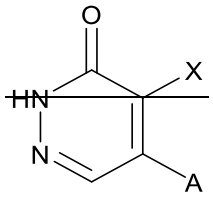
What is claimed is:

1. A compound of Formula I:

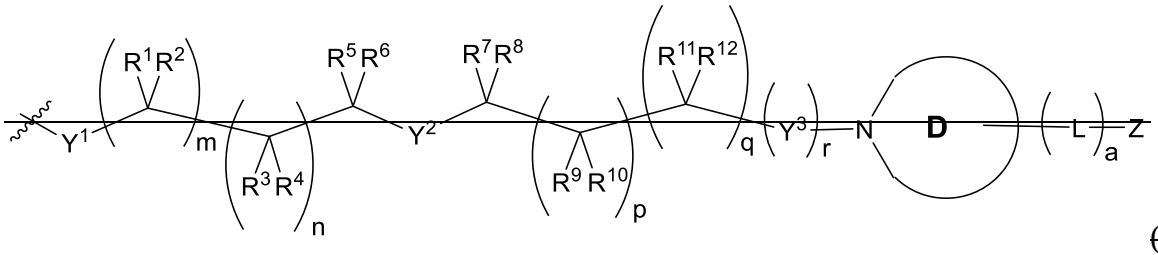


I

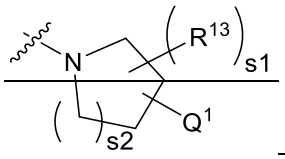
or a pharmaceutically acceptable salt thereof, wherein:

X is Cl, Br, CH_3, CF_3, CN, OCH_3, ethyl, cyclopropyl, SCH_3, or isopropyl;

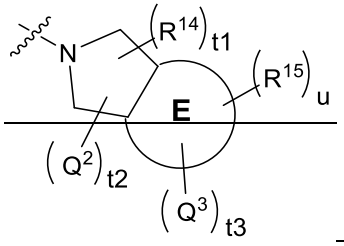
A is a group having a formula selected from (A-1), (A-2), and (A-3):



(A-1)



(A-2)



(A-3);

Y^1, Y^2, and Y^3 are each independently selected from O, S, NR^Y, C(=O), C(=O)O, C(=O)NR^Y, S(=O), $S(=O)_2$, S(=O)NR^Y, $S(=O)_2NR^Y$ or $NR^YC(=O)NR^Y$, wherein each R^Y is independently H or C_{1-4} alkyl;

L is C_{1-3} alkylene, O, S, NR^Y, C(=O), C(=O)O, C(=O)NR^Y, S(=O), S(=O)NR^Y, or $NR^YC(=O)NR^Y$;

Z is H, Cy^Z, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^a, SR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^cR^d$, NR^cR^d, $NR^cC(O)R^b$, $NR^cC(O)OR^a$, $NR^cC(O)NR^cR^d$, $C(=NR^e)R^b$, $C(=NR^e)NR^cR^d$, $NR^cC(=NR^e)NR^cR^d$,

~~$NR^eS(O)R^b$, $NR^eS(O)_2R^b$, $NR^eS(O)_2NR^eR^d$, $S(O)R^b$, $S(O)NR^eR^d$, $S(O)_2R^b$, and $S(O)_2NR^eR^d$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, and C_{1-6} haloalkyl of Z are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from Cy^Z, halo, CN, NO_2, OR^a, SR^a, $C(O)R^b$, $C(O)NR^eR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^eR^d$, $C(=NR^e)NR^eR^d$, $NR^eC(=NR^e)NR^eR^d$, NR^eR^d, $NR^eC(O)R^b$, $NR^eC(O)OR^a$, $NR^eC(O)NR^eR^d$, $NR^eS(O)R^b$, $NR^eS(O)_2R^b$, $NR^eS(O)_2NR^eR^d$, $S(O)R^b$, $S(O)NR^eR^d$, $S(O)_2R^b$, and $S(O)_2NR^eR^d$;~~

~~Cy^Z is selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$;~~

~~Ring D is a monocyclic or polycyclic 4-10 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 groups independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a2}, SR^{a2}, $C(O)R^{b2}$, $C(O)NR^{c2}R^{d2}$, $C(O)OR^{a2}$, $OC(O)R^{b2}$, $OC(O)NR^{c2}R^{d2}$, $C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}R^{d2}$, $NR^{c2}C(O)R^{b2}$, $NR^{c2}C(O)OR^{a2}$, $NR^{c2}C(O)NR^{c2}R^{d2}$, $NR^{c2}S(O)R^{b2}$, $NR^{c2}S(O)_2R^{b2}$, $NR^{c2}S(O)_2NR^{c2}R^{d2}$, $S(O)R^{b2}$, $S(O)NR^{c2}R^{d2}$, $S(O)_2R^{b2}$, and $S(O)_2NR^{c2}R^{d2}$, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are each optionally substituted with 1, 2, or 3 groups independently selected from halo, CN, NO_2, OR^{a2}, SR^{a2}, $C(O)R^{b2}$, $C(O)NR^{c2}R^{d2}$, $C(O)OR^{a2}$, $OC(O)R^{b2}$, $OC(O)NR^{c2}R^{d2}$, $C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}R^{d2}$, $NR^{c2}C(O)R^{b2}$, $NR^{c2}C(O)OR^{a2}$, $NR^{c2}C(O)NR^{c2}R^{d2}$, $NR^{c2}S(O)R^{b2}$, $NR^{c2}S(O)_2R^{b2}$, $NR^{c2}S(O)_2NR^{c2}R^{d2}$, $S(O)R^{b2}$, $S(O)NR^{c2}R^{d2}$, $S(O)_2R^{b2}$, and $S(O)_2NR^{c2}R^{d2}$;~~

~~R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9, R^{10}, R^{11}, and R^{12} are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$,~~

~~$OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9, R^{10}, R^{11}, and R^{12} are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;~~

~~or R^1 and R^3 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;~~

~~or R^3 and R^5 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;~~

~~or R^7 and R^9 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;~~

or R^9 and R^{11} together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^5 and R^7 together with the carbon atoms to which they are attached and together with Y^2 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^1 and R^3 together form a double bond between the carbon atoms to which they are attached;

or R^3 and R^5 together form a double bond between the carbon atoms to which they are attached;

or R^7 and R^9 together form a double bond between the carbon atoms to which they are attached;

or R^9 and R^{11} together form a double bond between the carbon atoms to which they are attached;

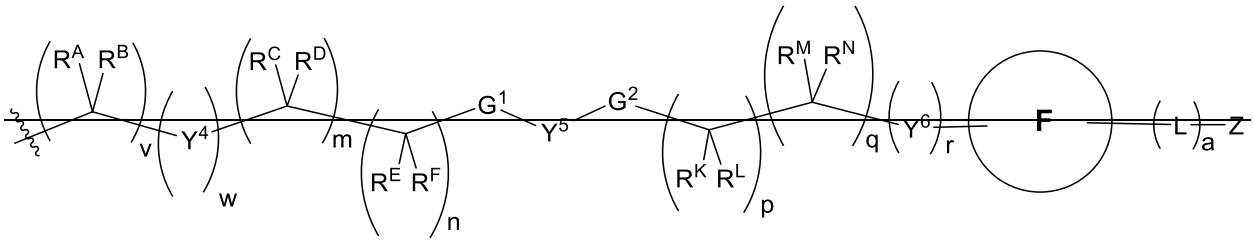
or R^9, R^{10}, R^{11}, and R^{12} together form a triple bond between the carbon atoms to which they are attached;

R^{13}, R^{14}, and R^{15} are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a4}, SR^{a4}, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$, $NR^{c4}C(O)OR^{a4}$, $NR^{c4}C(O)NR^{c4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}S(O)R^{b4}$, $NR^{c4}S(O)_2R^{b4}$, $NR^{c4}S(O)_2NR^{c4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{c4}R^{d4}$, $S(O)_2R^{b4}$, and $S(O)_2NR^{c4}R^{d4}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered

heterocycloalkyl-C_{1-4} alkyl of said R^{13}, R^{14}, and R^{15} are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a4}, SR^{a4}, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$, $NR^{c4}C(O)OR^{a4}$, $NR^{c4}C(O)NR^{c4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}S(O)R^{b4}$, $NR^{c4}S(O)_2R^{b4}$, $NR^{c4}S(O)_2NR^{c4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{c4}R^{d4}$, $S(O)_2R^{b4}$, and $S(O)_2NR^{c4}R^{d4}$;

Ring E is a mono- or polycyclic ring selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl;

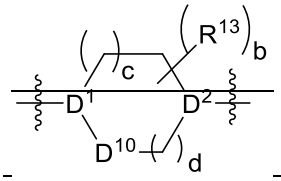
Q^1, Q^2, and Q^3 are each a group of formula (B-1):



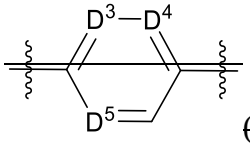
(B-1)

Y^4, Y^5, and Y^6 are each independently selected from O, S, NR^Y, C(=O), C(=O)O, $C(=O)NR^Y$, S(=O), $S(=O)_2$, $S(=O)NR^Y$, $S(=O)_2NR^Y$ or $NR^YC(=O)NR^Y$;

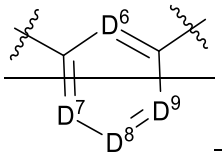
G^1 is $C(R^G)(R^H)$ or a group of formula (C-1), (C-2), or (C-3):



(C-1)



(C-2)



(C-3)

G^2 is $C(R^I)(R^J)$ or a group of formula (C-1), (C-2), or (C-3);

R^A, R^B, R^C, R^D, R^E, R^F, R^G, R^H, R^I, R^J, R^K, R^L, R^M, and R^N are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl,

~~C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a5}, SR^{a5}, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^A, R^B, R^C, R^D, R^E, R^F, R^G, R^H, R^I, R^J, R^K, R^L, R^M, and R^N are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a5}, SR^{a5}, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$;

or R^G and R^I together with the carbon atoms to which they are attached and together with Y^5 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^C and R^E together form a double bond between the carbon atoms to which they are attached;

or R^E and R^G together form a double bond between the carbon atoms to which they are attached;

or R^I and R^K together form a double bond between the carbon atoms to which they are attached;

or R^K and R^M together form a double bond between the carbon atoms to which they are attached;

or R^K, R^L, R^M, and R^N together form a triple bond between the carbon atoms to which they are attached;

D^1 and D^2 are each independently selected from N and CH;

D^3, D^4, D^5, D^6, D^7, D^8, and D^9 are each independently selected from N and CR^X;

wherein each R^X is independently selected from H, halo, and C_{1-4} alkyl;~~

~~D^{10} is O, S, NH or CH_2;~~

~~Ring F is a mono- or polycyclic ring selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a6}, SR^{a6}, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{b6}$, and $S(O)_2NR^{c6}R^{d6}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a6}, SR^{a6}, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{b6}$, and $S(O)_2NR^{c6}R^{d6}$;~~

~~each R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a2}, R^{b2}, R^{c2}, R^{d2}, R^{a3}, R^{b3}, R^{c3}, R^{d3}, R^{a4}, R^{b4}, R^{c4}, R^{d4}, R^{a5}, R^{b5}, R^{c5}, R^{d5}, R^{a6}, R^{b6}, R^{c6}, and R^{d6} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a2}, R^{b2}, R^{c2}, R^{d2}, R^{a3}, R^{b3}, R^{c3}, R^{d3}, R^{a4}, R^{b4}, R^{c4}, R^{d4}, R^{a5}, R^{b5}, R^{c5}, R^{d5}, R^{a6}, R^{b6}, R^{c6}, and R^{d6} is optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~or R^c and R^d together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$,~~

~~$NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e1} and R^{d2} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e2} and R^{d2} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e3} and R^{d3} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e4} and R^{d4} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e5} and R^{d5} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$,~~

~~$NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e6} and R^{d6} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~R^{a7}, R^{b7}, R^{e7}, and R^{d7} are independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl are each optionally substituted with 1, 2, or 3 substituents independently selected from OH, CN, amino, halo, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, and C_{1-6} haloalkoxy;~~

~~each R^e, R^{e1}, R^{e2}, R^{e3}, R^{e4}, R^{e5}, R^{e6} and R^{e7} is independently selected from H, C_{1-4} alkyl, and CN;~~

~~a is 0 or 1;~~

~~b is 0, 1, 2, or 3;~~

~~c is 0, 1, or 2;~~

~~d is 0, 1, or 2;~~

~~m is 0 or 1;~~

~~n is 0 or 1;~~

~~p is 0 or 1;~~

~~q is 0 or 1;~~

~~r is 0 or 1;~~

~~s1 is 0, 1, or 2;~~

~~s2 is 0, 1, 2, or 3;~~

~~t1 is 0 or 1;~~

~~t2 is 0 or 1;~~

~~t3 is 0 or 1;~~

~~u is 0, 1, 2, or 3;~~

~~v is 0 or 1; and~~

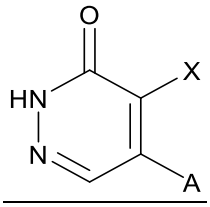
~~w is 0 or 1;~~

~~wherein any aforementioned heteroaryl or heterocycloalkyl group comprises 1, 2, 3, or 4 ring-forming heteroatoms independently selected from O, N, and S; and~~

~~wherein one or more ring-forming C or N atoms of any aforementioned heterocycloalkyl group is optionally substituted by an oxo (=O) group.~~

~~2. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein A is the group having the formula A-1.~~

~~3~~1. A compound of Formula I:



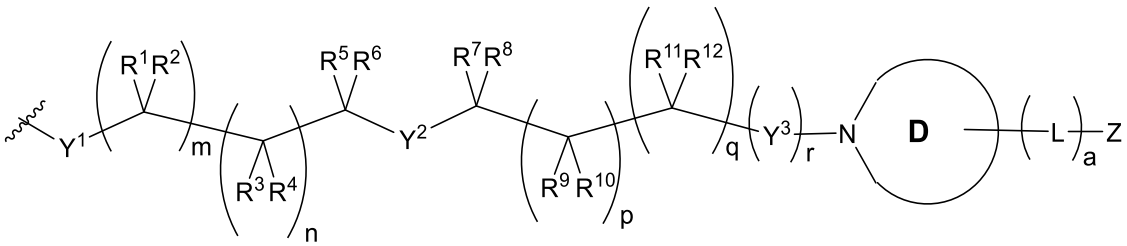
I

or a pharmaceutically acceptable salt thereof, wherein:

~~The compound of claim 1 or 2, or a pharmaceutically acceptable salt thereof, wherein:~~

X is Cl, Br, CH_3, CF_3, CN, OCH_3, ethyl, cyclopropyl, SCH_3, or isopropyl;

A is a group having the formula (A-1):



(A-1)

Y^1, Y^2, and Y^3 are each independently selected from O, S, NR^Y, C(=O), C(=O)O, $C(=O)NR^Y$, S(=O), $S(=O)_2$, $S(=O)NR^Y$, $S(=O)_2NR^Y$ or $NR^YC(=O)NR^Y$, wherein each R^Y is independently H or $C_{1\text{-}4}$ alkyl;

L is $C_{1\text{-}3}$ alkylene, O, S, NR^Y, C(=O), C(=O)O, $C(=O)NR^Y$, S(=O), $S(=O)NR^Y$, or $NR^YC(=O)NR^Y$;

Z is H, Cy^Z, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^a, SR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^cR^d$, NR^cR^d, $NR^cC(O)R^b$, $NR^cC(O)OR^a$, $NR^cC(O)NR^cR^d$, $C(=NR^e)R^b$, $C(=NR^e)NR^cR^d$, $NR^cC(=NR^e)NR^cR^d$, $NR^cS(O)R^b$, $NR^cS(O)_2R^b$, $NR^cS(O)_2NR^cR^d$, $S(O)R^b$, $S(O)NR^cR^d$, $S(O)_2R^b$, and $S(O)_2NR^cR^d$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, and C_{1-6} haloalkyl of Z are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from Cy^Z, halo, CN, NO_2,

OR^a, SR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^cR^d$, $C(=NR^e)NR^cR^d$, $NR^cC(=NR^e)NR^cR^d$, NR^cR^d, $NR^cC(O)R^b$, $NR^cC(O)OR^a$, $NR^cC(O)NR^cR^d$, $NR^cS(O)R^b$, $NR^cS(O)_2R^b$, $NR^cS(O)_2NR^cR^d$, $S(O)R^b$, $S(O)NR^cR^d$, $S(O)_2R^b$, and $S(O)_2NR^cR^d$;

Cy^Z is selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$;

Ring D is a monocyclic or polycyclic 4-10 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 groups independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a2}, SR^{a2}, $C(O)R^{b2}$, $C(O)NR^{c2}R^{d2}$, $C(O)OR^{a2}$, $OC(O)R^{b2}$, $OC(O)NR^{c2}R^{d2}$, $C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}R^{d2}$, $NR^{c2}C(O)R^{b2}$, $NR^{c2}C(O)OR^{a2}$, $NR^{c2}C(O)NR^{c2}R^{d2}$, $NR^{c2}S(O)R^{b2}$, $NR^{c2}S(O)_2R^{b2}$, $NR^{c2}S(O)_2NR^{c2}R^{d2}$, $S(O)R^{b2}$, $S(O)NR^{c2}R^{d2}$, $S(O)_2R^{b2}$, and $S(O)_2NR^{c2}R^{d2}$, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are each optionally substituted with 1, 2, or 3 groups independently selected from halo, CN, NO_2, OR^{a2}, SR^{a2}, $C(O)R^{b2}$, $C(O)NR^{c2}R^{d2}$, $C(O)OR^{a2}$, $OC(O)R^{b2}$, $OC(O)NR^{c2}R^{d2}$, $C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}R^{d2}$, $NR^{c2}C(O)R^{b2}$, $NR^{c2}C(O)OR^{a2}$, $NR^{c2}C(O)NR^{c2}R^{d2}$, $NR^{c2}S(O)R^{b2}$, $NR^{c2}S(O)_2R^{b2}$, $NR^{c2}S(O)_2NR^{c2}R^{d2}$, $S(O)R^{b2}$, $S(O)NR^{c2}R^{d2}$, $S(O)_2R^{b2}$, and $S(O)_2NR^{c2}R^{d2}$;

R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9, R^{10}, R^{11}, and R^{12} are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl,

C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9, R^{10}, R^{11}, and R^{12} are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^1 and R^3 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^3 and R^5 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^7 and R^9 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^9 and R^{11} together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$,

$OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^5 and R^7 together with the carbon atoms to which they are attached and together with Y^2 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^1 and R^3 together form a double bond between the carbon atoms to which they are attached;

or R^3 and R^5 together form a double bond between the carbon atoms to which they are attached;

or R^7 and R^9 together form a double bond between the carbon atoms to which they are attached;

or R^9 and R^{11} together form a double bond between the carbon atoms to which they are attached;

or R^9, R^{10}, R^{11}, and R^{12} together form a triple bond between the carbon atoms to which they are attached;

each R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a2}, R^{b2}, R^{c2}, R^{d2}, R^{a3}, R^{b3}, R^{c3}, and R^{d3} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a2}, R^{b2}, R^{c2}, R^{d2}, R^{a3}, R^{b3}, R^{c3}, and R^{d3} is optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;

or R^c and R^d together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;

or R^{c1} and R^{d2} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;

or R^{c2} and R^{d2} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;

or R^{c3} and R^{d3} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;

R^{a7}, R^{b7}, R^{c7}, and R^{d7} are independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10

membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl are each optionally substituted with 1, 2, or 3 substituents independently selected from OH, CN, amino, halo, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, and C_{1-6} haloalkoxy;

each R^e, R^{e1}, R^{e2}, R^{e3}, and R^{e7} is independently selected from H, C_{1-4} alkyl, and CN;

a is 0 or 1;

m is 0 or 1;

n is 0 or 1;

p is 0 or 1;

q is 0 or 1;

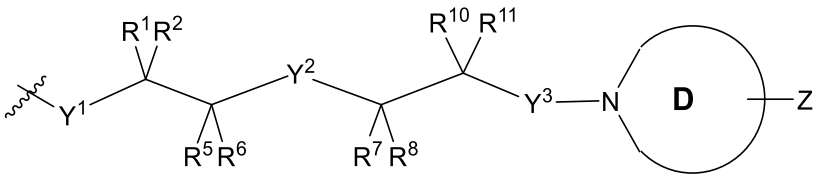
r is 0 or 1;

wherein any aforementioned heteroaryl or heterocycloalkyl group comprises 1, 2, 3, or 4 ring-forming heteroatoms independently selected from O, N, and S; and

wherein one or more ring-forming C or N atoms of any aforementioned heterocycloalkyl group is optionally substituted by an oxo (=O) group.

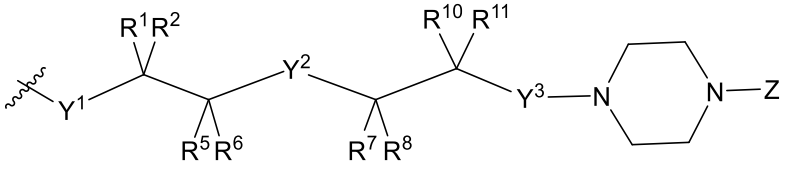
~~4~~2. The compound of ~~any one of claims 1-3~~claim 1, or a pharmaceutically acceptable salt thereof wherein:

a) A is group having the formula (A-1a):



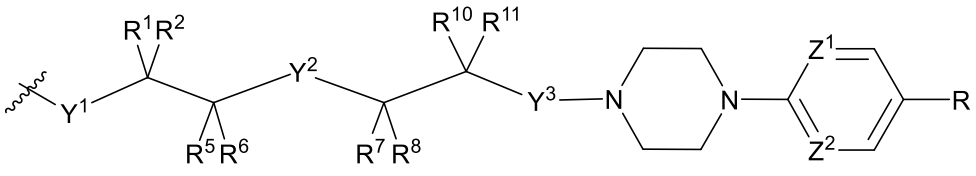
(A-1a); or~~.~~

~~5. The compound of any one of claims 1-3, or a pharmaceutically acceptable salt thereof wherein~~ b) A is group having the formula (A-1b):



(A-1b); or~~.~~

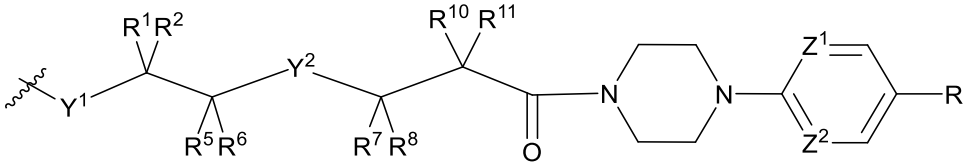
~~6. The compound of any one of claims 1-3, or a pharmaceutically acceptable salt thereof wherein~~ c) A is group having the formula (A-1c):



(A-1c);

wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3; or.

~~7. The compound of any one of claims 1-3, or a pharmaceutically acceptable salt thereof wherein~~ d) A is group having the formula (A-1d):



(A-1d);

wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3.

~~8~~3. The compound of ~~any one of claims 1-3~~claim 1, or a pharmaceutically acceptable salt thereof wherein L is NR^Y or O.

~~9~~4. The compound of any one of claims 1-~~8~~3, or a pharmaceutically acceptable salt thereof, wherein X is CF_3, CH_3, CN, Cl or Br.

~~10~~5. The compound of any one of claims 1-~~9~~4, or a pharmaceutically acceptable salt thereof, wherein:

a) Y^1 is NR^Y or O; or.

~~11. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein~~ b) Y^1 is NR^Y, O, or S; or.

~~12. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein~~ c) Y^1 is NR^Y; or.

~~13. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein~~ d) Y^1 is O.

~~14~~6. The compound of any one of claims 1-~~13~~5, or a pharmaceutically acceptable salt thereof, wherein:

a) Y^2 is NR^Y or O; or.

~~15. The compound of any one of claims 1-13, or a pharmaceutically acceptable salt thereof, wherein~~ b) Y^2 is NR^Y, O, or S; or~~.~~

~~16. The compound of any one of claims 1-13, or a pharmaceutically acceptable salt thereof, wherein~~ c) Y^2 is O.

~~1~~7. The compound of any one of claims 1-~~16~~6, or a pharmaceutically acceptable salt thereof, wherein:

a) Y^3 is C(=O); or~~.~~

~~18. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein~~ b) Y^3 is C(=O) or $S(=O)_2$.

~~19~~8. The compound of any one of claims 1-~~18~~7, or a pharmaceutically acceptable salt thereof, wherein:

a) R^Y is H or C_{1-4} alkyl; or~~.~~

~~20. The compound of any one of claims 1-18, or a pharmaceutically acceptable salt thereof, wherein~~ b) R^Y is methyl; or~~.~~

~~21. The compound of any one of claims 1-18, or a pharmaceutically acceptable salt thereof, wherein~~ c) R^Y is H.

~~22~~9. The compound of any one of claims 1-~~21~~8, or a pharmaceutically acceptable salt thereof, wherein:

a) Z is H, Cy^Z, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, CN, NO_2, OR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, NR^cR^d, and $NR^cC(O)R^b$; wherein said C_{1-6} alkyl and C_{1-6} haloalkyl of Z are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from Cy^Z, halo, CN, NO_2, OR^a, SR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^cR^d$, NR^cR^d, and $NR^cC(O)R^b$; or~~.~~

~~23. The compound of any one of claims 1-21, or a pharmaceutically acceptable salt thereof, wherein~~ b) Z is Cy^Z.

~~24~~10. The compound of any one of claims 1-~~23~~9, or a pharmaceutically acceptable salt thereof, wherein:

a) Cy^Z is selected from 5-10 membered heteroaryl and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$,

$NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$,

$NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$~~.~~; or

~~25. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein~~ b) Cy^Z is 5-10 membered heteroaryl, optionally substituted by CN, CF_3, or Cl; or~~.~~

~~26. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein~~c) Cy^Z is 5-10 membered heteroaryl, optionally substituted by CN, C_{1-6} alkyl, C_{1-6} haloalkyl, halo, or $NR^{c1}R^{d1}$, wherein C_{1-6}alkyl is optionally substituted with CN or $NR^{c1}R^{d1}$; or~~.~~

~~27. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein~~d) Cy^Z is pyridinyl or pyrimidinyl, each optionally substituted by CN, CF_3, or Cl.

~~28~~11. The compound of any one of claims 1-~~27~~10, or a pharmaceutically acceptable salt thereof, wherein:

a) Ring D is a monocyclic or polycyclic 4-10 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 groups independently selected from halo, C_{1-6} alkyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a2}, $C(O)R^{b2}$, $C(O)NR^{c2}R^{d2}$, $C(O)OR^{a2}$, $NR^{c2}R^{d2}$, $NR^{c2}C(O)R^{b2}$, wherein the C_{1-6} alkyl is optionally substituted with 1, 2, or 3 groups independently selected from halo, CN, NO_2, OR^{a2}, $C(O)R^{b2}$, $NR^{c2}R^{d2}$, and $NR^{c2}C(O)R^{b2}$; or~~.~~

~~29. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt thereof, wherein~~b) Ring D is a monocyclic 4-10 membered heterocycloalkyl group; or~~.~~

~~30. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt thereof, wherein~~c) Ring D is piperazinyl; or~~.~~

~~31. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt thereof, wherein~~d) Ring D is piperazinyl, dihydropyridazinyl, diazepanyl, pyrrolidinyl, or hexahydropyrrolo[3,2-b]pyrrol-1(2H)-yl.

~~32~~12. The compound of any one of claims 1-~~31~~11, or a pharmaceutically acceptable salt thereof, wherein:

a) R^1 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or.

~~33. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~b) R^1 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, or 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl or 4-10 membered heterocycloalkyl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~34. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~ c) R^1 is C_{1-6} alkyl; or~~.~~

~~35. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~d) R^1 is C_{1-6} alkyl, optionally substituted with OR^{a3}; or~~.~~

~~36. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~e) R^1 is H; or~~.~~

~~37. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~f) R^1 is methyl, ethyl, or isopropyl; or~~.~~

~~38. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, whereing~~) R^1 is methoxymethyl or hydroxymethyl; or~~.~~

~~39. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~h) R^1 is phenyl, phenylmethyl, or pyridinyl.

~~40~~13. The compound of any one of claims 1-~~39~~12, or a pharmaceutically acceptable salt thereof, wherein:

a) R^2 is H, halo, OR^{a3}, C1-6 alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~41. The compound of any one of claims 1-39, or a pharmaceutically acceptable salt thereof, wherein~~b) R^2 is OR^{a3}; or~~.~~

~~42. The compound of any one of claims 1-39, or a pharmaceutically acceptable salt thereof, wherein~~c) R^2 is H.

~~43~~14. The compound of any one of claims 1-~~42~~ 13 or a pharmaceutically acceptable salt thereof, wherein:

a) R^3 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10}

aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or.

~~44. The compound of any one of claims 1-42, or a pharmaceutically acceptable salt thereof, wherein~~b) R^3 is H; or.

~~45. The compound of any one of claims 1-42, or a pharmaceutically acceptable salt thereof, wherein~~c) R^3 is methyl, ethyl, or isopropyl; or.

~~46. The compound of any one of claims 1-42, or a pharmaceutically acceptable salt thereof, wherein~~d) R^3 is methoxymethyl or hydroxymethyl; or.

~~47. The compound of any one of claims 1-42, or a pharmaceutically acceptable salt thereof, wherein~~e) R^3 is phenyl, phenylmethyl, or pyridinyl.

~~48~~15. The compound of any one of claims 1-~~47~~14, or a pharmaceutically acceptable salt thereof, wherein:

a) R^4 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or.

~~49. The compound of any one of claims 1-47, or a pharmaceutically acceptable salt thereof, wherein~~b) R^4 is H.

~~50~~16. The compound of any one of claims 1-~~48~~15, or a pharmaceutically acceptable salt thereof, wherein:

a) R^5 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or.

~~51. The compound of any one of claims 1-49, or a pharmaceutically acceptable salt thereof, wherein~~b) R^5 is H; or.

~~52. The compound of any one of claims 1-49, or a pharmaceutically acceptable salt thereof, wherein~~c) R^5 is methyl, ethyl, or isopropyl; or.

~~53. The compound of any one of claims 1-49, or a pharmaceutically acceptable salt thereof, whereind~~) R^5 is methoxymethyl or hydroxymethyl; or~~.~~

~~54. The compound of any one of claims 1-49, or a pharmaceutically acceptable salt thereof, whereine)~~ R^5 is phenyl, phenylmethyl, or pyridinyl.

~~55~~17. The compound of any one of claims 1-~~54~~16, or a pharmaceutically acceptable salt thereof, wherein:

a) R^6 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~56. The compound of any one of claims 1-54, or a pharmaceutically acceptable salt thereof, whereinb)~~ R^6 is H.

~~57~~18. The compound of any one of claims 1-~~56~~17, or a pharmaceutically acceptable salt thereof, wherein:

a) R^7 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~58. The compound of any one of claims 1-56, or a pharmaceutically acceptable salt thereof, whereinb)~~ R^7 is C_{1-6} alkyl; or~~.~~

~~59. The compound of any one of claims 1-56, or a pharmaceutically acceptable salt thereof, whereinc)~~ R^7 is methyl.

~~60~~19. The compound of any one of claims 1-~~59~~18, or a pharmaceutically acceptable salt thereof, wherein:

a) R^8 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~61. The compound of any one of claims 1-59, or a pharmaceutically acceptable salt thereof, whereinb)~~ R^8 is H.

~~62~~20. The compound of any one of claims 1-~~61~~19, or a pharmaceutically acceptable salt thereof, wherein:

a) R^9 is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or.

~~63. The compound of any one of claims 1-61, or a pharmaceutically acceptable salt thereof, wherein~~b) R^9 is H.

~~64~~21. The compound of any one of claims 1-~~61~~20, or a pharmaceutically acceptable salt thereof, wherein:

a) R^{10} is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~65. The compound of any one of claims 1-61, or a pharmaceutically acceptable salt thereof, wherein~~b) R^{10} is H.

~~66~~22. The compound of any one of claims 1-~~65~~21, or a pharmaceutically acceptable salt thereof, wherein:

a) R^{11} is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~67. The compound of any one of claims 1-65, or a pharmaceutically acceptable salt thereof, wherein~~b) R^{11} is H.

~~68~~23. The compound of any one of claims 1-~~67~~22, or a pharmaceutically acceptable salt thereof, wherein:

a) R^{12} is H, halo, OR^{a3}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a3} or $NR^{c3}R^{d3}$; or~~.~~

~~69. The compound of any one of claims 1-67, or a pharmaceutically acceptable salt thereof, wherein~~b) R^{12} is H.

~~70. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein R^1, R^2, R^3, R^4, R^5, R^6, R^7, and R^8 are each H.~~

~~71. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein R^7, R^8, R^9, R^{10}, R^{11}, and R^{12} are each H.~~

~~72. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein R^1, R^2, R^5, R^6, R^7, R^8, R^9, and R^{10} are each H.~~

~~73. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein R^2, R^5, R^6, R^7, R^8, R^9, and R^{10} are each H.~~

~~74. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein R^5, R^6, R^7, R^8, R^9, and R^{10} are each H~~

~~75~~24. The compound of any one of claims 1-13, 15, and 17-23~~31~~, or a pharmaceutically acceptable salt thereof, wherein:

a) R^3 and R^5 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring, each optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$; or.

~~76. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~b) R^3 and R^5 together with the carbon atoms to which they are attached form a C_{5-10} cycloalkyl ring or a 5-10 membered heterocycloalkyl ring; or.

~~77. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~c) R^3 and R^5 together with the carbon atoms to which they are attached form a tetrahydrofuranyl ring; or.

~~78. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~ d) R^3 and R^5 together with the carbon atoms to which they are attached form a cyclobutyl or cyclopentyl ring.

~~79~~25. The compound of any one of claims 1-~~31~~15, 17, and 19-24, or a pharmaceutically acceptable salt thereof, wherein:

a) R^5 and R^7 together with the carbon atoms to which they are attached and together with Y^2 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$; or.

~~80. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~b) R^5 and R^7 together with the carbon atoms to which they are attached and together with Y^2 form a 5-10 membered heterocycloalkyl ring; or~~.~~

~~81. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~c) R^5 and R^7 together with the carbon atoms to which they are attached and together with Y^2 form a tetrahydrofuranyl ring or tetrahydropyranyl ring; or~~.~~

~~82. The compound of any one of claims 1-31, or a pharmaceutically acceptable salt thereof, wherein~~d) R^5 and R^7 together with the carbon atoms to which they are attached and together with Y^2 form a tetrahydrofuranyl ring, tetrahydropyranyl ring, or pyrrolidinyl ring.

~~83. The compound of any one of claims 1-82, or a pharmaceutically acceptable salt thereof, wherein R^{a3} is C_{1-6} alkyl or H.~~

~~84. The compound of any one of claims 1-82, or a pharmaceutically acceptable salt thereof, wherein R^{a3} is methyl.~~

~~85. The compound of any one of claims 1-82, or a pharmaceutically acceptable salt thereof, wherein R^{a3} is H.~~

~~86. The compound of any one of claims 1-85, or a pharmaceutically acceptable salt thereof, wherein R^{c3} and R^{d3} are each independently selected from C_{1-6} alkyl and H.~~

~~87. The compound of any one of claims 1-85, or a pharmaceutically acceptable salt thereof, wherein R^{c3} is C_{1-6} alkyl or H.~~

~~88. The compound of any one of claims 1-85, or a pharmaceutically acceptable salt thereof, wherein R^{d3} is C_{1-6} alkyl or H.~~

~~89. The compound of any one of claims 1-85, or a pharmaceutically acceptable salt thereof, wherein R^{c3} and R^{d3} are each methyl.~~

~~90. The compound of any one of claims 1-85, or a pharmaceutically acceptable salt thereof, wherein R^{c3} and R^{d3} are each H.~~

~~91~~26. The compound of any one of claims 1 and 3-25~~-90~~, or a pharmaceutically acceptable salt thereof, wherein m is 1.

~~92~~27. The compound of any one of claims 1~~-91~~ and 3-26, or a pharmaceutically acceptable salt thereof, wherein n is 0.

~~93. The compound of any one of claims 1-91, or a pharmaceutically acceptable salt thereof, wherein n is 1.~~

~~94. The compound of any one of claims 1-93, or a pharmaceutically acceptable salt thereof, wherein p is 0.~~

~~95~~28. The compound of any one of claims 1~~-93~~ and 3-27, or a pharmaceutically acceptable salt thereof, wherein p is 1.

~~96~~29. The compound of any one of claims 1~~-95~~ and 3-28, or a pharmaceutically acceptable salt thereof, wherein q is 0.

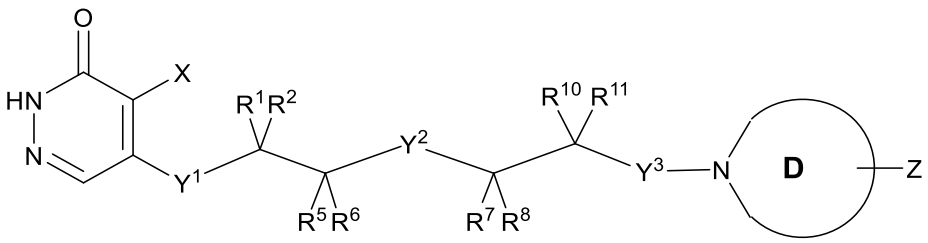
~~97. The compound of any one of claims 1-95, or a pharmaceutically acceptable salt thereof, wherein q is 1.~~

~~98~~30. The compound of any one of claims ~~1-97~~1 and 3-29, or a pharmaceutically acceptable salt thereof, wherein r is ~~0~~1.

~~99~~31. The compound of any one of claims ~~1-98~~1 and 3-30, or a pharmaceutically acceptable salt thereof, wherein a is 0.

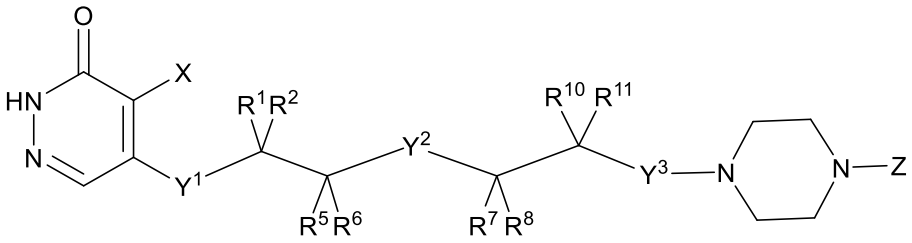
~~100~~32. The compound of ~~any one of claims 1-99~~claim 1, or a pharmaceutically acceptable salt thereof, having:

a) Formula IIa:



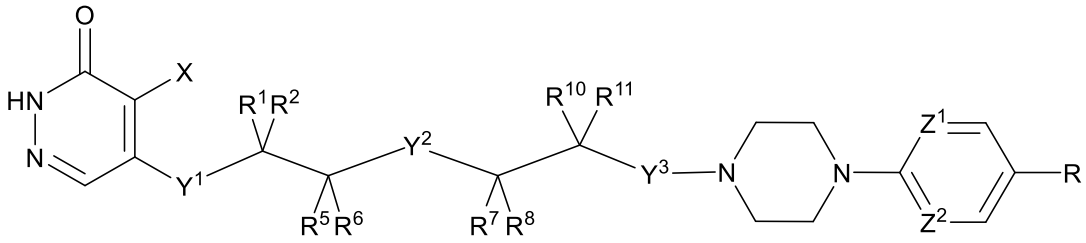
IIa; or~~.~~

~~101. The compound of any one of claims 1-99, or a pharmaceutically acceptable salt thereof, having~~b) Formula IIb:



IIb; or.

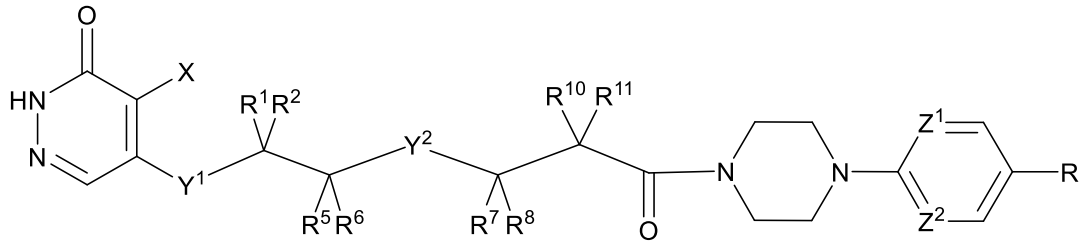
~~102. The compound of any one of claims 1-99, or a pharmaceutically acceptable salt thereof, having~~c) Formula IIc:



IIc;

wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3; or.

~~103. The compound of any one of claims 1-99, or a pharmaceutically acceptable salt thereof, having~~d) Formula IId:



IId;

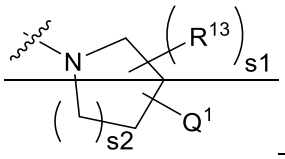
wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3.

~~104. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein A is the group having the formula A-2.~~

~~105. The compound of claim 1 or 104, or a pharmaceutically acceptable salt thereof, wherein:~~

~~X is Cl, Br, CH_3, CF_3, CN, OCH_3, cyclopropyl, SCH_3, or isopropyl;~~

~~A is a group having the formula (A-2):~~



~~(A-2)~~

~~L is C_{1-3} alkylene, O, S, NR^{Y}, C(=O), C(=O)O, C(=O)NR^{Y}, S(=O), S(=O)NR^{Y}, or $NR^{Y}C(=O)NR^{Y}$;~~

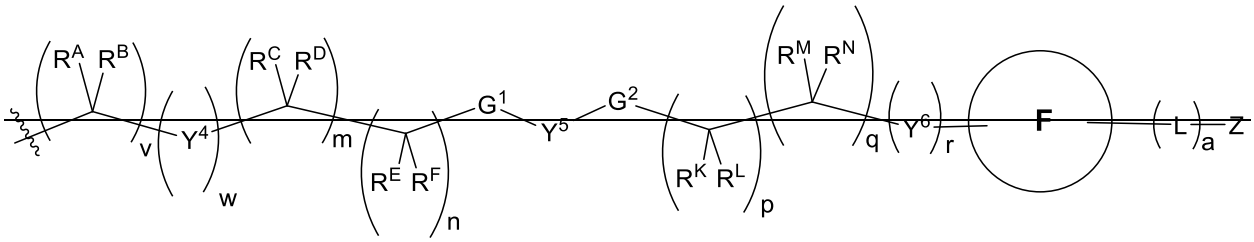
~~Z is H, Cy^{Z}, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a}, SR^{a}, $C(O)R^{b}$, $C(O)NR^{c}R^{d}$, $C(O)OR^{a}$, $OC(O)R^{b}$, $OC(O)NR^{c}R^{d}$, $NR^{c}R^{d}$, $NR^{c}C(O)R^{b}$, $NR^{c}C(O)OR^{a}$, $NR^{c}C(O)NR^{c}R^{d}$, $C(=NR^{e})R^{b}$, $C(=NR^{e})NR^{c}R^{d}$, $NR^{c}C(=NR^{e})NR^{c}R^{d}$, $NR^{c}S(O)R^{b}$, $NR^{c}S(O)_2R^{b}$, $NR^{c}S(O)_2NR^{c}R^{d}$, $S(O)R^{b}$, $S(O)NR^{c}R^{d}$, $S(O)_2R^{b}$, and $S(O)_2NR^{c}R^{d}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, and C_{1-6} haloalkyl of Z are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from Cy^{Z}, halo, CN, NO_2, OR^{a}, SR^{a}, $C(O)R^{b}$, $C(O)NR^{c}R^{d}$, $C(O)OR^{a}$, $OC(O)R^{b}$, $OC(O)NR^{c}R^{d}$, $C(=NR^{e})NR^{c}R^{d}$, $NR^{c}C(=NR^{e})NR^{c}R^{d}$, $NR^{c}R^{d}$, $NR^{c}C(O)R^{b}$, $NR^{c}C(O)OR^{a}$, $NR^{c}C(O)NR^{c}R^{d}$, $NR^{c}S(O)R^{b}$, $NR^{c}S(O)_2R^{b}$, $NR^{c}S(O)_2NR^{c}R^{d}$, $S(O)R^{b}$, $S(O)NR^{c}R^{d}$, $S(O)_2R^{b}$, and $S(O)_2NR^{c}R^{d}$;~~

~~Cy^{Z} is selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$;~~

~~R^{13}, R^{14}, and R^{15} are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a4}, SR^{a4}, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$,~~

~~$NR^{e4}C(O)OR^{a4}$, $NR^{e4}C(O)NR^{e4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NR^{e4})NR^{e4}R^{d4}$, $NR^{e4}C(=NR^{e4})NR^{e4}R^{d4}$, $NR^{e4}S(O)R^{b4}$, $NR^{e4}S(O)_2R^{b4}$, $NR^{e4}S(O)_2NR^{e4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{e4}R^{d4}$, $S(O)_2R^{b4}$, and $S(O)_2NR^{e4}R^{d4}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^{13}, R^{14}, and R^{15} are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a4}, SR^{a4}, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$, $NR^{c4}C(O)OR^{a4}$, $NR^{c4}C(O)NR^{c4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}S(O)R^{b4}$, $NR^{c4}S(O)_2R^{b4}$, $NR^{c4}S(O)_2NR^{c4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{c4}R^{d4}$, $S(O)_2R^{b4}$, and $S(O)_2NR^{c4}R^{d4}$;~~

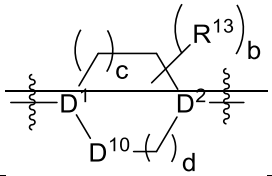
~~Q^1, Q^2, and Q^3 are each a group of formula (B-1):~~



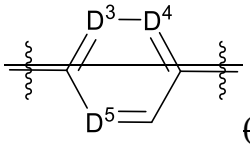
~~(B-1)~~

~~Y^4, Y^5, and Y^6 are each independently selected from O, S, $NR^{¥}$, C(=O), C(=O)O, $C(=O)NR^{¥}$, S(=O), $S(=O)_2$, $S(=O)NR^{¥}$, $S(=O)_2NR^{¥}$ or $NR^{¥}C(=O)NR^{¥}$;~~

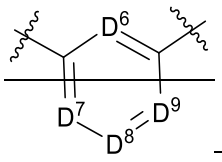
~~G^1 is $C(R^G)(R^H)$ or a group of formula (C-1), (C-2), or (C-3):~~



~~(C-1)~~



~~(C-2)~~



~~(C-3)~~

~~G^2 is $C(R^I)(R^J)$ or a group of formula (C-1), (C-2), or (C-3);~~

R^A, R^B, R^C, R^D, R^E, R^F, R^G, R^H, R^I, R^J, R^K, R^L, R^M, and R^N are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a5}, SR^{a5}, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^A, R^B, R^C, R^D, R^E, R^F, R^G, R^H, R^I, R^J, R^K, R^L, R^M, and R^N are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a5}, SR^{a5}, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$;

or R^G and R^I together with the carbon atoms to which they are attached and together with Y^5 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^C and R^E together form a double bond between the carbon atoms to which they are attached;

or R^E and R^G together form a double bond between the carbon atoms to which they are attached;

or R^I and R^K together form a double bond between the carbon atoms to which they are attached;

or R^K and R^M together form a double bond between the carbon atoms to which they are attached;

or R^K, R^L, R^M, and R^N together form a triple bond between the carbon atoms to which they are attached;

~~D^1 and D^2 are each independently selected from N and CH;~~

~~D^3, D^4, D^5, D^6, D^7, D^8, and D^9 are each independently selected from N and CR^x, wherein each R^x is independently selected from H, halo, and C_{1-4} alkyl;~~

~~D^{10} is O, S, NH or CH_2;~~

~~Ring F is a mono- or polycyclic ring selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a6}, SR^{a6}, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{b6}$, and $S(O)_2NR^{c6}R^{d6}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a6}, SR^{a6}, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{b6}$, and $S(O)_2NR^{c6}R^{d6}$;~~

~~each R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a3}, R^{b3}, R^{c3}, R^{d3}, R^{a4}, R^{b4}, R^{c4}, R^{d4}, R^{a5}, R^{b5}, R^{c5}, R^{d5}, R^{a6}, R^{b6}, R^{c6}, and R^{d6} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a2}, R^{b2}, R^{c2}, R^{d2}, R^{a3}, R^{b3}, R^{c3}, R^{d3}, R^{a4}, R^{b4}, R^{c4}, R^{d4}, R^{a5}, R^{b5}, R^{c5}, R^{d5}, R^{a6}, R^{b6}, R^{c6}, and R^{d6} is optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~or R^c and R^d together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$,~~

~~$NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~or R^{c3} and R^{d3} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~or R^{c4} and R^{d4} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~or R^{c5} and R^{d5} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~or R^{c6} and R^{d6} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$, $NR^{c7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{c7}R^{d7}$, $NR^{c7}C(=NR^{e7})NR^{c3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{c7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{c7}S(O)_2R^{b7}$, $NR^{c7}S(O)_2NR^{c7}R^{d7}$, and $S(O)_2NR^{c7}R^{d7}$;~~

~~R^{a7}, R^{b7}, R^{c7}, and R^{d7} are independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-~~

~~C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl are each optionally substituted with 1, 2, or 3 substituents independently selected from OH, CN, amino, halo, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, and C_{1-6} haloalkoxy;~~

~~each R^e, R^{e1}, R^{e3}, R^{e4}, R^{e5}, R^{e6} and R^{e7} is independently selected from H, C_{1-4} alkyl, and CN;~~

~~a is 0 or 1;~~

~~b is 0, 1, 2, or 3;~~

~~c is 0, 1, or 2;~~

~~d is 0, 1, or 2;~~

~~m is 0 or 1;~~

~~n is 0 or 1;~~

~~p is 0 or 1;~~

~~q is 0 or 1;~~

~~r is 0 or 1;~~

~~s1 is 0, 1, or 2;~~

~~s2 is 0, 1, 2, or 3;~~

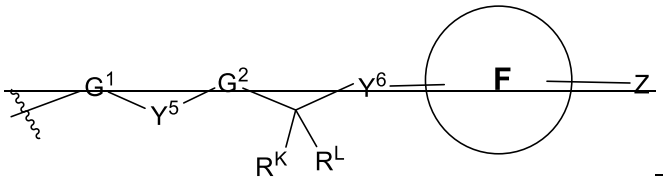
~~v is 0 or 1; and~~

~~w is 0 or 1;~~

~~wherein any aforementioned heteroaryl or heterocycloalkyl group comprises 1, 2, 3, or 4 ring-forming heteroatoms independently selected from O, N, and S; and~~

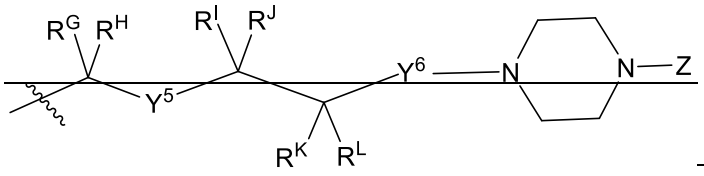
~~wherein one or more ring-forming C or N atoms of any aforementioned heterocycloalkyl group is optionally substituted by an oxo (=O) group.~~

~~106. The compound of any one of claims 1, 104 and 105, or a pharmaceutically acceptable salt thereof, wherein Q^1 is a group of formula (B-1a):~~



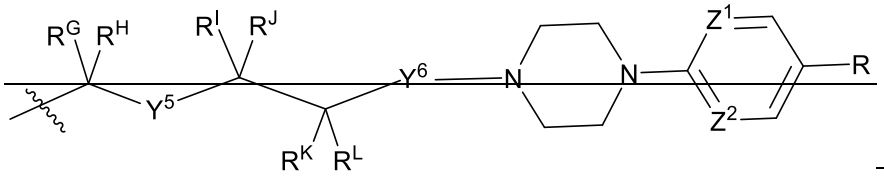
~~(B-1a).~~

~~107. The compound of any one of claims 1, 104 and 105, or a pharmaceutically acceptable salt thereof, wherein Q^1 is a group of formula (B-1b):~~



~~(B-1b).~~

~~108. The compound of any one of claims 1, 104 and 105, or a pharmaceutically acceptable salt thereof, wherein Q^1 is a group of formula (B-1c):~~



~~(B-1c);~~

~~wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3.~~

~~109. The compound of any one of claims 1 and 104-108, or a pharmaceutically acceptable salt thereof, wherein X is CF_3, CH_3, CN, Cl, or Br.~~

~~110. The compound of any one of claims 1 and 104-108, or a pharmaceutically acceptable salt thereof, wherein Ring F is 4-10 membered heterocycloalkyl or C_{3-7} cycloalkyl optionally substituted with C_{1-6} alkyl, wherein said C_{1-6} alkyl is optionally substituted with OR^{a6}.~~

~~111. The compound of any one of claims 1 and 104-109, or a pharmaceutically acceptable salt thereof, wherein Ring F is 4-10 membered heterocycloalkyl or C_{3-7} cycloalkyl, each optionally substituted with methyl.~~

~~112. The compound of any one of claims 1 and 104-109, or a pharmaceutically acceptable salt thereof, wherein Ring F is piperazinyl, piperidinyl, pyrrolidinyl, 5,6,7,8-tetrahydro-[1,2,4]triazolo[4,3-a]pyrazinyl, 2,8-diazaspiro[4.5]decanyl, 2,5-diazabicyclo[2.2.2]octanyl, 1,4-diazepanyl, azetidinyl, 2,6-diazaspiro[3.3]heptanyl, 2,6-diazaspiro[3.4]octanyl, octahydropyrrolo[3,2-b]pyrrolyl, 2,7-diazaspiro[4.4]nonanyl, 2,5-diazabicyclo[2.2.1]heptanyl, octahydropyrrolo[3,4-c]pyrrolyl, or 2,7-diazaspiro[3.5]nonanyl.~~

113. The compound of any one of claims 1 and 104-109, or a pharmaceutically acceptable salt thereof, wherein Ring F is piperazinyl.

114. The compound of any one of claims 1 and 104-109, or a pharmaceutically acceptable salt thereof, wherein Ring F is cyclohexyl.

115. The compound of any one of claims 1 and 104-109, or a pharmaceutically acceptable salt thereof, wherein Ring F is 4-10 membered heterocycloalkyl, optionally substituted by an oxo (=O) group.

116. The compound of any one of claims 1 and 104-115, or a pharmaceutically acceptable salt thereof, wherein Z is Cy^Z, C_{1-6} alkyl, or $C(O)R^b$, wherein said C_{1-6} alkyl is optionally substituted by halo.

117. The compound of any one of claims 1 and 104-115, or a pharmaceutically acceptable salt thereof, wherein Z is CF_3.

118. The compound of any one of claims 1 and 104-116, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is selected from 5-10 membered heteroaryl and C_{6-10} aryl, optionally substituted by C_{1-6} alkyl, CN or CF_3, wherein said C_{1-6} alkyl is optionally substituted with CN.

119. The compound of any one of claims 1 and 104-116, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is pyridinyl, pyrimidinyl, or pyrazinyl, optionally substituted by C_{1-6} alkyl, CN, Cl, $S(O)_2R^{b1}$, or CF_3.

120. The compound of any one of claims 1 and 104-116, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is pyridinyl, pyrimidinyl, or pyrazinyl, optionally substituted by methyl, CN, Cl, CF_3, or $S(O)_2CH_3$.

121. The compound of any one of claims 1 and 104-116, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is phenyl, optionally substituted with cyanomethyl or CN.

122. The compound of any one of claims 1 and 104-121, or a pharmaceutically acceptable salt thereof, wherein R^b is C_{1-6} alkyl.

123. The compound of any one of claims 1 and 104-121, or a pharmaceutically acceptable salt thereof, wherein R^b is methyl.

~~124. The compound of any one of claims 1 and 104-123, or a pharmaceutically acceptable salt thereof, wherein Y^4 is O or NR^Y.~~

~~125. The compound of any one of claims 1 and 104-123, or a pharmaceutically acceptable salt thereof, wherein Y^4 is O.~~

~~126. The compound of any one of claims 1 and 104-123, or a pharmaceutically acceptable salt thereof, wherein Y^4 is NR^Y.~~

~~127. The compound of any one of claims 1 and 104-126, or a pharmaceutically acceptable salt thereof, wherein Y^5 is O, NR^Y, or $C(=O)NR^Y$.~~

~~128. The compound of any one of claims 1 and 104-127, or a pharmaceutically acceptable salt thereof, wherein Y^6 is $C(=O)$ or $C(=O)NR^Y$.~~

~~129. The compound of any one of claims 1 and 104-128, or a pharmaceutically acceptable salt thereof, wherein R^Y is H or C_{1-4} alkyl.~~

~~130. The compound of any one of claims 1 and 104-128, or a pharmaceutically acceptable salt thereof, wherein R^Y is H.~~

~~131. The compound of any one of claims 1 and 104-128, or a pharmaceutically acceptable salt thereof, wherein R^Y is methyl.~~

~~132. The compound of any one of claims 1 and 104-131, or a pharmaceutically acceptable salt thereof, wherein L is O or NR^Y.~~

~~133. The compound of any one of claims 1 and 104-132, or a pharmaceutically acceptable salt thereof, wherein G^1 is $C(R^G)(R^H)$.~~

~~134. The compound of any one of claims 1 and 104-133, or a pharmaceutically acceptable salt thereof, wherein G^2 is C-1.~~

~~135. The compound of any one of claims 1 and 104-134, or a pharmaceutically acceptable salt thereof, wherein D^1 and D^2 are each CH and D^{10} is CH_2.~~

~~136. The compound of any one of claims 1 and 104-134, or a pharmaceutically acceptable salt thereof, wherein D^1 is CH, D^2 is N, and D^{10} is CH_2.~~

~~137. The compound of any one of claims 1 and 104-134, or a pharmaceutically acceptable salt thereof, wherein D^3 is CH, D^4 is N, D^5 is CH.~~

~~138. The compound of any one of claims 1 and 104-137, or a pharmaceutically acceptable salt thereof, wherein D^{10} is CH_2.~~

~~139. The compound of any one of claims 1 and 104-138, or a pharmaceutically acceptable salt thereof, wherein b is 0, c is 1, and d is 1.~~

~~140. The compound of any one of claims 1 and 104-0138, or a pharmaceutically acceptable salt thereof, wherein b is 0, c is 2, and d is 0.~~

~~141. The compound of any one of claims 1 and 104-138, or a pharmaceutically acceptable salt thereof, wherein b is 0, c is 0, and d is 0.~~

~~142. The compound of any one of claims 1 and 104-138, or a pharmaceutically acceptable salt thereof, wherein b is 0, c is 1, and d is 0.~~

~~143. The compound of any one of claims 1 and 104-142, or a pharmaceutically acceptable salt thereof, wherein G^2 is C-2.~~

~~144. The compound of any one of claims 1 and 104-143, or a pharmaceutically acceptable salt thereof, wherein D^3, D^4, and D^5 are each CR^X, wherein each R^X is independently selected from H, halo, and C_{1-4} alkyl.~~

~~145. The compound of any one of claims 1 and 104-142, or a pharmaceutically acceptable salt thereof, wherein G^2 is C-3.~~

~~146. The compound of any one of claims 1 and 104-145, or a pharmaceutically acceptable salt thereof, wherein D^6, D^7, and D^9 are CR^X, and D^8 is N.~~

~~147. The compound of any one of claims 1 and 104-145, or a pharmaceutically acceptable salt thereof, wherein D^6 and D^7 are each N, and D^8 and D^9 are each CR^X.~~

~~148. The compound of any one of claims 1 and 104-145, or a pharmaceutically acceptable salt thereof, wherein D^6, D^7, D^8, and D^9 are each CR^X.~~

~~149. The compound of any one of claims 1 and 104-145, or a pharmaceutically acceptable salt thereof, wherein D^6, D^8, and D^9 are each CR^X, and D^7 is N.~~

~~150. The compound of any one of claims 1 and 104-145, or a pharmaceutically acceptable salt thereof, wherein D^6, D^7, and D^8 are each CR^X and D^9 is N.~~

~~151. The compound of any one of claims 1 and 104-145, or a pharmaceutically acceptable salt thereof, wherein D^6 and D^8 are each N, and D^7 and D^9 are each CR^X.~~

~~152. The compound of any one of claims 1 and 104-151, or a pharmaceutically acceptable salt thereof, wherein each R^X is H or halo.~~

~~153. The compound of any one of claims1 and 104-151, or a pharmaceutically acceptable salt thereof, wherein R^X is H or F.~~

~~154. The compound of any one of claims 1 and 104-151, or a pharmaceutically acceptable salt thereof, wherein R^X is H.~~

~~155. The compound of any one of claims 1 and 104-154, or a pharmaceutically acceptable salt thereof, wherein G^2 is $C(R^I)(R^J)$~~

~~156. The compound of any one of claims 1 and 104-155, or a pharmaceutically acceptable salt thereof, wherein R^{13} is C_{1-6} alkyl, OR^{a4}, CN, or $NR^{c4}R^{d4}$, wherein said C_{1-6} alkyl is optionally substituted with 1, 2, or 3 substituents independently selected from halo and OR^{a4} and $NR^{c4}R^{d4}$.~~

~~157. The compound of any one of claims 1 and 104-155, or a pharmaceutically acceptable salt thereof, wherein R^{13} is methyl.~~

~~158. The compound of any one of claims 1 and 104-155, or a pharmaceutically acceptable salt thereof, wherein R^{13} is CN.~~

~~159. The compound of any one of claims 1 and 104-155, or a pharmaceutically acceptable salt thereof, wherein R^{13} is CF_3.~~

~~160. The compound of any one of claims 1 and 104-155, or a pharmaceutically acceptable salt thereof, wherein R^{13} is amino.~~

~~161. The compound of any one of claims 1 and 104-155, or a pharmaceutically acceptable salt thereof, wherein R^{13} is aminomethyl.~~

~~162. The compound of any one of claims 1 and 104-161, or a pharmaceutically acceptable salt thereof, wherein R^A is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.~~

~~163. The compound of any one of claims 1 and 104-161, or a pharmaceutically acceptable salt thereof, wherein R^A is C_{1-6} alkyl or H.~~

~~164. The compound of any one of claims 1 and 104-161, or a pharmaceutically acceptable salt thereof, wherein R^A is methyl.~~

~~165. The compound of any one of claims 1 and 104-161, or a pharmaceutically acceptable salt thereof, wherein R^A is H.~~

~~166. The compound of any one of claims 1 and 104-165, or a pharmaceutically acceptable salt thereof, wherein R^B is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.~~

~~167. The compound of any one of claims 1 and 104-165, or a pharmaceutically acceptable salt thereof, wherein R^B is C_{1-6} alkyl or H.~~

~~168. The compound of any one of claims 1 and 104-165, or a pharmaceutically acceptable salt thereof, wherein R^B is methyl.~~

~~169. The compound of any one of claims 1 and 104-165, or a pharmaceutically acceptable salt thereof, wherein R^B is H.~~

~~170. The compound of any one of claims 1 and 104-169, or a pharmaceutically acceptable salt thereof, wherein R^C is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.~~

~~171. The compound of any one of claims 1 and 104-169, or a pharmaceutically acceptable salt thereof, wherein R^C is C_{1-6} alkyl or H.~~

~~172. The compound of any one of claims 1 and 104-169, or a pharmaceutically acceptable salt thereof, wherein R^C is methyl.~~

173. The compound of any one of claims 1 and 104-169, or a pharmaceutically acceptable salt thereof, wherein R^C is H.

174. The compound of any one of claims 1 and 104-173, or a pharmaceutically acceptable salt thereof, wherein R^D is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

175. The compound of any one of claims 1 and 104-173, or a pharmaceutically acceptable salt thereof, wherein R^D is C_{1-6} alkyl or H.

176. The compound of any one of claims 1 and 104-173, or a pharmaceutically acceptable salt thereof, wherein R^D is methyl.

177. The compound of any one of claims 1 and 104-173, or a pharmaceutically acceptable salt thereof, wherein R^D is H.

178. The compound of any one of claims 1 and 104-177, or a pharmaceutically acceptable salt thereof, wherein R^E is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

179. The compound of any one of claims 1 and 104-177, or a pharmaceutically acceptable salt thereof, wherein R^E is C_{1-6} alkyl or H.

180. The compound of any one of claims 1 and 104-177, or a pharmaceutically acceptable salt thereof, wherein R^E is methyl.

181. The compound of any one of claims 1 and 104-177, or a pharmaceutically acceptable salt thereof, wherein R^E is H.

182. The compound of any one of claims 1 and 104-181, or a pharmaceutically acceptable salt thereof, wherein R^F is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

183. The compound of any one of claims 1 and 104-181, or a pharmaceutically acceptable salt thereof, wherein R^F is C_{1-6} alkyl or H.

184. The compound of any one of claims 1 and 104-181, or a pharmaceutically acceptable salt thereof, wherein R^F is methyl.

185. The compound of any one of claims 1 and 104-181, or a pharmaceutically acceptable salt thereof, wherein R^F is H.

186. The compound of any one of claims 1 and 104-185, or a pharmaceutically acceptable salt thereof, wherein R^G is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

187. The compound of any one of claims 1 and 104-185, or a pharmaceutically acceptable salt thereof, wherein R^G is C_{1-6} alkyl or H.

188. The compound of any one of claims 1 and 104-185, or a pharmaceutically acceptable salt thereof, wherein R^G is methyl.

189. The compound of any one of claims 1 and 104-185, or a pharmaceutically acceptable salt thereof, wherein R^G is H.

190. The compound of any one of claims 1 and 104-189, or a pharmaceutically acceptable salt thereof, wherein R^H is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

191. The compound of any one of claims 1 and 104-189, or a pharmaceutically acceptable salt thereof, wherein R^H is C_{1-6} alkyl or H.

192. The compound of any one of claims 1 and 104-189, or a pharmaceutically acceptable salt thereof, wherein R^H is methyl.

193. The compound of any one of claims 1 and 104-189, or a pharmaceutically acceptable salt thereof, wherein R^H is H.

194. The compound of any one of claims 1 and 104-193, or a pharmaceutically acceptable salt thereof, wherein R^I is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

195. The compound of any one of claims 1 and 104-193, or a pharmaceutically acceptable salt thereof, wherein R^I is C_{1-6} alkyl or H.

196. The compound of any one of claims 1 and 104-193, or a pharmaceutically acceptable salt thereof, wherein R^I is methyl.

197. The compound of any one of claims 1 and 104-193, or a pharmaceutically acceptable salt thereof, wherein R^I is H.

198. The compound of any one of claims 1 and 104-197, or a pharmaceutically acceptable salt thereof, wherein R^J is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

199. The compound of any one of claims 1 and 104-197, or a pharmaceutically acceptable salt thereof, wherein R^J is C_{1-6} alkyl or H.

200. The compound of any one of claims 1 and 104-197, or a pharmaceutically acceptable salt thereof, wherein R^J is methyl.

201. The compound of any one of claims 1 and 104-197, or a pharmaceutically acceptable salt thereof, wherein R^J is H.

202. The compound of any one of claims 1 and 104-201, or a pharmaceutically acceptable salt thereof, wherein R^K is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

203. The compound of any one of claims 1 and 104-201, or a pharmaceutically acceptable salt thereof, wherein R^K is C_{1-6} alkyl or H.

204. The compound of any one of claims 1 and 104-201, or a pharmaceutically acceptable salt thereof, wherein R^K is methyl.

205. The compound of any one of claims 1 and 104-201, or a pharmaceutically acceptable salt thereof, wherein R^K is H.

206. The compound of any one of claims 1 and 104-205, or a pharmaceutically acceptable salt thereof, wherein R^L is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

207. The compound of any one of claims 1 and 104-205, or a pharmaceutically acceptable salt thereof, wherein R^L is C_{1-6} alkyl or H.

208. The compound of any one of claims 1 and 104-205, or a pharmaceutically acceptable salt thereof, wherein R^L is methyl.

209. The compound of any one of claims 1 and 104-205, or a pharmaceutically acceptable salt thereof, wherein R^L is H.

210. The compound of any one of claims 104-209, or a pharmaceutically acceptable salt thereof, wherein R^M is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

211. The compound of any one of claims 1 and 104-209, or a pharmaceutically acceptable salt thereof, wherein R^M is C_{1-6} alkyl or H.

212. The compound of any one of claims 1 and 104-209, or a pharmaceutically acceptable salt thereof, wherein R^M is methyl.

213. The compound of any one of claims 1 and 104-209, or a pharmaceutically acceptable salt thereof, wherein R^M is H.

214. The compound of any one of claims 1 and 104-213, or a pharmaceutically acceptable salt thereof, wherein R^N is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

215. The compound of any one of claims 1 and 104-213, or a pharmaceutically acceptable salt thereof, wherein R^N is C_{1-6} alkyl or H.

216. The compound of any one of claims 1 and 104-213, or a pharmaceutically acceptable salt thereof, wherein R^N is methyl.

217. The compound of any one of claims 1 and 104-213, or a pharmaceutically acceptable salt thereof, wherein R^N is H.

218. The compound of any one of claims 1 and 104-217, or a pharmaceutically acceptable salt thereof, wherein R^I and R^K together form a double bond between the carbon atoms to which they are attached.

219. The compound of any one of claims 1 and 104-217, or a pharmaceutically acceptable salt thereof, wherein R^K and R^M together form a double bond between the carbon atoms to which they are attached.

220. The compound of any one of claims 1 and 104-217, or a pharmaceutically acceptable salt thereof, wherein R^K, R^L, R^M, and R^N together form a triple bond between the carbon atoms to which they are attached.

221. The compound of any one of claims 1 and 104-217, or a pharmaceutically acceptable salt thereof, wherein R^G and R^I together with the carbon atoms to which they are attached and together with Y^5 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$.

222. The compound of any one of claims 1 and 104-217, or a pharmaceutically acceptable salt thereof, wherein R^G and R^I together with the carbon atoms to which they are attached and together with Y^5 form a tetrahydrofuranyl ring.

223. The compound of any one of claims 1 and 104-222, or a pharmaceutically acceptable salt thereof, wherein R^{a6} is H.

224. The compound of any one of claims 1 and 104-223, or a pharmaceutically acceptable salt thereof, wherein R^{b1} is C_{1-6} alkyl.

225. The compound of any one of claims 1 and 104-223, or a pharmaceutically acceptable salt thereof, wherein R^{b1} is methyl.

~~226. The compound of any one of claims 1 and 104-225, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is H or C_{1-6} alkyl.~~

~~227. The compound of any one of claims 1 and 104-225, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is methyl.~~

~~228. The compound of any one of claims 1 and 104-227, or a pharmaceutically acceptable salt thereof, wherein R^{c4} and R^{d4} are each H.~~

~~229. The compound of any one of claims 1 and 104-228, or a pharmaceutically acceptable salt thereof, wherein R^{c5} and R^{d5} are each H.~~

~~230. The compound of any one of claims 1 and 104-229, or a pharmaceutically acceptable salt thereof, wherein R^{Y} is H.~~

~~231. The compound of any one of claims 1 and 104-230, or a pharmaceutically acceptable salt thereof, wherein a is 0.~~

~~232. The compound of any one of claims 1 and 104-230, or a pharmaceutically acceptable salt thereof, wherein a is 1.~~

~~233. The compound of any one of claims 1 and 104-232, or a pharmaceutically acceptable salt thereof, wherein s1 is 0.~~

~~234. The compound of any one of claims 1 and 104-232, or a pharmaceutically acceptable salt thereof, wherein s1 is 1.~~

~~235. The compound of any one of claims 1 and 104-232, or a pharmaceutically acceptable salt thereof, wherein s1 is 2.~~

~~236. The compound of any one of claims 1 and 104-235, or a pharmaceutically acceptable salt thereof, wherein s2 is 0.~~

~~237. The compound of any one of claims 1 and 104-235, or a pharmaceutically acceptable salt thereof, wherein s2 is 1.~~

~~238. The compound of any one of claims 1 and 104-235, or a pharmaceutically acceptable salt thereof, wherein s2 is 2.~~

~~239. The compound of any one of claims 1 and 104-238, or a pharmaceutically acceptable salt thereof, wherein v is 0.~~

~~240. The compound of any one of claims 1 and 104-238, or a pharmaceutically acceptable salt thereof, wherein v is 1.~~

~~241. The compound of any one of claims 1 and 104-240, or a pharmaceutically acceptable salt thereof, wherein w is 0.~~

~~242. The compound of any one of claims 1 and 104-240, or a pharmaceutically acceptable salt thereof, wherein w is 1.~~

~~243. The compound of any one of claims 1 and 104-242, or a pharmaceutically acceptable salt thereof, wherein m is 0.~~

~~244. The compound of any one of claims 1 and 104-242, or a pharmaceutically acceptable salt thereof, wherein m is 1.~~

~~245. The compound of any one of claims 1 and 104-244, or a pharmaceutically acceptable salt thereof, wherein n is 0.~~

~~246. The compound of any one of claims 1 and 104-244, or a pharmaceutically acceptable salt thereof, wherein n is 1.~~

~~247. The compound of any one of claims 1 and 104-246, or a pharmaceutically acceptable salt thereof, wherein p is 0.~~

~~248. The compound of any one of claims 1 and 104-246, or a pharmaceutically acceptable salt thereof, wherein p is 1.~~

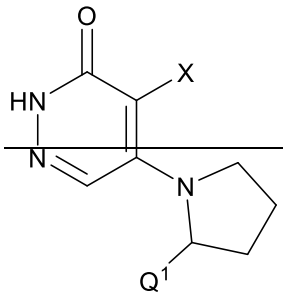
~~249. The compound of any one of claims 1 and 104-248, or a pharmaceutically acceptable salt thereof, wherein q is 0.~~

~~250. The compound of any one of claims 1 and 104-248, or a pharmaceutically acceptable salt thereof, wherein q is 1.~~

~~251. The compound of any one of claims 1 and 104-250, or a pharmaceutically acceptable salt thereof, wherein r is 0.~~

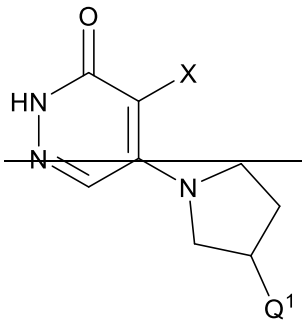
252. The compound of any one of claims 1 and 104-250, or a pharmaceutically acceptable salt thereof, wherein r is 1.

253. The compound of any one of claims 1 and 104-252, or a pharmaceutically acceptable salt thereof, having Formula IIIa:



IIIa.

254. The compound of any one of claims 1 and 104-252, or a pharmaceutically acceptable salt thereof, having Formula IIIb:



IIIb.

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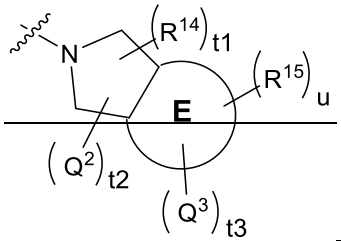
255. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein A is the group having the formula A-3.

256. The compound of claim 1 or 255, or a pharmaceutically acceptable salt thereof, wherein:

X is Cl, Br, CH_3, CF_3, CN, OCH_3, ethyl, cyclopropyl, SCH_3, or isopropyl;

A is a group having the formula (A-3):



(A-3);

Y^1, Y^2, and Y^3 are each independently selected from O, S, NR^Y, C(=O), C(=O)O, $C(=O)NR^Y$, S(=O), $S(=O)_2$, $S(=O)NR^Y$, $S(=O)_2NR^Y$ or $NR^YC(=O)NR^Y$, wherein each R^Y is independently H or C_{1-4} alkyl;

L is C_{1-3} alkylene, O, S, NR^Y, C(=O), C(=O)O, $C(=O)NR^Y$, S(=O), $S(=O)NR^Y$, or $NR^YC(=O)NR^Y$;

Z is H, Cy^Z, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^a, SR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^cR^d$, NR^cR^d, $NR^cC(O)R^b$, $NR^cC(O)OR^a$, $NR^cC(O)NR^cR^d$, $C(=NR^e)R^b$, $C(=NR^e)NR^cR^d$, $NR^cC(=NR^e)NR^cR^d$, $NR^cS(O)R^b$, $NR^cS(O)_2R^b$, $NR^cS(O)_2NR^cR^d$, $S(O)R^b$, $S(O)NR^cR^d$, $S(O)_2R^b$, and $S(O)_2NR^cR^d$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, and C_{1-6} haloalkyl of Z are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from Cy^Z, halo, CN, NO_2, OR^a, SR^a, $C(O)R^b$, $C(O)NR^cR^d$, $C(O)OR^a$, $OC(O)R^b$, $OC(O)NR^cR^d$, $C(=NR^e)NR^cR^d$, $NR^cC(=NR^e)NR^cR^d$, NR^cR^d, $NR^cC(O)R^b$, $NR^cC(O)OR^a$, $NR^cC(O)NR^cR^d$, $NR^cS(O)R^b$, $NR^cS(O)_2R^b$, $NR^cS(O)_2NR^cR^d$, $S(O)R^b$, $S(O)NR^cR^d$, $S(O)_2R^b$, and $S(O)_2NR^cR^d$;

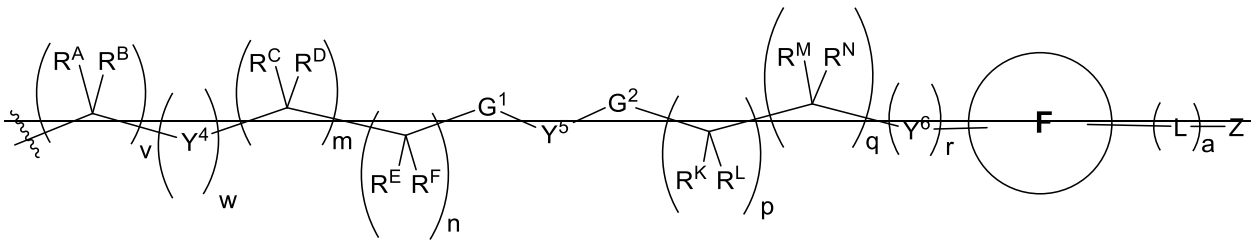
Cy^Z is selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a1}, SR^{a1}, $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)R^{b1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)R^{b1}$, $S(O)NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$;

R^{13}, R^{14}, and R^{15} are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-

10-membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a4}, SR^{a4}, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$, $NR^{c4}C(O)OR^{a4}$, $NR^{c4}C(O)NR^{c4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}S(O)R^{b4}$, $NR^{c4}S(O)_2R^{b4}$, $NR^{c4}S(O)_2NR^{c4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{c4}R^{d4}$, $S(O)_2R^{b4}$, and $S(O)_2NR^{c4}R^{d4}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^{13}, R^{14}, and R^{15} are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a4}, SR^{a4}, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$, $NR^{c4}C(O)OR^{a4}$, $NR^{c4}C(O)NR^{c4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}S(O)R^{b4}$, $NR^{c4}S(O)_2R^{b4}$, $NR^{c4}S(O)_2NR^{c4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{c4}R^{d4}$, $S(O)_2R^{b4}$, and $S(O)_2NR^{c4}R^{d4}$;

Ring E is a mono- or polycyclic ring selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl;

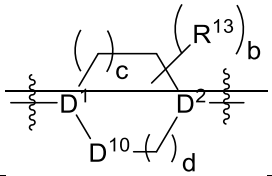
Q^2 and Q^3 are each a group of formula (B-1):



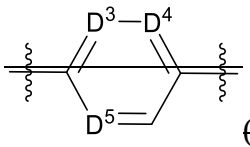
(B-1)

Y^4, Y^5, and Y^6 are each independently selected from O, S, NR^Y, C(=O), C(=O)O, $C(=O)NR^Y$, S(=O), $S(=O)_2$, $S(=O)NR^Y$, $S(=O)_2NR^Y$ or $NR^YC(=O)NR^Y$;

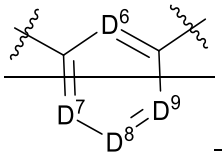
G^1 is $C(R^G)(R^H)$ or a group of formula (C-1), (C-2), or (C-3):



(C-1)



(C-2)



(C-3)

G^2 is $C(R^I)(R^J)$ or a group of formula (C-1), (C-2), or (C-3);

R^A, R^B, R^C, R^D, R^E, R^F, R^G, R^H, R^I, R^J, R^K, R^L, R^M, and R^N are each independently selected from H, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, CN, NO_2, OR^{a5}, SR^{a5}, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$; wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^A, R^B, R^C, R^D, R^E, R^F, R^G, R^H, R^I, R^J, R^K, R^L, R^M, and R^N are each optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a5}, SR^{a5}, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$;

or R^G and R^I together with the carbon atoms to which they are attached and together with Y^5 form a 5-10 membered heterocycloalkyl ring optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a3}, SR^{a3}, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)OR^{a3}$, $OC(O)R^{b3}$, $OC(O)NR^{c3}R^{d3}$, $NR^{c3}R^{d3}$, $NR^{c3}C(O)R^{b3}$, $NR^{c3}C(O)OR^{a3}$, $NR^{c3}C(O)NR^{c3}R^{d3}$, $C(=NR^{e3})R^{b3}$, $C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}C(=NR^{e3})NR^{c3}R^{d3}$, $NR^{c3}S(O)R^{b3}$, $NR^{c3}S(O)_2R^{b3}$, $NR^{c3}S(O)_2NR^{c3}R^{d3}$, $S(O)R^{b3}$, $S(O)NR^{c3}R^{d3}$, $S(O)_2R^{b3}$, and $S(O)_2NR^{c3}R^{d3}$;

or R^C and R^E together form a double bond between the carbon atoms to which they are attached;

or R^E and R^G together form a double bond between the carbon atoms to which they are attached;

or R^I and R^K together form a double bond between the carbon atoms to which they are attached;

or R^K and R^M together form a double bond between the carbon atoms to which they are attached;

or R^K, R^L, R^M, and R^N together form a triple bond between the carbon atoms to which they are attached;

D^1 and D^2 are each independently selected from N and CH;

D^3, D^4, D^5, D^6, D^7, D^8, and D^9 are each independently selected from N and CR^X, wherein each R^X is independently selected from H, halo, and C_{1-4} alkyl;

D^{10} is O, S, NH or CH_2;

Ring F is a mono- or polycyclic ring selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl, each optionally substituted by 1, 2, 3, or 4 substituents independently selected from halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, CN, NO_2, OR^{a6}, SR^{a6}, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{b6}$, and $S(O)_2NR^{c6}R^{d6}$, wherein the alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl are optionally substituted with 1, 2, or 3 substituents independently selected from halo, CN, NO_2, OR^{a6}, SR^{a6}, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{b6}$, and $S(O)_2NR^{c6}R^{d6}$;

each R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a3}, R^{b3}, R^{c3}, R^{d3}, R^{a4}, R^{b4}, R^{c4}, R^{d4}, R^{a5}, R^{b5}, R^{c5}, R^{d5}, R^{a6}, R^{b6}, R^{c6}, and R^{d6} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl of said R^a, R^b, R^c, R^d, R^{a1}, R^{b1}, R^{c1}, R^{d1}, R^{a2}, R^{b2}, R^{c2}, R^{d2}, R^{a3}, R^{b3}, R^{c3}, R^{d3}, R^{a4}, R^{b4}, R^{c4}, R^{d4}, R^{a5}, R^{b5}, R^{c5}, R^{d5}, R^{a6}, R^{b6}, R^{c6}, and R^{d6} is optionally substituted with 1, 2, or 3 substituents independently selected from halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{c7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{c7}R^{d7}$, $NR^{c7}R^{d7}$, $NR^{c7}C(O)R^{b7}$, $NR^{c7}C(O)NR^{c7}R^{d7}$,

~~$NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^e and R^d together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e1} and R^{d1} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e3} and R^{d3} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e4} and R^{d4} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e5} and R^{d5} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$,~~

~~$NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~or R^{e6} and R^{d6} together with the N atom to which they are attached form a 4-7 membered heterocycloalkyl group optionally substituted with 1, 2, or 3 substituents independently selected from CN, halo, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, OR^{a7}, SR^{a7}, $C(O)R^{b7}$, $C(O)NR^{e7}R^{d7}$, $C(O)OR^{a7}$, $OC(O)R^{b7}$, $OC(O)NR^{e7}R^{d7}$, $NR^{e7}R^{d7}$, $NR^{e7}C(O)R^{b7}$, $NR^{e7}C(O)NR^{e7}R^{d7}$, $NR^{e7}C(O)OR^{a7}$, $C(=NR^{e7})NR^{e7}R^{d7}$, $NR^{e7}C(=NR^{e7})NR^{e3}R^{d7}$, $S(O)R^{b7}$, $S(O)NR^{e7}R^{d7}$, $S(O)_2R^{b7}$, $NR^{e7}S(O)_2R^{b7}$, $NR^{e7}S(O)_2NR^{e7}R^{d7}$, and $S(O)_2NR^{e7}R^{d7}$;~~

~~R^{a7}, R^{b7}, R^{e7}, and R^{d7} are independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, C_{3-7} cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl are each optionally substituted with 1, 2, or 3 substituents independently selected from OH, CN, amino, halo, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, and C_{1-6} haloalkoxy;~~

~~each R^e, R^{e1}, R^{e3}, R^{e4}, R^{e5}, R^{e6} and R^{e7} is independently selected from H, C_{1-4} alkyl, and CN;~~

~~a is 0 or 1;~~

~~b is 0, 1, 2, or 3;~~

~~c is 0, 1, or 2;~~

~~d is 0, 1, or 2;~~

~~m is 0 or 1;~~

~~n is 0 or 1;~~

~~p is 0 or 1;~~

~~q is 0 or 1;~~

~~r is 0 or 1;~~

~~t1 is 0 or 1;~~

~~t2 is 0 or 1;~~

~~t3 is 0 or 1;~~

~~u is 0, 1, 2, or 3;~~

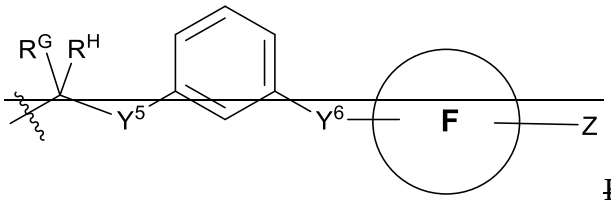
~~v is 0 or 1; and~~

~~w is 0 or 1;~~

~~wherein any aforementioned heteroaryl or heterocycloalkyl group comprises 1, 2, 3, or 4 ring-forming heteroatoms independently selected from O, N, and S; and~~

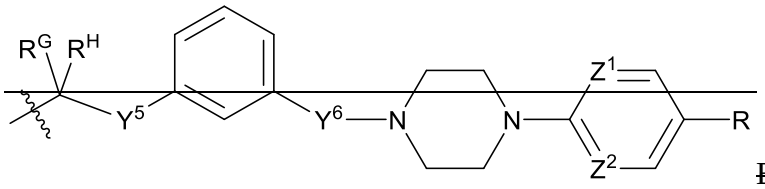
~~wherein one or more ring-forming C or N atoms of any aforementioned heterocycloalkyl group is optionally substituted by an oxo (=O) group.~~

~~257. The compound of any one of claims 1, 255 and 256, or a pharmaceutically acceptable salt thereof, wherein Q^2 is a compound having the formula B-2a:~~



~~B-2a.~~

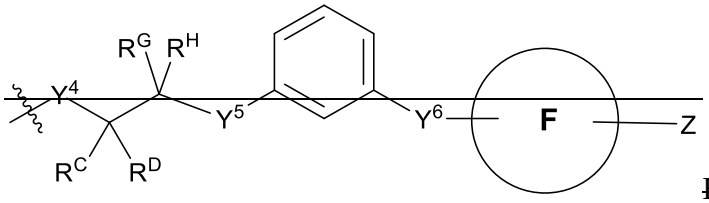
~~258. The compound of any one of claims 1, 255 and 256, or a pharmaceutically acceptable salt thereof, wherein Q^2 is a compound having the formula B-2a:~~



~~B-2b;~~

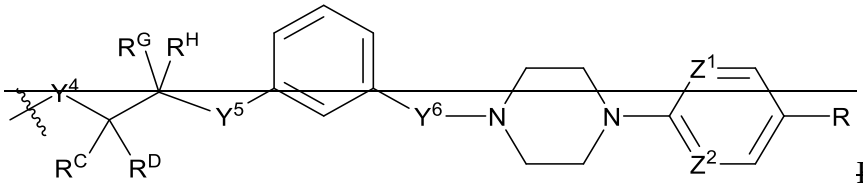
~~wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3.~~

~~259. The compound of any one of claims 1, 255 and 256, or a pharmaceutically acceptable salt thereof, wherein Q^3 is a compound having the formula B-3a:~~



~~B-3a.~~

~~260. The compound of any one of claims 1, 255 and 256, or a pharmaceutically acceptable salt thereof, wherein Q^3 is a compound having the formula B-3b:~~



~~B-3b;~~

~~wherein Z^1 and Z^2 are each independently selected from N and CH, and wherein R is CN, Cl, or CF_3.~~

~~261. The compound of any one of claims 1 and 255-260, or a pharmaceutically acceptable salt thereof, wherein X is Cl, Br, CH_3, CF_3, CN, OCH_3, ethyl, cyclopropyl, SCH_3, or isopropyl.~~

~~262. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is a mono- or polycyclic ring selected from C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, and 4-10 membered heterocycloalkyl.~~

~~263. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is a mono- or polycyclic ring selected from C_{6-10} aryl.~~

~~264. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is a mono- or polycyclic ring selected from 5-10 membered heteroaryl.~~

~~265. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is a mono- or polycyclic ring selected from C_{3-7} cycloalkyl.~~

~~266. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is a mono- or polycyclic ring selected from 4-10 membered heterocycloalkyl.~~

~~267. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is phenyl.~~

~~268. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is pyridinyl.~~

~~269. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is cyclohexyl.~~

270. The compound of any one of claims 1 and 255-261, or a pharmaceutically acceptable salt thereof, wherein Ring E is pyridine-4(1H)-onyl, 4-pyridonyl, or piperidinyl

271. The compound of any one of claims 1 and 255-270, or a pharmaceutically acceptable salt thereof, wherein each R^{14} is independently selected from H, halo, OR^{a4}, and C_{1-6} alkyl, wherein said C_{1-6} alkyl is optionally substituted with CN, OR^{a7}, $NR^{c4}R^{d4}$, or $NR^{c4}C(O)R^{b4}$.

272. The compound of any one of claims 1 and 255-270, or a pharmaceutically acceptable salt thereof, wherein each R^{14} is independently selected from halo, methyl, ethyl, and cyanomethyl, each optionally substituted with CN, OR^{a7}, $NR^{c4}R^{d4}$, or $NR^{c4}C(O)R^{b4}$.

273. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein each R^{15} is independently selected from H, halo, CN, $NR^{c4}R^{d4}$, OR^{a4}, $C(O)R^{b4}$, NRc4C(O)R^{b4}, $C(O)NR^{c4}R^{d4}$ and C_{1-6} alkyl, wherein said C_{1-6} alkyl is optionally substituted with CN, OR^{a7}, $NR^{c4}R^{d4}$, or $NR^{c4}C(O)R^{b4}$.

274. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein R^{15} is F or Cl.

275. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein each R^{15} is independently selected from halo and OR^{a4}.

276. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein each R^{15} is independently selected from halo and $NR^{c4}R^{d4}$.

277. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein each R^{15} is independently selected from halo, $NR^{c4}C(O)R^{b4}$, C(O)Rb4, and $C(O)NR^{c4}R^{d4}$.

278. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein R^{15} is CN.

279. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein R^{15} is halo.

280. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein R^{15} is 4-10 membered heterocycloalkyl, optionally substituted with C_{1-6} alkyl, $NR^{c4}R^{d4}$ or $C(O)R^{b4}$.

281. The compound of any one of claims 1 and 255-272, or a pharmaceutically acceptable salt thereof, wherein R^{15} is morpholinyl, piperidinyl, pyrrolidinyl, optionally substituted with OR^{a4}, $NR^{c4}R^{d4}$ or $C(O)R^{b4}$.

282. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is selected from C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-4} alkyl, cycloalkyl-C_{1-4} alkyl, 5-10 membered heteroaryl-C_{1-4} alkyl, and 4-10 membered heterocycloalkyl-C_{1-4} alkyl, each optionally substituted with C_{1-4} alkyl, OR^{a7}, $NR^{c7}R^{d7}$, $C(O)NR^{c7}R^{d7}$, $C(O)R^{b7}$, $C(O)OR^{a7}$ or $NR^{c7}C(O)R^{b7}$.

283. The compound of any one of claims 1 and 255-282, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is H or C_{1-6} alkyl.

284. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is pyridinyl.

285. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is phenyl.

286. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is pyridinylmethyl, pyridinylethyl, tetrahydropyranylmethyl, tetrahydrofuranylmethyl, piperidinylmethyl, piperidinylethyl, morpholinylethyl, piperazinylethyl, pyrrolidinylmethyl.

287. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is methyl, ethyl, or isopropyl.

288. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is piperidinyl, tetrahydropyranyl, tetrahydrofuranyl, morpholinyl, pyrrolidinyl, each optionally substituted by an oxo (=O) group, C_{1-4} alkyl, OR^{a7}, $NR^{c7}R^{d7}$, $C(O)NR^{c7}R^{d7}$, $C(O)R^{b7}$, or $NR^{c7}C(O)R^{b7}$.

289. The compound of any one of claims 1 and 255-281, or a pharmaceutically acceptable salt thereof, wherein R^{a4} is pyrimidinyl.

290. The compound of any one of claims 1 and 255-289, or a pharmaceutically acceptable salt thereof, wherein R^{b4} is C_{1-6} alkyl.

291. The compound of any one of claims 1 and 255-289, or a pharmaceutically acceptable salt thereof, wherein R^{b4} is methyl.

292. The compound of any one of claims 1 and 255-291, or a pharmaceutically acceptable salt thereof, wherein R^{c4} is H or C_{1-6} alkyl.

293. The compound of any one of claims 1 and 255-291, or a pharmaceutically acceptable salt thereof, wherein R^{c4} is methyl.

294. The compound of any one of claims 1 and 255-293, or a pharmaceutically acceptable salt thereof, wherein R^{d4} is H, C_{1-6} alkyl, C_{6-10} aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, 5-10 membered heteroaryl-C_{1-4} alkyl, 4-10 membered heterocycloalkyl-C_{1-4} alkyl, optionally substituted with 1, 2, 3, or 4 substituents independently selected from C_{1-6} alkyl, $C(O)R^{b7}$, and $C(O)OR^{a7}$.

295. The compound of any one of claims 1 and 255-293, or a pharmaceutically acceptable salt thereof, wherein R^{d4} is methyl.

296. The compound of any one of claims 1 and 255-293, or a pharmaceutically acceptable salt thereof, wherein R^{d4} is tetrehydrofuranylmethyl, pyridinylmethyl, pyridinylethyl, morpholinyl, piperidinyl, tetrahydropyranyl, or pyridinyl.

297. The compound of any one of claims 1 and 255-296, or a pharmaceutically acceptable salt thereof, wherein R^{a7} is H or C_{1-6} alkyl.

298. The compound of any one of claims 1 and 255-296, or a pharmaceutically acceptable salt thereof, wherein R^{a7} is methyl.

299. The compound of any one of claims 1 and 255-298, or a pharmaceutically acceptable salt thereof, wherein R^{b7} is H or C_{1-6} alkyl.

300. The compound of any one of claims 1 and 255-299, or a pharmaceutically acceptable salt thereof, wherein R^{c7} is H or C_{1-6} alkyl.

301. The compound of any one of claims 1 and 255-300, or a pharmaceutically acceptable salt thereof, wherein R^{d7} is H or C_{1-6} alkyl.

302. The compound of any one of claims 1 and 255-301, or a pharmaceutically acceptable salt thereof, wherein R^{b7} is H or methyl.

303. The compound of any one of claims 1 and 255-302, or a pharmaceutically acceptable salt thereof, wherein R^{c7} is H or methyl.

304. The compound of any one of claims 1 and 255-303, or a pharmaceutically acceptable salt thereof, wherein R^{d7} is H or methyl.

305. The compound of any one of claims 1 and 255-304, or a pharmaceutically acceptable salt thereof, wherein Y^4 is O.

306. The compound of any one of claims 1 and 255-305, or a pharmaceutically acceptable salt thereof, wherein Y^5 is O, NR^Y, C(=O), or C(=O)NR^Y.

307. The compound of any one of claims 1 and 255-306, or a pharmaceutically acceptable salt thereof, wherein G^1 is $C(R^G)(R^H)$.

308. The compound of any one of claims 1 and 255-307, or a pharmaceutically acceptable salt thereof, wherein G^1 is C-2.

309. The compound of any one of claims 1 and 255-308, or a pharmaceutically acceptable salt thereof, wherein D^3, D^4, and D^5 are each CR^X, wherein each R^X is independently selected from H, halo, and C_{1-4} alkyl.

310. The compound of any one of claims 1 and 255-309, or a pharmaceutically acceptable salt thereof, wherein R^X is H.

311. The compound of any one of claims 1 and 255-310, or a pharmaceutically acceptable salt thereof, wherein G^2 is $C(R^I)(R^J)$.

312. The compound of any one of claims 1 and 255-310, or a pharmaceutically acceptable salt thereof, wherein G^2 is C-3.

313. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6, D^7, and D^9 are each CR^X, and D^8 is N.

314. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6 and D^7 are each N, and D^8 and D^9 are each CR^X.

315. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6, D^7, D^8, and D^9 are each CR^X.

316. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6, D^8, and D^9 are each CR^X, and D^7 is N.

317. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6, D^7, and D^8 are each CR^X and D^9 is N.

318. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6 and D^8 are each N, and D^7 and D^9 are each CR^X.

319. The compound of any one of claims 1 and 255-312, or a pharmaceutically acceptable salt thereof, wherein D^6 and D^9 are each N, and D^7 and D^8 are each CR^X.

320. The compound of any one of claims 1 and 255-319, or a pharmaceutically acceptable salt thereof, wherein G^2 is C-1.

321. The compound of any one of claims 1 and 255-320 or a pharmaceutically acceptable salt thereof, wherein D^1 and D^2 are each N and D^{10} is CH_2.

322. The compound of any one of claims 1 and 255-321, or a pharmaceutically acceptable salt thereof, wherein b is 0, c is 1, and d is 1.

323. The compound of any one of claims 1 and 255-322, or a pharmaceutically acceptable salt thereof, wherein Ring F is 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, or C_{3-7} cycloalkyl, each optionally substituted with C_{1-6} alkyl, wherein said C_{1-6} alkyl is optionally substituted with OR^{a6}.

324. The compound of any one of claims 1 and 255-323, or a pharmaceutically acceptable salt thereof, wherein Ring F is 4-10 membered heterocycloalkyl or C_{3-7} cycloalkyl, each optionally substituted with methyl.

325. The compound of any one of claims 1 and 255-323, or a pharmaceutically acceptable salt thereof, wherein Ring F is piperazinyl, piperidinyl, pyrrolidinyl, pyridinyl, 5,6,7,8-

tetrahydro-[1,2,4]triazolo[4,3-a]pyrazinyl, 2,8-diazaspiro[4.5]decanyl, 2,5-diazabicyclo[2.2.2]octanyl, 1,4-diazepanyl, azetidinyl, 2,6-diazaspiro[3.3]heptanyl, 2,6-diazaspiro[3.4]octanyl, octahydropyrrolo[3,2-b]pyrrolyl, 2,7-diazaspiro[4.4]nonanyl, 2,5-diazabicyclo[2.2.1]heptanyl, octahydropyrrolo[3,4-c]pyrrolyl, 2,7-diazaspiro[3.5]nonanyl, or 4,5,6,7-tetrahydropyrazolo[1,5-a]pyrazine.

326. The compound of any one of claims 1 and 255-323, or a pharmaceutically acceptable salt thereof, wherein Ring F is piperzinyl.

327. The compound of any one of claims 1 and 255-323, or a pharmaceutically acceptable salt thereof, wherein Ring F is cyclohexyl.

328. The compound of any one of claims 1 and 255-323, or a pharmaceutically acceptable salt thereof, wherein Ring F is 4-10 membered heterocycloalkyl, optionally substituted by an oxo (=O) group.

329. The compound of any one of claims 1 and 255-328, or a pharmaceutically acceptable salt thereof, wherein Z is Cy^Z, CN, C_{1-6} alkyl, or $C(O)R^b$, wherein said C_{1-6} alkyl is optionally substituted by halo.

330. The compound of any one of claims 1 and 255-328, or a pharmaceutically acceptable salt thereof, wherein Z is CF_3, CH_3, or CN.

331. The compound of any one of claims 1 and 255-328, or a pharmaceutically acceptable salt thereof, wherein Z is H.

332. The compound of any one of claims 1 and 255-331, or a pharmaceutically acceptable salt thereof, wherein R^b is C_{1-6} alkyl, optionally substituted with CN.

333. The compound of any one of claims 1 and 255-331, or a pharmaceutically acceptable salt thereof, wherein R^b is methyl.

334. The compound of any one of claims 1 and 255-333, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is selected from 5-10 membered heteroaryl and C_{6-10} aryl, each optionally substituted by C_{1-6} alkyl, halo, CN or CF_3, wherein said C_{1-6} alkyl is optionally substituted with CN.

335. The compound of any one of claims 1 and 255-333, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is pyridinyl, pyrimidinyl, or pyrazinyl, each optionally substituted by C_{1-6} alkyl, CN, Cl, F, $S(O)_2R^{b1}$, or CF_3.

336. The compound of any one of claims 1 and 255-333, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is pyridinyl, pyrimidinyl, pyrazinyl, each optionally substituted by methyl, CN, Cl, F, CF_3, or $S(O)_2CH_3$.

337. The compound of any one of claims1 and 255-333, or a pharmaceutically acceptable salt thereof, wherein Cy^Z is phenyl, optionally substituted with cyanomethyl or CN.

338. The compound of any one of claims 1 and 255-337, or a pharmaceutically acceptable salt thereof, wherein R^{b1} is C_{1-6} alkyl.

339. The compound of any one of claims 1 and 255-337, or a pharmaceutically acceptable salt thereof, wherein R^{b1} is methyl.

340. The compound of any one of claims 1 and 255-339, or a pharmaceutically acceptable salt thereof, wherein R^A is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

341. The compound of any one of claims 1 and 255-339, or a pharmaceutically acceptable salt thereof, wherein R^A is C_{1-6} alkyl or H.

342. The compound of any one of claims 1 and 255-339, or a pharmaceutically acceptable salt thereof, wherein R^A is methyl.

343. The compound of any one of claims 1 and 255-339, or a pharmaceutically acceptable salt thereof, wherein R^A is H.

344. The compound of any one of claims 1 and 255-343, or a pharmaceutically acceptable salt thereof, wherein R^B is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

345. The compound of any one of claims 1 and 255-343, or a pharmaceutically acceptable salt thereof, wherein R^B is C_{1-6} alkyl or H.

346. The compound of any one of claims 1 and 255-343, or a pharmaceutically acceptable salt thereof, wherein R^B is methyl.

347. The compound of any one of claims 1 and 255-343, or a pharmaceutically acceptable salt thereof, wherein R^B is H.

348. The compound of any one of claims 1 and 255-347, or a pharmaceutically acceptable salt thereof, wherein R^C is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

349. The compound of any one of claims 1 and 255-347, or a pharmaceutically acceptable salt thereof, wherein R^C is C_{1-6} alkyl or H.

350. The compound of any one of claims 1 and 255-347, or a pharmaceutically acceptable salt thereof, wherein R^C is methyl.

351. The compound of any one of claims 1 and 255-347, or a pharmaceutically acceptable salt thereof, wherein R^C is H.

352. The compound of any one of claims 1 and 255-351, or a pharmaceutically acceptable salt thereof, wherein R^D is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

353. The compound of any one of claims 1 and 255-351, or a pharmaceutically acceptable salt thereof, wherein R^D is C_{1-6} alkyl or H.

354. The compound of any one of claims 1 and 255-351, or a pharmaceutically acceptable salt thereof, wherein R^D is methyl.

355. The compound of any one of claims 1 and 255-351, or a pharmaceutically acceptable salt thereof, wherein R^D is H.

356. The compound of any one of claims 1 and 255-355, or a pharmaceutically acceptable salt thereof, wherein R^E is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

357. The compound of any one of claims 1 and 255-355, or a pharmaceutically acceptable salt thereof, wherein R^E is C_{1-6} alkyl or H.

358. The compound of any one of claims 1 and 255-355, or a pharmaceutically acceptable salt thereof, wherein R^E is methyl.

359. The compound of any one of claims 1 and 255-355, or a pharmaceutically acceptable salt thereof, wherein R^E is H.

360. The compound of any one of claims 1 and 255-359, or a pharmaceutically acceptable salt thereof, wherein R^F is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

361. The compound of any one of claims 1 and 255-359, or a pharmaceutically acceptable salt thereof, wherein R^F is C_{1-6} alkyl or H.

362. The compound of any one of claims 1 and 255-359, or a pharmaceutically acceptable salt thereof, wherein R^F is methyl.

363. The compound of any one of claims 1 and 255-359, or a pharmaceutically acceptable salt thereof, wherein R^F is H.

364. The compound of any one of claims 1 and 255-363, or a pharmaceutically acceptable salt thereof, wherein R^G is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

365. The compound of any one of claims 1 and 255-363, or a pharmaceutically acceptable salt thereof, wherein R^G is C_{1-6} alkyl or H.

366. The compound of any one of claims 1 and 255-363, or a pharmaceutically acceptable salt thereof, wherein R^G is methyl.

367. The compound of any one of claims 1 and 255-363, or a pharmaceutically acceptable salt thereof, wherein R^G is H.

368. The compound of any one of claims 1 and 255-367, or a pharmaceutically acceptable salt thereof, wherein R^H is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

369. The compound of any one of claims 1 and 255-367, or a pharmaceutically acceptable salt thereof, wherein R^H is C_{1-6} alkyl or H.

370. The compound of any one of claims 1 and 255-367, or a pharmaceutically acceptable salt thereof, wherein R^H is methyl.

371. The compound of any one of claims 1 and 255-367, or a pharmaceutically acceptable salt thereof, wherein R^H is H.

372. The compound of any one of claims 1 and 255-371, or a pharmaceutically acceptable salt thereof, wherein R^I is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

373. The compound of any one of claims 1 and 255-371, or a pharmaceutically acceptable salt thereof, wherein R^I is C_{1-6} alkyl or H.

374. The compound of any one of claims 1 and 255-371, or a pharmaceutically acceptable salt thereof, wherein R^I is methyl.

375. The compound of any one of claims 1 and 255-371, or a pharmaceutically acceptable salt thereof, wherein R^I is H.

376. The compound of any one of claims 1 and 255-375, or a pharmaceutically acceptable salt thereof, wherein R^J is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

377. The compound of any one of claims 1 and 255-375, or a pharmaceutically acceptable salt thereof, wherein R^J is C_{1-6} alkyl or H.

378. The compound of any one of claims 1 and 255-375, or a pharmaceutically acceptable salt thereof, wherein R^J is methyl.

379. The compound of any one of claims 1 and 255-375, or a pharmaceutically acceptable salt thereof, wherein R^J is H.

380. The compound of any one of claims 1 and 255-379, or a pharmaceutically acceptable salt thereof, wherein R^K is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

381. The compound of any one of claims 1 and 255-379, or a pharmaceutically acceptable salt thereof, wherein R^K is C_{1-6} alkyl or H.

382. The compound of any one of claims 1 and 255-379, or a pharmaceutically acceptable salt thereof, wherein R^K is methyl.

383. The compound of any one of claims 1 and 255-379, or a pharmaceutically acceptable salt thereof, wherein R^K is H.

384. The compound of any one of claims 1 and 255-383, or a pharmaceutically acceptable salt thereof, wherein R^L is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

385. The compound of any one of claims 1 and 255-383, or a pharmaceutically acceptable salt thereof, wherein R^L is C_{1-6} alkyl or H.

386. The compound of any one of claims 1 and 255-383, or a pharmaceutically acceptable salt thereof, wherein R^L is methyl.

387. The compound of any one of claims 1 and 255-383, or a pharmaceutically acceptable salt thereof, wherein R^L is H.

388. The compound of any one of claims 1 and 255-387, or a pharmaceutically acceptable salt thereof, wherein R^M is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

389. The compound of any one of claims 1 and 255-387, or a pharmaceutically acceptable salt thereof, wherein R^M is C_{1-6} alkyl or H.

390. The compound of any one of claims 1 and 255-387, or a pharmaceutically acceptable salt thereof, wherein R^M is methyl.

391. The compound of any one of claims 1 and 255-387, or a pharmaceutically acceptable salt thereof, wherein R^M is H.

392. The compound of any one of claims 1 and 255-391, or a pharmaceutically acceptable salt thereof, wherein R^N is H, halo, OR^{a5}, C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{6-10} aryl, 5-10 membered heteroaryl, or C_{6-10} aryl-C_{1-4} alkyl is optionally substituted with OR^{a5} or $NR^{c5}R^{d5}$.

393. The compound of any one of claims 1 and 255-391, or a pharmaceutically acceptable salt thereof, wherein R^N is C_{1-6} alkyl or H.

394. The compound of any one of claims 1 and 255-391, or a pharmaceutically acceptable salt thereof, wherein R^N is methyl.

395. The compound of any one of claims 1 and 255-391, or a pharmaceutically acceptable salt thereof, wherein R^N is H.

396. The compound of any one of claims 1 and 255-395, or a pharmaceutically acceptable salt thereof, wherein R^K and R^M together form a double bond between the carbon atoms to which they are attached.

397. The compound of any one of claims 1 and 255-395, or a pharmaceutically acceptable salt thereof, wherein R^I and R^K together form a double bond between the carbon atoms to which they are attached

398. The compound of any one of claims 1 and 255-397, or a pharmaceutically acceptable salt thereof, wherein each R^X is H or halo.

399. The compound of any one of claims 1 and 255-397, or a pharmaceutically acceptable salt thereof, wherein R^X is H.

400. The compound of any one of claims 1 and 255-397, or a pharmaceutically acceptable salt thereof, wherein R^X is F

401. The compound of any one of claims 1 and 255-400, or a pharmaceutically acceptable salt thereof, wherein Y^6 is C(=O), NR^Y, or C(=O)NR^Y.

402. The compound of any one of claims 1 and 255-401, or a pharmaceutically acceptable salt thereof, wherein R^Y is H or C_{1-4} alkyl.

403. The compound of any one of claims 1 and 255-401, or a pharmaceutically acceptable salt thereof, wherein R^Y is H.

404. The compound of any one of claims 1 and 255-401, or a pharmaceutically acceptable salt thereof, wherein R^Y is methyl.

405. The compound of any one of claims 1 and 255-401, or a pharmaceutically acceptable salt thereof, wherein t1 is 0.

406. The compound of any one of claims 1 and 255-405 or a pharmaceutically acceptable salt thereof, wherein t1 is 1.

407. The compound of any one of claims 1 and 255-406, or a pharmaceutically acceptable salt thereof, wherein t2 is 0.

408. The compound of any one of claims 1 and 255-407, or a pharmaceutically acceptable salt thereof, wherein t3 is 0.

409. The compound of any one of claims 1 and 255-408, or a pharmaceutically acceptable salt thereof, wherein u is 0.

410. The compound of any one of claims 1 and 255-408, or a pharmaceutically acceptable salt thereof, wherein u is 1.

411. The compound of any one of claims 1 and 255-408, or a pharmaceutically acceptable salt thereof, wherein u is 2.

412. The compound of any one of claims 1 and 255-411, or a pharmaceutically acceptable salt thereof, wherein a is 0.

413. The compound of any one of claims 1 and 255-412, or a pharmaceutically acceptable salt thereof, wherein t2 is 1.

~~414. The compound of any one of claims 1 and 255-413, or a pharmaceutically acceptable salt thereof, wherein t3 is 1.~~

~~415. The compound of any one of claims 1 and 255-414, or a pharmaceutically acceptable salt thereof, wherein v is 0.~~

~~416. The compound of any one of claims 1 and 255-414, or a pharmaceutically acceptable salt thereof, wherein v is 1.~~

~~417. The compound of any one of claims 1 and 255-416, or a pharmaceutically acceptable salt thereof, wherein w is 0.~~

~~418. The compound of any one of claims 1 and 255-416, or a pharmaceutically acceptable salt thereof, wherein w is 1.~~

~~419. The compound of any one of claims 1 and 255-418, or a pharmaceutically acceptable salt thereof, wherein m is 0.~~

~~420. The compound of any one of claims 1 and 255-418, or a pharmaceutically acceptable salt thereof, wherein m is 1.~~

~~421. The compound of any one of claims 1 and 255-420, or a pharmaceutically acceptable salt thereof, wherein n is 0.~~

~~422. The compound of any one of claims 1 and 255-420, or a pharmaceutically acceptable salt thereof, wherein n is 1.~~

~~423. The compound of any one of claims 1 and 255-422, or a pharmaceutically acceptable salt thereof, wherein p is 0.~~

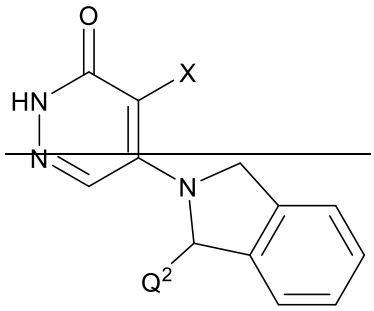
~~424. The compound of any one of claims 1 and 255-422, or a pharmaceutically acceptable salt thereof, wherein p is 1.~~

~~425. The compound of any one of claims 1 and 255-424, or a pharmaceutically acceptable salt thereof, wherein q is 0.~~

~~426. The compound of any one of claims 1 and 255-424, or a pharmaceutically acceptable salt thereof, wherein q is 1.~~

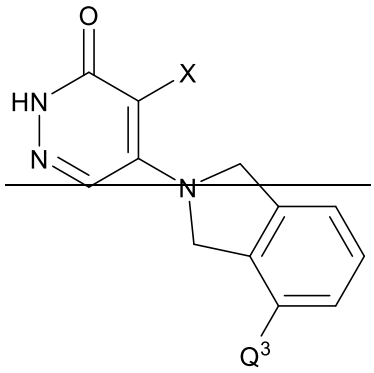
~~427. The compound of any one of claims 1 and 255-426, or a pharmaceutically acceptable salt thereof, wherein r is 1.~~

~~428. The compound of any one of claims 1 and 255-427, or a pharmaceutically acceptable salt thereof, having Formula IVa:~~



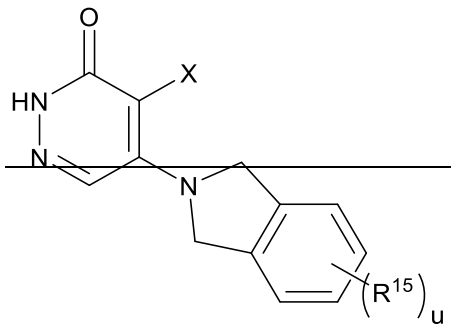
~~IVa.~~

~~429. The compound of any one of claims 1 and 255-427, or a pharmaceutically acceptable salt thereof, having Formula IVb:~~



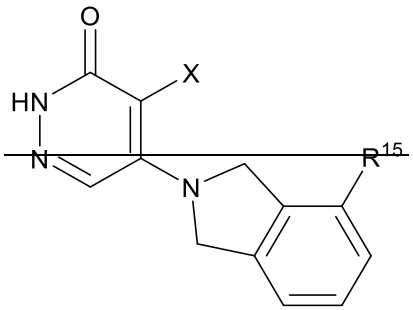
~~IVb.~~

~~430. The compound of any one of claims 1 and 255-427, or a pharmaceutically acceptable salt thereof, having Formula IVc:~~



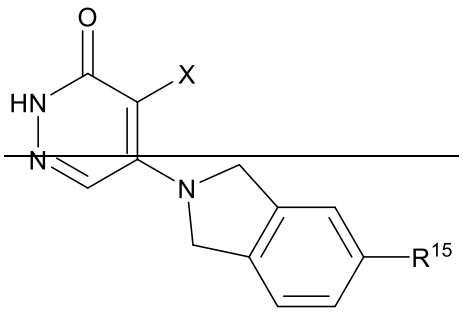
~~IVc.~~

~~431. The compound of any one of claims 1 and 255-427, or a pharmaceutically acceptable salt thereof, having Formula IVd:~~



~~IVd.~~

~~432. The compound of any one of claims 1 and 255-427, or a pharmaceutically acceptable salt thereof, having Formula IVe:~~



~~IVe.~~

~~4333~~33. The compound of claim 1, wherein the compound is 5-[[(2*S*)-1-(3-oxo-3-[4-[5-(trifluoromethyl)pyrimidin-2-yl]piperazin-1-yl]propoxy)propan-2-yl]amino]-4-(trifluoromethyl)-2,3-dihydropyridazin-3-one, or a pharmaceutically acceptable salt thereof.

~~4334~~34. The compound of claim ~~4333~~33, wherein the compound is crystalline.

~~4353~~35. The compound of claim ~~4~~33 or ~~4~~34, wherein the compound has:
a) at least one characteristic XRPD peak selected from about 5.8, about 10.8, about 11.9, and about 17.2 degrees 2-theta; or~~.~~

~~436. The compound of claim 433 or 434, wherein the compound has~~ b) at least one characteristic XRPD peak selected from about 5.8, about 10.8, about 11.9, about 13.3, about 13.5, about 15.5, and about 17.2 degrees 2-theta; or~~.~~

~~437. The compound of claim 433 or 434, wherein the compound has~~ c) an XRPD pattern with characteristic peaks as substantially shown in Figure 8.

~~438~~36. The compound of any one of claims ~~433-437~~33-35, wherein the compound has:
a) a DSC thermogram characterized by having an endothermic peak at a temperature of about 174 ºC; or~~.~~

~~439. The compound of any one of claims 433-437, wherein the compound has~~ b) a DSC thermogram substantially as depicted in Figure 9.

~~440~~37. A pharmaceutical composition comprising a compound of any one of claims 1 to ~~439~~36, or a pharmaceutically acceptable salt thereof, and at least one pharmaceutically acceptable carrier.

~~441. A method of inhibiting the activity of PARP7 comprising contacting a compound of any one of claims 1 to 439, or a pharmaceutically acceptable salt thereof, with said PARP7.~~

~~442~~38. A compound of any one of claims 1 to 36, or a pharmaceutically acceptable salt thereof, for use in ~~method of~~ treating cancer in a patient in need of treatment ~~comprising administering to said patient a therapeutically effective amount of a compound of any one of claims 1 to 439, or a pharmaceutically acceptable salt thereof~~.

~~443~~39. The ~~method~~ compound for use of claim ~~442~~ 38, wherein said cancer is breast cancer, cancer of the central nervous system, endometrium cancer, kidney cancer, large intestine cancer, lung cancer, oesophagus cancer, ovarian cancer, pancreatic cancer, prostate cancer, stomach cancer, head and neck cancer (upper aerodigestive cancer), urinary tract cancer, or colon cancer.