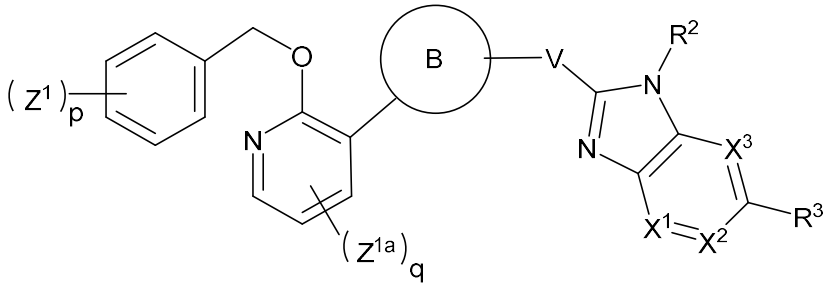
WHAT IS CLAIMED IS:

1. A compound of Formula (Ib-1):



(Ib-1),

or a pharmaceutically acceptable salt thereof, wherein

ring B is C_{6-10} aryl or heteroaryl, which is each optionally substituted with one to four R^4;

R^2 is H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, heterocyclyl, C_{6-10} aryl, heteroaryl, -CN, $-OR^{2a}$, $-S-R^{2a}$, $-S(O)R^{2a}$, $-S(O)(NH)R^{2a}$, $-S(O)_2R^{2a}$, $-S(O)_2N(R^{2a})(R^{2b})$, or $-S(O)(NR^{2a})R^{2b}$,

wherein the alkyl, cycloalkyl, heterocyclyl, aryl, or heteroaryl is each optionally substituted with one to four Z^1;

X^1, X^2, and X^3 are each independently –N=, -C(H)=, or $–C(R^8)=$;

R^3 is -C(O)OH;

each R^4 is independently C_{1-6} alkyl, C_{1-6} haloalkoxy, C_{2-6} alkoxyalkyl, halogen, oxo, -CN, or $-OR^{4a}$;

V is $-CH_2-$;

each R^8 is C_{1-9} alkyl, halogen, or $-O(C_{1-9}$ alkyl);

each R^{9a} and R^{9b} is independently H, C_{1-6} alkyl, or C_{1-6} haloalkyl, or R^{9a} and R^{9b} together form a 6-membered heterocyclyl;

each Z^1 is independently C_{1-6} alkyl, C_{1-6} haloalkyl, C_{1-6} alkoxy, C_{1-6} haloalkoxy, C_{2-6} alkoxyalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, halogen, C_{3-10} cycloalkyl, heterocyclyl, C_{6-10} aryl, heteroaryl, heterocyclyl-C_{1-6} alkyl, heterocyclyl-C_{1-6} haloalkyl,

heteroaryl-C_{1-6} alkyl, heteroaryl-C_{1-6} haloalkyl, oxo, -OH, -CN, -NO_2, or -$C(O)N(R^{12a})(R^{12b})$,

wherein the heteroaryl or heterocyclyl is each optionally substituted with one to four halogen, C_{1-6} haloalkyl, C_{3-6} cycloalkyl, 4-6 membered heterocyclyl, or -CN;

each Z^{1a} is independently C_{1-9} alkyl, C_{1-8} haloalkyl, C_{1-6} alkoxy, C_{1-6} haloalkoxy, C_{2-6} alkoxyalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, halogen, C_{3-15} cycloalkyl, heterocyclyl, C_{6-10} aryl, heteroaryl, oxo, -NO_2, -CN, -N_3, -O-R^{12a}, -$C(O)R^{12a}$, -C(O)O-R^{12a}, -$C(O)N(R^{12a})(R^{12b})$, -$N(R^{12a})(R^{12b})$, -$N(R^{12a})_2(R^{12b})^+$, -$N(R^{12a})$-$C(O)R^{12b}$, -$N(R^{12a})C(O)O(R^{12b})$, -$N(R^{12a})C(O)N(R^{12b})(R^{12c})$, -$N(R^{12a})S(O)_2(R^{12b})$, -$N(R^{12a})S(O)_2$-$N(R^{12b})(R^{12c})$, -$N(R^{12a})S(O)_2O(R^{12b})$, -$OC(O)R^{12a}$, -$OC(O)OR^{12a}$, -$OC(O)$-$N(R^{12a})(R^{12b})$, -S-$R^{12a}$, -$S(O)R^{12a}$, -$S(O)(NH)R^{12a}$, -$S(O)_2R^{12a}$, -$S(O)_2N(R^{12a})(R^{12b})$, -$S(O)(NR^{12a})R^{12b}$, or -$Si(R^{12a})_3$,

wherein the alkyl, haloalkyl, alkenyl, alkynyl, cycloalkyl, heterocyclyl, aryl, or heteroaryl is each optionally substituted with one to four Z^{1b};

each Z^{1b} is independently is independently C_{1-6} alkyl, C_{1-6} haloalkyl, C_{1-6} alkoxy, C_{1-6} haloalkoxy, C_{2-6} alkoxyalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, halogen, C_{3-10} cycloalkyl, heterocyclyl, C_{6-10} aryl, heteroaryl, heterocyclyl-C_{1-6} alkyl, heterocyclyl-C_{1-6} haloalkyl, heteroaryl-C_{1-6} alkyl, heteroaryl-C_{1-6} haloalkyl, oxo, -OH, -CN, -NO_2, or -$C(O)N(R^{12a})(R^{12b})$;

each R^{2a}, R^{2b}, R^{4a}, R^{12a}, R^{12b}, and R^{12c} is independently H, C_{1-9} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-15} cycloalkyl, heterocyclyl, C_{6-10} aryl, or heteroaryl wherein the alkyl, alkenyl, alkynyl, cycloalkyl, heterocyclyl, aryl, or heteroaryl is each optionally substituted with one to four Z^{1b},

wherein each heteroaryl has 5 to 12 ring members and has one to four heteroatoms each independently N, O, or S;

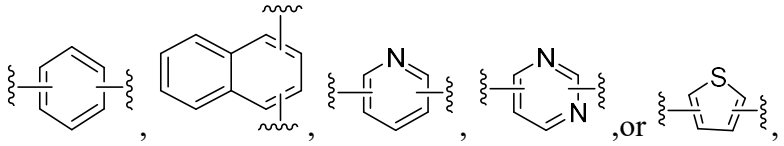
wherein each heterocyclyl has 3 to 12 ring members and has one to four heteroatoms each independently N, O, or S;

subscript p is 1, 2, or 3; and

subscript q is 0, 1 or 2.

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

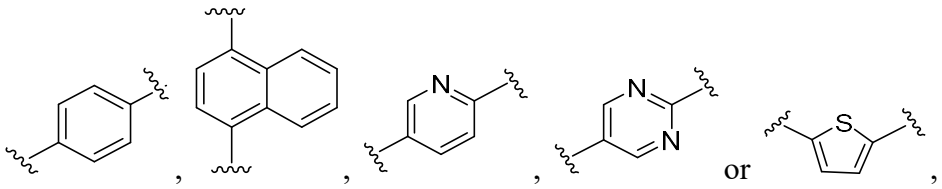
ring B is



which are each optionally substituted with one or two R^4.

3. The compound of claim 1 or 2, or a pharmaceutically acceptable salt thereof, wherein

ring B is



which are each optionally substituted with one or two R^4.

4. The compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof, wherein ring B is substituted with one or two halogens.

5. The compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof, wherein

X^1, X^2, and X^3 are each independently –CH=, –C(F)=, -C(Cl)=, -C(Br)=, or -C(CN)=.

6. The compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof, wherein

each Z^1 is independently $C_{1\text{-}6}$ alkyl, $C_{1\text{-}6}$ haloalkyl, $C_{1\text{-}6}$ alkoxy, $C_{1\text{-}6}$ haloalkoxy, halogen, oxo, -OH, -CN, or -NO_2, $C_{3\text{-}10}$ cycloalkyl, 3 to 12 membered heterocyclyl having one to three heteroatoms, or 5 to 10 membered heteroaryl having one to three heteroatoms.

7. The compound of claim 6, or a pharmaceutically acceptable salt thereof, wherein

each Z^1 is independently C_{1-6} haloalkyl, C_{1-6} haloalkoxy, halogen, -CN, or 5 to 6 membered heteroaryl having one to three heteroatoms.

8. The compound of claim 6, or a pharmaceutically acceptable salt thereof, wherein

each Z^1 is independently halogen, C_{1-6} haloalkyl, C_{1-3} alkoxy, C_{3-10} cycloalkyl, or -CN.

9. The compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof, wherein

R^2 is C_{1-6} alkyl, which is optionally substituted with one to four Z^{1b}.

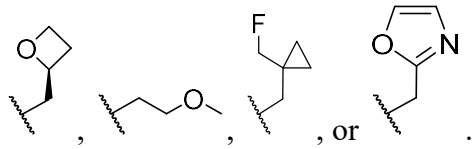
10. The compound of any one of claims 1 to 8, or a pharmaceutically acceptable salt thereof, wherein

R^2 is C_{1-6} alkyl-heterocyclyl-C_{1-6} alkyl or C_{1-6} alkyl-heterocyclyl, each of which is optionally substituted with one to four Z^{1b}.

11. The compound of any one of claims 1 to 8, or a pharmaceutically acceptable salt thereof, wherein

R^2 is C_{1-6} alkyl-C_{3-10} cycloalkyl or C_{1-6} alkyl-C_{3-10} cycloalkyl-C_{1-6} alkyl, which is each optionally substituted with one to four Z^{1b}.

12. The compound of any one of claims 1 to 8, or a pharmaceutically acceptable salt thereof, wherein R^2 is



, , , or .

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

each R^4 is independently C_{1-6} alkyl, halogen, oxo, -CN, or -OR^{4a}.

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

each R^4 is independently C_{1-6} alkyl, halogen, oxo, -OH, or -CN.

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

each R^4 is independently F, oxo, or –CN.

16. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R^8 is C_{1-9} alkyl, halogen, or -O(C_{1-9} alkyl).

17. The compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof, wherein

subscript p is 1 or 2.

18. The compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof, wherein

subscript q is 0, 1 or 2.