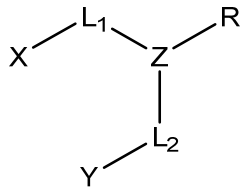
CLAIMS:

1. A compound of Formula (**I**):



(**I**)

or a pharmaceutically acceptable salt thereof, wherein

R is $–L_A$-R_Z;

L_A is a bond or a bivalent moiety connecting R_Z to Z;

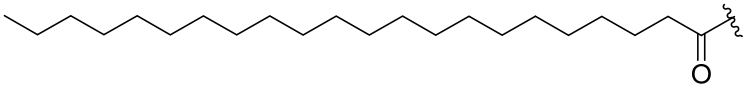
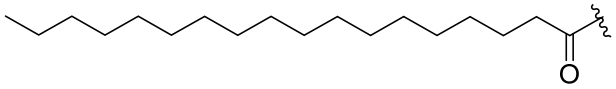
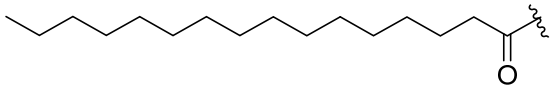
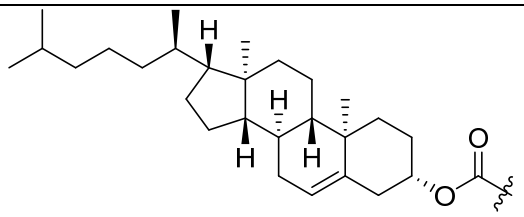
R_Z comprises an oligonucleotide-based agent;

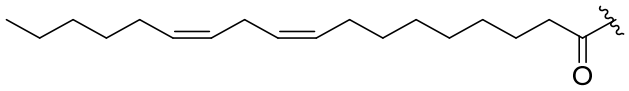
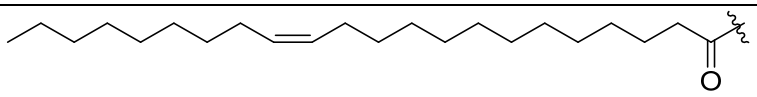
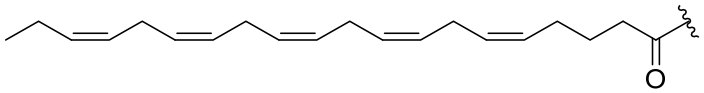
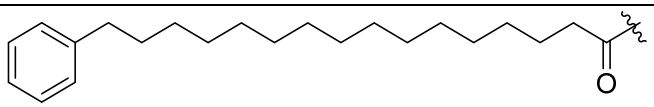
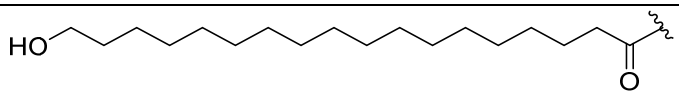
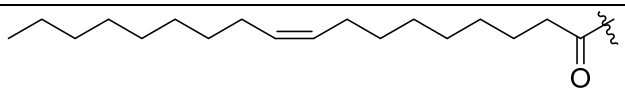
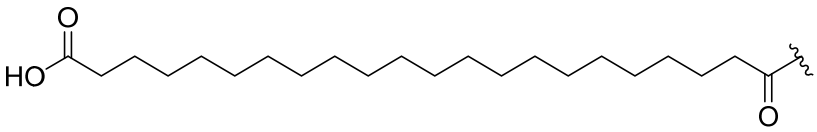
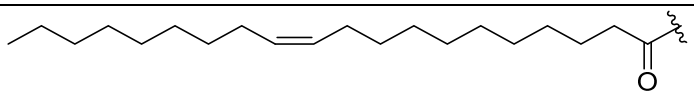
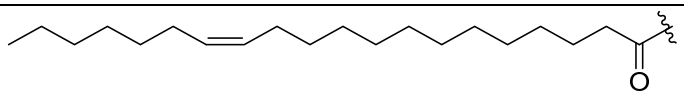
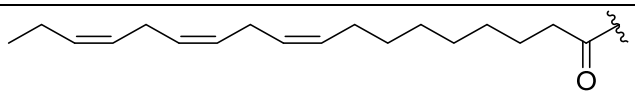
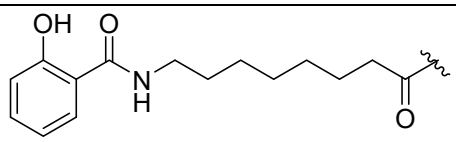
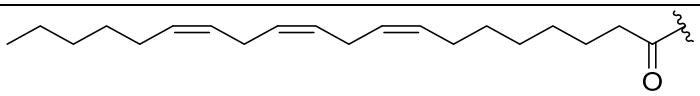
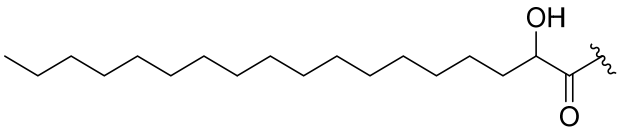
Z is CH, phenyl or N;

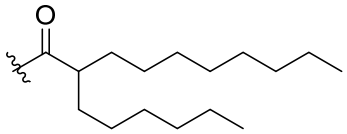
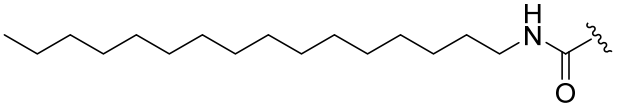
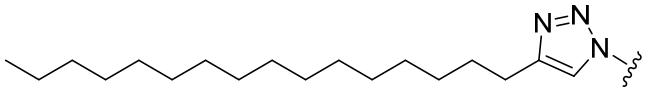
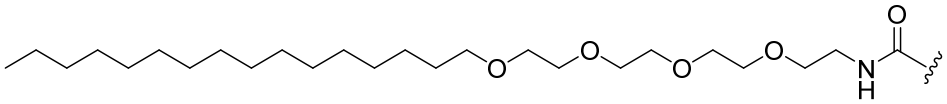
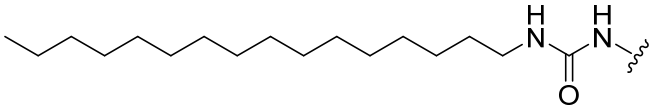
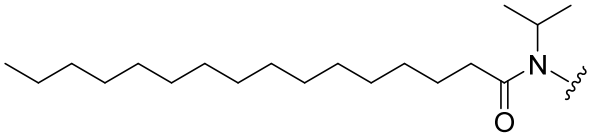
L_1 and L_2 are each independently linkers comprising at least about 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

2. The compound or pharmaceutically acceptable salt of claim 1, wherein at least one of X and Y is selected from the group consisting of:

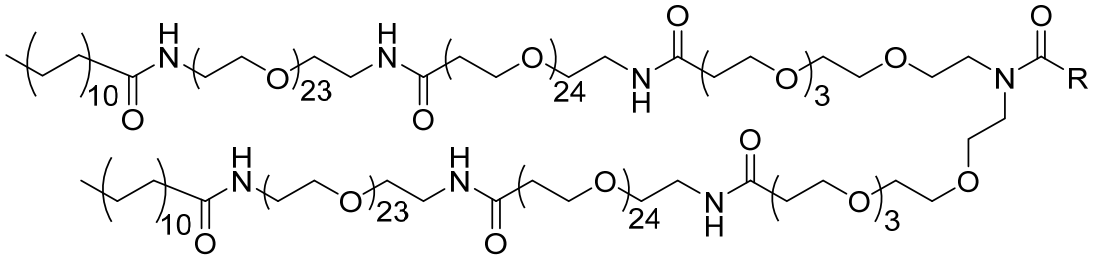
Name	Structure
Lipid 1	
Lipid 2	
Lipid 3	
Lipid 4	

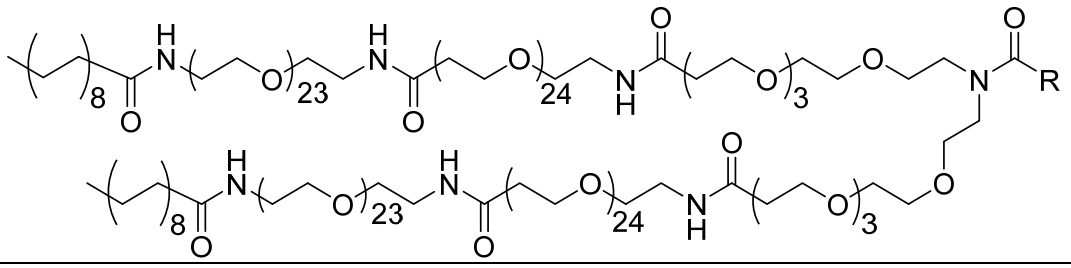
Name	Structure
Lipid 5	
Lipid 6	
Lipid 7	
Lipid 8	
Lipid 9	
Lipid 10	
Lipid 11	
Lipid 12	
Lipid 14	
Lipid 15	
Lipid 16	
Lipid 17	
Lipid 18	

Name	Structure
Lipid 19	
Lipid 20	
Lipid 21	
Lipid 22	
Lipid 23	
Lipid 24	

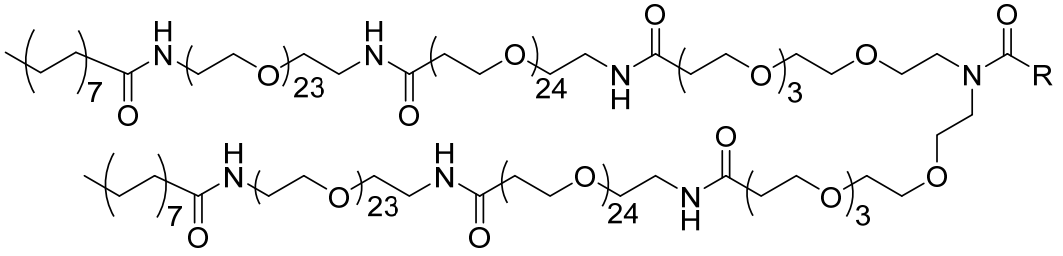
wherein  indicates a point of connection to L_1 or L_2.

3. A compound selected from the group consisting of:

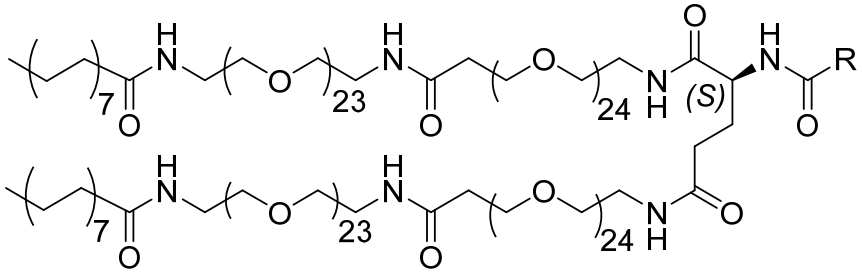
LP 1a

LP 28a



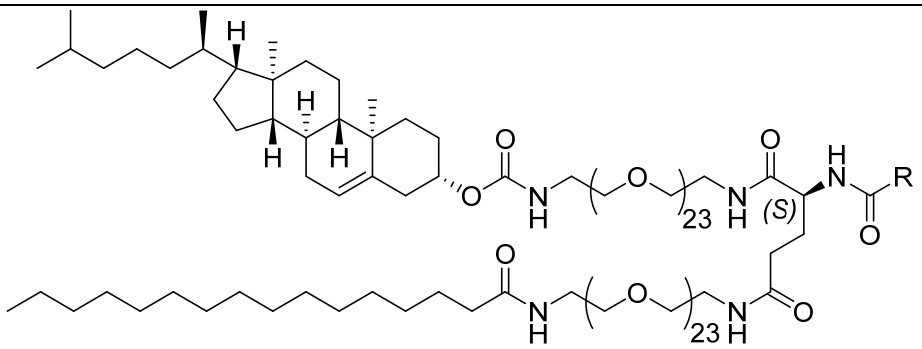
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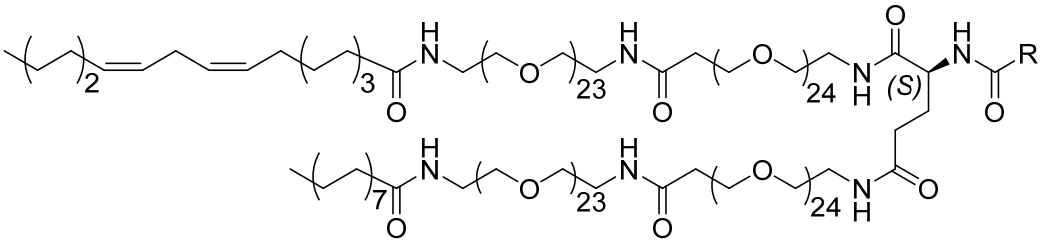
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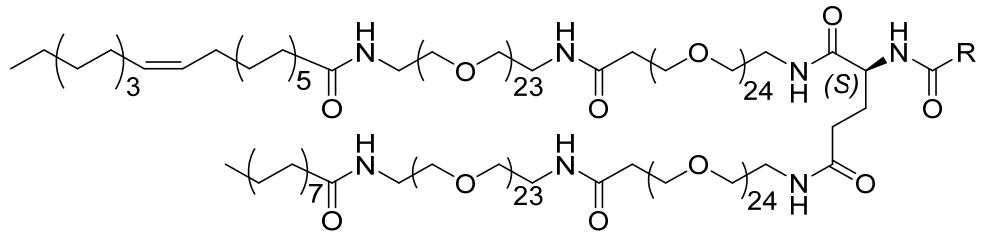
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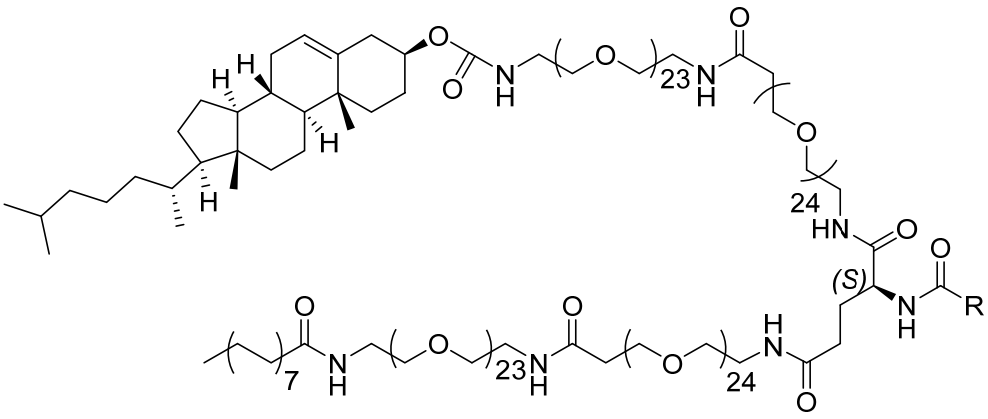
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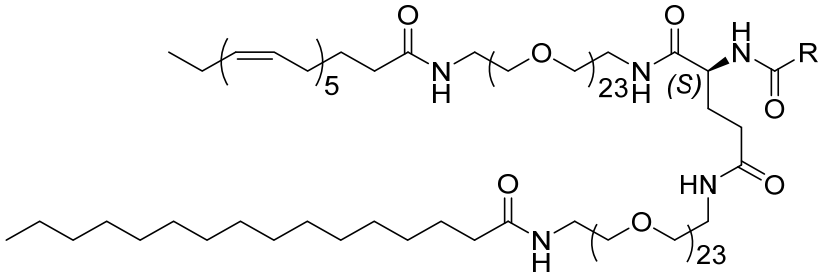
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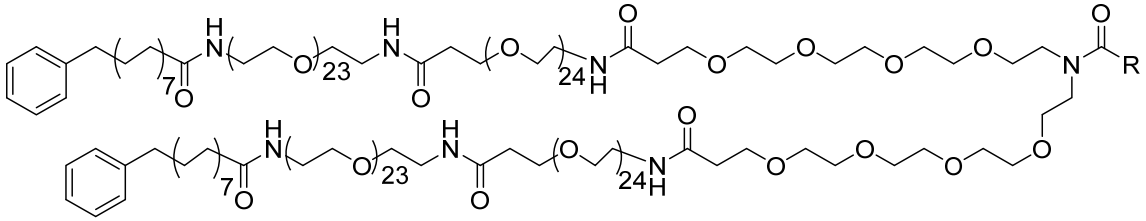
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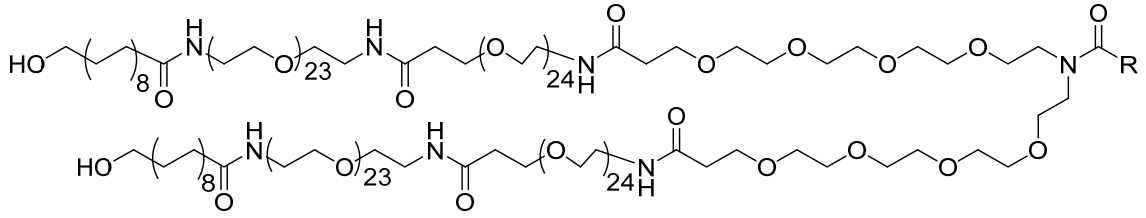
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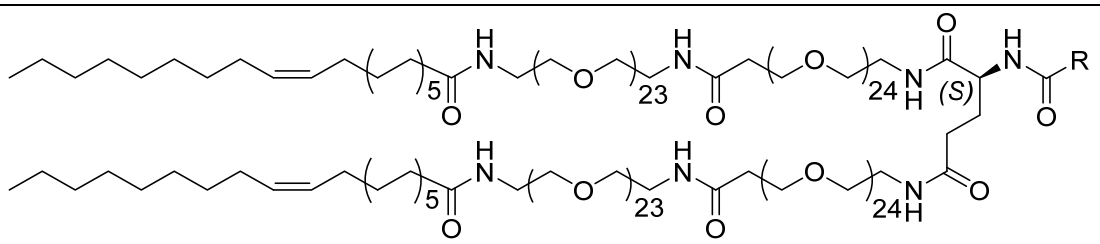
LP 48a



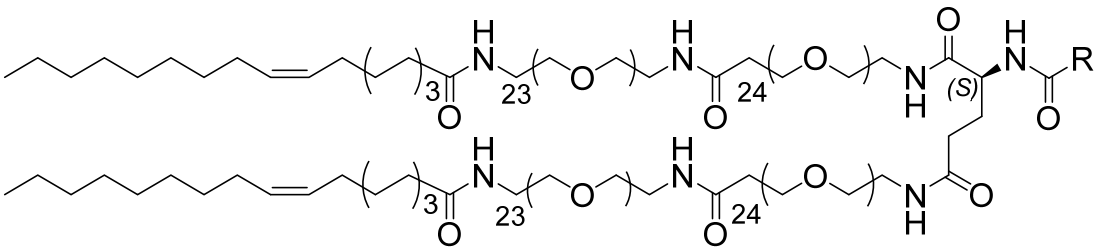
LP 49a



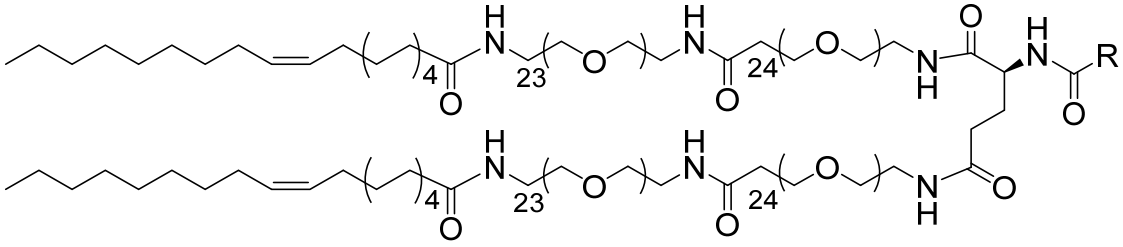
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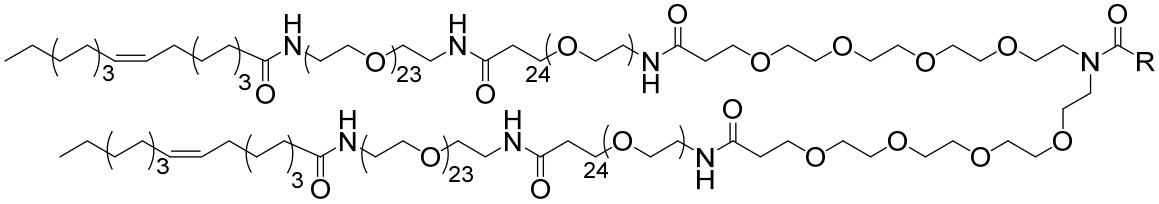
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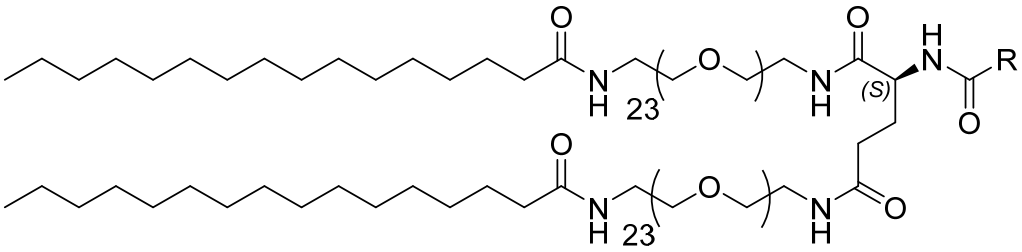
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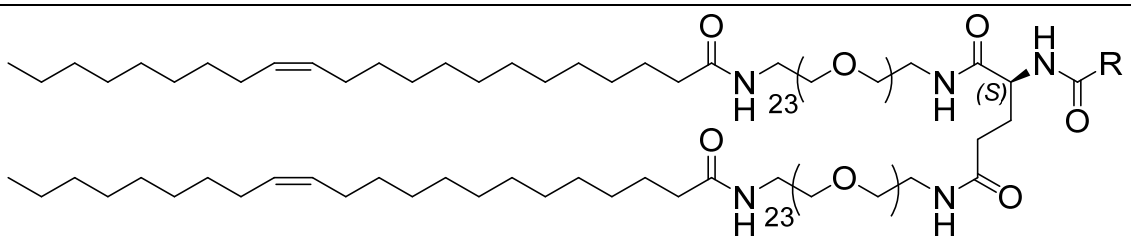
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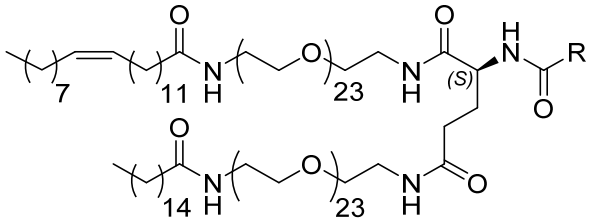
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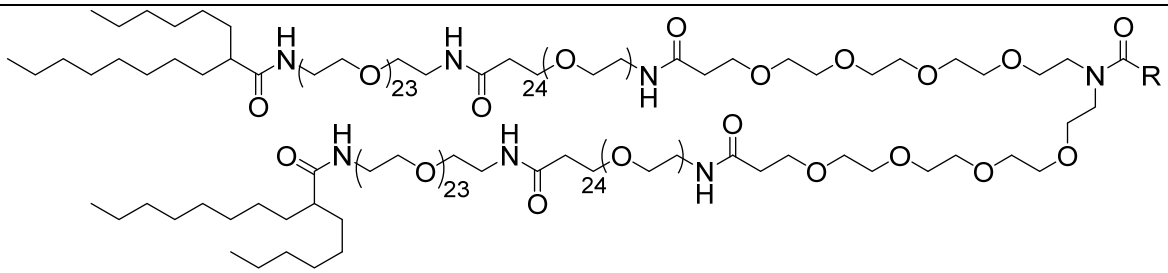
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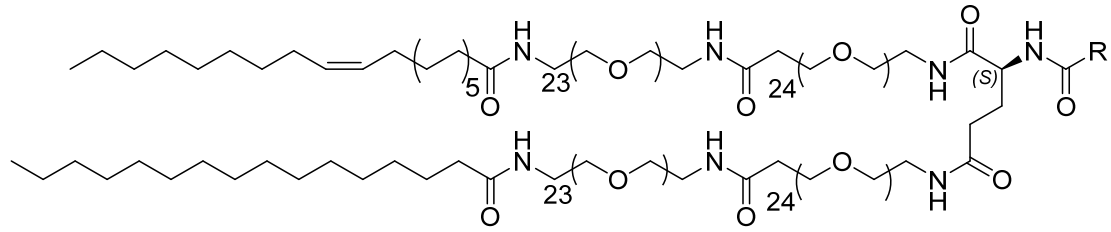
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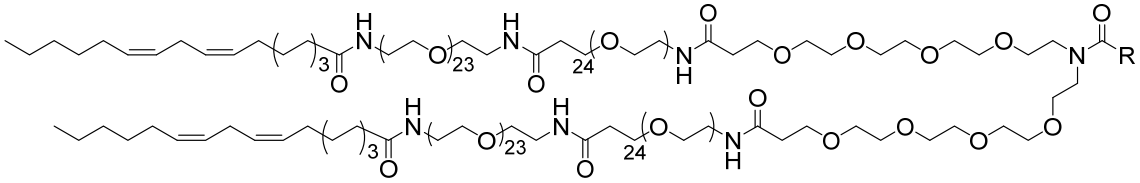
LP 61a



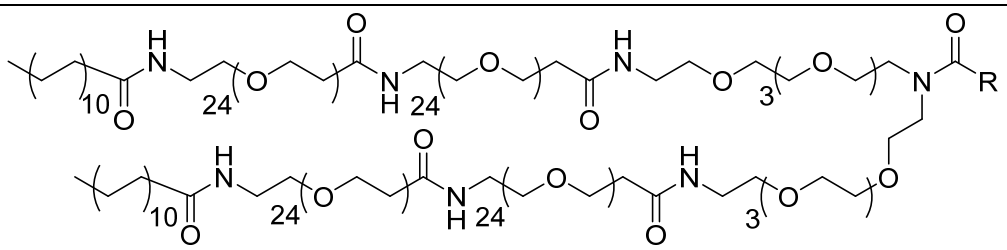
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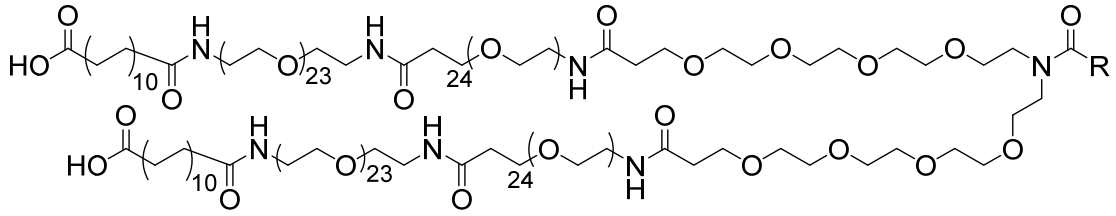
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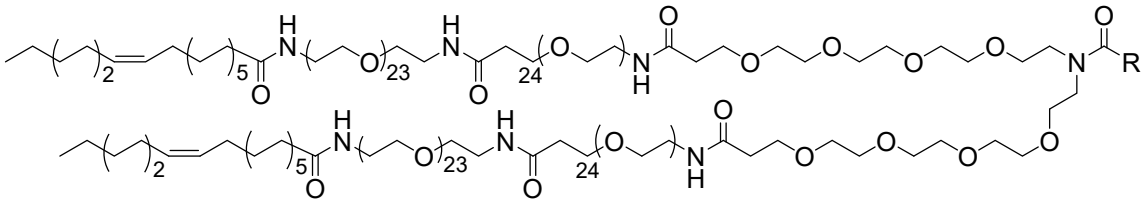
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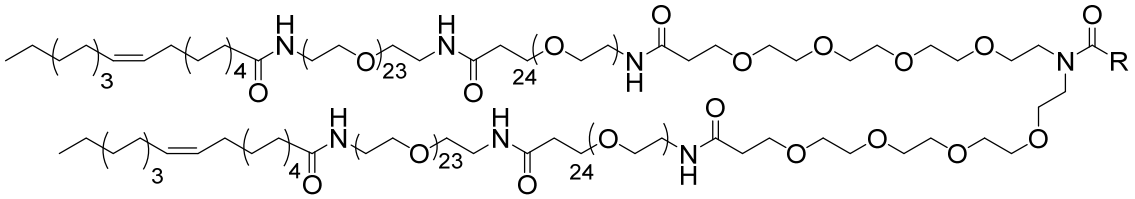
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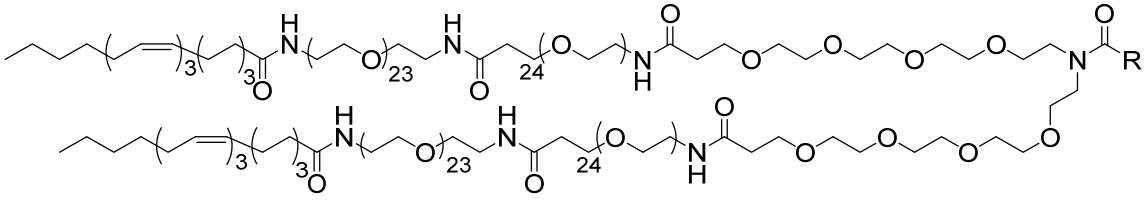
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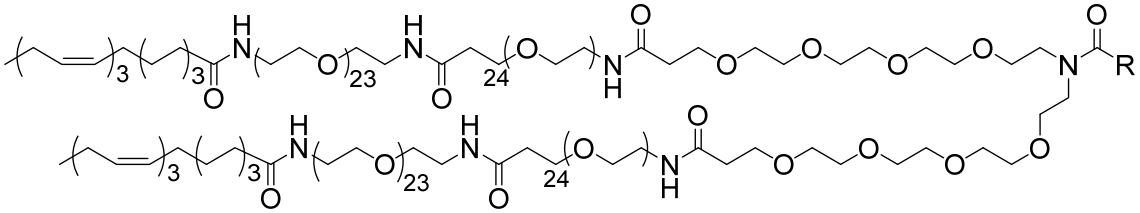
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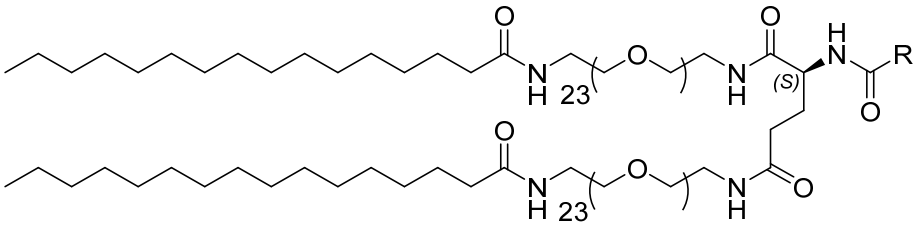
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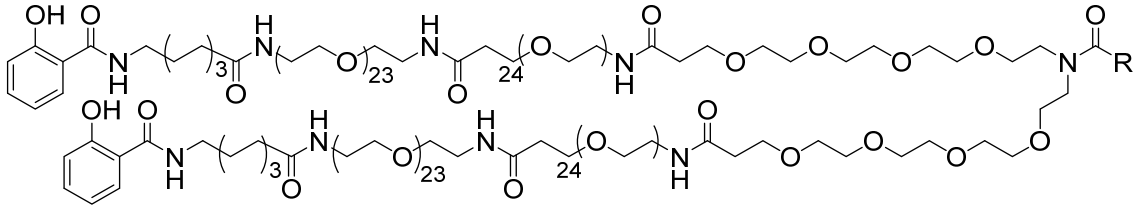
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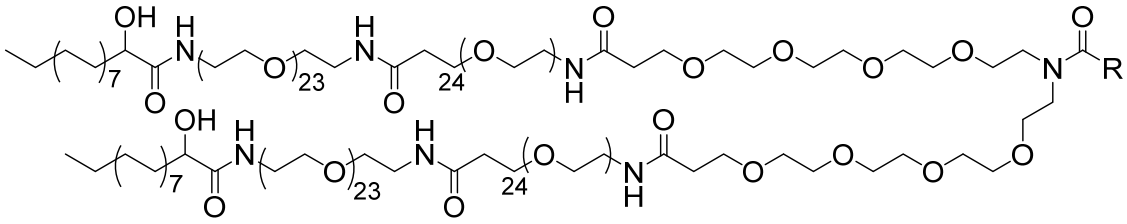
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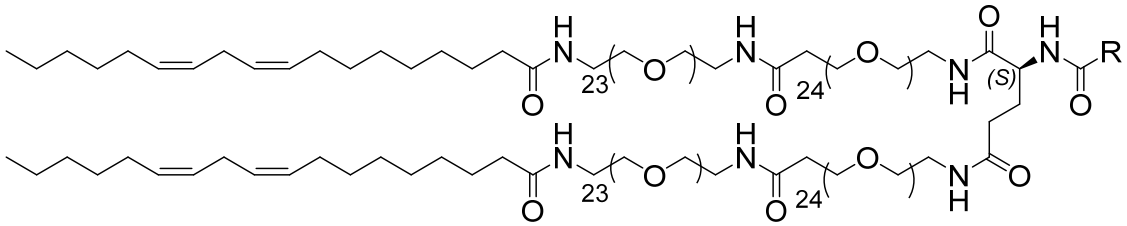
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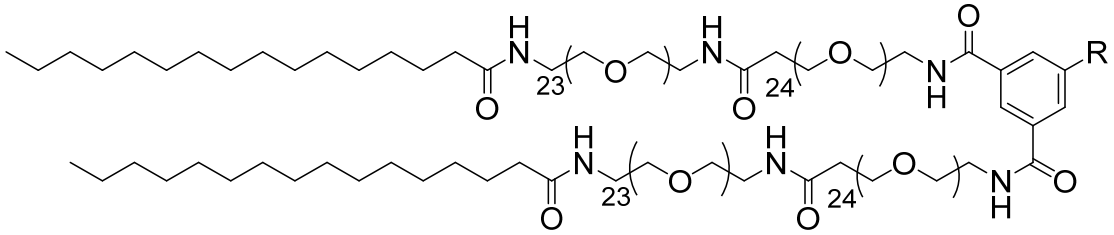
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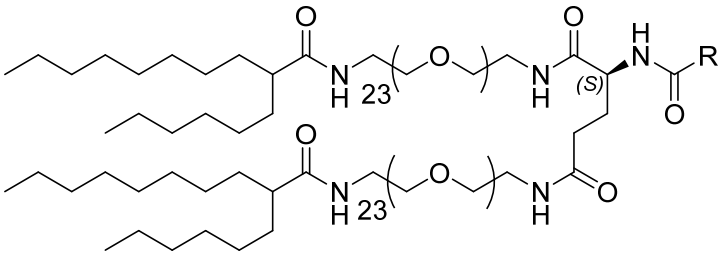
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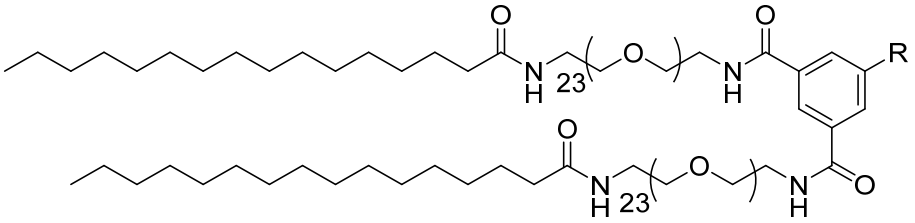
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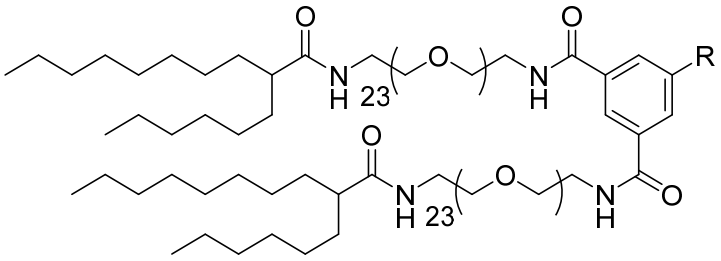
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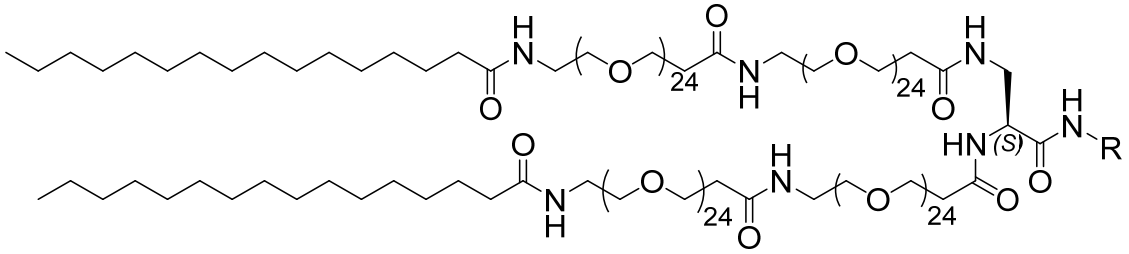
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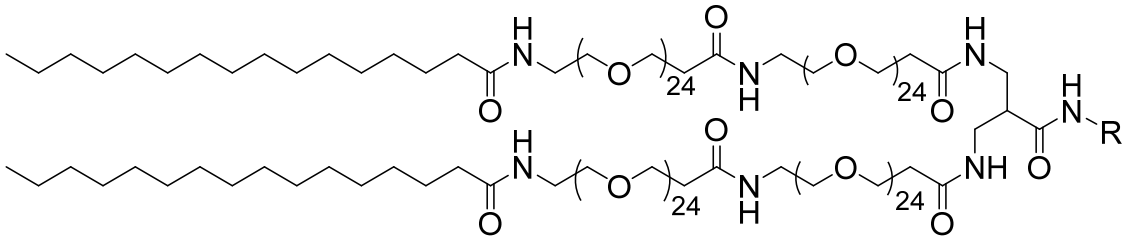
LP 130a



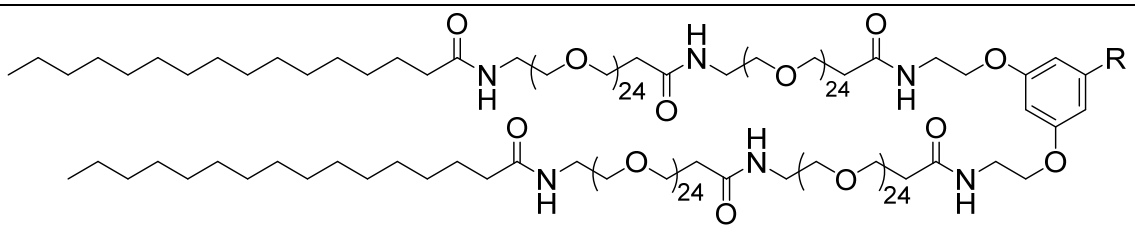
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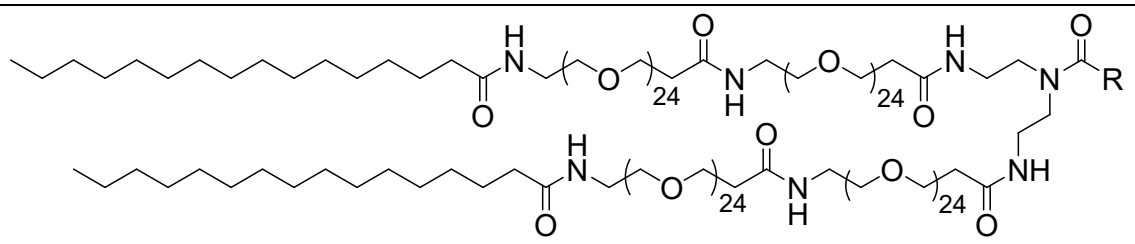
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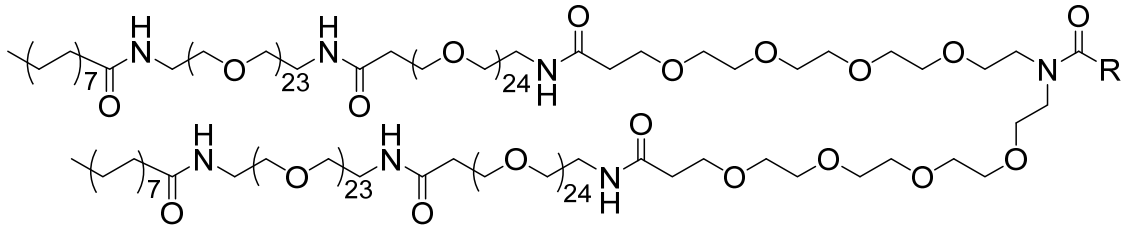
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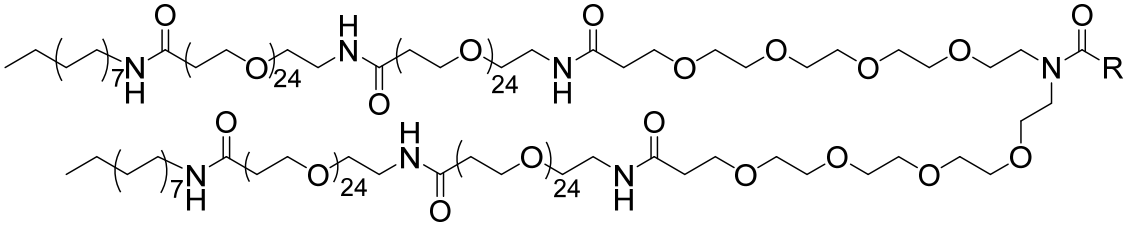
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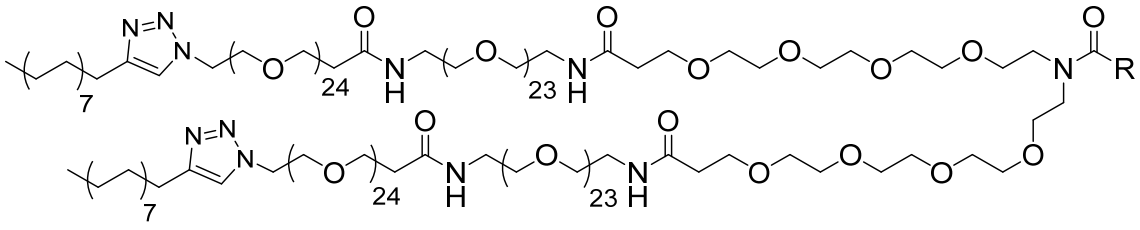
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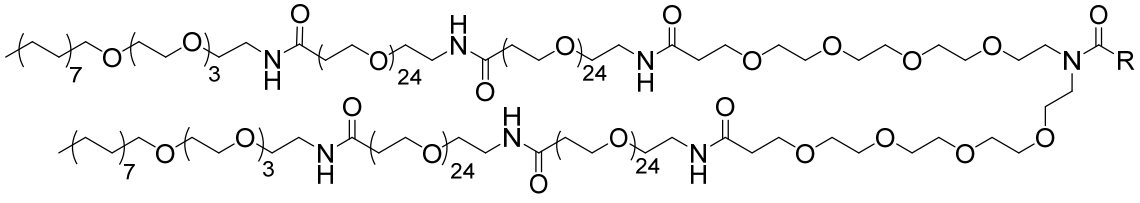
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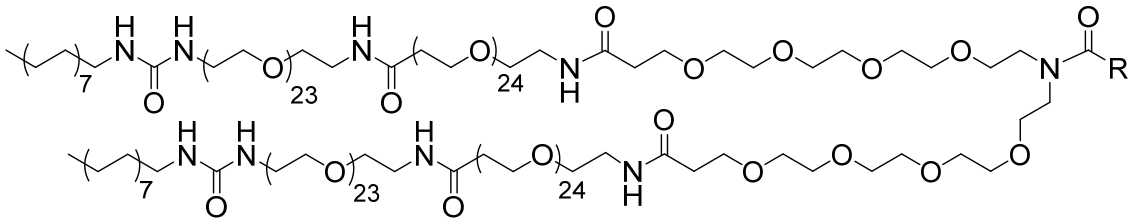
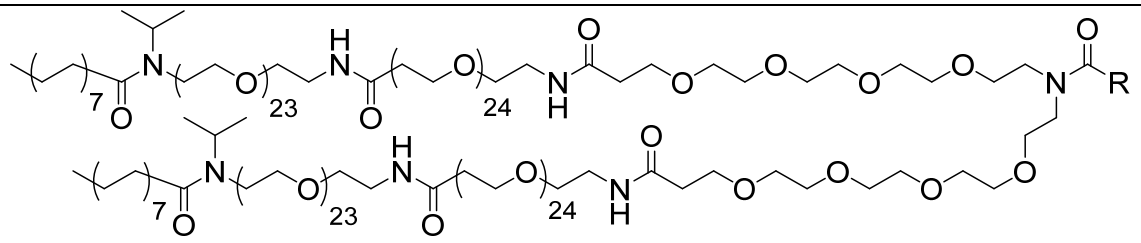


LP 339a



LP 340a



LP 357a

LP 358a


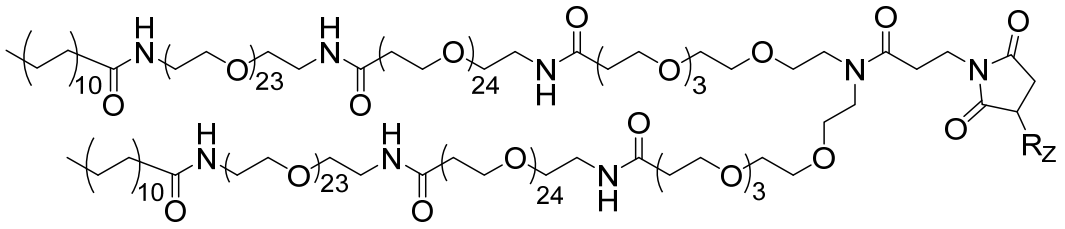
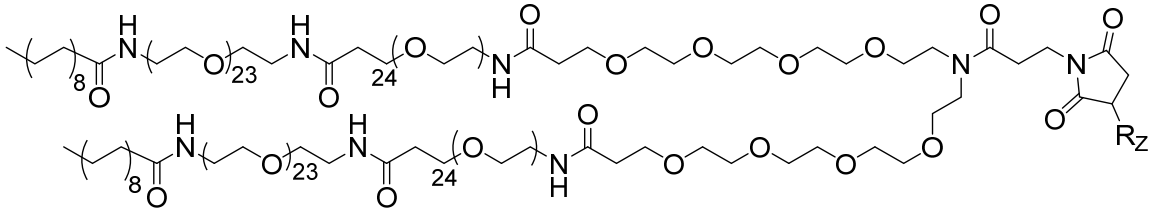
or a pharmaceutically acceptable salt of any of these compounds,

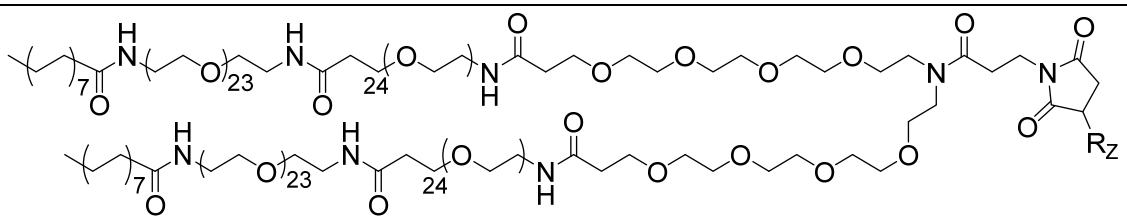
wherein each R is L_A-R_Z;

L_A is a bond or a bivalent moiety connecting R_Z to the rest of the compound; and

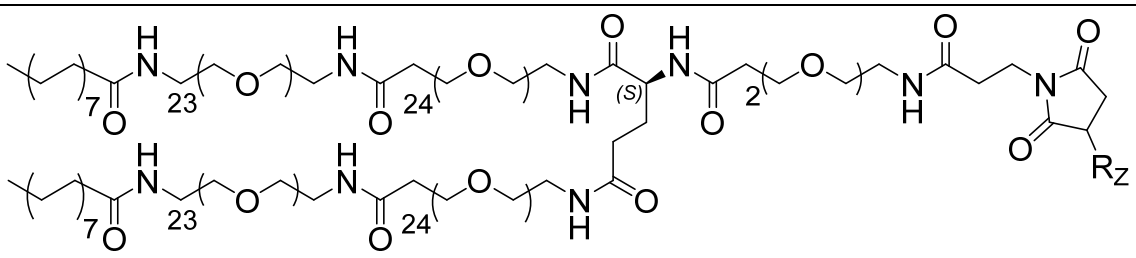
R_Z is an oligonucleotide-based agent.

4. A compound selected from:

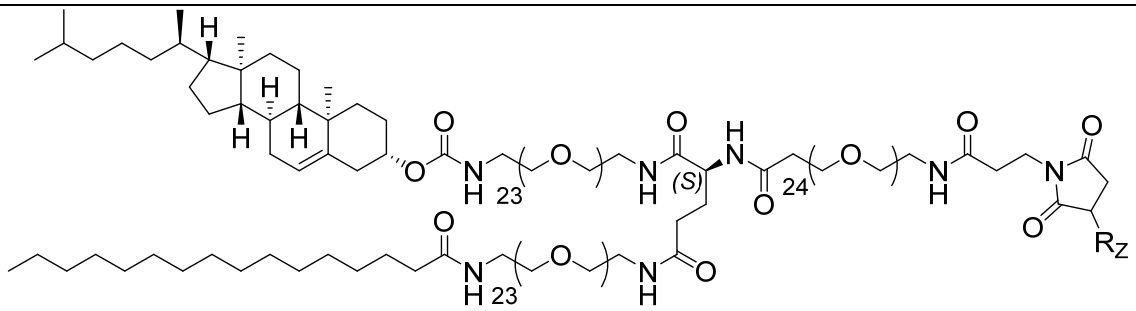
LP 1b

LP 28b

LP 29b



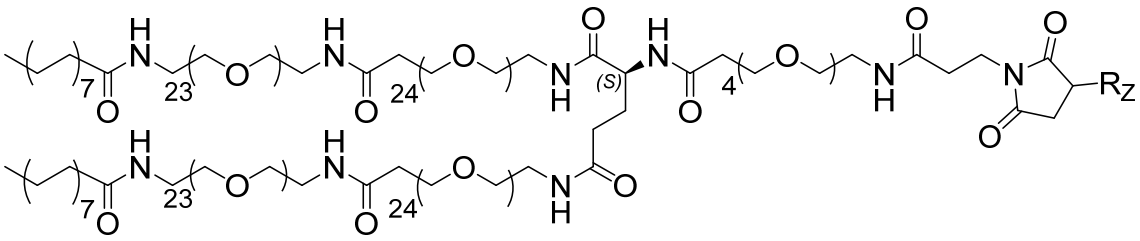
LP 38b



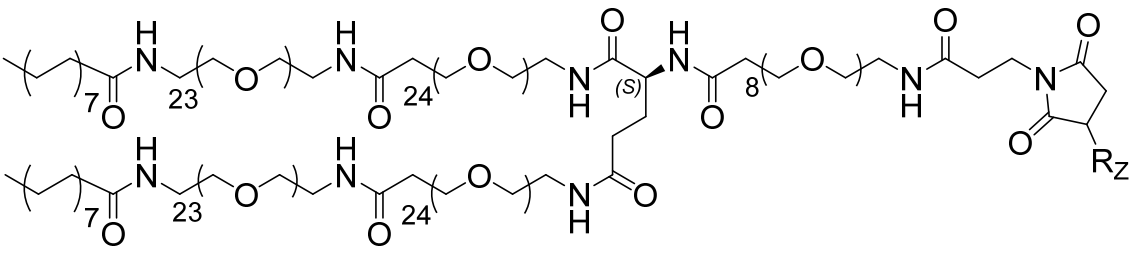
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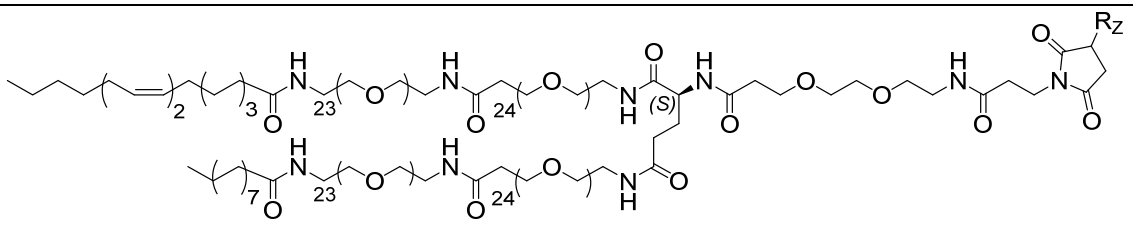
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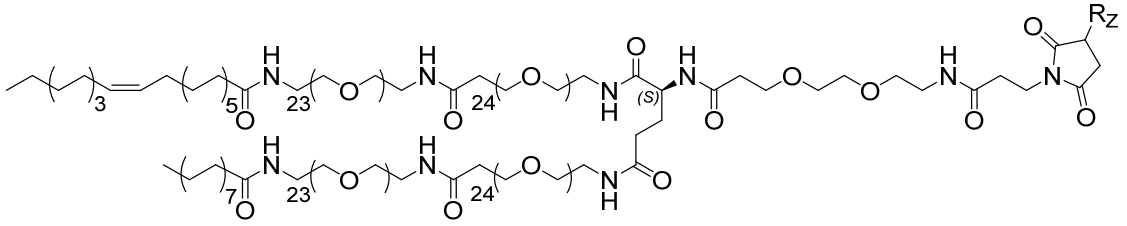
LP 42b



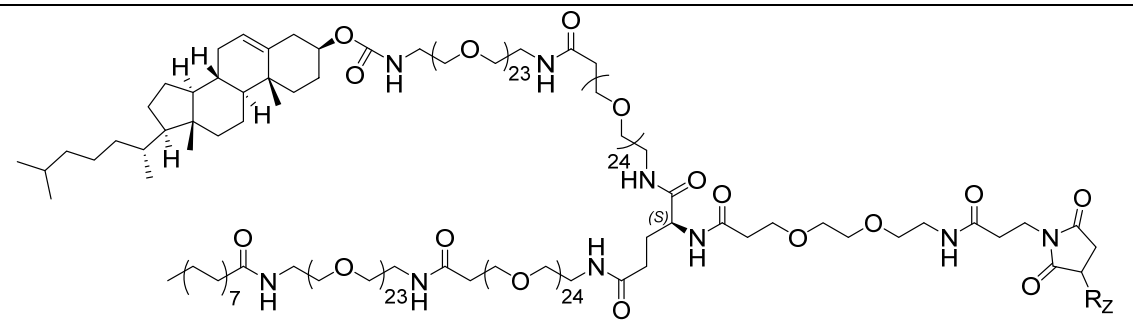
LP 43b



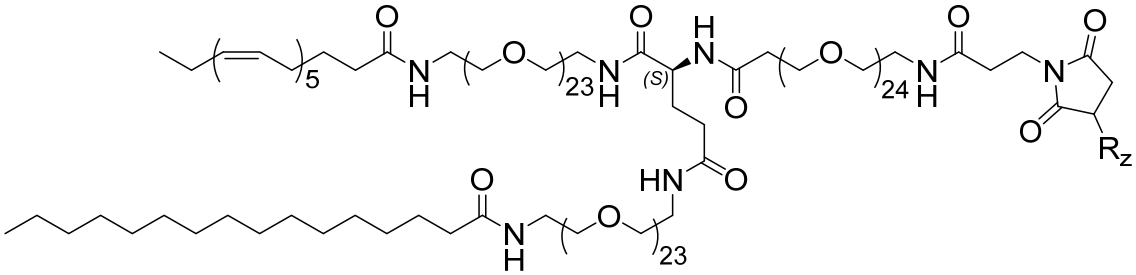
LP 44b



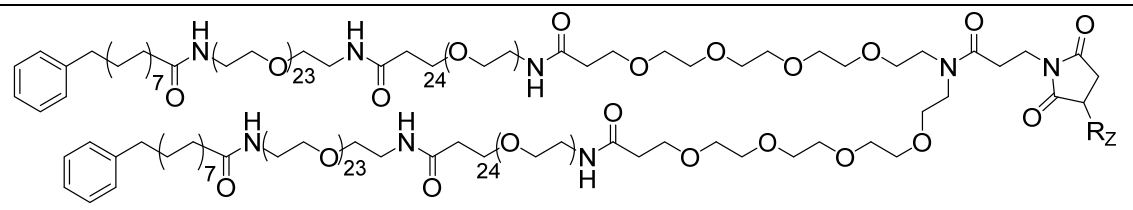
LP 45b



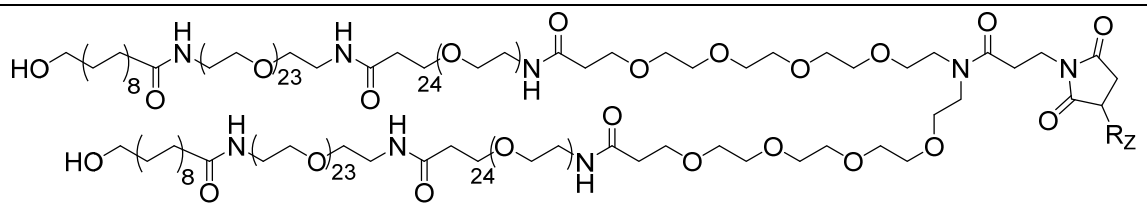
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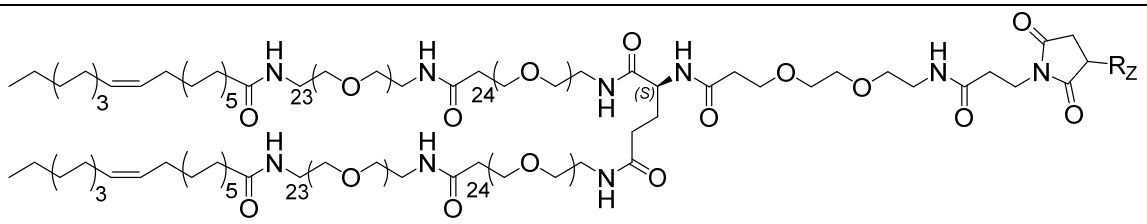
LP 48b



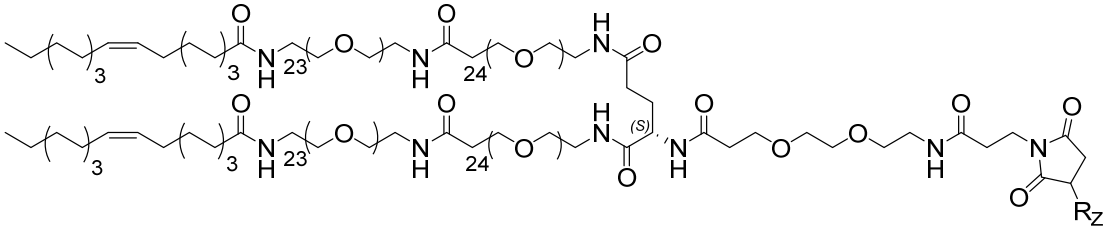
LP 49b



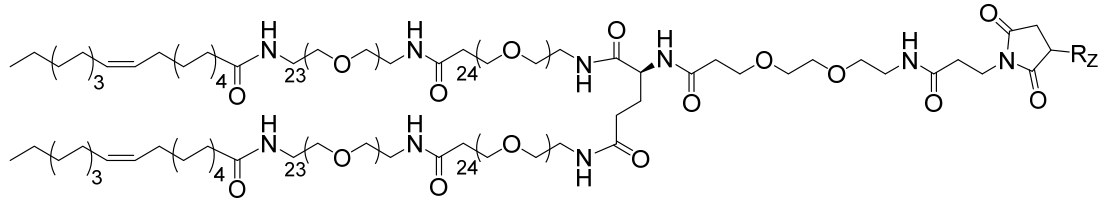
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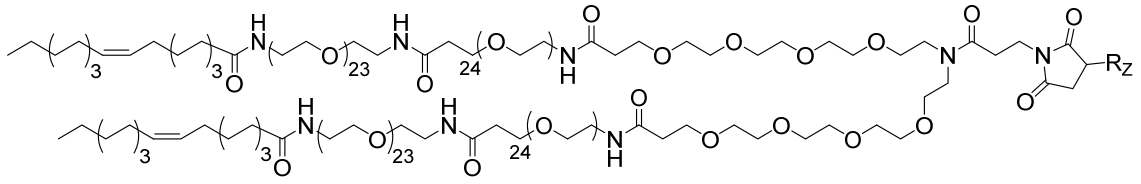
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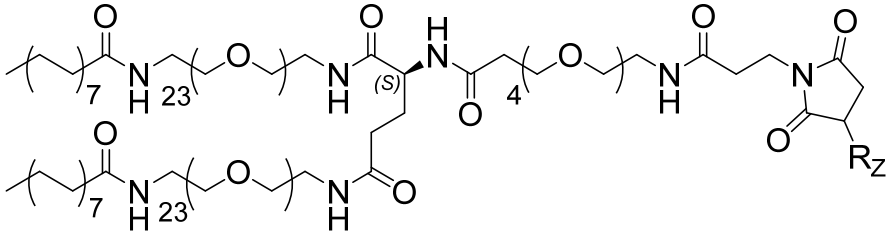
LP 55b



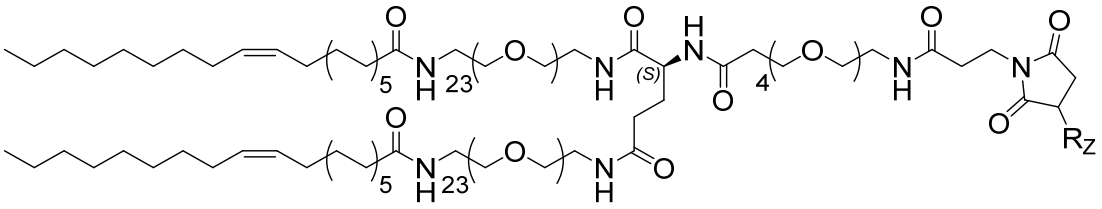
LP 56b



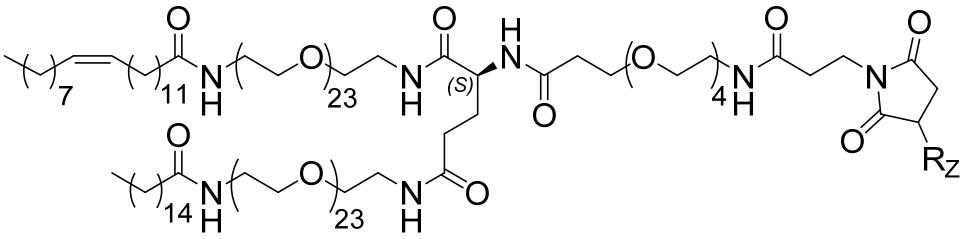
LP 57b



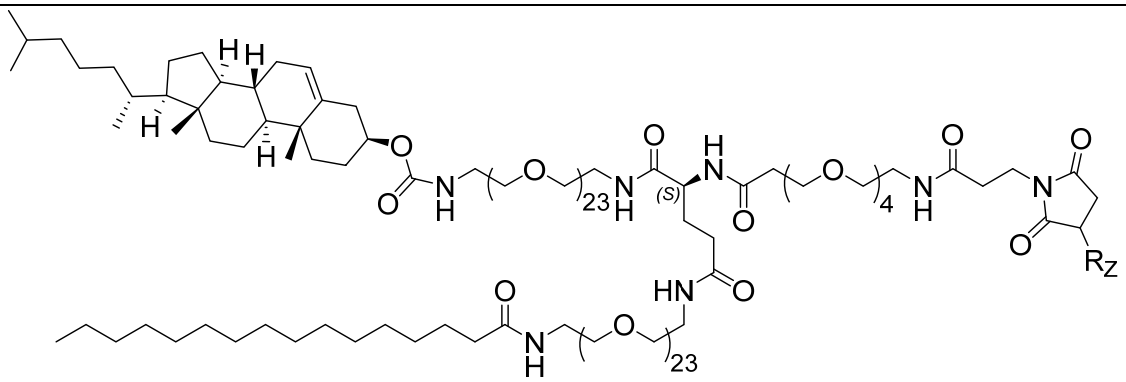
LP 58b



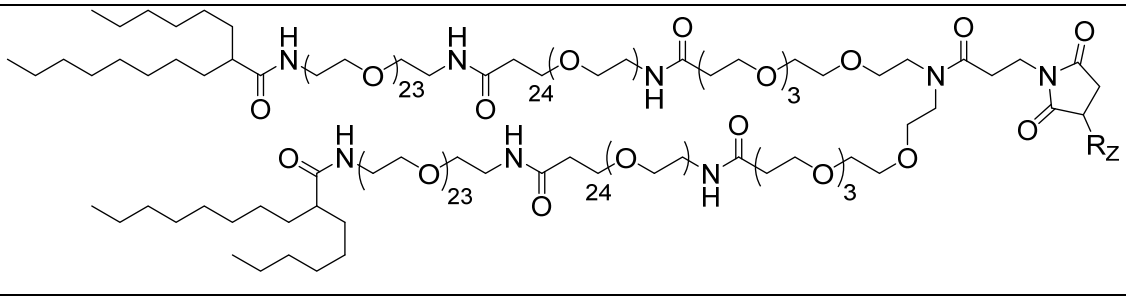
LP 59b



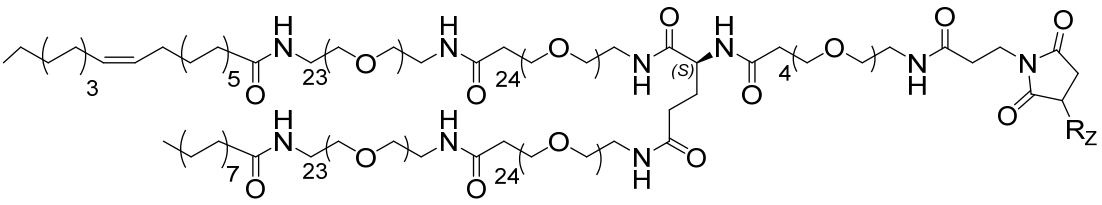
LP 60b



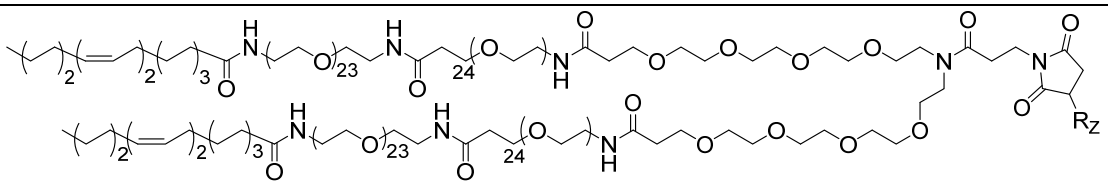
LP 61b



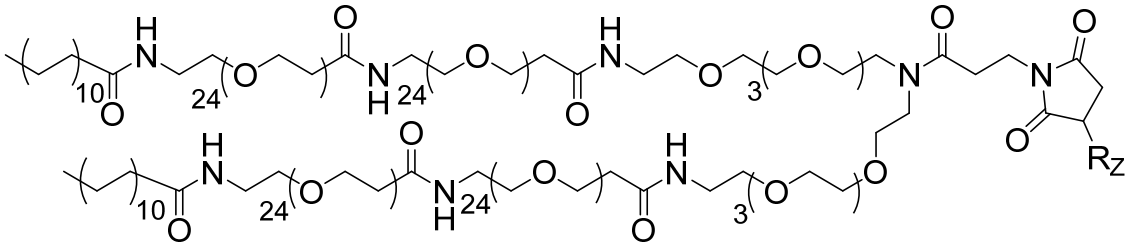
LP 62b



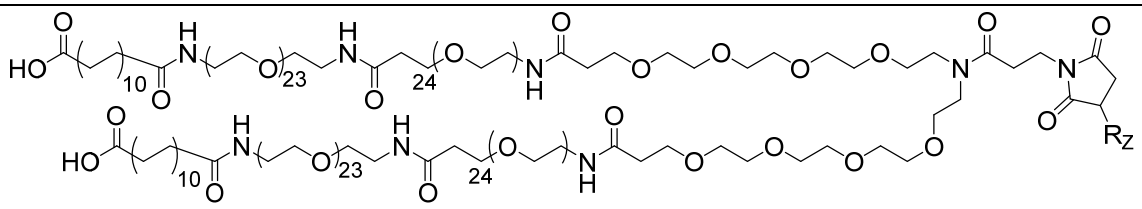
LP 87b



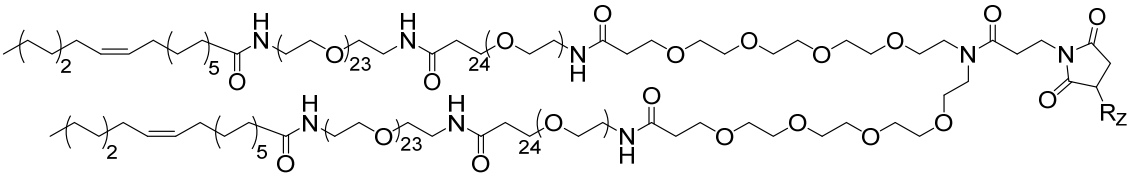
LP 89b



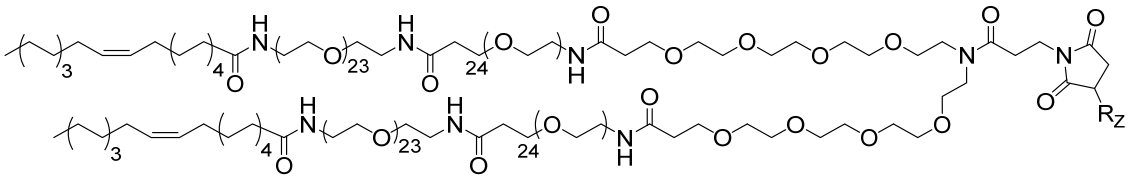
LP 90b



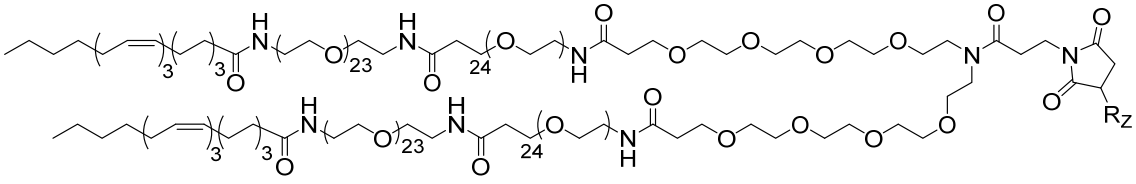
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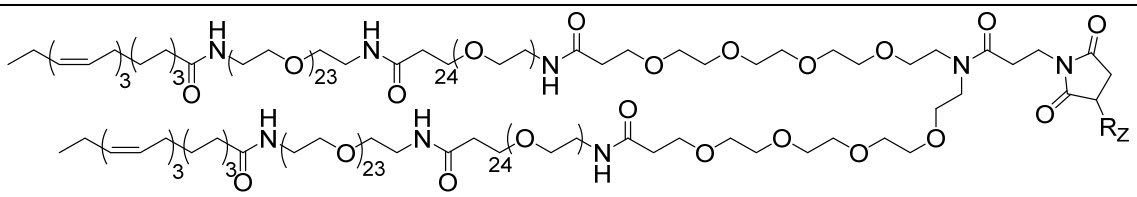
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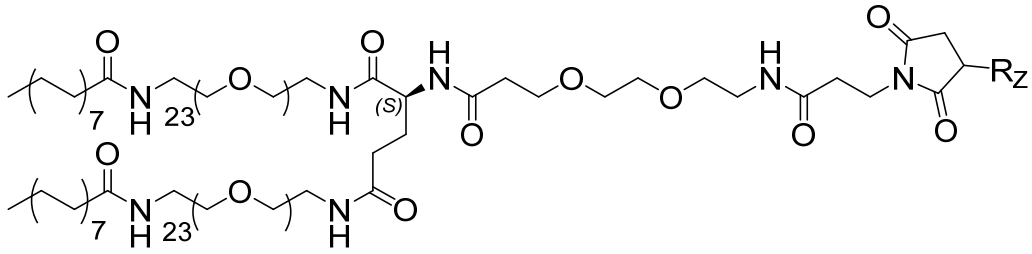
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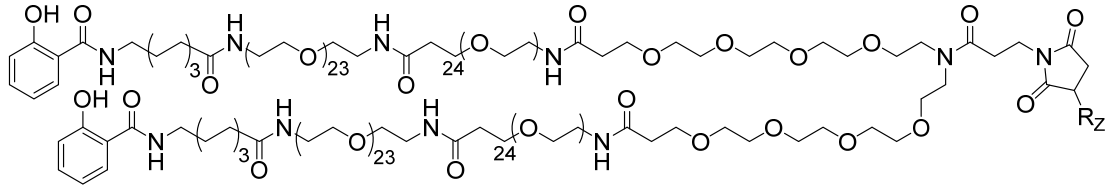
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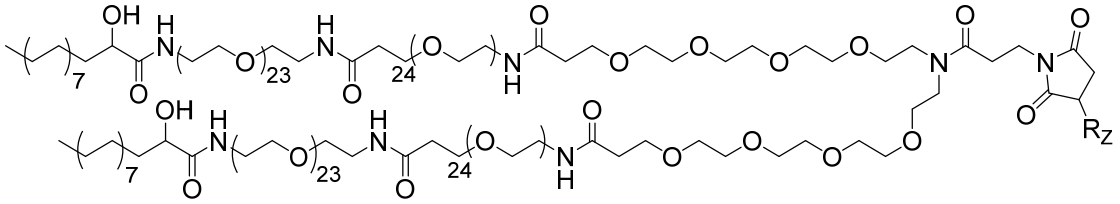
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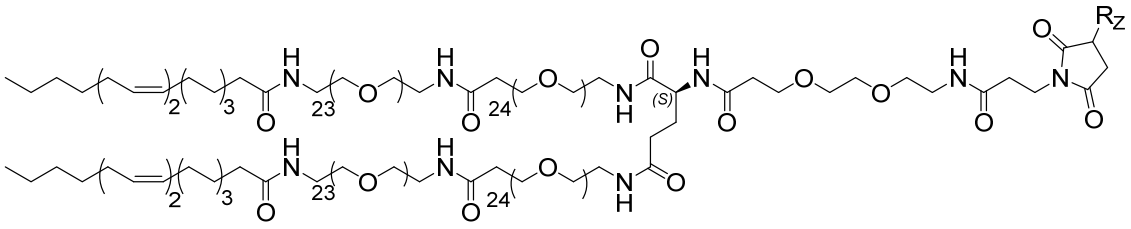
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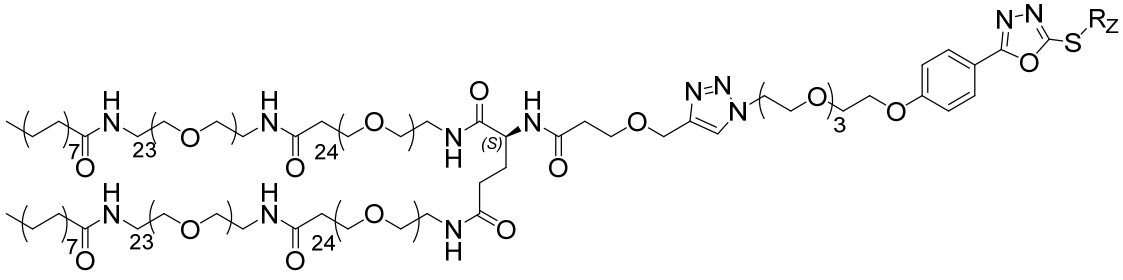
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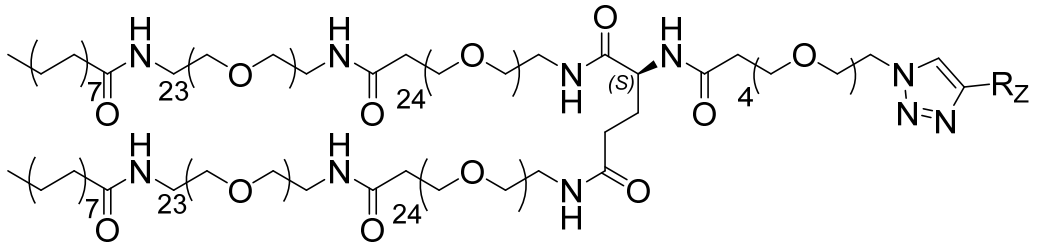
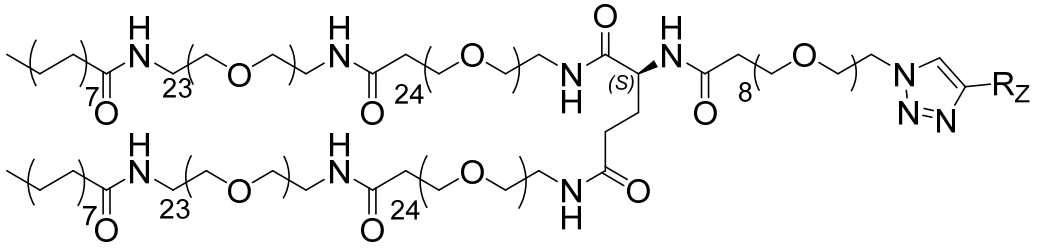
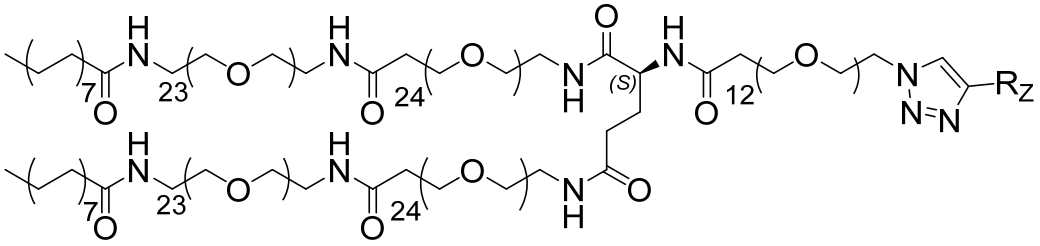
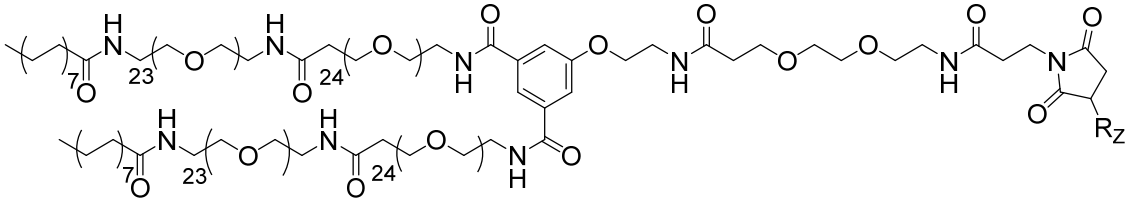
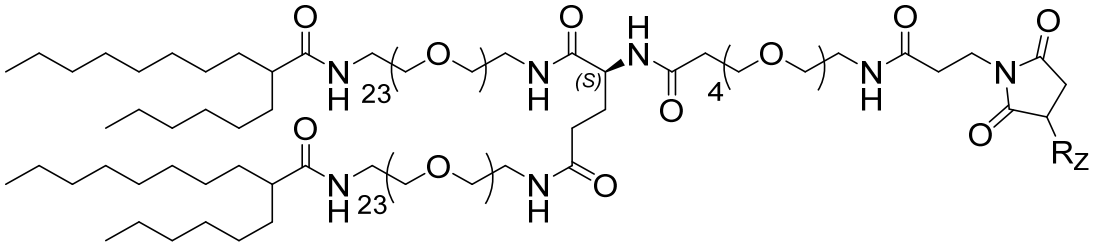


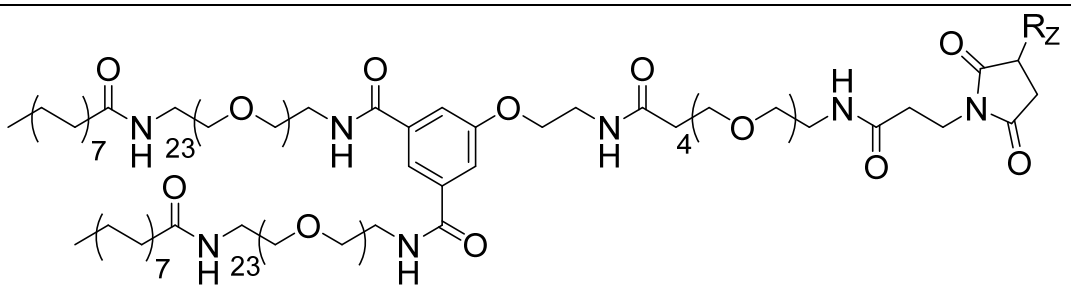
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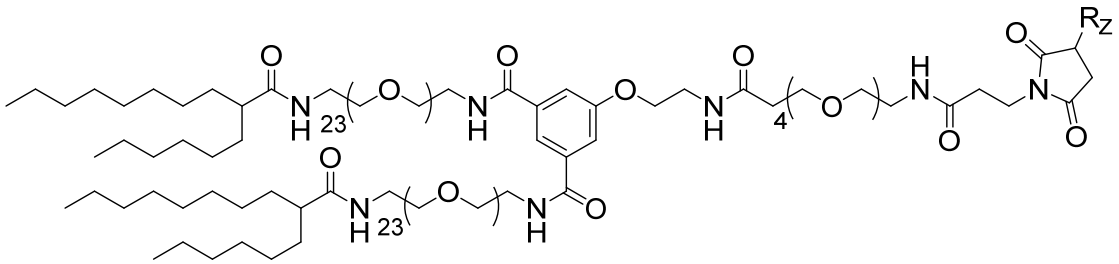
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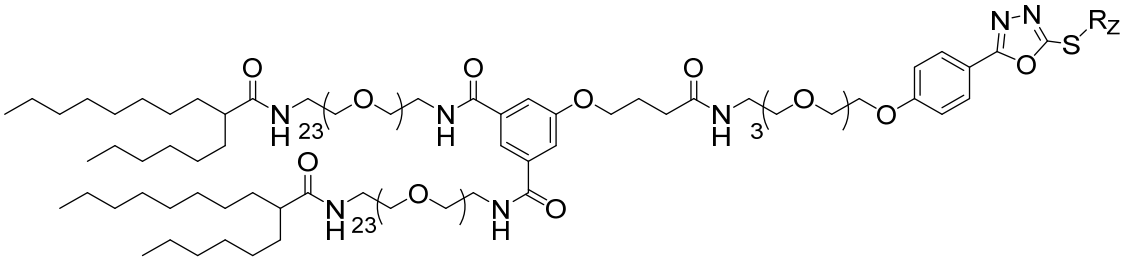
LP 107b

LP 108b

LP 109b

LP 110b

LP 111b

LP 124b



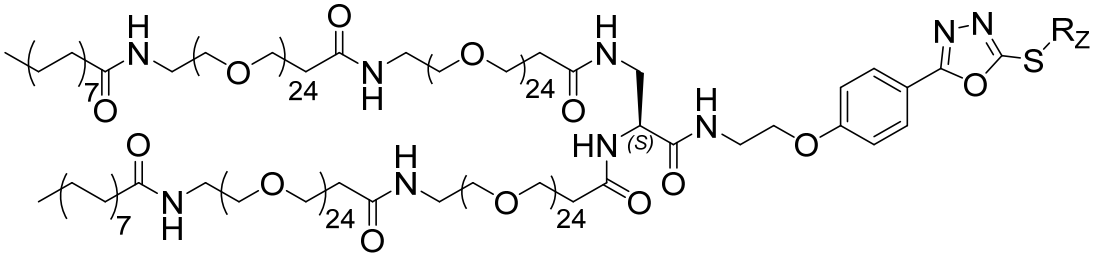
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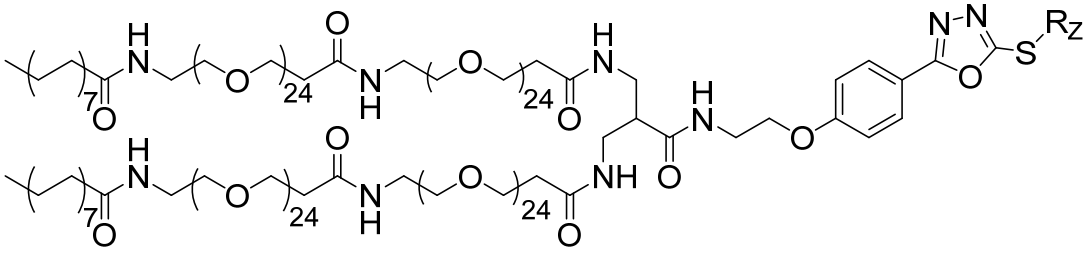
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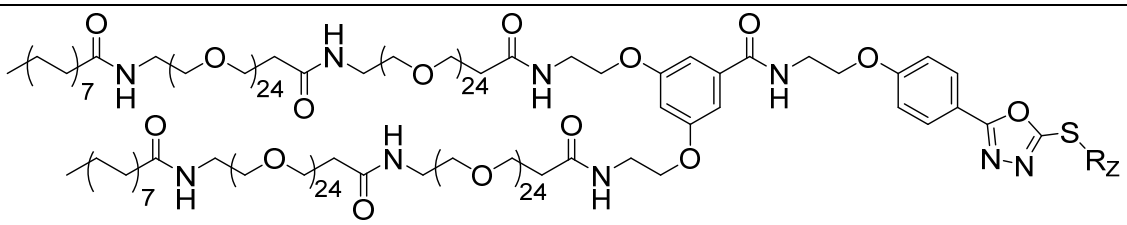
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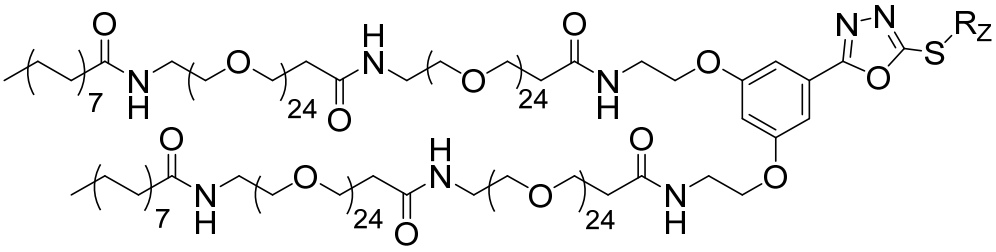
LP 217b



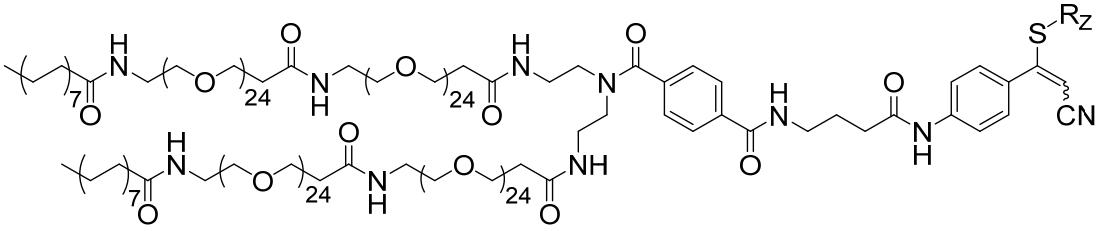
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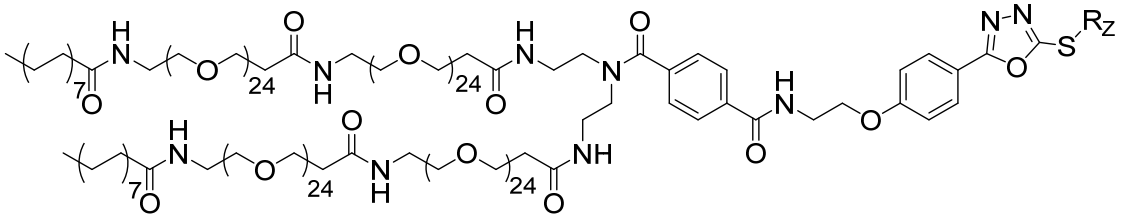
LP 221b



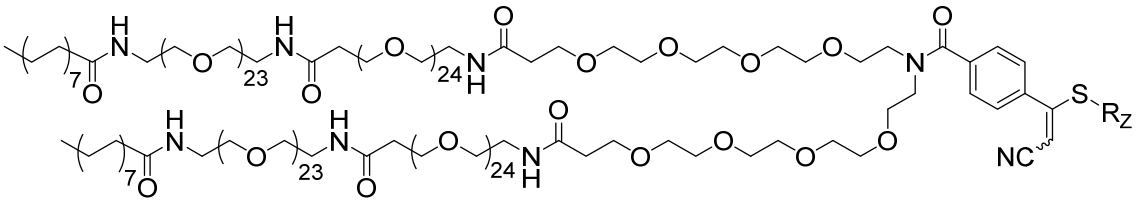
LP 223b



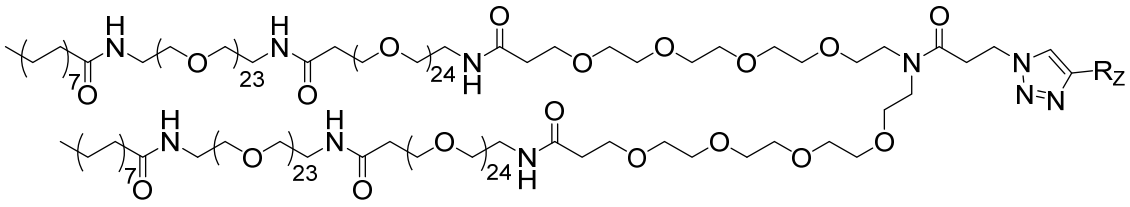
LP 224b

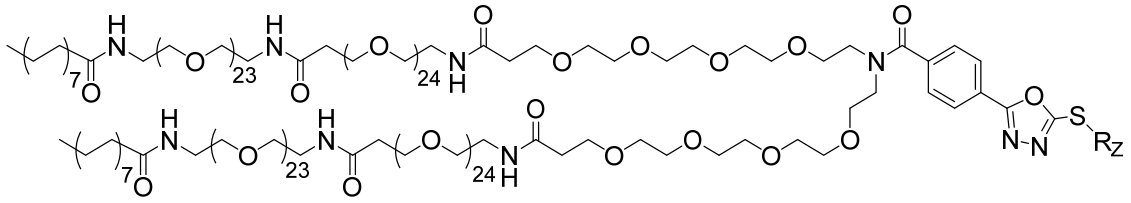
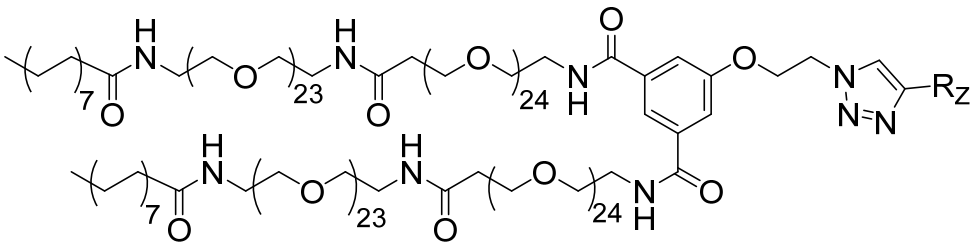
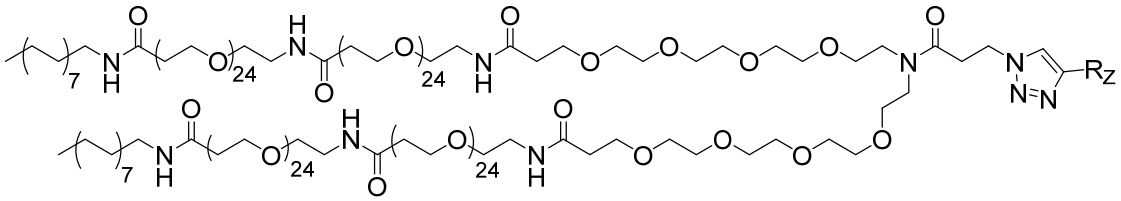
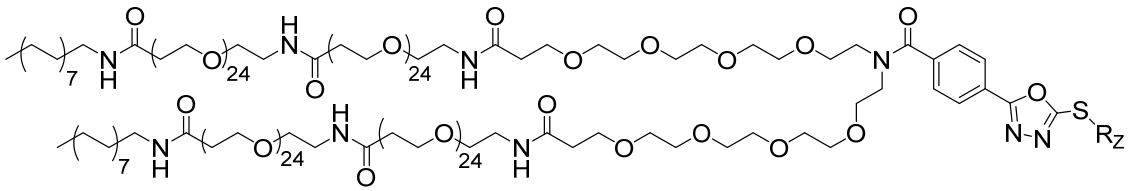
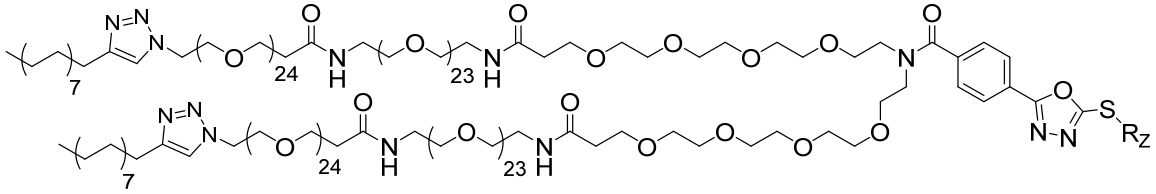
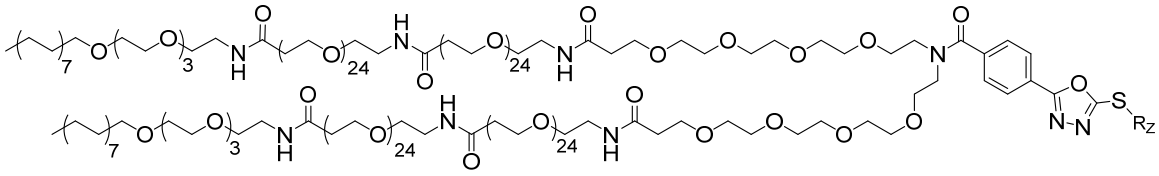


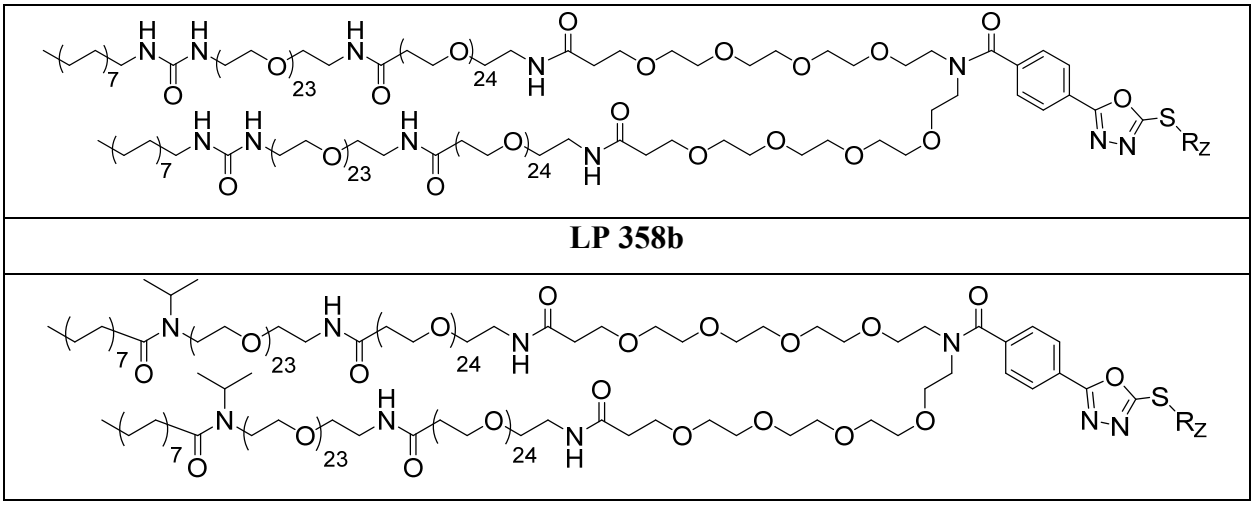
LP 225b



LP 226b



LP 238b

LP 240b

LP 246b

LP 247b

LP 339b

LP 340b

LP 357b

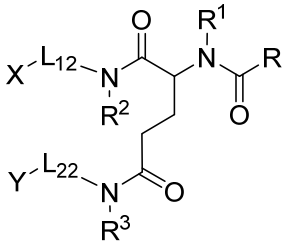


LP 358b

or a pharmaceutically acceptable salt of any of these compounds, wherein each R_Z comprises an oligonucleotide-based agent.

5. The compound or pharmaceutically acceptable salt of any one of claims 1-4, wherein the oligonucleotide-based agent is an RNAi agent.

6. A compound of Formula (**II**):



(**II**)

or a pharmaceutically acceptable salt thereof, wherein

R is L_{A2}-R_Z;

L_{A2} is a bond or a bivalent moiety connecting R_Z to –C(O)–;

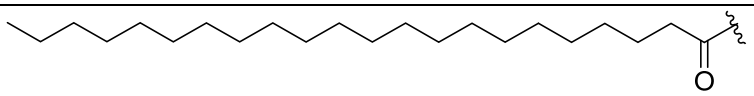
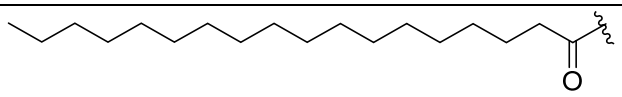
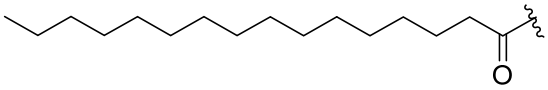
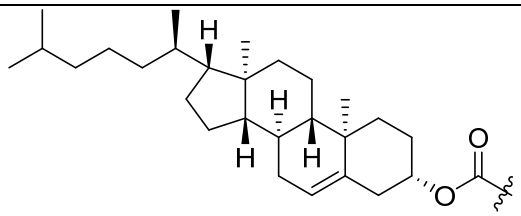
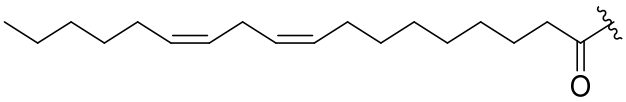
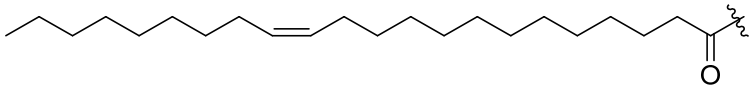
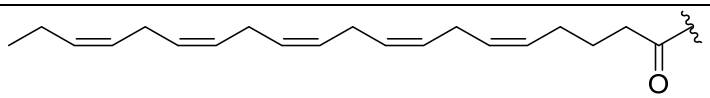
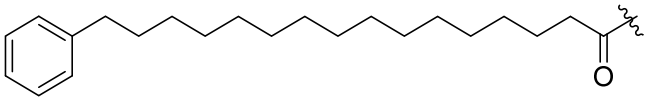
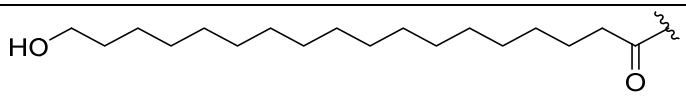
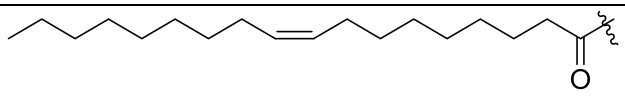
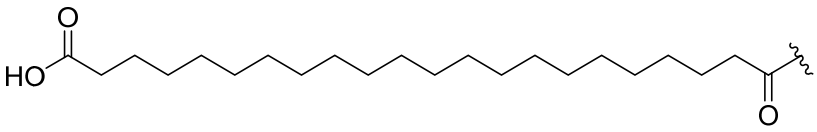
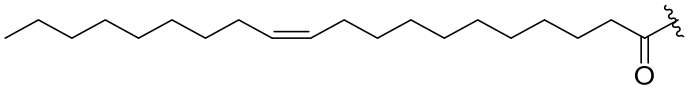
R_Z comprises an oligonucleotide-based agent;

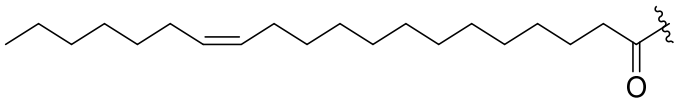
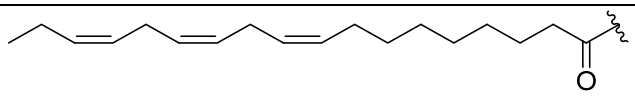
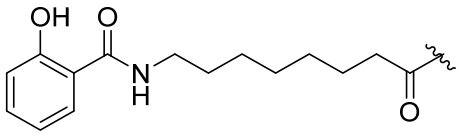
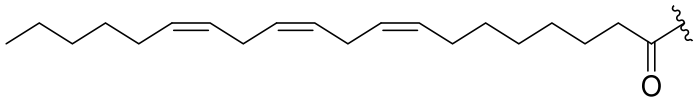
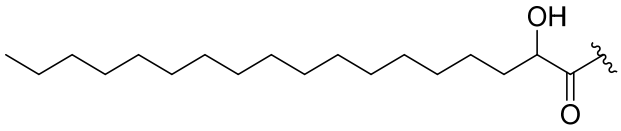
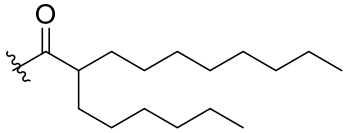
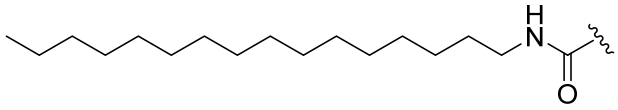
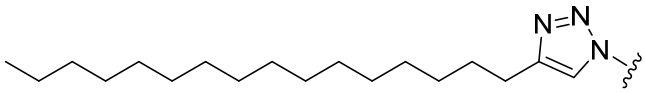
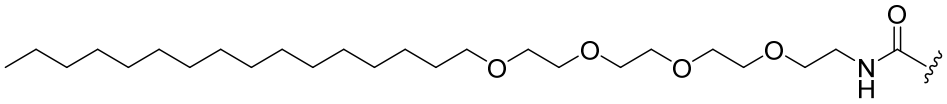
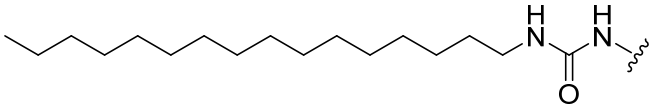
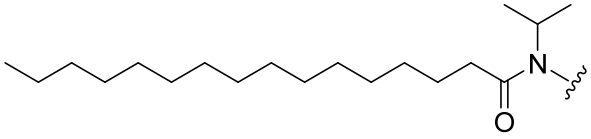
R^1, R^2 and R^3 are each independently hydrogen or C_{1-6} alkyl;

L_{12} and L_{22} are each independently linkers comprising at least about 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

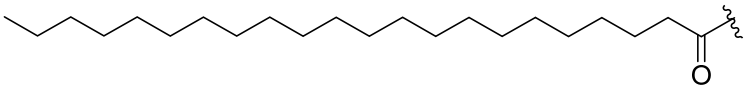
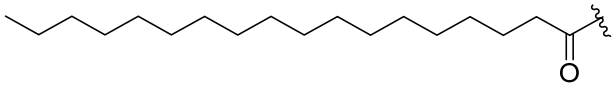
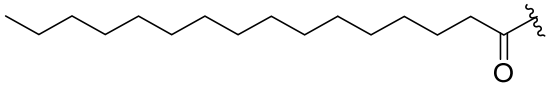
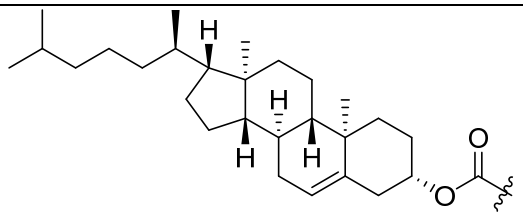
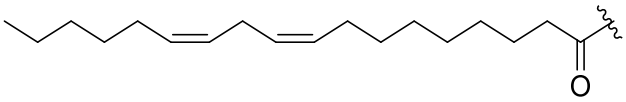
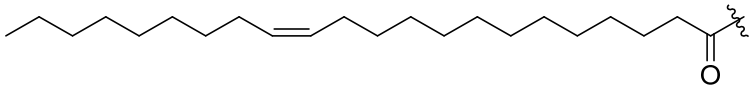
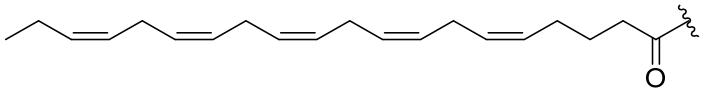
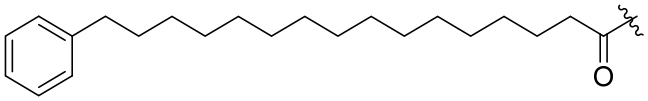
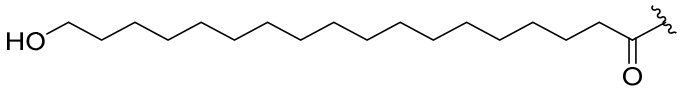
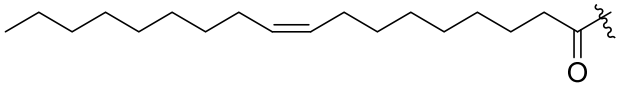
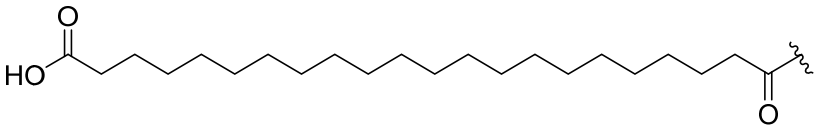
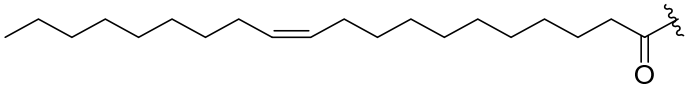
7. The compound or pharmaceutically acceptable salt of claim 6, wherein at least one of X and Y is selected from the group consisting of:

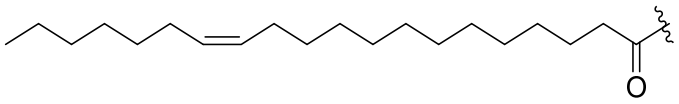
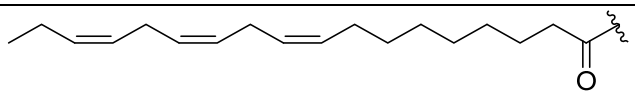
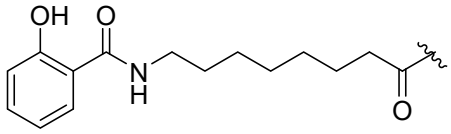
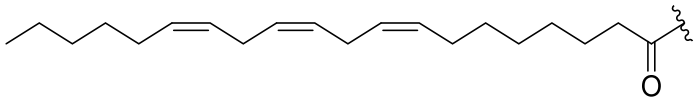
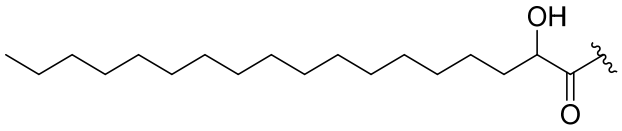
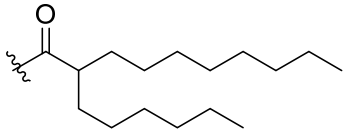
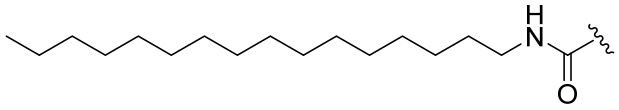
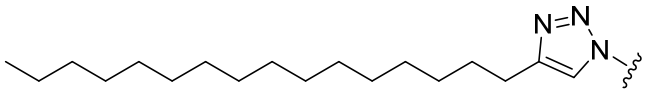
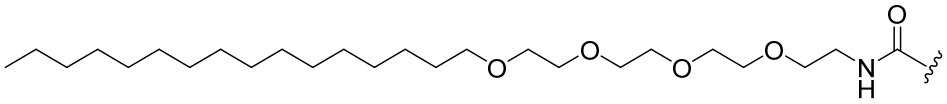
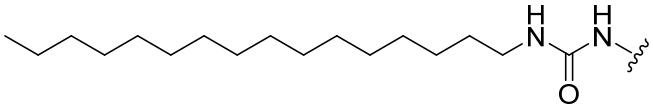
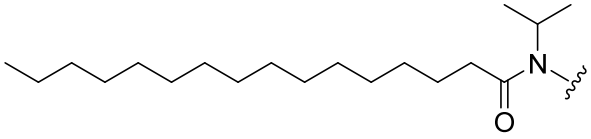
Name	Structure
Lipid 1	
Lipid 2	
Lipid 3	
Lipid 4	
Lipid 5	
Lipid 6	
Lipid 7	
Lipid 8	
Lipid 9	
Lipid 10	
Lipid 11	
Lipid 12	

Name	Structure
Lipid 14	
Lipid 15	
Lipid 16	
Lipid 17	
Lipid 18	
Lipid 19	
Lipid 20	
Lipid 21	
Lipid 22	
Lipid 23	
Lipid 24	

wherein  indicates a point of connection to L_{12} or L_{22}.

8. The compound or pharmaceutically acceptable salt of any one of claims 6-7, wherein each of X and Y are independently selected from the group consisting of:

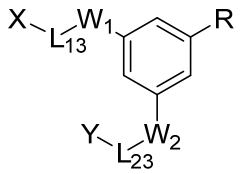
Name	Structure
Lipid 1	
Lipid 2	
Lipid 3	
Lipid 4	
Lipid 5	
Lipid 6	
Lipid 7	
Lipid 8	
Lipid 9	
Lipid 10	
Lipid 11	
Lipid 12	

Name	Structure
Lipid 14	
Lipid 15	
Lipid 16	
Lipid 17	
Lipid 18	
Lipid 19	
Lipid 20	
Lipid 21	
Lipid 22	
Lipid 23	
Lipid 24	

wherein  indicates a point of connection to L_{12} or L_{22}.

9. The compound or pharmaceutically acceptable salt of any one of claims 6-8, wherein the oligonucleotide-based agent is an RNAi agent.

10. A compound of Formula (**III**):



(**III**)

or a pharmaceutically acceptable salt thereof, wherein

R is L_{A3}-R_Z;

L_{A3} is a bond or a bivalent moiety connecting R_Z to the phenyl ring;

R_Z comprises an oligonucleotide-based agent;

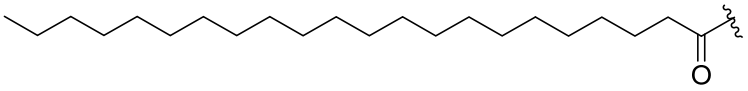
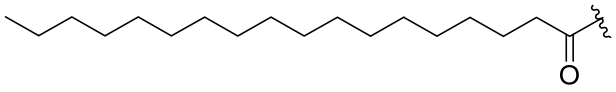
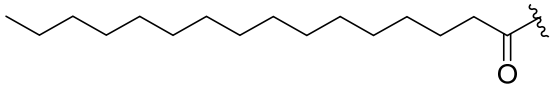
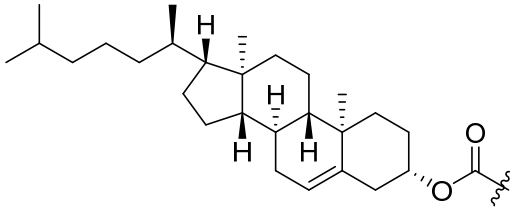
W_1 is –C(O)NR_1– or –$OCH_2CH_2NR_1C(O)$–, wherein R_1 is hydrogen or C_{1-6} alkyl;

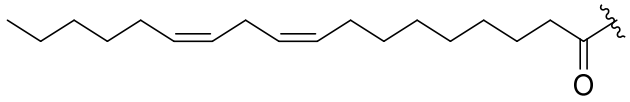
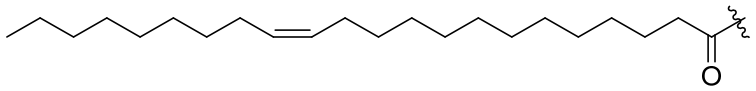
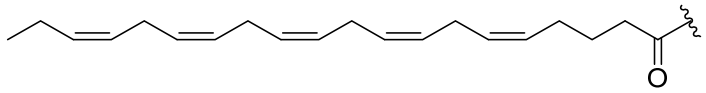
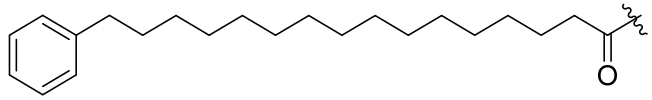
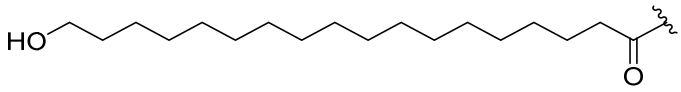
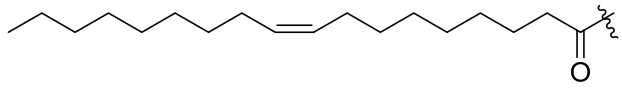
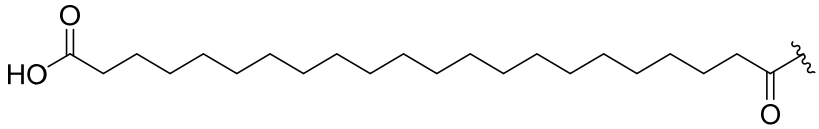
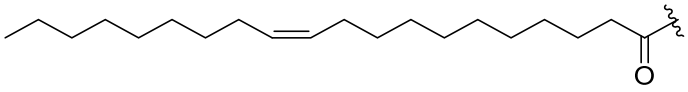
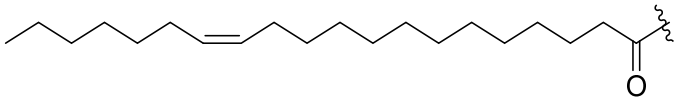
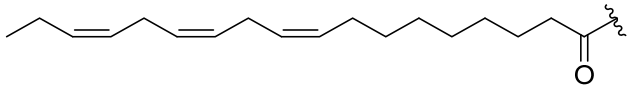
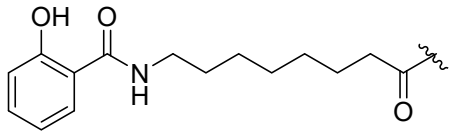
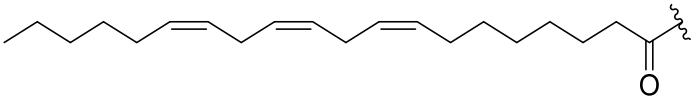
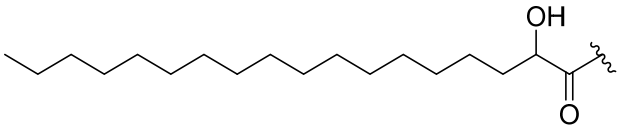
W_2 is –C(O)NR_2– or –$OCH_2CH_2NR_2C(O)$–, wherein R_2 is hydrogen or C_{1-6} alkyl;

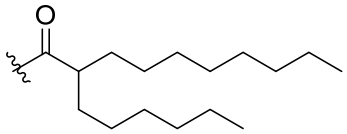
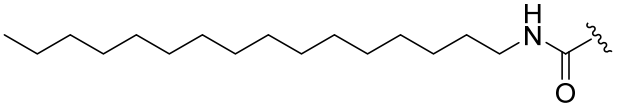
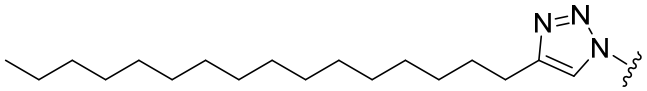
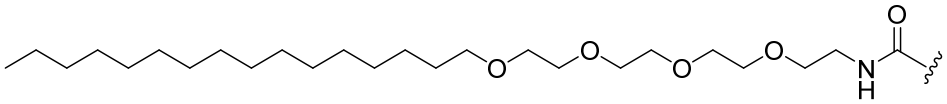
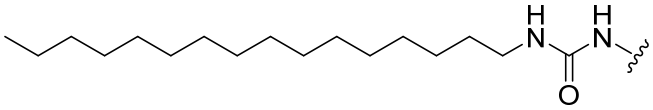
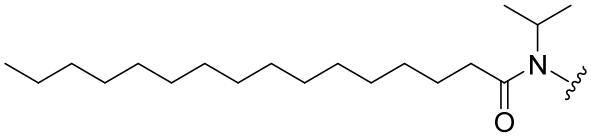
L_{13} and L_{23} are each independently linkers comprising at least about 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

11. The compound or pharmaceutically acceptable salt of claim 10, wherein at least one of X and Y is selected from the group consisting of:

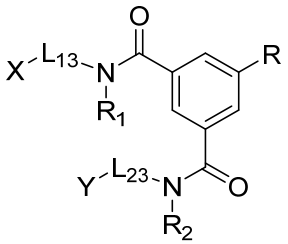
Name	**Structure**
Lipid 1	
Lipid 2	
Lipid 3	
Lipid 4	

Name	Structure
Lipid 5	
Lipid 6	
Lipid 7	
Lipid 8	
Lipid 9	
Lipid 10	
Lipid 11	
Lipid 12	
Lipid 14	
Lipid 15	
Lipid 16	
Lipid 17	
Lipid 18	

Name	Structure
Lipid 19	
Lipid 20	
Lipid 21	
Lipid 22	
Lipid 23	
Lipid 24	

wherein  indicates a point of connection to L_{13} or L_{23}.

12. The compound or pharmaceutically acceptable salt of claim 10, wherein the compound of Formula (**III**) is a compound of Formula (**IIIa**):



(**IIIa**)

or a pharmaceutically acceptable salt thereof, wherein

R is L_{A3}-R_Z;

L_{A3} is a bond or a bivalent moiety connecting R_Z to the phenyl ring;

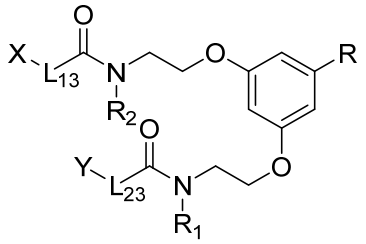
R_Z comprises an oligonucleotide-based agent;

R_1 and R_2 are each independently hydrogen or C_{1-6} alkyl;

L_{13} and L_{23} are each independently linkers comprising at least about 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

13. The compound or pharmaceutically acceptable salt of claim 10, wherein the compound of Formula (**III**) is a compound of Formula (**IIIb**):



(**IIIb**)

or a pharmaceutically acceptable salt thereof, wherein

R is L_{A3}-R_Z;

L_{A3} is a bond or a bivalent moiety connecting R_Z to the phenyl of Formula (**IIIb**);

R_Z comprises an oligonucleotide-based agent;

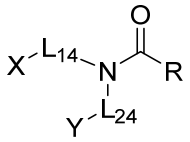
R_1 and R_2 are each independently selected from hydrogen or $C_{1\text{-}6}$ alkyl;

L_{13} and L_{23} are each independently linkers comprising at least about 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

14. The compound or pharmaceutically acceptable salt of any one of claims 10-13, wherein the oligonucleotide-based agent is an RNAi agent.

15. A compound of Formula (**IV**):



(**IV**)

or a pharmaceutically acceptable salt thereof, wherein

R is L_{A4}-R_Z;

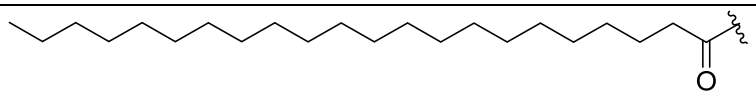
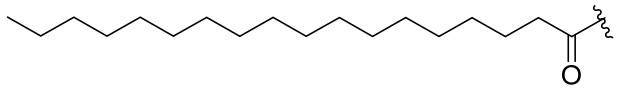
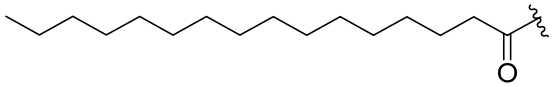
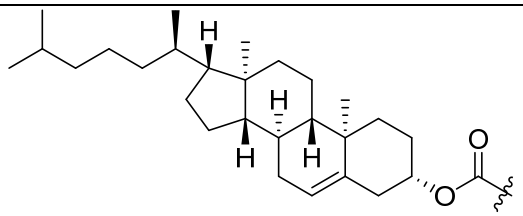
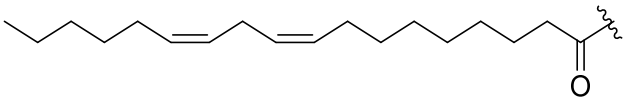
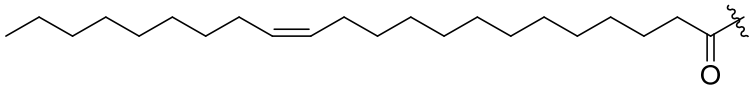
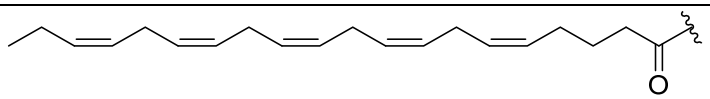
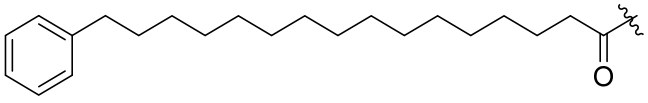
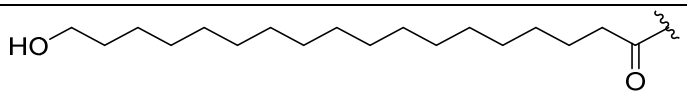
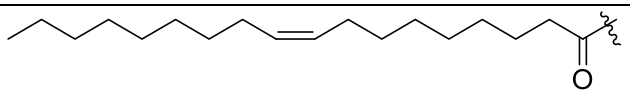
L_{A4} is a bond or a bivalent moiety connecting R_Z to –C(O)–;

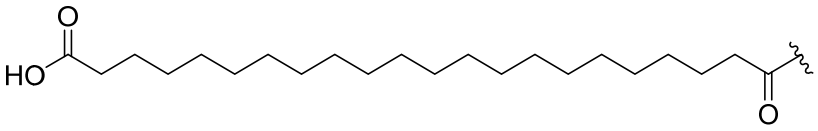
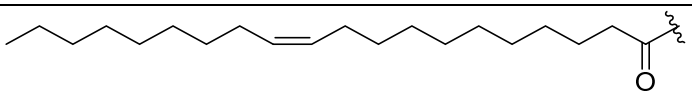
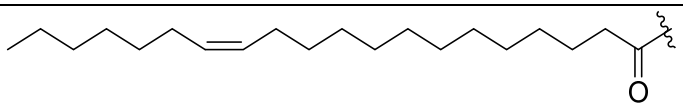
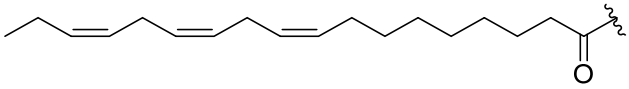
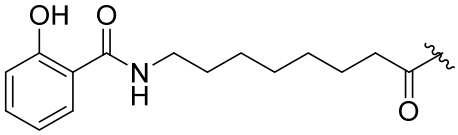
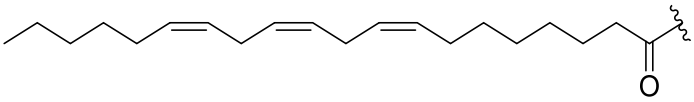
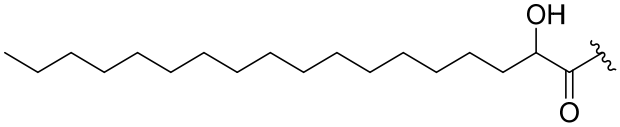
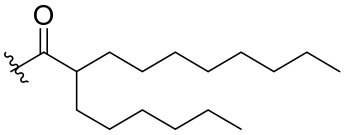
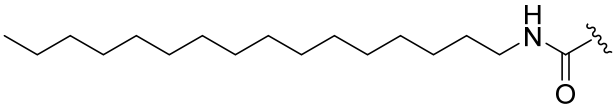
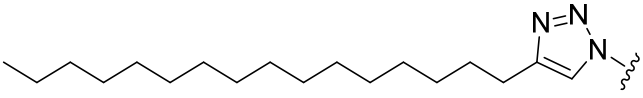
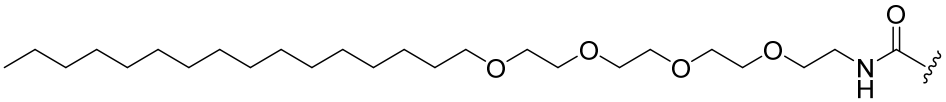
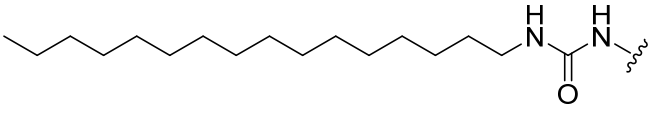
R_Z comprises an oligonucleotide-based agent;

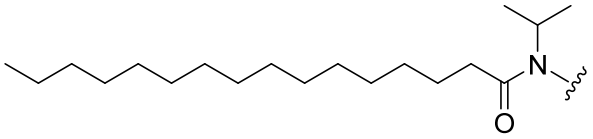
L_{14} and L_{24} are each independently linkers comprising at least about 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

16. The compound or pharmaceutically acceptable salt of claim 15, wherein at least one of X and Y is selected from the group consisting of:

Name	Structure
Lipid 1	
Lipid 2	
Lipid 3	
Lipid 4	
Lipid 5	
Lipid 6	
Lipid 7	
Lipid 8	
Lipid 9	
Lipid 10	

Name	Structure
Lipid 11	
Lipid 12	
Lipid 14	
Lipid 15	
Lipid 16	
Lipid 17	
Lipid 18	
Lipid 19	
Lipid 20	
Lipid 21	
Lipid 22	
Lipid 23	

Name	Structure
Lipid 24	

wherein ~ indicates a point of connection to L_{14} or L_{24}.

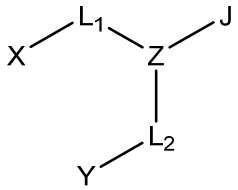
17. The compound or pharmaceutically acceptable salt of any one of claims 15-16, wherein the oligonucleotide-based agent is an RNAi agent.

18. Use of the compound of any one of claims 1-17 for manufacture of a medicament for the treatment, prevention, or amelioration of a disease or disorder.

19. The use of claim 18, wherein the disease or disorder is a muscular dystrophy.

20. The use of claim 19, wherein the muscular dystrophy is selected from Duchenne muscular dystrophy, myotonic muscular dystrophy, Becker muscular dystrophy, limb-girdle muscular dystrophy, facioscapulohumeral muscular dystrophy, congenital muscular dystrophy, oculopharyngeal muscular dystrophy, distal muscular dystrophy, and Emery-Dreifuss muscular dystrophy.

21. A compound of Formula (**V**):



(**V**)

or a pharmaceutically acceptable salt thereof, wherein

J is L_{A5}-R_X;

L_{A5} is a bond or a bivalent moiety connecting R_X to Z;

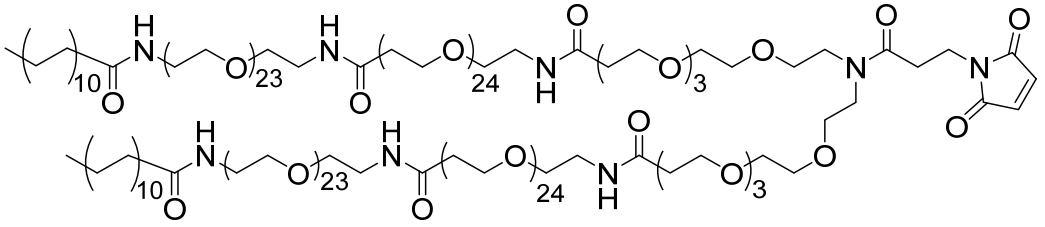
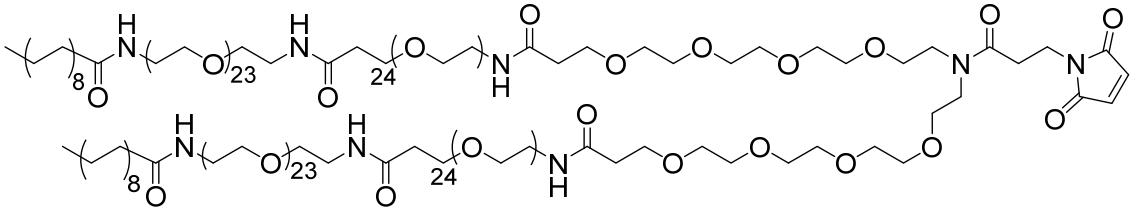
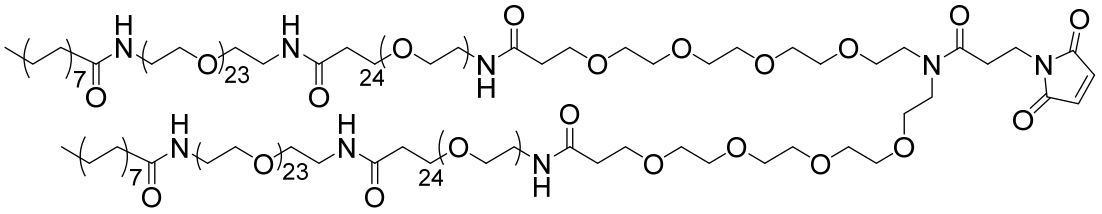
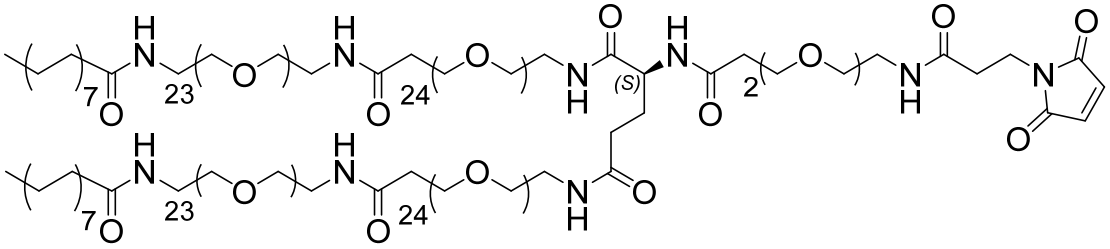
R_X is a reactive moiety for conjugation with an oligonucleotide-based agent;

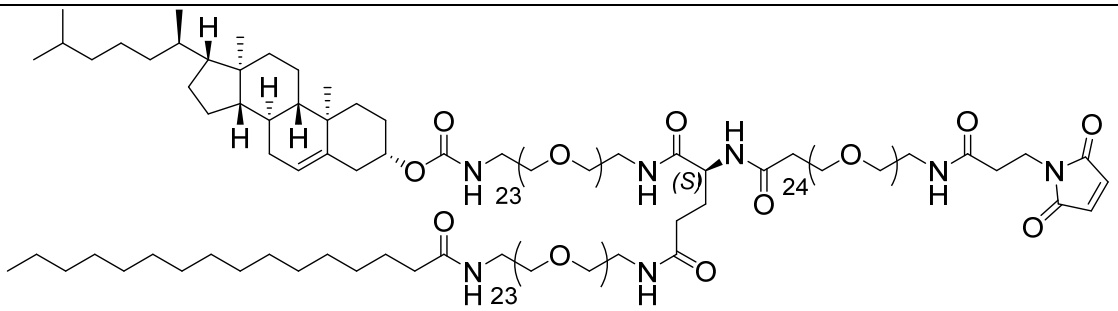
Z is CH, phenyl, or N;

L_1 and L_2 are each independently linkers comprising at least about 5 PEG units; and

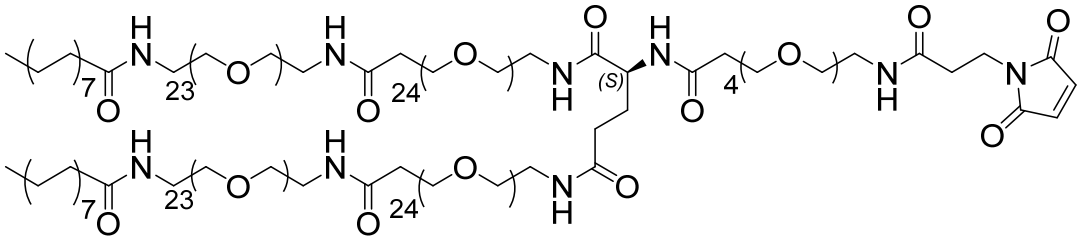
X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms.

22. A compound, or a pharmaceutically acceptable salt thereof, selected from:

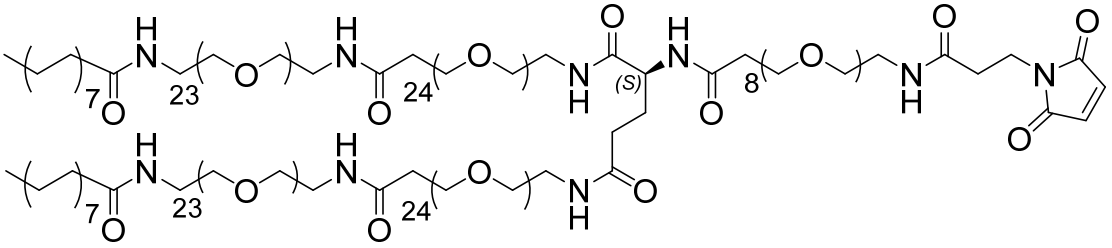
LP1-p

LP28-p

LP29-p

LP38-p

LP39-p



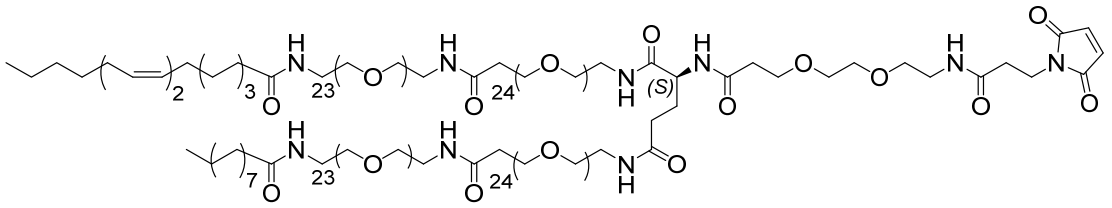
LP41-p



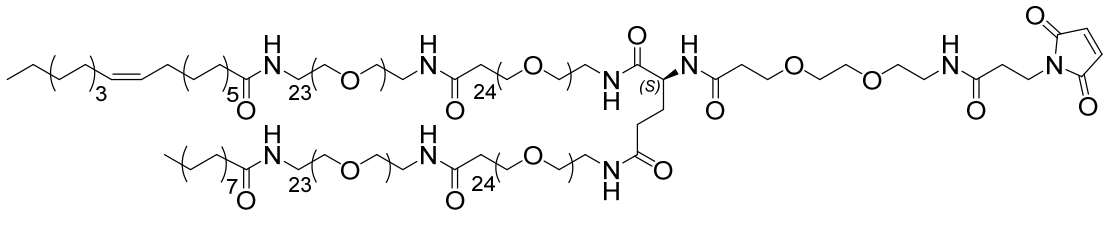
LP42-p



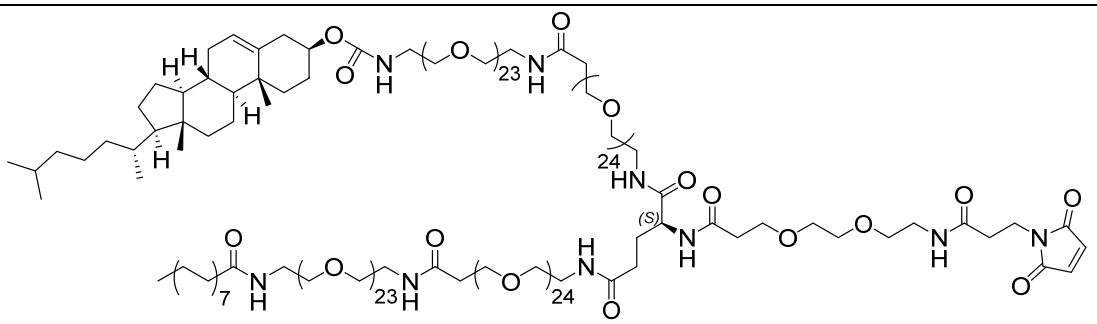
LP43-p



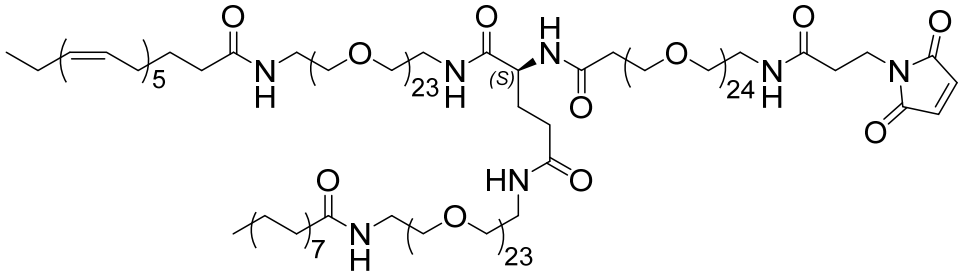
LP44-p



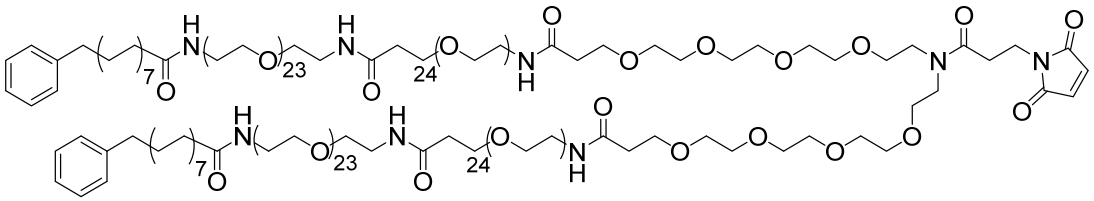
LP45-p



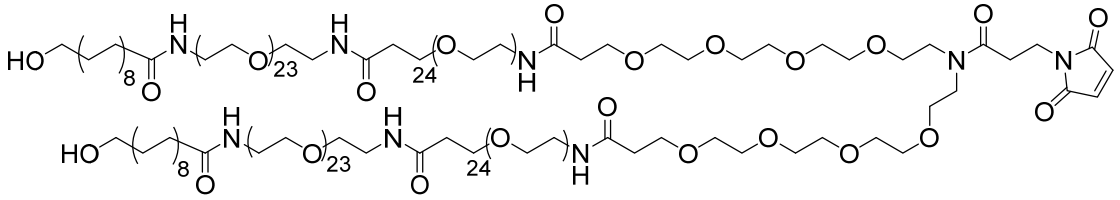
LP47-p



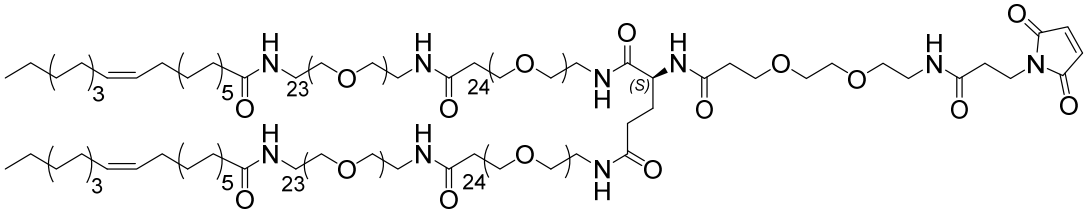
LP48-p



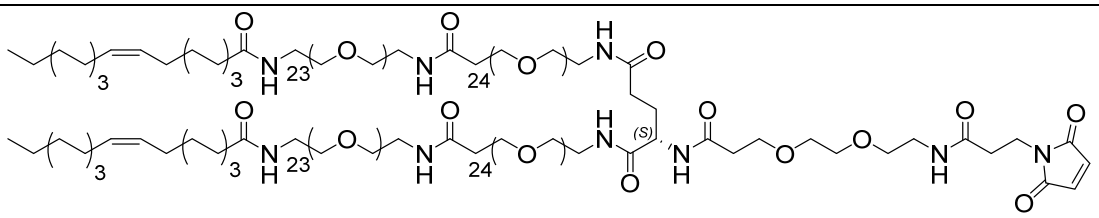
LP49-p



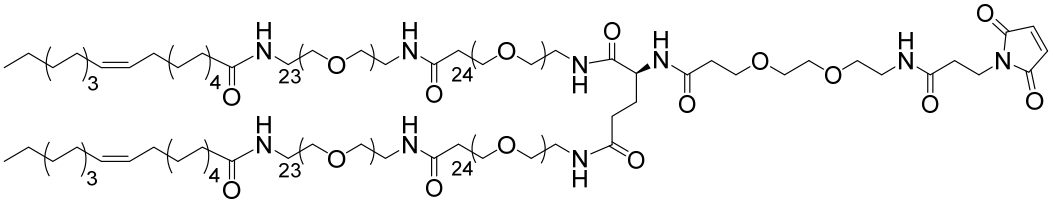
LP53-p



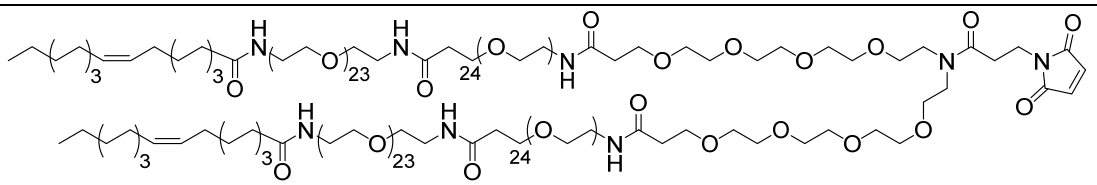
LP54-p



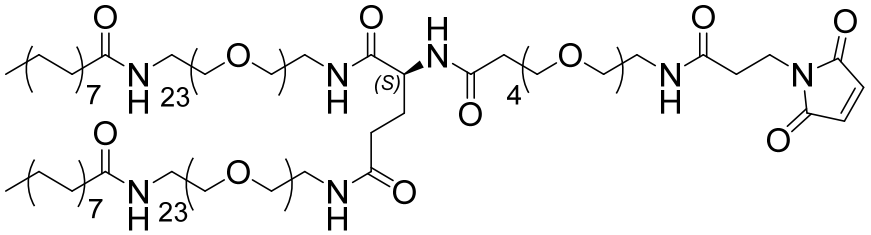
LP55-p



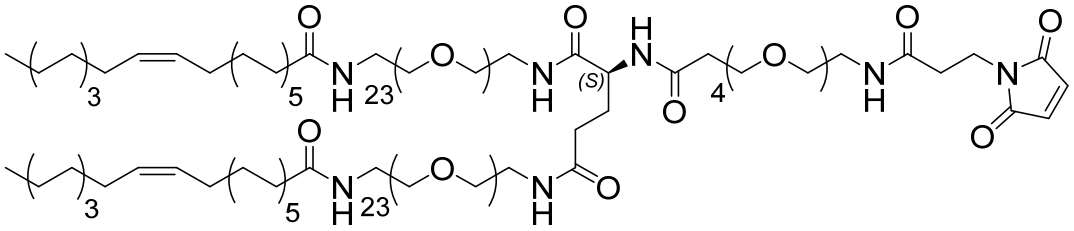
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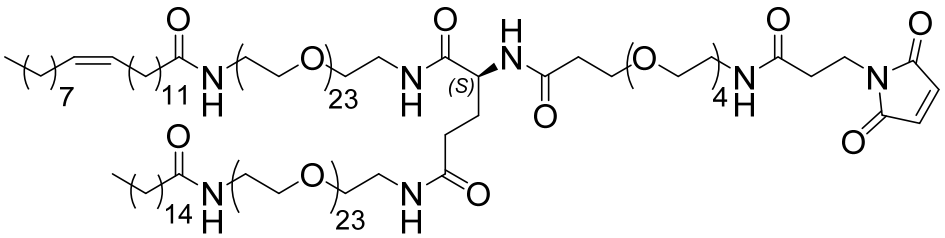
LP57-p



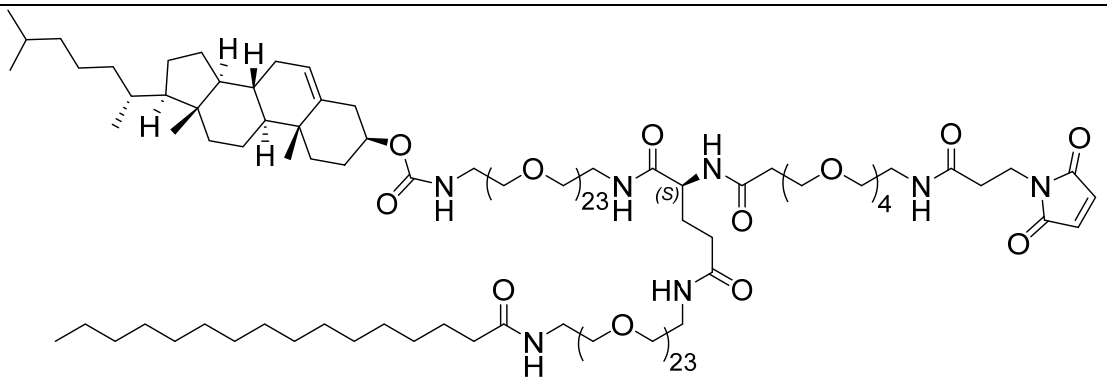
LP58-p



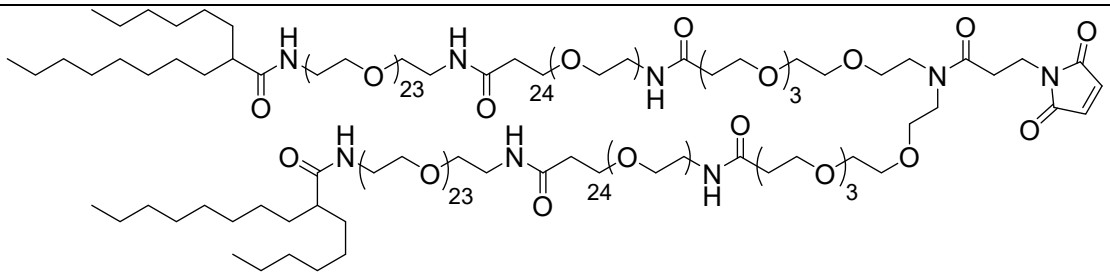
LP59-p



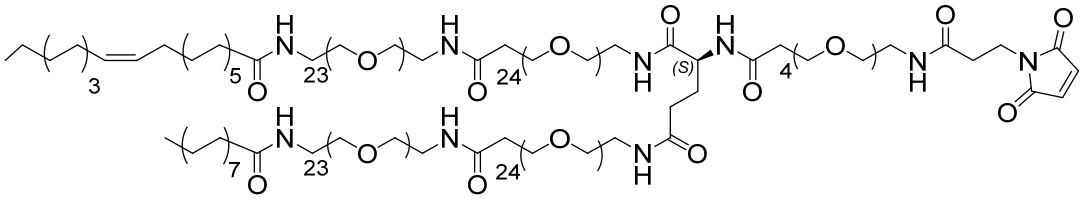
LP60-p



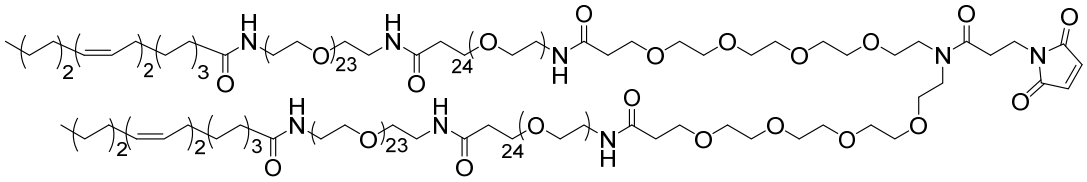
LP61-p



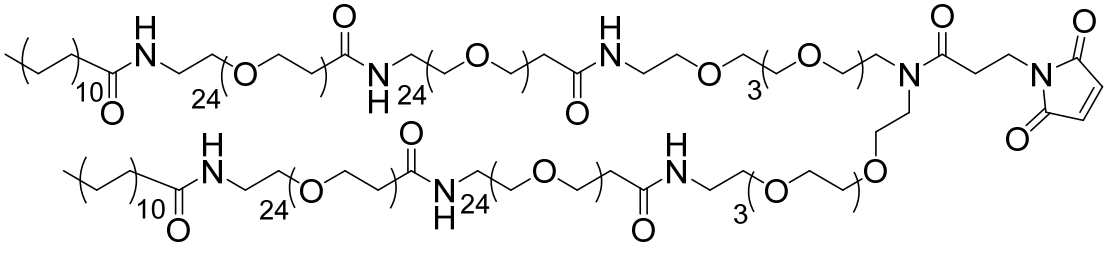
LP62-p



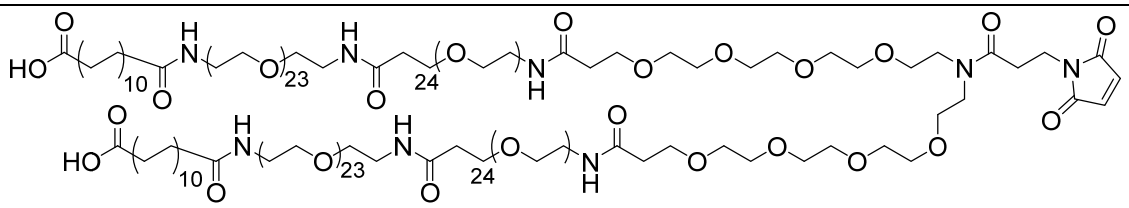
LP87-p



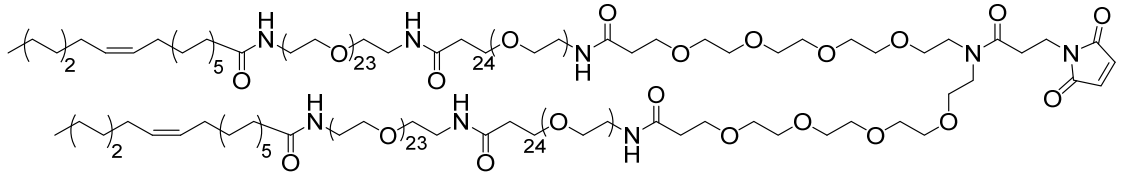
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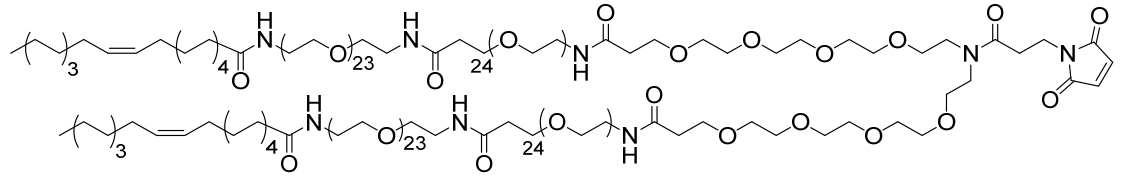
LP90-p



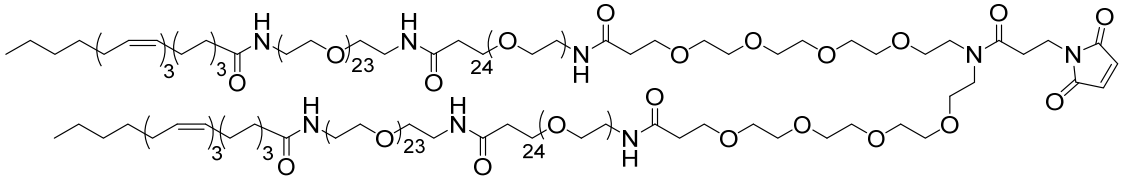
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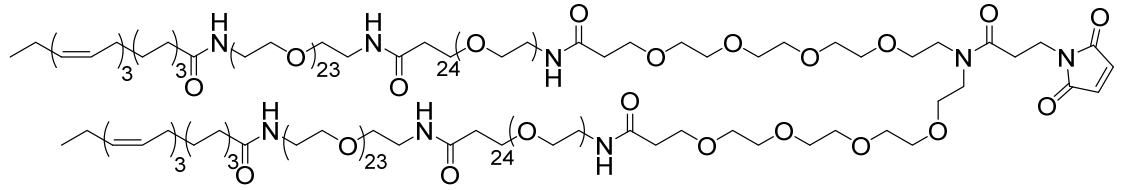
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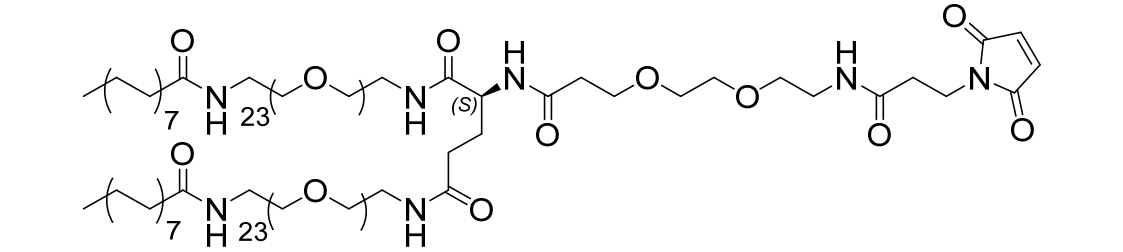
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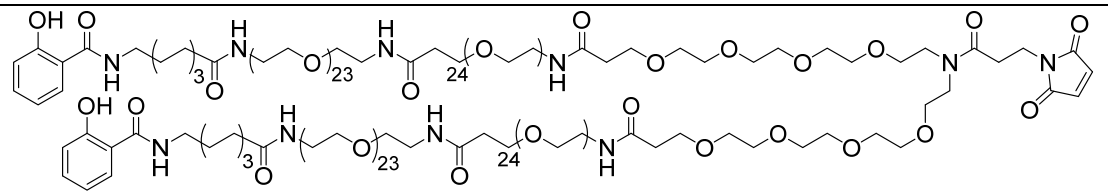
LP95-p



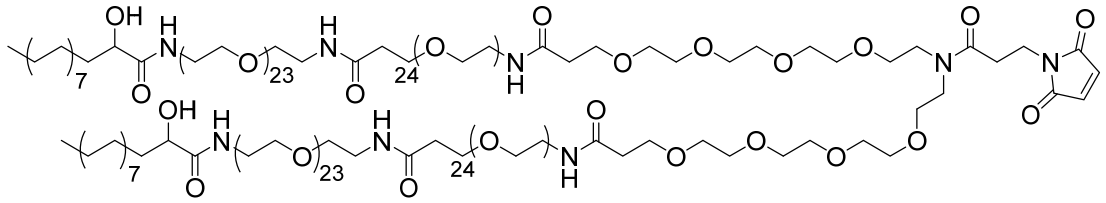
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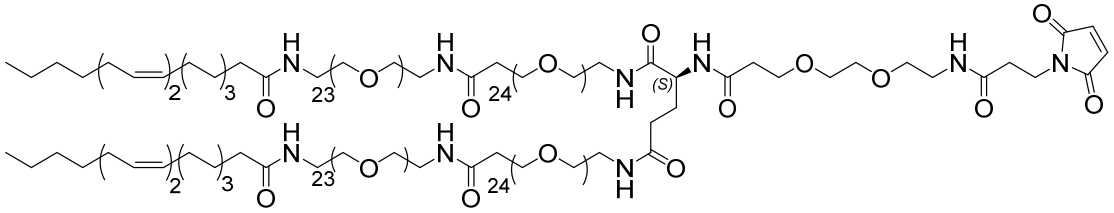
LP102-p



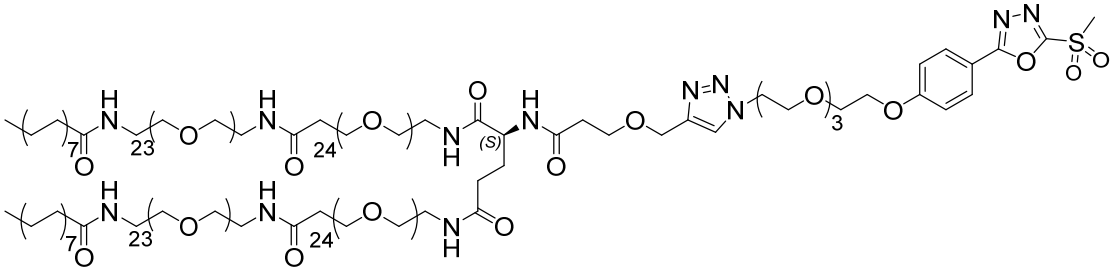
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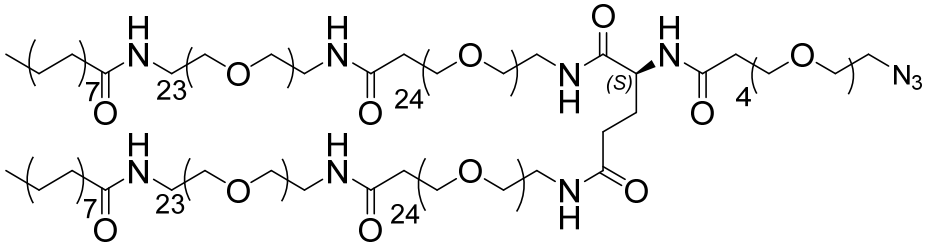
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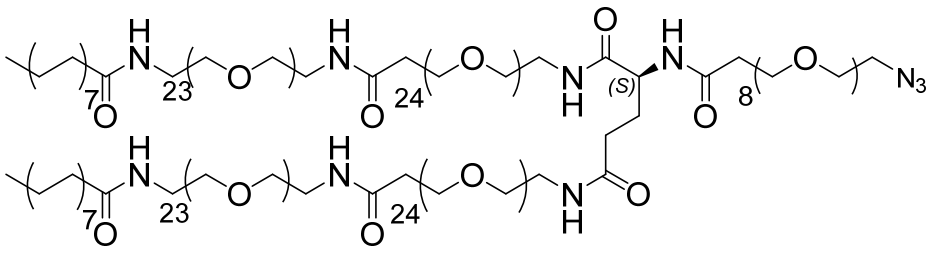
LP106-p



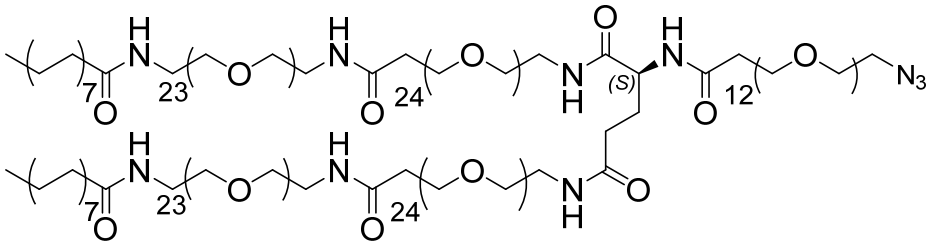
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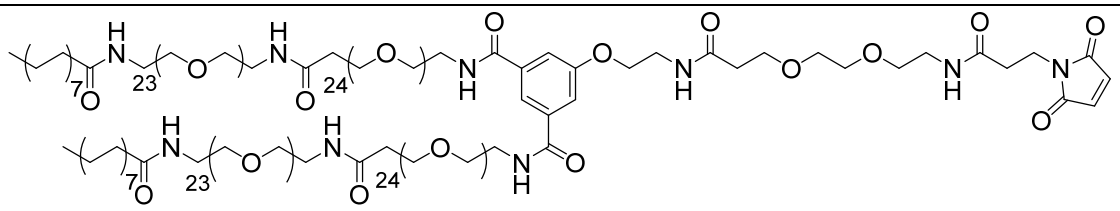
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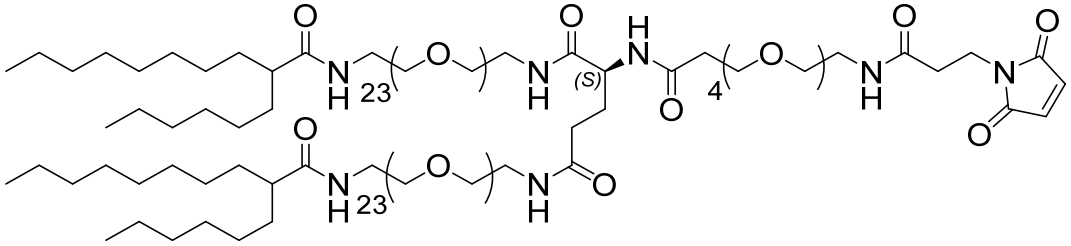
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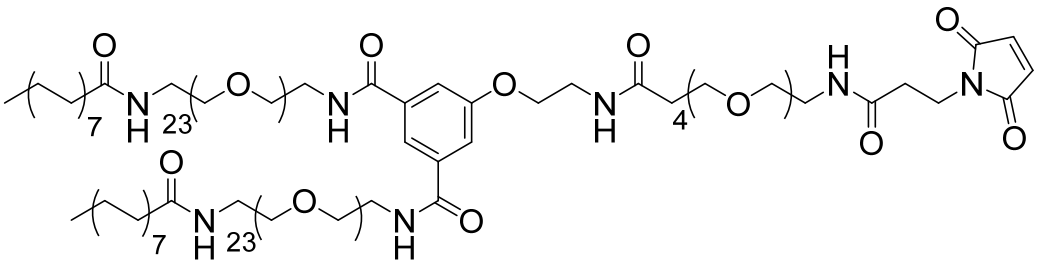
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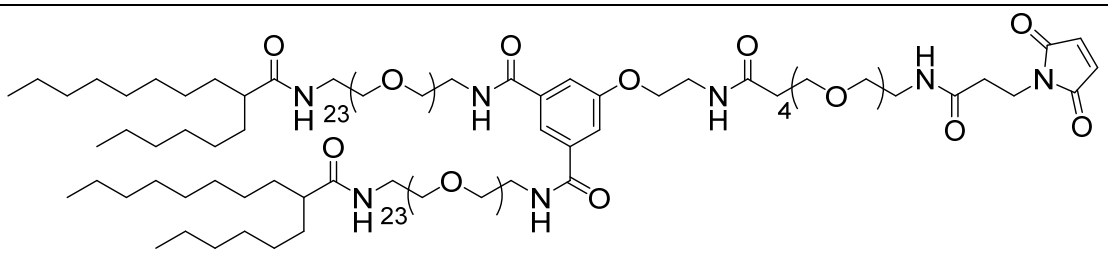
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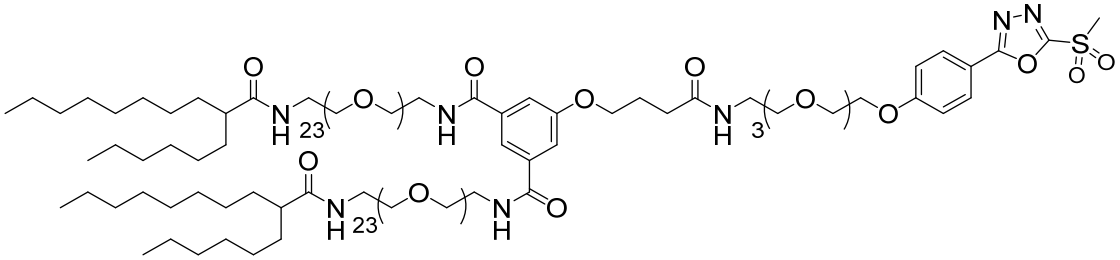
LP124-p



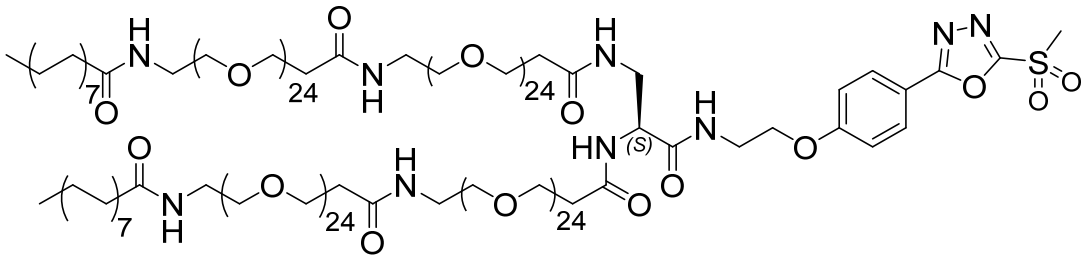
LP130-p



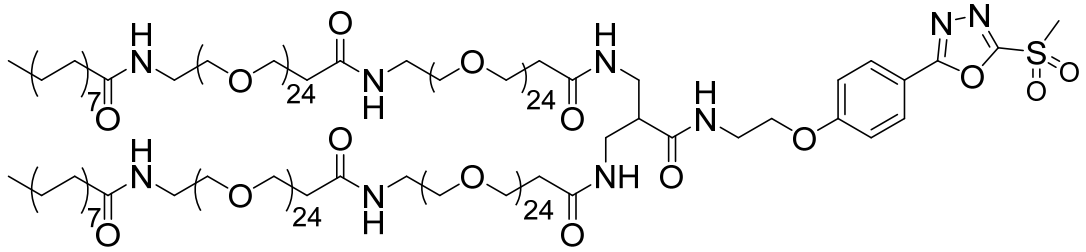
LP143-p



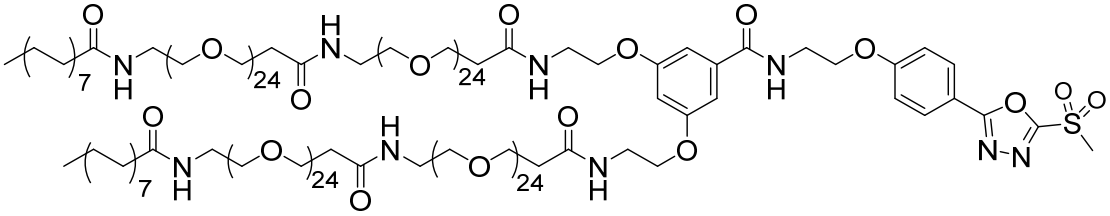
LP210-p



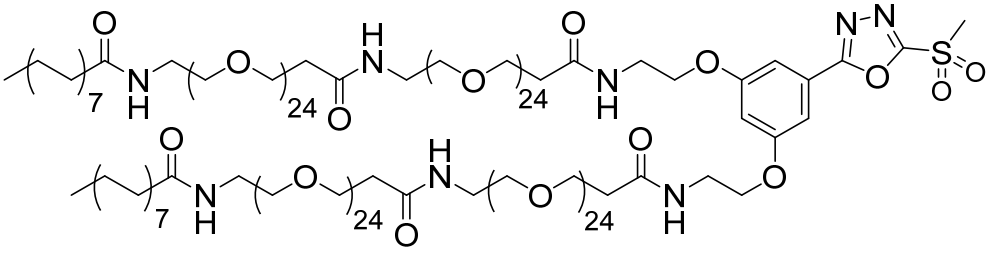
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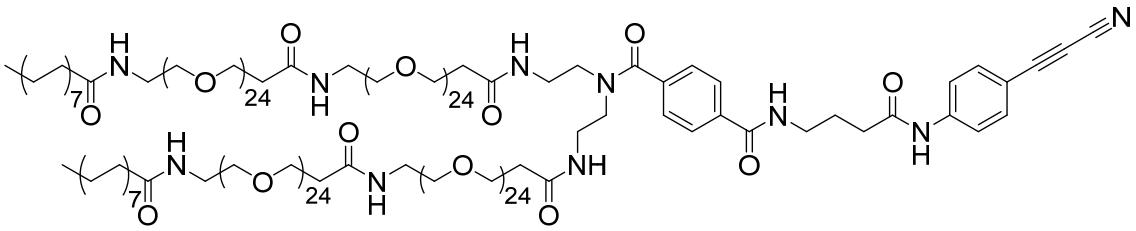
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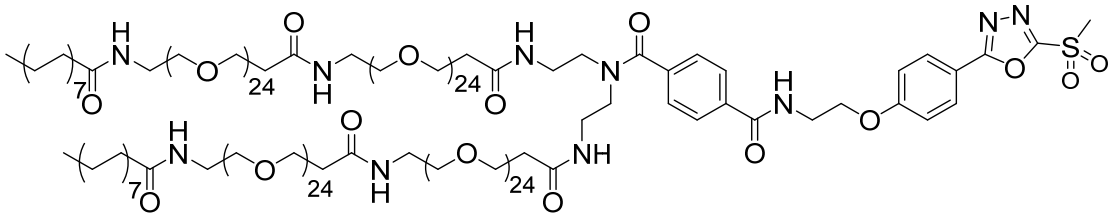
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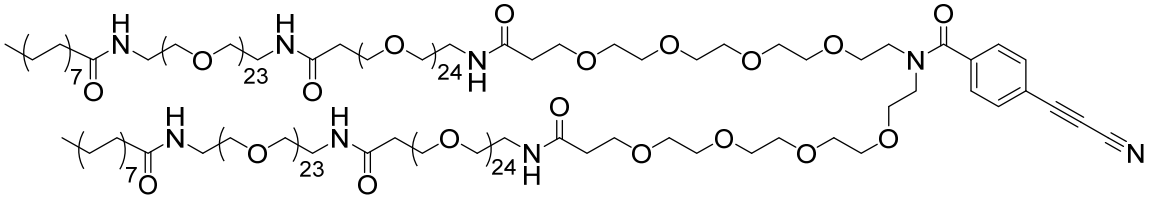
LP223-p



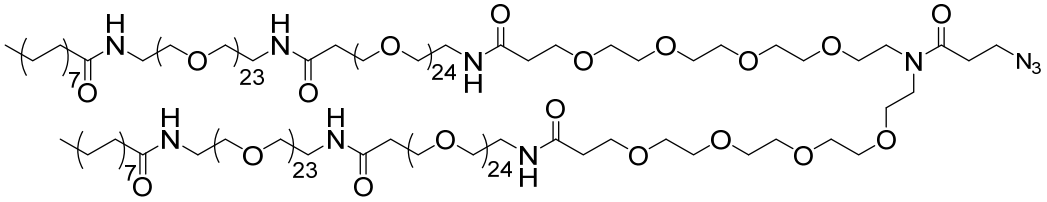
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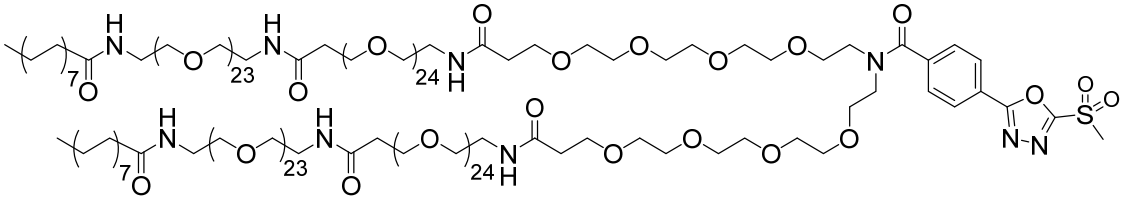
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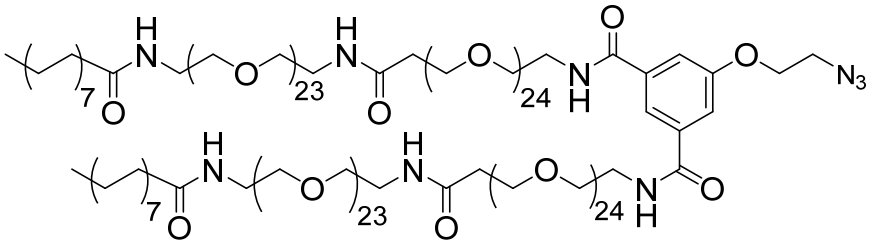
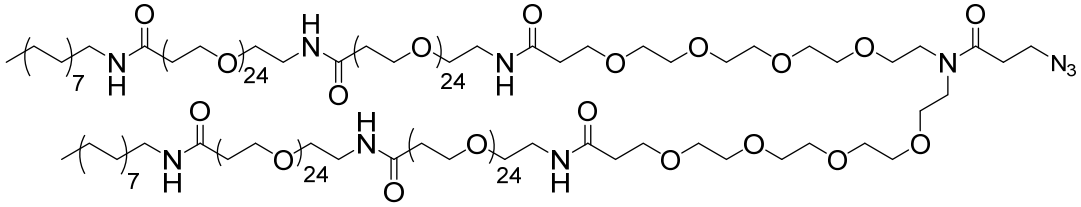
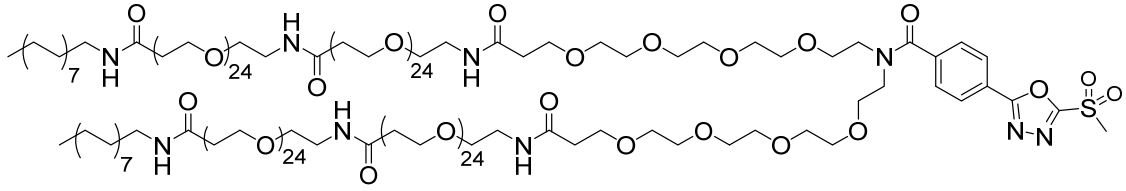
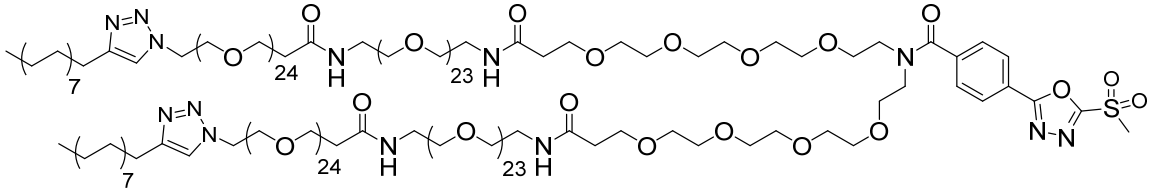
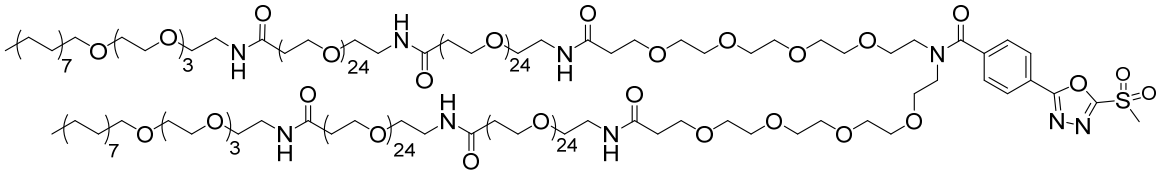
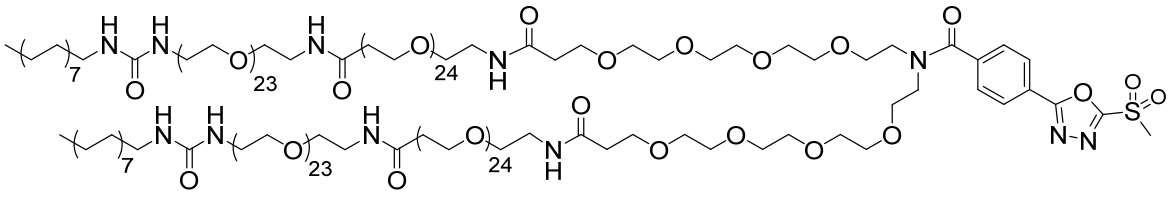
LP226-p

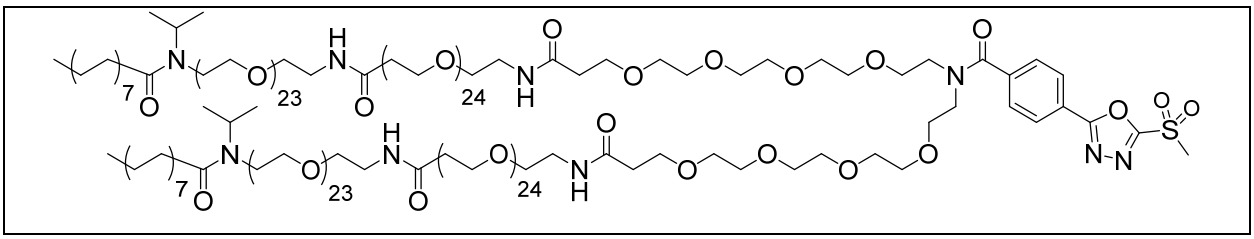


LP238-p



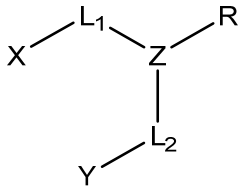
LP240-p


LP246-p

LP247-p

LP339-p

LP340-p

LP357-p

LP358-p



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23. A method of making a compound of Formula (**I**):



(**I**)

or a pharmaceutically acceptable salt thereof, wherein

R is L_A-R_Z;

L_A is a bond or a bivalent moiety connecting R_Z to Z;

R_Z comprises an oligonucleotide-based agent;

Z is CH, phenyl or N;

L_1 and L_2 are each independently linkers comprising at least 5 PEG units; and

X and Y are each independently lipids comprising from about 10 to about 50 carbon atoms;

wherein the method comprises conjugating an RNAi agent comprising a first reactive moiety with a compound comprising a lipid and a second reactive moiety to form a compound of Formula (**I**).