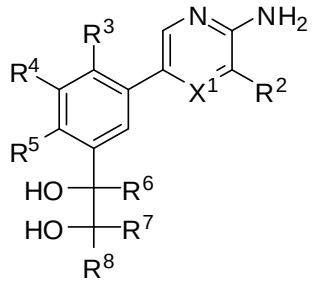
CLAIMS:

1. A compound of Formula (I):



(I)

or a pharmaceutically acceptable salt thereof; wherein:

X^1 is N or CR^1;

R^1 is selected from H, D, halo, C_{1-6} alkyl, C_{1-6} alkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, CN, OH, and NH_2;

R^2 is $C(O)NR^{c1}R^{d1}$;

R^3, R^4 and R^5 are each independently selected from H, D, halo, CN, OH, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} alkoxy, C_{1-6} haloalkoxy, cyano-C_{1-6} alkyl, HO-C_{1-6} alkyl, C_{1-6} alkoxy-C_{1-6} alkyl, C_{3-6} cycloalkyl, amino, C_{1-6} alkylamino, di(C_{1-6} alkyl)amino, and $C(O)NR^cR^d$, wherein the C_{1-6} alkyl is optionally substituted by 1, 2, 3, 4, 5, or 6 D;

R^6, R^7 and R^8 are each independently selected from H, D, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-10} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, $C(O)R^{b3}$, $C(O)NR^{c3}R^{d3}$, $C(O)NR^{c3}(OR^{a3})$, $C(O)OR^{a3}$, $C(=NR^{e3})R^{b3}$, $C(=NOH)R^{b3}$, $C(=NCN)R^{b3}$, and $C(=NR^{e3})NR^{c3}R^{d3}$, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-10} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^6, R^7, and R^8 are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^B substituents; and wherein the C_{1-6} haloalkyl of R^6, R^7, or R^8 is optionally substituted by 1, 2, 3, or 4 independently selected Y substituents;

each Y is independently selected from D, halo, C_{1-6} alkyl, and C_{1-6} haloalkyl;

or R^6 and R^7 substituents, together with the ring atoms to which they are attached, form a C_{3-10} cycloalkyl or 4-7 membered heterocycloalkyl, each of which is optionally substituted with 1, 2, 3, or 4 independently selected R^B substituents;

or R^7 and R^8 substituents, together with the ring atoms to which they are attached, form a C_{3-10} cycloalkyl or 4-7 membered heterocycloalkyl, each of which is optionally substituted with 1, 2, 3, or 4 independently selected R^B substituents;

R^c and R^d are each independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^c and R^d, are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^M substituents;

each R^{c1} and R^{d1} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{c1} and R^{d1} are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^A substituents;

or, any R^{c1} and R^{d1}, attached to the same N atom, together with the N atom to which they are attached, form a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^A substituents;

each R^{a3}, R^{b3}, R^{c3}, and R^{d3} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-10} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-10} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{a3}, R^{b3}, R^{c3}, and R^{d3} are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^B substituents;

or, any R^{c3} and R^{d3}, attached to the same N atom, together with the N atom to which they are attached, form a 5- or 6-membered heteroaryl or a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 5- or 6-membered heteroaryl or 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^B substituents;

each R^{e3} is independently selected from H, OH, CN, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-10} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^A is independently selected from D, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, CN, NO_2, OR^{a4}, SR^{a4}, $NHOR^{a4}$, $C(O)R^{b4}$, $C(O)NR^{c4}R^{d4}$, $C(O)NR^{c4}(OR^{b4})$, $C(O)OR^{a4}$, $OC(O)R^{b4}$, $OC(O)NR^{c4}R^{d4}$, $NR^{c4}R^{d4}$, $NR^{c4}NR^{c4}R^{d4}$, $NR^{c4}C(O)R^{b4}$, $NR^{c4}C(O)OR^{a4}$, $NR^{c4}C(O)NR^{c4}R^{d4}$, $C(=NR^{e4})R^{b4}$, $C(=NOH)R^{b4}$, $C(=NCN)R^{b4}$, $C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})NR^{c4}R^{d4}$, $NR^{c4}C(=NR^{e4})R^{b4}$, $NR^{c4}C(=NOH)NR^{c4}R^{d4}$, $NR^{c4}C(=NCN)NR^{c4}R^{d4}$, $NR^{c4}S(O)R^{b4}$, $NR^{c4}S(O)NR^{c4}R^{d4}$, $NR^{c4}S(O)_2R^{b4}$, $NR^{c4}S(O)_2NR^{c4}R^{d4}$, $S(O)R^{b4}$, $S(O)NR^{c4}R^{d4}$, $S(O)_2R^{b4}$, $S(O)_2NR^{c4}R^{d4}$, $OS(O)(=NR^{e4})R^{b4}$, $OS(O)_2R^{b4}$, SF_5, $P(O)R^{f4}R^{g4}$, $OP(O)(OR^{h4})(OR^{i4})$, $P(O)(OR^{h4})(OR^{i4})$, and $BR^{j4}R^{k4}$, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^A is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^D substituents;

each R^B is independently selected from D, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, CN, NO_2, OR^{a2}, SR^{a2}, $NHOR^{a2}$, $C(O)R^{b2}$, $C(O)NR^{c2}R^{d2}$, $C(O)NR^{c2}(OR^{b2})$, $C(O)OR^{a2}$, $OC(O)R^{b2}$, $OC(O)NR^{c2}R^{d2}$, $NR^{c2}R^{d2}$, $NR^{c2}NR^{c2}R^{d2}$, $NR^{c2}C(O)R^{b2}$, $NR^{c2}C(O)OR^{a2}$, $NR^{c2}C(O)NR^{c2}R^{d2}$, $C(=NR^{e2})R^{b2}$, $C(=NOH)R^{b2}$, $C(=NCN)R^{b2}$, $C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}C(=NR^{e2})NR^{c2}R^{d2}$, $NR^{c2}C(=NR^{e2})R^{b2}$, $NR^{c2}C(=NOH)NR^{c2}R^{d2}$, $NR^{c2}C(=NCN)NR^{c2}R^{d2}$, $NR^{c2}S(O)R^{b2}$, $NR^{c2}S(O)NR^{c2}R^{d2}$, $NR^{c2}S(O)_2R^{b2}$, $NR^{c2}S(O)_2NR^{c2}R^{d2}$, $S(O)R^{b2}$, $S(O)NR^{c2}R^{d2}$, $S(O)_2R^{b2}$, $S(O)_2NR^{c2}R^{d2}$, $OS(O)(=NR^{e2})R^{b2}$, $OS(O)_2R^{b2}$, SF_5, $P(O)R^{f2}R^{g2}$, $OP(O)(OR^{h2})(OR^{i2})$, $P(O)(OR^{h2})(OR^{i2})$, and $BR^{j2}R^{k2}$, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^B is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^M substituents;

each R^{a2}, R^{b2}, R^{c2}, and R^{d2} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10}

aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{a2}, R^{b2}, R^{c2}, and R^{d2} are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^M substituents;

or, any R^{c2} and R^{d2} attached to the same N atom, together with the N atom to which they are attached, form a 5- or 6-membered heteroaryl or a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 5- or 6-membered heteroaryl or 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^M substituents;

each R^{e2} is independently selected from H, OH, CN, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{f2} and R^{g2} is independently selected from H, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{h2} and R^{i2} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{j2} and R^{k2} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy;

or any R^{j2} and R^{k2} attached to the same B atom, together with the B atom to which they are attached, form a 5- or 6-membered heterocycloalkyl group optionally substituted with 1, 2, 3, or 4 substituents independently selected from C_{1-6} alkyl and C_{1-6} haloalkyl;

each R^{a4}, R^{b4}, R^{c4}, and R^{d4} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{a4}, R^{b4}, R^{c4}, and R^{d4} are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^D substituents;

or, any R^{c4} and R^{d4} attached to the same N atom, together with the N atom to which they are attached, form a 5- or 6-membered heteroaryl or a 4-, 5-, 6-, or 7-membered heterocycloalkyl group,

wherein the 5- or 6-membered heteroaryl or 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^D substituents;

each R^{e4} is independently selected from H, OH, CN, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{f4} and R^{g4} is independently selected from H, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{h4} and R^{i4} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{j4} and R^{k4} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy;

or any R^{j4} and R^{k4} attached to the same B atom, together with the B atom to which they are attached, form a 5- or 6-membered heterocycloalkyl group optionally substituted with 1, 2, 3, or 4 substituents independently selected from C_{1-6} alkyl and C_{1-6} haloalkyl;

each R^D is independently selected from H, D, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, CN, NO_2, OR^{a5}, SR^{a5}, $NHOR^{a5}$, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)NR^{c5}(OR^{b5})$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $C(=NR^{e5})R^{b5}$, $C(=NOH)R^{b5}$, $C(=NCN)R^{b5}$, $C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})R^{b5}$, $NR^{c5}C(=NOH)NR^{c5}R^{d5}$, $NR^{c5}C(=NCN)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$, $NR^{c5}S(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{c5}$, $S(O)_2NR^{c5}R^{d5}$, $OS(O)(=NR^{e5})R^{b5}$, $OS(O)_2R^{b5}$, SF_5, $P(O)R^{f5}R^{g5}$, $OP(O)(OR^{h5})(OR^{i5})$, $P(O)(OR^{h5})(OR^{i5})$, and $BR^{j5}R^{k5}$, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^D are each optionally substituted with 1, 2, 3, or 4 independently selected R^E substituents;

each R^{a5}, R^{b5}, R^{c5}, and R^{d5} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-,

and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{a5}, R^{b5}, R^{c5}, and R^{d5} are each optionally substituted with 1, 2, 3, or 4 independently selected R^E substituents;

or, any R^{c5} and R^{d5} attached to the same N atom, together with the N atom to which they are attached, form a 5- or 6-membered heteroaryl or a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 5- or 6-membered heteroaryl or 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^E substituents;

each R^{e5} is independently selected from H, OH, CN, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{f5} and R^{g5} is independently selected from H, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{h5} and R^{i5} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{j5} and R^{k5} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy;

or any R^{j5} and R^{k5} attached to the same B atom, together with the B atom to which they are attached, form a 5- or 6-membered heterocycloalkyl group optionally substituted with 1, 2, 3, or 4 substituents independently selected from C_{1-6} alkyl and C_{1-6} haloalkyl;

each R^E is independently selected from H, D, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, CN, NO_2, OR^{a6}, SR^{a6}, $NHOR^{a6}$, $C(O)R^{b6}$, $C(O)NR^{c6}R^{d6}$, $C(O)NR^{c6}(OR^{b6})$, $C(O)OR^{a6}$, $OC(O)R^{b6}$, $OC(O)NR^{c6}R^{d6}$, $NR^{c6}R^{d6}$, $NR^{c6}NR^{c6}R^{d6}$, $NR^{c6}C(O)R^{b6}$, $NR^{c6}C(O)OR^{a6}$, $NR^{c6}C(O)NR^{c6}R^{d6}$, $C(=NR^{e6})R^{b6}$, $C(=NOH)R^{b6}$, $C(=NCN)R^{b6}$, $C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})NR^{c6}R^{d6}$, $NR^{c6}C(=NR^{e6})R^{b6}$, $NR^{c6}C(=NOH)NR^{c6}R^{d6}$, $NR^{c6}C(=NCN)NR^{c6}R^{d6}$, $NR^{c6}S(O)R^{b6}$, $NR^{c6}S(O)NR^{c6}R^{d6}$, $NR^{c6}S(O)_2R^{b6}$, $NR^{c6}S(O)_2NR^{c6}R^{d6}$, $S(O)R^{b6}$, $S(O)NR^{c6}R^{d6}$, $S(O)_2R^{c6}$, $S(O)_2NR^{c6}R^{d6}$, $OS(O)(=NR^{e6})R^{b6}$, $OS(O)_2R^{b6}$, SF_5, $P(O)R^{f6}R^{g6}$, $OP(O)(OR^{h6})(OR^{i6})$, $P(O)(OR^{h6})(OR^{i6})$, and $BR^{j6}R^{k6}$, wherein the C_{1-6} alkyl,

C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^E are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^G substituents;

each R^{a6}, R^{b6}, R^{c6}, and R^{d6} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{a6}, R^{b6}, R^{c6}, and R^{d6} are each optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^G substituents;

or, any R^{c6} and R^{d6} attached to the same N atom, together with the N atom to which they are attached, form a 5- or 6-membered heteroaryl or a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 5- or 6-membered heteroaryl or 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, 4, 5, 6, 7, or 8 independently selected R^G substituents;

each R^{e6} is independently selected from H, OH, CN, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{f6} and R^{g6} is independently selected from H, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{1-6} haloalkoxy, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{h6} and R^{i6} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-;

each R^{j6} and R^{k6} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy;

or any R^{j6} and R^{k6} attached to the same B atom, together with the B atom to which they are attached, form a 5- or 6-membered heterocycloalkyl group optionally substituted with 1, 2, 3, or 4 substituents independently selected from C_{1-6} alkyl and C_{1-6} haloalkyl;

each R^G is independently selected from H, D, halo, CN, NO_2, SF_5, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10

membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl; and

each R^M is independently selected from H, D, OH, NO_2, CN, halo, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, cyano-C_{1-6} alkyl, HO-C_{1-6} alkyl, C_{1-6} alkoxy-C_{1-6} alkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-7} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, (4-10 membered heterocycloalkyl)-C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} haloalkoxy, amino, C_{1-6} alkylamino, di(C_{1-6} alkyl)amino, thio, C_{1-6} alkylthio, C_{1-6} alkylsulfinyl, C_{1-6} alkylsulfonyl, carbamyl, C_{1-6} alkylcarbamyl, di(C_{1-6} alkyl)carbamyl, carboxy, C_{1-6} alkylcarbonyl, C_{1-4} alkoxycarbonyl, C_{1-6} alkylcarbonylamino, C_{1-6} alkylsulfonylamino, aminosulfonyl, C_{1-6} alkylaminosulfonyl, di(C_{1-6} alkyl)aminosulfonyl, aminosulfonylamino, C_{1-6} alkylaminosulfonylamino, di(C_{1-6} alkyl)aminosulfonylamino, aminocarbonylamino, C_{1-6} alkylaminocarbonylamino, and di(C_{1-6} alkyl)aminocarbonylamino.

2. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R^1 is H, D or C_{1-6} alkyl.

3. The compound of any one of claims 1 and 2, wherein each R^A is independently selected from D, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, CN, OR^{a4}, and $NR^{c4}R^{d4}$; wherein the C_{1-6} alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl of R^A are each optionally substituted with 1, 2, 3, or 4 independently selected R^D substituents;

each R^{a4}, R^{c4}, and R^{d4} is independently selected from H, C_{1-6} alkyl, and C_{1-6} haloalkyl, wherein the C_{1-6} alkyl of R^{a4}, R^{c4}, and R^{d4} are each optionally substituted with 1, 2, 3, or 4 independently selected R^D substituents; and

each R^D is independently selected from D, OH, CN, halo, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{1-6} alkoxy, C_{1-6} haloalkoxy, amino, C_{1-6} alkylamino, and di(C_{1-6} alkyl)amino.

4. The compound of any one of claims 1 and 2, or a pharmaceutically acceptable salt thereof, wherein each R^{c1} and R^{d1} is independently selected from H, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{c1} and R^{d1} are each optionally substituted with 1, 2, 3, or 4 independently selected R^A substituents;

or, any R^{c1} and R^{d1}, attached to the same N atom, together with the N atom to which they are attached, form a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^A substituents.

5. The compound of any one of claims 1-4, or a pharmaceutically acceptable salt thereof, wherein R^4 is H, D, or C_{1-6} alkyl, wherein the C_{1-6} alkyl is optionally substituted with 1, 2, or 3 D.

6. The compound of any one of claims 1-4, or a pharmaceutically acceptable salt thereof, wherein R^5 is H, D, or C_{1-6} alkyl, wherein the C_{1-6} alkyl is optionally substituted with 1, 2, or 3 D.

7. The compound of any one of claims 1-4, or a pharmaceutically acceptable salt thereof, wherein R^5 is H.

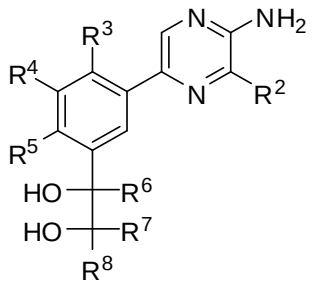
8. The compound of any one of claims 1-7, or a pharmaceutically acceptable salt thereof, wherein R^6 is H, D, C_{1-6} alkyl or C_{1-6} haloalkyl, wherein each halogen is F, wherein the haloalkyl is optionally substituted with 1 or 2 independently selected Y substituents, wherein each Y substituent is independently selected from D, halo, C_{1-6} alkyl, and C_{1-6} haloalkyl.

9. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt thereof, wherein R^7 is selected from H, D, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl is optionally substituted with 1, 2, or 3 D.

10. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein R^8 is selected from H, D, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{6-10} aryl, C_{3-7} cycloalkyl, 5-10 membered heteroaryl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl is optionally substituted with 1, 2, or 3 D.

11. The compound of any one of claims 1-9, or a pharmaceutically acceptable salt thereof, wherein R^8 is H.

12. The compound of any one of claims 1-11, having Formula (II):



(II)

or a pharmaceutically acceptable salt thereof.

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

X^1 is N or CH;

R^2 is $C(O)NR^{c1}R^{d1}$;

each R^{c1} and R^{d1} is independently selected from H, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl-, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 4-10 membered heterocycloalkyl, C_{6-10} aryl-C_{1-6} alkyl-, C_{3-10} cycloalkyl-C_{1-6} alkyl-, (5-10 membered heteroaryl)-C_{1-6} alkyl-, and (4-10 membered heterocycloalkyl)-C_{1-6} alkyl- of R^{c1} and R^{d1} are each optionally substituted with 1, 2, 3, or 4 independently selected R^A substituents;

or, any R^{c1} and R^{d1}, attached to the same N atom, together with the N atom to which they are attached, form a 4-, 5-, 6-, or 7-membered heterocycloalkyl group, wherein the 4-, 5-, 6-, or 7-membered heterocycloalkyl group is optionally substituted with 1 or 2 independently selected R^A substituents;

each R^A is independently selected from D, halo, oxo, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, CN, NO_2 and OR^{a4}, wherein the C_{1-6} alkyl, C_{2-6} alkenyl, and C_{2-6} alkynyl of R^A is optionally substituted with 1 or 2 independently selected R^D substituents;

each R^{a4} is independently selected from H and C_{1-6} alkyl, wherein the C_{1-6} alkyl is optionally substituted CN, NO_2 or OH;

each R^D is OH;

each R^3, R^4, and R^5 is independently selected from H, D, halo, CN, OH, C_{1-3} alkyl, and C_{1-3} haloalkyl, wherein the C_{1-3} alkyl is optionally substituted by 1, 2, 3, 4, 5, or 6 D; and

each R^6, R^7, and R^8 is independently selected from H, D, C_{1-6} alkyl and C_{1-6} haloalkyl.

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

X^1 is N;

R^2 is $C(O)NR^{c1}R^{d1}$;

R^{c1} is H;

R^{d1} is selected from ethyl, propyl, isopropyl, butyl, tert-butyl, cyclobutyl, cyclohexyl, bicyclo[1.1.1]pentanyl, bicyclo[2.1.1]hexanyl, bicyclo[2.2.1]heptanyl, methyl-cyclopropyl, methyl-cyclobutyl, methyl-phenyl, ethyl-phenyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, pyrrolidinyl, and thianyl, wherein the ethyl, propyl, isopropyl, tert-butyl, cyclobutyl, cyclohexyl, bicyclo[1.1.1]pentanyl, bicyclo[2.1.1]hexanyl, bicyclo[2.2.1]heptanyl, methyl-cyclopropyl, methyl-cyclobutyl, methyl-phenyl, ethyl-phenyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, pyrrolidinyl, and thianyl of R^{d1} is optionally substituted with 1 or 2 independently selected R^A substituents;

or, any R^{c1} and R^{d1}, attached to the same N atom, together with the N atom to which they are attached, form an azetidinyl or pyrrolidinyl, wherein the azetidinyl or pyrrolidinyl is optionally substituted with 1 or 2 independently selected R^A substituents;

each R^A is independently selected from oxo, methyl, CH_2F, CHF_2, CF_3, $-OCH_3$, $-CH_2OH$, CN, and OH;

R^3 is selected from H, methyl, and CD_3;

R^4 and R^5 are each H;

R^6 is selected from CH_2F, CHF_2 and CF_3; and

R^7 and R^8 are each H.

15. The compound of claim 1, selected from:

3-Amino-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)-*N*-(tetrahydro-2*H*-pyran-4-yl)pyrazine-2-carboxamide;

3-Amino-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-(methyl-d_3)phenyl)-*N*-(4-hydroxybicyclo[2.2.1]heptan-1-yl)pyrazine-2-carboxamide;

3-Amino-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxybutan-2-yl)phenyl)-*N*-(tetrahydro-2*H*-pyran-4-yl)pyrazine-2-carboxamide;

3-Amino-6-(2-methyl-5-(1,1,1-trifluoro-2,3-dihydroxy-3-methylbutan-2-yl)phenyl)-*N*-(tetrahydro-2*H*-pyran-4-yl)pyrazine-2-carboxamide;

3-amino-*N*-((1*s*,3*R*)-3-cyanocyclobutyl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-*N*-((1*S*,2*S*)-2-hydroxycyclohexyl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-*N*-((*trans*)-3-hydroxytetrahydro-2*H*-pyran-4-yl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-*N*-((1*s*,3*R*)-3-hydroxy-3-(trifluoromethyl)cyclobutyl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-*N*-((1*s*,3*R*)-3-hydroxy-1-methylcyclobutyl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

(*S*)-3-amino-*N*-(4-(hydroxymethyl)bicyclo[2.1.1]hexan-1-yl)-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

(*S*)-3-amino-*N*-(3-(hydroxymethyl)bicyclo[1.1.1]pentan-1-yl)-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-*N*-((*S*)-1-hydroxypropan-2-yl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

(*S*)-3-amino-*N*-(2-cyano-2-methylpropyl)-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

(*S*)-3-amino-*N*-(4-hydroxybicyclo[2.2.1]heptan-1-yl)-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-*N*-((*R*)-1-hydroxypropan-2-yl)-6-(2-(methyl-d_3)-5-((*S*)-1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

(*S*)-3-amino-*N*-(4-hydroxybicyclo[2.1.1]hexan-1-yl)-6-(2-(methyl-d_3)-5-(1,1,1-trifluoro-2,3-dihydroxypropan-2-yl)phenyl)pyrazine-2-carboxamide;

3-amino-6-(5-((*S*)-1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-(methyl-d_3)phenyl)-*N*-((1*S*,2*S*)-2-hydroxycyclohexyl)pyrazine-2-carboxamide;

3-amino-6-(5-((*S*)-1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-(methyl-d_3)phenyl)-*N*-((1*R*,2*R*)-2-hydroxycyclohexyl)pyrazine-2-carboxamide;

(*S*)-3-amino-*N*-(4-cyanobicyclo[2.1.1]hexan-1-yl)-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-(methyl-d_3)phenyl)pyrazine-2-carboxamide;

(*S*)-3-amino-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-(methyl-d3)phenyl)-N-(tetrahydro-2H-pyran-4-yl)pyrazine-2-carboxamide;

(*S*)-3-amino-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)-*N*-(tetrahydro-2*H*-pyran-4-yl)pyrazine-2-carboxamide;

3-amino-6-(5-((*S*)-1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)-*N*-((*S*)-1-hydroxypropan-2-yl)pyrazine-2-carboxamide;

3-amino-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)-*N*-(4-hydroxybicyclo[2.2.1]heptan-1-yl)pyrazine-2-carboxamide;

(3-amino-6-(5-((*S*)-1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)pyrazin-2-yl)((*R*)-2-(hydroxymethyl)pyrrolidin-1-yl)methanone;

(*S*)-3-amino-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)-*N*-isopropylpyrazine-2-carboxamide;

3-amino-6-(5-((*S*)-1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)-N-(3-methyltetrahydrofuran-3-yl)pyrazine-2-carboxamide; and

3-Amino-N-(4-cyanobicyclo[2.1.1]hexan-1-yl)-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)pyrazine-2-carboxamide;

or an enantiomer, diastereomer or tautomer thereof;

or a pharmaceutically acceptable salt thereof.

16. The compound of claim 1, which is (S)-3-amino-N-(4-cyanobicyclo[2.1.1]hexan-1-yl)-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-(methyl-d3)phenyl)pyrazine-2-carboxamide; or an enantiomer, diastereomer or tautomer thereof; or a pharmaceutically acceptable salt thereof.

17. The compound of claim 1, which is (S)-3-amino-6-(5-(1,1-difluoro-2,3-dihydroxypropan-2-yl)-2-methylphenyl)-N-(tetrahydro-2H-pyran-4-yl)pyrazine-2-carboxamide; or an enantiomer, diastereomer or tautomer thereof; or a pharmaceutically acceptable salt thereof.

18. A pharmaceutical composition comprising a compound of any one of claims 1 to 17, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable excipient or carrier.

19. A compound of any one of claims 1 to 17, or a pharmaceutically acceptable salt thereof, for use in a method of treating a disease or disorder in a patient, wherein the disease or disorder is associated with abnormal expression or activity of PI3Kγ kinase, the method comprising administering to the patient a therapeutically effective amount of a compound of any one of claims 1 to 17, or a pharmaceutically acceptable salt thereof, wherein the disease or disorder is selected from:

(a) an autoimmune disease or disorder, cancer, cardiovascular disease, or neurodegenerative disease; or

(b) lung cancer, melanoma, pancreatic cancer, breast cancer, prostate cancer, liver cancer, colon cancer, endometrial cancer, bladder cancer, skin cancer, cancer of the uterus, renal cancer, gastric cancer, seminoma, teratocarcinoma, astrocytoma, neuroblastoma, glioma, or sarcoma; or

(c) Askin's tumor, sarcoma botryoides, chondrosarcoma, Ewing's sarcoma, malignant hemangioendothelioma, malignant schwannoma, osteosarcoma, alveolar soft part sarcoma, angiosarcoma, cystosarcoma phyllodes, dermatofibrosarcoma protuberans, desmoid tumor, desmoplastic small round cell tumor, epithelioid sarcoma, extraskeletal chondrosarcoma, extraskeletal osteosarcoma, fibrosarcoma, gastrointestinal stromal tumor (GIST), hemangiopericytoma, hemangiosarcoma, Kaposi's sarcoma, leiomyosarcoma, liposarcoma, lymphangiosarcoma, lymphosarcoma, malignant peripheral nerve sheath tumor (MPNST), neurofibrosarcoma, rhabdomyosarcoma, synovial sarcoma, or undifferentiated pleomorphic sarcoma; or

(d) acute myeloid leukemia, acute monocytic leukemia, small lymphocytic lymphoma, chronic lymphocytic leukemia (CLL), chronic myelogenous leukemia (CML), multiple myeloma, T-cell acute lymphoblastic leukemia (T-ALL), cutaneous T-cell lymphoma, large granular lymphocytic leukemia, mature (peripheral) t-cell neoplasm (PTCL), anaplastic large cell lymphoma (ALCL), or lymphoblastic lymphoma; or

(e) T-cell prolymphocytic leukemia, T-cell granular lymphocytic leukemia, aggressive NK-cell leukemia, mycosis fungoides/Sezary syndrome, anaplastic large cell lymphoma (T-cell type), enteropathy type T-cell lymphoma, adult T-cell leukemia/lymphoma, or angioimmunoblastic T-cell lymphoma; or

(f) systemic ALCL or primary cutaneous ALCL; or

(g) Burkitt's lymphoma, acute myeloblastic leukemia, chronic myeloid leukemia, non-Hodgkin's lymphoma, Hodgkin's lymphoma, hairy cell leukemia, Mantle cell lymphoma, small lymphocytic lymphoma, follicular lymphoma, xeroderoma pigmentosum, keratoacanthoma, lymphoplasmacytic lymphoma, extranodal marginal zone lymphoma, Waldenstrom's macroglobulinemia, prolymphocytic leukemia, acute lymphoblastic leukemia, myelofibrosis, mucosa-associated lymphatic tissue (MALT) lymphoma, mediastinal (thymic) large B-cell lymphoma, lymphomatoid granulomatosis, splenic marginal zone lymphoma, primary effusion lymphoma, intravascular large B-cell lymphoma, plasma cell leukemia, extramedullary plasmacytoma, smoldering myeloma (aka asymptomatic myeloma), monoclonal gammopathy of undetermined significance (MGUS), or diffuse large B cell lymphoma; or

(h) relapsed NHL, refractory NHL, recurrent follicular NHL, indolent NHL (iNHL), or aggressive NHL (aNHL); or

(i) activated B-cell like (ABC) diffuse large B cell lymphoma, or germinal center B cell (GCB) diffuse large B cell lymphoma; or

(j) endemic Burkitt's lymphoma, sporadic Burkitt's lymphoma, or Burkitt's-like lymphoma; or

(k) rheumatoid arthritis, multiple sclerosis, systemic lupus erythematous, asthma, allergy, allergic rhinitis, pancreatitis, psoriasis, anaphylaxis, glomerulonephritis, inflammatory bowel disease, thrombosis, meningitis, encephalitis, diabetic retinopathy, benign prostatic hypertrophy, myasthenia gravis, Sjögren's syndrome, osteoarthritis, restenosis, or atherosclerosis; or

(l) heart hypertrophy, cardiac myocyte dysfunction, acute coronary syndrome, chronic obstructive pulmonary disease (COPD), chronic bronchitis, elevated blood pressure, ischemia, ischemia-reperfusion, vasoconstriction, anemia, bacterial infection, viral infection, graft rejection, kidney disease, anaphylactic shock fibrosis, skeletal muscle atrophy, skeletal muscle hypertrophy, angiogenesis, sepsis, graft-versus-host disease, allogeneic or xenogeneic transplantation, glomerulosclerosis, progressive renal fibrosis, idiopathic thrombocytopenic purpura (ITP), autoimmune hemolytic anemia, vasculitis, systemic lupus erythematosus, lupus nephritis, pemphigus, or membranous nephropathy; or

(m) relapsed ITP or refractory ITP; or

(n) Behçet's disease, Cogan's syndrome, giant cell arteritis, polymyalgia rheumatica (PMR), Takayasu's arteritis, Buerger's disease (thromboangiitis obliterans), central nervous system vasculitis, Kawasaki disease, polyarteritis nodosa, Churg-Strauss syndrome, mixed cryoglobulinemia vasculitis (essential or hepatitis C virus (HCV)-induced), Henoch-Schönlein purpura (HSP), hypersensitivity vasculitis, microscopic polyangiitis, Wegener's granulomatosis, or anti-neutrophil cytoplasm antibody associated (ANCA) systemic vasculitis (AASV); or

(o) Alzheimer's disease, central nervous system trauma, or stroke.

20. Use of a compound of any one claims 1 to 17, or a pharmaceutically acceptable salt thereof, in the manufacture of a medicament for the treatment of a disease or disorder in a patient, wherein the disease or disorder is associated with abnormal expression or activity of PI3Kγ kinase and wherein the disease or disorder is selected from:

(a) an autoimmune disease or disorder, cancer, cardiovascular disease, or neurodegenerative disease; or

(b) lung cancer, melanoma, pancreatic cancer, breast cancer, prostate cancer, liver cancer, colon cancer, endometrial cancer, bladder cancer, skin cancer, cancer of the uterus, renal cancer, gastric cancer, seminoma, teratocarcinoma, astrocytoma, neuroblastoma, glioma, or sarcoma; or

(c) Askin's tumor, sarcoma botryoides, chondrosarcoma, Ewing's sarcoma, malignant hemangioendothelioma, malignant schwannoma, osteosarcoma, alveolar soft part sarcoma, angiosarcoma, cystosarcoma phyllodes, dermatofibrosarcoma protuberans, desmoid tumor, desmoplastic small round cell tumor, epithelioid sarcoma, extraskeletal chondrosarcoma, extraskeletal osteosarcoma, fibrosarcoma, gastrointestinal stromal tumor (GIST), hemangiopericytoma, hemangiosarcoma, Kaposi's sarcoma, leiomyosarcoma, liposarcoma, lymphangiosarcoma, lymphosarcoma, malignant peripheral nerve sheath tumor (MPNST), neurofibrosarcoma, rhabdomyosarcoma, synovial sarcoma, or undifferentiated pleomorphic sarcoma; or

(d) acute myeloid leukemia, acute monocytic leukemia, small lymphocytic lymphoma, chronic lymphocytic leukemia (CLL), chronic myelogenous leukemia (CML), multiple myeloma, T-cell acute lymphoblastic leukemia (T-ALL), cutaneous T-cell lymphoma, large granular lymphocytic leukemia, mature (peripheral) t-cell neoplasm (PTCL), anaplastic large cell lymphoma (ALCL), or lymphoblastic lymphoma; or

(e) T-cell prolymphocytic leukemia, T-cell granular lymphocytic leukemia, aggressive NK-cell leukemia, mycosis fungoides/Sezary syndrome, anaplastic large cell lymphoma (T-cell type), enteropathy type T-cell lymphoma, adult T-cell leukemia/lymphoma, or angioimmunoblastic T-cell lymphoma; or

(f) systemic ALCL or primary cutaneous ALCL; or

(g) Burkitt's lymphoma, acute myeloblastic leukemia, chronic myeloid leukemia, non-Hodgkin's lymphoma, Hodgkin's lymphoma, hairy cell leukemia, Mantle cell lymphoma, small lymphocytic lymphoma, follicular lymphoma, xeroderoma pigmentosum, keratoacanthoma, lymphoplasmacytic lymphoma, extranodal marginal zone lymphoma, Waldenstrom's macroglobulinemia, prolymphocytic leukemia, acute lymphoblastic leukemia, myelofibrosis, mucosa-associated lymphatic tissue (MALT) lymphoma, mediastinal (thymic) large B-cell lymphoma, lymphomatoid granulomatosis, splenic marginal zone lymphoma, primary effusion lymphoma, intravascular large B-cell lymphoma, plasma cell leukemia, extramedullary plasmacytoma, smoldering myeloma (aka asymptomatic myeloma), monoclonal gammopathy of undetermined significance (MGUS), or diffuse large B cell lymphoma; or

(h) relapsed NHL, refractory NHL, recurrent follicular NHL, indolent NHL (iNHL), or aggressive NHL (aNHL); or

(i) activated B-cell like (ABC) diffuse large B cell lymphoma, or germinal center B cell (GCB) diffuse large B cell lymphoma; or

(j) endemic Burkitt's lymphoma, sporadic Burkitt's lymphoma, or Burkitt's-like lymphoma; or

(k) rheumatoid arthritis, multiple sclerosis, systemic lupus erythematous, asthma, allergy, allergic rhinitis, pancreatitis, psoriasis, anaphylaxis, glomerulonephritis, inflammatory bowel disease, thrombosis, meningitis, encephalitis, diabetic retinopathy, benign prostatic hypertrophy, myasthenia gravis, Sjögren's syndrome, osteoarthritis, restenosis, or atherosclerosis; or

(l) heart hypertrophy, cardiac myocyte dysfunction, acute coronary syndrome, chronic obstructive pulmonary disease (COPD), chronic bronchitis, elevated blood pressure, ischemia, ischemia-reperfusion, vasoconstriction, anemia, bacterial infection, viral infection, graft rejection, kidney disease, anaphylactic shock fibrosis, skeletal muscle atrophy, skeletal muscle hypertrophy, angiogenesis, sepsis, graft-versus-host disease, allogeneic or xenogeneic transplantation, glomerulosclerosis, progressive renal fibrosis, idiopathic thrombocytopenic

purpura (ITP), autoimmune hemolytic anemia, vasculitis, systemic lupus erythematosus, lupus nephritis, pemphigus, or membranous nephropathy; or

(m) relapsed ITP or refractory ITP; or

(n) Behçet's disease, Cogan's syndrome, giant cell arteritis, polymyalgia rheumatica (PMR), Takayasu's arteritis, Buerger's disease (thromboangiitis obliterans), central nervous system vasculitis, Kawasaki disease, polyarteritis nodosa, Churg-Strauss syndrome, mixed cryoglobulinemia vasculitis (essential or hepatitis C virus (HCV)-induced), Henoch-Schönlein purpura (HSP), hypersensitivity vasculitis, microscopic polyangiitis, Wegener's granulomatosis, or anti-neutrophil cytoplasm antibody associated (ANCA) systemic vasculitis (AASV); or

(o) Alzheimer's disease, central nervous system trauma, or stroke.