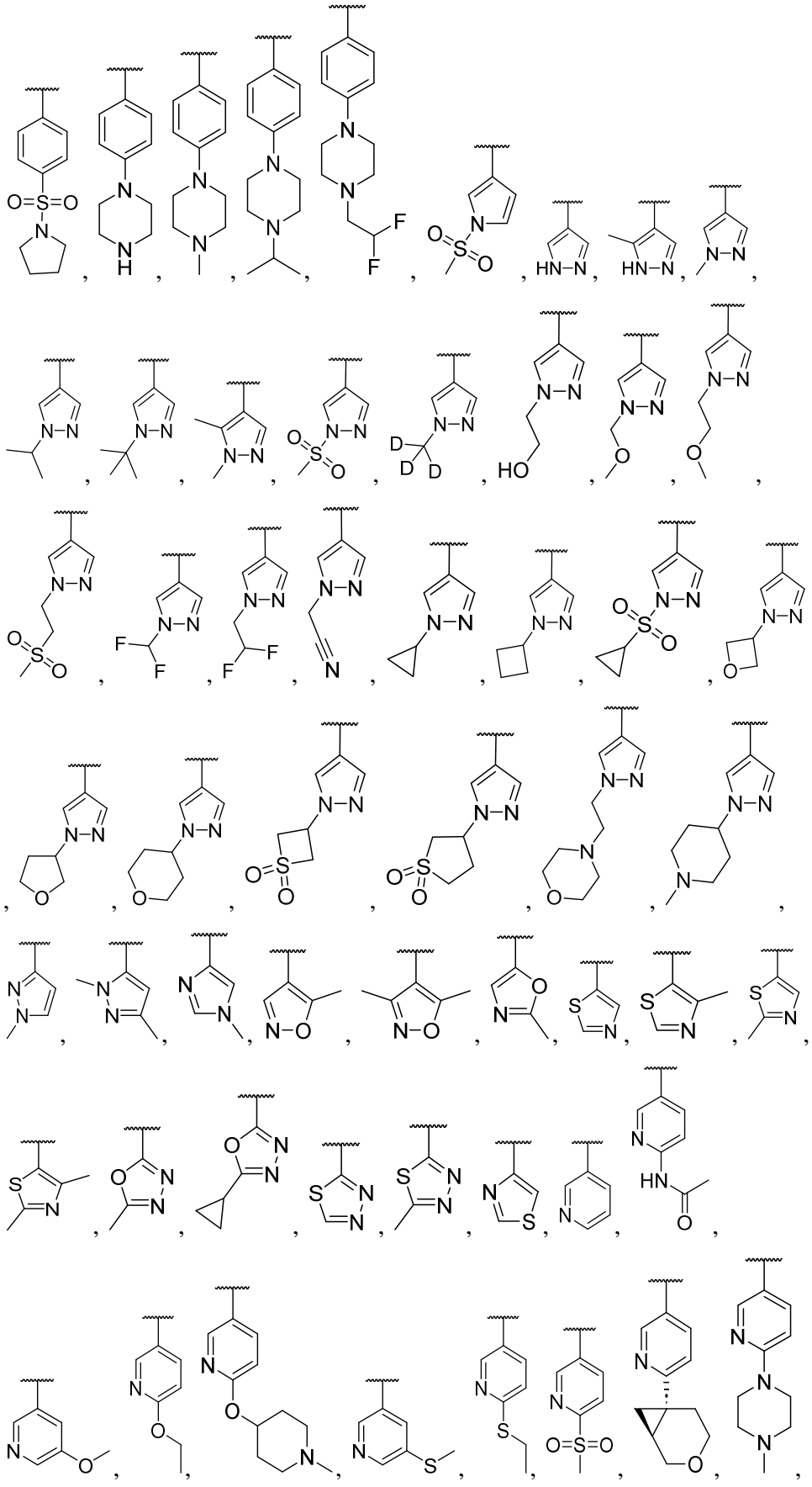
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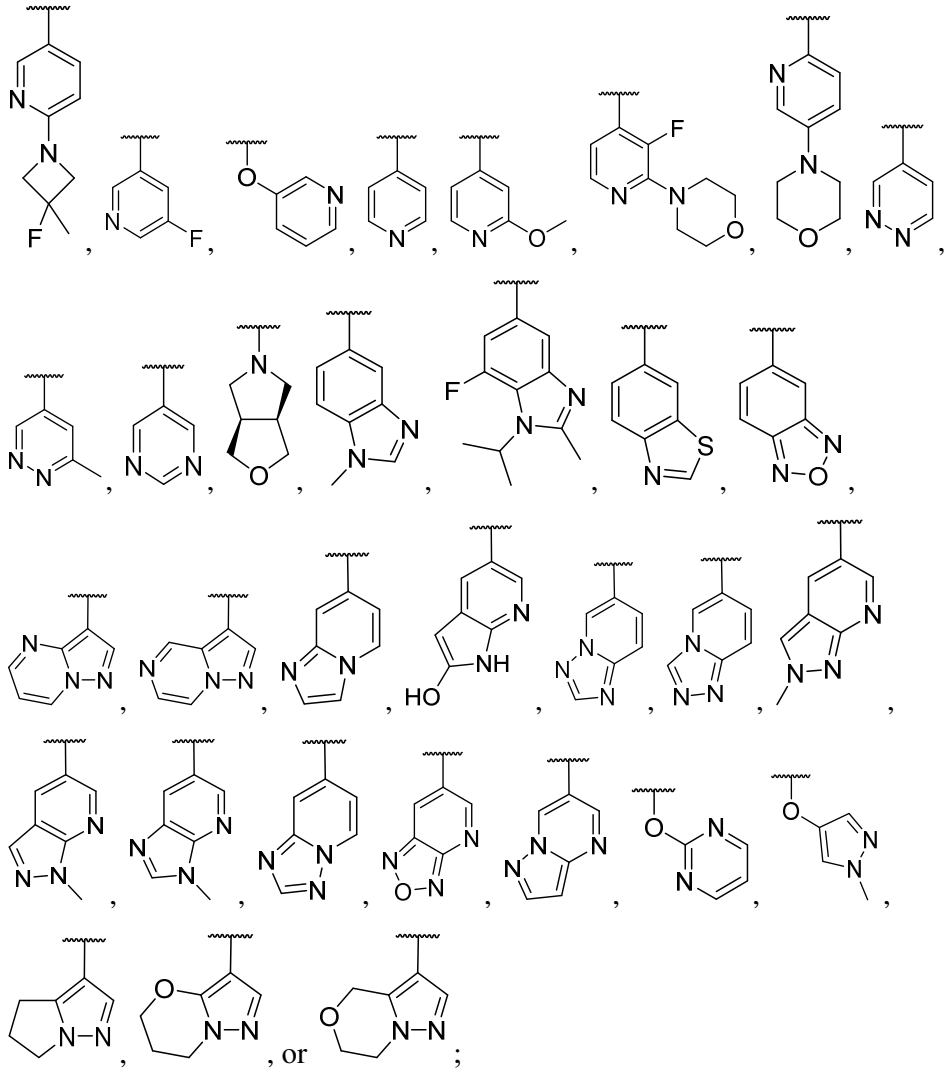
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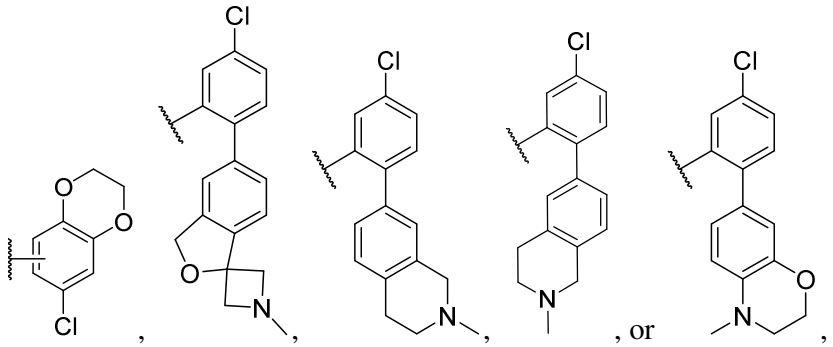








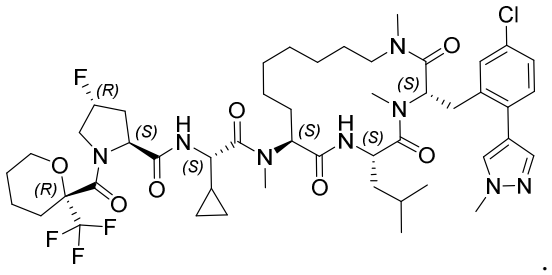
alternatively, ring B and three R^{8f} groups form the moiety



wherein the wavy line identifies attachment to the remainder of the molecule.

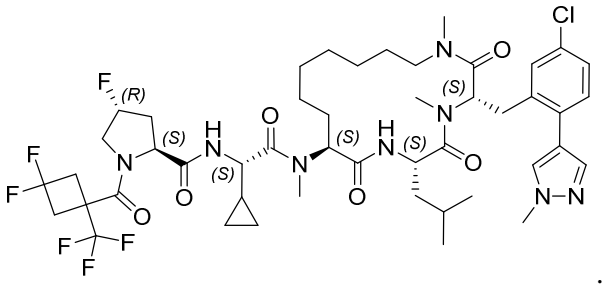
22. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure of any one of Examples 1-426.

23. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



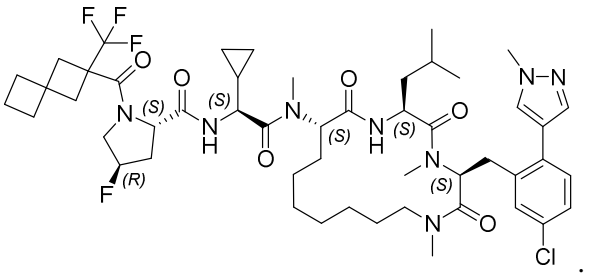
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24. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



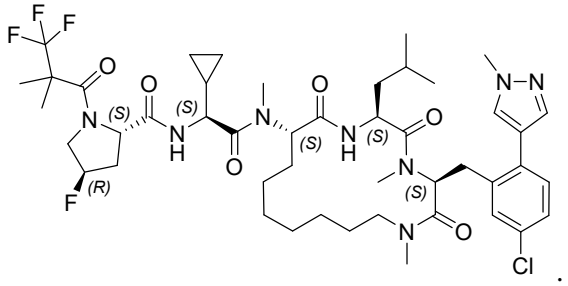
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25. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure

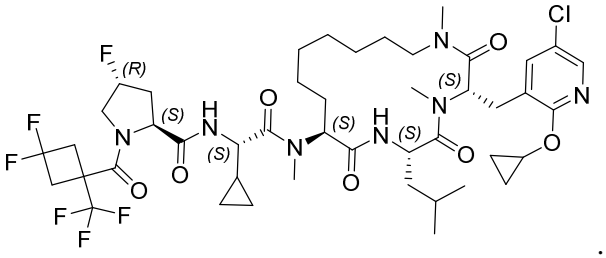


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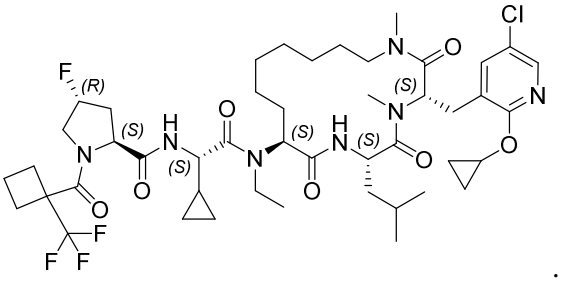
26. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



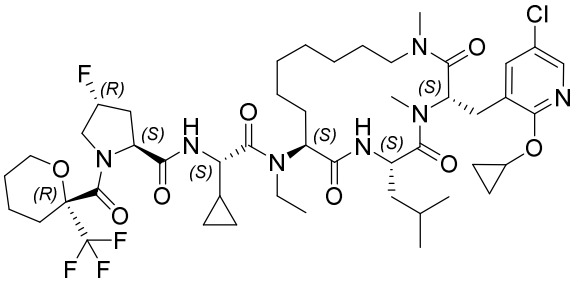
27. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



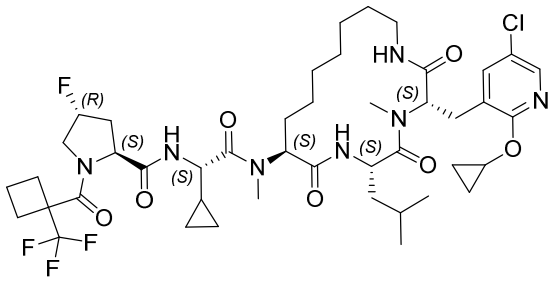
28. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



29. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure

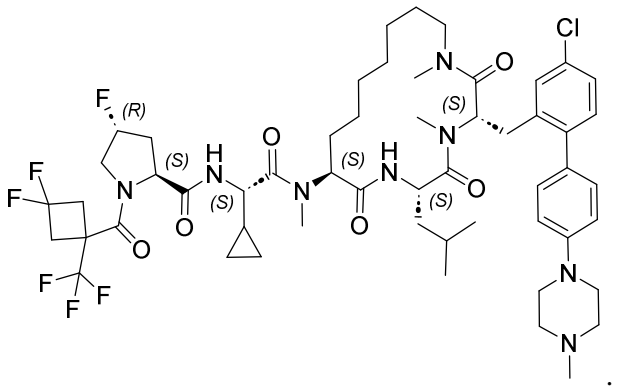


30. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



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31. The compound of claim **1**, or the pharmaceutically acceptable salt thereof, having the structure



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32. A pharmaceutical composition comprising a compound of any one of claims **1** to 31 and a pharmaceutically acceptable excipient.

33. A compound of any one of claims **1** to **31**, or a pharmaceutically acceptable salt thereof, or a pharmaceutical composition of claim **32** for use in a method for treating a cancer mediated at least in part by cyclin A.

34. Use of a compound of any one of claims **1** to **31**, or a pharmaceutically acceptable salt thereof, or a pharmaceutical composition of claim **32** for the manufacture of a medicament for the treatment of a cancer mediated at least in part by cyclin A.