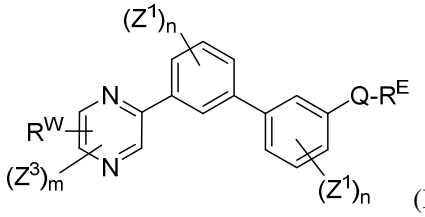
CLAIMS:

1. A compound of Formula (I):



(I)

wherein:

each n is independently 0, 1, 2, 3 or 4;

each Z^1 is independently halo, $-OR^a$, $-NO_2$, -CN, $-NR^aR^b$, $-N_3$, $-S(O)_2R^a$, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-C_{2-6}$alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ alkyl, $-O-C_{1-6}$ haloalkyl, $-C_{3-8}$ cycloalkyl or $-C_{1-6}$ alkylC_{3-8} cycloalkyl;

wherein each alkyl, alkenyl, alkynyl, and cycloalkyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, $-N_3$, $-OR^a$, halo, and cyano;

Q is a 6-membered aryl or a 6 to 9-membered heteroaryl, wherein the 6-membered aryl or 6 to 9-membered heteroaryl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of halo, oxo, $-OR^a$, $-SR^a$, N_3, NO_2, -CN, $-NR^1R^2$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2R^a$, $-NR^aC(O)R^a$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^b$, $-NR^aC(O)OR^a$, $-NR^aC(O)NR^1R^2$, $-O-C(O)NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$, $-C_{1-6}$ alkyl, $-C_{2-6}$ alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ alkyl, $-C_{3-8}$ cycloalkyl, $-C_{1-6}$ alkylC_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl and R^N;

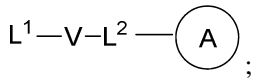
wherein the alkyl, alkenyl, alkynyl, C_{3-8} cycloalkyl, aryl, heteroaryl, or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, N_3, $-OR^a$, halo, cyano, $-NR^aR^b$, $-C(O)R^a$, $-C(O)OR^a$, $-O-C_{1-6}$ alkylCN, $-C(O)NR^aR^b$, $NR^aC(O)R^a$, $-NR^aC(O)OR^a$, $-S(O)_2R^a$, $-NR^aS(O)_2R^b$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$ and $-C_{3-8}$ cycloalkyl; and wherein the heteroaryl or heterocyclyl group may be oxidized on a nitrogen atom to form an N-oxide or oxidized on a sulfur atom to form a sulfoxide or sulfone;

m is 0, 1 or 2;

each Z^3 is independently halo, oxo, $-OR^a$, SR^a, N_3, NO_2, -CN, $-NR^1R^2$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2R^a$, $-NR^aC(O)R^a$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^b$, $-NR^aC(O)OR^a$, $-NR^aC(O)NR^1R^2$, $-O-C(O)NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$, $-C_{1-6}$ alkyl, $-C_{2-6}$ alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ alkyl, $-C_{3-8}$ cycloalkyl, $-C_{1-6}$ alkylC_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl and R^N;

wherein the alkyl, alkenyl, alkynyl, cycloalkyl, aryl, heteroaryl, or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, N_3, $-OR^a$, halo, cyano, $-NR^aR^b$, $-C(O)R^a$, $-C(O)OR^a$, $-O-C_{1-6}$ alkylCN, $-C(O)NR^aR^b$, $NR^aC(O)R^a$, $-NR^aC(O)OR^a$, $-S(O)_2R^a$, $-NR^aS(O)_2R^b$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$ and $-C_{3-8}$ cycloalkyl;

each R^N is independently $-C_{1-6}$ alkylNR^1R^2, $-O-C_{1-6}$ alkylNR^1R^2, $-C_{1-6}$ alkylOC_{1-6} alkylNR^1R^2, $-NR^a-C_{1-6}$ alkylNR^1R^2, $-C_{1-6}$ alkyl$C(O)NR^1R^2$, $-O-C_{1-6}$ alkyl$C(O)NR^1R^2$, $-O-C_{1-6}$ alkyl$C(O)OR^1$, $-S-C_{1-6}$ alkylNR^1R^2, $-C_{1-6}$ alkylOR^a, or



;

wherein

L^1 is independently a bond, O, NR^a, S, S(O), or $S(O)_2$;

V is independently selected from the group consisting of a bond, C_{1-6}alkyl, C_{2-6}alkenyl, and C_{2-6}alkynyl;

wherein the alkyl, alkenyl or alkynyl group is optionally independently substituted with $-OR^a$, halo, cyano, NR^aR^b and $-C_{3-8}$ cycloalkyl;

L^2 is independently a bond, O, NR^a, S, S(O), or $S(O)_2$;

ring A is independently cycloalkyl, aryl, heteroaryl or heterocyclyl;

wherein the cycloalkyl, aryl, heteroaryl, or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, N_3, $-OR^a$, halo, cyano, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-C_{2-6}$alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ haloalkyl, NR^aR^b, $-C(O)R^a$, $-C(O)OR^a$, $-O-C_{1-6}$ alkylCN, $-C(O)NR^aR^b$, $-NR^aC(O)R^a$, $-NR^aC(O)OR^a$, $-NR^aC(O)OR^a$, $-C(O)N(R^a)OR^b$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2R^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$, C_{3-8}cycloalkyl and C_{1-6}alkylC_{3-8} cycloalkyl;

wherein the alkyl, alkenyl or alkynyl group is optionally independently substituted with $-OR^a$, halo, cyano, NR^aR^b and $-C_{3-8}$ cycloalkyl;

R^E and R^W are each independently $-C_{1-6}$ alkylNR^1R^2 or heterocyclyl;

wherein the heterocyclyl group of R^E and R^W is optionally substituted with 1 to 3 substituents independently selected from the group consisting of NR^aR^b, halo, cyano, oxo, $-OR^a$, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-C_{1-6}$ cyanoalkyl, $-C_{1-6}$ alkylNR^aR^b, $-C_{1-6}$ alkylOH, $-C_{3-8}$ cycloalkyl and $-C_{1-3}$ alkylC_{3-8}cycloalkyl;

provided that ring B contains a nitrogen atom;

each R^1 is independently selected from the group consisting of H, -C_{1-8} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{1-6} alkylC(O)OR^a, -C_{2-6} alkenylC(O)OR^a, -$S(O)_2R^a$, -$S(O)_2OR^a$, -$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^a$, and C_{1-6} alkylC_{3-8}cycloalkyl;

wherein each alkyl, alkenyl, cycloalkyl, aryl, heteroaryl or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, -NO_2, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, C_{3-8} cycloalkyl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^a$, -C_{1-6} alkylC(O)R^a, -$C(O)OR^a$, -C_{1-6} alkylC(O)OR^a, -NR^aR^b, -$OC(O)NR^aR^b$, -$NR^aC(O)OR^b$, -$NR^aC(O)R^b$, -C_{1-6} alkylNR^aR^b, -$C(O)NR^aR^b$, -C_{1-6} alkylC(O)NR^aR^b, -$S(O)_2R^a$, -$S(O)_2OR^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -C_{1-6} alkyl$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^b$, -$NR^aC(O)NR^b$, -C_{1-6} alkylC(O)$NR^aS(O)_2R^b$, -$NR^aC(O)R^b$, and -C_{1-6}alkyl$NR^aC(O)R^b$;

each R^2 is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{2-6} alkyl-OR^a, -C_{1-6} alkylC(O)OR^a, and -C_{2-6} alkenylC(O)OR^a;

wherein each alkyl, alkenyl, cycloalkyl, aryl, heteroaryl or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^a$, -C_{1-6} alkylC(O)R^a, -$C(O)OR^a$, -C_{1-6} alkylC(O)OR^a, -NR^aR^b, -C_{1-6} alkylNR^aR^b, -$C(O)NR^aR^b$, C_{1-6} alkylC(O)NR^aR^b, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -C_{1-6} alkyl$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^{\mathbf{b}}$ and -$NR^aC(O)R^b$;

or R^1 and R^2 combine to form a heterocyclyl group optionally containing 1, 2, or 3 additional heteroatoms independently selected from oxygen, sulfur and nitrogen, and optionally substituted with 1 to 3 groups independently selected from the group consisting of oxo, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, aryl, heteroaryl, heterocyclyl, -OR^a, -CN, halo, -$C(O)OR^a$, -C_{1-6} cyanoalkyl, -C_{1-6} alkylOR^a, -C_{1-6} haloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^a$, C_{1-6} alkylC(O)R^a, -C_{1-6} alkylC(O)OR^a, -NR^aR^b, -C_{1-6}alkylNR^aR^b, -$C(O)NR^aR^b$, -$NR^aC(O)OR^b$, -$NR^aC(O)NR^aR^b$, -$NR^aS(O)_2NR^aR^b$, -$NR^aS(O)_2R^b$, -C_{1-6} alkylC(O)NR^aR^b, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, and C_{1-6} alkyl$S(O)_2NR^aR^b$;

each R^3 is independently H, -C_{1-6} alkyl, -C_{2-6} alkenyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{2-6} alkyl-OR^a, -C_{1-6} alkylC(O)OR^a, or -C_{2-6} alkenylC(O)OR^a;

each R^a is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6}alkylheterocyclyl;

each R^b is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

or R^a and R^b may combine together to form a ring consisting of 3-8 ring atoms that are C, N, O, or S; wherein the ring is optionally substituted with 1 to 4 groups independently selected from the group consisting of –OR^f, -CN, halo, -C_{1-6} alkylOR^f, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^f$, -C_{1-6} alkyl$C(O)R^f$, -$C(O)OR^f$, -C_{1-6} alkyl$C(O)OR^f$, -NR^fR^g, -C_{1-6} alkylNR^fR^g, -$C(O)NR^fR^g$, C_{1-6} alkyl$C(O)NR^fR^g$, -$S(O)_2R^f$, -C_{1-6} alkyl$S(O)_2R^f$, -$S(O)_2NR^fR^g$, -C_{1-6} alkyl$S(O)_2NR^fR^g$, -$C(O)NR^fS(O)_2R^g$ and –$NR^fC(O)R^g$;

each R^c is independently selected from the group consisting of H, OH, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

each R^d is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_3-C_8cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

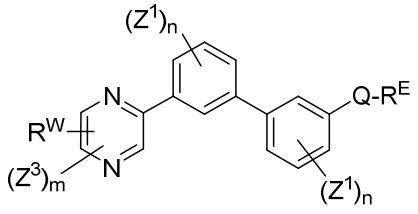
each R^e is independently selected from the group consisting of H, -C_{1-6} alkyl, -O-C_{1-6}alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -O-C_{3-8} cycloalkyl, -O-aryl, -O-heteroaryl, -O-heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6}alkylheteroaryl, -NR^fR^g, -C_{1-6} alkylNR^fR^g, -$C(O)NR^fR^g$, -C_{1-6} alkyl$C(O)NR^fR^g$, -$NHS(O)_2R^f$, -C_{1-6} alkyl$S(O)_2R^f$, and -C_{1-6} alkyl$S(O)_2NR^fR^g$;

each R^f is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

each R^g is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

or a pharmaceutically acceptable salt thereof.

2. A compound of Formula (I):



(I)

wherein:

each n is independently 0, 1, 2, 3 or 4;

each Z^1 is independently halo, $-OR^a$, $-NO_2$, -CN, $-NR^aR^b$, $-N_3$, $-S(O)_2R^a$, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-C_{2-6}$alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ alkyl, $-O-C_{1-6}$ haloalkyl, monocyclic $-C_{3-8}$ cycloalkyl or monocyclic $-C_{1-6}$ alkylC_{3-8} cycloalkyl;

wherein each alkyl, alkenyl, alkynyl, and cycloalkyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, $-N_3$, $-OR^a$, halo, and cyano;

Q is a 6-membered monocyclic aryl or a 6-membered monocyclic heteroaryl group optionally substituted with 1 to 4 groups independently selected from the group consisting of halo, oxo, $-OR^a$, N_3, NO_2, -CN, $-NR^1R^2$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2R^a$, $-NR^aC(O)R^a$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^b$, $-NR^aC(O)OR^a$, $-NR^aC(O)NR^1R^2$, $-OC(O)NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$, $-C_{1-6}$ alkyl, $-C_{2-6}$ alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ alkyl, monocyclic $-C_{3-8}$ cycloalkyl, monocyclic $-C_{1-6}$ alkylC_{3-8} cycloalkyl, monocyclic aryl, and R^N;

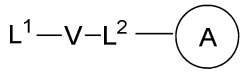
wherein the alkyl, alkenyl, alkynyl, monocyclic C_{3-8} cycloalkyl, or monocyclic aryl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, N_3, $-OR^a$, halo, cyano, $-NR^aR^b$, $-C(O)R^a$, $-C(O)OR^a$, $-O-C_{1-6}$ alkylCN, $-C(O)NR^aR^b$, $NR^aC(O)R^a$, $-NR^aC(O)OR^a$, $-S(O)_2R^a$, $-NR^aS(O)_2R^b$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$ and monocyclic $-C_{3-8}$ cycloalkyl; and wherein the monocyclic heteroaryl or monocyclic heterocyclyl group may be oxidized on a nitrogen atom to form an N-oxide or oxidized on a sulfur atom to form a sulfoxide or sulfone;

m is 0, 1 or 2;

each Z^3 is independently halo, oxo, $-OR^a$, N_3, NO_2, -CN, $-NR^1R^2$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2R^a$, $-NR^aC(O)R^a$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^b$, $-NR^aC(O)OR^a$, $-NR^aC(O)NR^1R^2$, $-OC(O)NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$, $-C_{1-6}$ alkyl, $-C_{2-6}$ alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ alkyl, monocyclic $-C_{3-8}$ cycloalkyl, monocyclic $-C_{1-6}$ alkylC_{3-8} cycloalkyl, monocyclic aryl, and R^N;

wherein the alkyl, alkenyl, alkynyl, monocyclic C_{3-8} cycloalkyl, or monocyclic aryl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, N_3, $-OR^a$, halo, cyano, $-NR^aR^b$, $-C(O)R^a$, $-C(O)OR^a$, $-O-C_{1-6}$ alkylCN, $-C(O)NR^aR^b$, $NR^aC(O)R^a$, $-NR^aC(O)OR^a$, $-S(O)_2R^a$, $-NR^aS(O)_2R^b$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$ and monocyclic $-C_{3-8}$ cycloalkyl;

each R^N is independently $-C_{1-6}$ alkylNR^1R^2, $-O-C_{1-6}$ alkylNR^1R^2, $-C_{1-6}$ alkylOC_{1-6} alkylNR^1R^2, $-NR^a-C_{1-6}$ alkylNR^1R^2, $-C_{1-6}$ alkyl$C(O)NR^1R^2$, $-O-C_{1-6}$ alkyl$C(O)NR^1R^2$, $-O-C_{1-6}$ alkyl$C(O)OR^1$, $-S-C_{1-6}$ alkylNR^1R^2, $-C_{1-6}$ alkylOR^a, or



;

wherein

L^1 is independently a bond, O, NR^a, S, S(O), or $S(O)_2$;

V is independently selected from the group consisting of a bond, C_{1-6}alkyl, C_{2-6}alkenyl, and C_{2-6}alkynyl;

wherein the alkyl, alkenyl or alkynyl group is optionally independently substituted with $-OR^a$, halo, cyano, NR^aR^b and monocyclic $-C_{3-8}$ cycloalkyl;

L^2 is independently a bond, O, NR^a, S, S(O), or $S(O)_2$;

ring A is independently monocyclic cycloalkyl, monocyclic aryl, monocyclic heteroaryl or monocyclic heterocyclyl;

wherein the monocyclic cycloalkyl, monocyclic aryl, monocyclic heteroaryl, or monocyclic heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of oxo, $-NO_2$, N_3, $-OR^a$, halo, cyano, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-C_{2-6}$alkenyl, $-C_{2-6}$ alkynyl, $-O-C_{1-6}$ haloalkyl, NR^aR^b, $-C(O)R^a$, $-C(O)OR^a$, $-O-C_{1-6}$ alkylCN, $-C(O)NR^aR^b$, $-NR^aC(O)R^a$, $-NR^aC(O)OR^a$, $-NR^aC(O)OR^a$, $-C(O)N(R^a)OR^b$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-NR^aS(O)_2R^b$, $-NR^aS(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2NR^aR^b$, monocyclic C_{3-8}cycloalkyl and monocyclic C_{1-6}alkylC_{3-8} cycloalkyl;

wherein the alkyl, alkenyl or alkynyl group is optionally independently substituted with $-OR^a$, halo, cyano, NR^aR^b and monocyclic $-C_{3-8}$ cycloalkyl;

R^E and R^W are each independently $-C_{1-6}$ alkylNR^1R^2, monocyclic heterocyclyl or spirocyclic heterocyclyl;

wherein the monocyclic heterocyclyl or spirocyclic heterocyclyl is optionally substituted with 1 to 3 substituents independently selected from the group consisting of NR^aR^b, halo, cyano, oxo, $-OR^a$, $-C_{1-6}$ alkyl,
$-C_{1-6}$ haloalkyl, $-C_{1-6}$ cyanoalkyl, $-C_{1-6}$ alkylNR^aR^b, $-C_{1-6}$ alkylOH, monocyclic $-C_{3-8}$ cycloalkyl and monocyclic $-C_{1-3}$ alkylC_{3-8}cycloalkyl;

provided that ring B contains a nitrogen atom;

each R^1 is independently selected from the group consisting of H, $-C_{1-8}$ alkyl, $-C_{2-6}$ alkenyl, $-C_{2-6}$ alkynyl, monocyclic $-C_{3-6}$ cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic $-C_{1-6}$ alkylaryl, monocyclic $-C_{1-6}$ alkylheteroaryl, monocyclic $-C_{1-6}$ alkylheterocyclyl, $-C_{1-6}$ alkyl$C(O)OR^a$, $-C_{2-6}$ alkenyl$C(O)OR^a$, $-S(O)_2R^a$, $-S(O)_2NR^aR^b$, $-C(O)NR^aS(O)_2R^a$, and monocyclic C_{1-6} alkylC_{3-8}cycloalkyl;

wherein each alkyl, alkenyl, monocyclic cycloalkyl, monocyclic aryl, monocyclic heteroaryl or monocyclic heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, monocyclic C_{3-8} cycloalkyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^a$, -C_{1-6} alkyl$C(O)R^a$, -$C(O)OR^a$, -C_{1-6} alkyl$C(O)OR^a$, -NR^aR^b, -$OC(O)NR^aR^b$, $NR^aC(O)OR^b$, -C_{1-6} alkylNR^aR^b, -$C(O)NR^aR^b$, -C_{1-6} alkyl$C(O)NR^aR^b$, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -$C_{1-6\ alkyl}S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^b$, -$C_{1-6}$ alkyl$C(O)NR^aS(O)_2R^b$, -$NR^aC(O)R^b$, and -C_{1-6}alkyl$NR^aC(O)R^b$;

each R^2 is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, monocyclic -C_{3-6} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, monocyclic -$C_{1-6\ alkyl}$heterocyclyl, -C_{2-6} alkyl-OR^a, -C_{1-6} alkyl$C(O)OR^a$, and -C_{2-6} alkenyl$C(O)OR^a$;

wherein each alkyl, alkenyl, monocyclic cycloalkyl, monocyclic aryl, monocyclic heteroaryl or monocyclic heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^a$, -C_{1-6} alkyl$C(O)R^a$, -$C(O)OR^a$, -C_{1-6} alkyl$C(O)OR^a$, -NR^aR^b, -C_{1-6} alkylNR^aR^b, -$C(O)NR^aR^b$, C_{1-6} alkyl$C(O)NR^aR^b$, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -C_{1-6} alkyl$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^b$ and -$NR^aC(O)R^b$;

or R^1 and R^2, when bound to the same atom, may combine with the atom to which they are attached to form a monocyclic heterocyclyl group optionally containing 1, 2, or 3 additional heteroatoms independently selected from oxygen, sulfur and nitrogen, and optionally substituted with 1 to 3 groups independently selected from the group consisting of oxo, -C_{1-6} alkyl, monocyclic -C_{3-8} cycloalkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -OR^a, -$C(O)OR^a$, -C_{1-6} cyanoalkyl, -C_{1-6} alkylOR^a, -C_{1-6} haloalkyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^a$, C_{1-6} alkyl$C(O)R^a$, -C_{1-6} alkyl$C(O)OR^a$, -NR^aR^b, -C_{1-6}alkylNR^aR^b, -$C(O)NR^aR^b$, -C_{1-6} alkyl$C(O)NR^aR^b$, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, and C_{1-6} alkyl$S(O)_2NR^aR^b$;

each R^3 is independently H, -C_{1-6} alkyl, -C_{2-6} alkenyl, monocyclic -C_{3-6} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, monocyclic -C_{1-6} alkylheterocyclyl, -C_{2-6} alkyl-OR^a, -C_{1-6} alkyl$C(O)OR^a$, or -C_{2-6} alkenyl$C(O)OR^a$;

each R^a is independently selected from the group consisting of H, -C_{1-6} alkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, and monocyclic -C_{1-6}alkylheterocyclyl;

each R^b is independently selected from the group consisting of H, -C_{1-6} alkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic

-C_{1-3} alkylC_{3-8}cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, and monocyclic -C_{1-6} alkylheterocyclyl;

or R^a and R^b, when bound to the same atom, may combine together to form a monocyclic ring consisting of 3-8 ring atoms that are C, N, O, or S; wherein the ring is optionally substituted with 1 to 4 groups independently selected from the group consisting of –OR^f, -CN, halo, -C_{1-6} alkylOR^f, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^f$, -C_{1-6} alkyl$C(O)R^f$, -$C(O)OR^f$, -C_{1-6} alkyl$C(O)OR^f$, -NR^fR^g, -C_{1-6} alkylNR^fR^g, -$C(O)NR^fR^g$, C_{1-6} alkyl$C(O)NR^fR^g$, -$S(O)_2R^f$, -C_{1-6} alkyl$S(O)_2R^f$, -$S(O)_2NR^fR^g$, -C_{1-6} alkyl$S(O)_2NR^fR^g$, -$C(O)NR^fS(O)_2R^g$ and –$NR^fC(O)R^g$;

each R^c is independently selected from the group consisting of H, OH, -C_{1-6} alkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -C_{1-3} alkylC_{3-8} cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, and monocyclic -C_{1-6} alkylheterocyclyl; and

each R^d is independently selected from the group consisting of H, -C_{1-6} alkyl, monocyclic -C_3-C_8cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, and monocyclic -C_{1-6} alkylheterocyclyl;

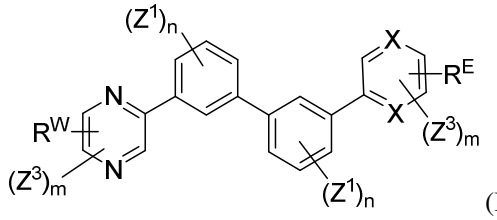
each R^e is independently selected from the group consisting of H, -C_{1-6} alkyl, -O-C_{1-6}alkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -OC_{3-8} cycloalkyl, monocyclic -O-aryl, monocyclic -O-heteroaryl, monocyclic -O-heterocyclyl, monocyclic -C_{1-3} alkylC_{3-8}cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6}alkylheteroaryl, -NR^fR^g, -C_{1-6} alkylNR^fR^g, -$C(O)NR^fR^g$, -C_{1-6} alkyl$C(O)NR^fR^g$, -$NHS(O)_2R^f$, -C_{1-6} alkyl$S(O)_2R^f$, and -C_{1-6} alkyl$S(O)_2NR^fR^g$;

each R^f is independently selected from the group consisting of H, -C_{1-6} alkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -C_{1-3} alkylC_{3-8} cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, and monocyclic -C_{1-6} alkylheterocyclyl;

each R^g is independently selected from the group consisting of H, -C_{1-6} alkyl, monocyclic -C_{3-8} cycloalkyl, monocyclic aryl, monocyclic heteroaryl, monocyclic heterocyclyl, monocyclic -C_{1-3} alkylC_{3-8} cycloalkyl, monocyclic -C_{1-6} alkylaryl, monocyclic -C_{1-6} alkylheteroaryl, and monocyclic -C_{1-6} alkylheterocyclyl;

or a pharmaceutically acceptable salt thereof.

3. The compound of claim 1, wherein the compound is represented by Formula (Ia):



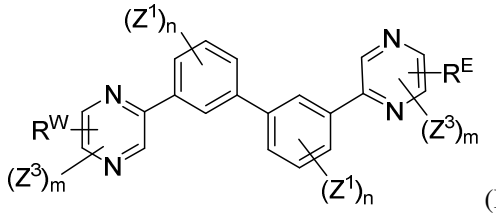
(Ia)

or a pharmaceutically acceptable salt thereof, wherein:

each X is independently CH, CZ^3 or N; and

each m is independently 0, 1 or 2.

4. The compound of claim 1, wherein the compound is represented by Formula (Id):

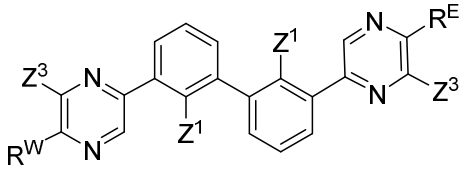


(Id)

or a pharmaceutically acceptable salt thereof, wherein:

each m is independently 0, 1 or 2.

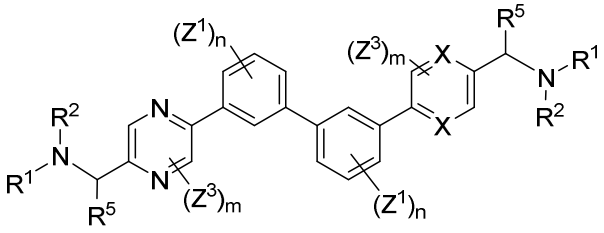
5. The compound of claim 1, wherein the compound is represented by Formula (II):



(II)

or a pharmaceutically acceptable salt thereof.

6. A compound of Formula (III):



(III)

wherein:

each X is independently CH, CZ^3 or N;

each Z^1 is independently halo or -C_{1-6} alkyl;

each n is independently 0, 1, 2, 3 or 4;

each Z^3 is independently halo or -O-C_{1-6} alkyl;

each m is independently 0, 1 or 2;

each R^1 is independently selected from the group consisting of H, -C_{1-8} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{1-6} alkylC(O)OR^a, -C_{2-6} alkenylC(O)OR^a, -$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^a$, and C_{1-6} alkylC_{3-8}cycloalkyl;

wherein each alkyl, alkenyl, cycloalkyl, aryl, heteroaryl or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^a, -C_{1-6} alkylC(O)R^a, -C(O)OR^a, -C_{1-6} alkylC(O)OR^a, -NR^aR^b, -OC(O)NR^aR^b, $NR^aC(O)OR^b$, -C_{1-6} alkylNR^aR^b, -C(O)NR^aR^b, -C_{1-6} alkylC(O)NR^aR^b, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -C_{1-6} alkyl$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^b$, -C_{1-6} alkylC(O)$NR^aS(O)_2R^b$, -$NR^aC(O)R^b$, and -C_{1-6}alkyl$NR^aC(O)R^b$;

each R^2 is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{2-6} alkylOR^a, -C_{1-6} alkylC(O)OR^a, and -C_{2-6} alkenylC(O)OR^a;

wherein each alkyl, alkenyl, cycloalkyl, aryl, heteroaryl or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^a, -C_{1-6} alkylC(O)R^a, -C(O)OR^a, -C_{1-6} alkylC(O)OR^a, -NR^aR^b, -C_{1-6} alkylNR^aR^b, -C(O)NR^aR^b, C_{1-6} alkylC(O)NR^aR^b, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -C_{1-6} alkyl$S(O)_2NR^aR^b$, -C(O)$NR^aS(O)_2R^{\mathbf{b}}$ and -$NR^aC(O)R^b$;

or R^1 and R^2 combine to form a heterocyclyl group optionally containing 1, 2, or 3 additional heteroatoms independently selected from oxygen, sulfur and nitrogen, and optionally substituted with 1 to 3 groups independently selected from the group consisting of oxo, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -OR^a, -C(O)OR^a, -C_{1-6} cyanoalkyl, -C_{1-6} alkylOR^a, -C_{1-6} haloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^a, C_{1-6} alkylC(O)R^a, -C_{1-6} alkylC(O)OR^a, -NR^aR^b, -C_{1-6}alkylNR^aR^b, -C(O)NR^aR^b, -C_{1-6} alkylC(O)NR^aR^b, -$S(O)_2R^a$, -C_{1-6} alkyl$S(O)_2R^a$, -$S(O)_2NR^aR^b$, and C_{1-6} alkyl$S(O)_2NR^aR^b$;

R^5 is independently selected from the group consisting of NR^aR^b, halo, cyano, -OR^a, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -C_{1-6} cyanoalkyl, -C_{1-6} alkylNR^aR^b, -C_{1-6} alkylOH, -C_{3-8} cycloalkyl and -C_{1-3} alkylC_{3-8}cycloalkyl;

each R^a is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6}alkylheterocyclyl;

each R^b is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

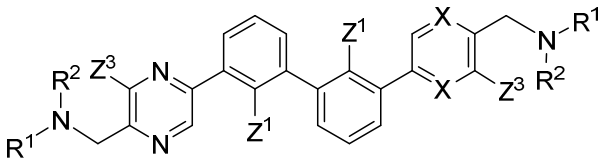
or R^a and R^b may combine together to form a ring consisting of 3-8 ring atoms that are C, N, O, or S; wherein the ring is optionally substituted with 1 to 4 groups independently selected from the group consisting of –OR^f, -CN, halo, -C_{1-6} alkylOR^f, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -$C(O)R^f$, -C_{1-6} alkyl$C(O)R^f$, -$C(O)OR^f$, -C_{1-6} alkyl$C(O)OR^f$, -NR^fR^g, -C_{1-6} alkylNR^fR^g, -$C(O)NR^fR^g$, C_{1-6} alkyl$C(O)NR^fR^g$, -$S(O)_2R^f$, -C_{1-6} alkyl$S(O)_2R^f$, -$S(O)_2NR^fR^g$, -C_{1-6} alkyl$S(O)_2NR^fR^g$, -$C(O)NR^fS(O)_2R^g$ and –$NR^fC(O)R^g$;

each R^f is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

each R^g is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

or a pharmaceutically acceptable salt thereof.

7. A compound of Formula (IIIa):



(IIIa)

wherein:

each X is independently CH, CZ^3 or N;

each Z^1 is independently halo or -C_{1-6} alkyl;

each Z^3 is independently halo or -O-C_{1-6} alkyl;

each R^1 is independently selected from the group consisting of H, -C_{1-8} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{1-6} alkyl$C(O)OR^a$, -C_{2-6} alkenyl$C(O)OR^a$, -$S(O)_2R^a$, -$S(O)_2NR^aR^b$, -$C(O)NR^aS(O)_2R^a$, and C_{1-6} alkylC_{3-8}cycloalkyl;

wherein each alkyl, alkenyl, cycloalkyl, aryl, heteroaryl or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN,

halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^a, -C_{1-6} alkylC(O)R^a, -C(O)OR^a, -C_{1-6} alkylC(O)OR^a, -NR^{a}R^b, -OC(O)NR^{a}R^b, NR^{a}C(O)OR^b, -C_{1-6} alkylNR^{a}R^b, -C(O)NR^{a}R^b, -C_{1-6} alkylC(O)NR^{a}R^b, -$S(O)_2$R^a, -C_{1-6} alkyl$S(O)_2$R^a, -$S(O)_2$NR^{a}R^b, -C_{1-6} alkyl$S(O)_2$NR^{a}R^b, -C(O)NR^a$S(O)_2$R^b, -C_{1-6} alkylC(O)NR^a$S(O)_2$R^b, -NR^{a}C(O)R^b, and -C_{1-6}alkylNR^{a}C(O)R^b;

each R^2 is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -C_{3-6} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, -C_{1-6} alkylheterocyclyl, -C_{2-6} alkylOR^a, -C_{1-6} alkylC(O)OR^a, and -C_{2-6} alkenylC(O)OR^a;

wherein each alkyl, alkenyl, cycloalkyl, aryl, heteroaryl or heterocyclyl group is optionally substituted with 1 to 4 groups independently selected from the group consisting of -OR^a, -CN, halo, C_{1-6}alkyl, -C_{1-6} alkylOR^a, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^a, -C_{1-6} alkylC(O)R^a, -C(O)OR^a, -C_{1-6} alkylC(O)OR^a, -NR^{a}R^b, -C_{1-6} alkylNR^{a}R^b, -C(O)NR^{a}R^b, C_{1-6} alkylC(O)NR^{a}R^b, -$S(O)_2$R^a, -C_{1-6} alkyl$S(O)_2$R^a, -$S(O)_2$NR^{a}R^b, -C_{1-6} alkyl$S(O)_2$NR^{a}R^b, -C(O)NR^a$S(O)_2$R^b and -NR^{a}C(O)R^b;

or R^1 and R^2 combine to form a heterocyclyl group optionally containing 1, 2, or 3 additional heteroatoms independently selected from oxygen, sulfur and nitrogen, and optionally substituted with 1 to 3 groups independently selected from the group consisting of oxo, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, -C_{2-6} alkenyl, -C_{2-6} alkynyl, -OR^a, -C(O)OR^a, -C_{1-6} cyanoalkyl, -C_{1-6} alkylOR^a, -C_{1-6} haloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^a, C_{1-6} alkylC(O)R^a, -C_{1-6} alkylC(O)OR^a, -NR^{a}R^b, -C_{1-6}alkylNR^{a}R^b, -C(O)NR^{a}R^b, -C_{1-6} alkylC(O)NR^{a}R^b, -$S(O)_2$R^a, -C_{1-6} alkyl$S(O)_2$R^a, -$S(O)_2$NR^{a}R^b, and C_{1-6} alkyl$S(O)_2$NR^{a}R^b;

each R^a is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6}alkylheterocyclyl;

each R^b is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

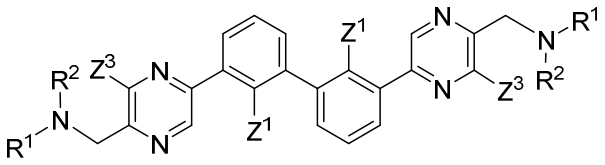
or R^a and R^b may combine together to form a ring consisting of 3-8 ring atoms that are C, N, O, or S; wherein the ring is optionally substituted with 1 to 4 groups independently selected from the group consisting of –OR^f, -CN, halo, -C_{1-6} alkylOR^f, -C_{1-6} cyanoalkyl, -C_{1-6} haloalkyl, -C_{3-8} cycloalkyl, -C_{1-3} alkylC_{3-8}cycloalkyl, -C(O)R^f, -C_{1-6} alkylC(O)R^f, -C(O)OR^f, -C_{1-6} alkylC(O)OR^f, -NR^{f}R^g, -C_{1-6} alkylNR^{f}R^g, -C(O)NR^{f}R^g, C_{1-6} alkylC(O)NR^{f}R^g, -$S(O)_2$R^f, -C_{1-6} alkyl$S(O)_2$R^f, -$S(O)_2$NR^{f}R^g, -C_{1-6} alkyl$S(O)_2$NR^{f}R^g, -C(O)NR^f$S(O)_2$R^g and –NR^{f}C(O)R^g;

each R^f is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

each R^g is independently selected from the group consisting of H, -C_{1-6} alkyl, -C_{3-8} cycloalkyl, aryl, heteroaryl, heterocyclyl, -C_{1-3} alkylC_{3-8} cycloalkyl, -C_{1-6} alkylaryl, -C_{1-6} alkylheteroaryl, and -C_{1-6} alkylheterocyclyl;

or a pharmaceutically acceptable salt thereof.

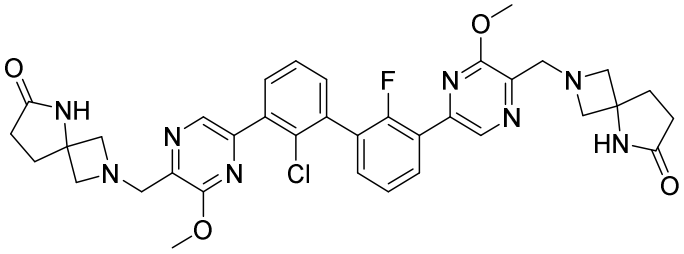
8. The compound of claim 7, wherein the compound is represented by Formula (IIId):

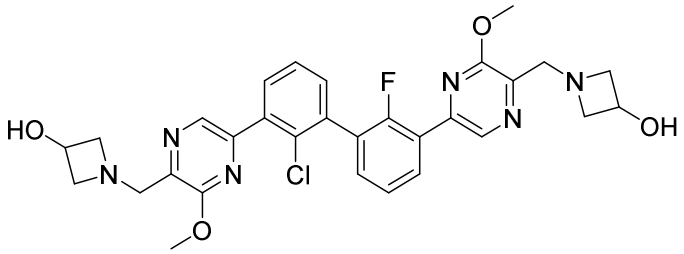


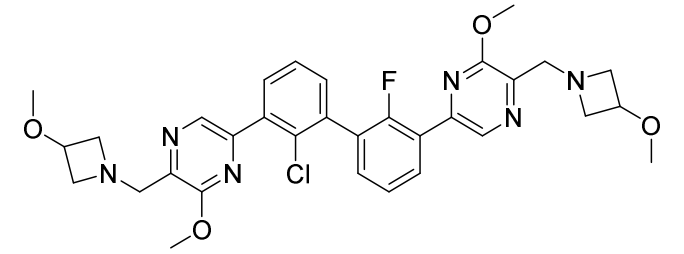
(IIId)

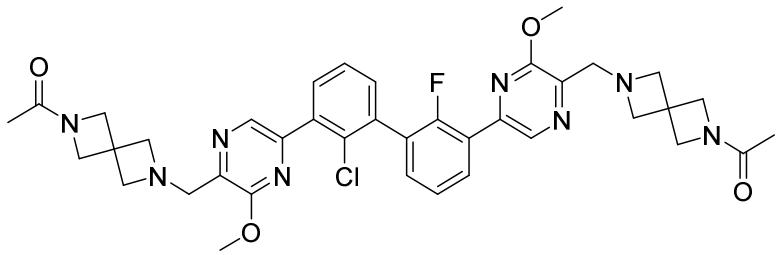
or a pharmaceutically acceptable salt thereof.

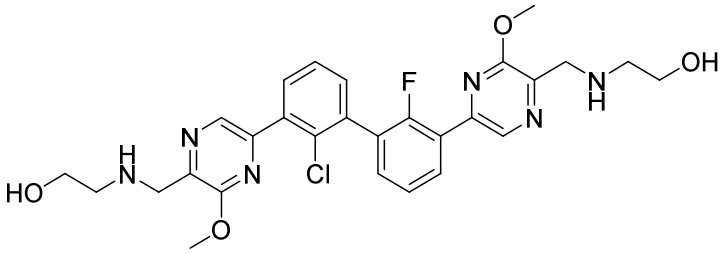
9. A compound selected from:

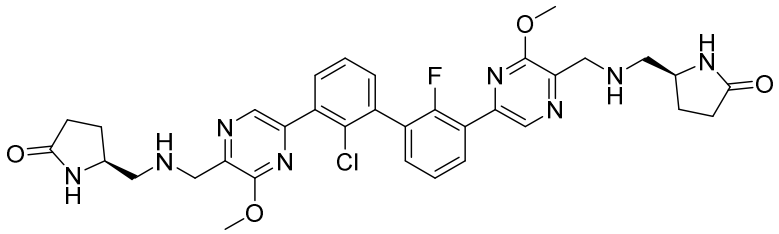


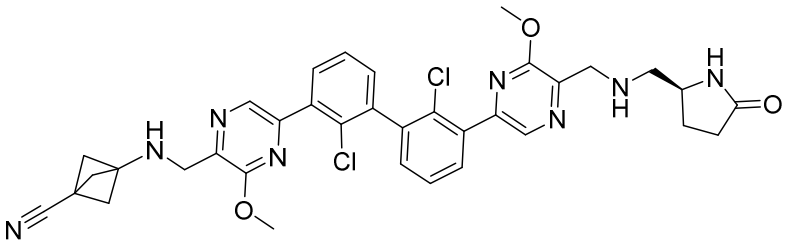


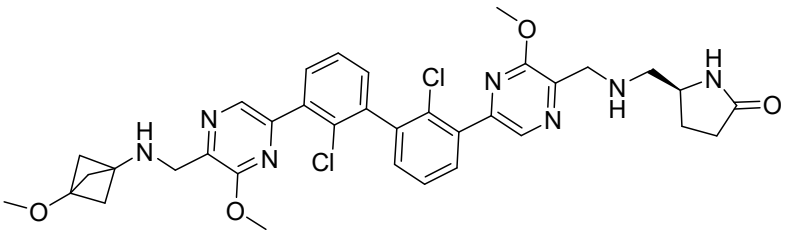


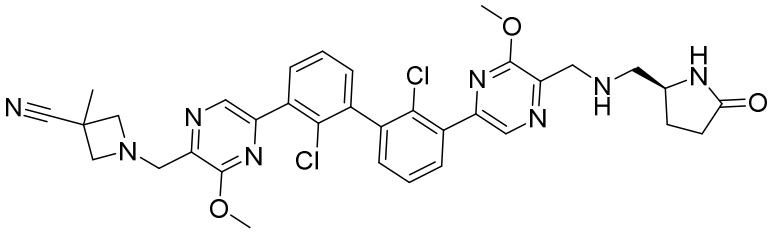


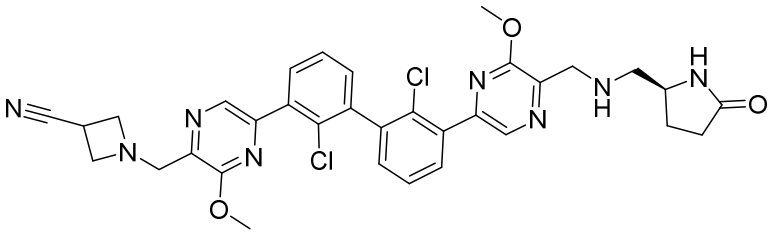


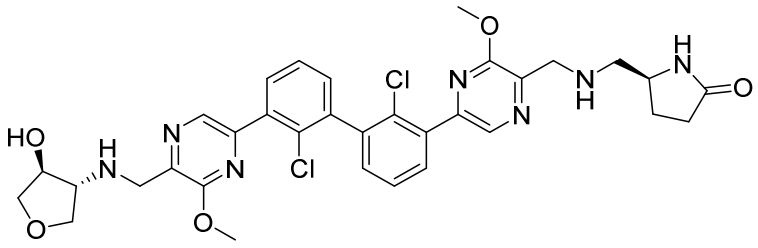


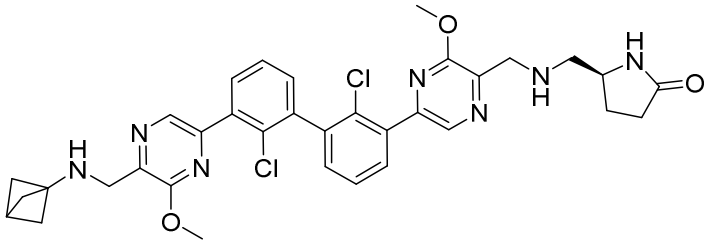


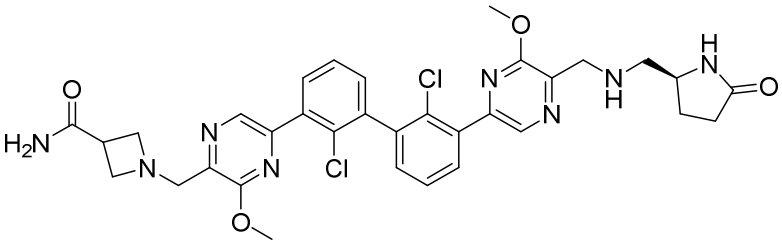


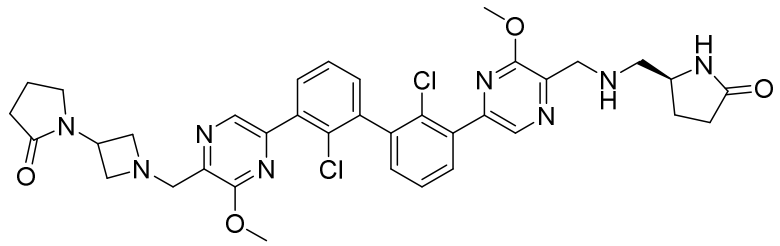


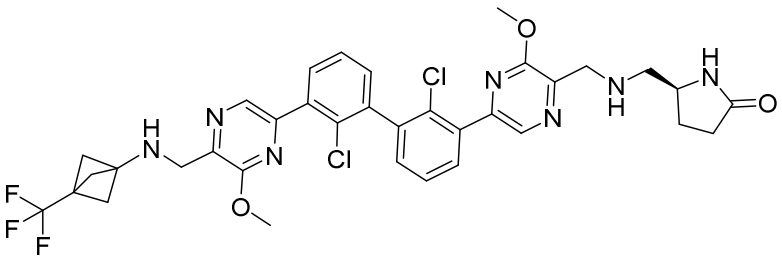


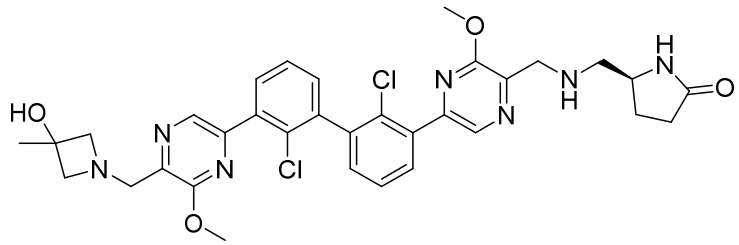


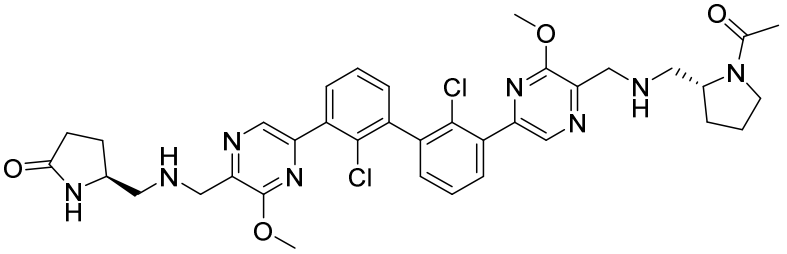


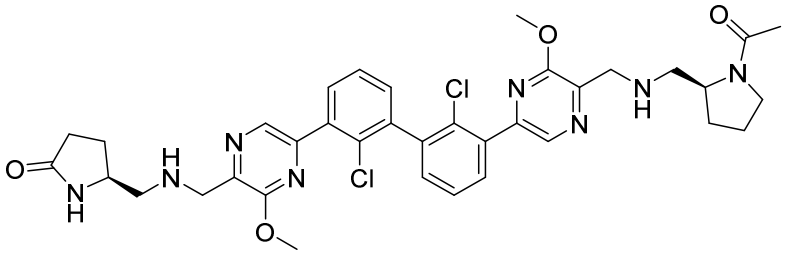


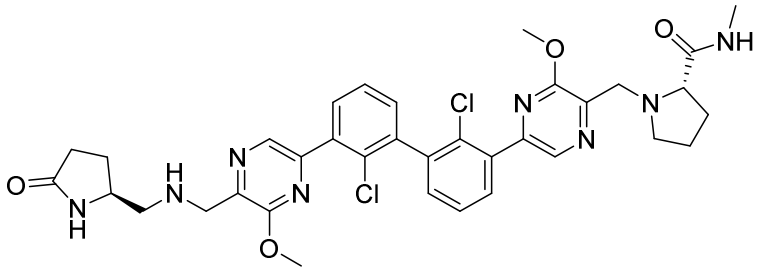


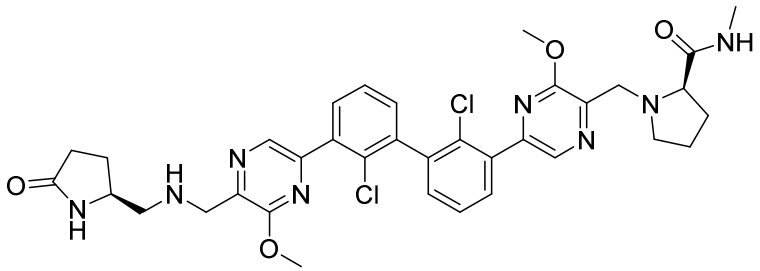


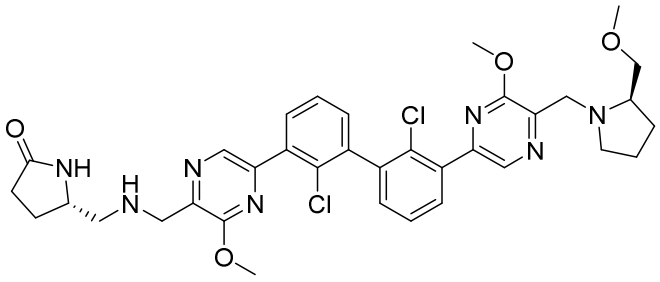


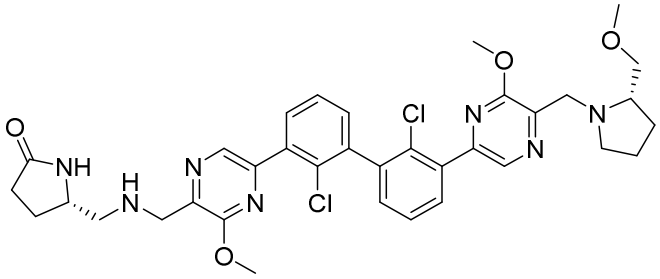


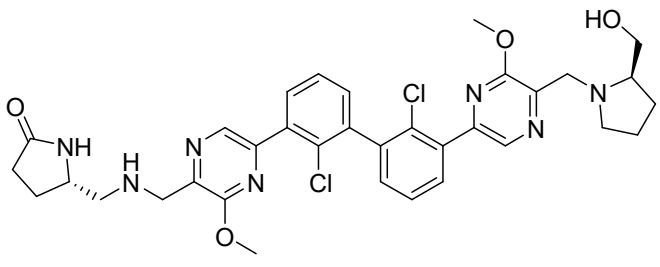


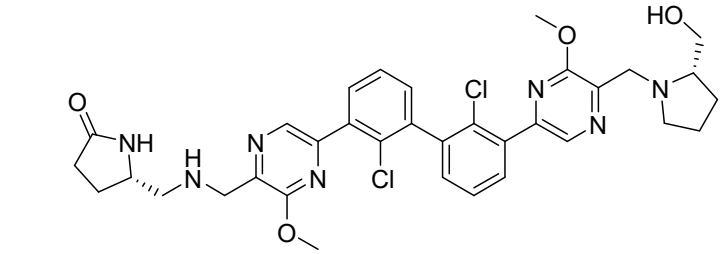


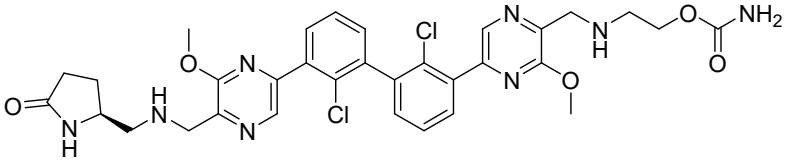


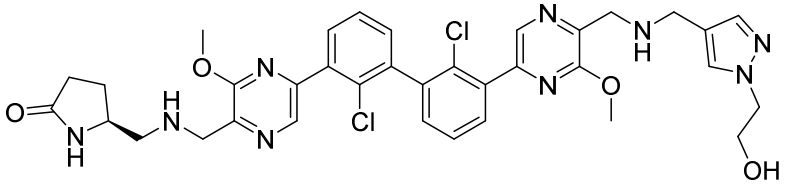


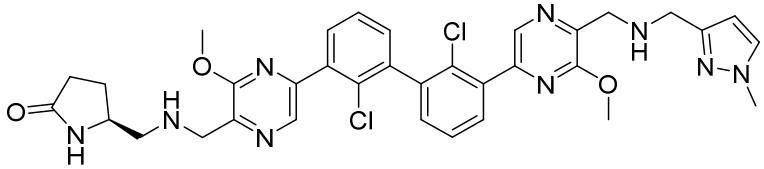


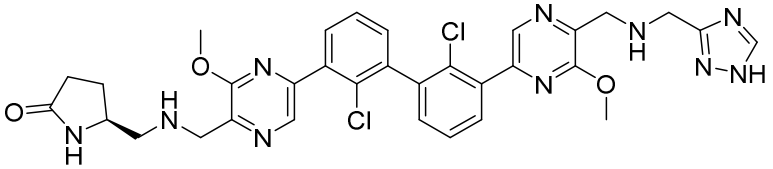


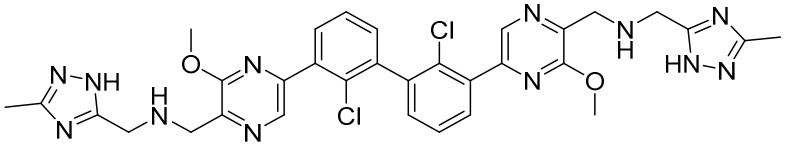


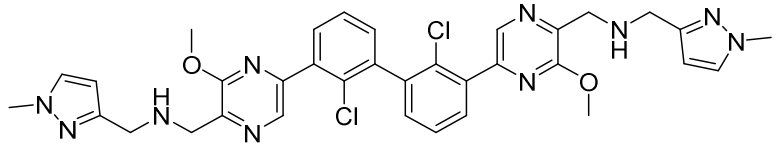


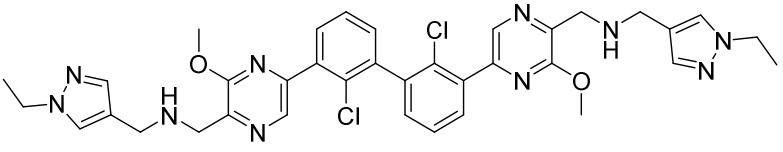


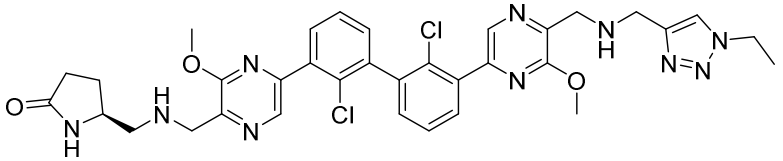


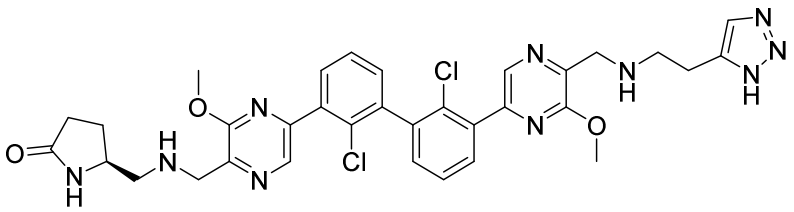


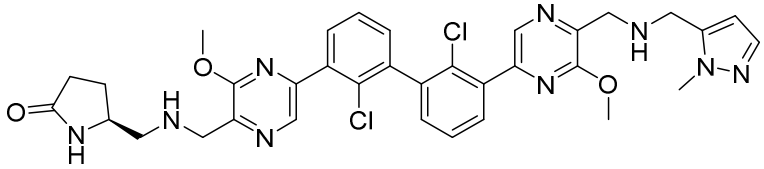


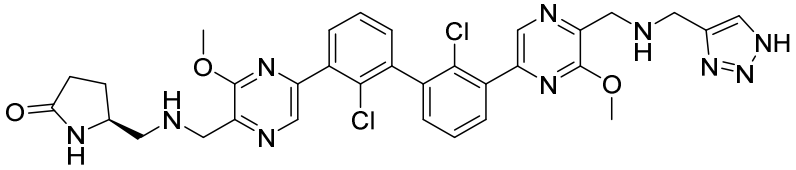


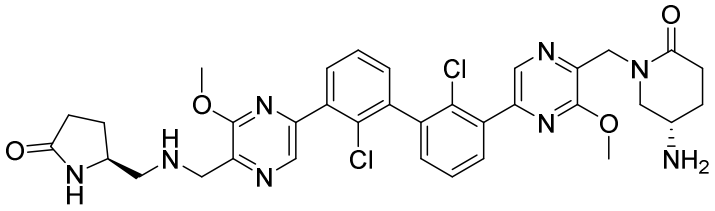


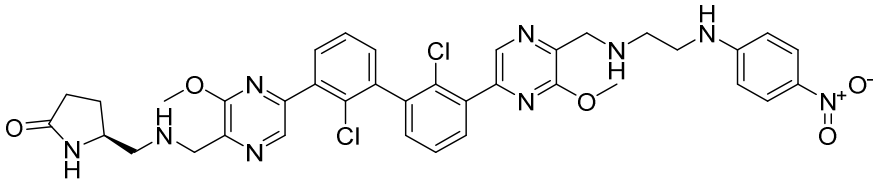


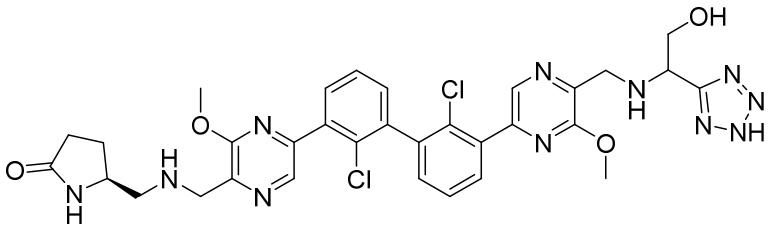


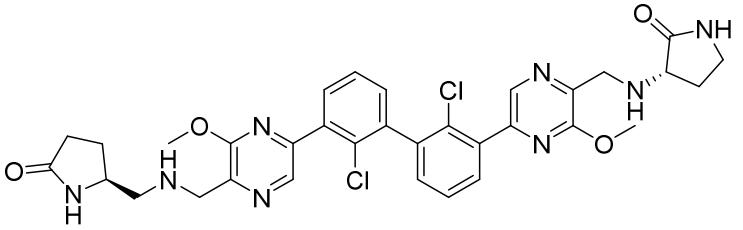


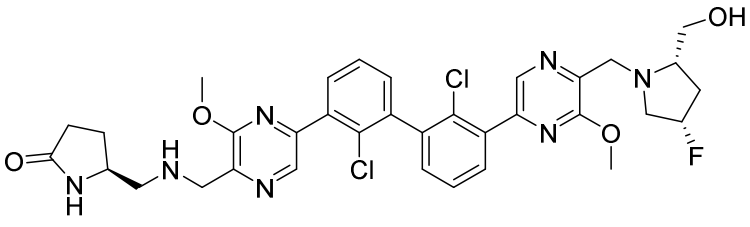


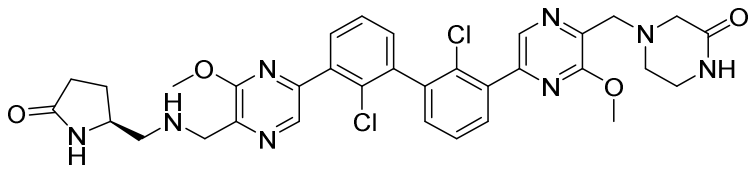


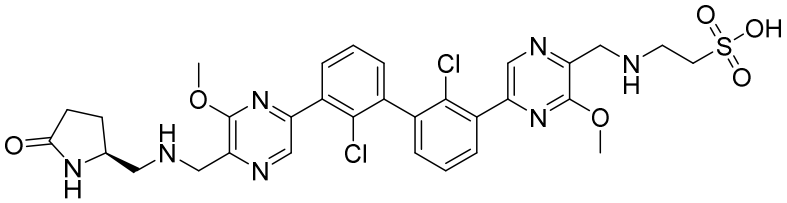


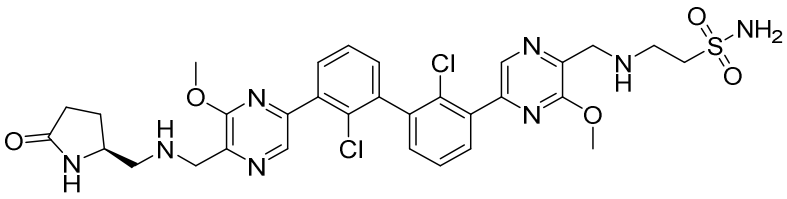


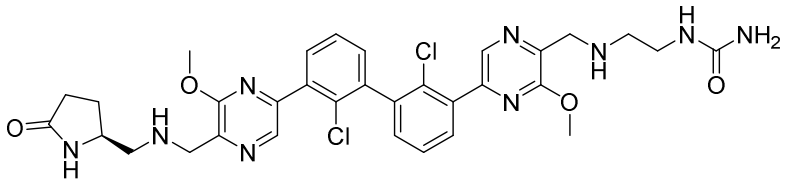


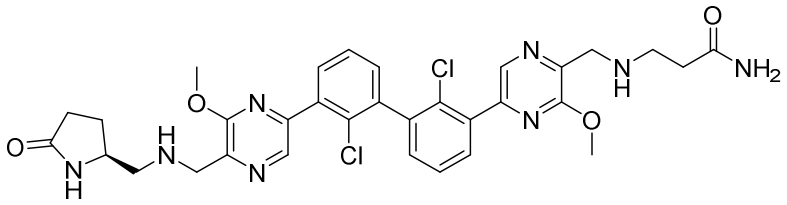


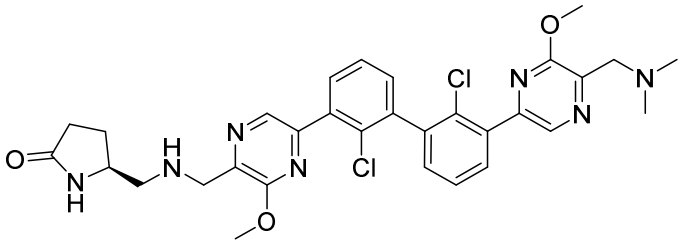


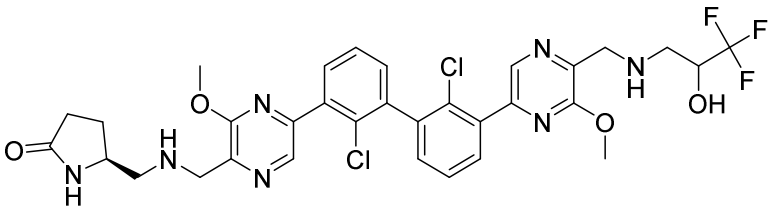


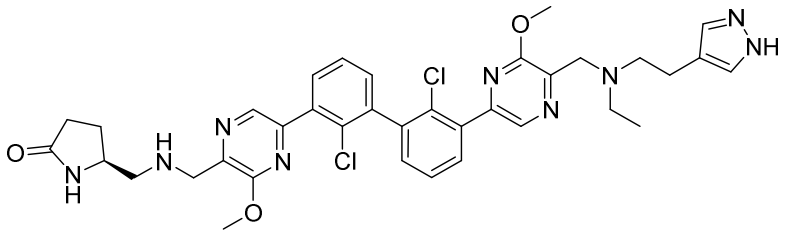


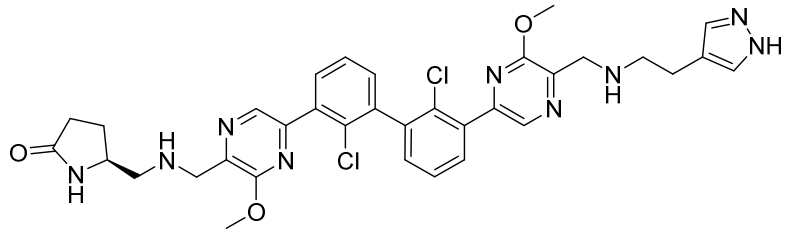


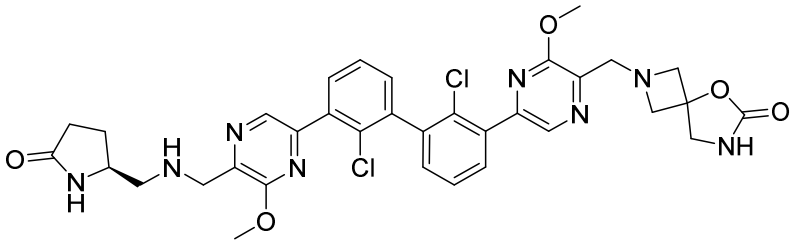


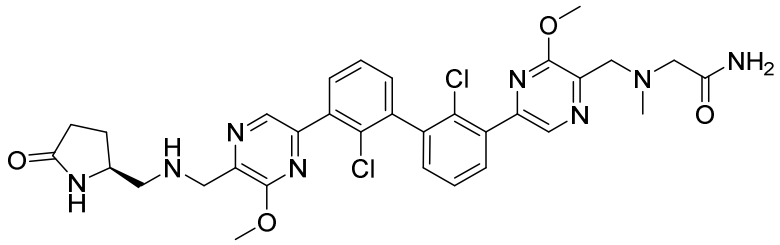


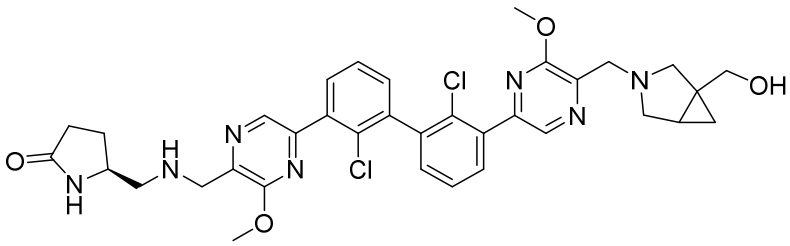


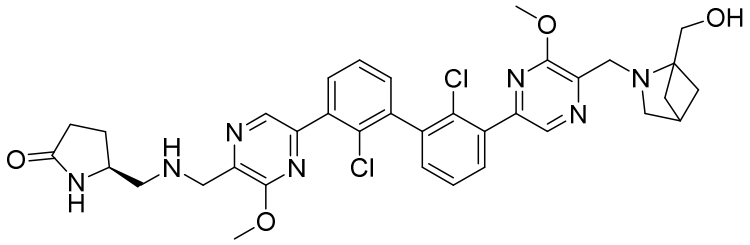


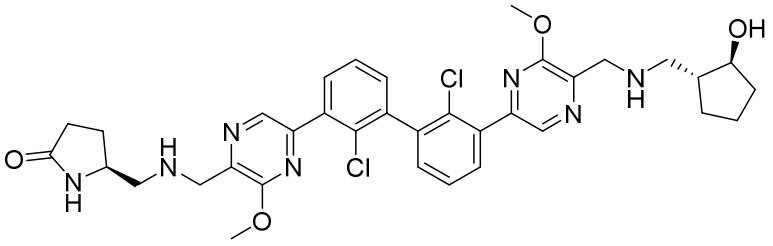


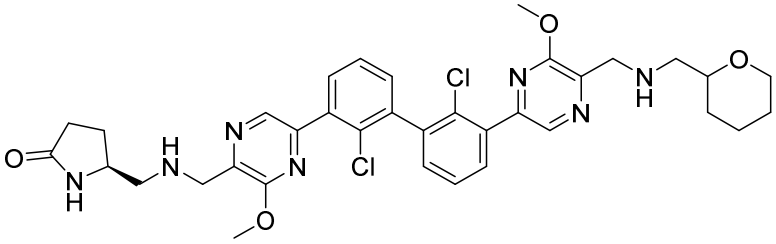


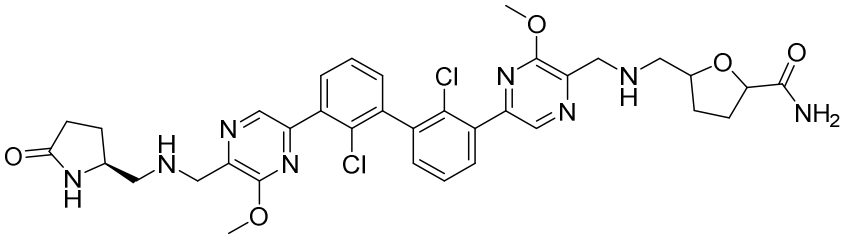


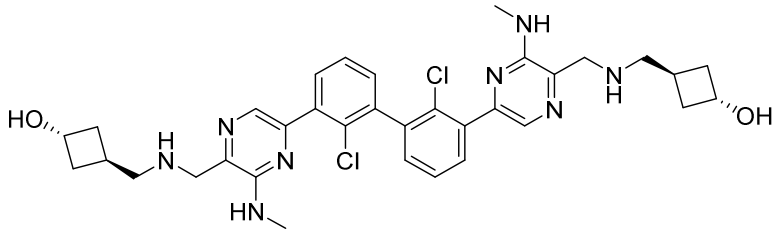


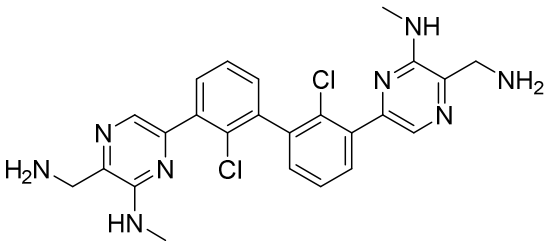


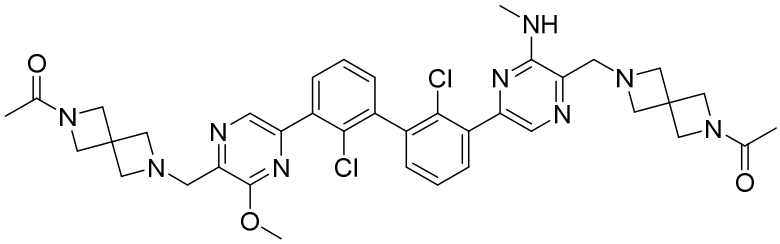


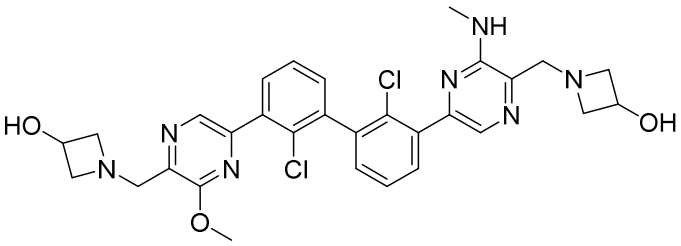


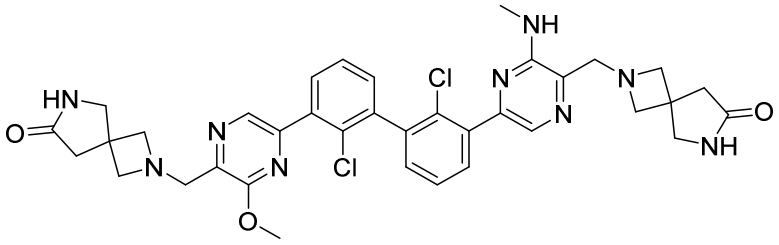


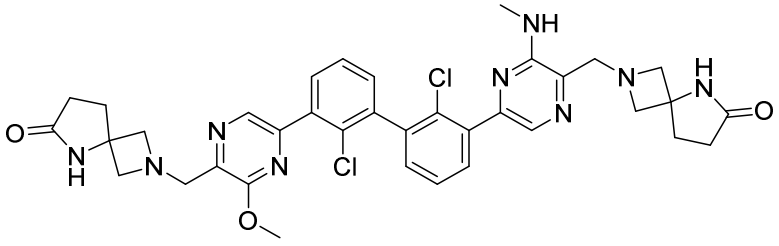


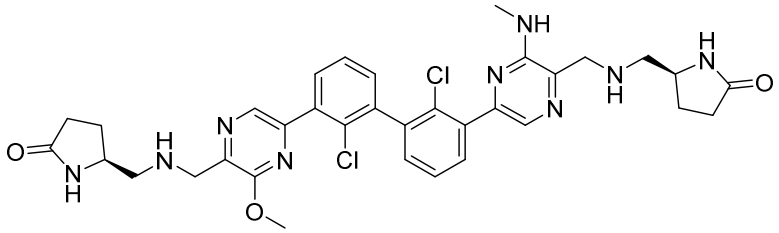


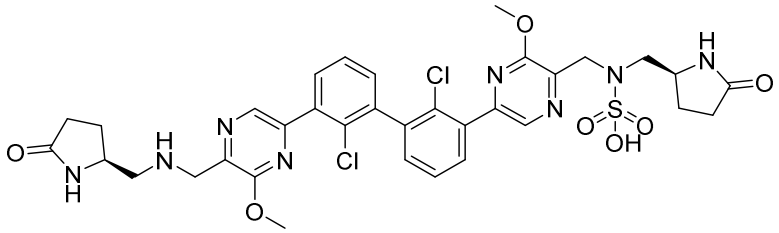


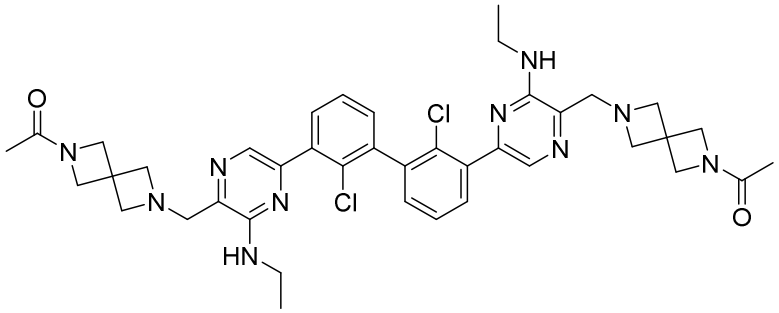


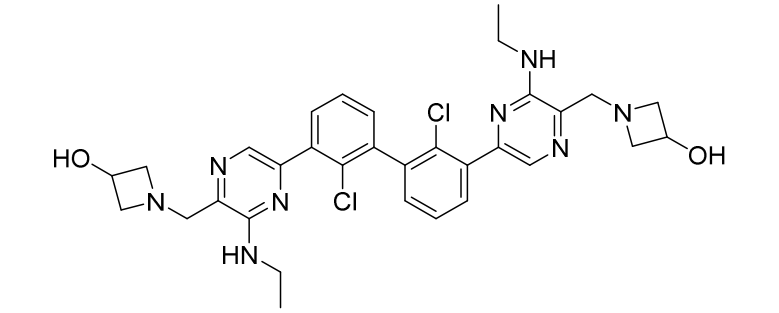


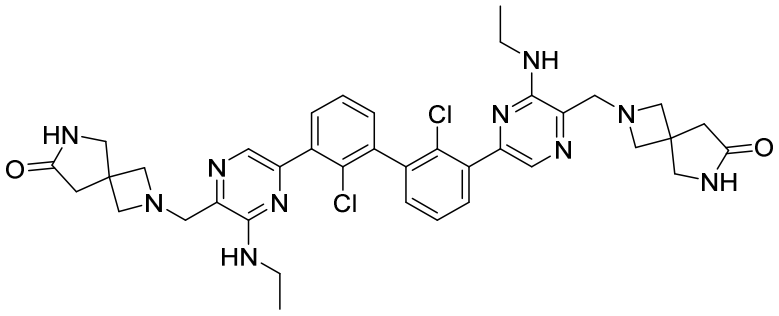


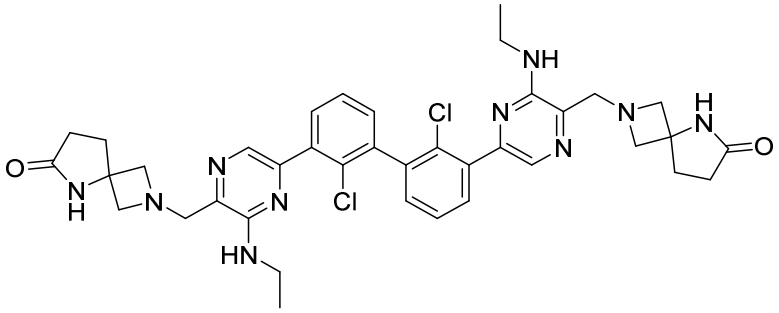


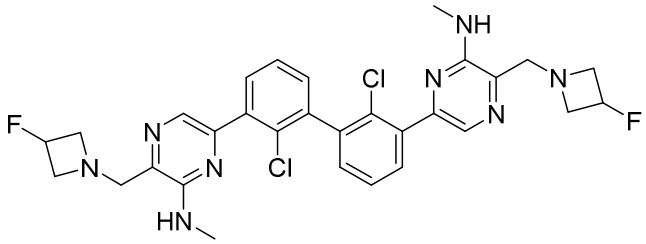


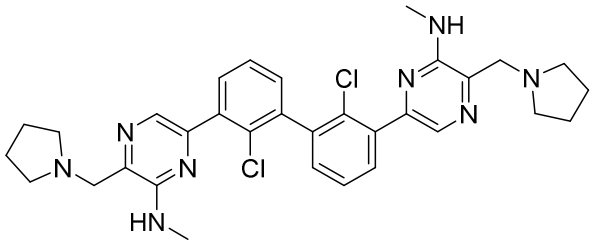


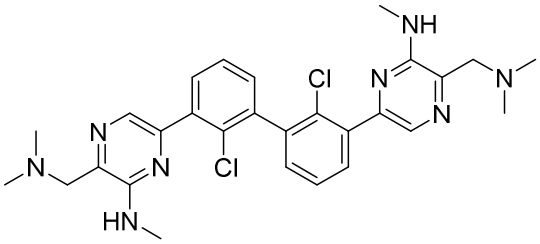


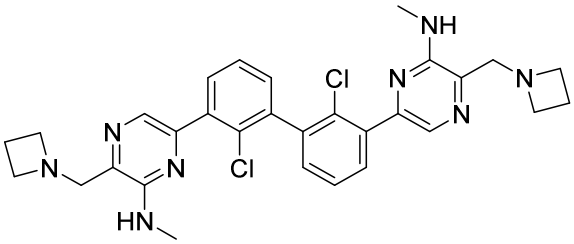


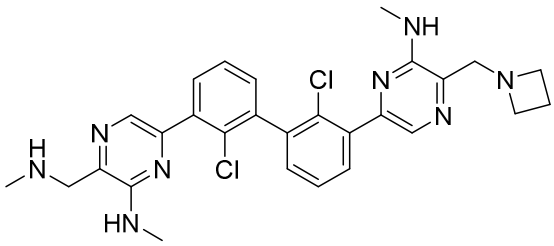


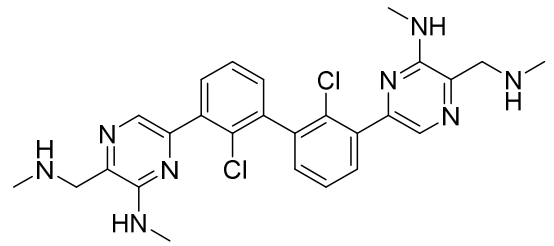


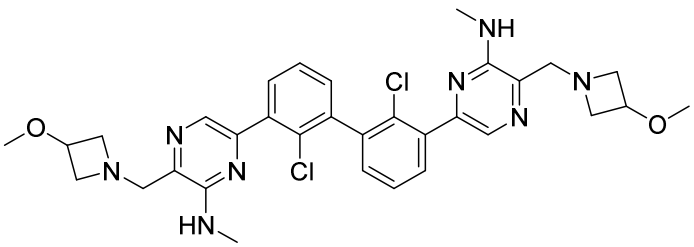


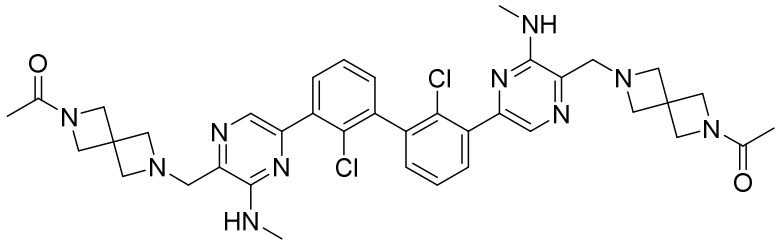


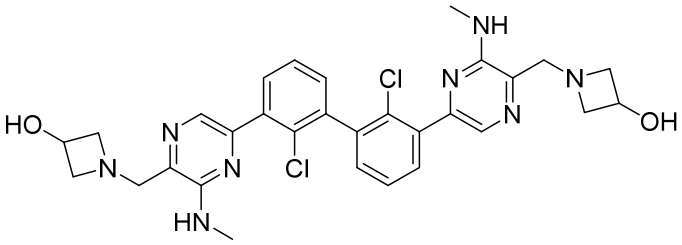


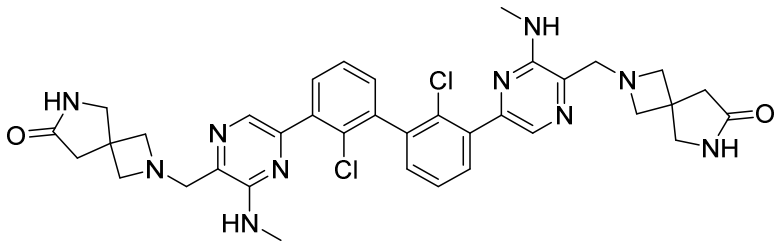


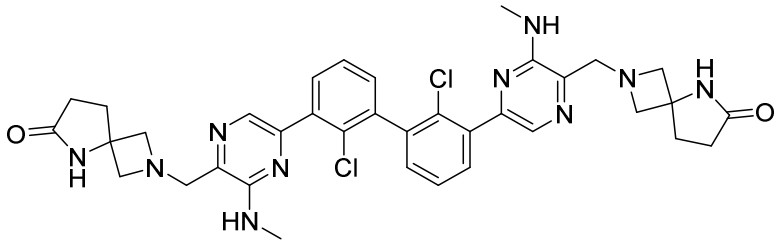


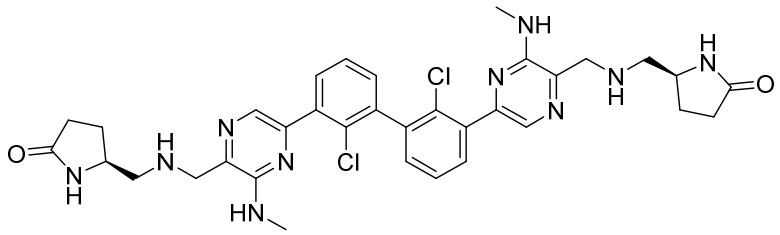


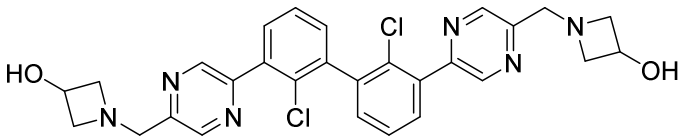


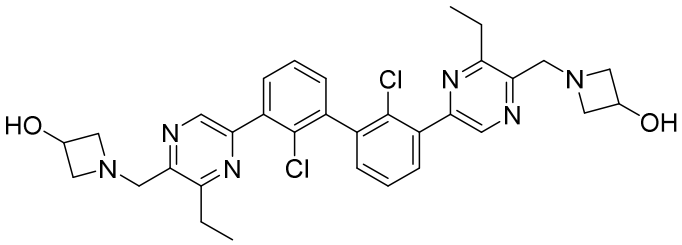


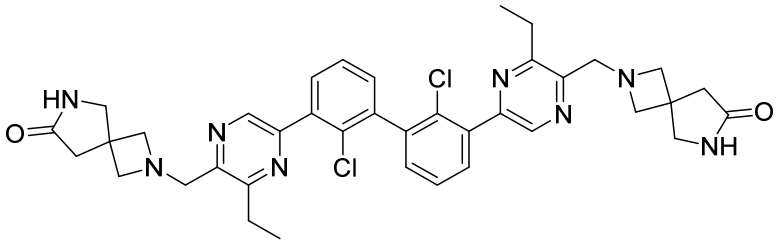


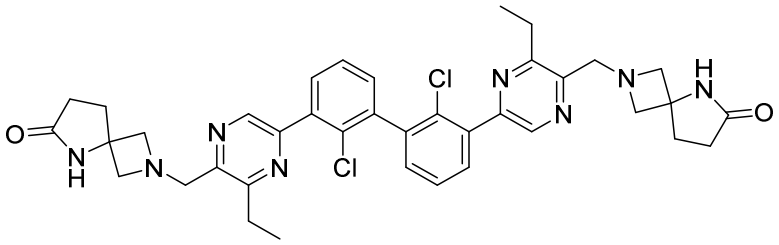


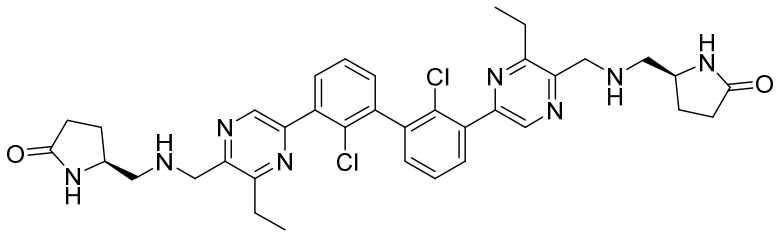


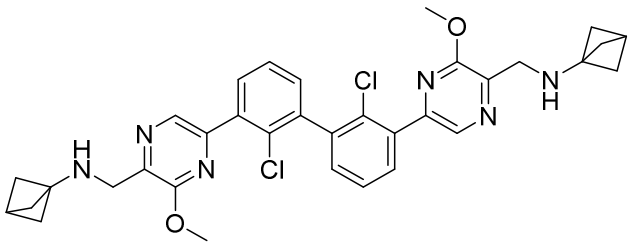


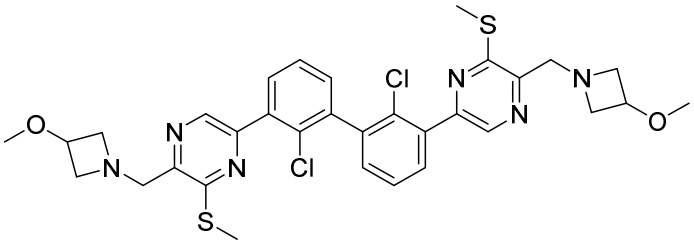


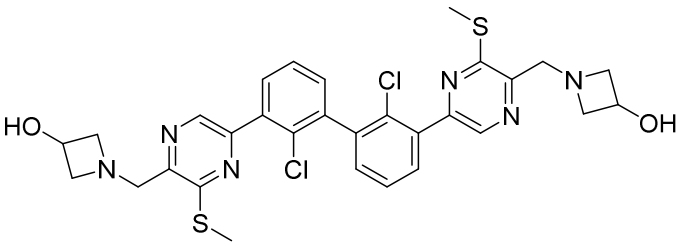


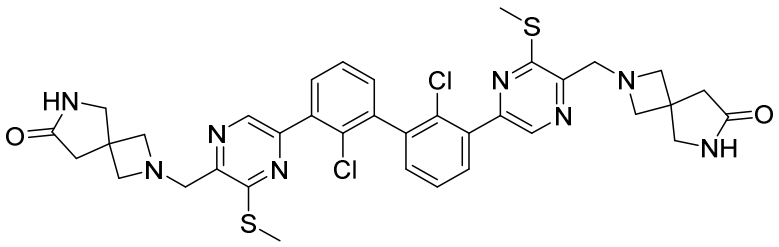


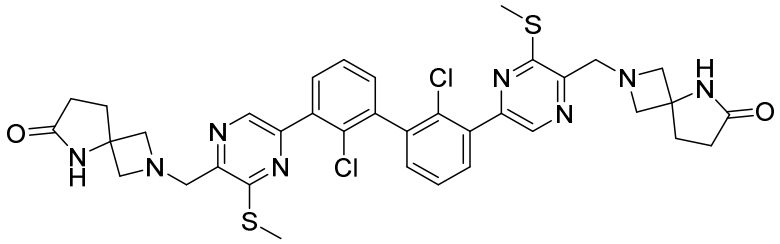


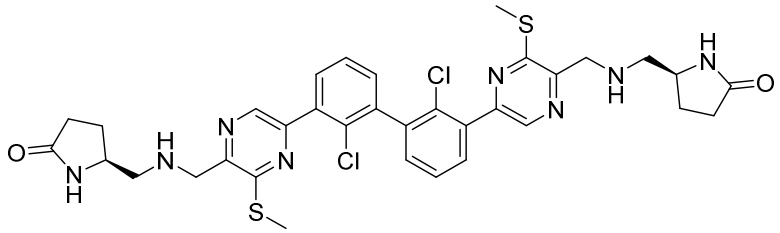


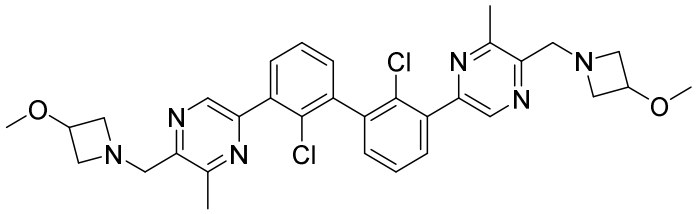


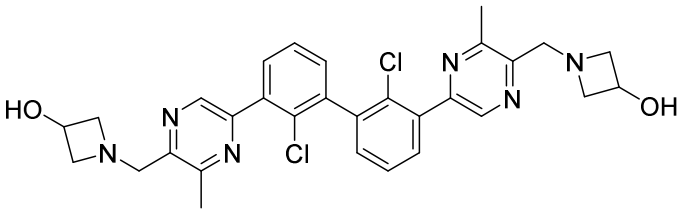


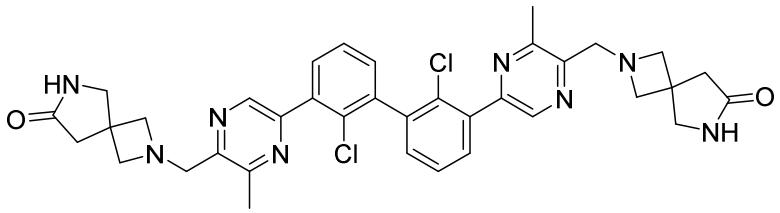


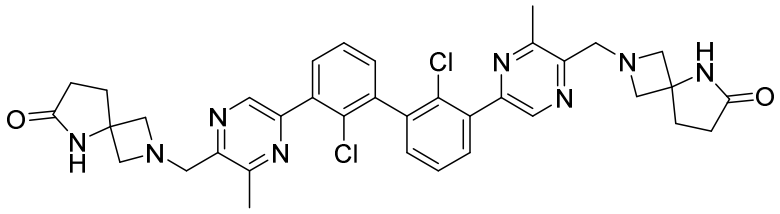


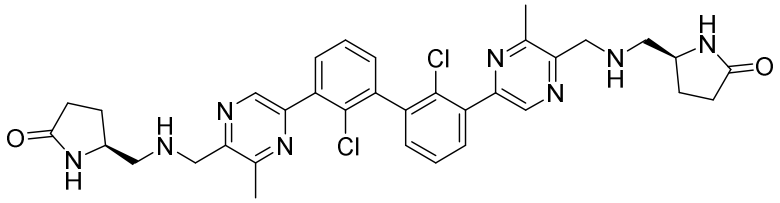


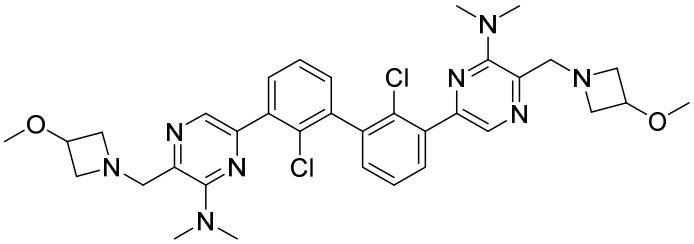


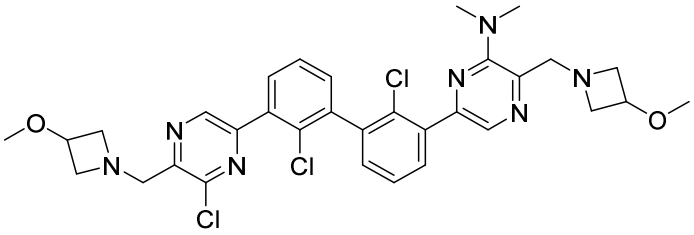


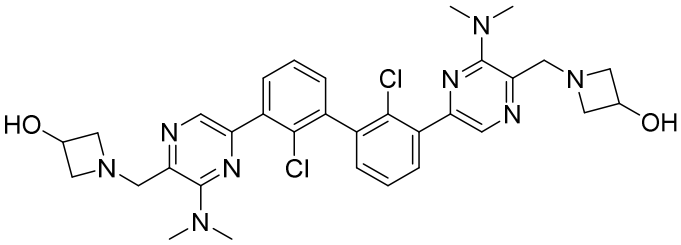


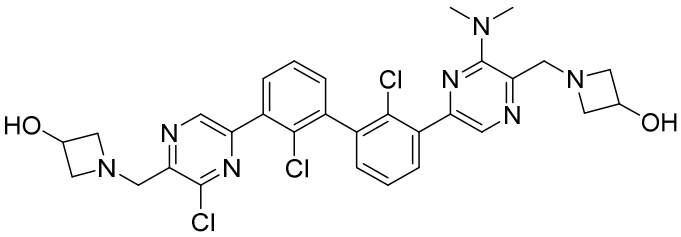


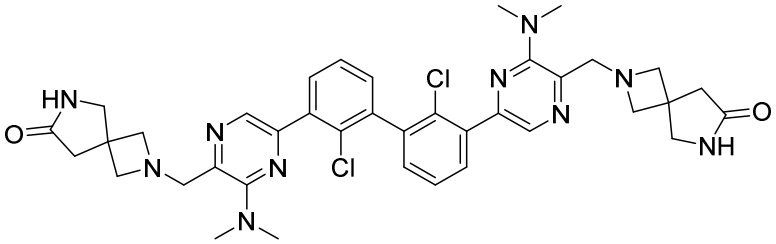


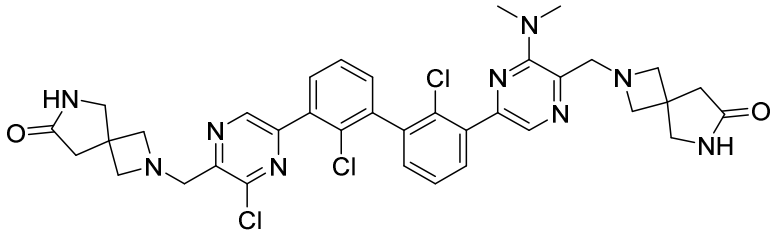


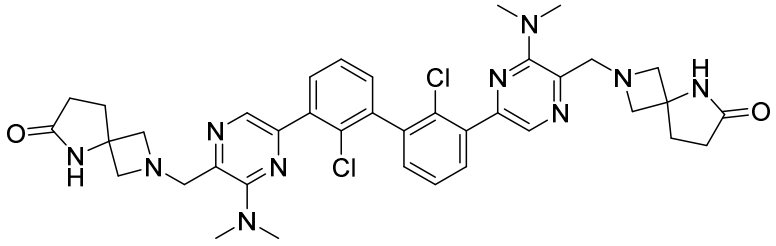


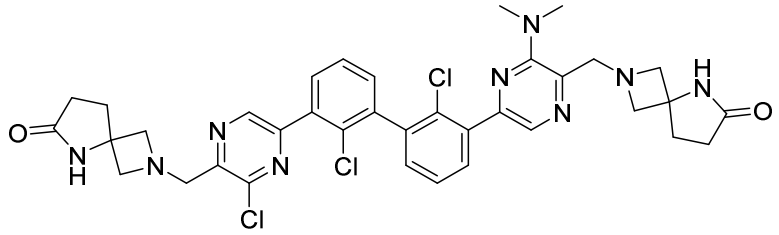


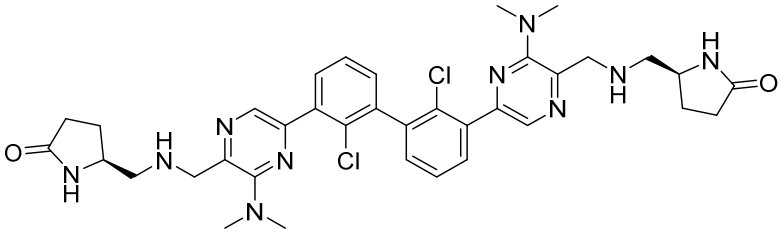


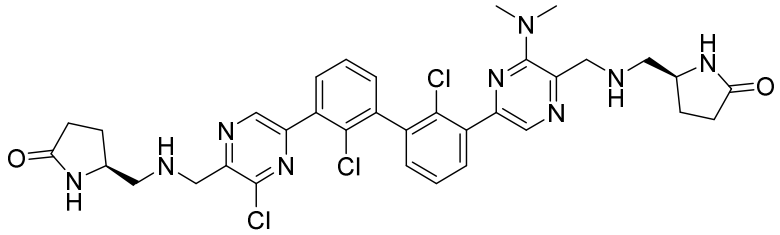


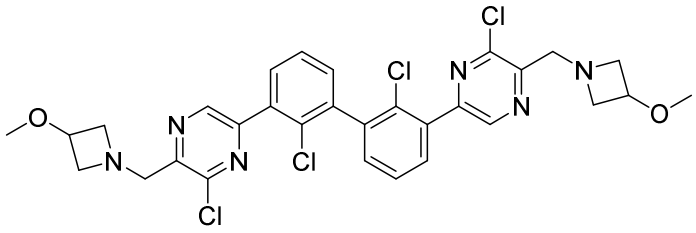


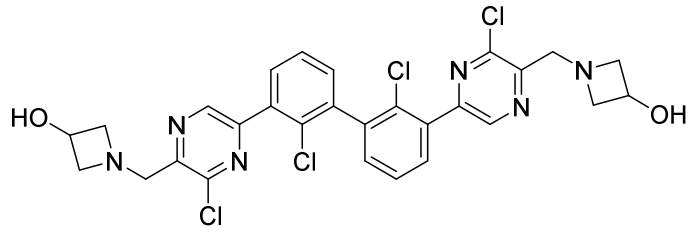


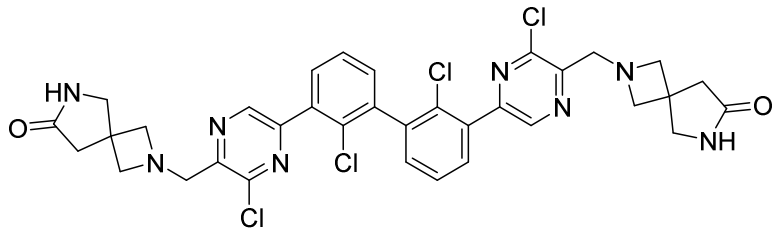


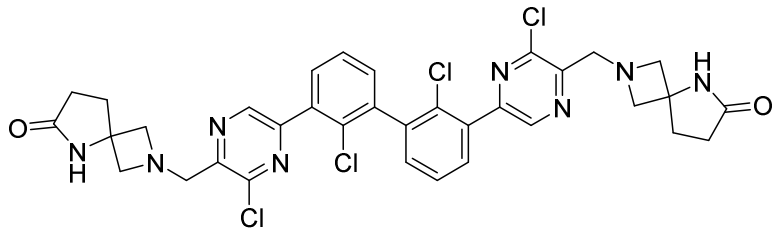


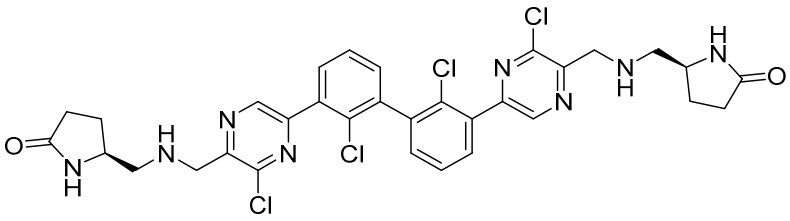


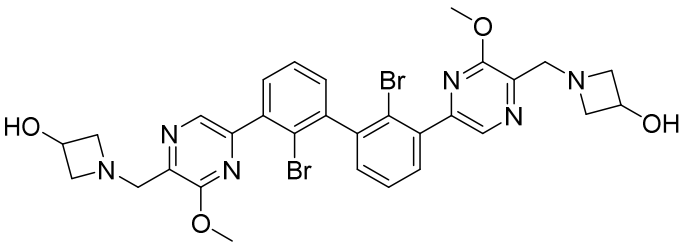


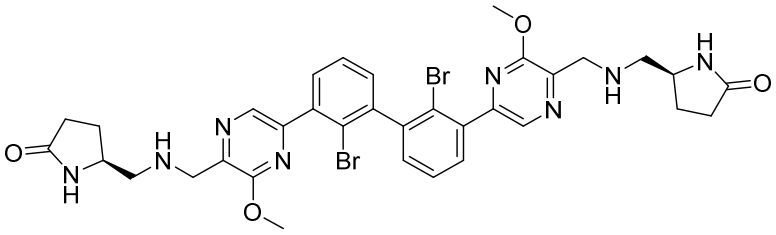


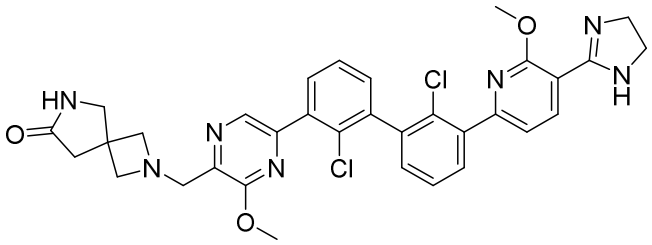


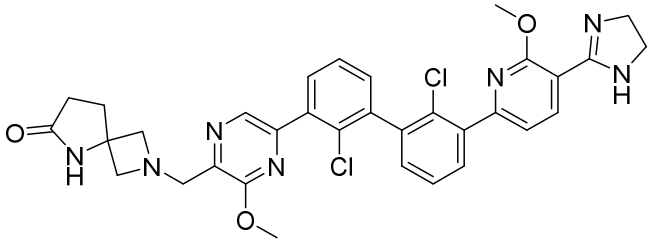


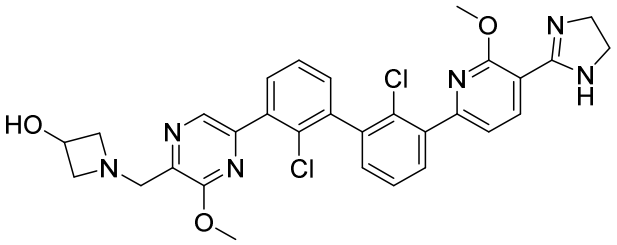


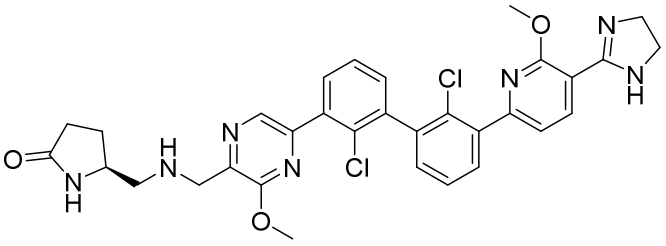


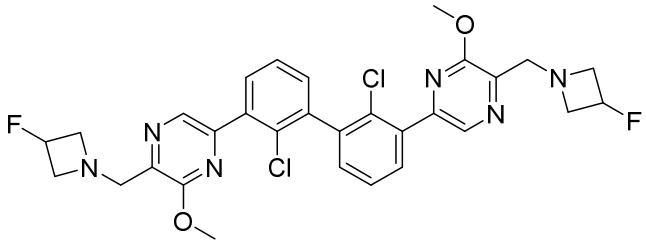


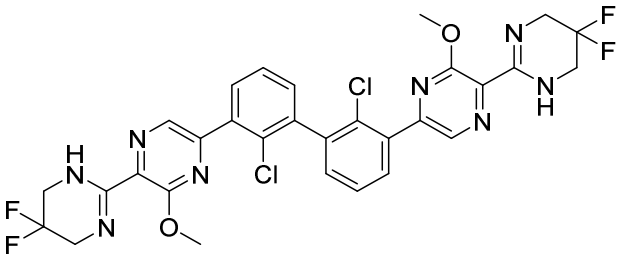


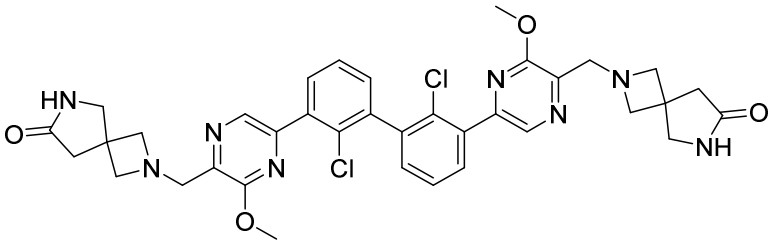


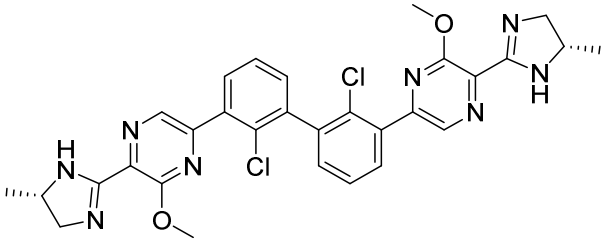


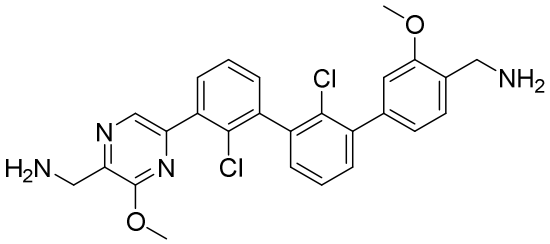


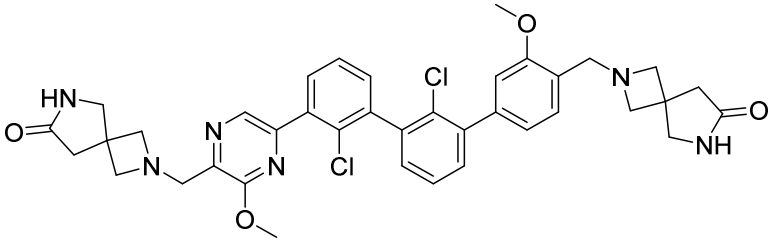


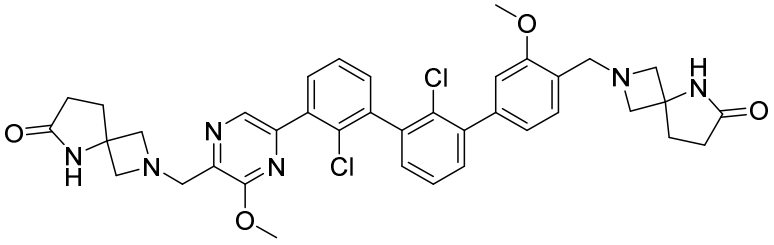


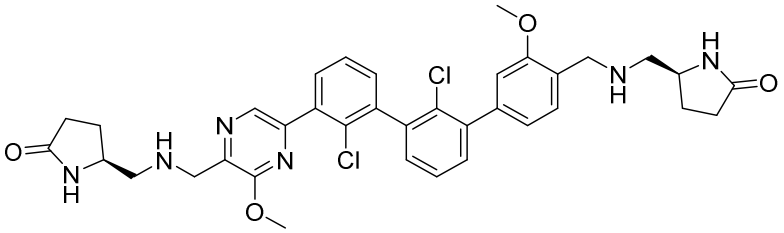


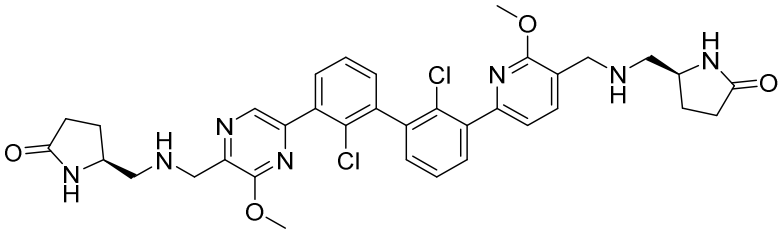


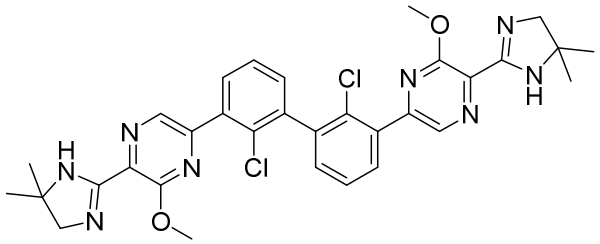


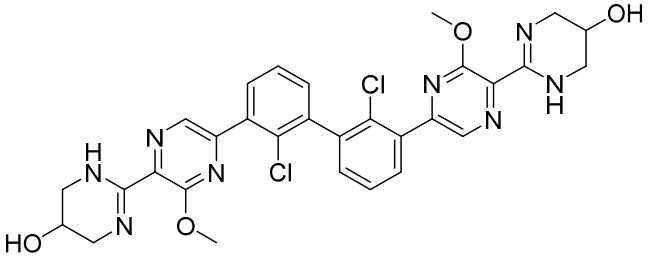


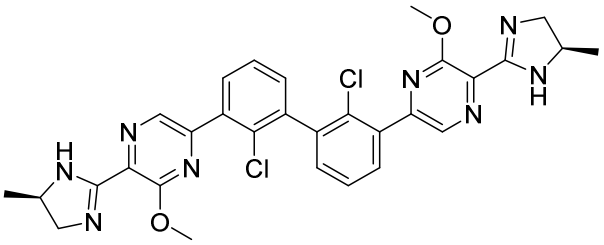


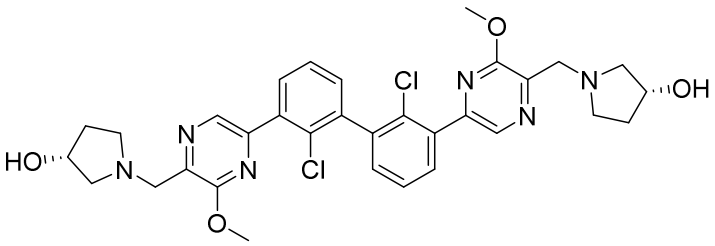


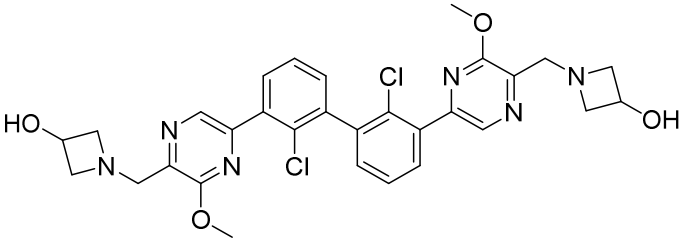


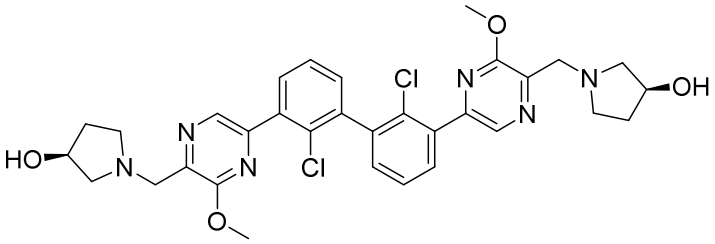


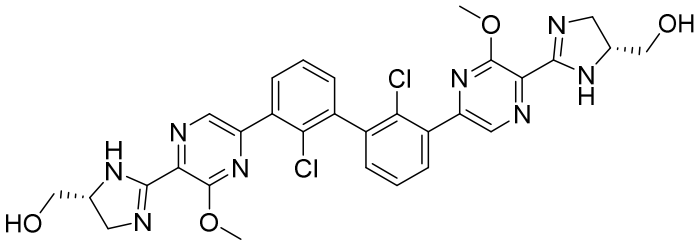


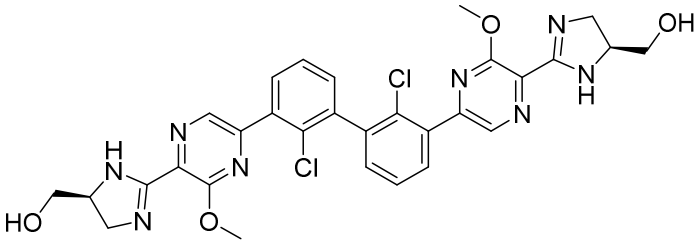


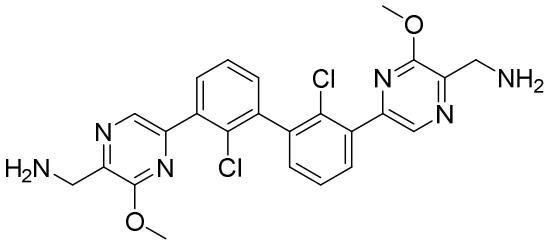


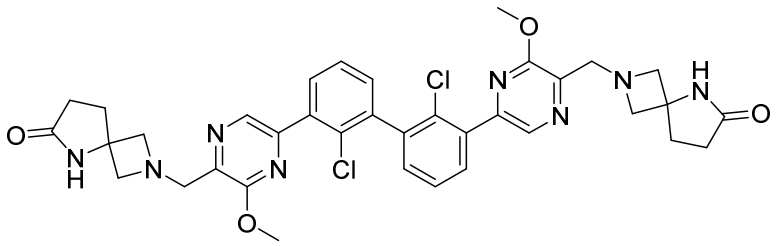


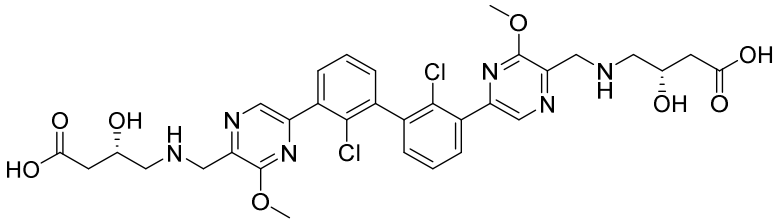


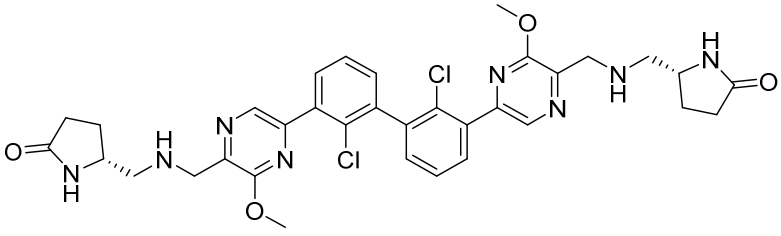


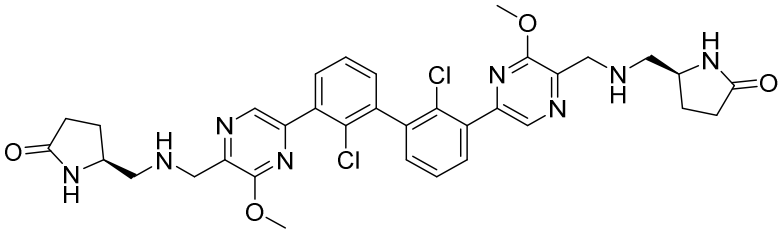


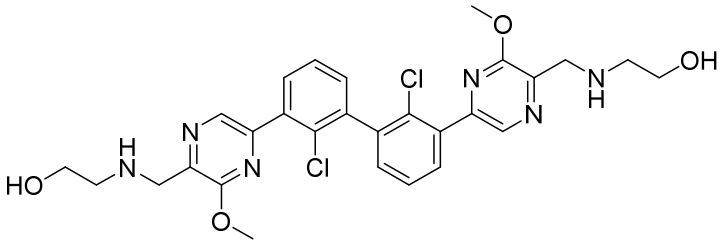


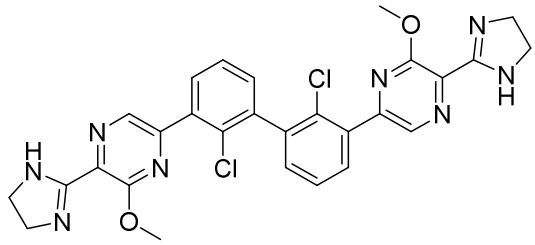


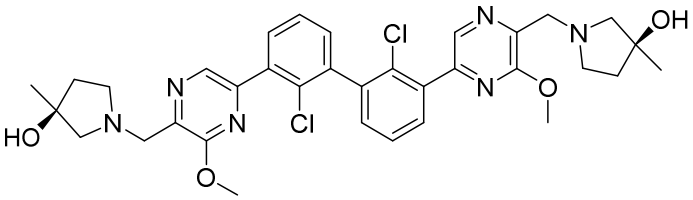


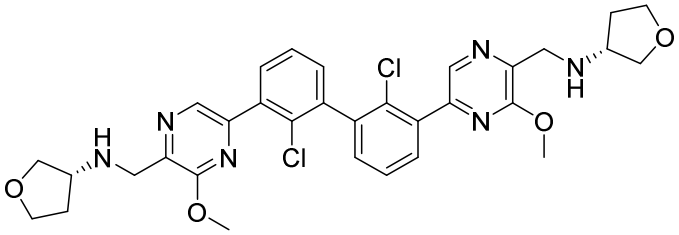


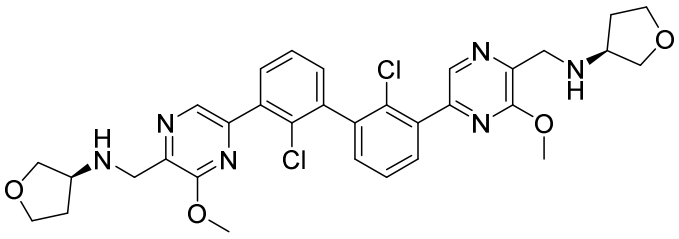


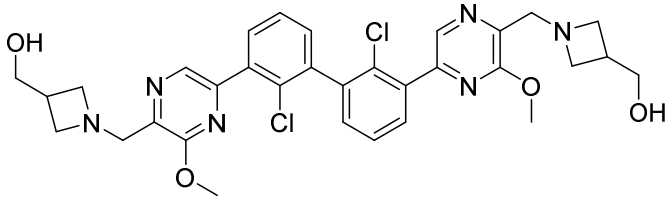


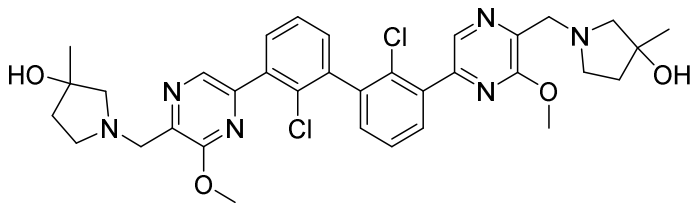


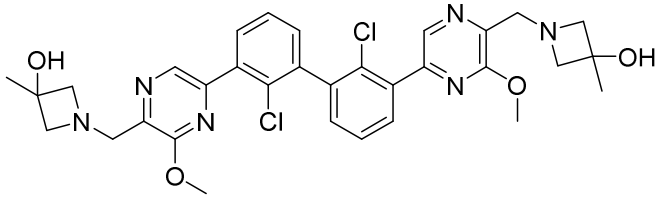


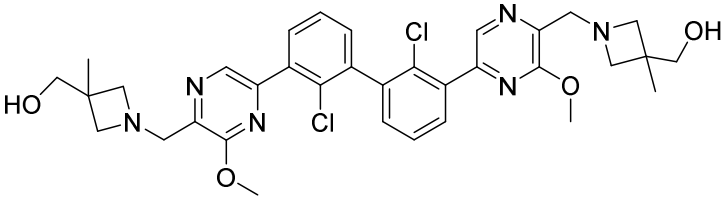


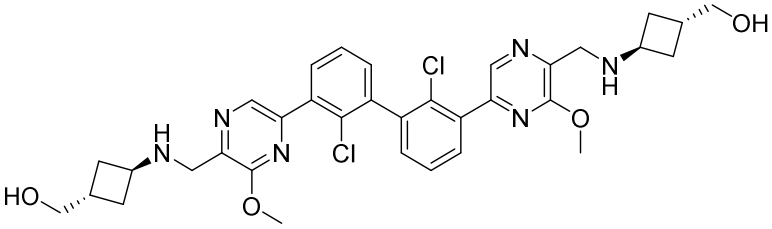


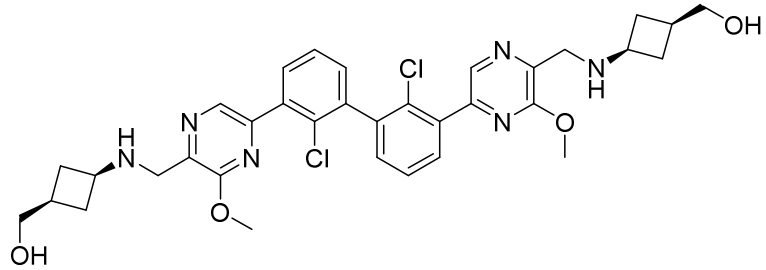


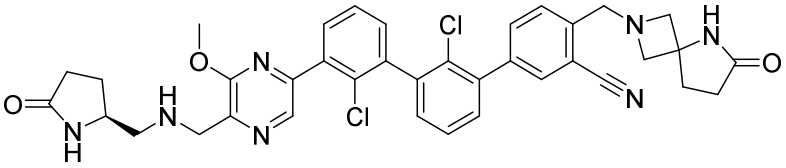


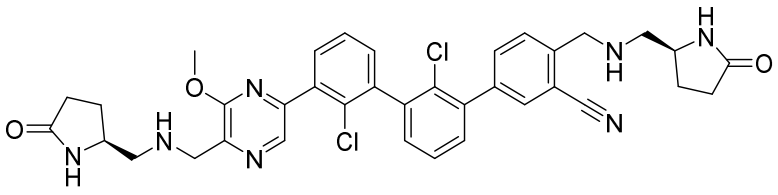


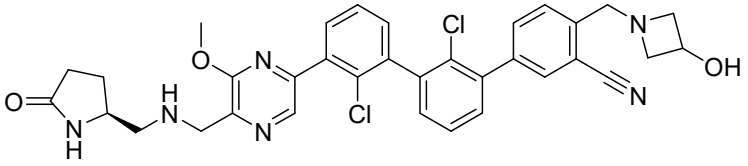


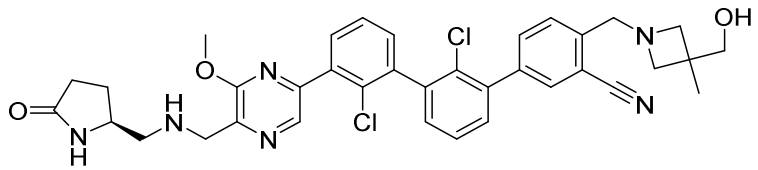


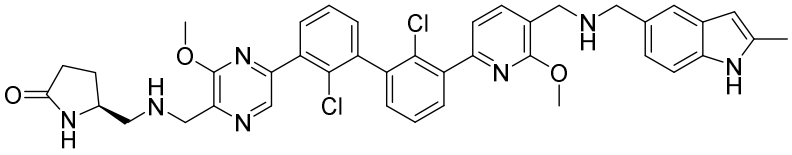


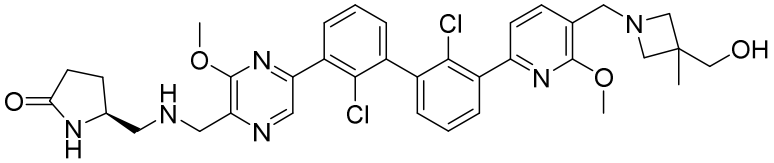


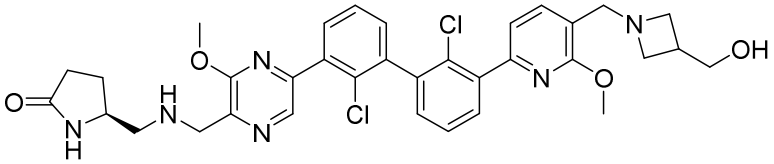


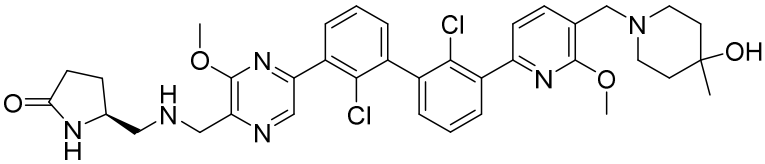


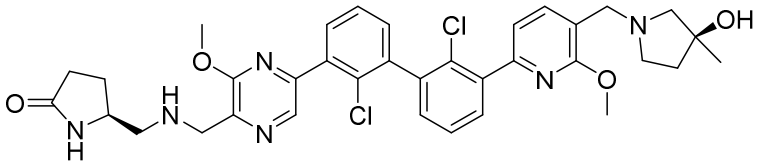


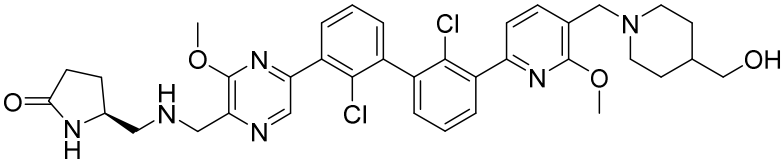


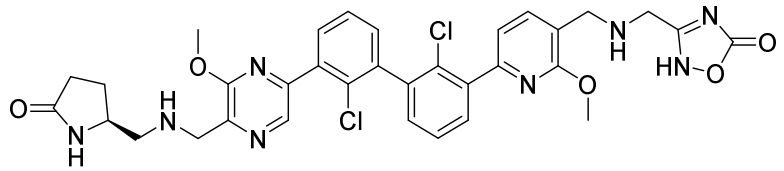


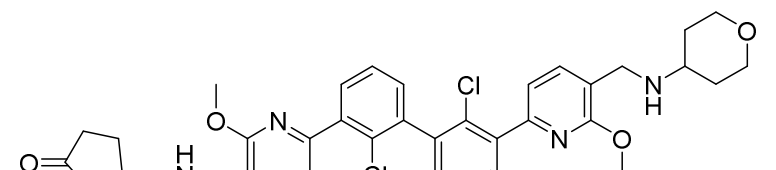


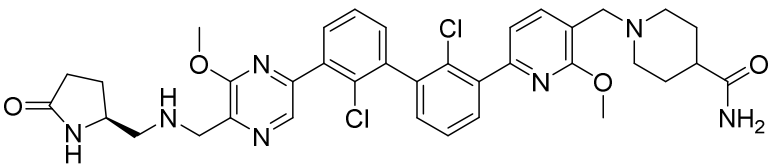


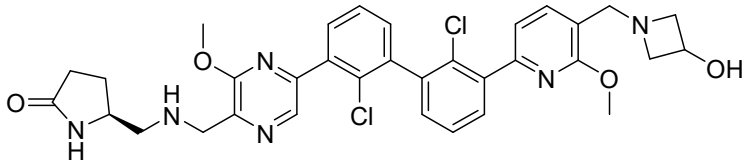


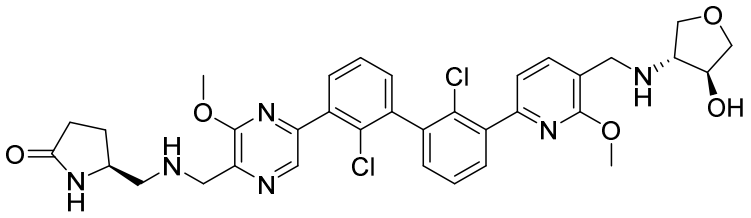


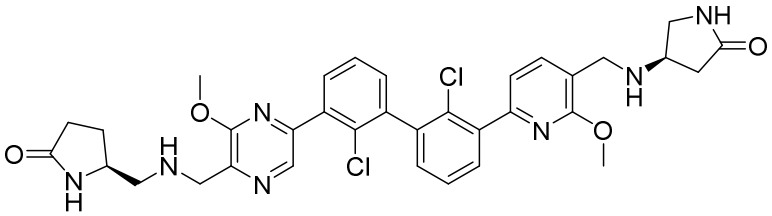


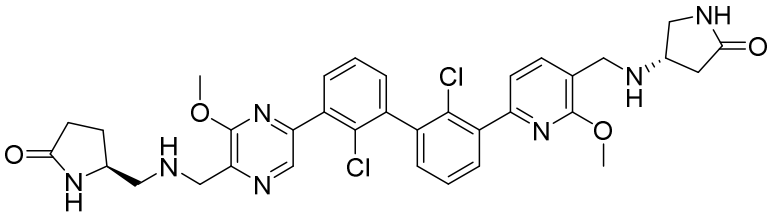


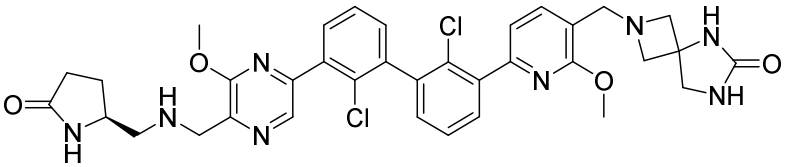


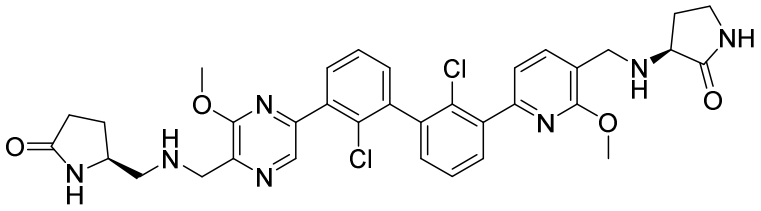


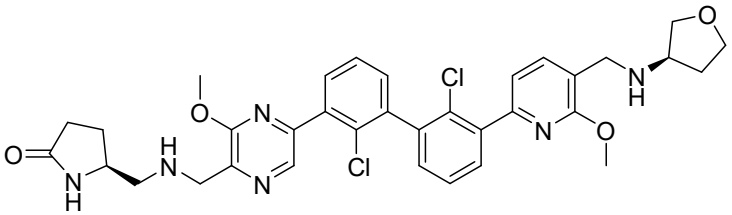


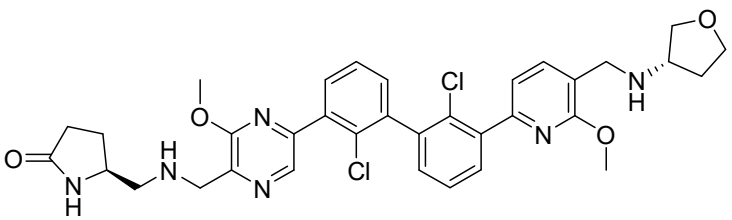


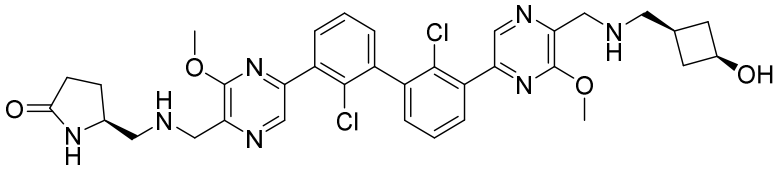


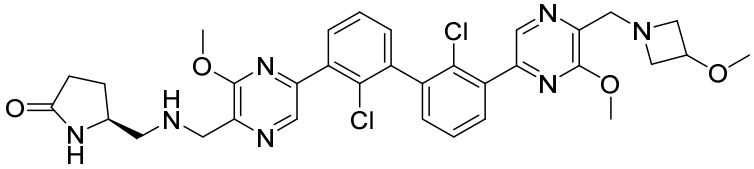


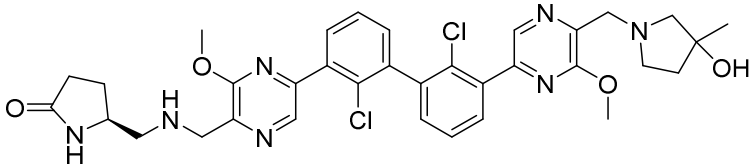


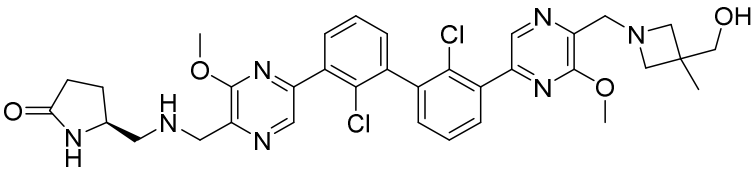


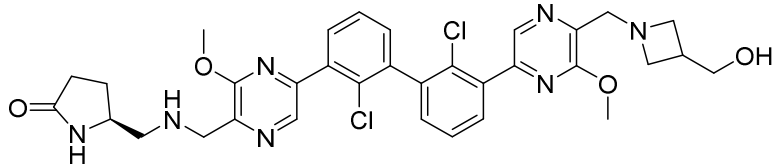


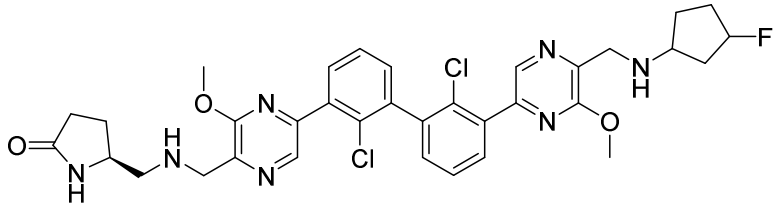


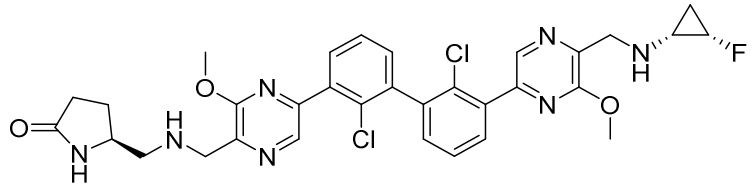


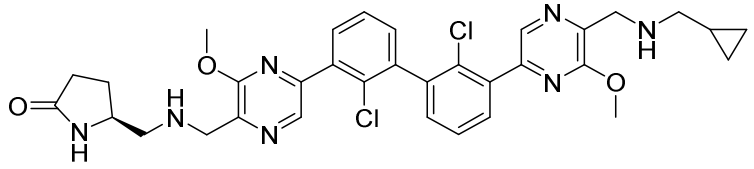


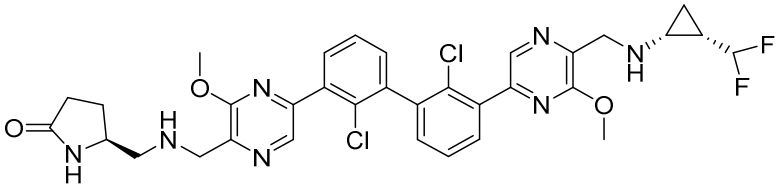


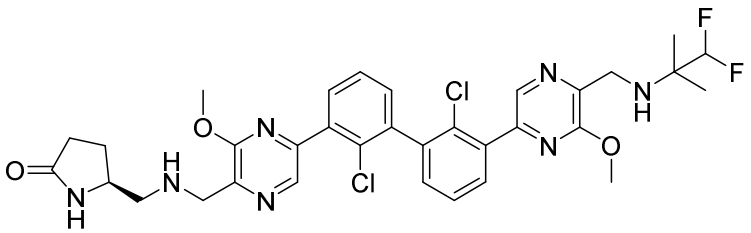


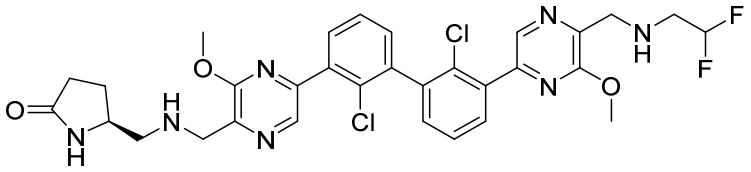


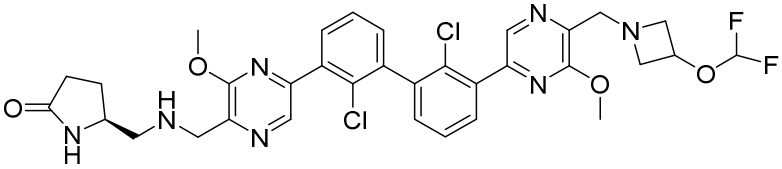


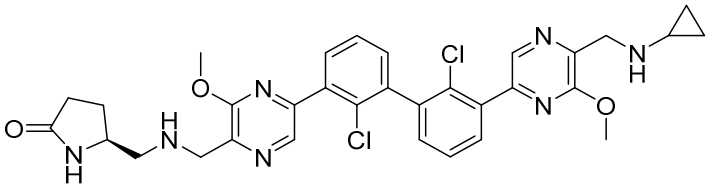


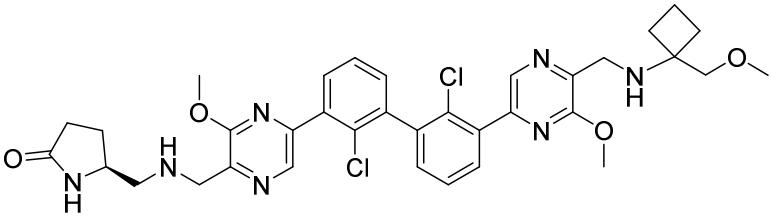


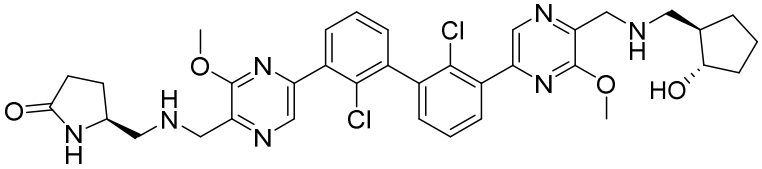


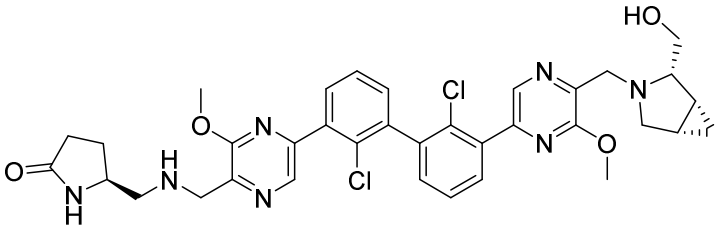


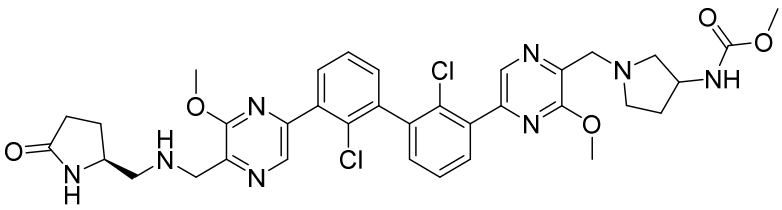


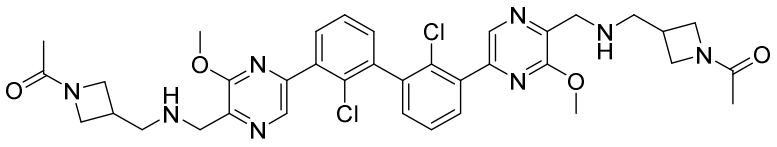


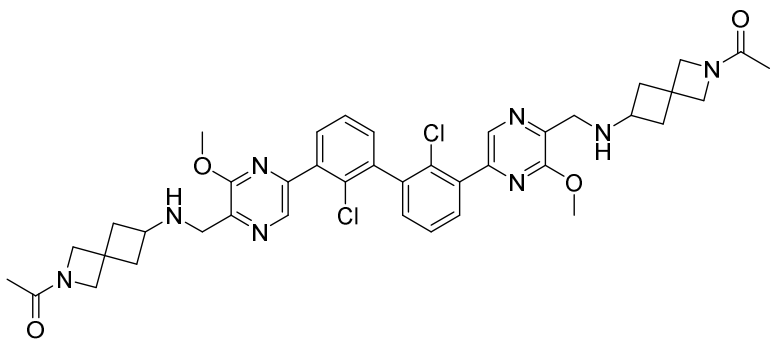


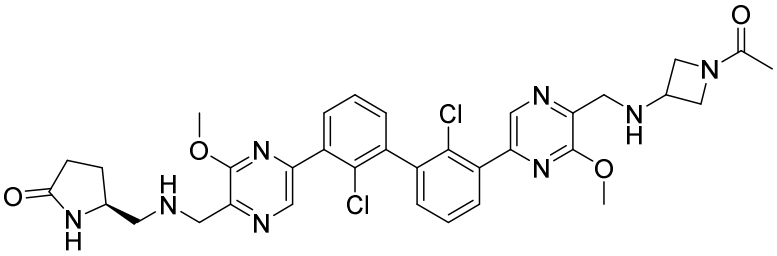


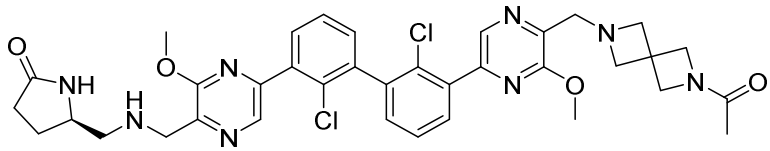


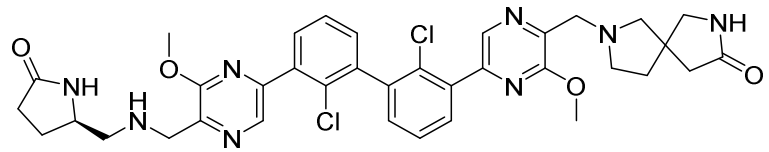


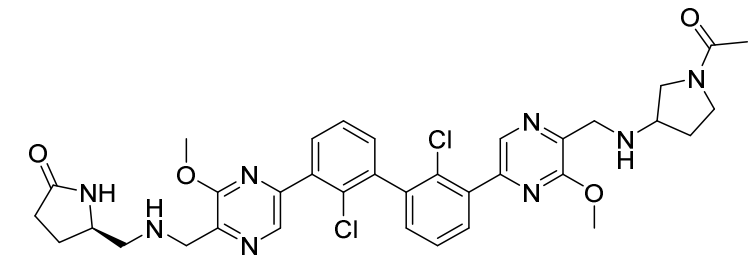


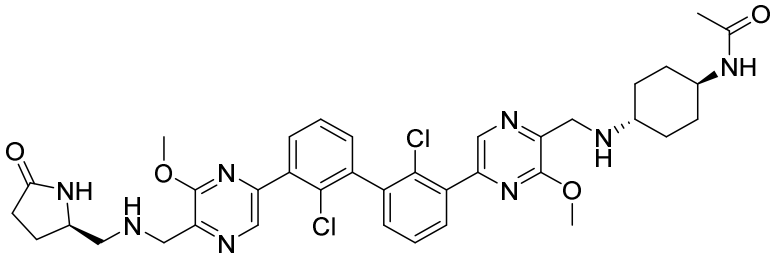


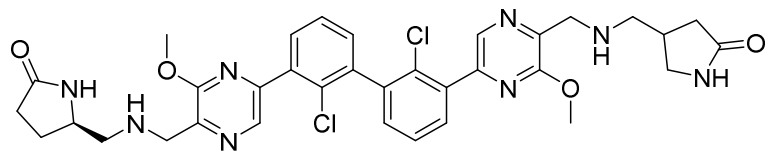


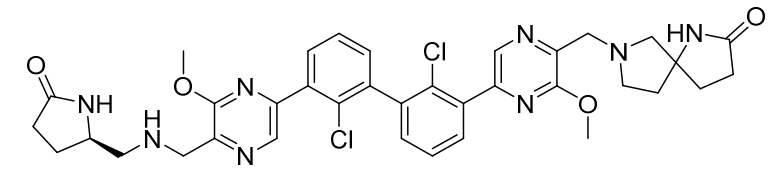


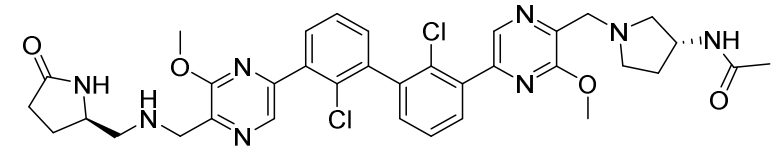


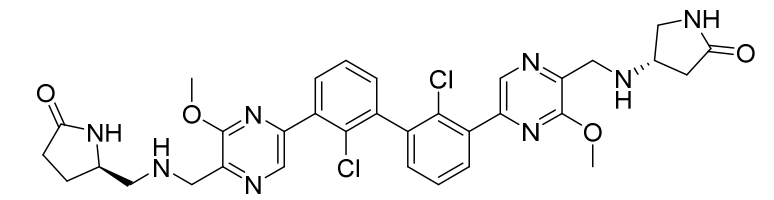


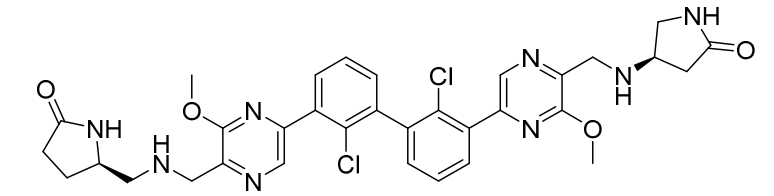


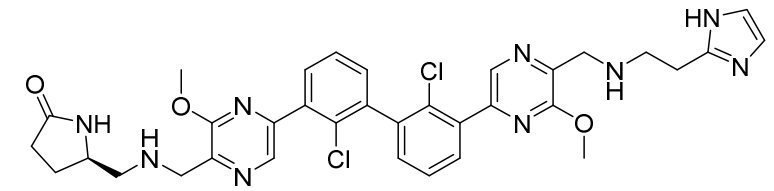


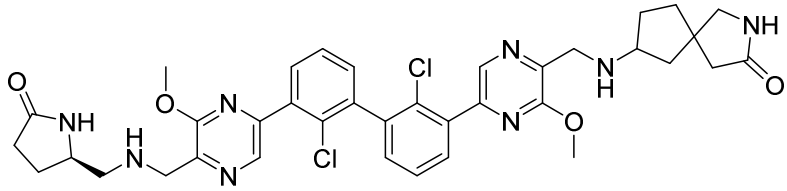


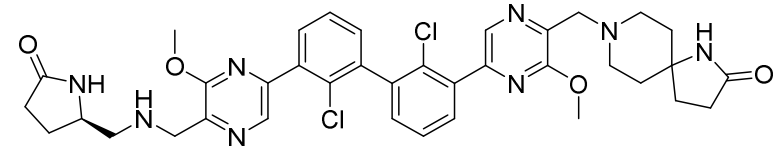


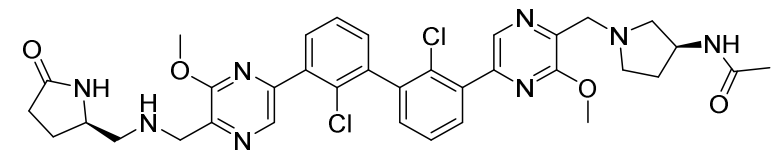


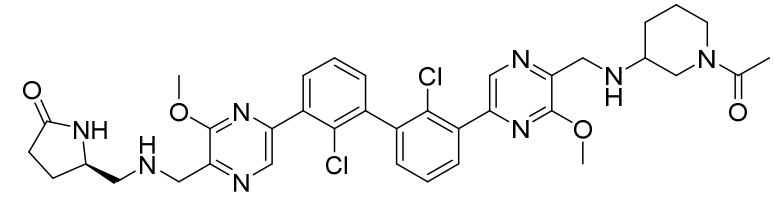


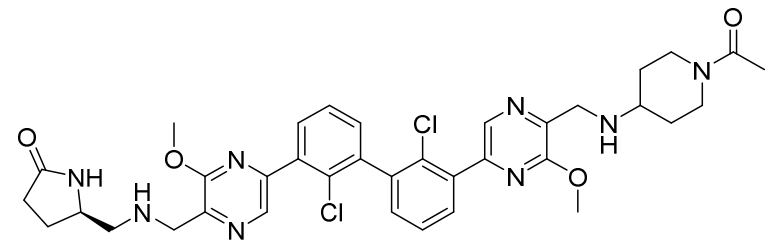


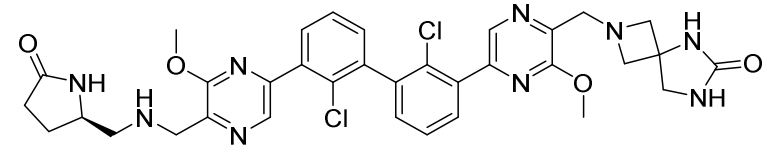


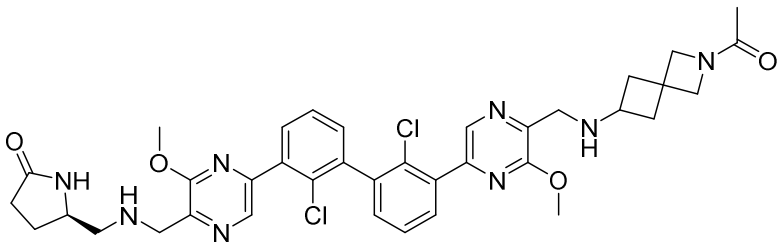


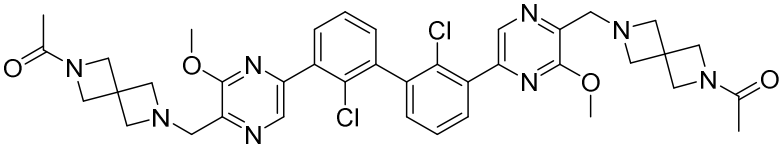


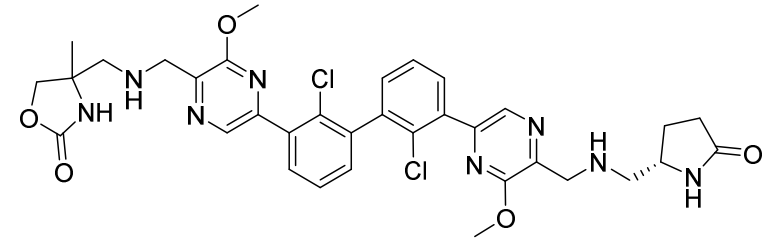


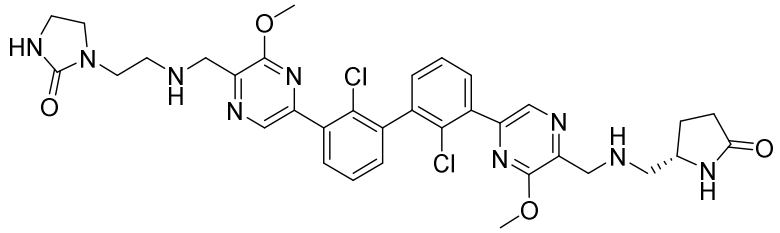


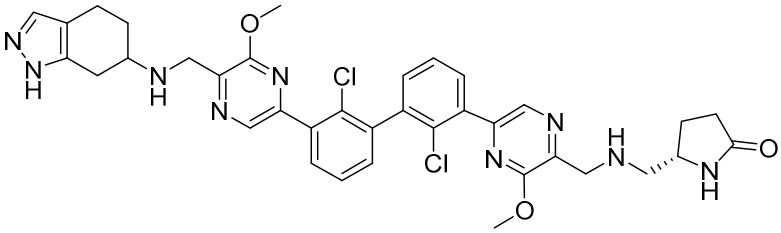


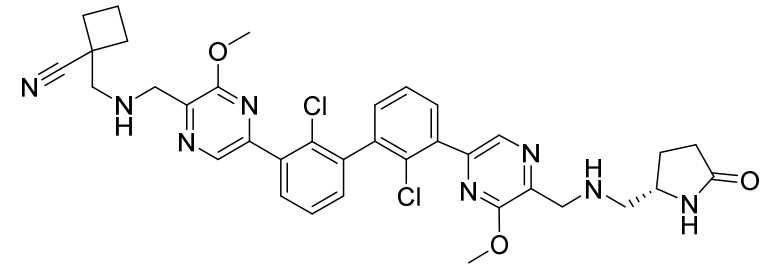


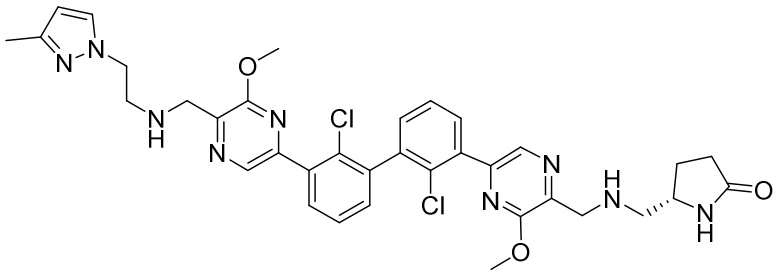


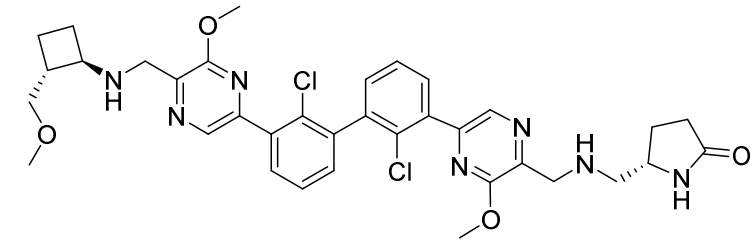


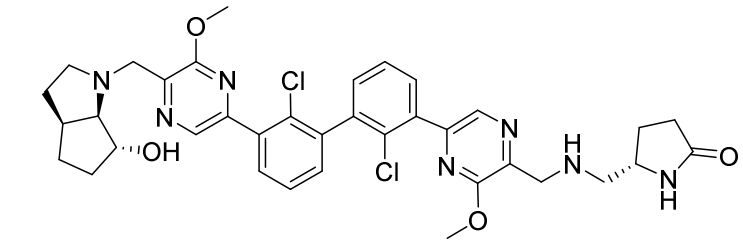


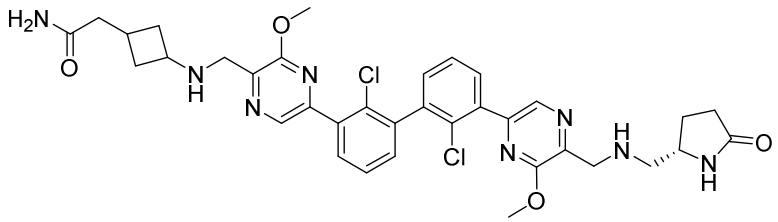


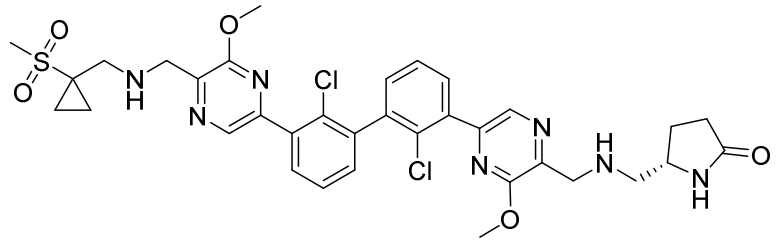


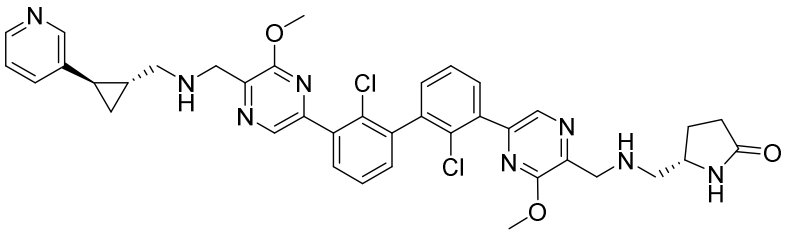


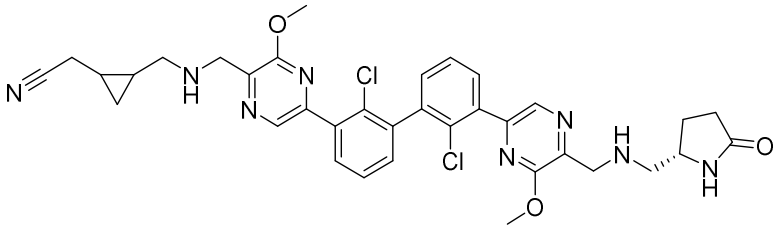


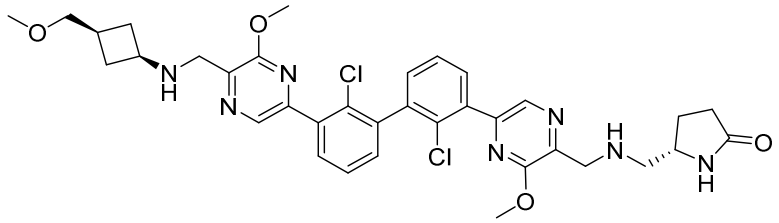


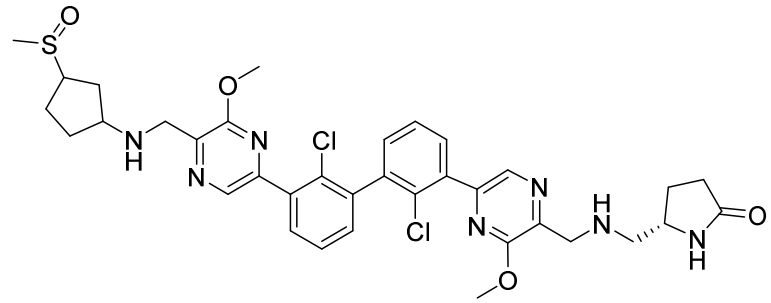


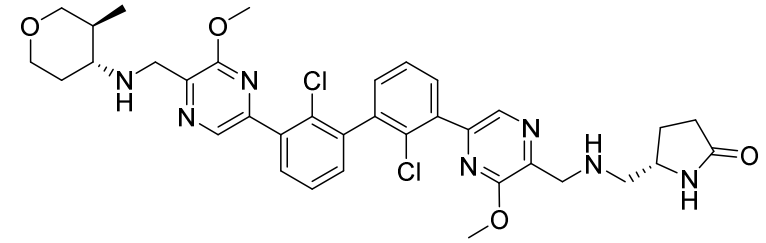


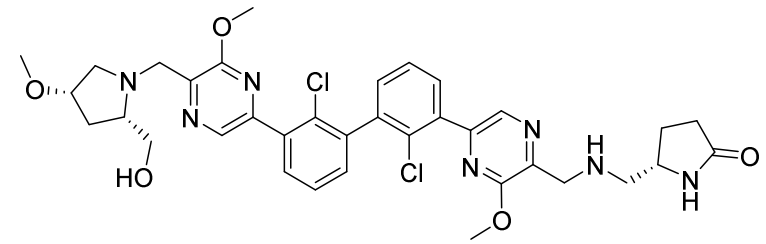


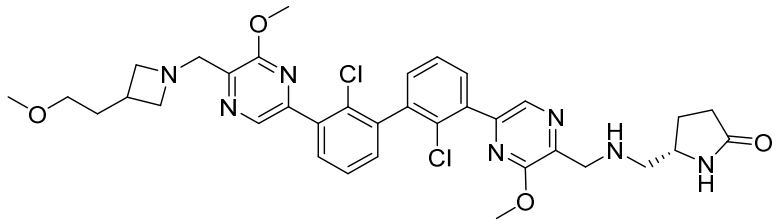


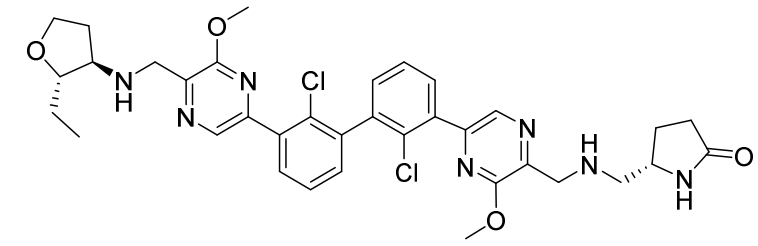


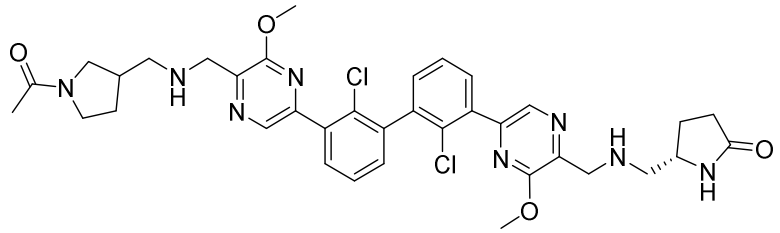


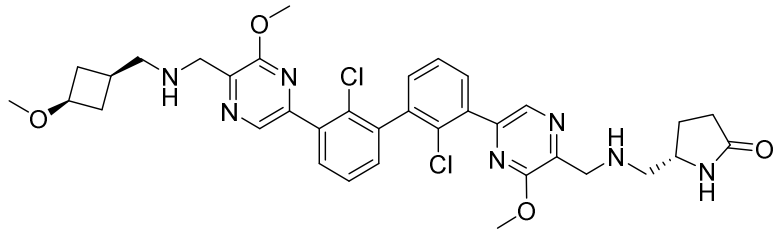


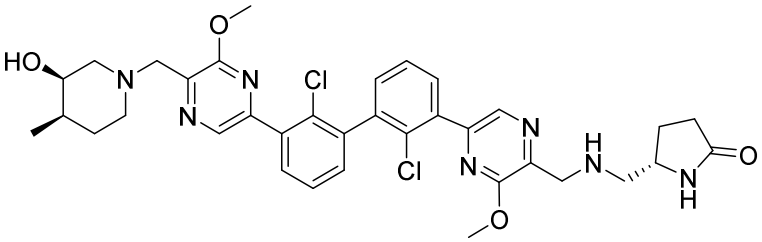


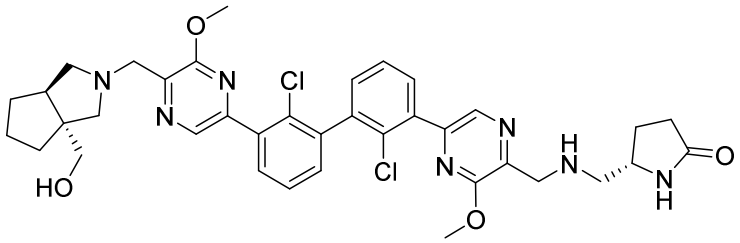


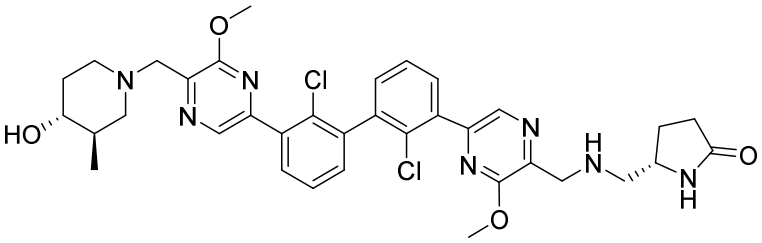


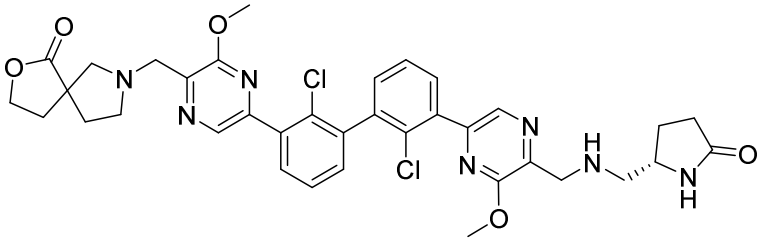


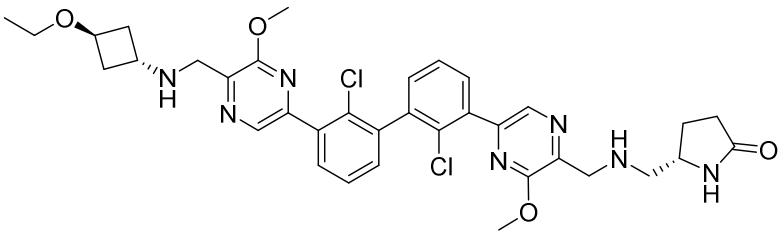


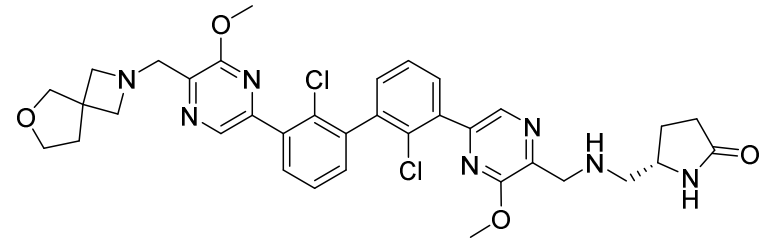


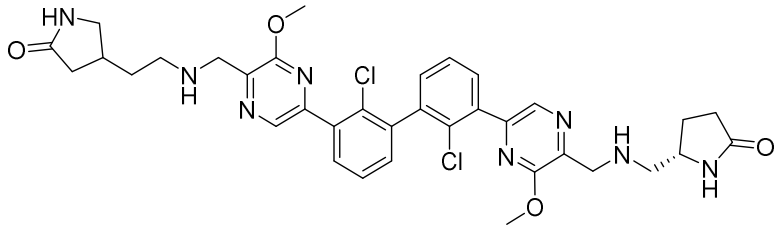


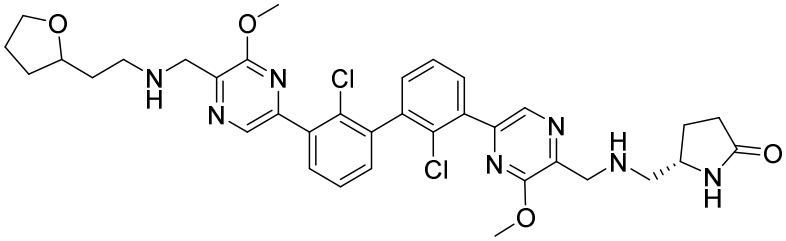


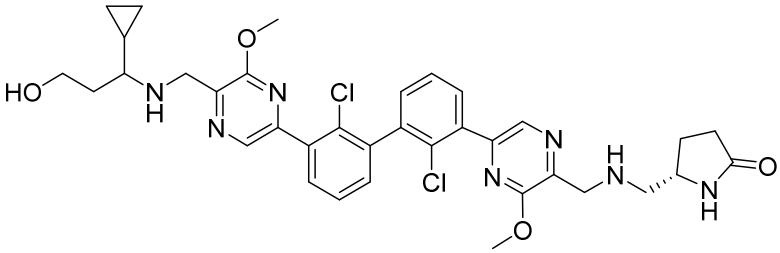


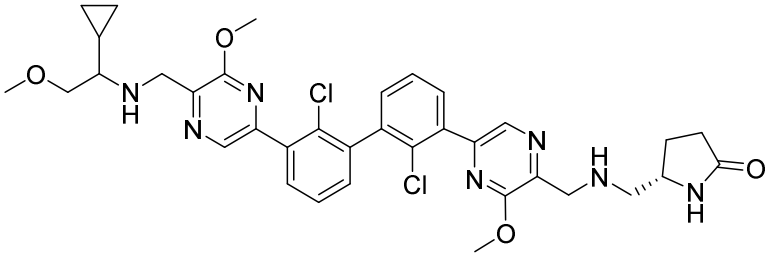


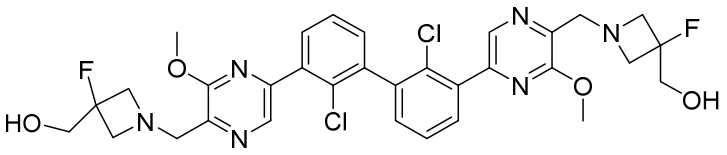


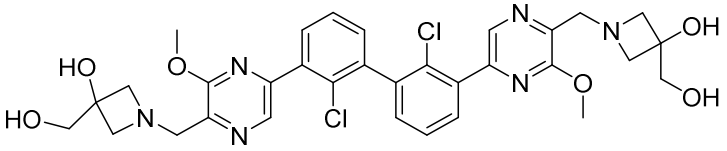


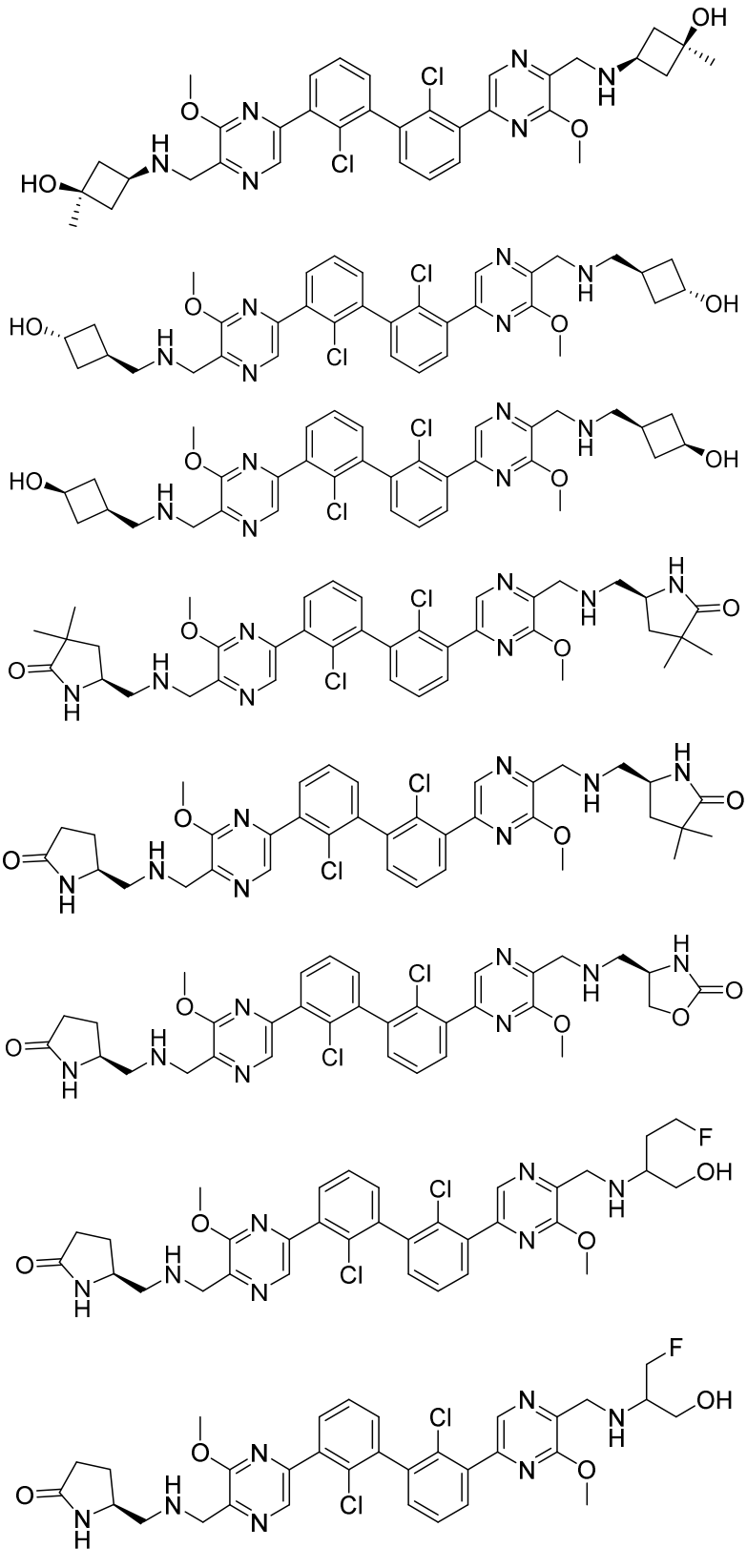


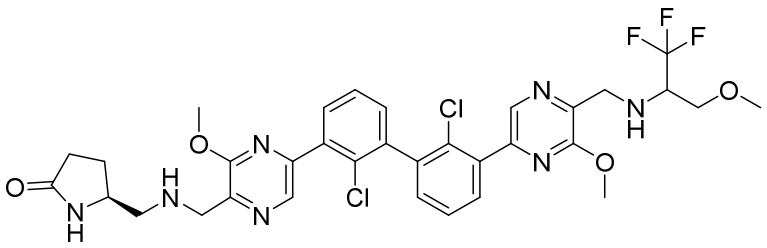


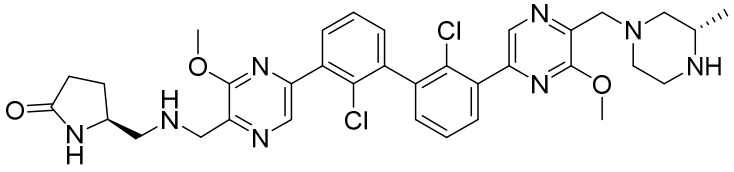


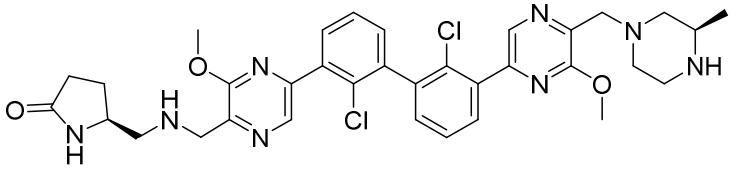


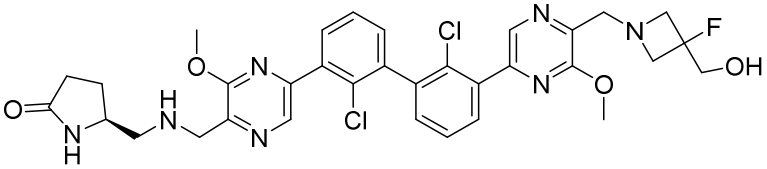


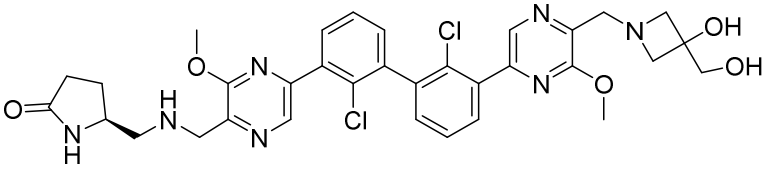


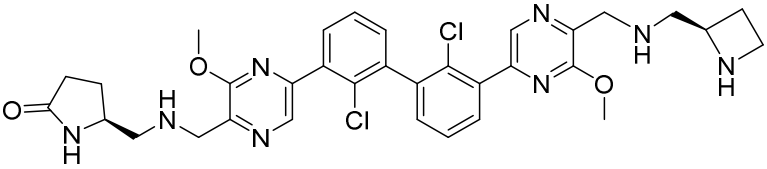


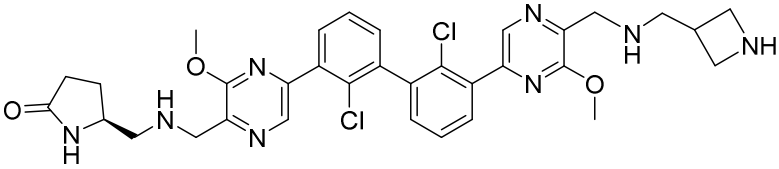


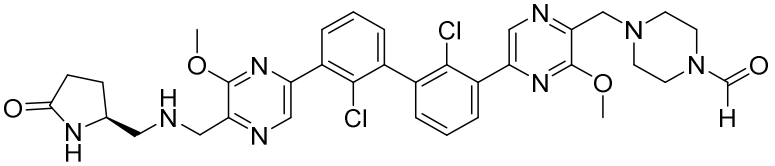


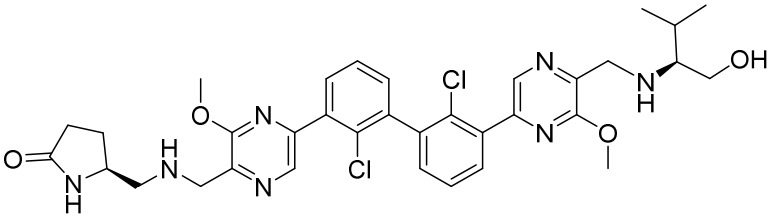


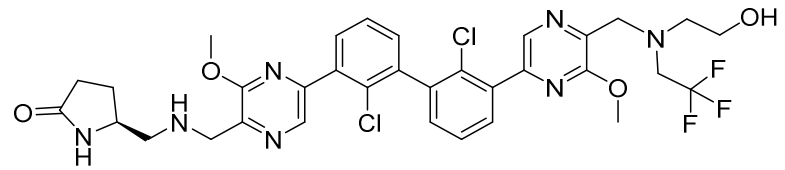


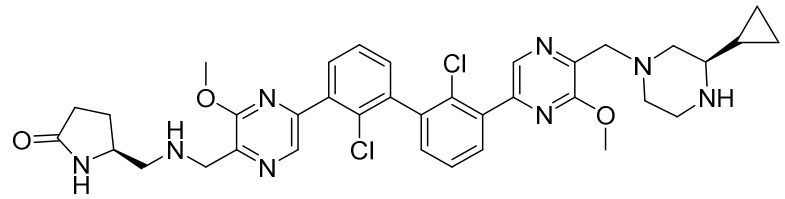


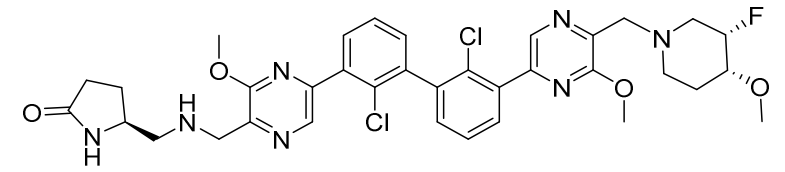


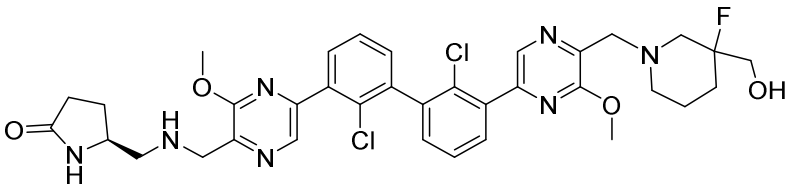


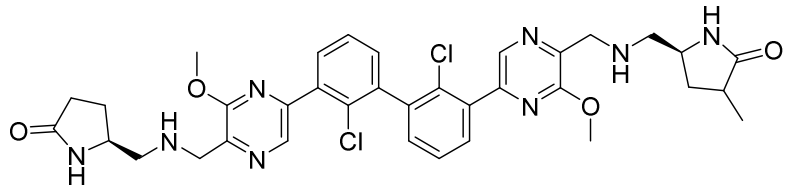


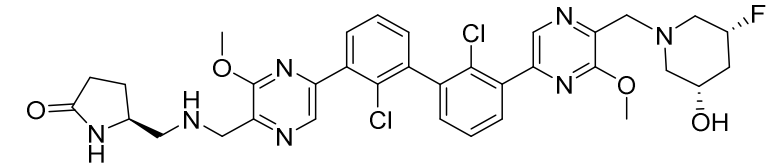


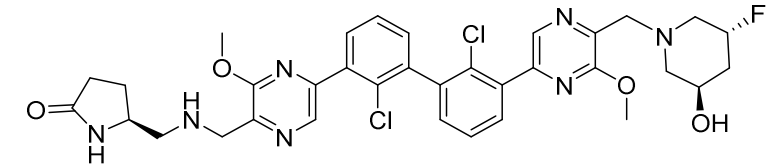


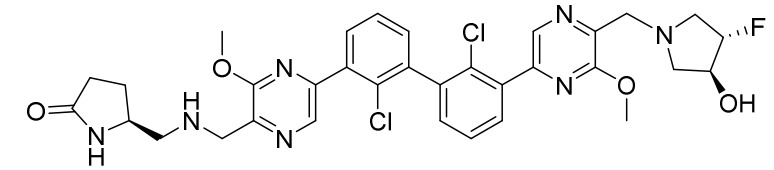


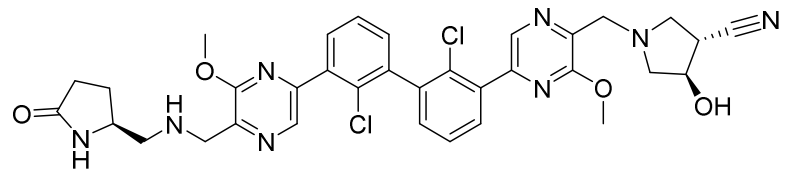


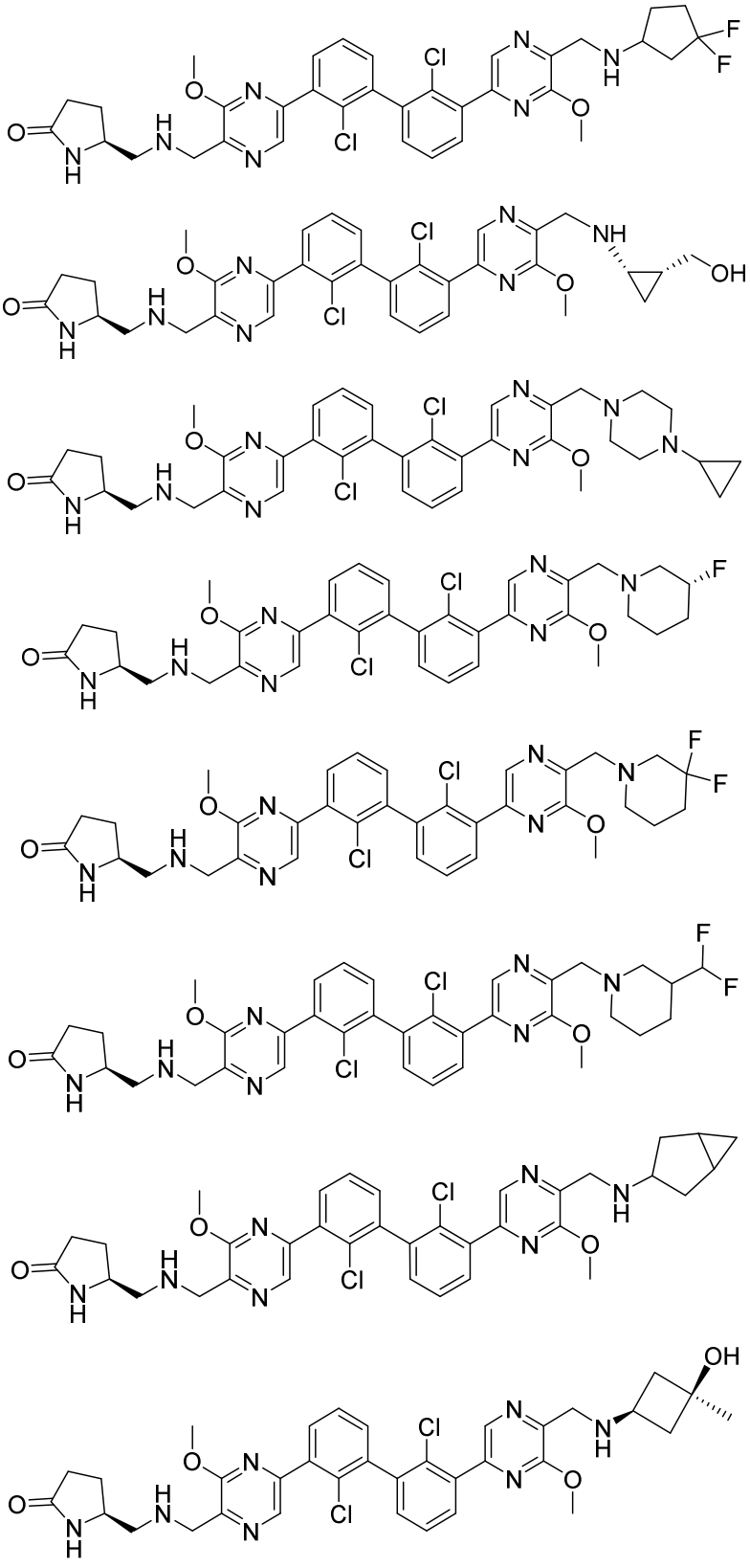


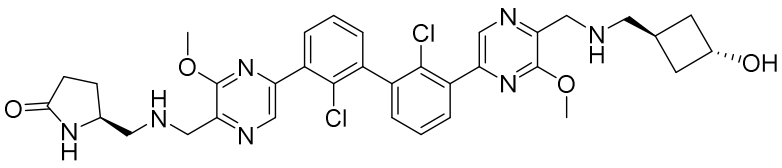


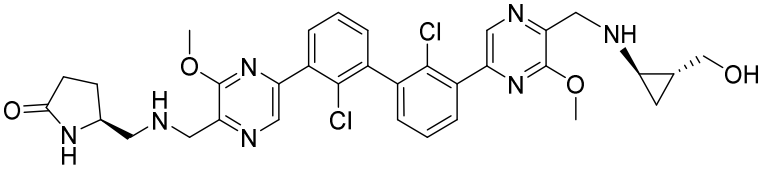


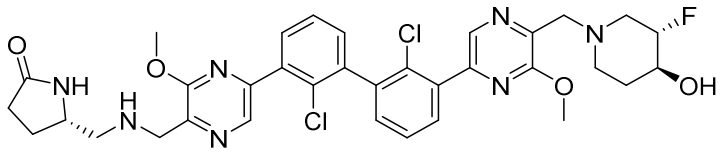


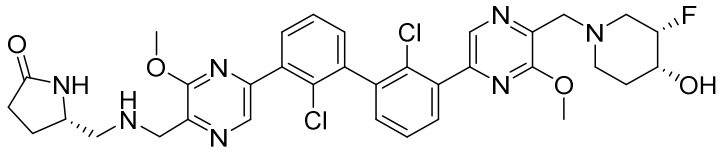


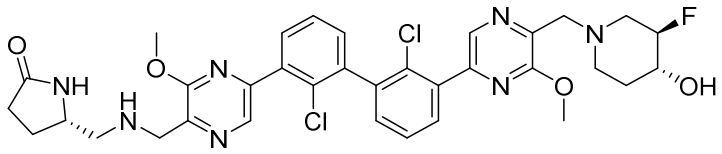


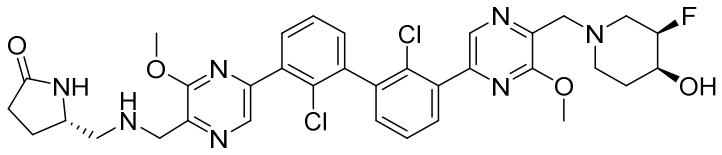


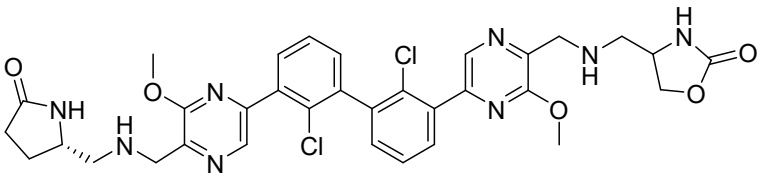


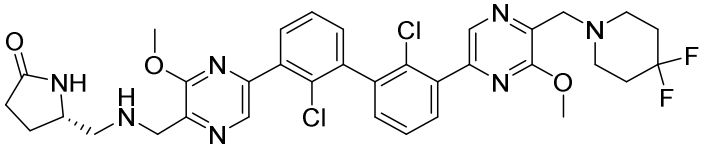


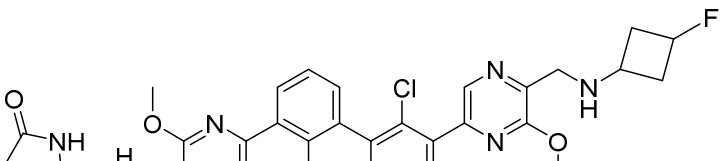


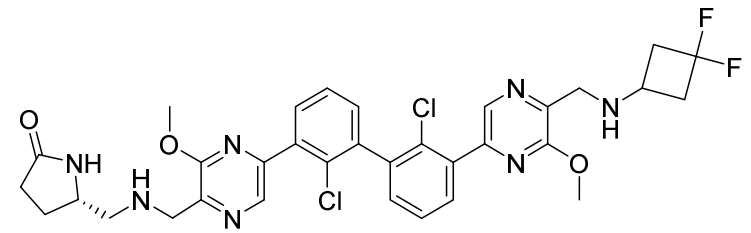


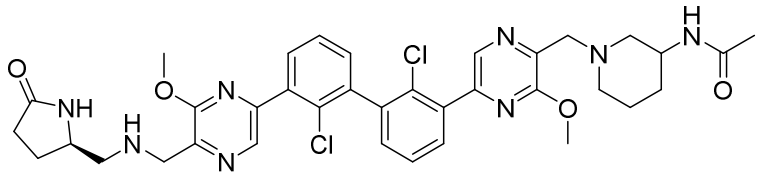


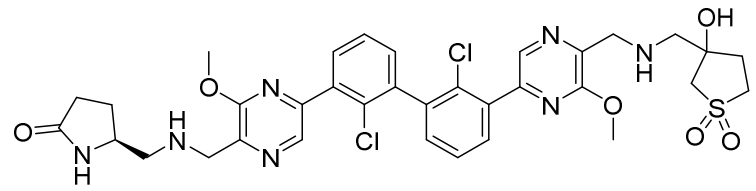


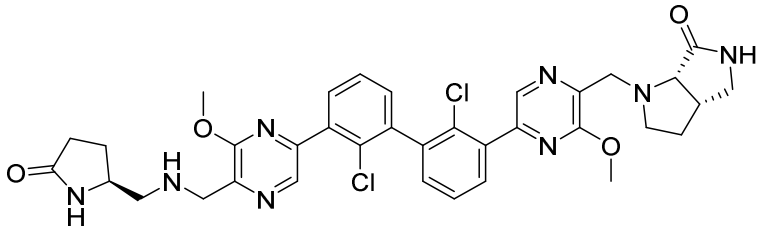


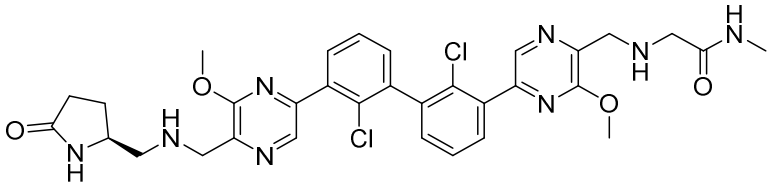


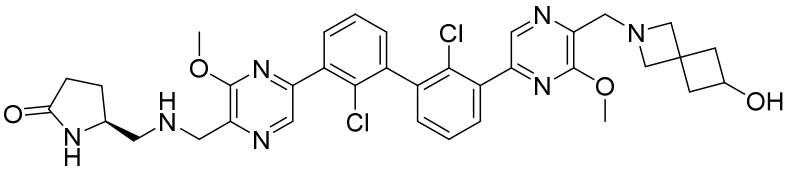


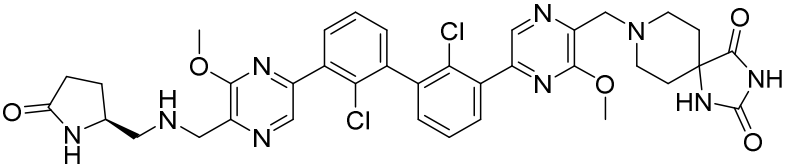


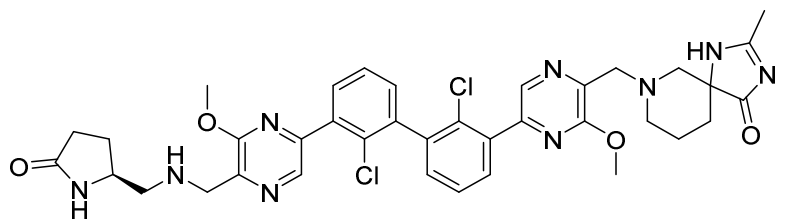


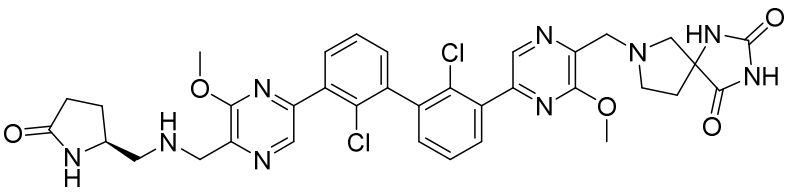


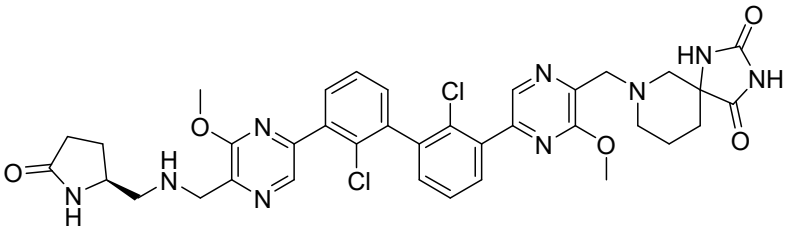


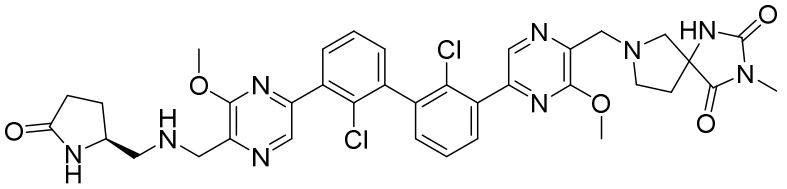


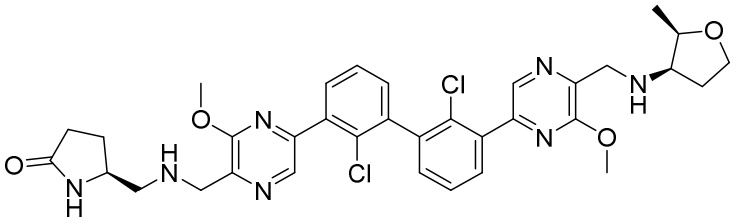


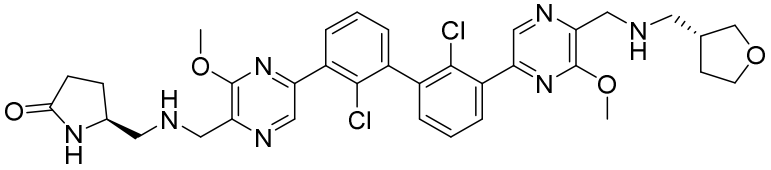


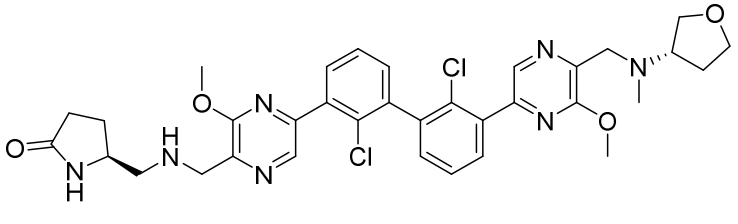


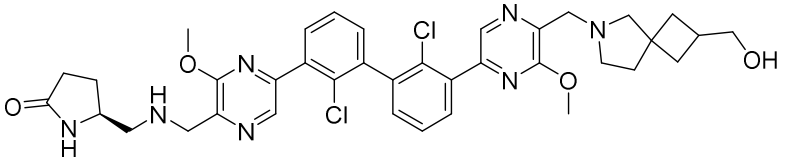


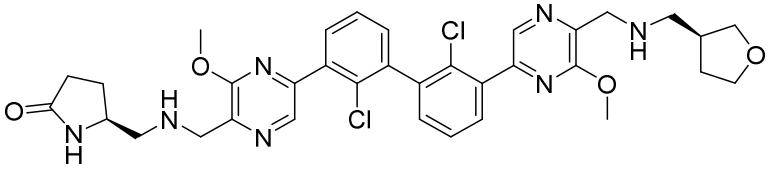


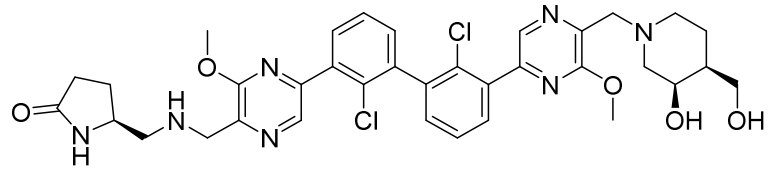


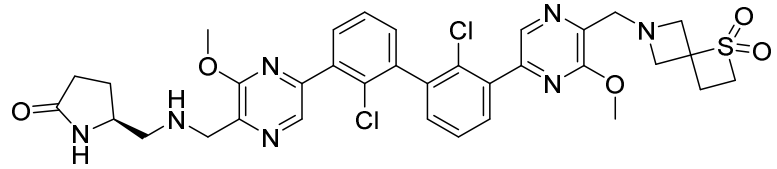


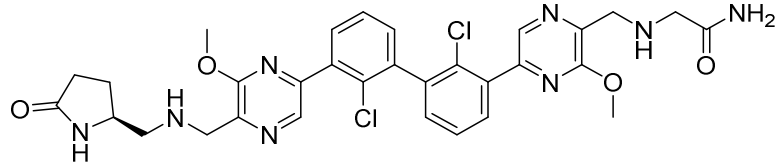


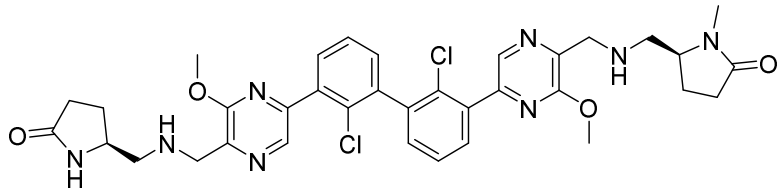


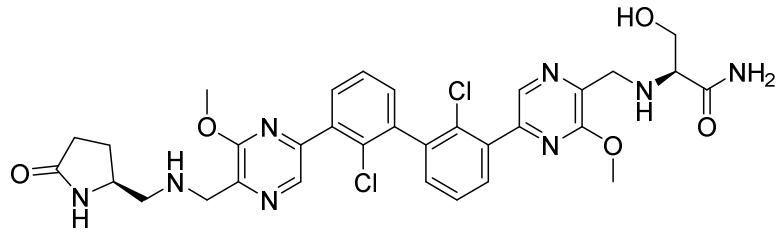


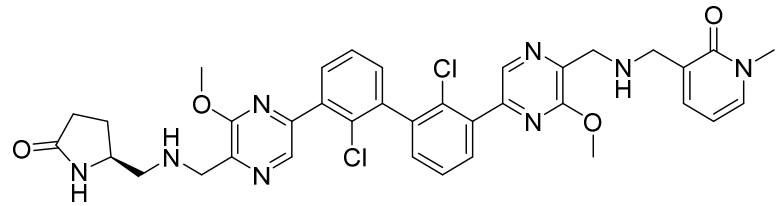


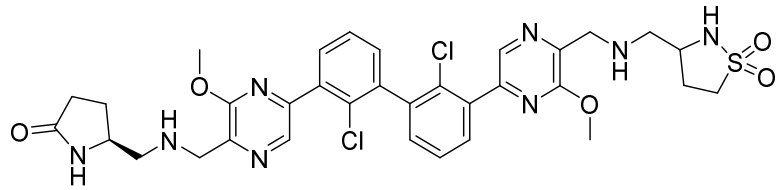


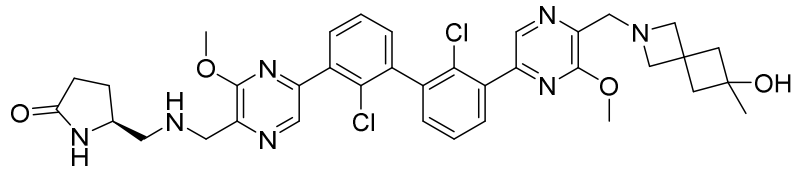


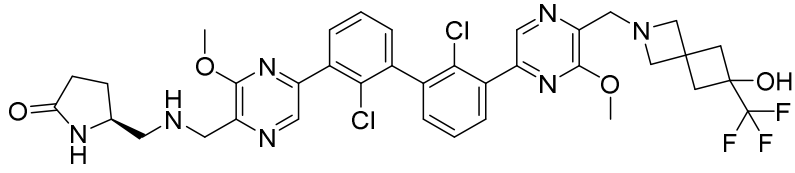


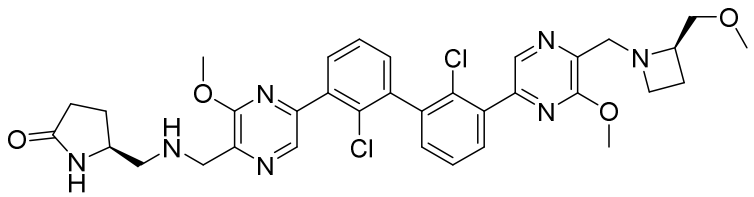


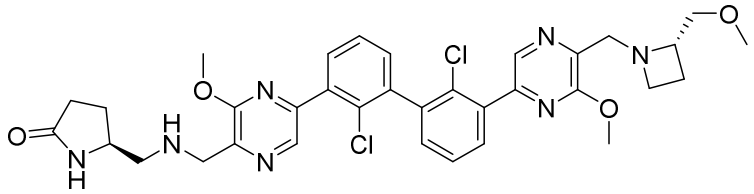


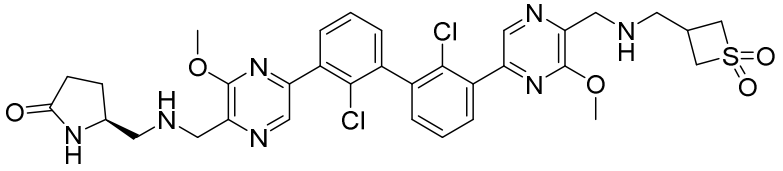


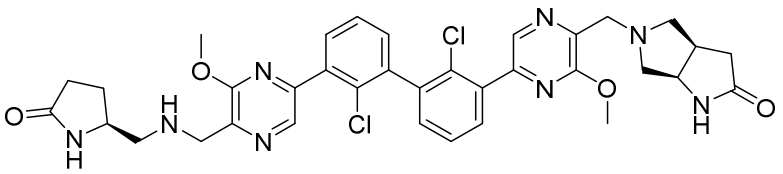


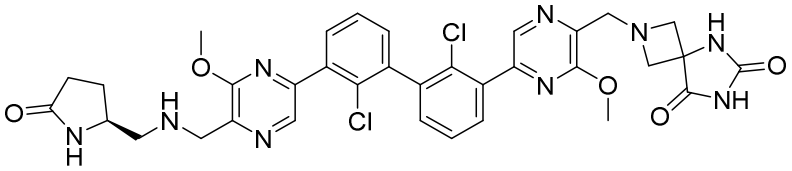


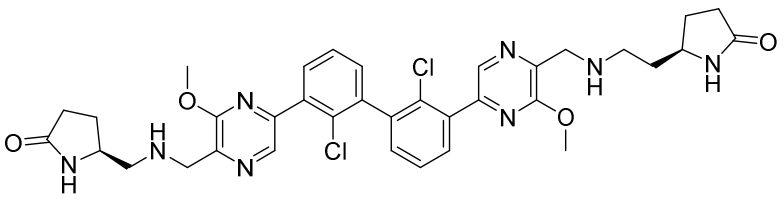


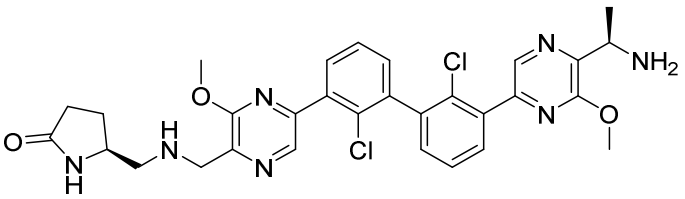


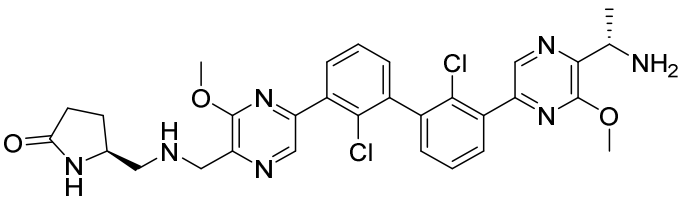


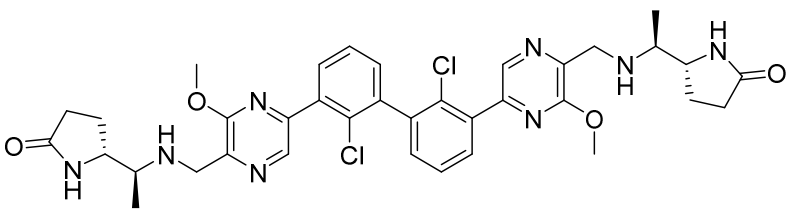


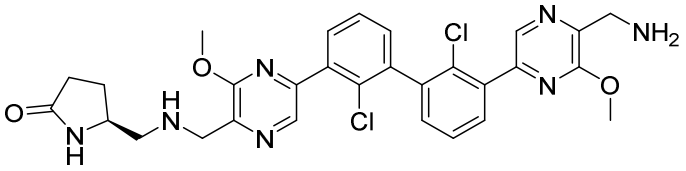


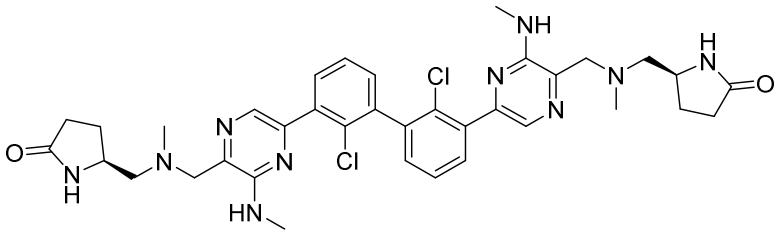


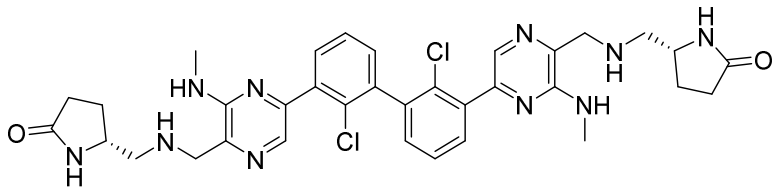


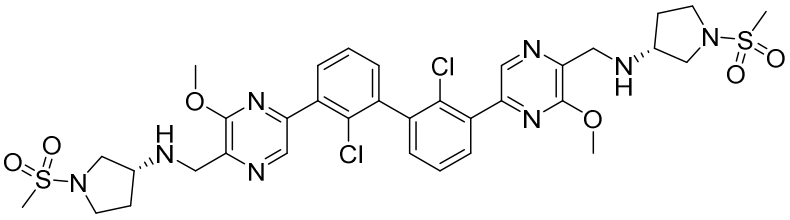


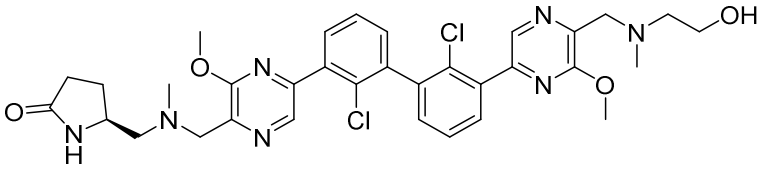


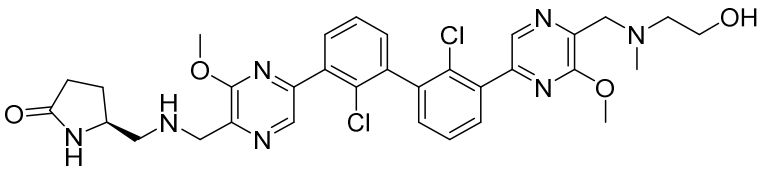


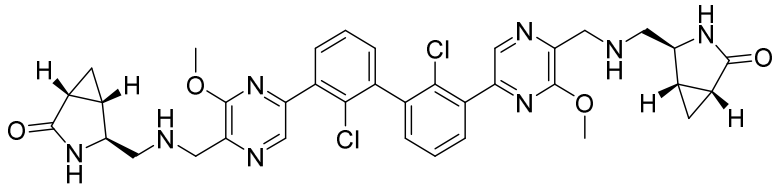


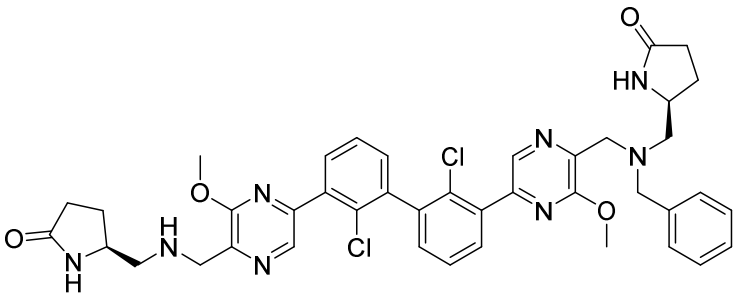


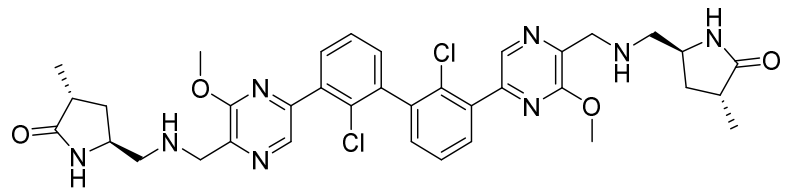


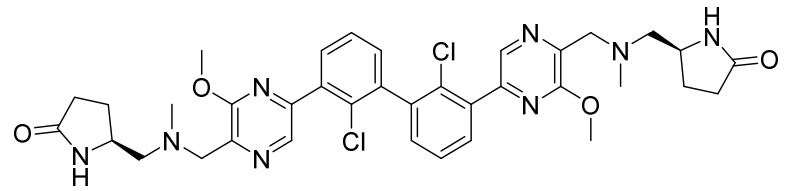


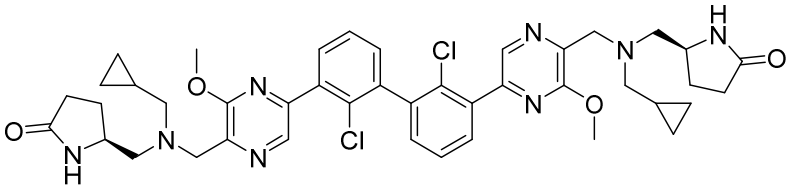


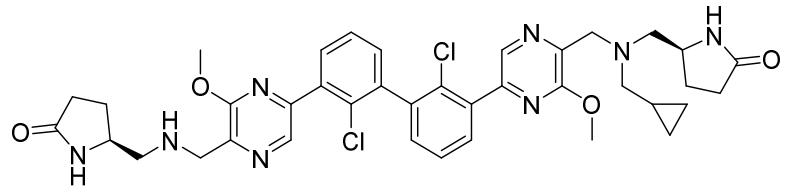


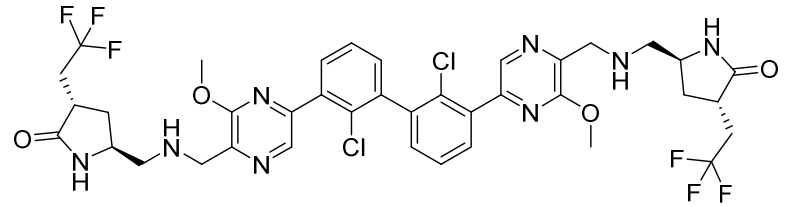


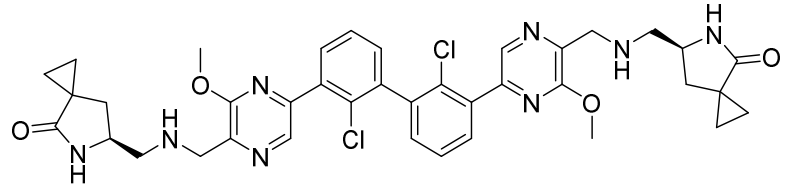


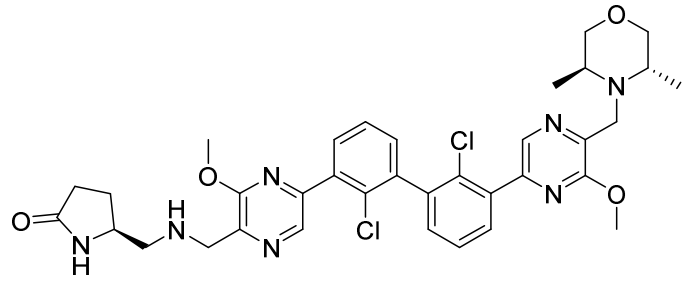


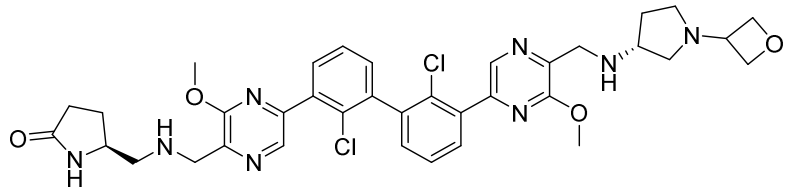


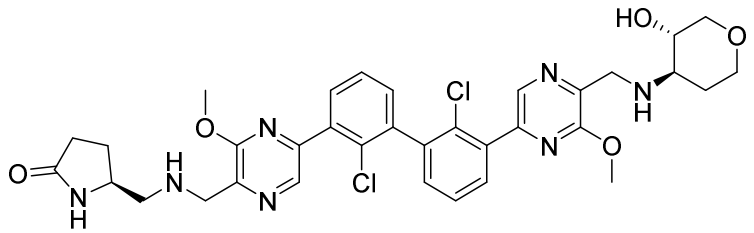


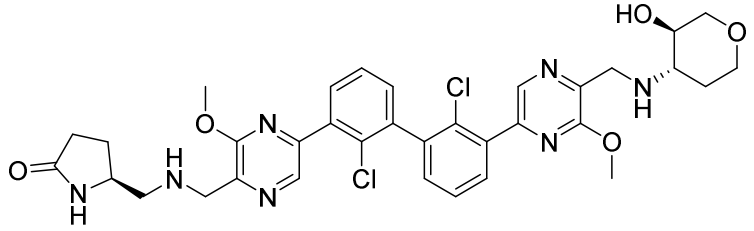


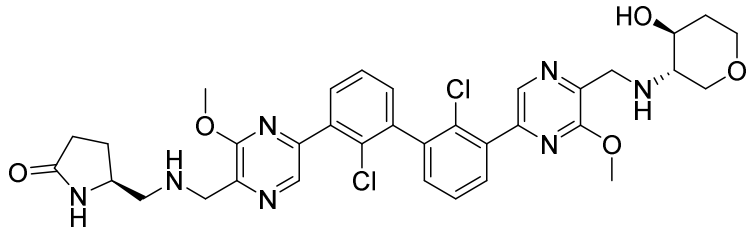


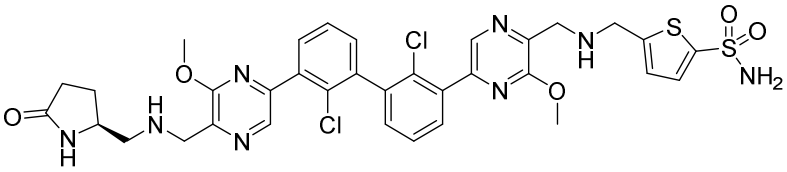


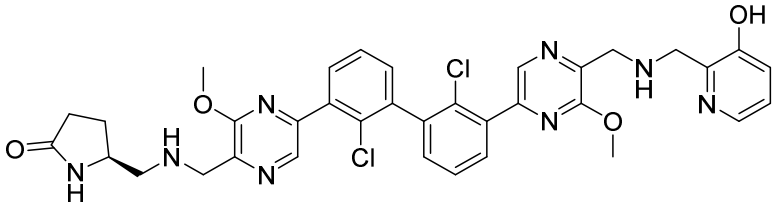


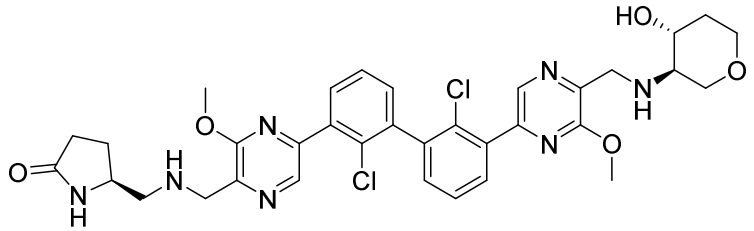


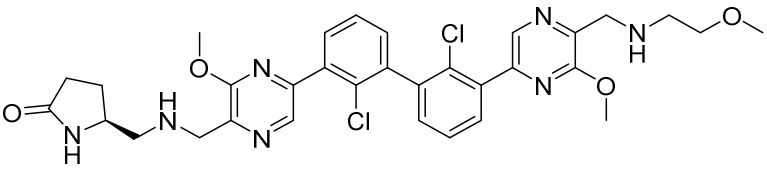


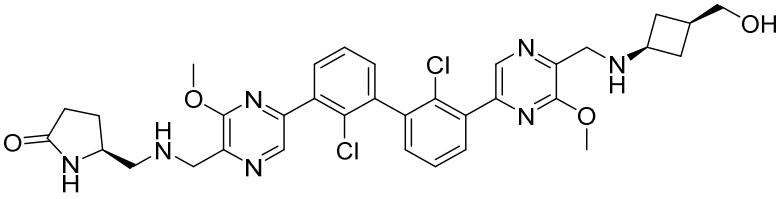


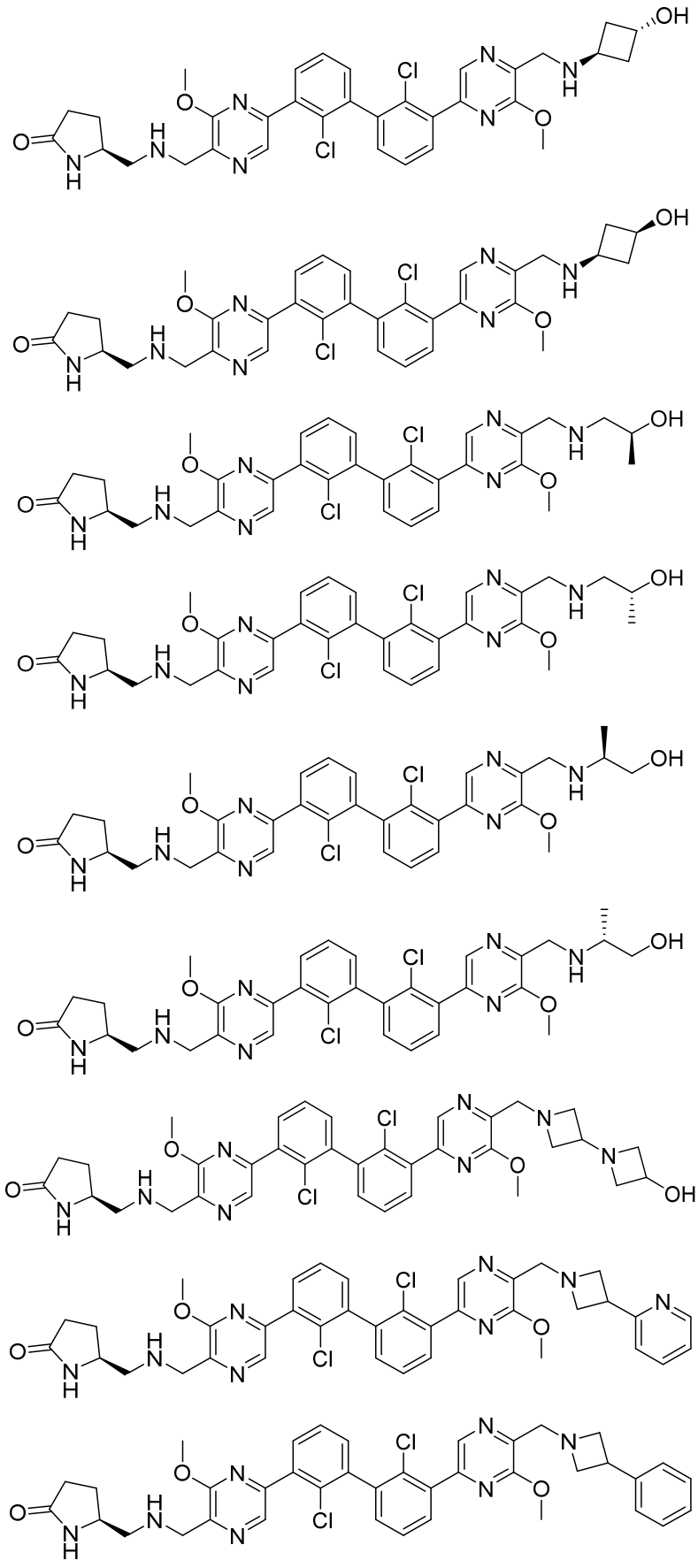


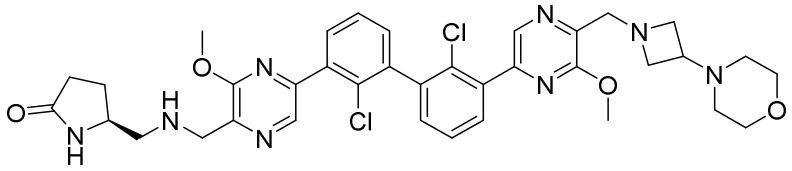


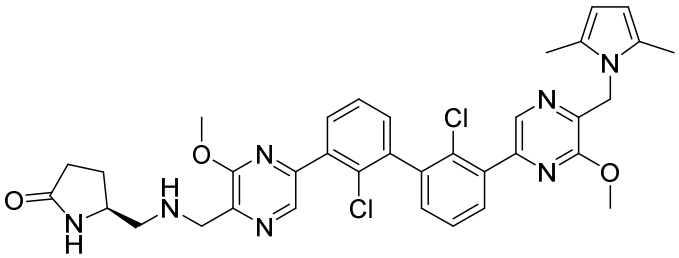


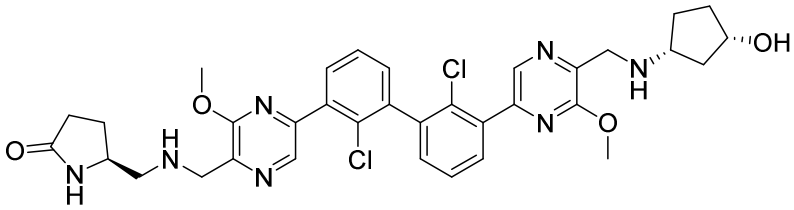


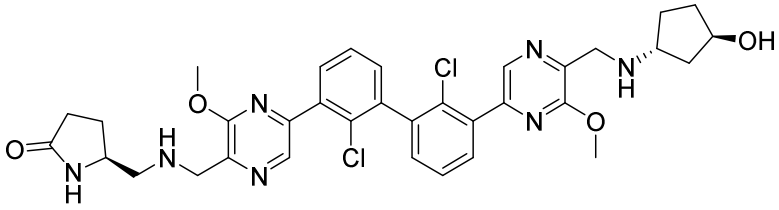


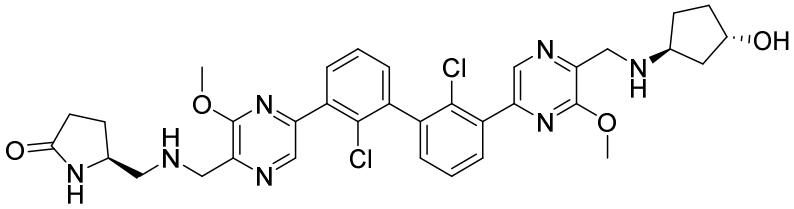


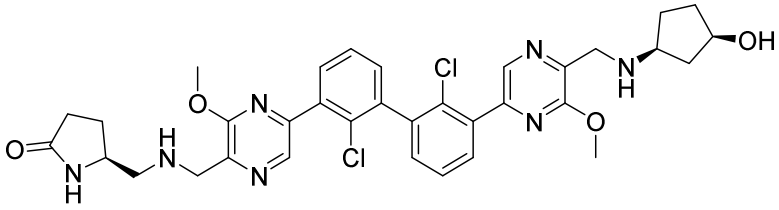


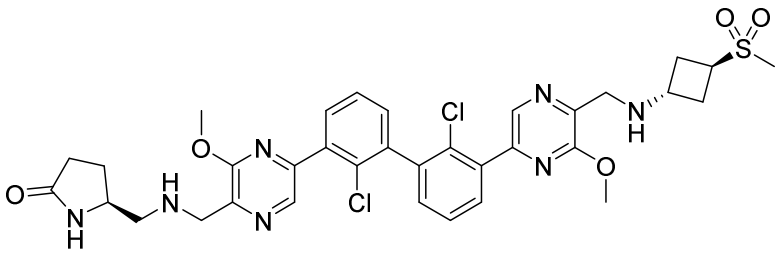


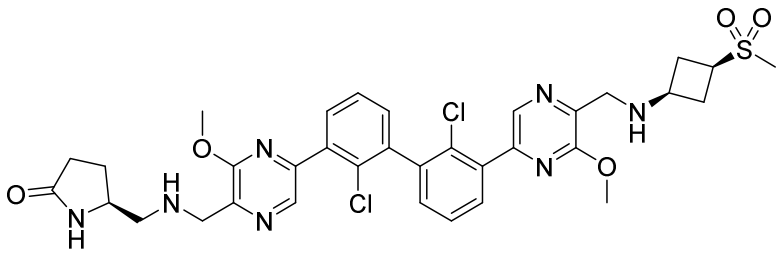


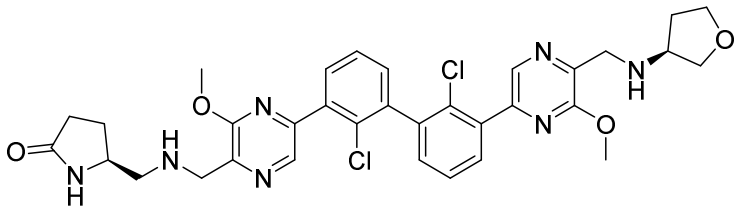


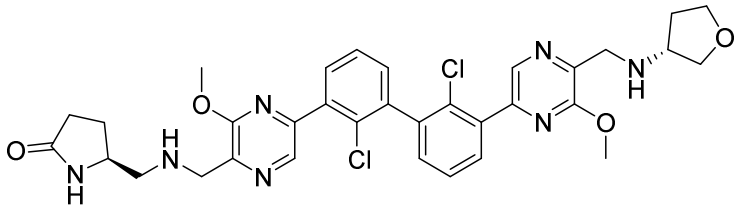


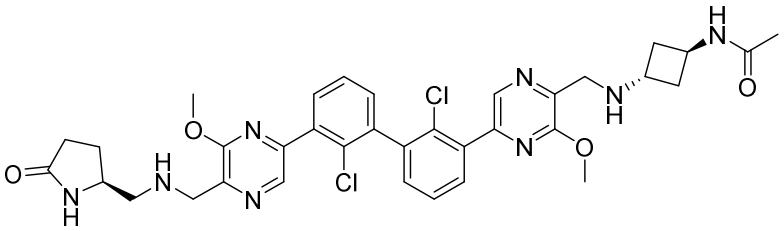


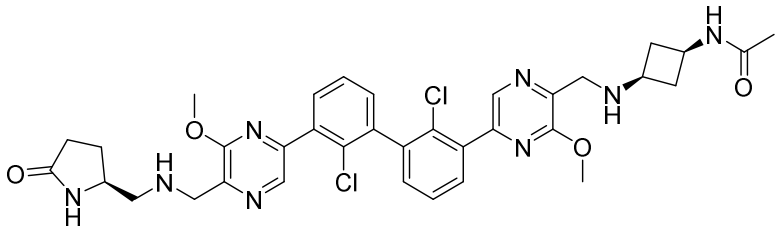


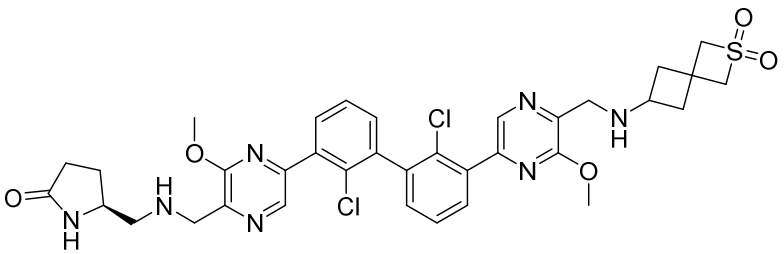


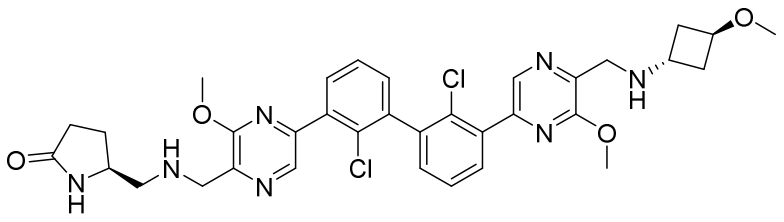


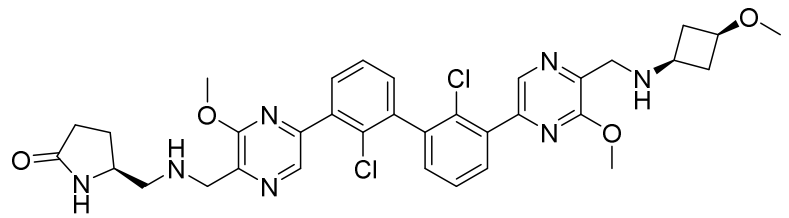


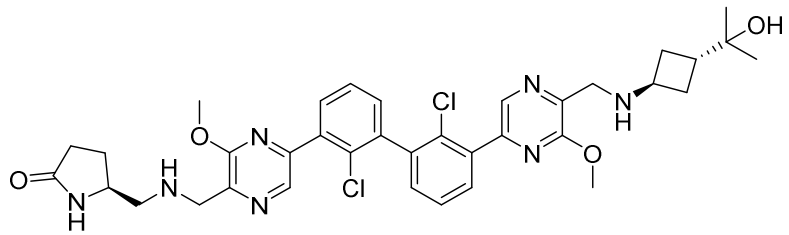


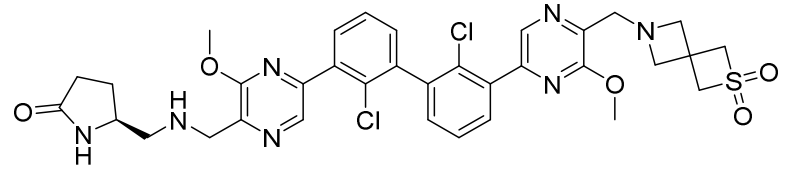


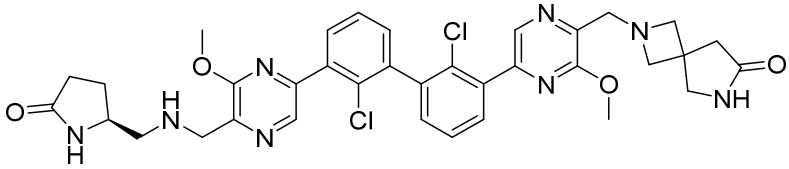


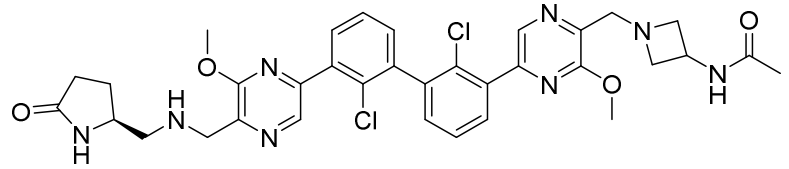


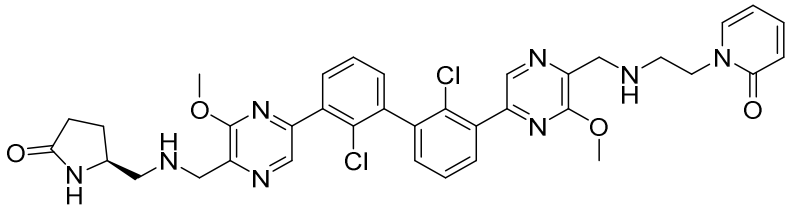


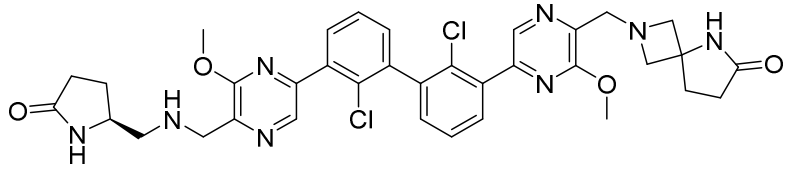


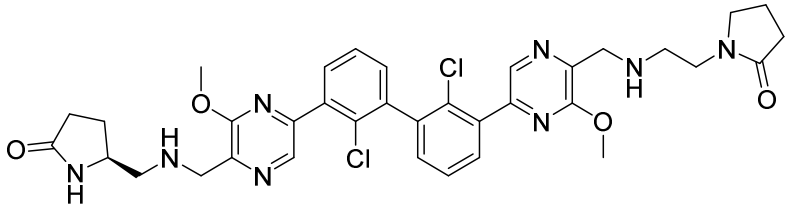


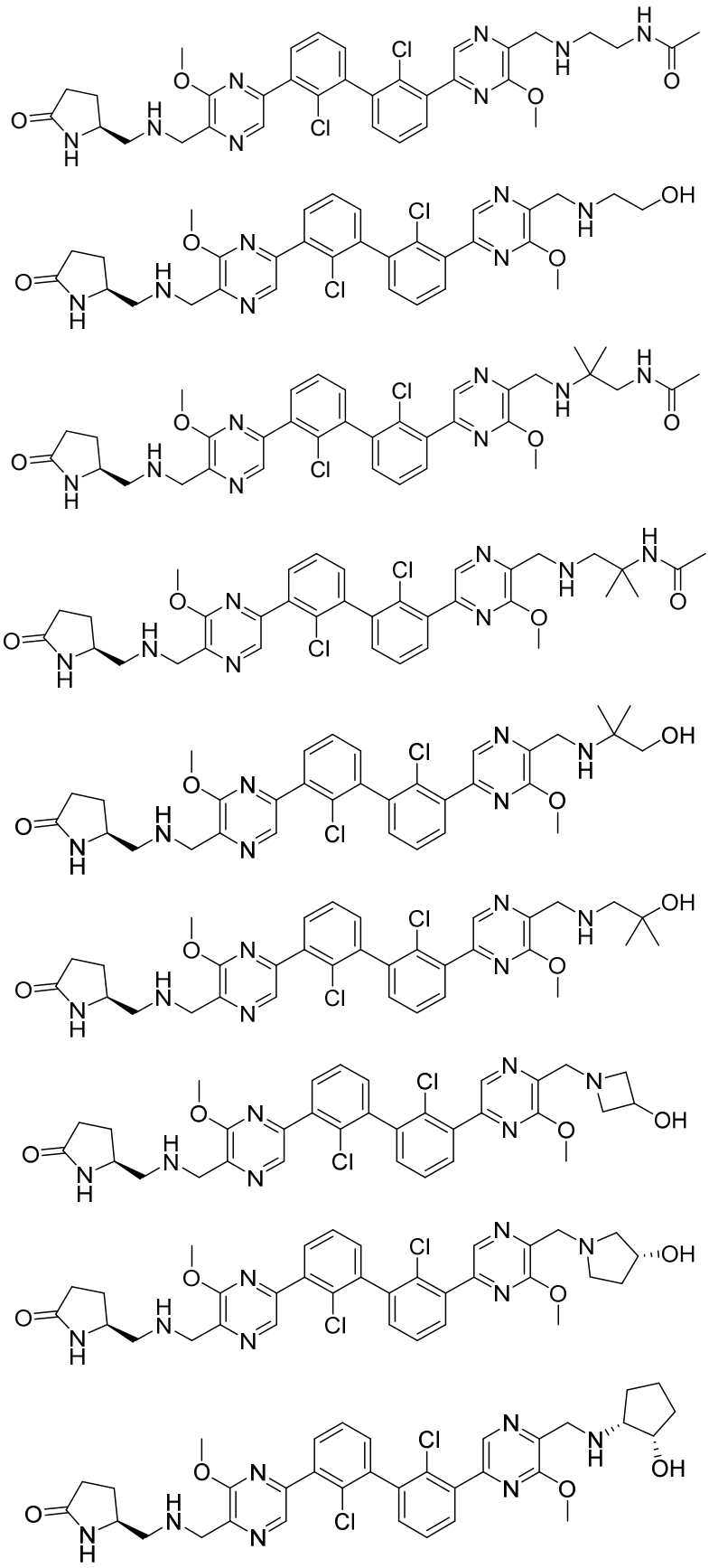


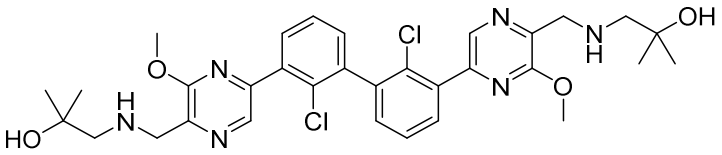


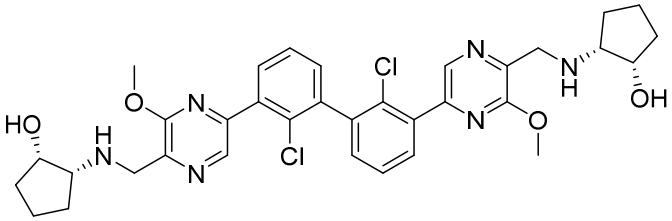


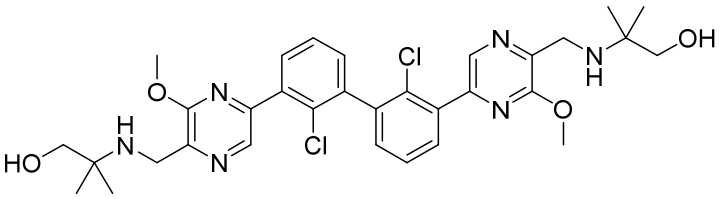


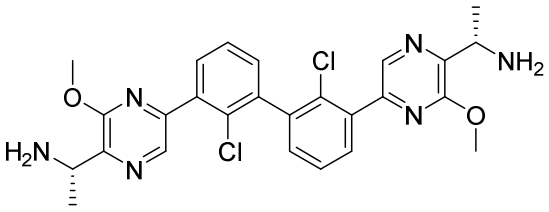


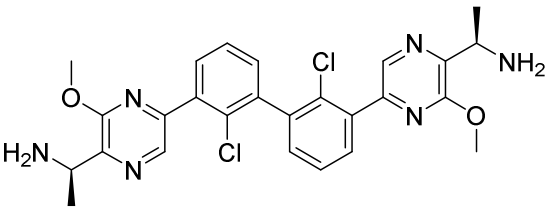


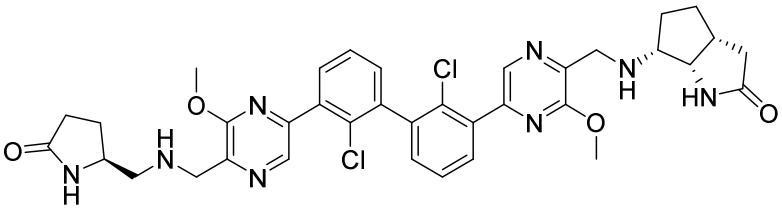


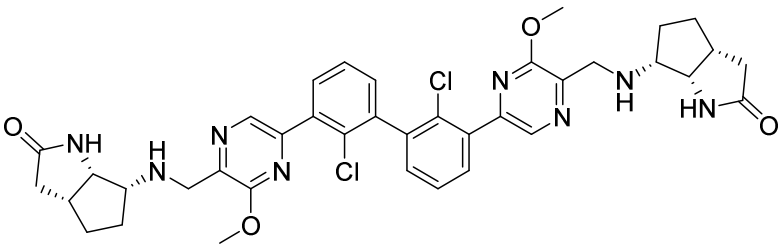


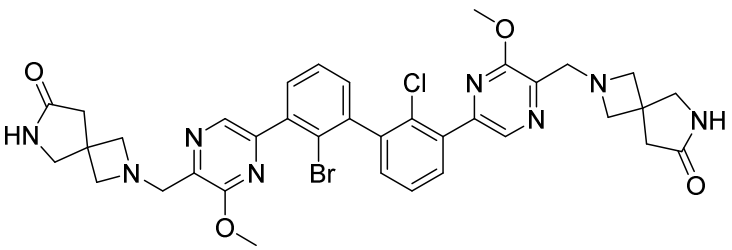


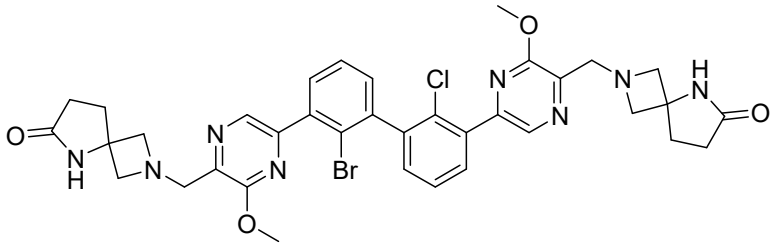


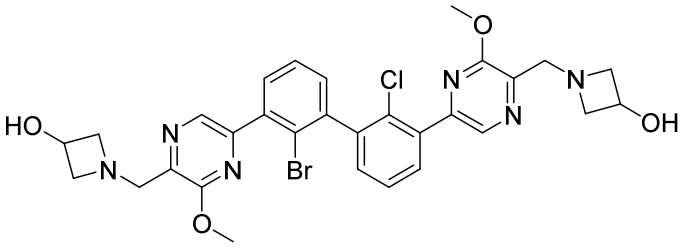


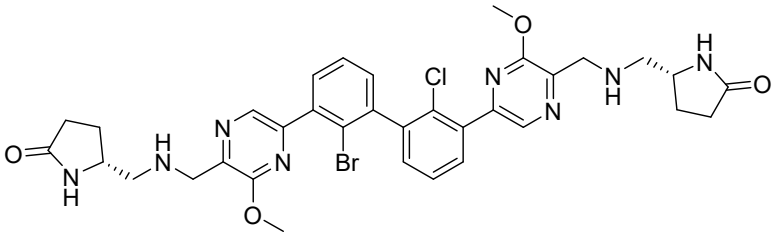


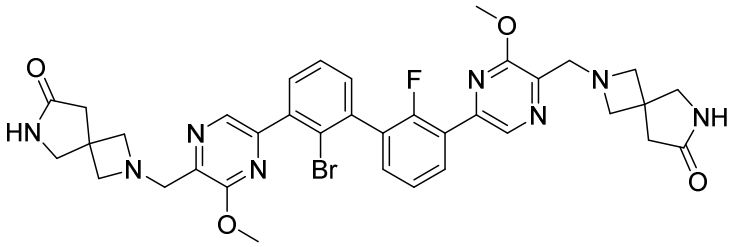


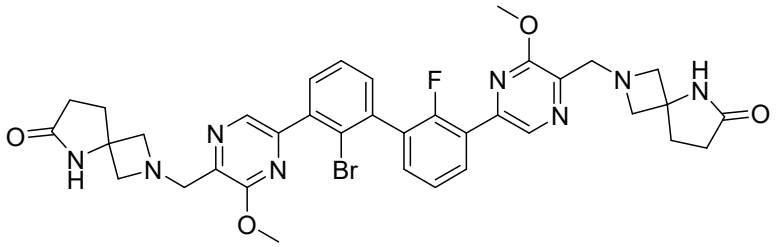


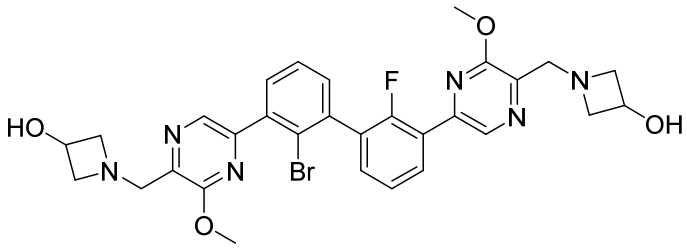


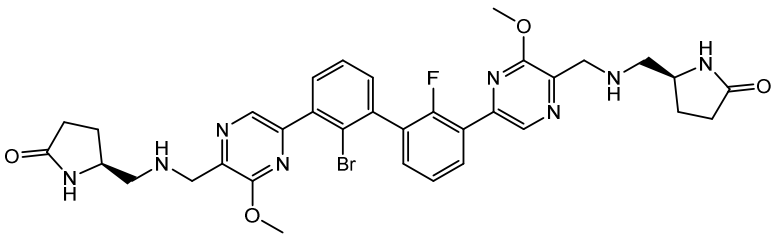


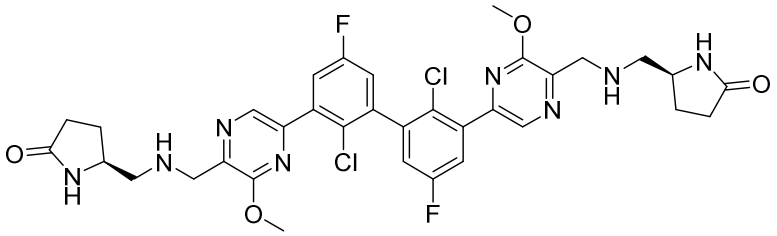


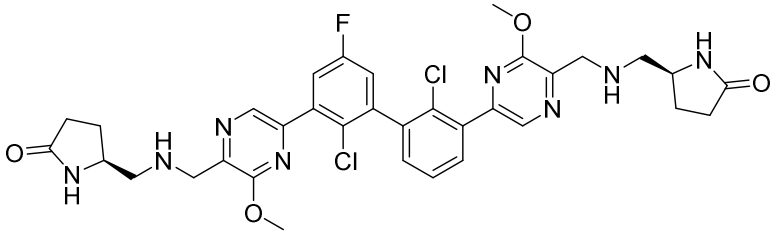


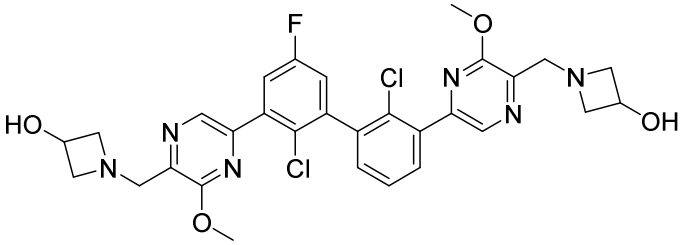


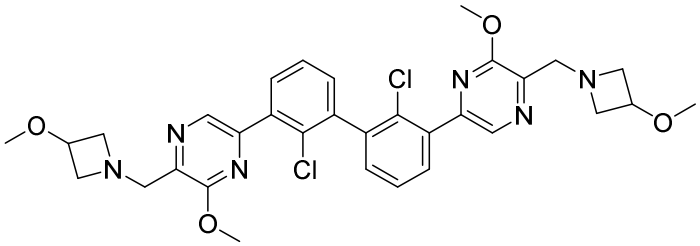


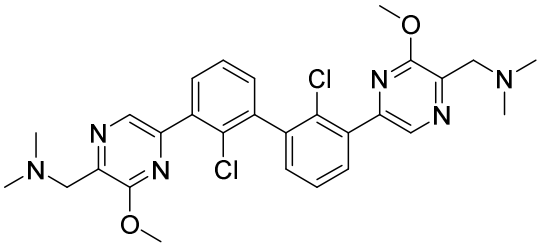


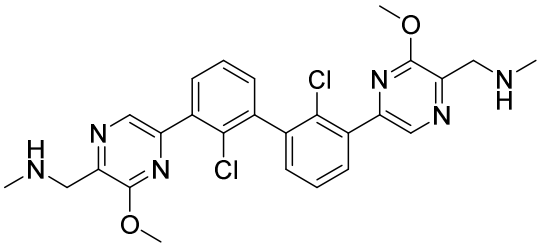


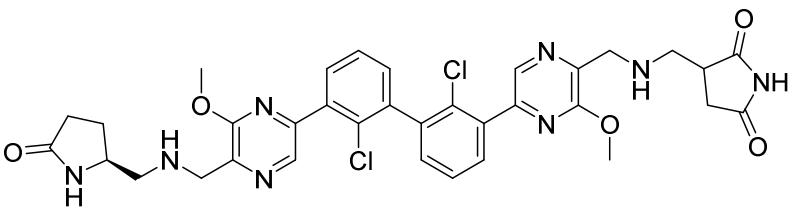


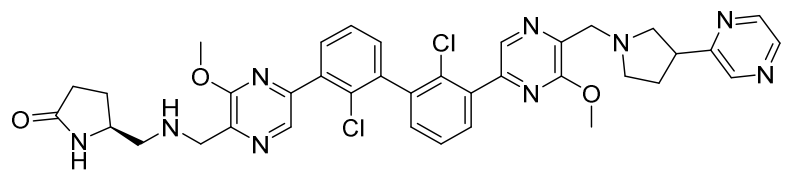


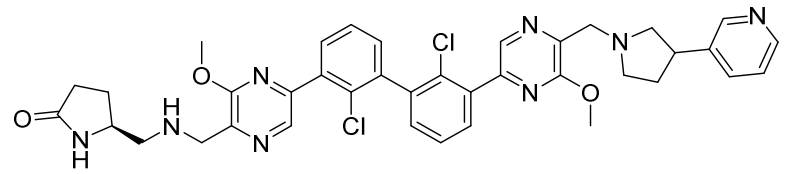


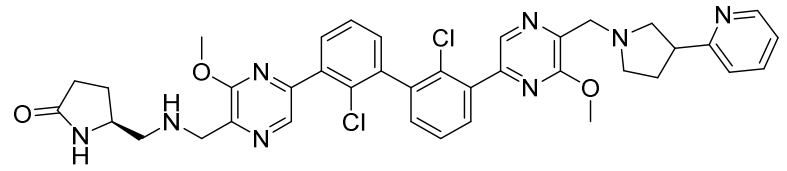


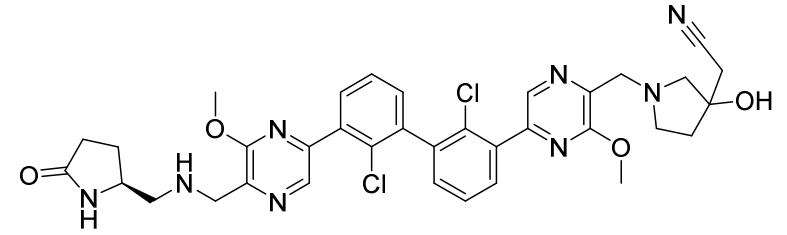


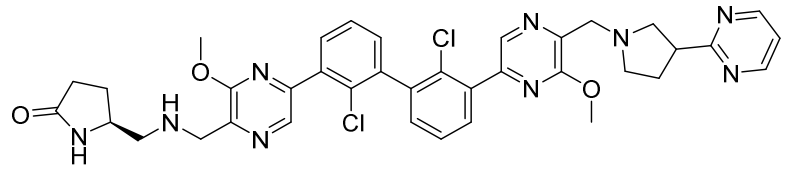


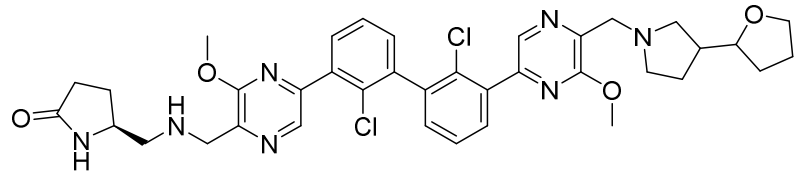


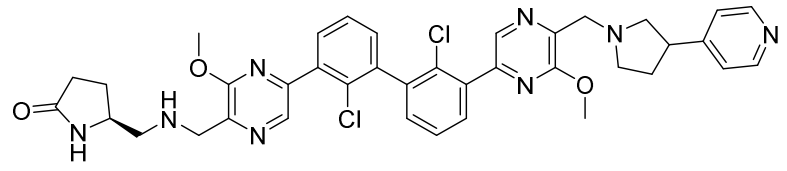


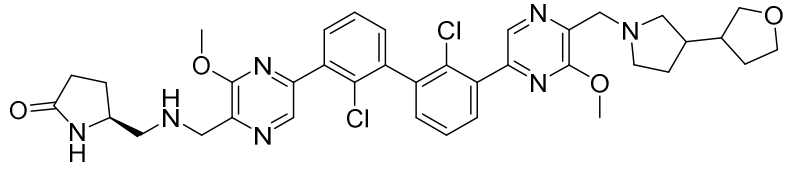


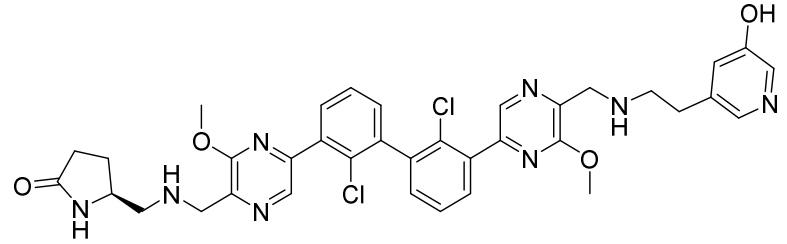


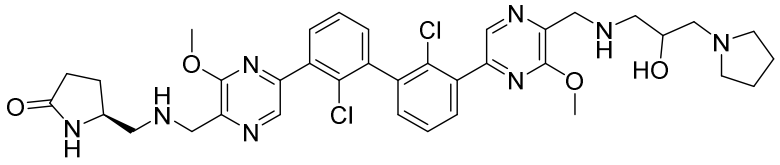


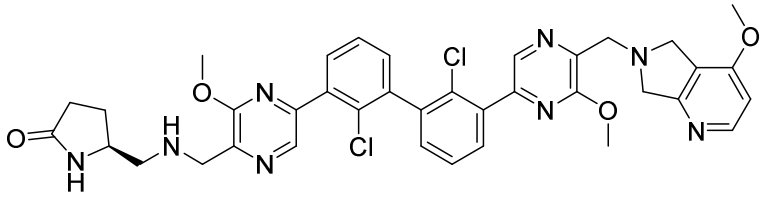


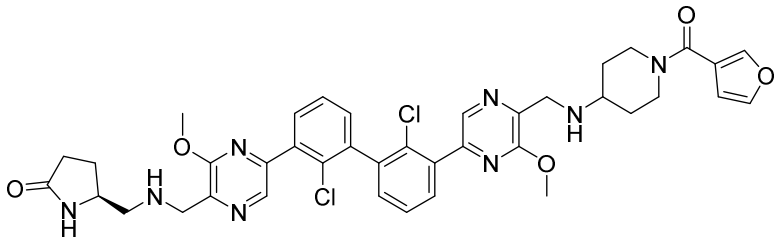


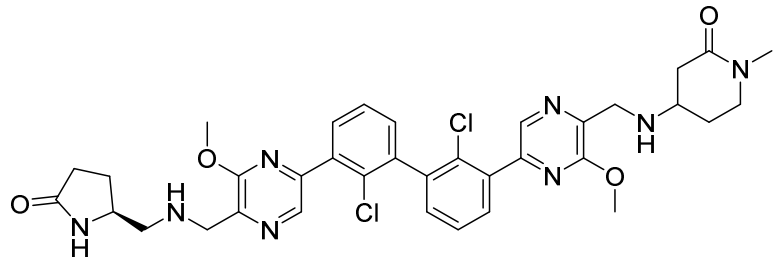


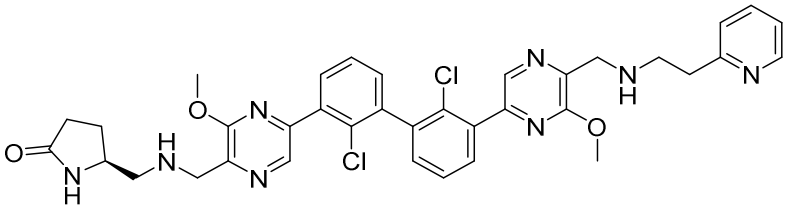


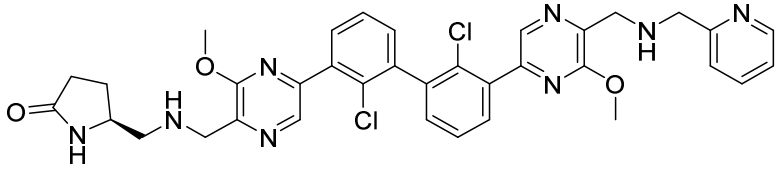


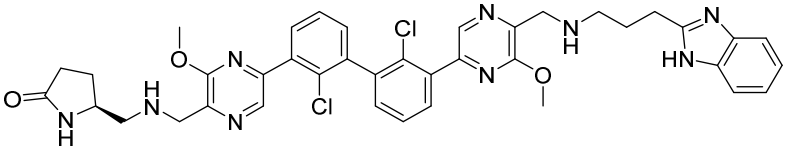


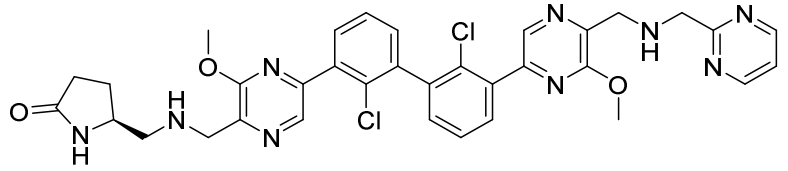


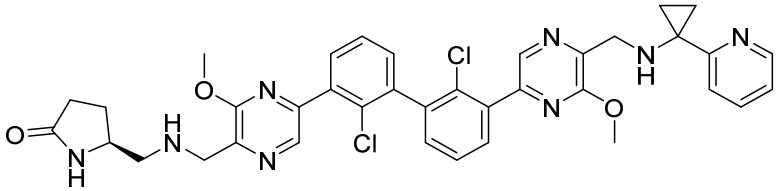


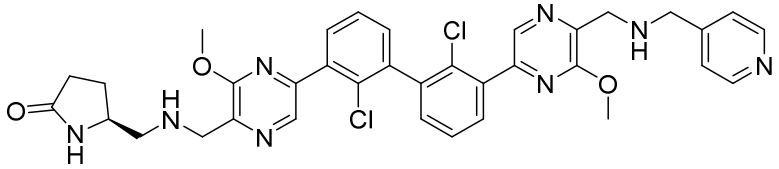


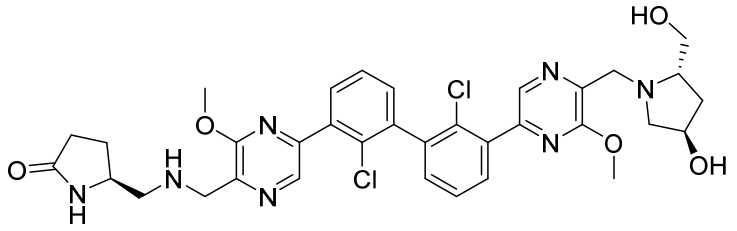


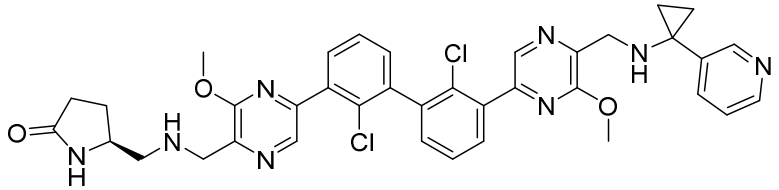


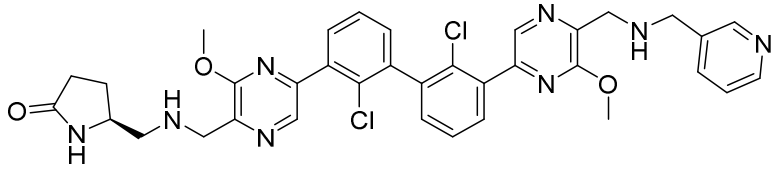


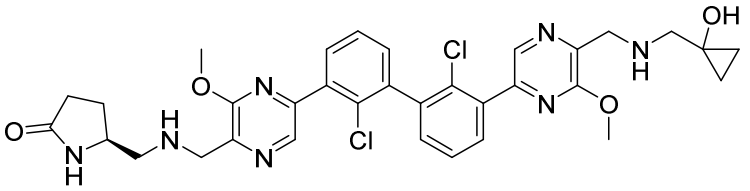


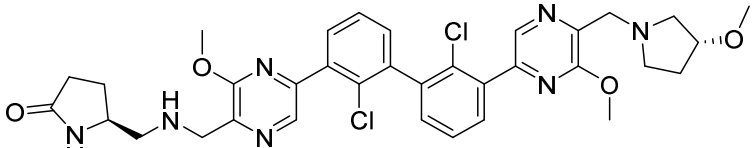


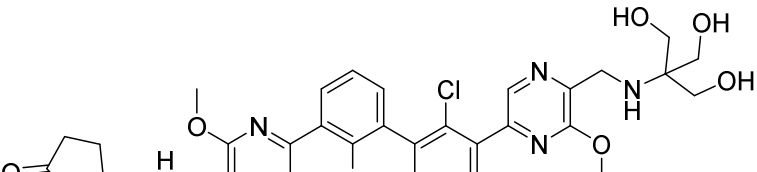


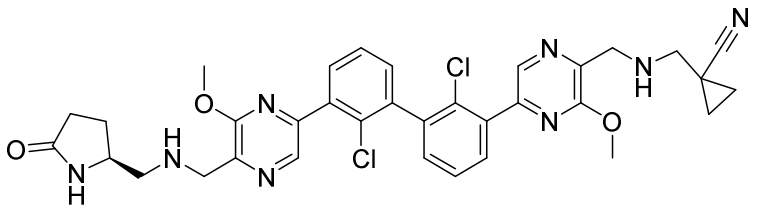


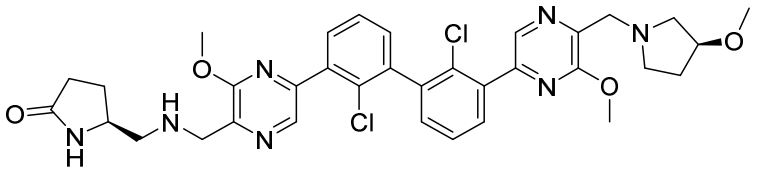


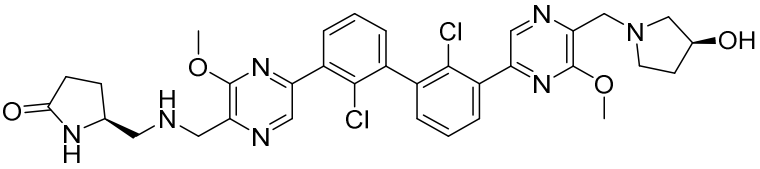


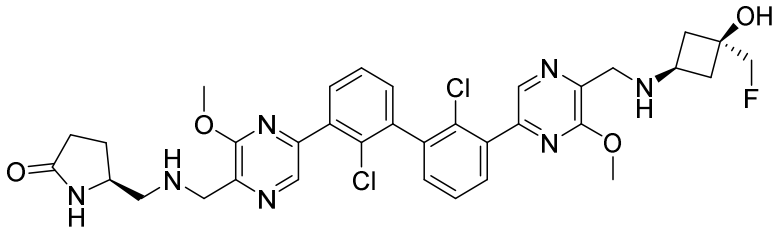


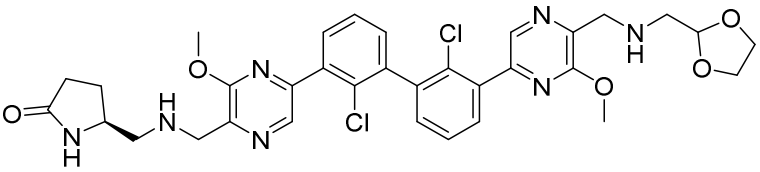


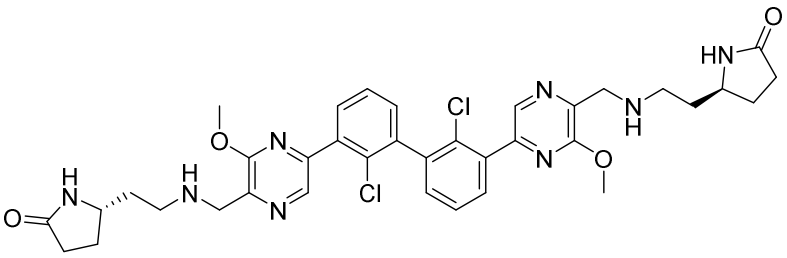


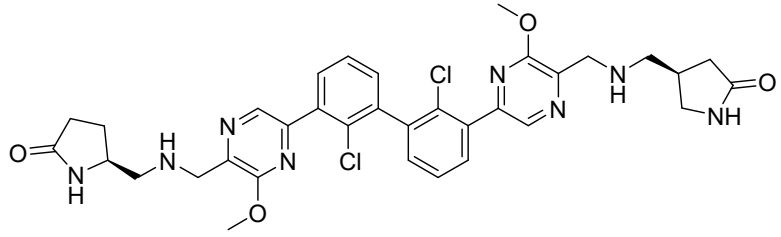


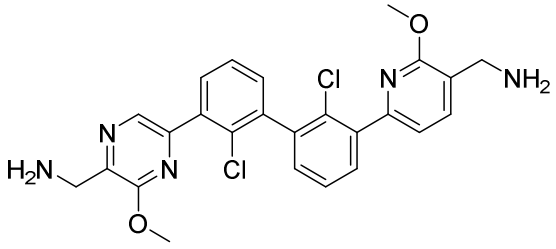


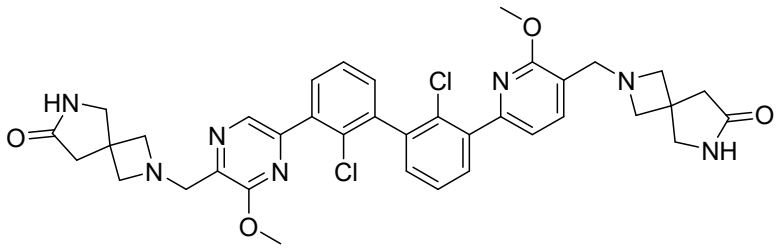


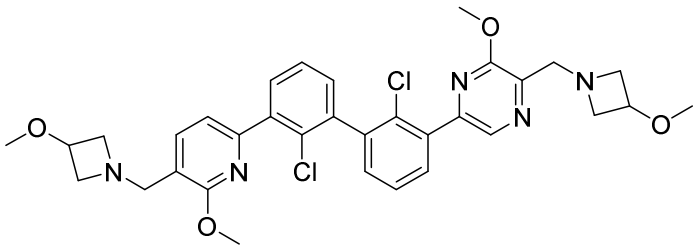


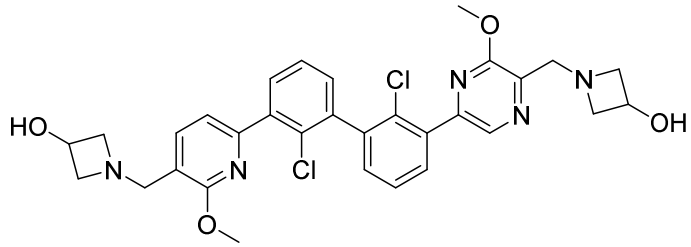


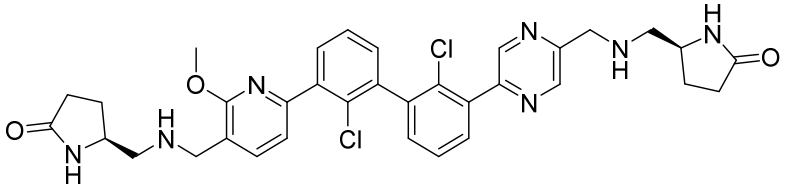


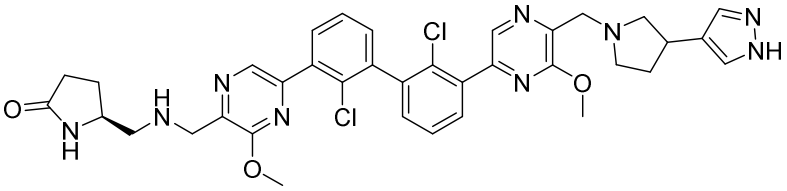


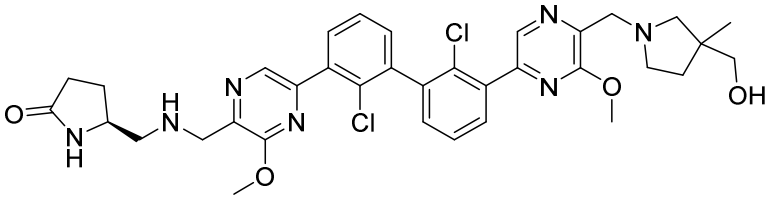


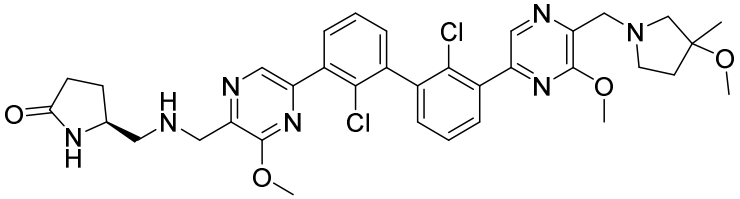


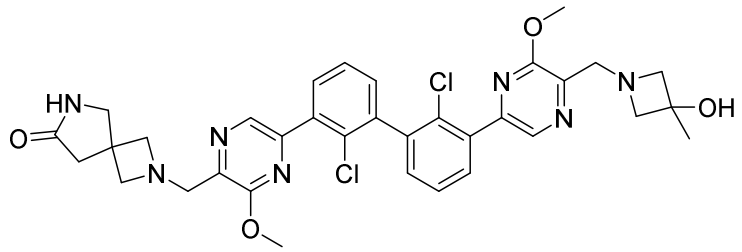


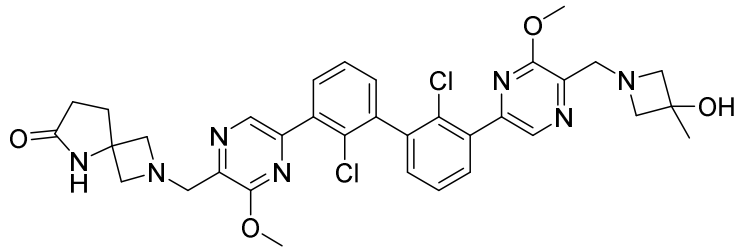


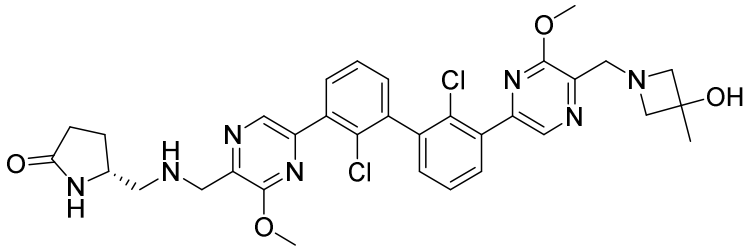


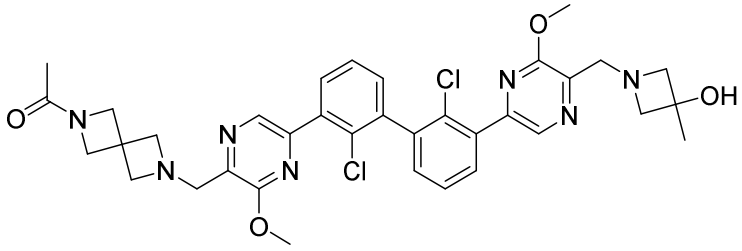


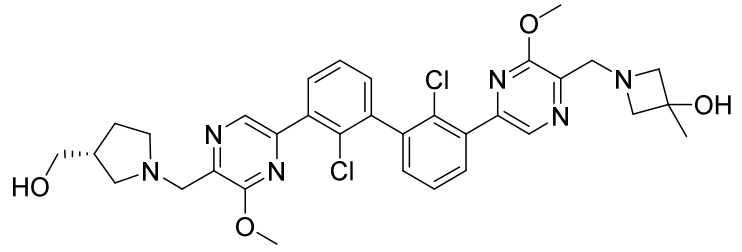


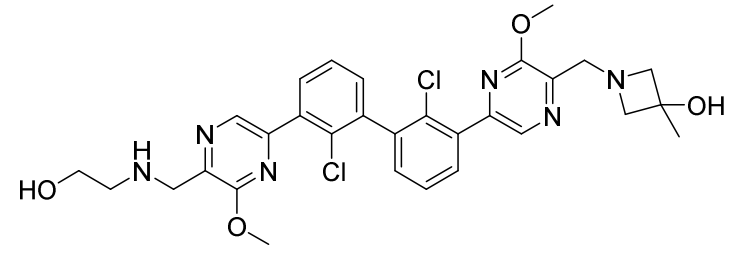


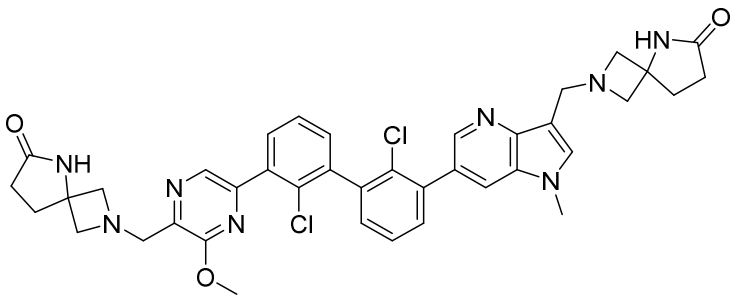


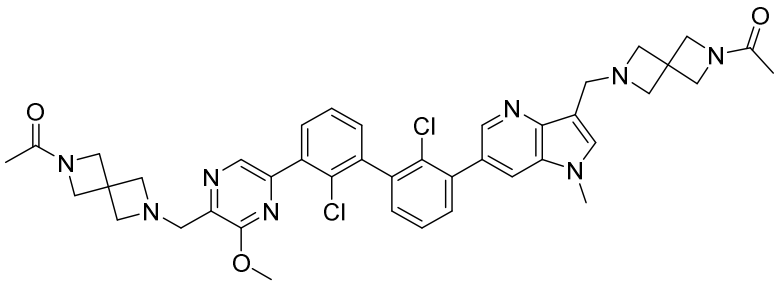


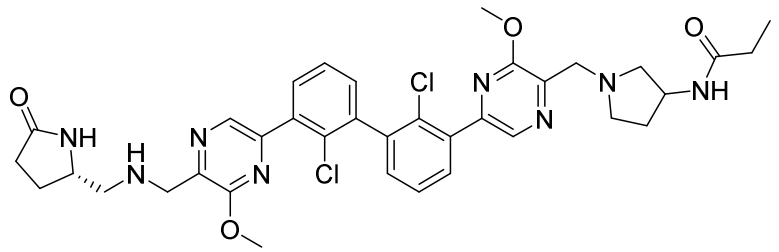


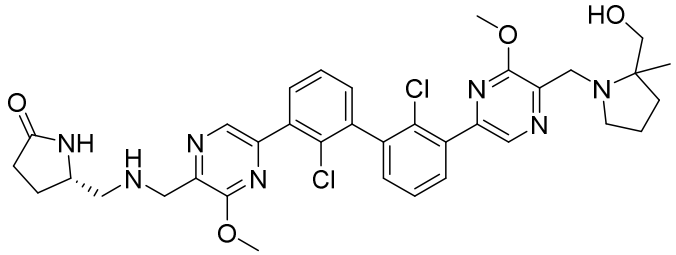


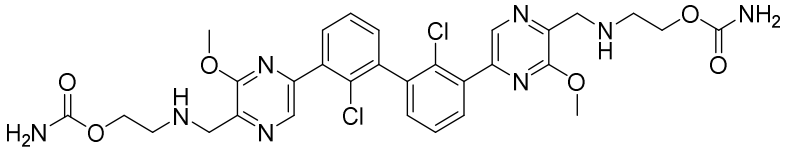


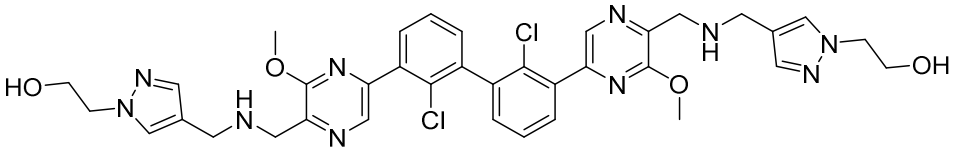


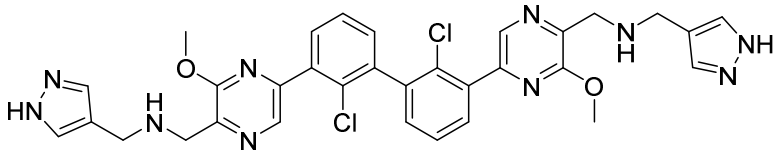


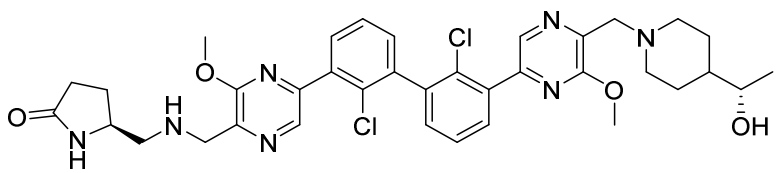


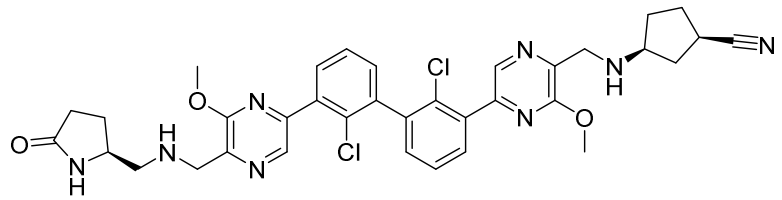


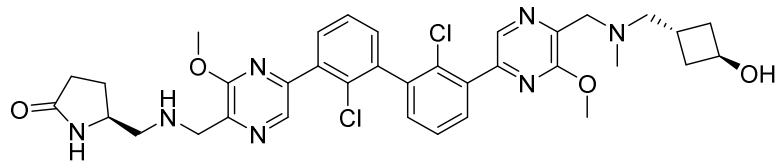


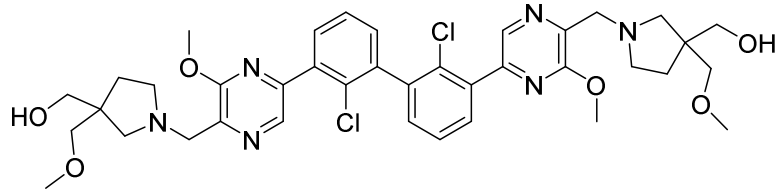


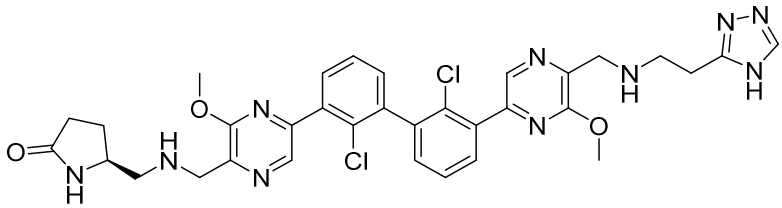


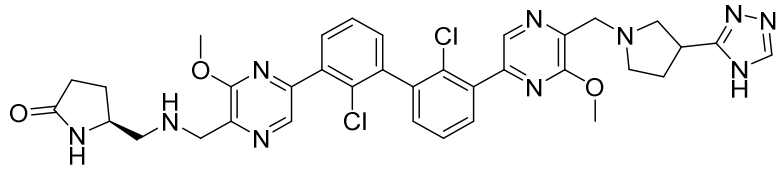


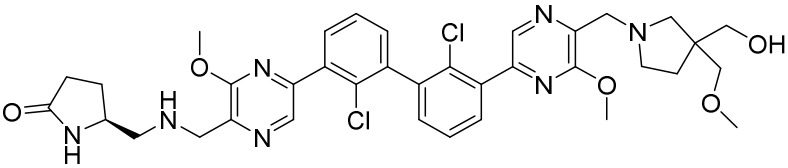


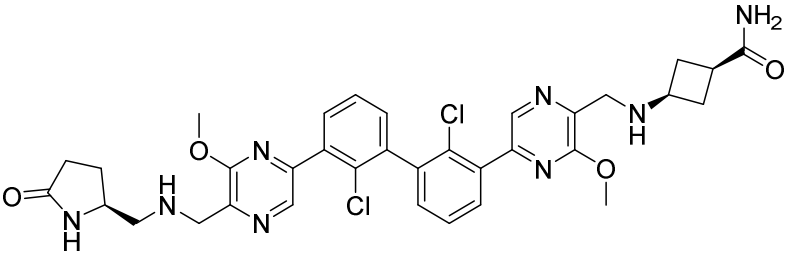


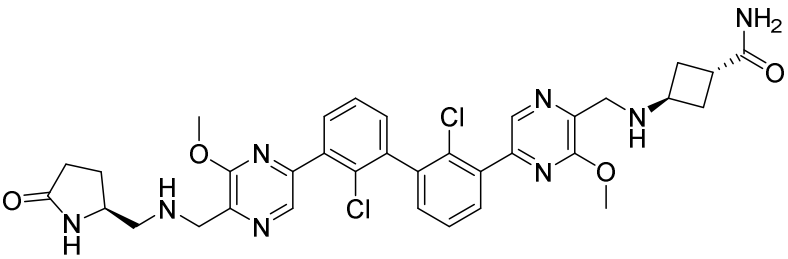


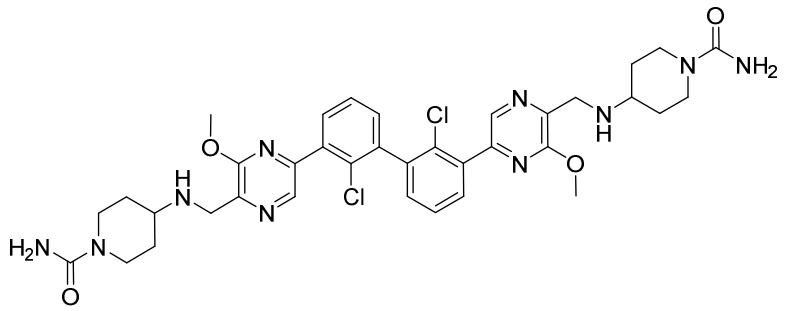


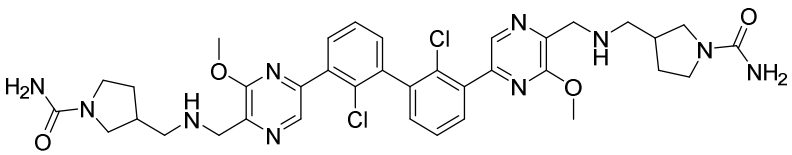


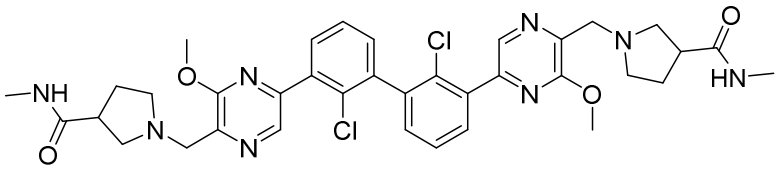


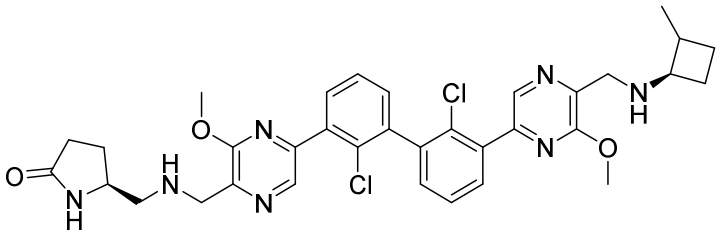


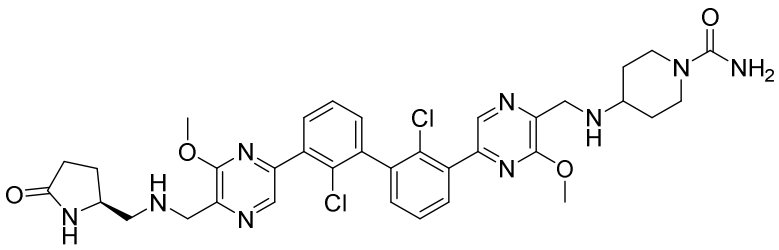


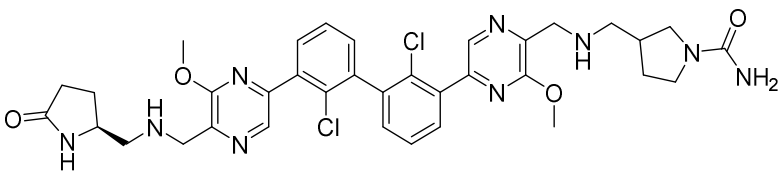


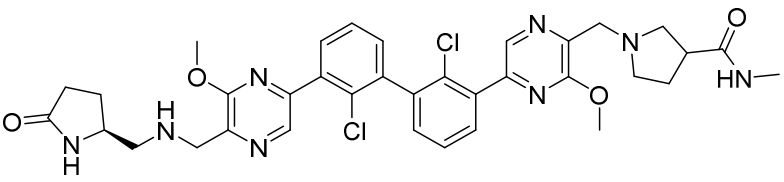


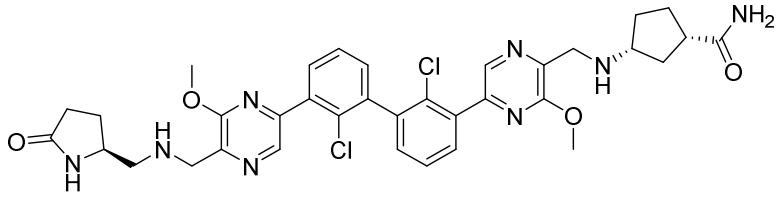


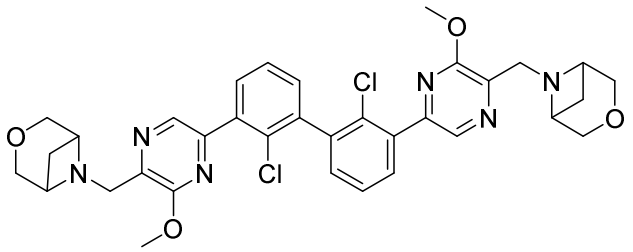


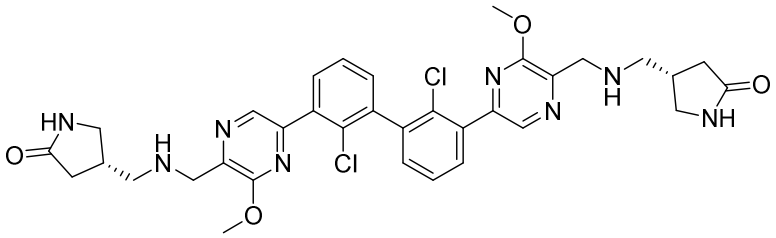


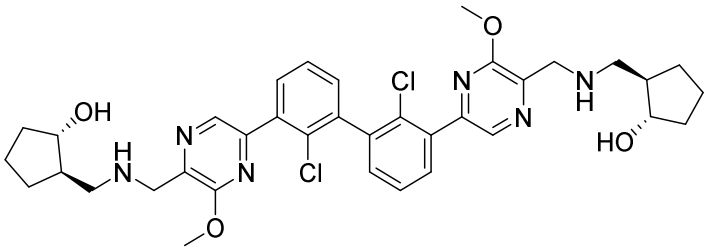


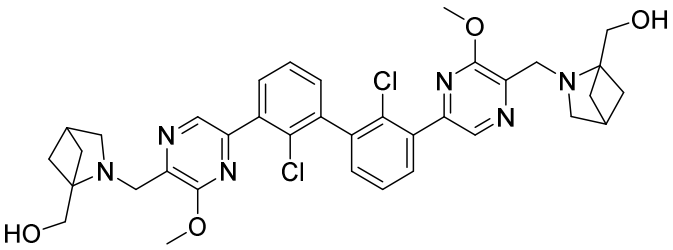


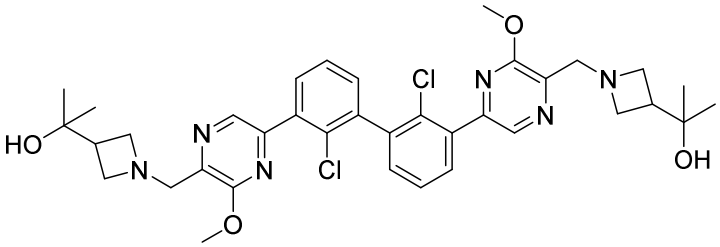


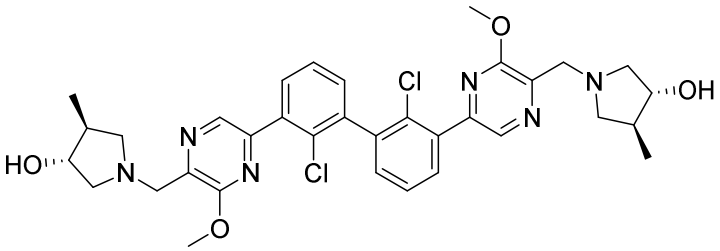


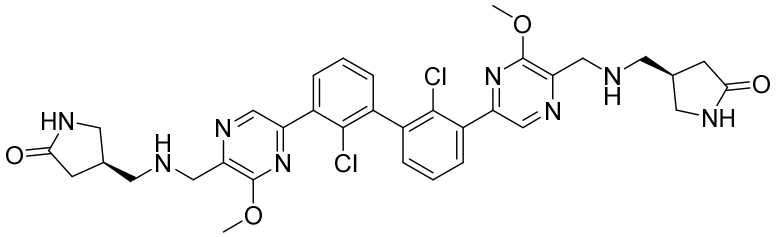


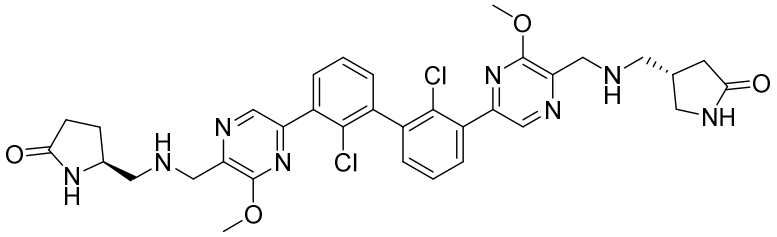


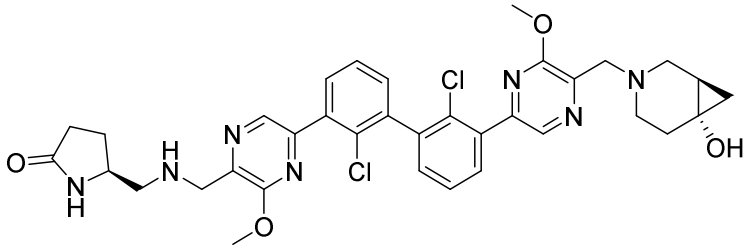


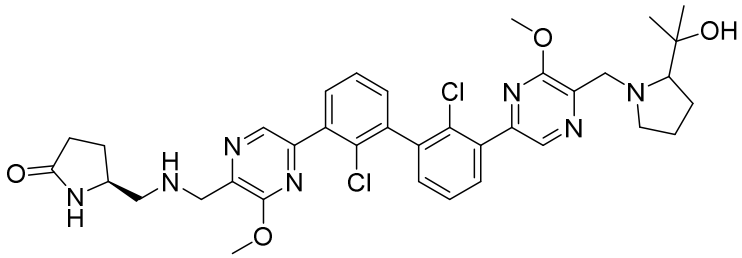


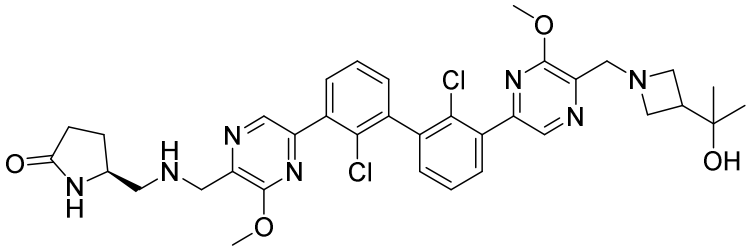


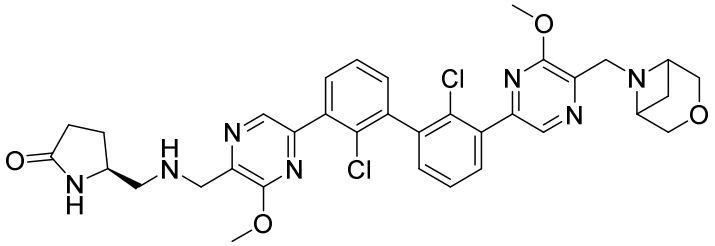


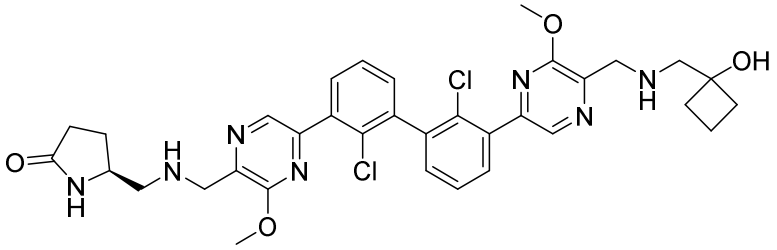


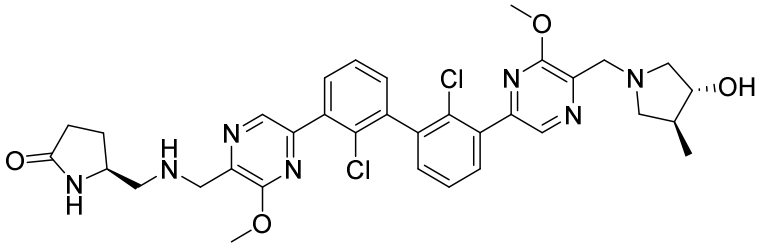


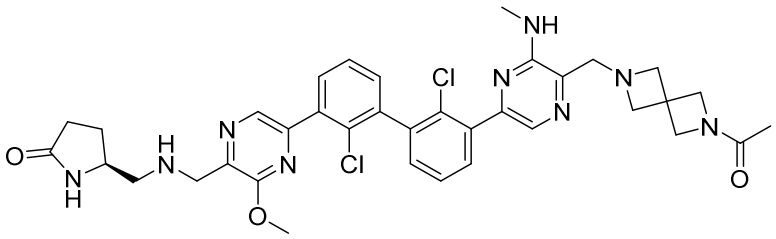


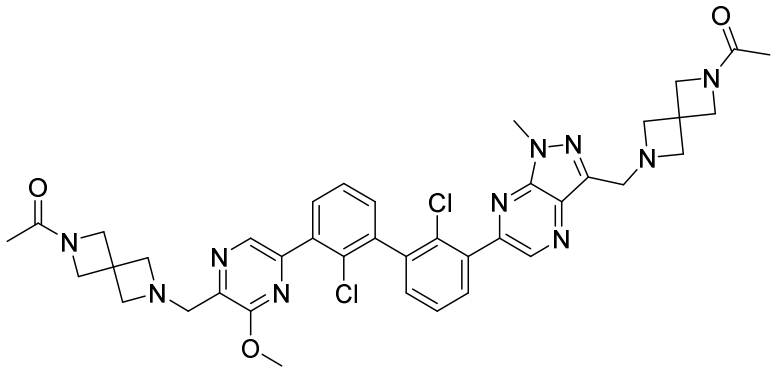


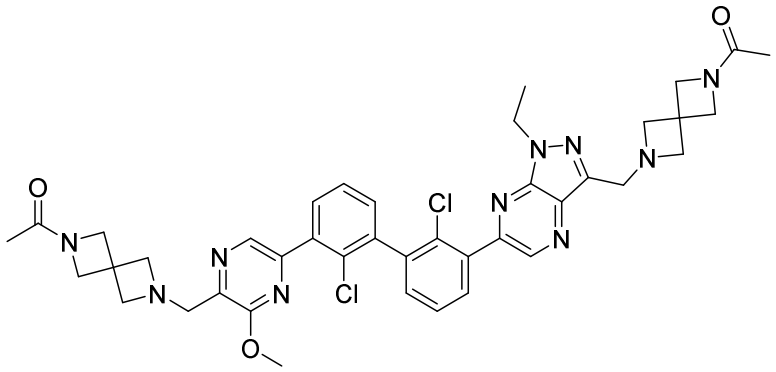


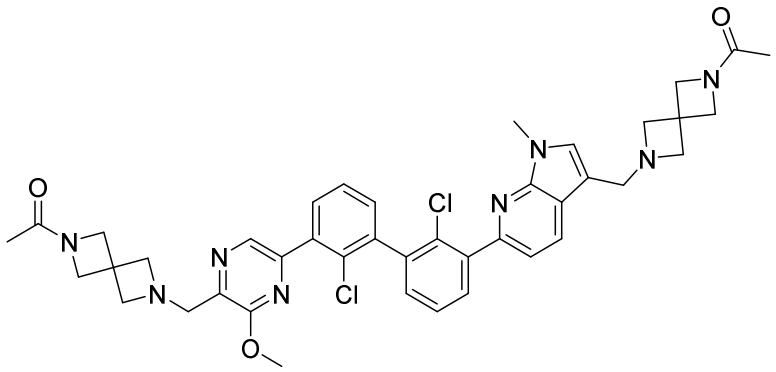


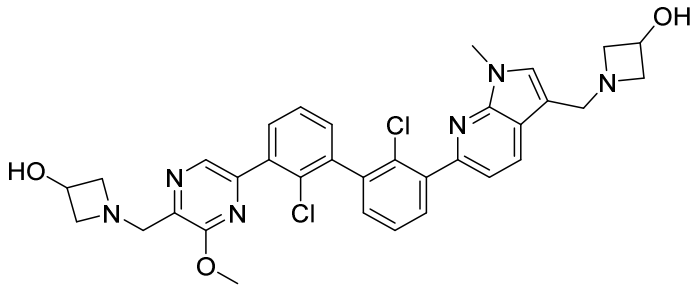


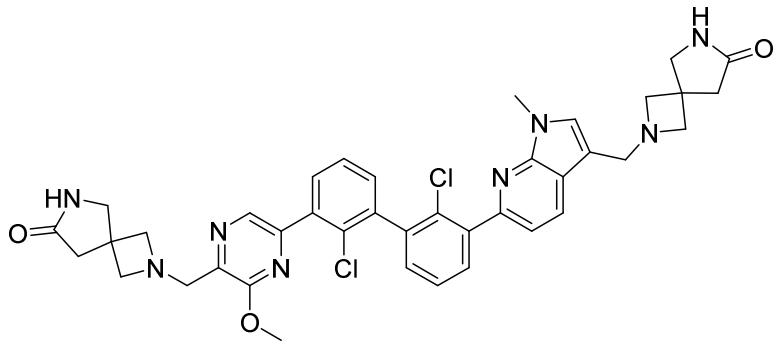


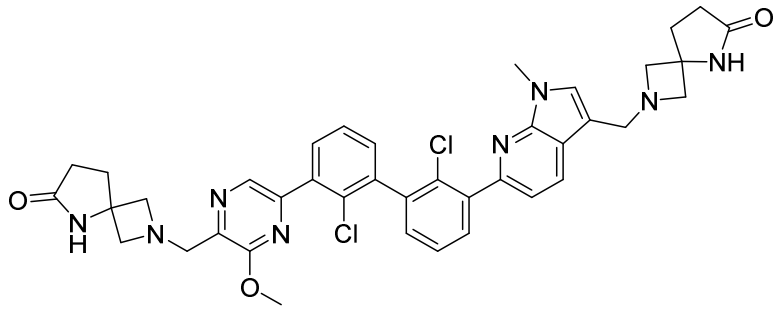


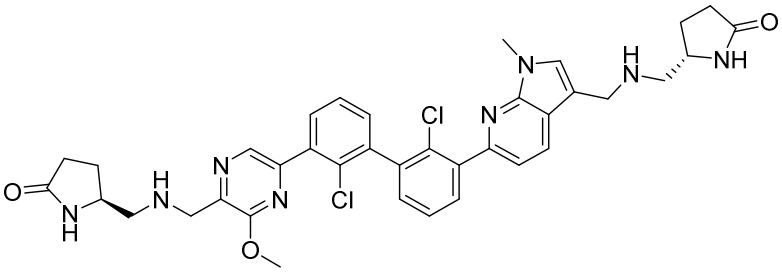


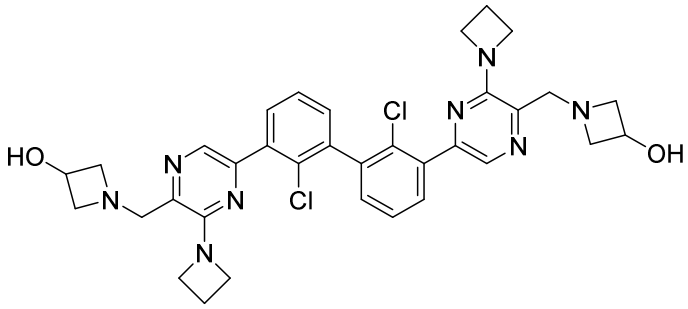


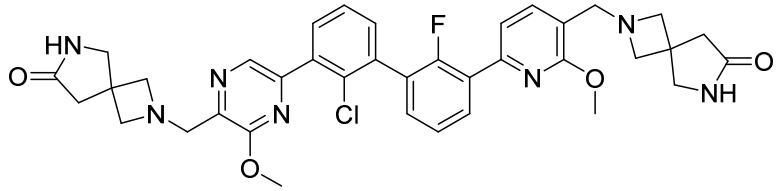


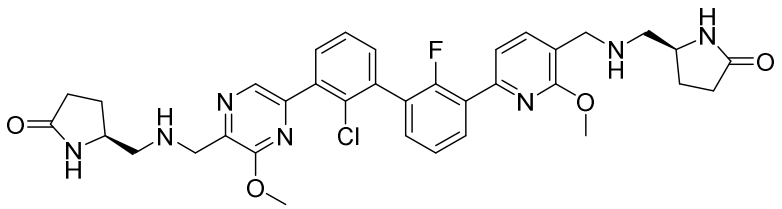


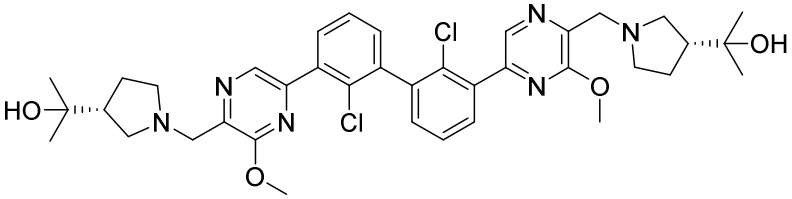


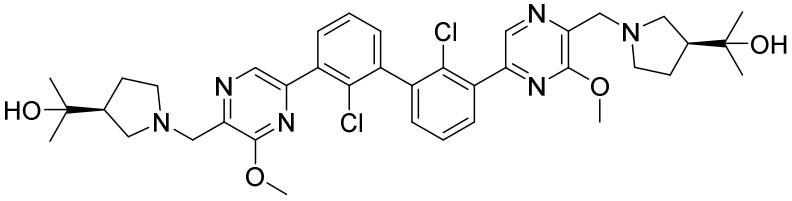


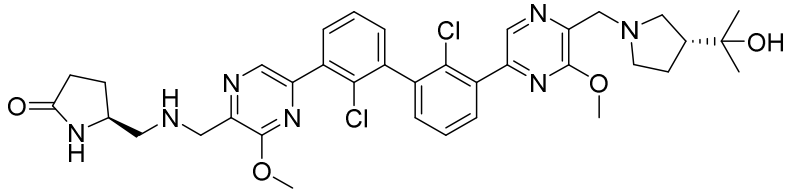


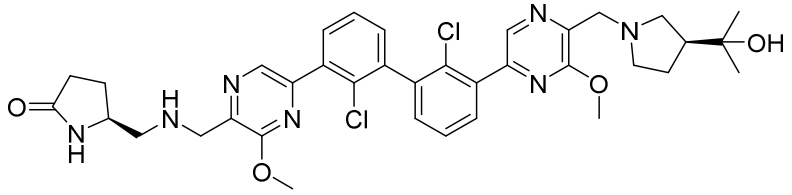


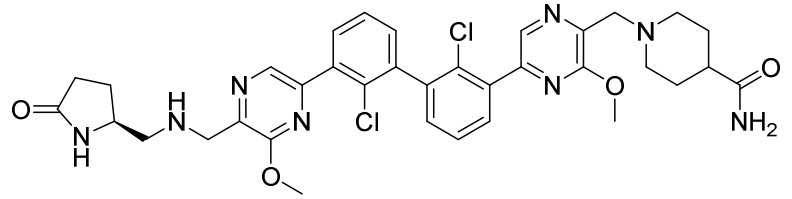


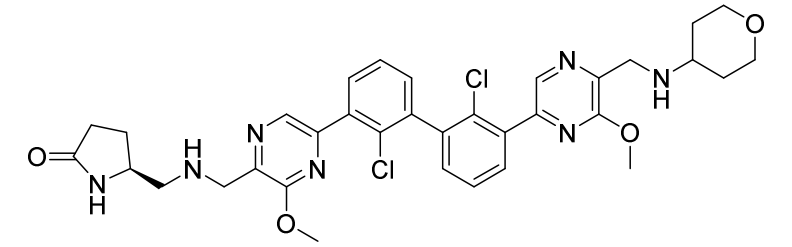


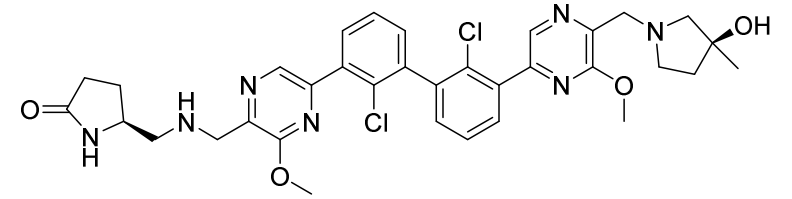


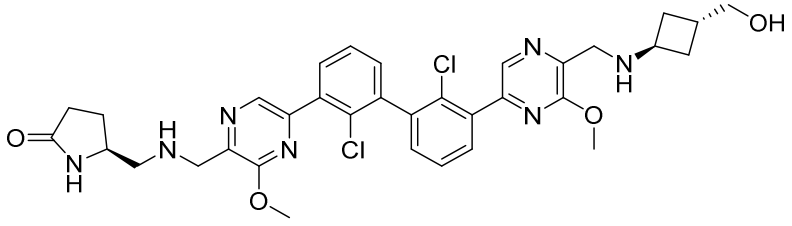


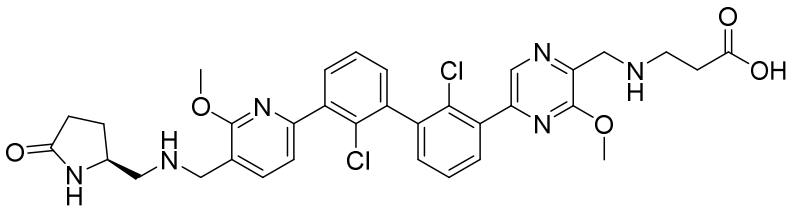


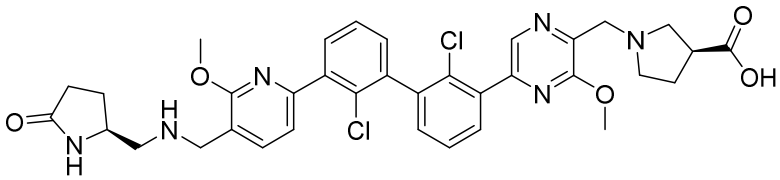


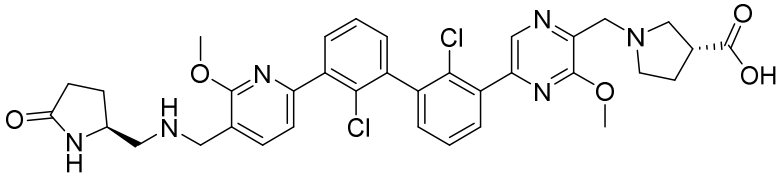


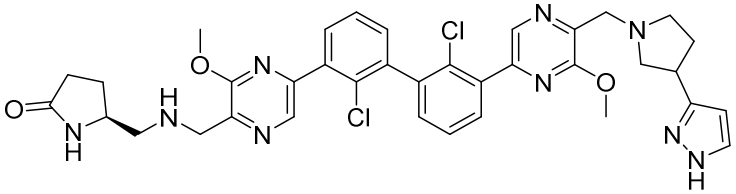


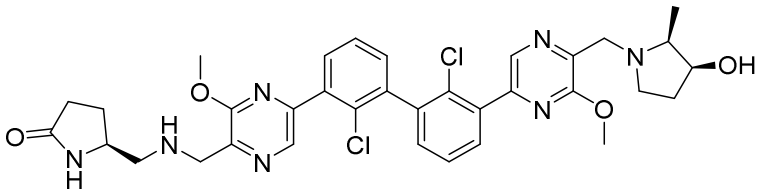


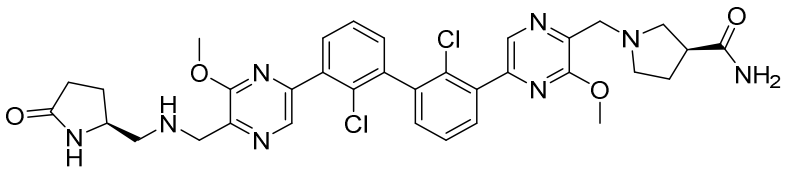


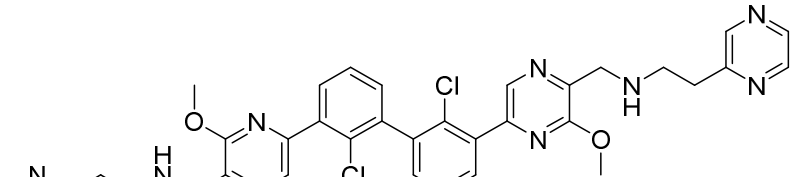


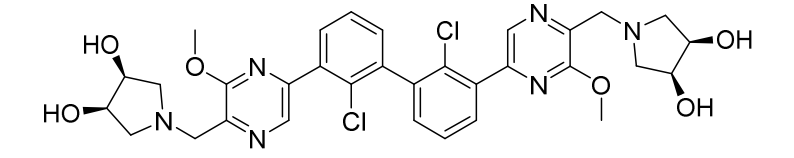


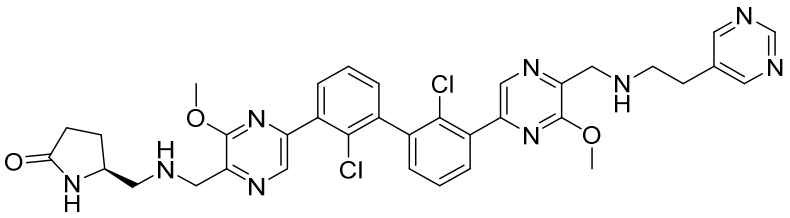


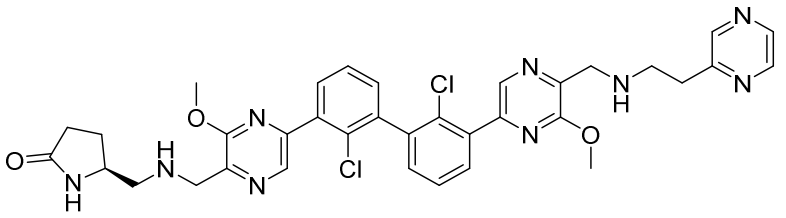


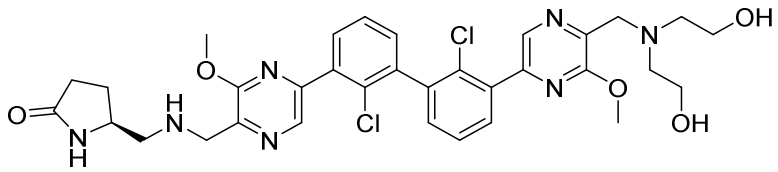


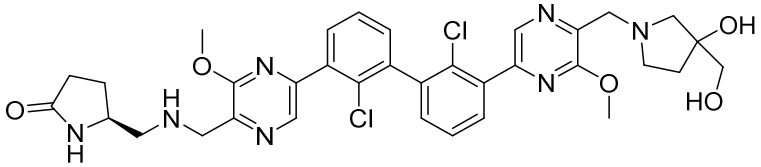


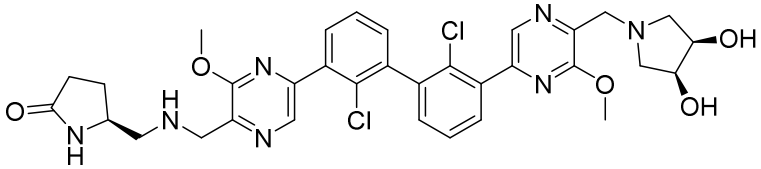


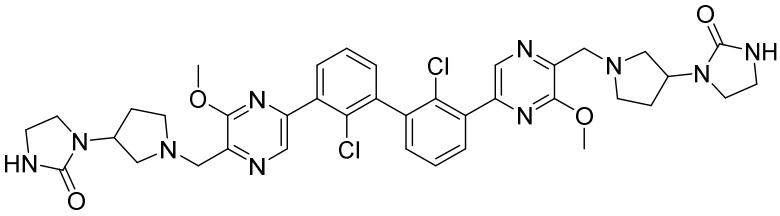


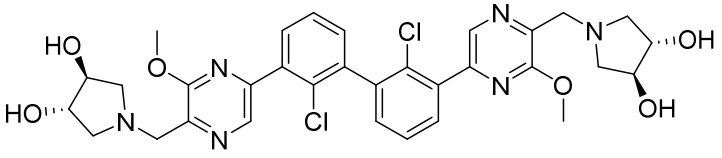


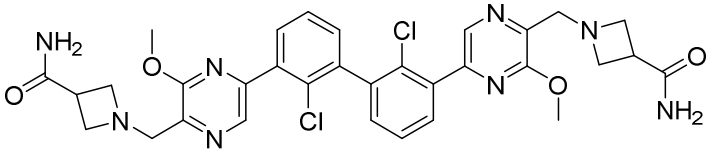


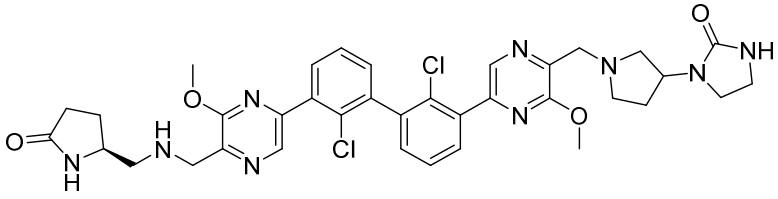


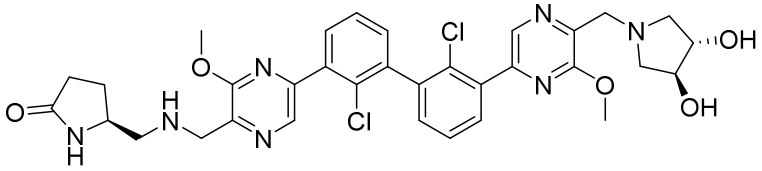


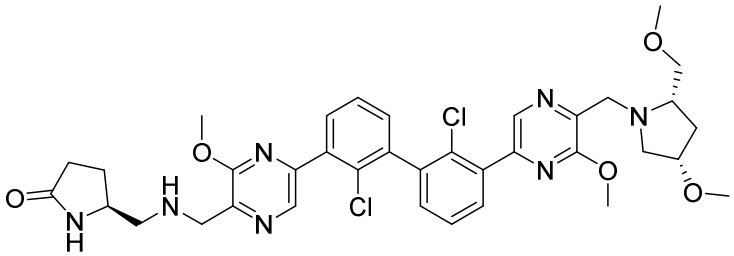


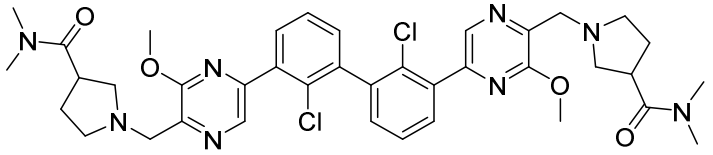


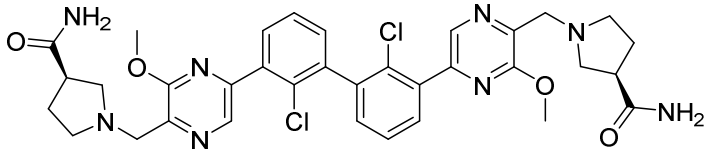


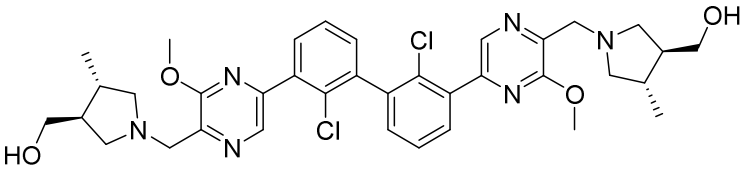


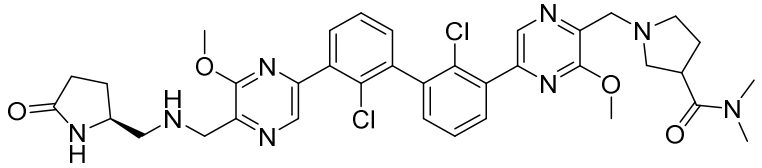


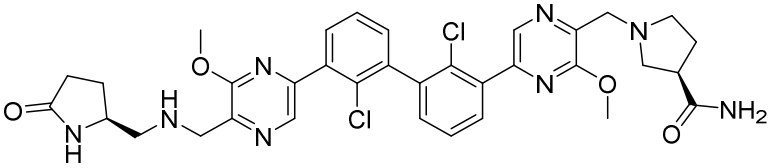


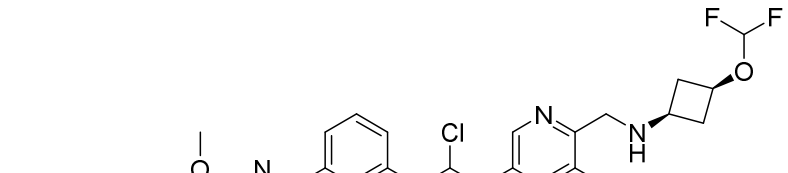


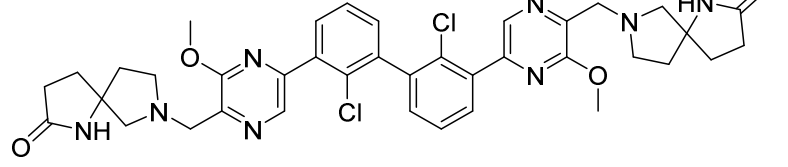


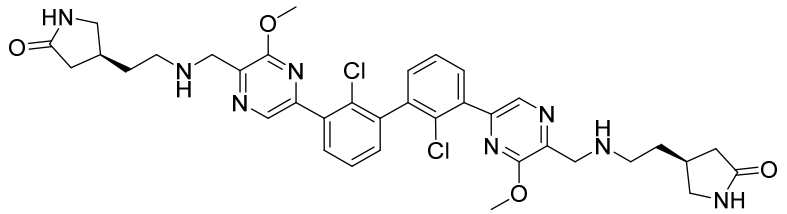


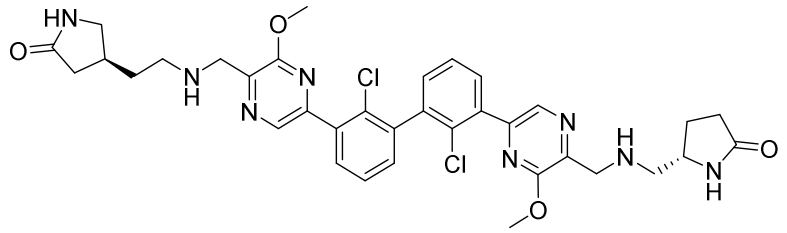


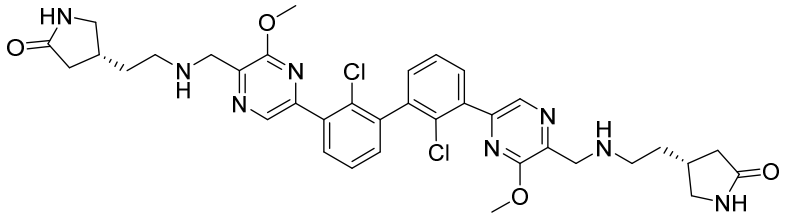


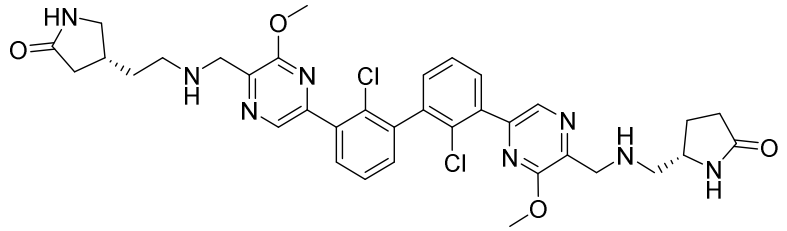


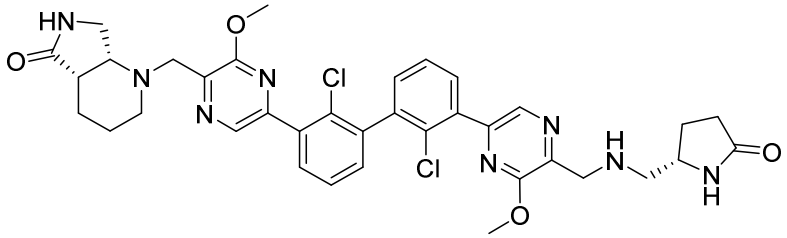


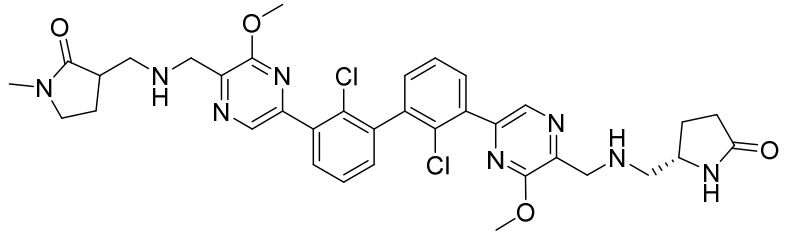


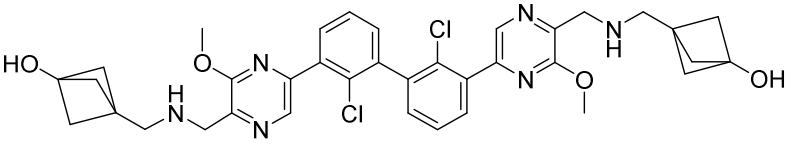


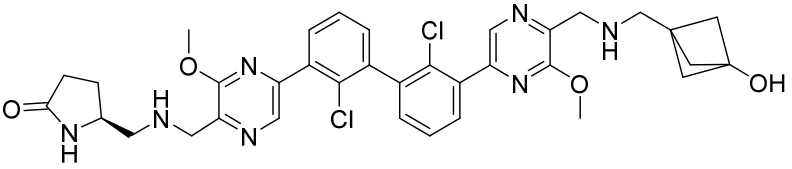


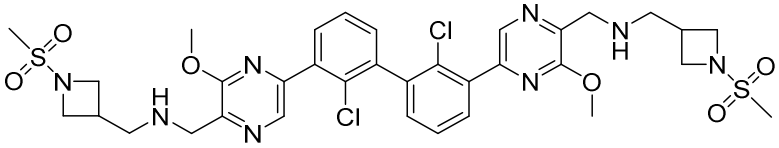


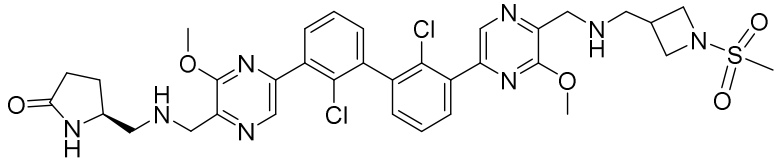


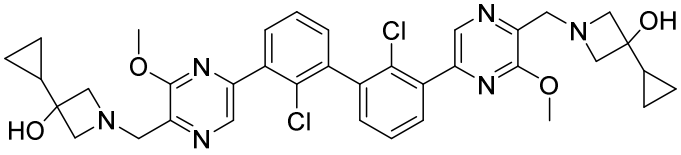


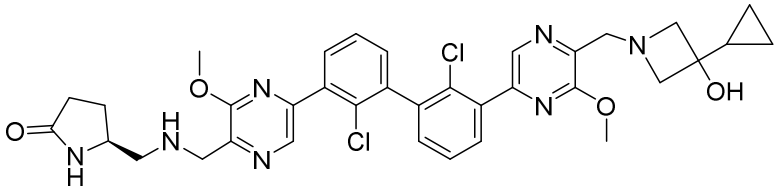


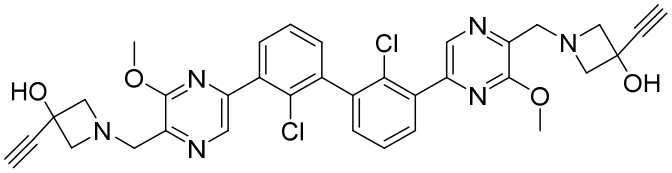


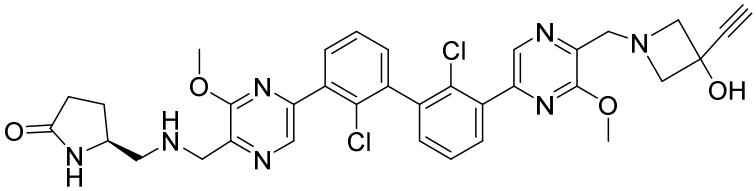


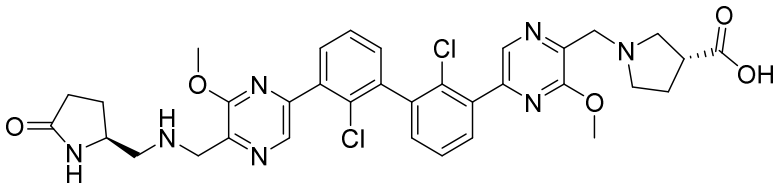


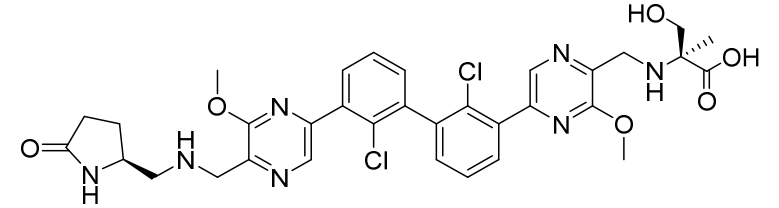


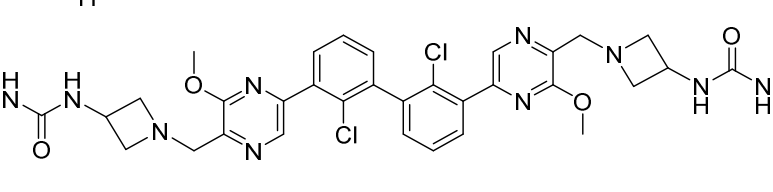


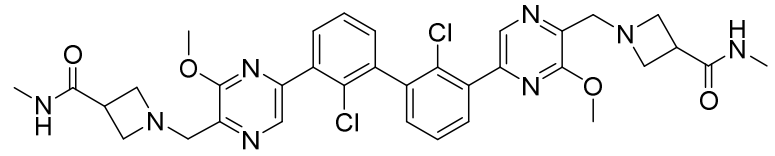


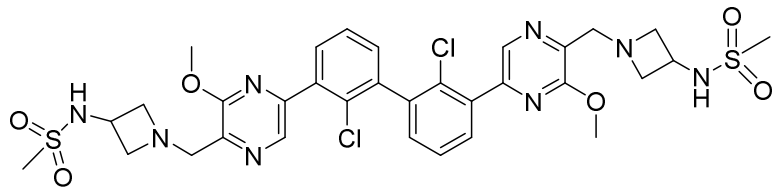


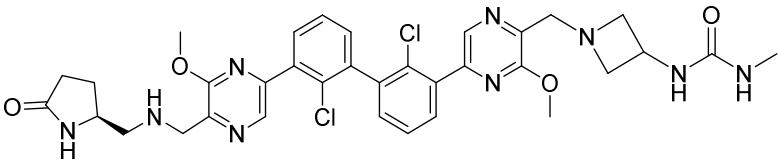


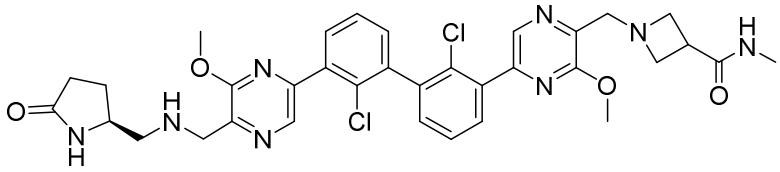


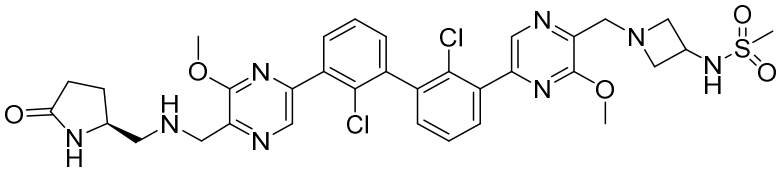


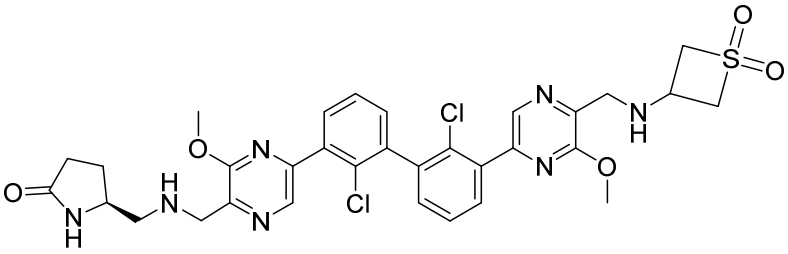


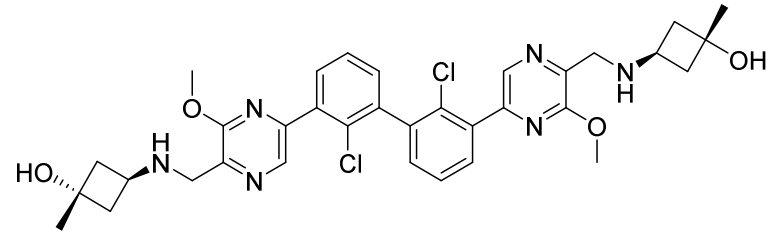


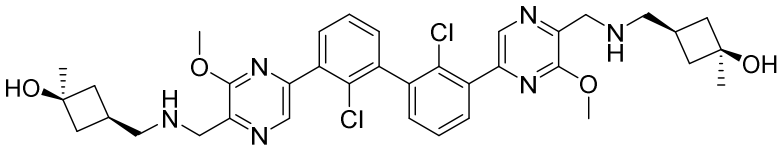


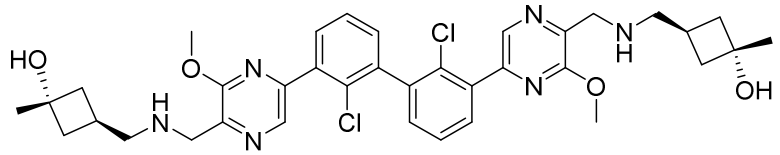


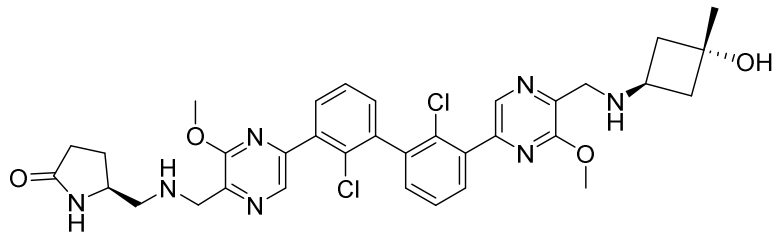


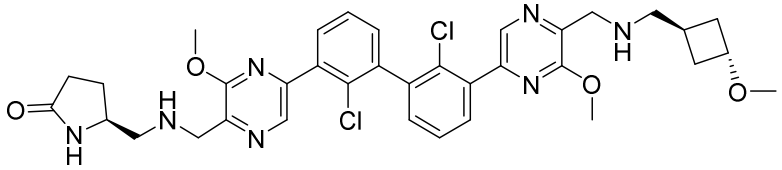


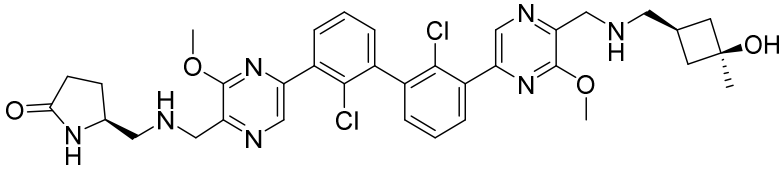


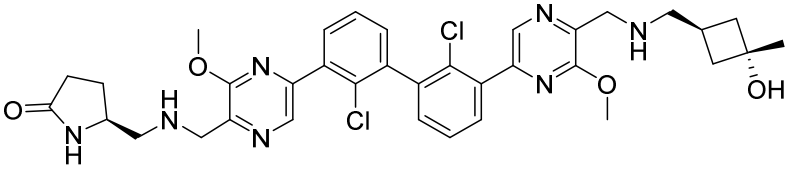


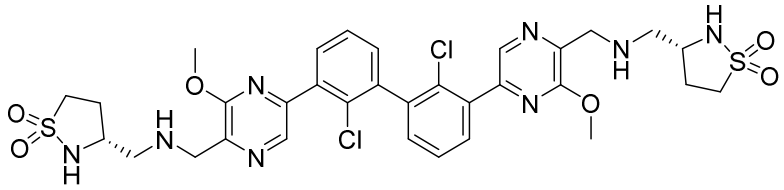


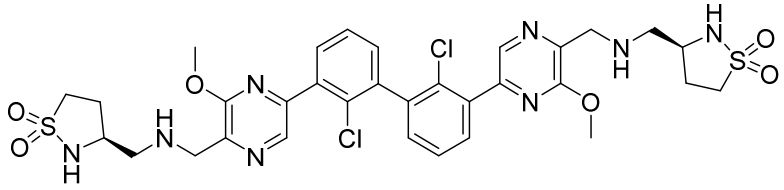


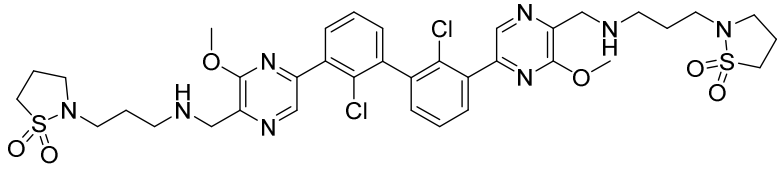


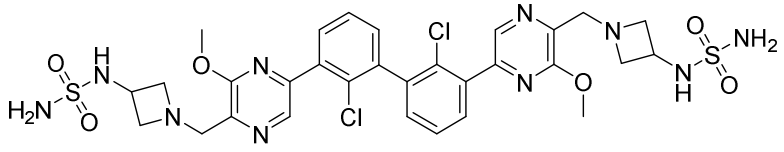


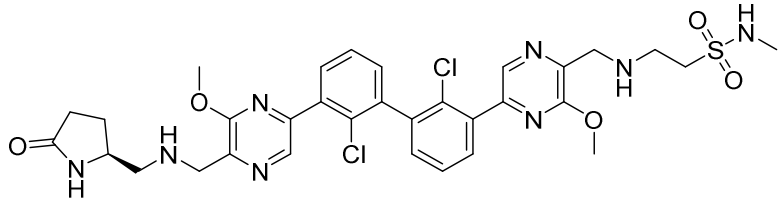


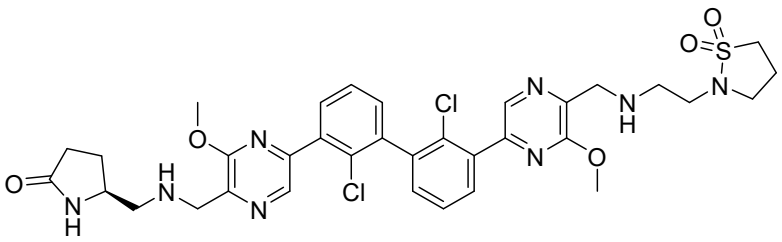


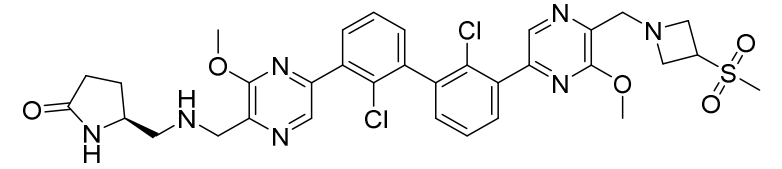


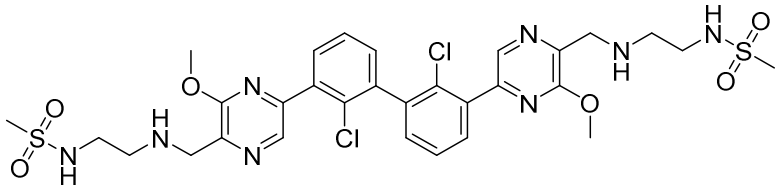


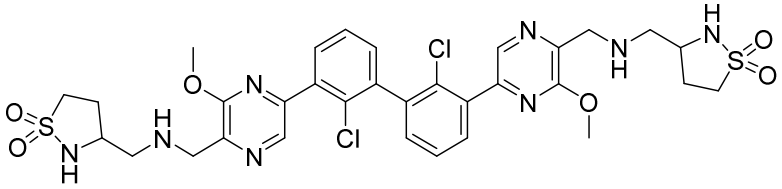


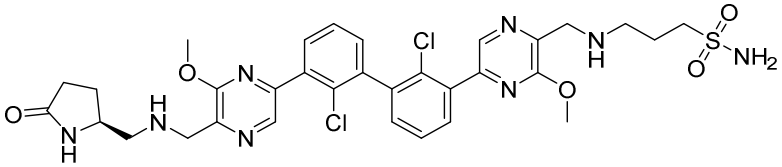


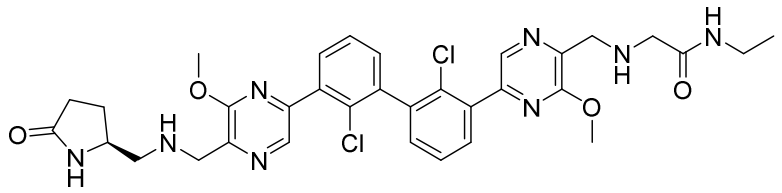


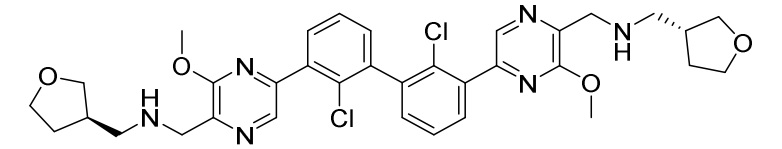


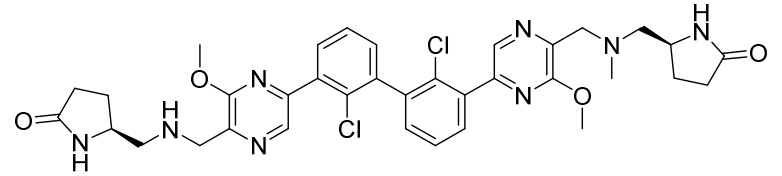


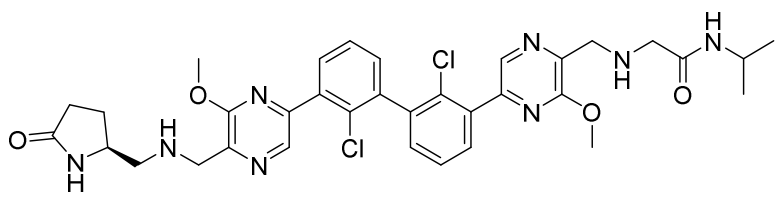


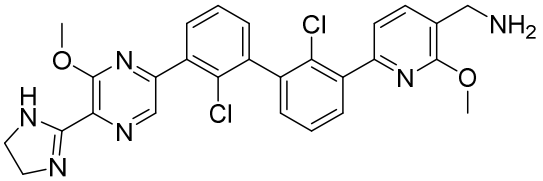


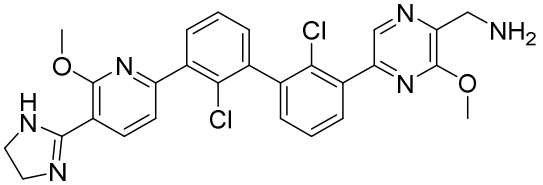


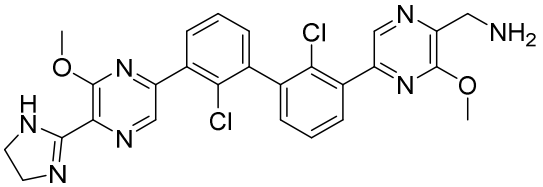


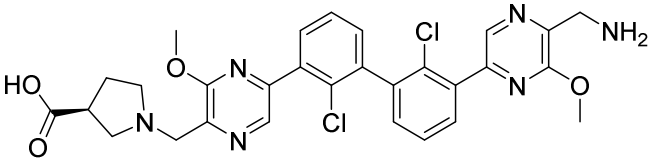


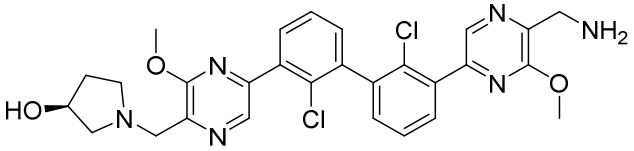


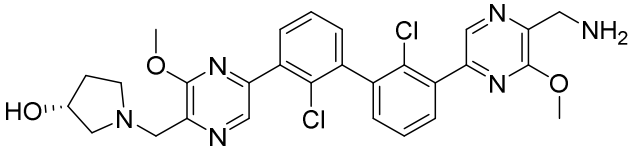


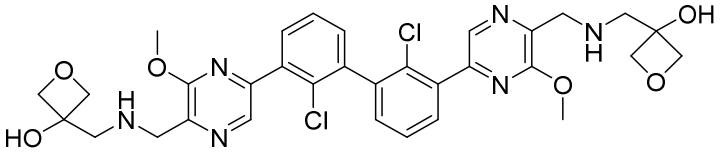


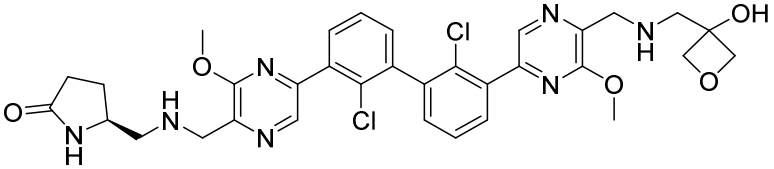


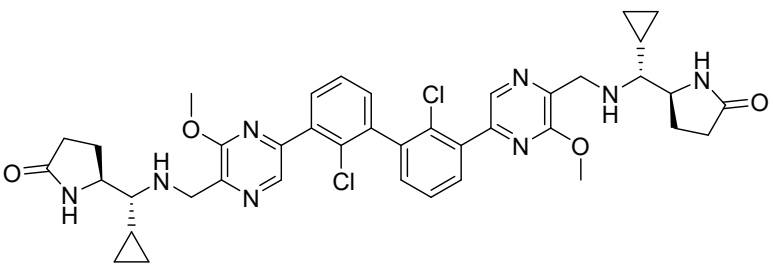


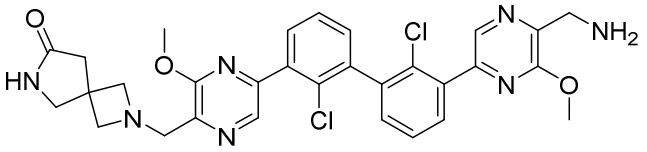


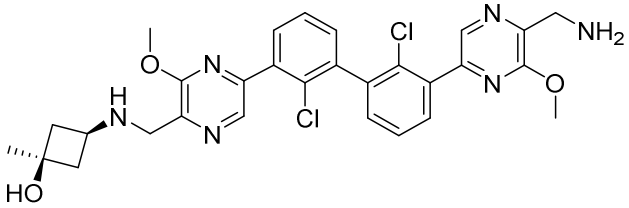


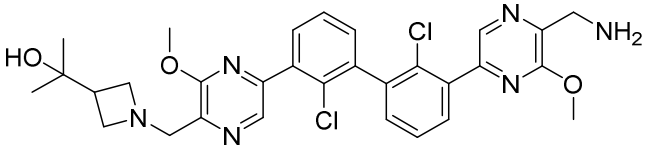


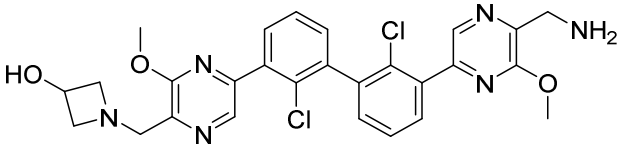


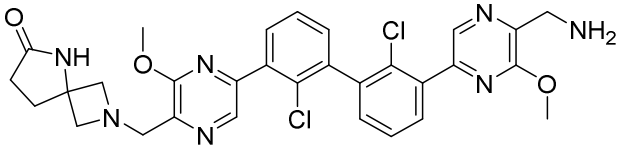


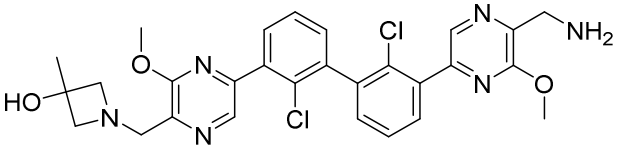


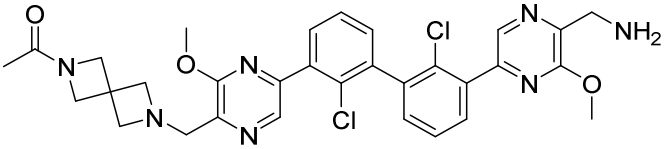


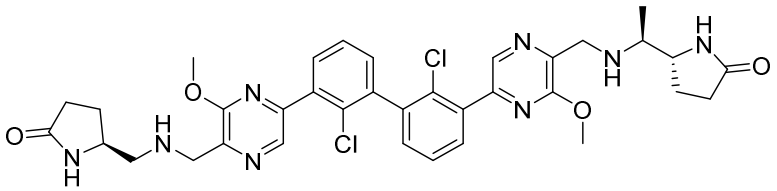


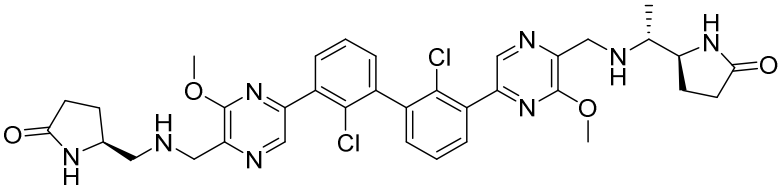


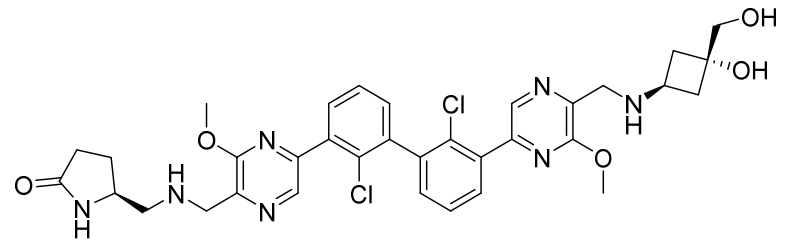


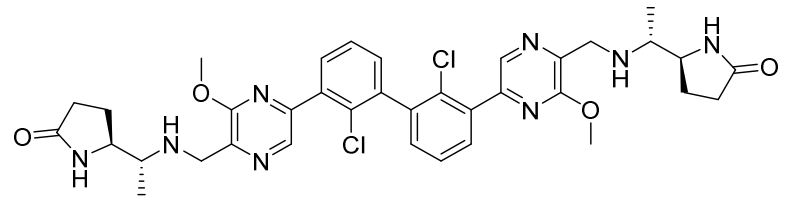


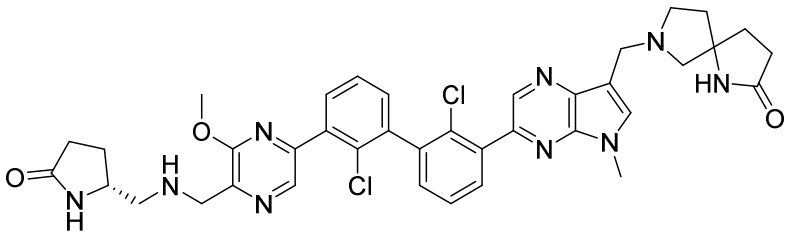


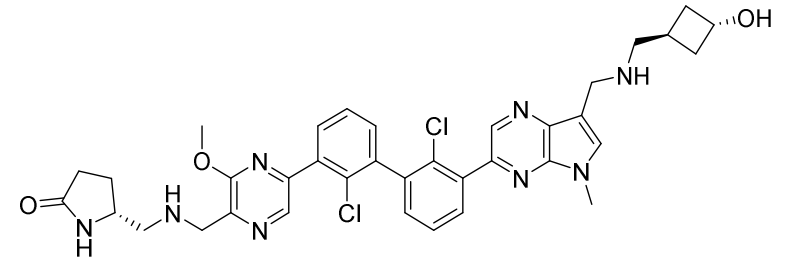


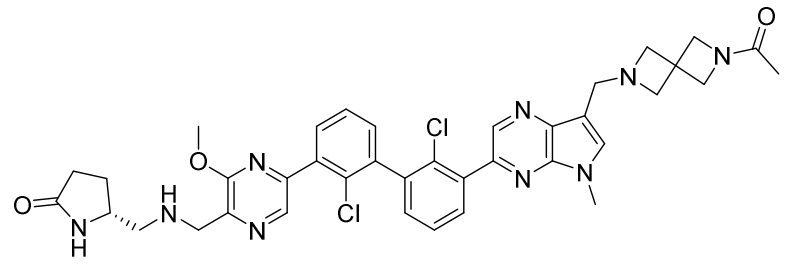


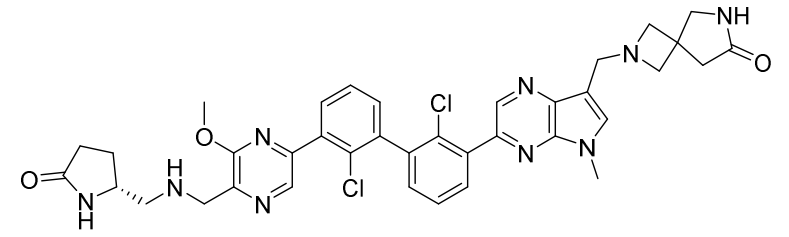


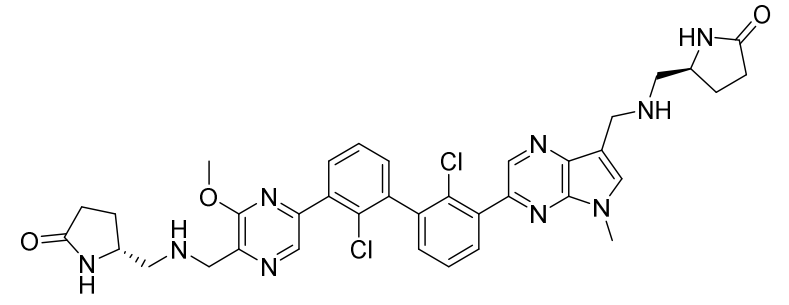


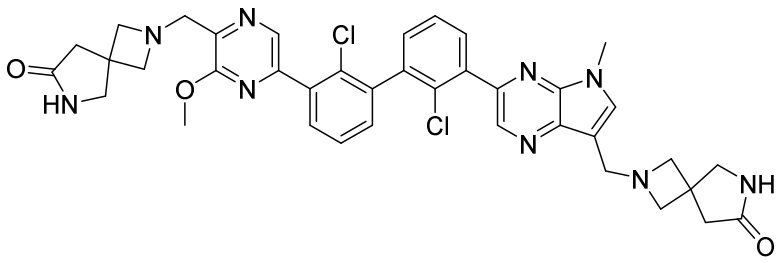


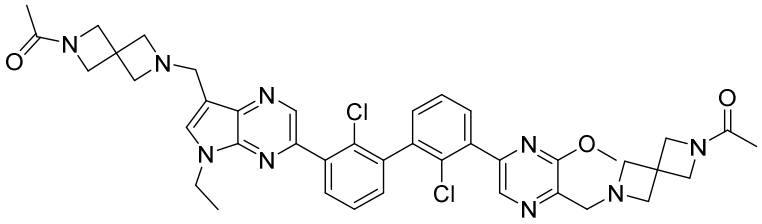


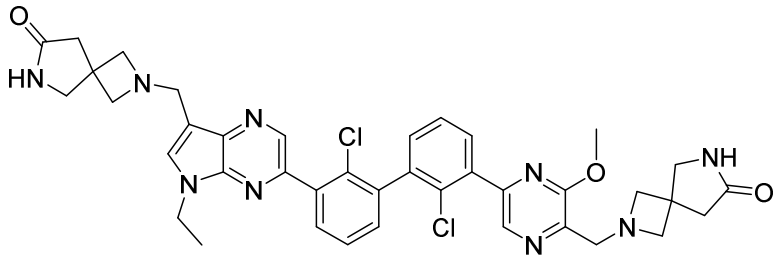


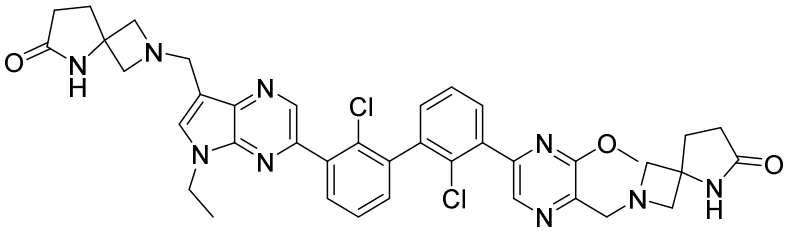


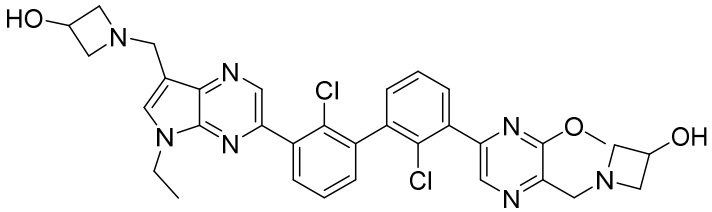


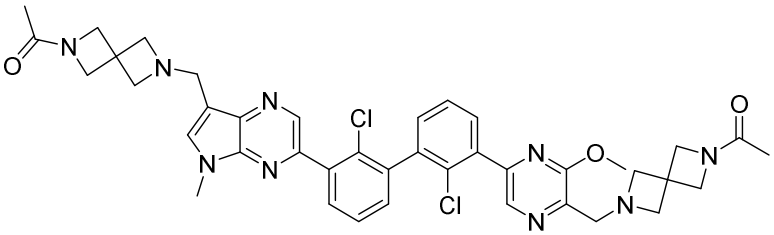


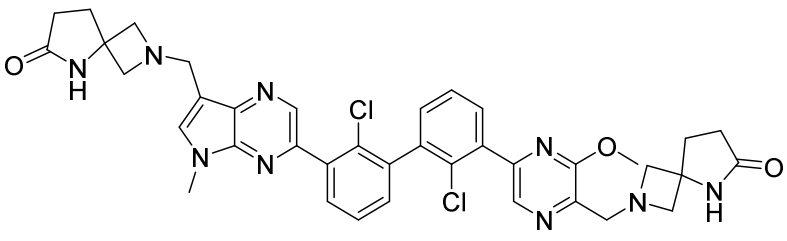


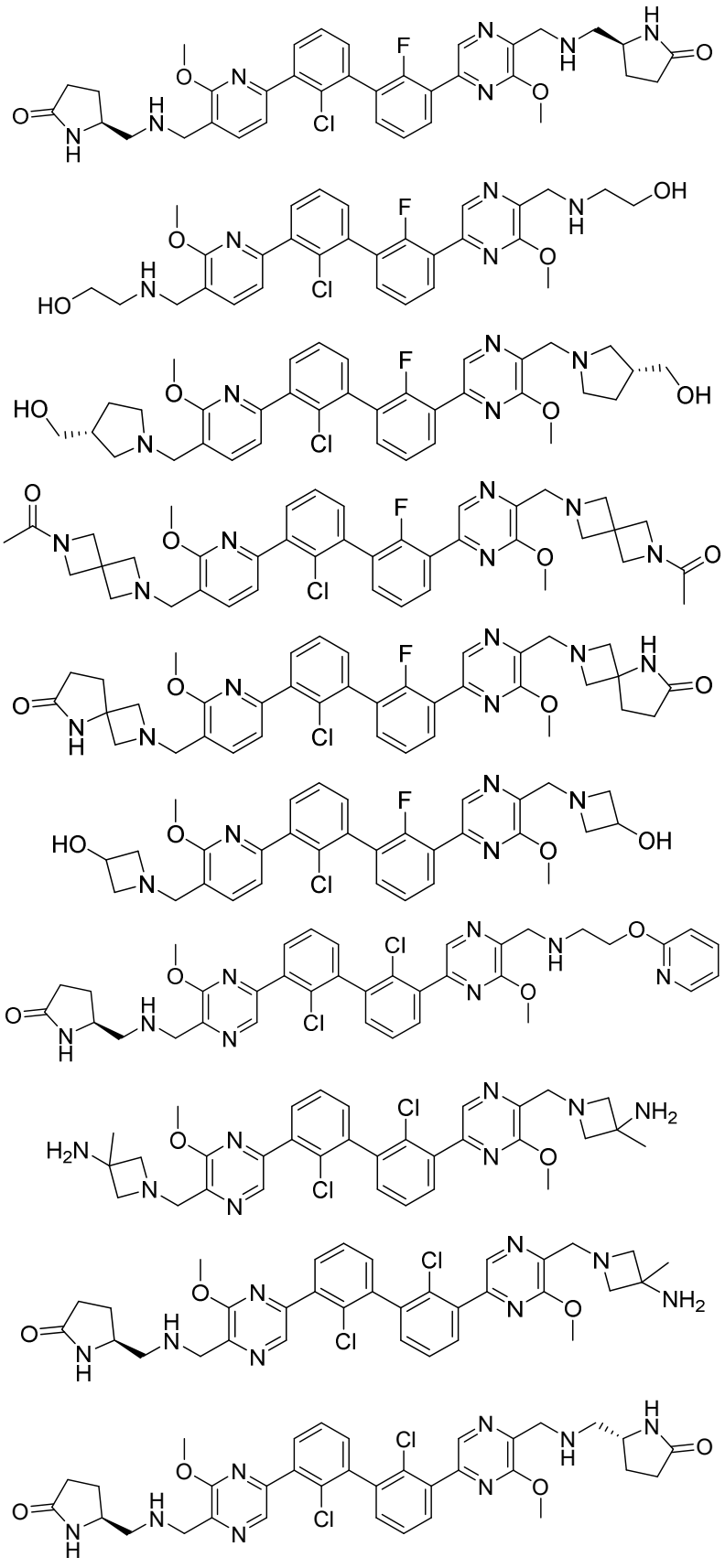


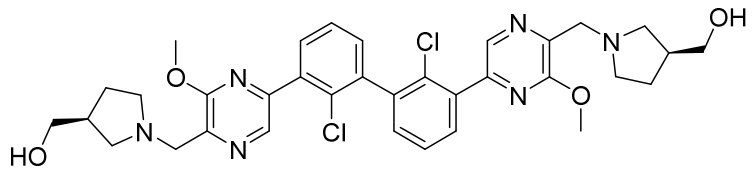


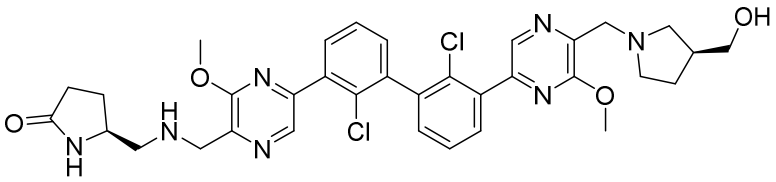


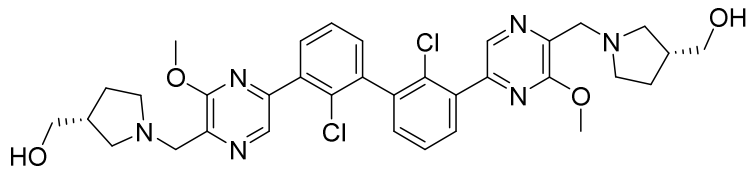


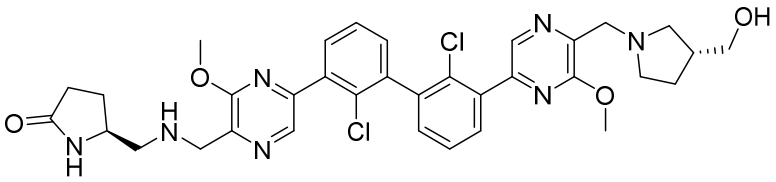


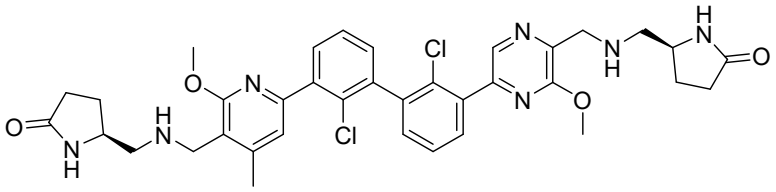


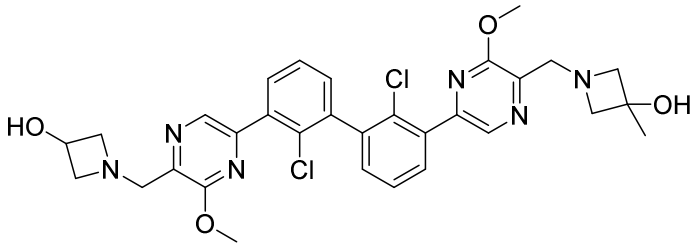


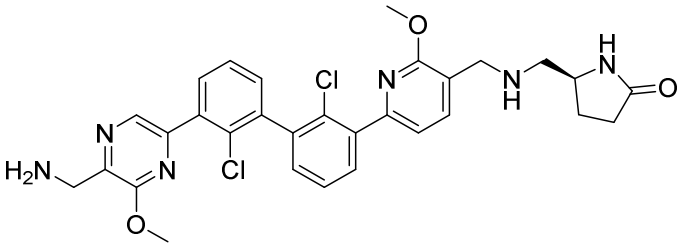


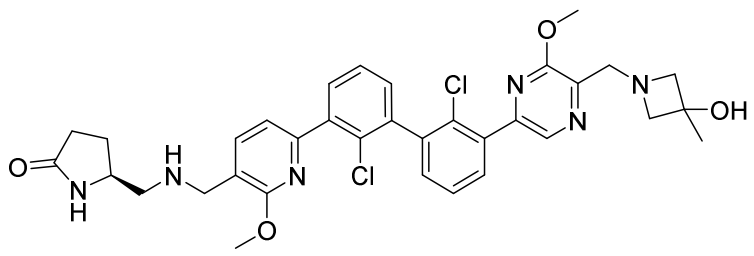


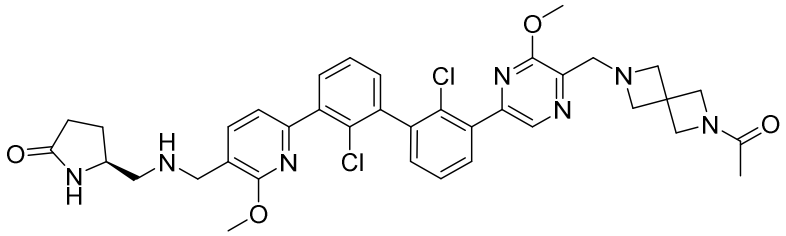


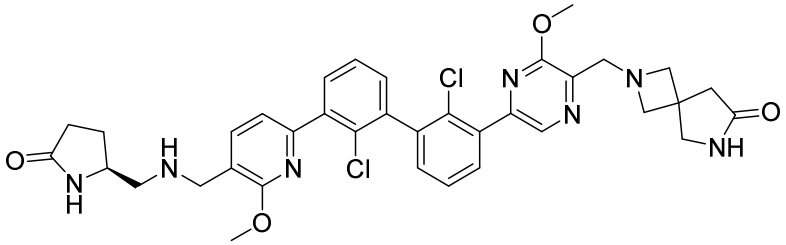


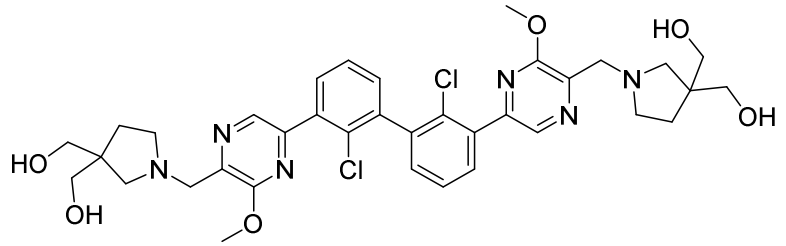


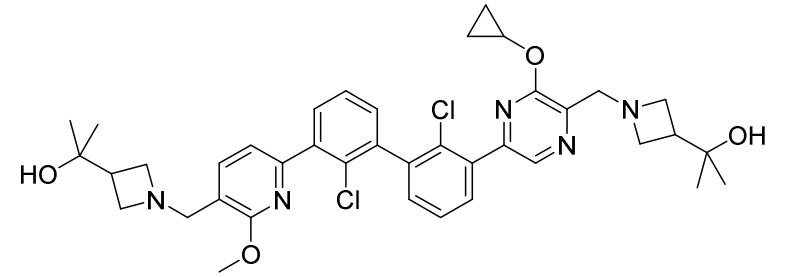


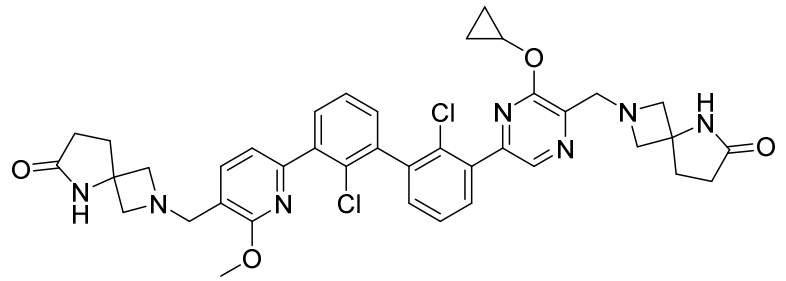


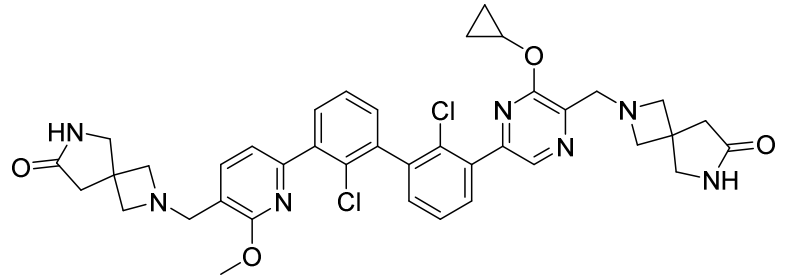


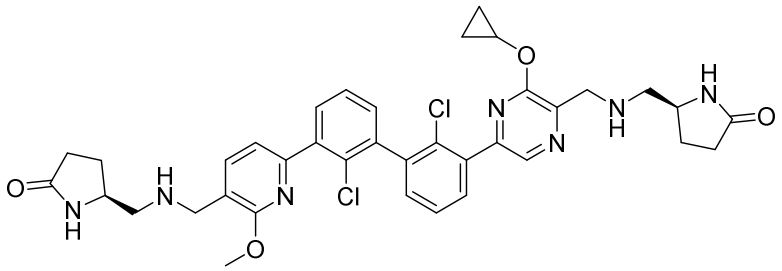


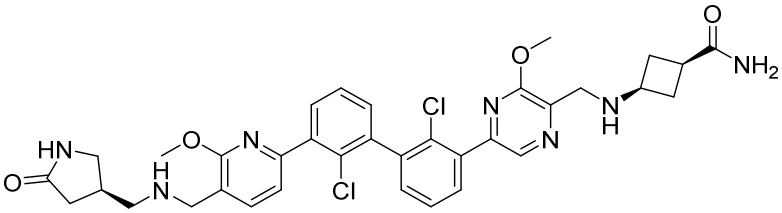


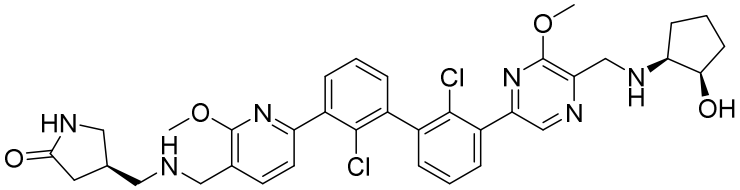


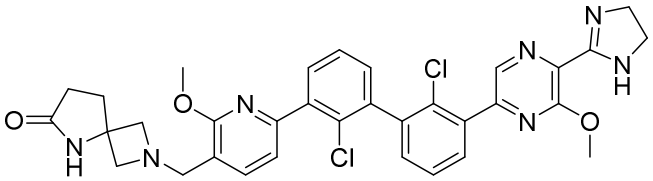


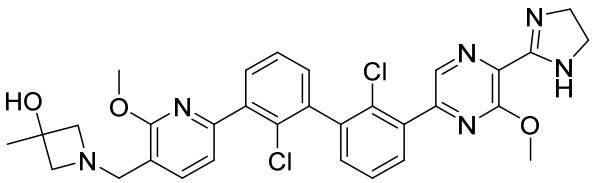


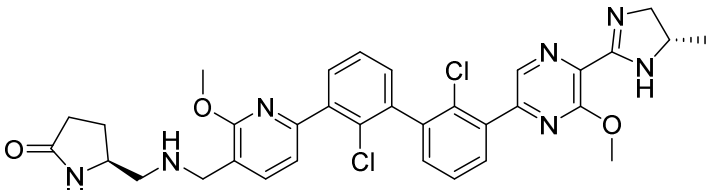


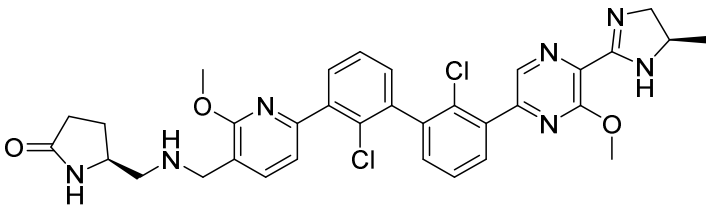


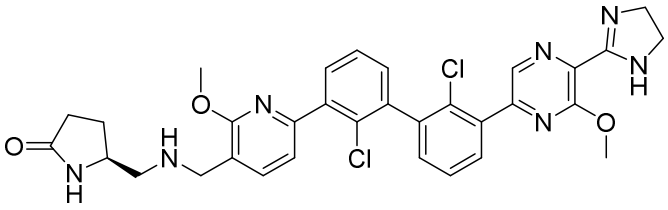


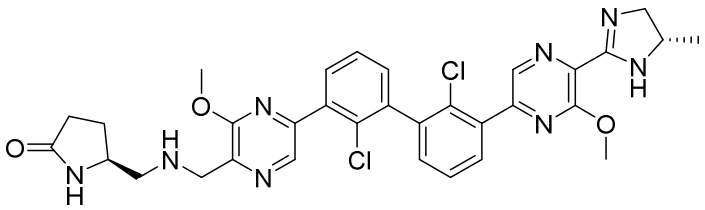


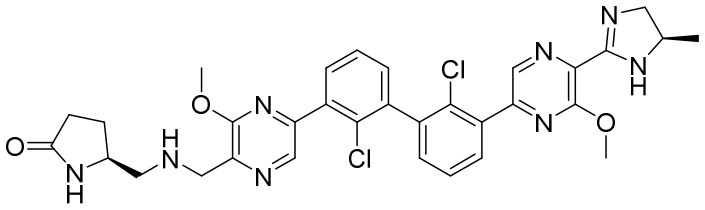


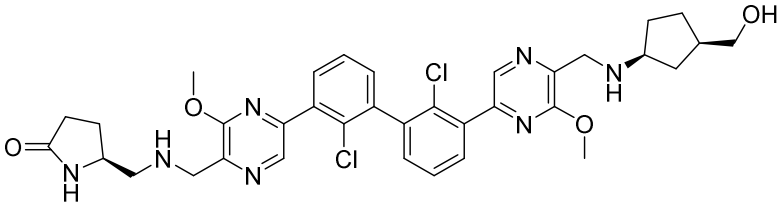


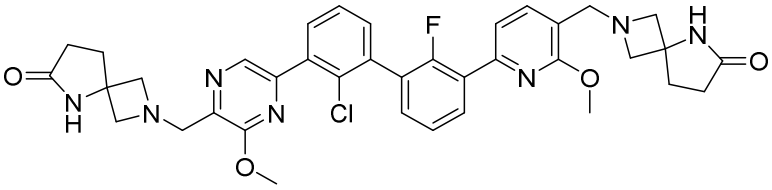


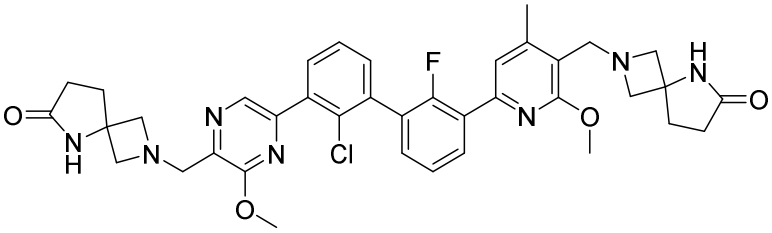


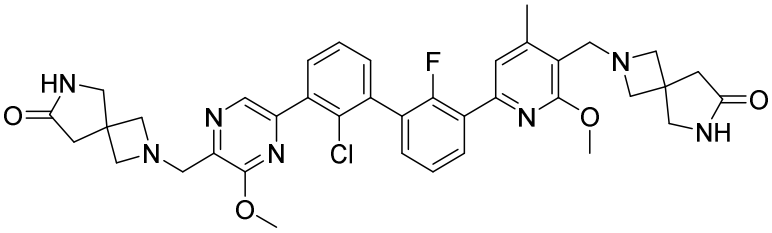


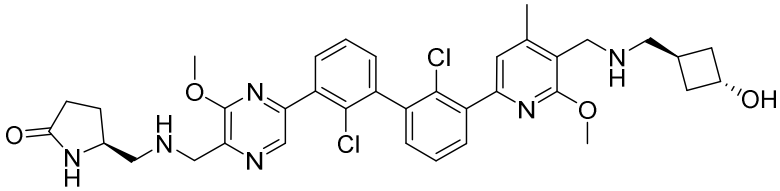


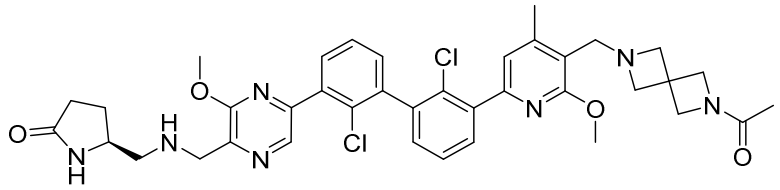


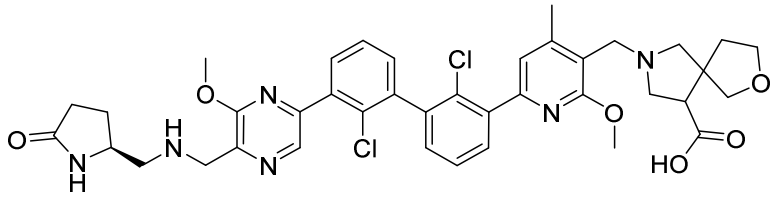


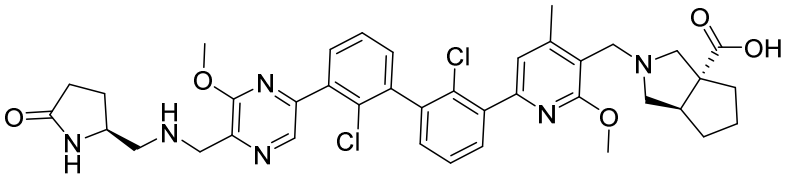


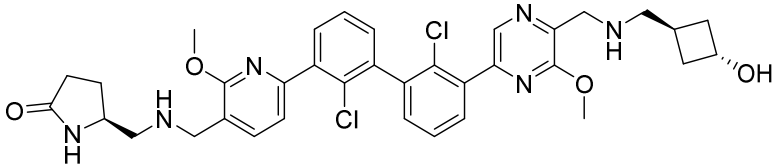


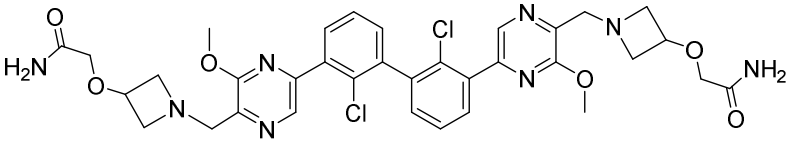


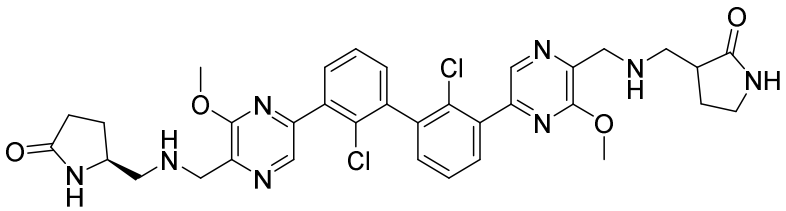


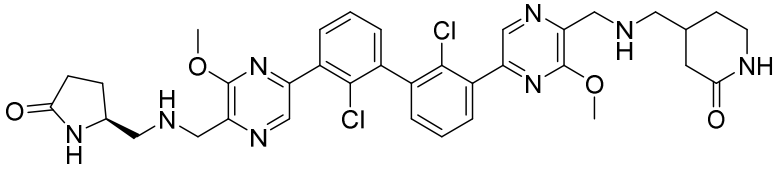


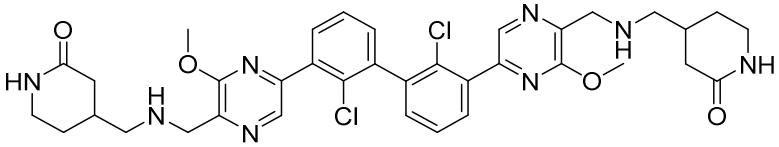


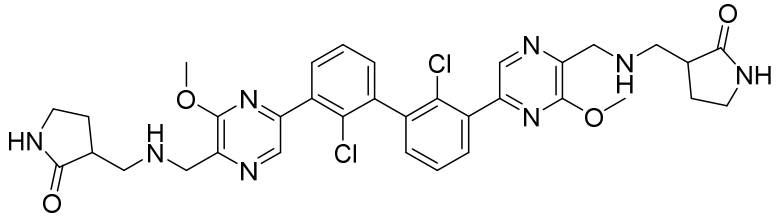


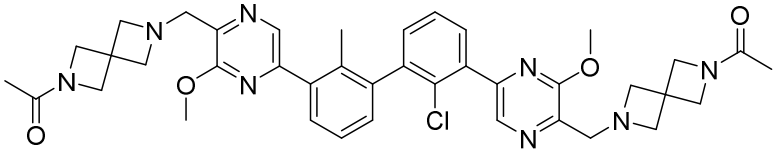












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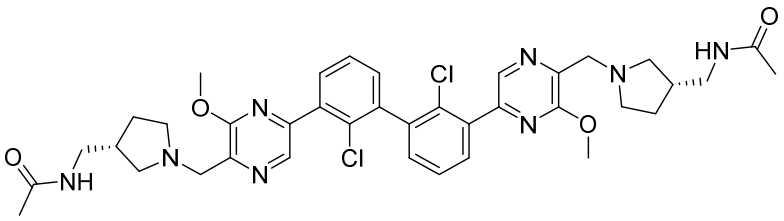
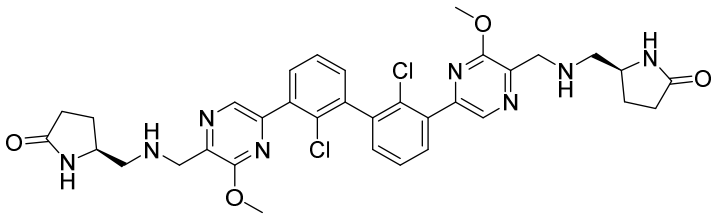


or a pharmaceutically acceptable salt thereof.

10. A compound which is:



or a pharmaceutically acceptable salt thereof.

11. A pharmaceutical composition comprising a compound according to any one of claims 1-10 or a pharmaceutically acceptable salt thereof, and at least one pharmaceutically acceptable excipient.

12. The pharmaceutical composition according to claim 11, further comprising one or more additional therapeutic agents; or

further comprising at least one additional anticancer agent selected from rituxan, doxorubicin, gemcitabine, nivolumab, pembrolizumab, atezolizumab and ipilimumab, and at least one pharmaceutically acceptable excipient.

13. Use of a compound according to any one of claims 1-10 or a pharmaceutically acceptable salt thereof, in the manufacture of a medicament for treating cancer by inhibiting PD-1, PD-L1 and/or the PD-1/PD-L1 interaction.

14. The use according to claim 13, wherein the medicament comprisies at least one additional anti-cancer agent selected from rituxan, doxorubicin, gemcitabine, nivolumab, pembrolizumab, atezolizumab and ipilimumab.

15. The use according to claim 13, wherein the medicament is for co-administartion with at least one additional anti-cancer agent selected from rituxan, doxorubicin, gemcitabine, nivolumab, pembrolizumab, atezolizumab and ipilimumab.

16. Use of a compound according to any one of claims 1-10 or a pharmaceutically acceptable salt thereof, in the manufacture of a medicament for improving T cell function in chronic hepatitis B (CHB) patients.