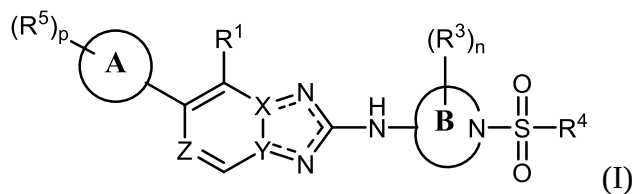


What is claimed is:

1. A compound of Formula (I):

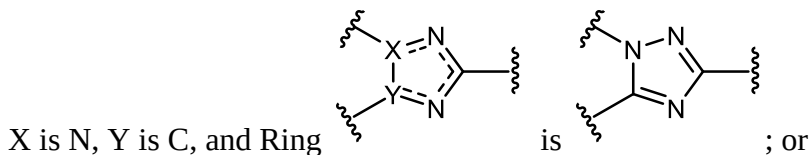


or a pharmaceutically acceptable salt thereof, wherein:

5 n is 0, 1, 2, 3, or 4;

p is 0, 1, 2, 3, or 4;

---- is a single or a double bond;



10 X is C, Y is N, and Ring

is

;

Z is CR² or N;

Ring moiety **A** is selected from C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, and 5-10 membered heteroaryl;

15 Ring moiety **B** is 4-10 membered heterocycloalkyl, wherein Ring moiety **B** is attached to the -NH- group of Formula (I) at a ring member of a saturated or partially saturated ring of said 4-10 membered heterocycloalkyl;

R¹ is independently selected from H, D, halo, CN, NO₂, C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, 5-10 membered heteroaryl-C₁₋₄ alkyl, OR^{a1}, SR^{a1}, NHOR^{a1}, C(O)R^{b1}, C(O)NR^{c1}R^{d1}, C(O)NR^{c1}(OR^{a1}), C(O)OR^{a1}, OC(O)R^{b1}, OC(O)NR^{c1}R^{d1}, NR^{c1}R^{d1}, NR^{c1}NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, NR^{c1}C(O)OR^{a1}, NR^{c1}C(O)NR^{c1}R^{d1}, C(=NR^{e1})R^{b1}, C(=NR^{e1})NR^{c1}R^{d1}, NR^{c1}C(=NR^{e1})NR^{c1}R^{d1}, NR^{c1}C(=NR^{e1})R^{b1}, NR^{c1}S(O)NR^{c1}R^{d1}, NR^{c1}S(O)R^{b1},

20

$\text{NR}^{\text{c1}}\text{S}(\text{O})_2\text{R}^{\text{b1}}$, $\text{NR}^{\text{c1}}\text{S}(\text{O})(=\text{NR}^{\text{e1}})\text{R}^{\text{b1}}$, $\text{NR}^{\text{c1}}\text{S}(\text{O})_2\text{NR}^{\text{c1}}\text{R}^{\text{d1}}$, $\text{S}(\text{O})\text{R}^{\text{b1}}$, $\text{S}(\text{O})\text{NR}^{\text{c1}}\text{R}^{\text{d1}}$, $\text{S}(\text{O})_2\text{R}^{\text{b1}}$, $\text{S}(\text{O})_2\text{NR}^{\text{c1}}\text{R}^{\text{d1}}$, $\text{OS}(\text{O})(=\text{NR}^{\text{e1}})\text{R}^{\text{b1}}$, $\text{OS}(\text{O})_2\text{R}^{\text{b1}}$, $\text{S}(\text{O})(=\text{NR}^{\text{e1}})\text{R}^{\text{b1}}$, SF_5 , $\text{P}(\text{O})\text{R}^{\text{f1}}\text{R}^{\text{g1}}$, $\text{OP}(\text{O})(\text{OR}^{\text{h1}})(\text{OR}^{\text{i1}})$, $\text{P}(\text{O})(\text{OR}^{\text{h1}})(\text{OR}^{\text{i1}})$, and $\text{BR}^{\text{j1}}\text{R}^{\text{k1}}$, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected $\text{R}^{1\text{A}}$ substituents;

each R^{a1} , 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, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected $\text{R}^{1\text{A}}$ 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 4-10 membered heterocycloalkyl group, wherein the 4-10 membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected $\text{R}^{1\text{A}}$ substituents;

each R^{b1} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected $\text{R}^{1\text{A}}$ substituents;

each R^{e1} 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_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl;

each R^{f1} and R^{g1} are 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_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl;

each R^{h1} and R^{i1} 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, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl;

each R^{j1} and R^{k1} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy; or any R^{j1} and R^{k1} 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^{1A} is independently selected from H, D, halo, CN, NO_2 , C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, 5-6 membered heteroaryl- C_{1-4} alkyl, OR^{a11}, SR^{a11}, NHOR^{a11}, C(O)R^{b11}, C(O)NR^{c11}R^{d11}, C(O)NR^{c11}(OR^{a11}), C(O)OR^{a11}, OC(O)R^{b11}, OC(O)NR^{c11}R^{d11}, NR^{c11}R^{d11}, NR^{c11}NR^{c11}R^{d11}, NR^{c11}C(O)R^{b11}, NR^{c11}C(O)OR^{a11}, NR^{c11}C(O)NR^{c11}R^{d11}, C(=NR^{e11})R^{b11}, C(=NR^{e11})NR^{c11}R^{d11}, NR^{c11}C(=NR^{e11})NR^{c11}R^{d11}, NR^{c11}C(=NR^{e11})R^{b11}, NR^{c11}S(O)NR^{c11}R^{d11}, NR^{c11}S(O)R^{b11}, NR^{c11}S(O)₂R^{b11}, NR^{c11}S(O)(=NR^{e11})R^{b11}, NR^{c11}S(O)₂NR^{c11}R^{d11}, S(O)R^{b11}, S(O)NR^{c11}R^{d11}, S(O)₂R^{b11}, S(O)₂NR^{c11}R^{d11}, OS(O)(=NR^{e11})R^{b11}, OS(O)₂R^{b11}, S(O)(=NR^{e11})R^{b11}, SF₅, P(O)R^{f11}R^{g11}, OP(O)(OR^{h11})(ORⁱ¹¹), P(O)(OR^{h11})(ORⁱ¹¹), and BR^{j11}R^{k11}, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{1B} substituents;

each R^{a11} , R^{c11} , and R^{d11} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl,

C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{1B} substituents;

5 or, any R^{c11} and R^{d11} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, wherein the 4-7 membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^{1B} substituents;

each R^{b11} is independently selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^{1B} substituents;

each R^{e11} is independently selected from H, OH, CN, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{f11} and R^{g11} are independently selected from H, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{h11} and Rⁱ¹¹ is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{j11} and R^{k11} is independently selected from OH, C₁₋₆ alkoxy, and C₁₋₆ haloalkoxy;

or any R^{j11} and R^{k11} 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 C₁₋₆ alkyl and C₁₋₆ haloalkyl;

each R^{1B} is independently selected from H, D, halo, CN, NO₂, C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered

heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, 5-6 membered heteroaryl-C₁₋₄ alkyl, OR^{a12}, SR^{a12}, NHOR^{a12}, C(O)R^{b12}, C(O)NR^{c12}R^{d12}, C(O)NR^{c12}(OR^{a12}), C(O)OR^{a12}, OC(O)R^{b12}, OC(O)NR^{c12}R^{d12}, NR^{c12}R^{d12}, NR^{c12}NR^{c12}R^{d12}, NR^{c12}C(O)R^{b12}, NR^{c12}C(O)OR^{a12}, NR^{c12}C(O)NR^{c12}R^{d12}, C(=NR^{e12})R^{b12}, C(=NR^{e12})NR^{c12}R^{d12}, NR^{c12}C(=NR^{e12})NR^{c12}R^{d12}, NR^{c12}C(=NR^{e12})R^{b12}, NR^{c12}S(O)NR^{c12}R^{d12}, NR^{c12}S(O)R^{b12}, NR^{c12}S(O)₂R^{b12}, NR^{c12}S(O)(=NR^{e12})R^{b12}, NR^{c12}S(O)₂NR^{c12}R^{d12}, S(O)R^{b12}, S(O)NR^{c12}R^{d12}, S(O)₂R^{b12}, S(O)₂NR^{c12}R^{d12}, OS(O)(=NR^{e12})R^{b12}, OS(O)₂R^{b12}, S(O)(=NR^{e12})R^{b12}, SF₅, P(O)R^{f12}R^{g12}, OP(O)(OR^{h12})(ORⁱ¹²), P(O)(OR^{h12})(ORⁱ¹²), and BR^{j12}R^{k12}, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

each R^{a12}, R^{c12}, and R^{d12} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

or, any R^{c12} and R^{d12} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, wherein the 4-7 membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

each R^{b12} is independently selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

each R^{e12} is independently selected from H, OH, CN, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered

heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{f12} and R^{g12} are independently selected from H, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{h12} and Rⁱ¹² is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{j12} and R^{k12} is independently selected from OH, C₁₋₆ alkoxy, and C₁₋₆ haloalkoxy; or any R^{j12} and R^{k12} 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 C₁₋₆ alkyl and C₁₋₆ haloalkyl;

R² is independently selected from H, D, halo, CN, OH, NO₂, C₁₋₄ alkyl, C₁₋₄ haloalkyl, C₂₋₄ alkenyl, C₂₋₄ alkynyl, C₁₋₄ alkoxy, C₁₋₄ haloalkoxy, amino, C₁₋₄ alkylamino, di(C₁₋₄ alkyl)amino, cyano-C₁₋₄ alkyl, HO-C₁₋₄ alkyl, C₁₋₄ alkoxy-C₁₋₄ alkyl, C₃₋₄ cycloalkyl, thio, C₁₋₄ alkylthio, C₁₋₄ alkylsulfinyl, C₁₋₄ alkylsulfonyl, carbamyl, C₁₋₄ alkylcarbamyl, di(C₁₋₄ alkyl)carbamyl, carboxy, C₁₋₄ alkylcarbonyl, C₁₋₄ alkoxy carbonyl, C₁₋₄ alkylcarbonyloxy, C₁₋₄ alkylcarbonylamino, C₁₋₄ alkoxy carbonylamino, C₁₋₄ alkylaminocarbonyloxy, C₁₋₄ alkylsulfonylamino, aminosulfonyl, C₁₋₄ alkylaminosulfonyl, di(C₁₋₄ alkyl)aminosulfonyl, aminosulfonylamino, C₁₋₄ alkylaminosulfonylamino, di(C₁₋₄ alkyl)aminosulfonylamino, aminocarbonylamino, C₁₋₄ alkylaminocarbonylamino, and di(C₁₋₄ alkyl)aminocarbonylamino;

each R³ is independently selected from H, D, halo, CN, C₁₋₄ alkyl, C₁₋₄ haloalkyl, C₂₋₄ alkenyl, C₂₋₄ alkynyl, OH, C₁₋₃ alkoxy, C₁₋₃ haloalkoxy, amino, C₁₋₃ alkylamino, di(C₁₋₃ alkyl)amino, cyano-C₁₋₄ alkyl, HO-C₁₋₄ alkyl, C₁₋₃ alkoxy-C₁₋₄ alkyl, and C₃₋₄ cycloalkyl;

R⁴ is selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl; wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10

membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted by 1, 2, 3, or 4 independently selected R^{4A} substituents;

each R^{4A} is independently selected from H, D, halo, CN, NO₂, C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, 5-10 membered heteroaryl-C₁₋₄ alkyl, OR^{a41}, SR^{a41}, NHOR^{a41}, C(O)R^{b41}, C(O)NR^{c41}R^{d41}, C(O)NR^{c41}(OR^{a41}), C(O)OR^{a41}, OC(O)R^{b41}, OC(O)NR^{c41}R^{d41}, NR^{c41}R^{d41}, NR^{c41}NR^{c41}R^{d41}, NR^{c41}C(O)R^{b41}, NR^{c41}C(O)OR^{a41}, NR^{c41}C(O)NR^{c41}R^{d41}, C(=NR^{e41})R^{b41}, C(=NR^{e41})NR^{c41}R^{d41}, NR^{c41}C(=NR^{e41})NR^{c41}R^{d41}, NR^{c41}C(=NR^{e41})R^{b41}, NR^{c41}S(O)NR^{c41}R^{d41}, NR^{c41}S(O)R^{b41}, NR^{c41}S(O)₂R^{b41}, NR^{c41}S(O)(=NR^{e41})R^{b41}, NR^{c41}S(O)₂NR^{c41}R^{d41}, S(O)R^{b41}, S(O)NR^{c41}R^{d41}, S(O)₂R^{b41}, S(O)₂NR^{c41}R^{d41}, OS(O)(=NR^{e41})R^{b41}, OS(O)₂R^{b41}, S(O)(=NR^{e41})R^{b41}, SF₅, P(O)R^{f41}R^{g41}, OP(O)(OR^{h41})(ORⁱ⁴¹), P(O)(OR^{h41})(ORⁱ⁴¹), and BR^{j41}R^{k41}, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{4B} substituents;

each R^{a41}, R^{c41}, and R^{d41} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{4B} substituents;

or, any R^{c41} and R^{d41} attached to the same N atom, together with the N atom to which they are attached, form a 4-10 membered heterocycloalkyl group, wherein the 4-10 membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^{4B} substituents;

each R^{b41} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^{4B} substituents;

each R^{e41} 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_{3-7} cycloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl;

each R^{f41} and R^{g41} are 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_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl;

each R^{h41} and R^{i41} 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, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl;

each R^{j41} and R^{k41} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy; or any R^{j41} and R^{k41} attached to the same B atom, together with the B atom to which they are attached, form a 5- or 10-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^{4B} is independently selected from H, D, halo, CN, NO_2 , C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, 5-6 membered heteroaryl- C_{1-4} alkyl, OR^{a42} , SR^{a42} , $NHOR^{a42}$, $C(O)R^{b42}$, $C(O)NR^{c42}R^{d42}$, $C(O)NR^{c42}(OR^{a42})$, $C(O)OR^{a42}$, $OC(O)R^{b42}$, $OC(O)NR^{c42}R^{d42}$, $NR^{c42}R^{d42}$, $NR^{c42}NR^{c42}R^{d42}$, $NR^{c42}C(O)R^{b42}$, $NR^{c42}C(O)OR^{a42}$, $NR^{c42}C(O)NR^{c42}R^{d42}$, $C(=NR^{e42})R^{b42}$, $C(=NR^{e42})NR^{c42}R^{d42}$, $NR^{c42}C(=NR^{e42})NR^{c42}R^{d42}$, $NR^{c42}C(=NR^{e42})R^{b42}$, $NR^{c42}S(O)NR^{c42}R^{d42}$, $NR^{c42}S(O)R^{b42}$, $NR^{c42}S(O)_2R^{b42}$, $NR^{c42}S(O)(=NR^{e42})R^{b42}$, $NR^{c42}S(O)_2NR^{c42}R^{d42}$, $S(O)R^{b42}$, $S(O)NR^{c42}R^{d42}$,

$S(O)_2R^{b42}$, $S(O)_2NR^{c42}R^{d42}$, $OS(O)(=NR^{e42})R^{b42}$, $OS(O)_2R^{b42}$, $S(O)(=NR^{e42})R^{b42}$, SF_5 , $P(O)R^{f42}R^{g42}$, $OP(O)(OR^{h42})(OR^{i42})$, $P(O)(OR^{h42})(OR^{i42})$, and $BR^{j42}R^{k42}$, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{4C} substituents;

each R^{a42} , R^{c42} , and R^{d42} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{4C} substituents;

or, any R^{c42} and R^{d42} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, wherein the 4-7 membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^{4C} substituents;

each R^{b42} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^{4C} substituents;

each R^{e42} 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_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl;

each R^{f42} and R^{g42} are 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_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl;

each R^{h42} and R^{i42} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl;

- 5 each R^{j42} and R^{k42} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy; or any R^{j42} and R^{k42} 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^{4C} is independently selected from H, D, halo, CN, NO_2 , C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, 5-6 membered heteroaryl- C_{1-4} alkyl, OR^{a43} , SR^{a43} , $NHOR^{a43}$, $C(O)R^{b43}$, $C(O)NR^{c43}R^{d43}$, $C(O)NR^{c43}(OR^{a43})$, $C(O)OR^{a43}$, $OC(O)R^{b43}$, $OC(O)NR^{c43}R^{d43}$, $NR^{c43}R^{d43}$, $NR^{c43}NR^{c43}R^{d43}$, $NR^{c43}C(O)R^{b43}$, $NR^{c43}C(O)OR^{a43}$, $NR^{c43}C(O)NR^{c43}R^{d43}$, $C(=NR^{e43})R^{b43}$, $C(=NR^{e43})NR^{c43}R^{d43}$, $NR^{c43}C(=NR^{e43})NR^{c43}R^{d43}$, $NR^{c43}C(=NR^{e43})R^{b43}$, $NR^{c43}S(O)NR^{c43}R^{d43}$, $NR^{c43}S(O)R^{b43}$, $NR^{c43}S(O)_2R^{b43}$, $NR^{c43}S(O)(=NR^{e43})R^{b43}$, $NR^{c43}S(O)_2NR^{c43}R^{d43}$, $S(O)R^{b43}$, $S(O)NR^{c43}R^{d43}$, $S(O)_2R^{b43}$, $S(O)_2NR^{c43}R^{d43}$, $OS(O)(=NR^{e43})R^{b43}$, $OS(O)_2R^{b43}$, $S(O)(=NR^{e43})R^{b43}$, SF_5 , $P(O)R^{f43}R^{g43}$, $OP(O)(OR^{h43})(OR^{i43})$, $P(O)(OR^{h43})(OR^{i43})$, and $BR^{j43}R^{k43}$, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

- each R^{a43} , R^{c43} , and R^{d43} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

or, any R^{c43} and R^{d43} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, wherein the 4-7 membered heterocycloalkyl group is optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

5 each R^{b43} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

10 each R^{e43} 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_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl;

each R^{f43} and R^{g43} are 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_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl;

each R^{h43} and R^{i43} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl;

each R^{j43} and R^{k43} is independently selected from OH, C_{1-6} alkoxy, and C_{1-6} haloalkoxy;

or any R^{j43} and R^{k43} 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^5 is independently selected from H, D, halo, NO_2 , CN, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, 5-10 membered heteroaryl- C_{1-4} alkyl, OR^{a5} , SR^{a5} , $NHOR^{a5}$, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)NR^{c5}(OR^{a5})$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $C(=NR^{e5})R^{b5}$,

$C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})NR^{c5}R^{d5}$, $NR^{c5}C(=NR^{e5})R^{b5}$, $NR^{c5}S(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)R^{b5}$,
 $NR^{c5}S(O)_2R^{b5}$, $NR^{c5}S(O)(=NR^{e5})R^{b5}$, $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)R^{b5}$, $S(O)NR^{c5}R^{d5}$, $S(O)_2R^{b5}$,
 $S(O)_2NR^{c5}R^{d5}$, $OS(O)(=NR^{e5})R^{b5}$, $OS(O)_2R^{b5}$, $S(O)(=NR^{e5})R^{b5}$, 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 said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6}
 5 alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl,
 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10
 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl are each
 optionally substituted by 1, 2, 3, or 4 independently selected R^{5A} substituents;

each R^{a5} , R^{c5} , and R^{d5} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6}
 10 alkenyl, C_{2-6} alkynyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-
 10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10
 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl, wherein said
 C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10
 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10
 15 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered
 heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5A}
 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 4-10 membered heterocycloalkyl group, which is optionally substituted with
 20 1, 2, 3, or 4 independently selected R^{5A} substituents;

each R^{b5} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6}
 alkynyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered
 heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered
 heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl, which are each optionally
 25 substituted with 1, 2, 3, or 4 independently selected R^{5A} 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_{3-10} cycloalkyl, 6-10 membered aryl, 4-10
 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10
 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered
 30 heteroaryl- C_{1-4} alkyl;

each R^{f5} and R^{g5} are 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_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} 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_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} 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^{5A} is independently selected from H, D, halo, CN, NO_2 , C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, 5-10 membered heteroaryl- C_{1-4} alkyl, OR^{a51} , SR^{a51} , $NHOR^{a51}$, $C(O)R^{b51}$, $C(O)NR^{c51}R^{d51}$, $C(O)NR^{c51}(OR^{a51})$, $C(O)OR^{a51}$, $OC(O)R^{b51}$, $OC(O)NR^{c51}R^{d51}$, $NR^{c51}R^{d51}$, $NR^{c51}NR^{c51}R^{d51}$, $NR^{c51}C(O)R^{b51}$, $NR^{c51}C(O)OR^{a51}$, $NR^{c51}C(O)NR^{c51}R^{d51}$, $C(=NR^{e51})R^{b51}$, $C(=NR^{e51})NR^{c51}R^{d51}$, $NR^{c51}C(=NR^{e51})NR^{c51}R^{d51}$, $NR^{c51}C(=NR^{e51})R^{b51}$, $NR^{c51}S(O)NR^{c51}R^{d51}$, $NR^{c51}S(O)R^{b51}$, $NR^{c51}S(O)_2R^{b51}$, $NR^{c51}S(O)(=NR^{e51})R^{b51}$, $NR^{c51}S(O)_2NR^{c51}R^{d51}$, $S(O)R^{b51}$, $S(O)NR^{c51}R^{d51}$, $S(O)_2R^{b51}$, $S(O)_2NR^{c51}R^{d51}$, $OS(O)(=NR^{e51})R^{b51}$, $OS(O)_2R^{b51}$, $S(O)(=NR^{e51})R^{b51}$, SF_5 , $P(O)R^{f51}R^{g51}$, $OP(O)(OR^{h51})(OR^{i51})$, $P(O)(OR^{h51})(OR^{i51})$, and $BR^{j51}R^{k51}$, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-10} cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10 membered heterocycloalkyl- C_{1-4} alkyl, and 5-10 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5B} substituents;

each R^{a51} , R^{c51} , and R^{d51} 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, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C_{3-10} cycloalkyl- C_{1-4} alkyl, 6-10 membered aryl- C_{1-4} alkyl, 4-10

membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5B} substituents;

or, any R^{c51} and R^{d51} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, which is optionally substituted with 1, 2, 3, or 4 independently selected R^{5B} substituents;

each R^{b51} is independently selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5B} substituents;

each R^{e51} is independently selected from H, OH, CN, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl;

each R^{f51} and R^{g51} are independently selected from H, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl;

each R^{h51} and Rⁱ⁵¹ is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, 5-10 membered heteroaryl, C₃₋₁₀ cycloalkyl-C₁₋₄ alkyl, 6-10 membered aryl-C₁₋₄ alkyl, 4-10 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-10 membered heteroaryl-C₁₋₄ alkyl;

each R^{j51} and R^{k51} is independently selected from OH, C₁₋₆ alkoxy, and C₁₋₆ haloalkoxy;

or any R^{j51} and R^{k51} 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^{5B} is independently selected from H, D, halo, CN, NO_2 , C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, 5-6 membered heteroaryl- C_{1-4} alkyl, OR^{a52} , SR^{a52} , $NHOR^{a52}$, $C(O)R^{b52}$, $C(O)NR^{c52}R^{d52}$, $C(O)NR^{c52}(OR^{a52})$, $C(O)OR^{a52}$, $OC(O)R^{b52}$, $OC(O)NR^{c52}R^{d52}$, $NR^{c52}R^{d52}$, $NR^{c52}NR^{c52}R^{d52}$, $NR^{c52}C(O)R^{b52}$, $NR^{c52}C(O)OR^{a52}$, $NR^{c52}C(O)NR^{c52}R^{d52}$, $C(=NR^{e52})R^{b52}$, $C(=NR^{e52})NR^{c52}R^{d52}$, $NR^{c52}C(=NR^{e52})NR^{c52}R^{d52}$, $NR^{c52}C(=NR^{e52})R^{b52}$, $NR^{c52}S(O)NR^{c52}R^{d52}$, $NR^{c52}S(O)R^{b52}$, $NR^{c52}S(O)_2R^{b52}$, $NR^{c52}S(O)(=NR^{e52})R^{b52}$, $NR^{c52}S(O)_2NR^{c52}R^{d52}$, $S(O)R^{b52}$, $S(O)NR^{c52}R^{d52}$, $S(O)_2R^{b52}$, $S(O)_2NR^{c52}R^{d52}$, $OS(O)(=NR^{e52})R^{b52}$, $OS(O)_2R^{b52}$, $S(O)(=NR^{e52})R^{b52}$, SF_5 , $P(O)R^{f52}R^{g52}$, $OP(O)(OR^{h52})(OR^{i52})$, $P(O)(OR^{h52})(OR^{i52})$, and $BR^{j52}R^{k52}$, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5C} substituents;

each R^{a52} , R^{c52} , and R^{d52} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5C} substituents;

or, any R^{c52} and R^{d52} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, which is optionally substituted with 1, 2, 3, or 4 independently selected R^{5C} substituents;

each R^{b52} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6

membered heteroaryl-C₁₋₄ alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5C} substituents;

each R^{e52} is independently selected from H, OH, CN, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{f52} and R^{g52} are independently selected from H, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{h52} and Rⁱ⁵² is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{j52} and R^{k52} is independently selected from OH, C₁₋₆ alkoxy, and C₁₋₆ haloalkoxy; or any R^{j52} and R^{k52} 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 C₁₋₆ alkyl and C₁₋₆ haloalkyl;

each R^{5C} is independently selected from H, D, halo, CN, NO₂, C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, 5-6 membered heteroaryl-C₁₋₄ alkyl, OR^{a53}, SR^{a53}, NHOR^{a53}, C(O)R^{b53}, C(O)NR^{c53}R^{d53}, C(O)NR^{c53}(OR^{a53}), C(O)OR^{a53}, OC(O)R^{b53}, OC(O)NR^{c53}R^{d53}, NR^{c53}R^{d53}, NR^{c53}NR^{c53}R^{d53}, NR^{c53}C(O)R^{b53}, NR^{c53}C(O)OR^{a53}, NR^{c53}C(O)NR^{c53}R^{d53}, C(=NR^{e53})R^{b53}, C(=NR^{e53})NR^{c53}R^{d53}, NR^{c53}C(=NR^{e53})NR^{c53}R^{d53}, NR^{c53}C(=NR^{e53})R^{b53}, NR^{c53}S(O)NR^{c53}R^{d53}, NR^{c53}S(O)R^{b53}, NR^{c53}S(O)₂R^{b53}, NR^{c53}S(O)(=NR^{e53})R^{b53}, NR^{c53}S(O)₂NR^{c53}R^{d53}, S(O)R^{b53}, S(O)NR^{c53}R^{d53}, S(O)₂R^{b53}, S(O)₂NR^{c53}R^{d53}, OS(O)(=NR^{e53})R^{b53}, OS(O)₂R^{b53}, S(O)(=NR^{e53})R^{b53}, SF₅, P(O)R^{f53}R^{g53}, OP(O)(OR^{h53})(ORⁱ⁵³), P(O)(OR^{h53})(ORⁱ⁵³), and BR^{j53}R^{k53}, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7

membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

each R^{a53}, R^{c53}, and R^{d53} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

or, any R^{c53} and R^{d53} attached to the same N atom, together with the N atom to which they are attached, form a 4-7 membered heterocycloalkyl group, which is optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

each R^{b53} is independently selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl, which are each optionally substituted with 1, 2, 3, or 4 independently selected R^G substituents;

each R^{e53} is independently selected from H, OH, CN, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{f53} and R^{g53} are independently selected from H, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{h53} and Rⁱ⁵³ is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl;

each R^{j53} and R^{k53} is independently selected from OH, C₁₋₆ alkoxy, and C₁₋₆ haloalkoxy;

or any R^{j53} and R^{k53} 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; and

each R^G is independently selected from OH, NO_2 , CN, halo, C_{1-3} alkyl, C_{2-3} alkenyl, C_{2-3} alkynyl, C_{1-3} haloalkyl, cyano- C_{1-3} alkyl, HO- C_{1-3} alkyl, C_{1-3} alkoxy- C_{1-3} alkyl, C_{3-7} cycloalkyl, C_{1-3} alkoxy, C_{1-3} haloalkoxy, amino, C_{1-3} alkylamino, di(C_{1-3} alkyl)amino, thio, C_{1-3} alkylthio, C_{1-3} alkylsulfinyl, C_{1-3} alkylsulfonyl, carbamyl, C_{1-3} alkylcarbamyl, di(C_{1-3} alkyl)carbamyl, carboxy, C_{1-3} alkylcarbonyl, C_{1-3} alkoxycarbonyl, C_{1-3} alkylcarbonyloxy, C_{1-3} alkylcarbonylamino, C_{1-3} alkoxycarbonylamino, C_{1-3} alkylaminocarbonyloxy, C_{1-3} alkylsulfonylamino, aminosulfonyl, C_{1-3} alkylaminosulfonyl, di(C_{1-3} alkyl)aminosulfonyl, aminosulfonylamino, C_{1-3} alkylaminosulfonylamino, di(C_{1-3} alkyl)aminosulfonylamino, aminocarbonylamino, C_{1-3} alkylaminocarbonylamino, and di(C_{1-3} alkyl)aminocarbonylamino.

2. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R^1 is independently selected from H, halo, CN, NO_2 , C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, 5-6 membered heteroaryl- C_{1-4} alkyl, OR^{a1} , SR^{a1} , $C(O)R^{b1}$, $C(O)NR^{c1}R^{d1}$, $C(O)OR^{a1}$, $OC(O)R^{b1}$, $OC(O)NR^{c1}R^{d1}$, $NR^{c1}R^{d1}$, $NR^{c1}C(O)R^{b1}$, $NR^{c1}C(O)OR^{a1}$, $NR^{c1}C(O)NR^{c1}R^{d1}$, $NR^{c1}S(O)_2R^{b1}$, $NR^{c1}S(O)_2NR^{c1}R^{d1}$, $S(O)_2R^{b1}$, and $S(O)_2NR^{c1}R^{d1}$, wherein said C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{1A} substituents.

3. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R^1 is independently selected from H, halo, CN, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-3} alkyl, phenyl- C_{1-3} alkyl, 4-7 membered heterocycloalkyl- C_{1-3} alkyl, 5-6 membered heteroaryl- C_{1-3} alkyl, OR^{a1} , SR^{a1} , and $NR^{c1}R^{d1}$, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-3} alkyl, phenyl- C_{1-3} alkyl, 4-7

membered heterocycloalkyl-C₁₋₃ alkyl, and 5-6 membered heteroaryl-C₁₋₃ alkyl are each optionally substituted with 1 or 2 independently selected R^{1A} substituents.

4. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R¹ is
 5 independently selected from H, C₁₋₆ alkyl, phenyl, 5-7 membered heterocycloalkyl, OR^{a1}, SR^{a1},
 and NR^{c1}R^{d1}, wherein said C₁₋₆ alkyl, phenyl, and 5-7 membered heterocycloalkyl are each
 optionally substituted with 1 or 2 independently selected R^{1A} substituents.

5. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R¹ is
 10 independently selected from H and OR^{a1}.

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

each R^{a1}, R^{c1}, and R^{d1} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇
 15 cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-
 C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered
 heteroaryl-C₁₋₄ alkyl, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7
 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄
 alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are
 20 each optionally substituted with 1, 2, 3, or 4 independently selected R^{1A} substituents;

each R^{b1} is independently selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl,
 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄
 alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl, which
 are each optionally substituted with 1, 2, 3, or 4 independently selected R^{1A} substituents;

25 each R^{1A} is independently selected from H, D, halo, CN, NO₂, C₁₋₆ alkyl, C₁₋₆ haloalkyl,
 C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇
 cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, 5-6
 membered heteroaryl-C₁₋₄ alkyl, OR^{a11}, C(O)R^{b11}, C(O)NR^{c11}R^{d11}, C(O)OR^{a11}, OC(O)R^{b11},
 OC(O)NR^{c11}R^{d11}, NR^{c11}R^{d11}, NR^{c11}C(O)R^{b11}, NR^{c11}C(O)OR^{a11}, NR^{c11}C(O)NR^{c11}R^{d11},
 30 NR^{c11}S(O)₂R^{b11}, NR^{c11}S(O)₂NR^{c11}R^{d11}, S(O)₂R^{b11}, and S(O)₂NR^{c11}R^{d11}, wherein said C₁₋₆ alkyl,

C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{1B} substituents;

- 5 each R^{a11}, R^{c11}, and R^{d11} is independently selected from H, C₁₋₆ alkyl, and C₁₋₆ haloalkyl;
 each R^{b11} is independently selected from C₁₋₆ alkyl and C₁₋₆ haloalkyl;
 each R^{1B} is independently selected from H, D, and OR^{a12}; and
 each R^{a12} is independently selected from H and C₁₋₆ alkyl.

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

 each R^{a1}, R^{c1}, and R^{d1} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, phenyl, 4-6 membered heterocycloalkyl, C₃₋₆ cycloalkyl-C₁₋₃ alkyl, and 4-6 membered heterocycloalkyl-C₁₋₃ alkyl, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, phenyl, 4-6 membered heterocycloalkyl, C₃₋₆ cycloalkyl-C₁₋₃ alkyl, and 4-6 membered heterocycloalkyl-C₁₋₃ alkyl are each optionally substituted with 1, 2, or 3 independently selected R^{1A} substituents;

15 each R^{b1} is independently selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, 4-6 membered heterocycloalkyl, C₃₋₆ cycloalkyl-C₁₋₂ alkyl, and 4-6 membered heterocycloalkyl-C₁₋₂ alkyl, which are each optionally substituted with 1 or 2 independently selected R^{1A} substituents; and

 each R^{1A} is independently selected from H, D, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, OR^{a11}, and C(O)OR^{a11}, wherein said C₁₋₆ alkyl, and C₁₋₆ haloalkyl, are each optionally substituted with 1, 2, or 3 independently selected R^{1B} substituents;

- 25 each R^{a11} is independently selected from H and C₁₋₄ alkyl, wherein said C₁₋₄ alkyl is optionally substituted by 1, 2, or 3 independently selected R^{1B} substituents; and
 each R^{1B} is independently selected from H, D, and O-C₁₋₄ alkyl.

8. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein R¹ is OR^{a1} and R^{a1} is C₁₋₃ alkyl.

9. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt thereof, wherein R^2 is selected from H, halo, CN, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-4} alkenyl, C_{2-4} alkynyl, OH, C_{1-3} alkoxy, C_{1-3} haloalkoxy, amino, C_{1-3} alkylamino, di(C_{1-3} alkyl)amino, cyano- C_{1-4} alkyl, HO- C_{1-4} alkyl, C_{1-3} alkoxy- C_{1-4} alkyl, and C_{3-4} cycloalkyl.
10. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt thereof, wherein R^2 is H or halo.
11. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt thereof, wherein R^2 is H or F.
12. The compound of any one of claims 1-11, or a pharmaceutically acceptable salt thereof, wherein Ring moiety **B** is monocyclic 4-7 membered heterocycloalkyl.
13. The compound of any one of claims 1-11, or a pharmaceutically acceptable salt thereof, wherein Ring moiety **B** is piperidinyl.
14. The compound of any one of claims 1-13, or a pharmaceutically acceptable salt thereof, wherein n is 0 or 1.
15. The compound of any one of claims 1-14, or a pharmaceutically acceptable salt thereof, wherein each R^3 is independently selected from H, F, and methyl.
16. The compound of any one of claims 1-14, or a pharmaceutically acceptable salt thereof, wherein each R^3 is independently selected from H and methyl.
17. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein R^4 is selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4}

alkyl; wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₇ cycloalkyl-C₁₋₄ alkyl, phenyl-C₁₋₄ alkyl, 4-7 membered heterocycloalkyl-C₁₋₄ alkyl, and 5-6 membered heteroaryl-C₁₋₄ alkyl are each optionally substituted by 1, 2, 3, or 4 independently selected R^{4A} substituents.

5

18. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein R⁴ is selected from C₁₋₆ alkyl, C₃₋₆ cycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl; wherein said C₁₋₆ alkyl, C₃₋₆ cycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl are each optionally substituted by 1 or 2 independently selected R^{4A} substituents.

10

19. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein R⁴ is selected from C₁₋₆ alkyl, C₃₋₆ cycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl; wherein said C₁₋₆ alkyl, C₃₋₆ cycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl are each optionally substituted by 1 or 2 independently selected R^{4A} substituents.

15

20. The compound of any one of claims 1-16, or a pharmaceutically acceptable salt thereof, wherein R⁴ is C₁₋₆ alkyl and C₃₋₆ cycloalkyl.

20

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

25

each R^{4A} is independently selected from H, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₄ cycloalkyl, OR^{a41}, C(O)R^{b41}, C(O)NR^{c41}R^{d41}, C(O)OR^{a41}, OC(O)R^{b41}, OC(O)NR^{c41}R^{d41}, NR^{c41}R^{d41}, NR^{c41}C(O)R^{b41}, NR^{c41}C(O)OR^{a41}, NR^{c41}C(O)NR^{c41}R^{d41}, NR^{c41}S(O)₂R^{b41}, NR^{c41}S(O)₂NR^{c41}R^{d41}, S(O)₂R^{b41}, and S(O)₂NR^{c41}R^{d41}, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, and C₃₋₄ cycloalkyl are each optionally substituted with 1, 2, or 3 independently selected R^{4B} substituents;

30

each R^{a41}, R^{c41}, and R^{d41} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, and C₃₋₄ cycloalkyl, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, and C₃₋₄ cycloalkyl are each optionally substituted with 1 or 2 independently selected R^{4B} substituents;

each R^{b41} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, and C_{3-4} cycloalkyl, which are each optionally substituted with 1 or 2 independently selected R^{4B} substituents;

each R^{4B} is independently selected from H, halo, CN, C_{1-3} alkyl, C_{1-3} haloalkyl, OR^{a42} , and $NR^{c42}R^{d42}$;

5 each R^{a42} , R^{c42} , and R^{d42} is independently selected from H, C_{1-3} alkyl, and C_{1-3} haloalkyl; and

each R^{b42} is independently selected from C_{1-3} alkyl and C_{1-3} haloalkyl.

22. The compound of any one of claims 1-20, or a pharmaceutically acceptable salt thereof,
10 wherein:

each R^{4A} is independently selected from H, halo, CN, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-4} cycloalkyl, OR^{a41} , $C(O)R^{b41}$, $C(O)NR^{c41}R^{d41}$, $C(O)OR^{a41}$, $OC(O)R^{b41}$, $OC(O)NR^{c41}R^{d41}$, $NR^{c41}R^{d41}$, $NR^{c41}C(O)R^{b41}$, $NR^{c41}C(O)OR^{a41}$, $NR^{c41}C(O)NR^{c41}R^{d41}$, $NR^{c41}S(O)_2R^{b41}$, $NR^{c41}S(O)_2NR^{c41}R^{d41}$, $S(O)_2R^{b41}$, and $S(O)_2NR^{c41}R^{d41}$;

15 each R^{a41} , R^{c41} , and R^{d41} is independently selected from H, C_{1-3} alkyl, and C_{1-3} haloalkyl; and

each R^{b41} is independently selected from C_{1-3} alkyl and C_{1-3} haloalkyl.

23. The compound of any one of claims 1-20, or a pharmaceutically acceptable salt thereof,
20 wherein:

each R^{4A} is independently selected from H, halo, CN, C_{1-6} alkyl, C_{1-6} haloalkyl, OR^{a41} , and $NR^{c41}R^{d41}$;

each R^{a41} , R^{c41} , and R^{d41} is independently selected from H and C_{1-3} alkyl, and C_{1-3} haloalkyl; and

25 each R^{b41} is independently C_{1-3} alkyl.

24. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein Ring moiety **A** is 5-10 membered heteroaryl.

30 25. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein Ring moiety **A** is 5-6 membered heteroaryl.

26. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein Ring moiety **A** is 1H-pyrrolo[2,3-b]pyridinyl, pyridinyl, or pyrazolyl.

5 27. The compound of any one of claims 1-23, or a pharmaceutically acceptable salt thereof, wherein Ring moiety **A** is pyrazolyl.

28. The compound of any one of claims 1-27, or a pharmaceutically acceptable salt thereof, wherein p is 0 or 1.

10

29. The compound of any one of claims 1-28, or a pharmaceutically acceptable salt thereof, wherein each R⁵ is independently selected from H, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₄ cycloalkyl, OR^{a5}, and NR^{c5}R^{d5}; and each R^{a5}, R^{c5}, and R^{d5} is independently selected from H, C₁₋₆ alkyl, and C₁₋₆ haloalkyl.

15

30. The compound of any one of claims 1-28, or a pharmaceutically acceptable salt thereof, wherein each R⁵ is independently selected from CH₃ or NH₂.

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

20

n is 0, 1, or 2;

p is 0, 1, or 2;

Ring moiety **A** is selected from C₃₋₁₀ cycloalkyl, 6-10 membered aryl, 4-10 membered heterocycloalkyl, and 5-10 membered heteroaryl;

Ring moiety **B** is azetidiny, pyrrolidinyl or piperidinyl;

25

R¹ is H, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₆ cycloalkyl-C₁₋₃ alkyl, phenyl-C₁₋₃ alkyl, 4-7 membered heterocycloalkyl-C₁₋₃ alkyl, 5-6 membered heteroaryl-C₁₋₃ alkyl, OR^{a1}, SR^{a1}, and NR^{c1}R^{d1}, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, C₂₋₆ alkynyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C₃₋₆ cycloalkyl-C₁₋₃ alkyl,

phenyl-C₁₋₃ alkyl, 4-7 membered heterocycloalkyl-C₁₋₃ alkyl, and 5-6 membered heteroaryl-C₁₋₃ alkyl are each optionally substituted with 1, 2, or 3 independently selected R^{1A} substituents;

each R^{a1}, R^{c1}, and R^{d1} is independently selected from H, D, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, and C₃₋₇ cycloalkyl-C₁₋₄ alkyl, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, and C₃₋₇ cycloalkyl-C₁₋₄ alkyl are each optionally substituted with 1, 2, or 3 independently selected R^{1A} substituents;

each R^{1A} is independently selected from H, D, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₄ cycloalkyl, OR^{a11}, C(O)R^{b11}, C(O)NR^{c11}R^{d11}, C(O)OR^{a11}, OC(O)R^{b11}, OC(O)NR^{c11}R^{d11}, NR^{c11}R^{d11}, NR^{c11}C(O)R^{b11}, NR^{c11}C(O)OR^{a11}, NR^{c11}C(O)NR^{c11}R^{d11}, NR^{c11}S(O)₂R^{b11}, NR^{c11}S(O)₂NR^{c11}R^{d11}, S(O)₂R^{b11}, and S(O)₂NR^{c11}R^{d11}, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, and C₃₋₄ cycloalkyl are each optionally substituted by 1, 2, or 3 independently selected R^{1B} substituents;

each R^{a11}, R^{c11}, and R^{d11} is independently selected from H, C₁₋₆ alkyl, and C₁₋₆ haloalkyl;

each R^{b11} is independently selected from C₁₋₆ alkyl and C₁₋₆ haloalkyl;

each R^{1B} is independently selected from H, D, and OR^{a12};

each R^{a12} is independently selected from H and C₁₋₆ alkyl;

R² is selected from H, halo, CN, C₁₋₃ alkyl, and C₁₋₃ haloalkyl;

each R³ is independently selected from H, halo, C₁₋₃ alkyl, and cyclopropyl;

R⁴ is selected from C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl; wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₇ cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl are each optionally substituted by 1 or 2 independently selected R^{4A} substituents;

each R^{4A} is independently selected from H, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₄ cycloalkyl, OR^{a41}, C(O)R^{b41}, C(O)NR^{c41}R^{d41}, C(O)OR^{a41}, OC(O)R^{b41}, OC(O)NR^{c41}R^{d41}, NR^{c41}R^{d41}, NR^{c41}C(O)R^{b41}, NR^{c41}C(O)OR^{a41}, NR^{c41}C(O)NR^{c41}R^{d41}, NR^{c41}S(O)₂R^{b41}, NR^{c41}S(O)₂NR^{c41}R^{d41}, S(O)₂R^{b41}, and S(O)₂NR^{c41}R^{d41}, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, and C₃₋₄ cycloalkyl are each optionally substituted with 1, 2, or 3 independently selected R^{4B} substituents;

each R^{a41} , R^{c41} , and R^{d41} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, and C_{3-4} cycloalkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, and C_{3-4} cycloalkyl are each optionally substituted with 1 or 2 independently selected R^{4B} substituents;

each R^{b41} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, and C_{3-4} cycloalkyl,
 5 which are each optionally substituted with 1 or 2 independently selected R^{4B} substituents;

each R^{4B} is independently selected from H, halo, CN, C_{1-3} alkyl, C_{1-3} haloalkyl, OR^{a42} ,
 and $NR^{c42}R^{d42}$;

each R^{a42} , R^{c42} , and R^{d42} is independently selected from H, C_{1-3} alkyl, and C_{1-3} haloalkyl;

each R^{b42} is independently selected from C_{1-3} alkyl and C_{1-3} haloalkyl.

10 each R^5 is independently selected from H, halo, NO_2 , CN, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, 5-6 membered heteroaryl- C_{1-4} alkyl, OR^{a5} , SR^{a5} , $NHOR^{a5}$, $C(O)R^{b5}$, $C(O)NR^{c5}R^{d5}$, $C(O)OR^{a5}$, $OC(O)R^{b5}$, $OC(O)NR^{c5}R^{d5}$, $NR^{c5}R^{d5}$, $NR^{c5}C(O)R^{b5}$, $NR^{c5}C(O)OR^{a5}$, $NR^{c5}C(O)NR^{c5}R^{d5}$, $NR^{c5}S(O)_2R^{b5}$,
 15 $NR^{c5}S(O)_2NR^{c5}R^{d5}$, $S(O)_2R^{b5}$, and $S(O)_2NR^{c5}R^{d5}$; wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted by 1, 2, 3, or 4 independently selected R^{5A} substituents;

20 each R^{a5} , R^{c5} , and R^{d5} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5A} substituents; and

each R^{b5} is independently selected from C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-7} cycloalkyl, phenyl, 4-7 membered heterocycloalkyl, 5-6 membered heteroaryl, C_{3-7} cycloalkyl- C_{1-4} alkyl, phenyl- C_{1-4} alkyl, 4-7 membered heterocycloalkyl- C_{1-4} alkyl, and 5-6 membered heteroaryl- C_{1-4} alkyl, which
 30 are each optionally substituted with 1, 2, 3, or 4 independently selected R^{5A} substituents.

each R^{5A} is independently selected from H, halo, CN, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-4} cycloalkyl, OR^{a51} , SR^{a51} , $NHOR^{a51}$, $C(O)R^{b51}$, $C(O)NR^{c51}R^{d51}$, $C(O)OR^{a51}$, $OC(O)R^{b51}$, $OC(O)NR^{c51}R^{d51}$, $NR^{c51}R^{d51}$, $NR^{c51}C(O)R^{b51}$, $NR^{c51}C(O)OR^{a51}$, $NR^{c51}C(O)NR^{c51}R^{d51}$, $NR^{c51}S(O)_2R^{b51}$, $NR^{c51}S(O)_2NR^{c51}R^{d51}$, $S(O)_2R^{b51}$, and $S(O)_2NR^{c51}R^{d51}$;

5 each R^{a51} , R^{c51} , and R^{d51} is independently selected from H, C_{1-6} alkyl, and C_{1-6} haloalkyl;
and

each R^{b51} is independently selected from C_{1-6} alkyl and C_{1-6} haloalkyl.

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

10 n is 0 or 1;

p is 0 or 1;

Ring moiety **A** is 5-10 membered heteroaryl having 1 or 2 N ring forming atoms;

Ring moiety **B** is piperidinyl;

15 R^1 is independently selected from H, C_{1-6} alkyl, phenyl, 5-7 membered heterocycloalkyl, OR^{a1} , SR^{a1} , and $NR^{c1}R^{d1}$, wherein said C_{1-6} alkyl, phenyl, and 5-7 membered heterocycloalkyl are each optionally substituted with 1 or 2 independently selected R^{1A} substituents;

20 each R^{a1} , R^{c1} , and R^{d1} is independently selected from H, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-6} cycloalkyl, phenyl, 4-6 membered heterocycloalkyl, C_{3-6} cycloalkyl- C_{1-3} alkyl, and 4-6 membered heterocycloalkyl- C_{1-3} alkyl, wherein said C_{1-6} alkyl, C_{1-6} haloalkyl, C_{3-6} cycloalkyl, phenyl, 4-6 membered heterocycloalkyl, C_{3-6} cycloalkyl- C_{1-3} alkyl, and 4-6 membered heterocycloalkyl- C_{1-3} alkyl are each optionally substituted with 1, 2, or 3 independently selected R^{1A} substituents;

25 each R^{1A} is independently selected from D, halo, CN, C_{1-3} alkyl, C_{1-3} haloalkyl, C_{3-4} cycloalkyl, OR^{a11} , and $C(O)OR^{a11}$, wherein said C_{1-6} alkyl, and C_{1-6} haloalkyl are each optionally substituted with 1, 2, or 3 independently selected R^{1B} substituents;

each R^{a11} is independently selected from H and C_{1-4} alkyl, wherein said C_{1-4} alkyl is optionally substituted by 1, 2, or 3 independently selected R^{1B} substituents;

each R^{1B} is independently selected from H, D, and O- C_{1-4} alkyl;

R^2 is H or F;

30 each R^3 is independently selected from H or methyl;

R⁴ is selected from C₁₋₆ alkyl, C₃₋₆ cycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl; wherein said C₁₋₆ alkyl, C₃₋₆ cycloalkyl, 5-6 membered heteroaryl, and 4-7 membered heterocycloalkyl-C₁₋₄ alkyl are each optionally substituted by 1, 2, 3, or 4 independently selected R^{4A} substituents;

each R^{4A} is independently selected from H, C₁₋₆ alkyl, OH, and NR^{c41}R^{d41};
 each R^{c41} and R^{d41} is independently selected from H, C₁₋₆ alkyl, and C₁₋₆ haloalkyl;
 each R⁵ is independently selected from H, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₄ cycloalkyl, OR^{a5}, and NR^{c5}R^{d5}; and
 each R^{a5}, R^{c5}, and R^{d5} is independently selected from H, C₁₋₆ alkyl, and C₁₋₆ haloalkyl.

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

n is 0 or 1;

p is 0 or 1;

Ring moiety **A** is 5-10 membered heteroaryl having 1 or 2 N ring forming atoms;

Ring moiety **B** is piperidinyl;

R¹ is independently selected from H and OR^{a1};

each R^{a1} is independently selected from H, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, 4-6 membered heterocycloalkyl, C₃₋₆ cycloalkyl-C₁₋₃ alkyl, and 4-6 membered heterocycloalkyl-C₁₋₃ alkyl, wherein said C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₆ cycloalkyl, 4-6 membered heterocycloalkyl, C₃₋₆ cycloalkyl-C₁₋₃ alkyl, and 4-6 membered heterocycloalkyl-C₁₋₃ alkyl are each optionally substituted with 1 or 2 independently selected R^{1A} substituents;

each R^{1A} is independently selected from C₁₋₃ alkyl, C₁₋₃ haloalkyl, C₃₋₄ cycloalkyl, OH, C₁₋₃ alkoxy, and C₁₋₃ haloalkoxy;

R² is H or F;

each R³ is independently selected from H or methyl;

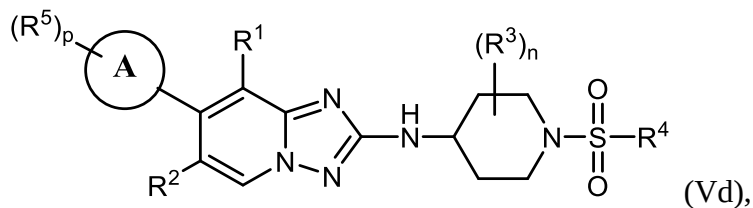
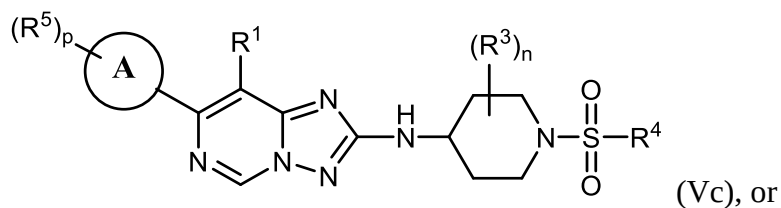
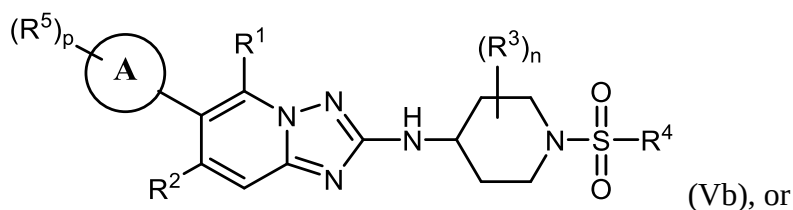
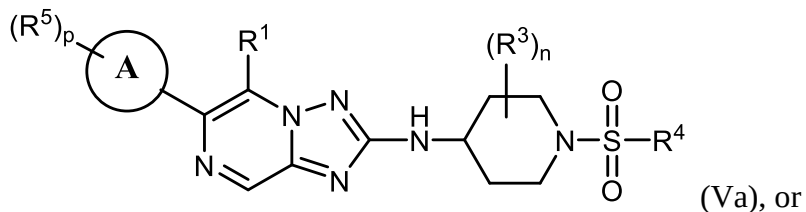
R⁴ is selected from C₁₋₆ alkyl and C₃₋₆ cycloalkyl; wherein said C₁₋₆ alkyl and C₃₋₆ cycloalkyl are each optionally substituted by 1, 2, 3, or 4 independently selected R^{4A} substituents;

each R^{4A} is independently selected from H and C₁₋₆ alkyl;

each R⁵ is independently selected from H, halo, CN, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₃₋₄ cycloalkyl, OR^{a5}, and NR^{c5}R^{d5}; and

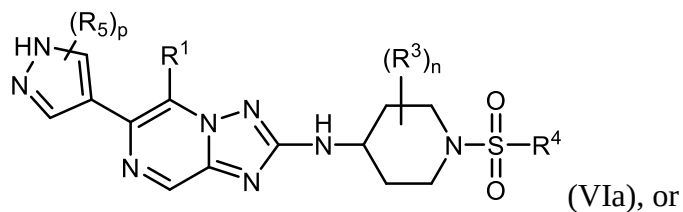
each R^{a5} , R^{c5} , and R^{d5} is independently selected from H, C_{1-6} alkyl, and C_{1-6} haloalkyl.

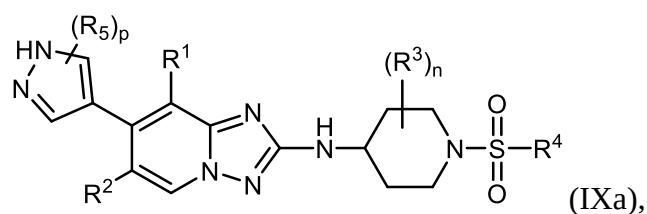
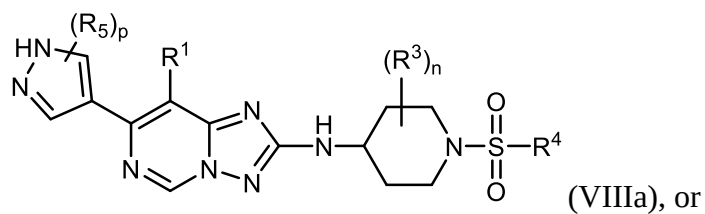
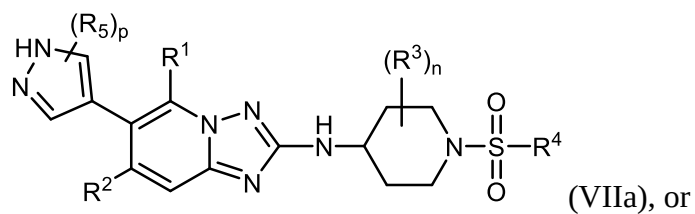
34. The compound of any one of claims 1-33, having Formula (Va), or (Vb), or (Vc), or (Vd):



or a pharmaceutically acceptable salt of any of the aforementioned.

35. The compound of any one of claims 1-33, having Formula (VIa), or (VIIa), or (VIIIa), or (IXa):

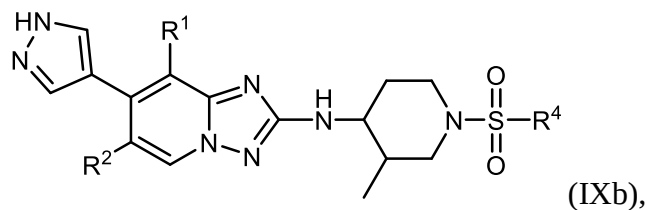
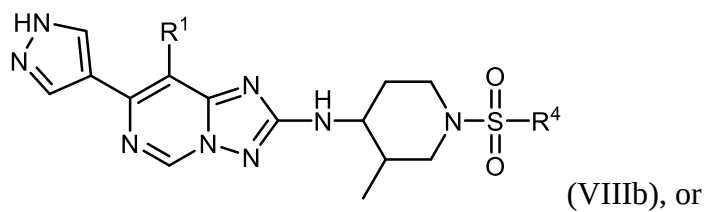
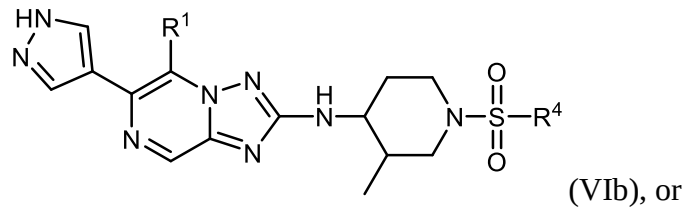




or a pharmaceutically acceptable salt of any of the aforementioned.

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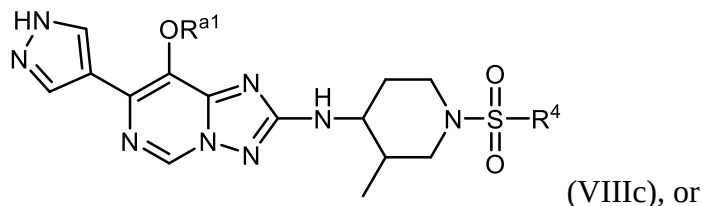
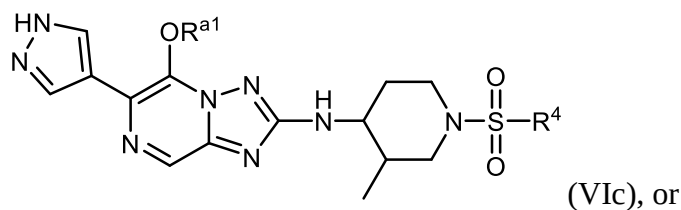
36. The compound of any one of claims 1-33, having Formula (VIb), or (VIIIb), or (IXb):



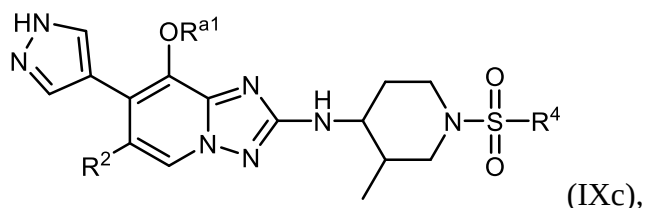
10

or a pharmaceutically acceptable salt of any of the aforementioned.

37. The compound of any one of claims 1-33, having Formula (VIc), or (VIIIc), or (IXc):



5



or a pharmaceutically acceptable salt of any of the aforementioned.

38. The compound of claim 1, selected from:

10 *N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-ethoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

15 8-isobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-(cyclopropylmethoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

20 8-(2-methoxyethoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

6-fluoro-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5 8-(2,2-difluoroethoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-(2,2,2-trifluoroethoxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

10 *N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-((tetrahydrofuran-3-yl)methoxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-ethoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-1-(cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-8-ethoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

15 8-isopropoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-isobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrrolo[2,3-*b*]pyridin-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine; and

20 7-(2-aminopyridin-4-yl)-8-isobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

or a pharmaceutically acceptable salt thereof.

39. The compound of claim 1, selected from:

25 8-ethoxy-7-(3-methyl-1*H*-pyrazol-4-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

Methyl 4-((2-((1-(methylsulfonyl)piperidin-4-yl)amino)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-8-yl)oxy)piperidine-1-carboxylate;

(*R*)-1-(2-(((3*R*,4*S*)-4-((8-ethoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-yl)amino)-3-methylpiperidin-1-yl)sulfonyl)ethyl)pyrrolidin-3-ol;

30 8-ethoxy-*N*-((3*R*,4*S*)-3-methyl-1-((1-methyl-1*H*-pyrazol-4-yl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-ethoxy-*N*-((3*R*,4*S*)-3-methyl-1-((2-methyl-2*H*-1,2,3-triazol-4-yl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(methylsulfonyl)piperidin-4-yl)-8-phenyl-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5 8-(4-fluoropiperidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

*N*²-(1-(methylsulfonyl)piperidin-4-yl)-*N*⁸-phenyl-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridine-2,8-diamine;

10 8-(4-fluorophenyl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-(3-(trifluoromethyl)phenyl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-ethoxy-*N*-((3*R*,4*S*)-3-methyl-1-((3-(piperidin-1-yl)propyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

15 *N*-((3*R*,4*S*)-1-((3-(dimethylamino)propyl)sulfonyl)-3-methylpiperidin-4-yl)-8-ethoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-ethoxy-*N*-((3*R*,4*S*)-3-methyl-1-((3-(pyrrolidin-1-yl)propyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

20 *N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-(4-(trifluoromethyl)piperidin-1-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-(3-fluoropiperidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-Ethoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

25 8-isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-(4-methylpiperidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

30 *N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-(3-(trifluoromethyl)phenyl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

2-fluoro-4-(2-((1-(methylsulfonyl)piperidin-4-yl)amino)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-8-yl)benzonitrile;

N-(1-(methylsulfonyl)piperidin-4-yl)-8-propyl-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5 8-isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-((2-(pyrrolidin-1-yl)ethyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-((4,4-difluorocyclohexyl)oxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

10 *N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-((tetrahydrofuran-3-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-(ethoxy-*d*₅)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

15 8-isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

8-Isobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

20 8-(2,2-difluoroethoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-(3,3,3-trifluoropropoxy)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-Butoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

25 *N*-(1-(Methylsulfonyl)piperidin-4-yl)-8-propoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-8-(piperidin-1-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

30 *N*-(3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-8-(piperidin-1-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-(4-(2-Methoxyethyl)piperazin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-8-(pyrrolidin-1-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

5 *N*-((3*R*,4*S*)-1-(Cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-((3*R*,4*S*)-1-(Ethylsulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

10 *N*-((3*R*,4*S*)-1-((3-(Ethyl(methyl)amino)propyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-((3*R*,4*S*)-1-((3-(Dimethylamino)propyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-Isopropoxy-*N*-((3*R*,4*S*)-1-((3-(isopropyl(methyl)amino)propyl)sulfonyl)-3-methylpiperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

15 8-Isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-((3-(piperidin-1-yl)propyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-Isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-((3-(pyrrolidin-1-yl)propyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

20 *N*-((3*R*,4*S*)-1-((3-(Diethylamino)propyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

8-Isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-((3-(4-methylpiperazin-1-yl)propyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-((3*R*,4*S*)-1-((3-(4-Ethylpiperazin-1-yl)propyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

25 8-Isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-((4-morpholinobutyl)sulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-((3*R*,4*S*)-1-((4-((2,2-Difluoroethyl)amino)butyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

30 *N*-((3*R*,4*S*)-1-((4-(Ethyl(methyl)amino)butyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-((3*R*,4*S*)-1-((4-(Dimethylamino)butyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

N-((3*R*,4*S*)-1-((4-((*R*)-3-(Difluoromethyl)pyrrolidin-1-yl)butyl)sulfonyl)-3-methylpiperidin-4-yl)-8-isopropoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*c*]pyrimidin-2-amine;

5-Isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-Cyclobutoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-Isobutoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-propoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-(2,2-Difluoroethoxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-(2,2,3,3-tetrafluoropropoxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-Cyclopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-((3,3-Difluorocyclopentyl)oxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-(Cyclobutylmethoxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-(Cyclopentylmethoxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-5-propoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-Isobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-(2,2-Difluoroethoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-(2,2,3,3-tetrafluoropropoxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-(Cyclopropylmethoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5 *N*-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-(piperidin-1-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-1-(Ethylsulfonyl)-3-methylpiperidin-4-yl)-5-(piperidin-1-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

10 *N*-((3*R*,4*S*)-1-(Cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-5-(piperidin-1-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-((1-methyl-1*H*-imidazol-4-yl)sulfonyl)piperidin-4-yl)-5-(piperidin-1-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5-Isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

15 *N*-((3*R*,4*S*)-1-(Ethylsulfonyl)-3-methylpiperidin-4-yl)-5-isopropoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-1-(Cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-5-isopropoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

20 *N*-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-1-(Ethylsulfonyl)-3-methylpiperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-1-(Cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

25 5-Cyclobutoxy-*N*-((3*R*,4*S*)-1-(ethylsulfonyl)-3-methylpiperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Cyclobutoxy-*N*-((3*R*,4*S*)-3-methyl-1-((1-methyl-1*H*-pyrazol-4-yl)sulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

30 5-Cyclobutoxy-*N*-((3*R*,4*S*)-3-methyl-1-((1-methyl-1*H*-imidazol-4-yl)sulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-1-(Ethylsulfonyl)-3-methylpiperidin-4-yl)-5-isopropoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-1-(Cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-5-isopropoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

5 *N*-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-((1-methyl-1*H*-pyrazol-4-yl)sulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine;

10 5-Cyclobutoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Isobutoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-propoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

15 5-Butoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Isobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

20 *N*-(1-(Methylsulfonyl)piperidin-4-yl)-5-propoxy-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Butoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-(3-methylcyclobutoxy)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

25 5-(3-(Difluoromethyl)cyclobutoxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Cyclopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

30 5-((4,4-Difluorocyclohexyl)oxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-((3-methyltetrahydro-2*H*-pyran-4-yl)oxy)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-((2-methyltetrahydro-2*H*-pyran-4-yl)oxy)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5 *N*-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((2-(trifluoromethyl)tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((1-(trifluoromethyl)cyclobutyl)methoxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

10 5-(Cyclopropylmethoxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-(Isopentyloxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Cyclobutoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

15 5-(3,3-Difluorocyclobutoxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((2-(trifluoromethyl)tetrahydro-2*H*-pyran-4-yl)oxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

20 *N*-(1-(Methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-((1-(trifluoromethyl)cyclobutyl)methoxy)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-(Isopentyloxy)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Ethoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

25 5-(Ethylthio)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-(Isopropylthio)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

30 *N*-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-(piperidin-1-yl)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-5-(piperidin-1-yl)-6-(1*H*-pyrazol-4-yl)-
[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-(3,3-Difluoropiperidin-1-yl)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-
(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5 (R)-5-(3-Fluoropiperidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-
[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

(*S*)-5-(3-Fluoropiperidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-
[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

10 5-(3,3-Difluoropyrrolidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-
yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-(2-Azabicyclo[2.2.1]heptan-2-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-
4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

(*S*)-5-(2-Methylpiperidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-
yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

15 (*S*)-5-(2-Methylpyrrolidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-
yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

(*S*)-5-(3-(Difluoromethyl)pyrrolidin-1-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-
pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

20 5-(7-Azabicyclo[2.2.1]heptan-7-yl)-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-
4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-(1-(Methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-5-(3-
(trifluoromethyl)piperidin-1-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-((propan-2-yl-2-*d*)oxy)-6-(1*H*-
pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

25 *N*-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-((propan-2-yl-1,1,1,3,3,3-
*d*₆)oxy)-6-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

N-((3*R*,4*S*)-3-Methyl-1-(methylsulfonyl)piperidin-4-yl)-5-((propan-2-yl-*d*₇)oxy)-6-(1*H*-
pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

30 5-(Cyclopentyloxy)-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-
pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5-Isopropoxy-*N*-(1-(methylsulfonyl)piperidin-4-yl)-6-(1*H*-pyrazol-4-yl)-
[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine; and

N-(1-(Methylsulfonyl)piperidin-4-yl)-5-((propan-2-yl-2-*d*)oxy)-6-(1*H*-pyrazol-4-yl)-
[1,2,4]triazolo[1,5-*a*]pyrazin-2-amine;

5 or a pharmaceutically acceptable salt thereof.

40. The compound of claim 1, which is 8-ethoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine; or a pharmaceutically acceptable salt thereof.

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41. The compound of claim 1, which is *N*-((3*R*,4*S*)-1-(cyclopropylsulfonyl)-3-methylpiperidin-4-yl)-8-ethoxy-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine; or a pharmaceutically acceptable salt thereof.

15 42. The compound of claim 1, which is 8-isopropoxy-*N*-((3*R*,4*S*)-3-methyl-1-(methylsulfonyl)piperidin-4-yl)-7-(1*H*-pyrazol-4-yl)-[1,2,4]triazolo[1,5-*a*]pyridin-2-amine; or a pharmaceutically acceptable salt thereof.

20 ~~40~~43. A pharmaceutical composition comprising the compound of any one of claims 1-~~39~~42, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

44. A method of inhibiting CDK2, comprising contacting the CDK2 with the compound of any one of claims 1-~~39~~42, or a pharmaceutically acceptable salt thereof.

25 ~~42~~45. A method of inhibiting CDK2 in a patient, comprising administering to the patient a compound of any one of claims 1-~~39~~42, or a pharmaceutically acceptable salt thereof.

30 ~~43~~46. A method of treating a disease or disorder associated with CDK2 in a patient, comprising administering to the patient a therapeutically effective amount of the compound of any one of claims 1-~~39~~42, or pharmaceutically acceptable salt thereof.

4447. The method of claim 4346, wherein the disease or disorder is associated with an amplification of the cyclin E1 (CCNE1) gene and/or overexpression of CCNE1.

4548. A method of treating a human subject having a disease or disorder associated with cyclin-dependent kinase 2 (CDK2), comprising administering to the human subject a compound of any one of claims 1-3942, or a pharmaceutically acceptable salt thereof, wherein the human subject has been previously determined to:

(i)

(a) have a nucleotide sequence encoding a p16 protein comprising the amino acid sequence of SEQ ID NO:1; and/or

(b) have a cyclin dependent kinase inhibitor 2A (CDKN2A) gene lacking one or more inactivating nucleic acid substitutions and/or deletions;

(ii)

(a) have an amplification of the cyclin E1 (CCNE1) gene; and/or

(b) have an expression level of CCNE1 in a biological sample obtained from the human subject that is higher than a control expression level of CCNE1.

4649. A method of treating a human subject having a disease or disorder associated with cyclin-dependent kinase 2 (CDK2), comprising:

(i) identifying, in a biological sample obtained from the human subject:

(a) a nucleotide sequence encoding a p16 protein comprising the amino acid sequence of SEQ ID NO:1; and/or

(b) a cyclin dependent kinase inhibitor 2A (CDKN2A) gene lacking one or more inactivating nucleic acid substitutions;

(ii) identifying, in a biological sample obtained from the human subject:

(a) an amplification of the cyclin E1 (CCNE1) gene; and/or

(b) an expression level of CCNE1 that is higher than a control expression level of CCNE1; and

(iii) administering a compound of any one of claims 1-3942, or a pharmaceutically acceptable salt thereof, to the human subject.

4750. The method of claim 4649, comprising:

(i) identifying, in a biological sample obtained from the human subject:

(a) a nucleotide sequence encoding a p16 protein comprising the amino acid sequence of SEQ ID NO:1; and/or

(b) a CDKN2A gene lacking one or more inactivating nucleic acid substitutions and/or deletions;

(ii) identifying, in a biological sample obtained from the human subject:

(a) an amplification of the CCNE1 gene; and

(iii) administering the compound or the salt to the human subject.

4851. A method of evaluating the response of a human subject having a disease or disorder associated with cyclin-dependent kinase 2 (CDK2) to a compound of any one of claims 1-3942, or a pharmaceutically acceptable salt thereof, comprising:

(a) administering the compound or the salt, to the human subject, wherein the human subject has been previously determined to have an amplification of the cyclin E1 (CCNE1) gene and/or an expression level of CCNE1 that is higher than a control expression level of CCNE1;

(b) measuring, in a biological sample of obtained from the subject subsequent to the administering of step (a), the level of retinoblastoma (Rb) protein phosphorylation at the serine corresponding to amino acid position 780 of SEQ ID NO:3,

wherein a reduced level of Rb phosphorylation at the serine corresponding to amino acid position 780 of SEQ ID NO:3, as compared to a control level of Rb phosphorylation at the serine corresponding to amino acid position 780 of SEQ ID NO:3, is indicative that the human subject responds to the compound or the salt.

4952. The method of any one of claims 4346-4851, wherein the disease or disorder is cancer.

53. The method of claim 52, wherein the cancer is lung squamous cell carcinoma, lung adenocarcinoma, pancreatic adenocarcinoma, breast invasive carcinoma, uterine carcinosarcoma, ovarian serous cystadenocarcinoma, stomach adenocarcinoma, esophageal carcinoma, bladder urothelial carcinoma, mesothelioma, or sarcoma.

54. The method of claim 52, wherein the cancer is lung adenocarcinoma, breast invasive carcinoma, uterine carcinosarcoma, ovarian serous cystadenocarcinoma, or stomach adenocarcinoma.

5 55. The method of claim 52, wherein the cancer is uterine cancer, ovarian cancer, stomach cancer, esophageal cancer, lung cancer, bladder cancer, pancreatic cancer, or breast cancer.

56. The method of claim 52, wherein the cancer is ovarian cancer or breast cancer, characterized by amplification or overexpression of CCNE1.

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57. The method of claim 52, wherein the cancer is ovarian cancer.