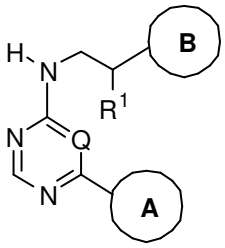
CLAIMS

1. Use of a compound represented by Structural Formula (**I**), or a pharmaceutically acceptable salt thereof:



(**I**),

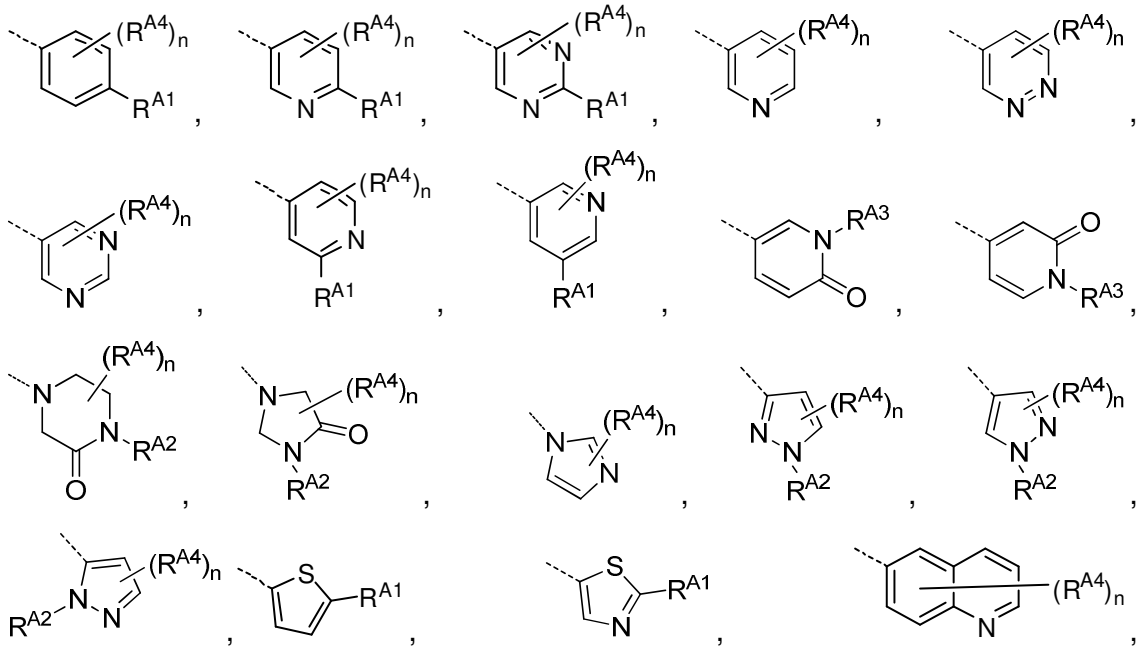
in the manufacture of a medicament for the treatment of a cancer selected from the group consisting of: breast cancer, colorectal cancer, gastric-esophageal cancer, fibrosarcoma, glioblastoma, hepatocellular carcinoma, head and neck squamous cell carcinoma, melanoma, lung cancer, pancreatic cancer, or prostate cancer,

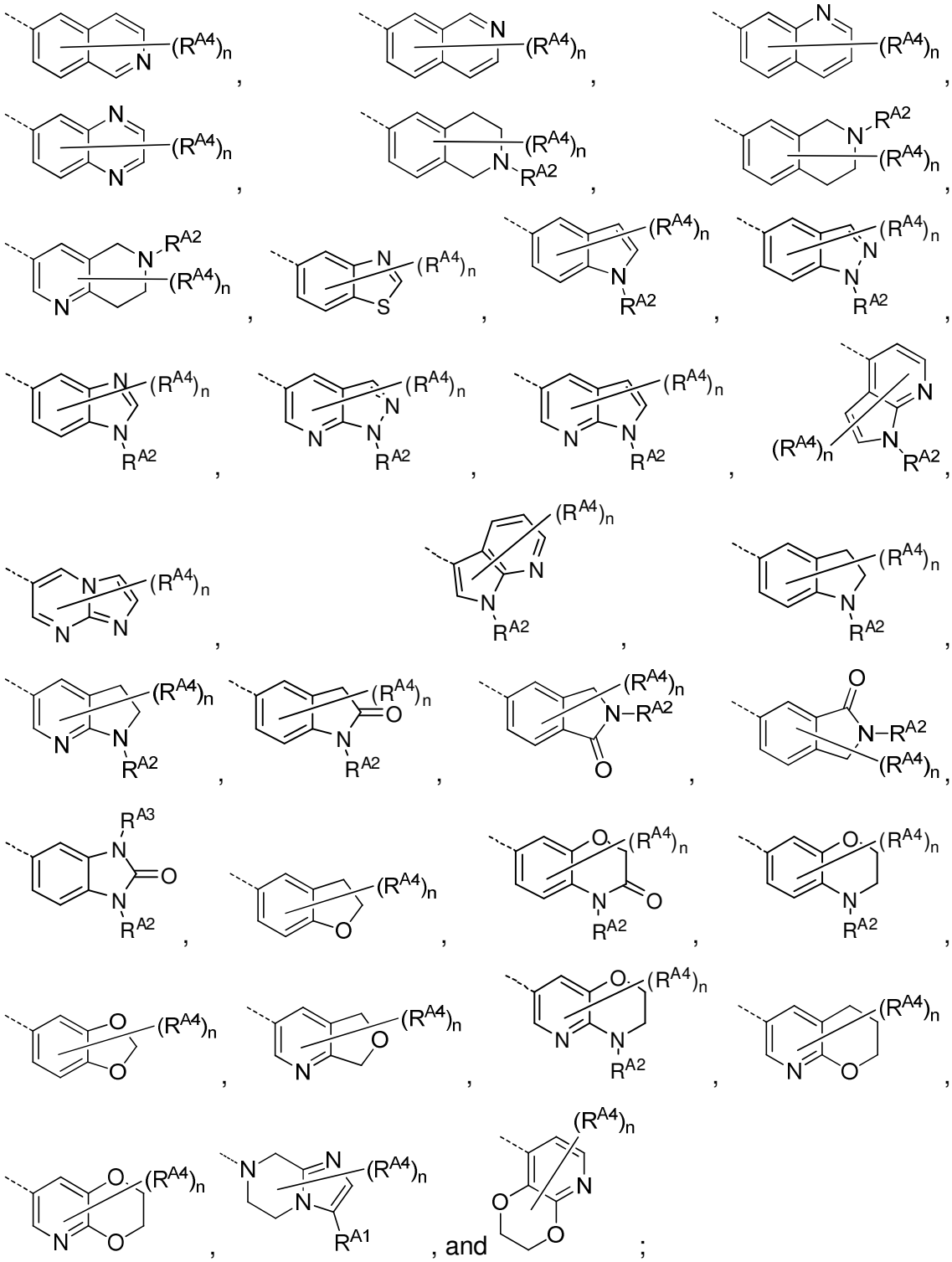
wherein:

Q is N or CH;

R^1 is hydrogen, CH_3, or CH_2CH_3, or R^1 and the carbon to which it is bound form a $C{=}CH_2$ group;

Ring A is a ring system selected from





R^{A1} is hydrogen, halogen, C_{1-4}alkyl, C_{0-4}alkyl-C_{3-6}cycloalkyl, C_{0-4}alkyl-OR^{A1a}, C_{0-4}alkyl-SR^{A1a}, C_{0-4}alkyl-$C(O)N(R^{A1a})_2$, C_{0-4}alkyl-CN, C_{0-4}alkyl-$S(O)$-C_{1-4}alkyl, C_{0-4}alkyl-$S(O)_2$-C_{1-4}alkyl, C_{0-4}alkyl-$C(O)OR^{A1b}$, C_{0-4}alkyl-$C(O)C_{1-4}$alkyl, C_{0-4}alkyl-$N(R^{A1b})C(O)R^{A1a}$, C_{0-4}alkyl-$N(R^{A1b})S(O)_2R^{A1a}$, C_{0-4}alkyl-$N(R^{A1a})_2$, C_{0-4}alkyl-$N(R^{A1b})$(3-6 membered-cycloalkyl), C_{0-4}alkyl-$N(R^{A1b})$(4-6 membered-heterocyclyl),

$N(R^{A1b})C_{2-4}$alkyl-$N(R^{A1a})_2$, $N(R^{A1b})C_{2-4}$alkyl-OR^{A1a}, $N(R^{A1b})C_{1-4}$alkyl-(5-10 membered heteroaryl), $N(R^{A1b})C_{1-4}$alkyl-(4-6 membered heterocyclyl), $N(R^{A1b})C_{2-4}$alkyl-$N(R^{A1b})C(O)R^{A1a}$, C_{0-4}alkyl-$N(R^{A1b})C(O)C_{1-4}$alkyl, C_{0-4}alkyl-$N(R^{A1b})C(O)OC_{1-4}$alkyl, C_{0-4}alkyl-(phenyl), C_{0-4}alkyl-(3-10 membered-heterocyclyl), C_{0-4}alkyl-C(O)-(4-6 membered-heterocyclyl), C_{0-4}alkyl-O-C_{0-4}alkyl-(4-6 membered-heterocyclyl), C_{0-4}alkyl-(5-6 membered-heteroaryl), C_{0-4}alkyl-C(O)-(5-6 membered-heteroaryl), C_{0-4}alkyl-O-C_{0-4}alkyl-(5-6 membered-heteroaryl), C_{0-4}alkyl-$N(R^{A1a})$(4-6 membered-heterocyclyl), or C_{0-4}alkyl-$N(R^{A1b})$(5-6 membered-heteroaryl), wherein each of said R^{A1} heterocyclyl is a ring system selected from aziridinyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, dioxanyl, dioxolanyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, pyrrolidinedionyl, morpholinyl, piperidinyl, piperazinyl, piperazinonyl, tetrahydrothiophenedioxidyl, 1,1-dioxothietanyl, 2-oxa-6-azaspiro[3.4]octanyl, and isoindolinonyl wherein each of said R^{A1} heteroaryl is a ring system selected from furanyl, thiophenyl, imidazolyl, benzoimidazolyl, oxazolyl, oxadiazolyl, thiazolyl, pyrazolyl, thiadiazolyl, pyridinyl, pyrimidinyl, pyrazinyl, triazolyl, and tetrazolyl, and wherein each of said R^{A1} alkyl, cycloalkyl, phenyl, heterocyclyl, and heteroaryl groups is optionally substituted with up to three F atoms, up to two C_{1-2}alkyl groups, a C_{3-6}cycloalkyl group, a phenyl group, a benzyl group, an alkenyl-C_{0-2}alkyl group, an alkynyl-C_{0-2}alkyl group, up to two C_{0-2}alkyl-OR^{A1b} groups, a C_{0-2}alkyl-$N(R^{A1b})_2$ group, a SC_{1-4}alkyl group, a $S(O)_2C_{1-4}$alkyl group, a $C(O)R^{A1b}$ group, a $C(O)OR^{A1b}$ group, a $C(O)N(R^{A1b})_2$ group, a -CN group, or a C_{4-6}heterocyclic ring system selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, piperidinyl, and morpholinyl;

each R^{A1a} is, independently, hydrogen, C_{1-4}alkyl, C_{3-6}cycloalkyl, C_{4-6}heterocyclyl selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, pyrrolidinyl, and piperidinyl, C_{5-6}heteroaryl selected from imidazolyl, triazolyl, tetrazolyl, pyrazolyl, thiophenyl, thiazolyl, pyridinyl, pyrimidinyl, and pyrazinyl, or two R^{A1a} and an intervening nitrogen atom form a 3-6 membered heterocyclic ring selected from aziridinyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, piperidinyl, piperidinonyl, tetrahydropyridinyl, piperazinyl, and morpholinyl, wherein each of said R^{A1a} alkyl, cycloalkyl, heterocyclyl, and heteroaryl groups is optionally substituted with up to three F atoms, up to two C_{1-2}alkyl groups, a C_{3-6}cycloalkyl group, up to two

C_{0-2}alkyl-OR^{A1b} groups, a C_{0-2}alkyl-$N(R^{A1b})_2$ group, a SC_{1-4}alkyl group, a $C(O)R^{A1b}$ group, a $C(O)OR^{A1b}$ group, a $C(O)N(R^{A1b})_2$ group, or a -CN group;

each R^{A1b} is, independently, hydrogen, C_{1-2}alkyl, or C_{3-4}cycloalkyl;

R^{A2} is hydrogen, C_{1-4}alkyl, C_{0-4}alkyl-C_{3-6}cycloalkyl, C_{0-2}alkyl-(4-6 membered)heterocyclyl, C_{2-4}alkyl-OR^{A2a}, C_{0-2}alkyl-$C(O)N(R^{A2a})_2$, C_{0-2}alkyl-$S(O)_2$-C_{1-4}alkyl, C_{0-2}alkyl-$C(O)OC_{1-4}$alkyl, or C_{0-2}alkyl-C(O)-(4-6 membered)heterocyclyl, wherein each of said heterocyclyl is selected from oxetanyl, tetrahydropyranyl, tetrahydrofuranyl, dioxanyl, dioxolanyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, pyrrolidinedionyl, morpholinyl, piperidinyl, piperazinyl, piperazinonyl, and 1,1-dioxothietanyl, and each of said R^{A2} groups except hydrogen is optionally substituted with up to three F atoms, up to two C_{1-2}alkyl groups, a C_{3-6}cycloalkyl group, an alkenyl-C_{0-2}alkyl group, an alkynyl-C_{0-2}alkyl group, up to two OR^{A2b} groups, a C_{0-2}alkyl-$N(R^{A2b})_2$ group, a SC_{1-4}alkyl group, a $S(O)_2C_{1-4}$alkyl group, a $C(O)R^{A2b}$ group, a $C(O)OR^{A2b}$ group, a $C(O)N(R^{A2b})_2$ group, or a -CN group;

each R^{A2a} is, independently, hydrogen, C_{1-4}alkyl, a C_{5-6}heteroaryl selected from imidazolyl, triazolyl, tetrazolyl, pyrazolyl, thiophenyl, thiazolyl, pyridinyl, pyrimidinyl, and pyrazinyl, or two R^{A2a} and an intervening nitrogen atom form a 3-6 membered heterocyclic ring selected from aziridinyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, piperidinyl, piperidinonyl, tetrahydropyridinyl, piperazinyl, and morpholinyl;

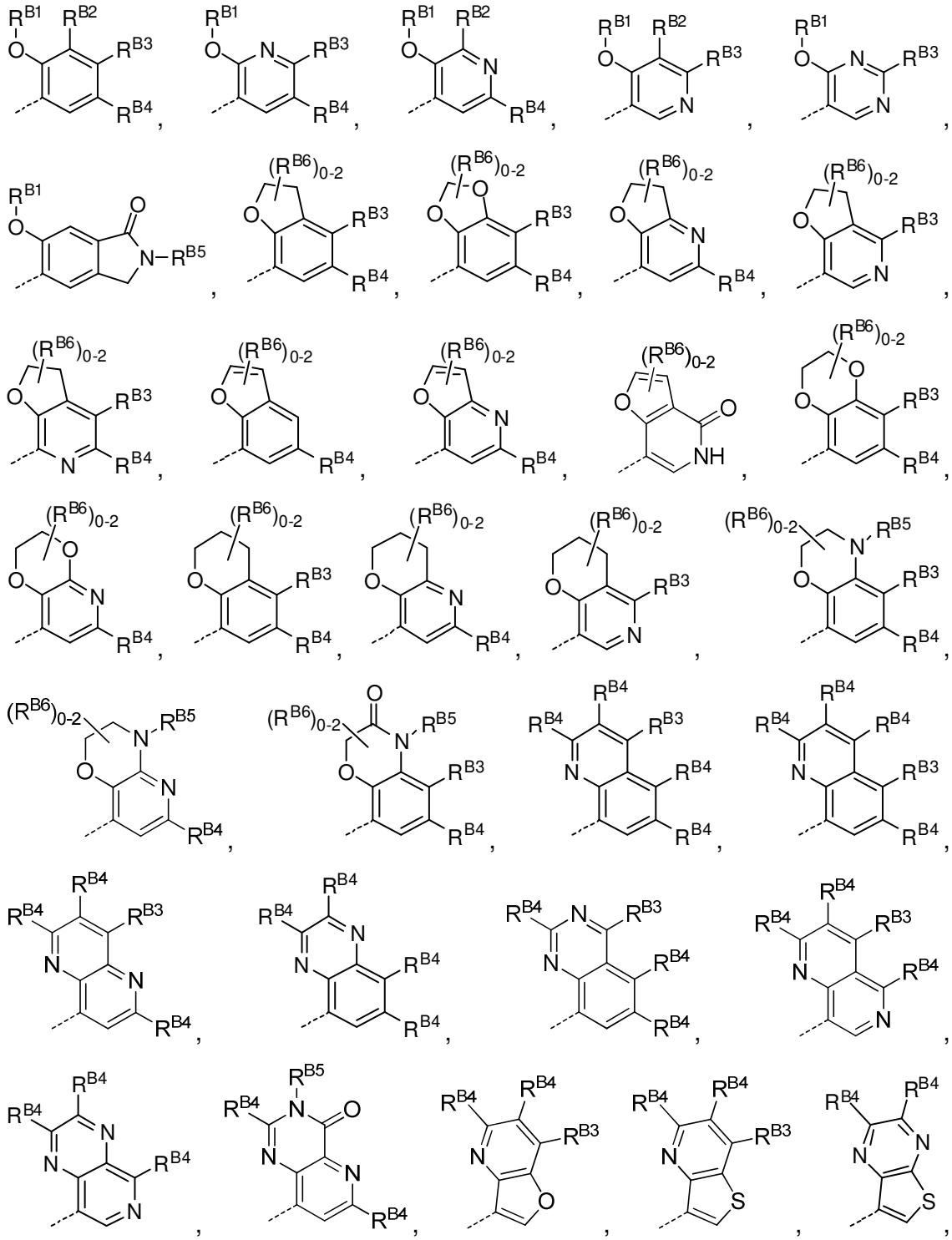
each R^{A2b} is, independently, hydrogen, C_{1-4}alkyl, or C_{3-4}cycloalkyl;

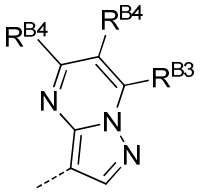
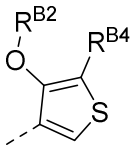
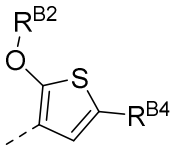
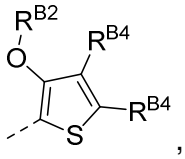
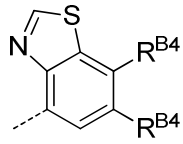
R^{A3} is hydrogen or C_{1-2}alkyl;

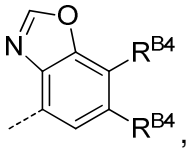
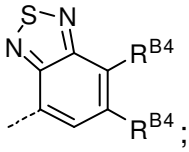
each R^{A4} is, independently, deuterium, halogen, CN, C_{1-4}alkyl, or OC_{1-4}alkyl, wherein each R^{A4} alkyl is optionally substituted with up to 3 F atoms, two non-geminal OH groups, or one OC_{1-2}alkyl, or two R^{A4} together with an intervening saturated carbon atom form a spiral cyclopropyl or cyclobutyl ring;

n is 0-3;

Ring B is a ring system selected from



 ,  ,  ,  ,  ,

 ,  , and  ;

R^{B1} is hydrogen, C_{1-4}alkyl, $(CH_2)_{0-1}C_{3-6}$cycloalkyl, $C(O)C_{1-2}$alkyl, $(CH_2)_{0-1}$-(4-6 membered)heterocyclyl ring wherein said heterocyclic ring is selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, dioxanyl, dioxolanyl, and pyrrolidinonyl, phenyl, benzyl, or $(CH_2)_{1-2}$(5-6 membered)heteroaryl ring wherein said heteroaryl ring is selected from pyridinyl, imidazolyl, and pyrazolyl, and wherein each of said R^{B1} alkyl, cycloalkyl, phenyl, benzyl, heterocyclyl and heteroaryl groups is optionally substituted with up to 3 F atoms, up to two C_{1-2}alkyl groups, two non-geminal OH groups, or one OC_{1-2}alkyl;

R^{B2} is hydrogen, C_{1-4}alkyl, or OC_{1-4}alkyl;

each R^{B3} is, independently, hydrogen, halogen, C_{1-4}alkyl, C_{2-4}alkenyl, C_{2-4}alkynyl, CN, C(O)H, $C(O)C_{1-4}$alkyl, $C(O)OC_{1-4}$alkyl, $C(O)C_{1-4}$alkyl, $C(O)NH_2$, $C(O)NHC_{1-4}$alkyl, $C(O)NH(CH_2)_{0-1}C_{3-6}$cycloalkyl, $C(O)NHCH_2$oxetanyl, $C(O)NHCH_2$tetrahydrofuranyl, $C(O)NHCH_2$tetrahydropyranyl, C(O)NHphenyl, C(O)NHbenzyl, C(O)NHOH, $C(O)NHOC_{1-4}$alkyl, $C(O)NHO(CH_2)_{0-1}C_{3-6}$cycloalkyl, $C(O)NHO(CH_2)_{0-1}$oxetanyl, $C(O)NHO(CH_2)_{0-1}$tetrahydrofuranyl, $C(O)NHO(CH_2)_{0-1}$tetrahydropyranyl, C(O)NHOphenyl, C(O)NHObenzyl, NH_2, $NHC(O)C_{1-4}$alkyl, OC_{1-4}alkyl, SC_{1-4}alkyl, $S(O)C_{1-4}$alkyl, or a 5-membered-heteroaryl ring system selected from furanyl, thiophenyl, imidazolyl, pyrrole, pyrazolyl, and oxadiazolyl, wherein each R^{B3} group except hydrogen or halogen is optionally substituted with Cl, up to three F atoms, up to two non-geminal OH groups, up to two OC_{1-2}alkyl, one NH_2, one NHC_{1-2}alkyl, one $NHC(O)C_{1-2}$alkyl, or one $N(C_{1-2}alkyl)_2$;

each R^{B4} is, independently, hydrogen, halogen, C_{1-4}alkyl, OC_{1-4}alkyl, SC_{1-4}alkyl, NH_2, $NH(C_{1-4}alkyl)$, $N(C_{1-4}alkyl)_2$, $NHC(O)C_{1-4}$alkyl, C(O)OH, $C(O)OC_{1-4}$alkyl,

$C(O)NH_2$, $C(O)NHC_{1-4}$alkyl, $C(O)N(C_{1-4}alkyl)_2$, CN, a morpholinyl ring, or an imidazolyl ring, wherein each R^{B4} alkyl is optionally substituted with up to 3 F atoms, two non-geminal OH groups, or one OC_{1-2}alkyl;

R^{B5} is hydrogen, C_{1-4}alkyl, $C(O)C_{1-4}$alkyl, $C(O)OC_{1-4}$alkyl, $C(O)NH_2$, $C(O)NHC_{1-4}$alkyl, or $C(O)N(C_{1-4}alkyl)_2$, wherein said R^{B5} alkyl is optionally substituted with up to 3 F atoms, two non-geminal OH groups, or one OC_{1-2}alkyl and

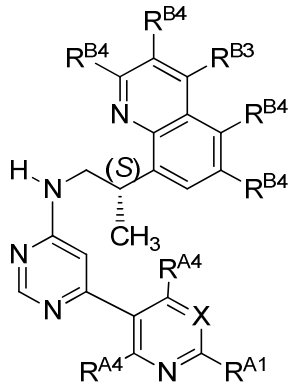
R^{B6} is F or C_{1-2}alkyl, or two R^{B6} and an intervening carbon atom form a spirocyclopropyl or spirocyclobutyl ring;

further wherein:

"alkyl" or "alkyl group," means a straight-chain or branched, substituted or unsubstituted hydrocarbon chain that is completely saturated; and

"alkoxy," or "thioalkyl," refers to an alkyl group, attached to the principal carbon chain through an oxygen ("alkoxy") or sulfur ("thioalkyl") atom.

2. The use of claim 1, wherein the compound is represented by Structural Formula (**II**), or a pharmaceutically acceptable salt thereof:



(**II**),

wherein:

X is N or CR^{A5};

R^{A1} is F, C_{1-4}alkyl, C_{3-5}cycloalkyl, OC_{1-4}alkyl, OC_{1-4}alkyl-C_{3-5}cycloalkyl, NH_2, NHC_{1-4}alkyl, NHC_{1-4}alkyl-C_{3-5}cycloalkyl, or C_{0-4}alkyl-heterocyclyl, wherein said heterocyclic ring system is selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, or morpholinyl, and each of said alkyl, cycloalkyl, or heterocyclyl

is optionally substituted with up to three F atoms, up to three ^2H atoms, up to two non-geminal OH groups, or up to two OC_{1-2}alkyl;

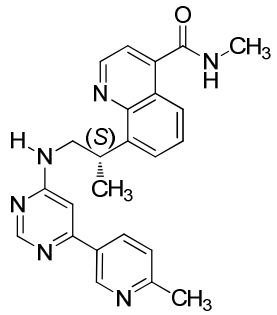
each R^{A4} is, independently, H or ^2H;

R^{A5} is hydrogen, F, C_{1-4}alkyl, or OC_{1-4}alkyl, wherein each of said alkyl is optionally substituted with up to three F atoms;

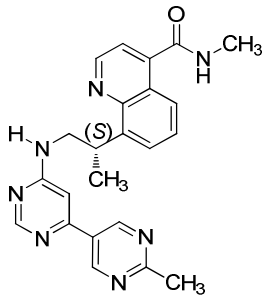
R^{B3} is $C(O)NHC_{1-4}$ alkyl, wherein said alkyl is optionally substituted with up to three F atoms, up to two non-geminal OH groups, or up to two OC_{1-2}alkyl; and

each R^{B4} is, independently, hydrogen, F, or C_{1-4}alkyl.

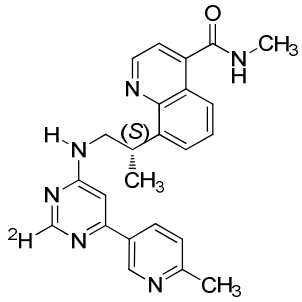
3. The use of claim 1 or 2, wherein the compound is selected from:



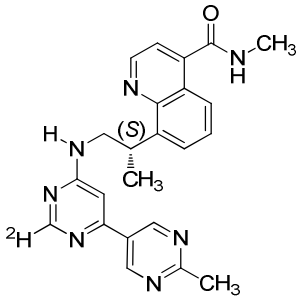
(**476**),



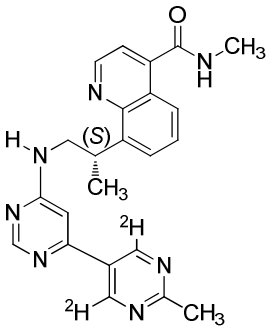
(**578**),



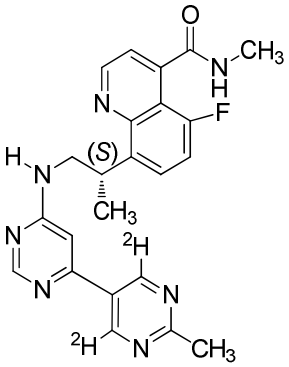
(**604**),



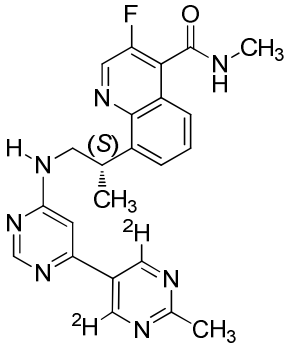
(**647**),



(**844**),



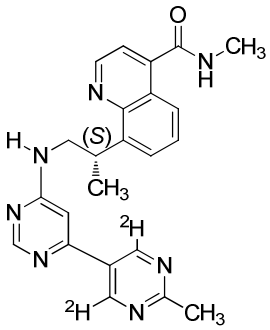
(**861**), or



(**862**),

or a pharmaceutically acceptable salt thereof.

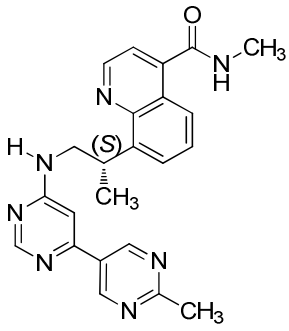
4. The use of any one of claims 1 to 3, wherein the compound is



(**844**),

or a pharmaceutically acceptable salt thereof.

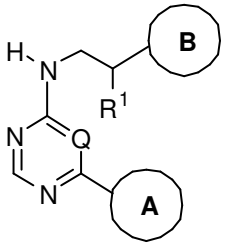
5. The use of any one of claims 1 to 3, wherein the compound is



(**578**),

or a pharmaceutically acceptable salt thereof.

6. Use of a compound represented by Structural Formula (**I**), or a pharmaceutically acceptable salt thereof:



(**I**),

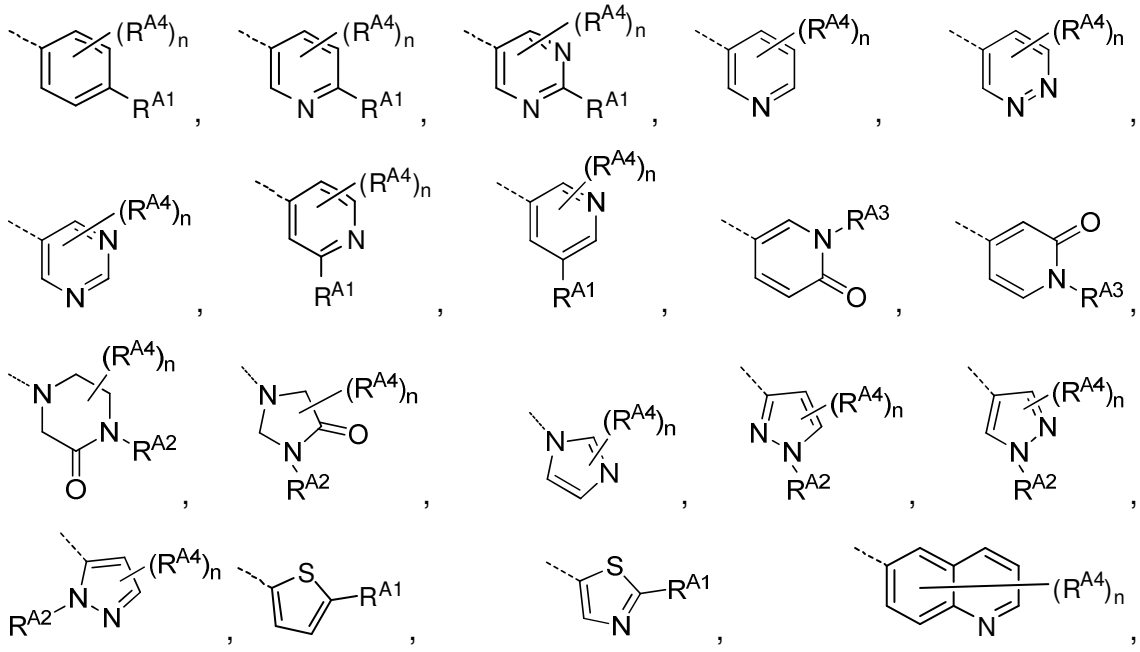
in the manufacture of a medicament for potentiating a therapeutic regimen for the treatment of a cancer selected from the group consisting of: breast cancer, colorectal cancer, gastric-esophageal cancer, fibrosarcoma, glioblastoma, hepatocellular carcinoma, head and neck squamous cell carcinoma, melanoma, lung cancer, pancreatic cancer, or prostate cancer,

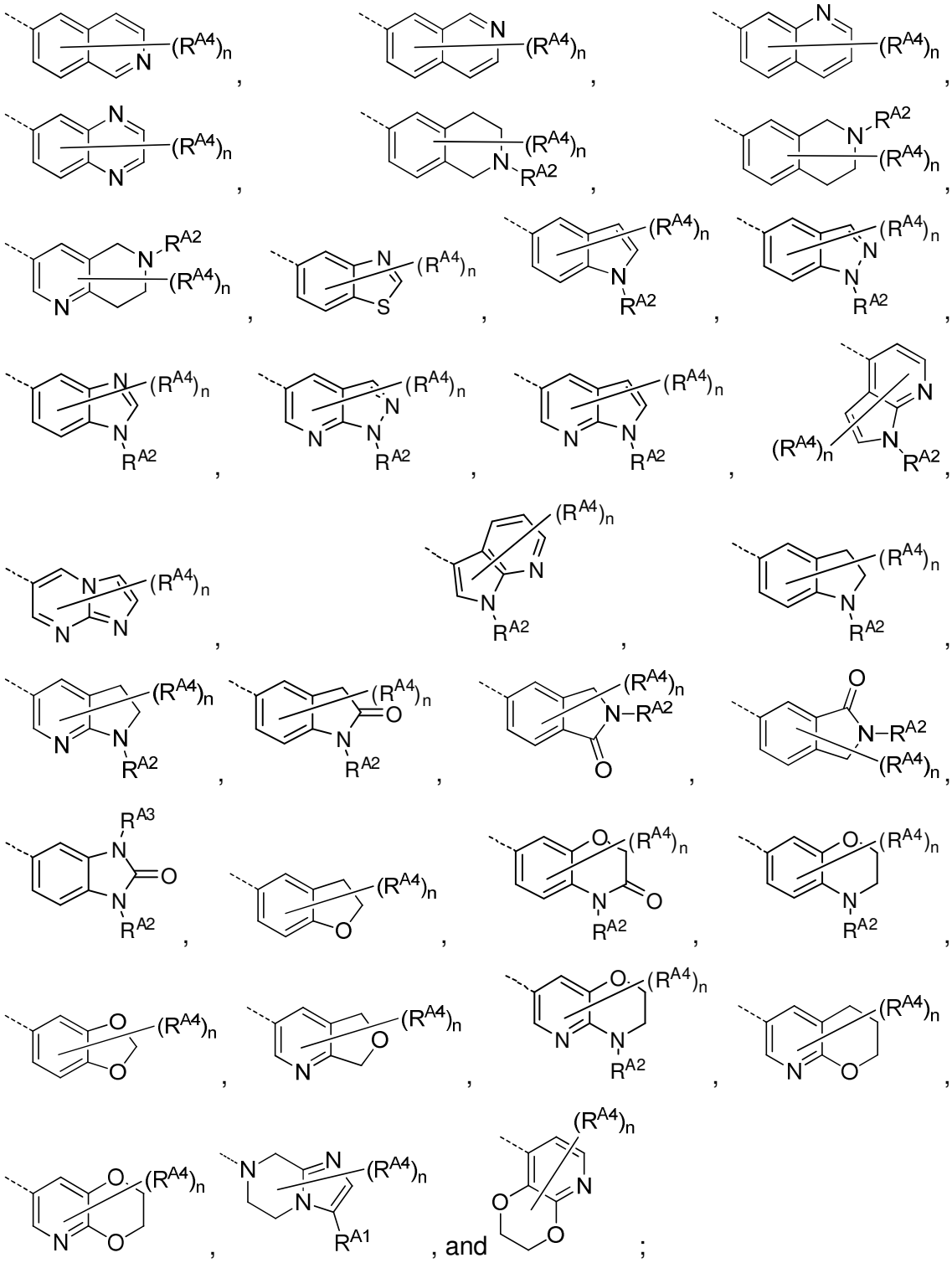
wherein:

Q is N or CH;

R^1 is hydrogen, CH_3, or CH_2CH_3, or R^1 and the carbon to which it is bound form a $C{=}CH_2$ group;

Ring A is a ring system selected from





R^{A1} is hydrogen, halogen, C_{1-4}alkyl, C_{0-4}alkyl-C_{3-6}cycloalkyl, C_{0-4}alkyl-OR^{A1a}, C_{0-4}alkyl-SR^{A1a}, C_{0-4}alkyl-$C(O)N(R^{A1a})_2$, C_{0-4}alkyl-CN, C_{0-4}alkyl-$S(O)$-C_{1-4}alkyl, C_{0-4}alkyl-$S(O)_2$-C_{1-4}alkyl, C_{0-4}alkyl-$C(O)OR^{A1b}$, C_{0-4}alkyl-$C(O)C_{1-4}$alkyl, C_{0-4}alkyl-$N(R^{A1b})C(O)R^{A1a}$, C_{0-4}alkyl-$N(R^{A1b})S(O)_2R^{A1a}$, C_{0-4}alkyl-$N(R^{A1a})_2$, C_{0-4}alkyl-$N(R^{A1b})$(3-6 membered-cycloalkyl), C_{0-4}alkyl-$N(R^{A1b})$(4-6 membered-heterocyclyl),

$N(R^{A1b})C_{2-4}$alkyl-$N(R^{A1a})_2$, $N(R^{A1b})C_{2-4}$alkyl-OR^{A1a}, $N(R^{A1b})C_{1-4}$alkyl-(5-10 membered heteroaryl), $N(R^{A1b})C_{1-4}$alkyl-(4-6 membered heterocyclyl), $N(R^{A1b})C_{2-4}$alkyl-$N(R^{A1b})C(O)R^{A1a}$, C_{0-4}alkyl-$N(R^{A1b})C(O)C_{1-4}$alkyl, C_{0-4}alkyl-$N(R^{A1b})C(O)OC_{1-4}$alkyl, C_{0-4}alkyl-(phenyl), C_{0-4}alkyl-(3-10 membered-heterocyclyl), C_{0-4}alkyl-C(O)-(4-6 membered-heterocyclyl), C_{0-4}alkyl-O-C_{0-4}alkyl-(4-6 membered-heterocyclyl), C_{0-4}alkyl-(5-6 membered-heteroaryl), C_{0-4}alkyl-C(O)-(5-6 membered-heteroaryl), C_{0-4}alkyl-O-C_{0-4}alkyl-(5-6 membered-heteroaryl), C_{0-4}alkyl-$N(R^{A1a})$(4-6 membered-heterocyclyl), or C_{0-4}alkyl-$N(R^{A1b})$(5-6 membered-heteroaryl), wherein each of said R^{A1} heterocyclyl is a ring system selected from aziridinyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, dioxanyl, dioxolanyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, pyrrolidinedionyl, morpholinyl, piperidinyl, piperazinyl, piperazinonyl, tetrahydrothiophenedioxidyl, 1,1-dioxothietanyl, 2-oxa-6-azaspiro[3.4]octanyl, and isoindolinonyl wherein each of said R^{A1} heteroaryl is a ring system selected from furanyl, thiophenyl, imidazolyl, benzoimidazolyl, oxazolyl, oxadiazolyl, thiazolyl, pyrazolyl, thiadiazolyl, pyridinyl, pyrimidinyl, pyrazinyl, triazolyl, and tetrazolyl, and wherein each of said R^{A1} alkyl, cycloalkyl, phenyl, heterocyclyl, and heteroaryl groups is optionally substituted with up to three F atoms, up to two C_{1-2}alkyl groups, a C_{3-6}cycloalkyl group, a phenyl group, a benzyl group, an alkenyl-C_{0-2}alkyl group, an alkynyl-C_{0-2}alkyl group, up to two C_{0-2}alkyl-OR^{A1b} groups, a C_{0-2}alkyl-$N(R^{A1b})_2$ group, a SC_{1-4}alkyl group, a $S(O)_2C_{1-4}$alkyl group, a $C(O)R^{A1b}$ group, a $C(O)OR^{A1b}$ group, a $C(O)N(R^{A1b})_2$ group, a -CN group, or a C_{4-6}heterocyclic ring system selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, piperidinyl, and morpholinyl;

each R^{A1a} is, independently, hydrogen, C_{1-4}alkyl, C_{3-6}cycloalkyl, C_{4-6}heterocyclyl selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, pyrrolidinyl, and piperidinyl, C_{5-6}heteroaryl selected from imidazolyl, triazolyl, tetrazolyl, pyrazolyl, thiophenyl, thiazolyl, pyridinyl, pyrimidinyl, and pyrazinyl, or two R^{A1a} and an intervening nitrogen atom form a 3-6 membered heterocyclic ring selected from aziridinyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, piperidinyl, piperidinonyl, tetrahydropyridinyl, piperazinyl, and morpholinyl, wherein each of said R^{A1a} alkyl, cycloalkyl, heterocyclyl, and heteroaryl groups is optionally substituted with up to three F atoms, up to two C_{1-2}alkyl groups, a C_{3-6}cycloalkyl group, up to two

C_{0-2}alkyl-OR^{A1b} groups, a C_{0-2}alkyl-$N(R^{A1b})_2$ group, a SC_{1-4}alkyl group, a $C(O)R^{A1b}$ group, a $C(O)OR^{A1b}$ group, a $C(O)N(R^{A1b})_2$ group, or a -CN group;

each R^{A1b} is, independently, hydrogen, C_{1-2}alkyl, or C_{3-4}cycloalkyl;

R^{A2} is hydrogen, C_{1-4}alkyl, C_{0-4}alkyl-C_{3-6}cycloalkyl, C_{0-2}alkyl-(4-6 membered)heterocyclyl, C_{2-4}alkyl-OR^{A2a}, C_{0-2}alkyl-$C(O)N(R^{A2a})_2$, C_{0-2}alkyl-$S(O)_2$-C_{1-4}alkyl, C_{0-2}alkyl-$C(O)OC_{1-4}$alkyl, or C_{0-2}alkyl-C(O)-(4-6 membered)heterocyclyl, wherein each of said heterocyclyl is selected from oxetanyl, tetrahydropyranyl, tetrahydrofuranyl, dioxanyl, dioxolanyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, pyrrolidinedionyl, morpholinyl, piperidinyl, piperazinyl, piperazinonyl, and 1,1-dioxothietanyl, and each of said R^{A2} groups except hydrogen is optionally substituted with up to three F atoms, up to two C_{1-2}alkyl groups, a C_{3-6}cycloalkyl group, an alkenyl-C_{0-2}alkyl group, an alkynyl-C_{0-2}alkyl group, up to two OR^{A2b} groups, a C_{0-2}alkyl-$N(R^{A2b})_2$ group, a SC_{1-4}alkyl group, a $S(O)_2C_{1-4}$alkyl group, a $C(O)R^{A2b}$ group, a $C(O)OR^{A2b}$ group, a $C(O)N(R^{A2b})_2$ group, or a -CN group;

each R^{A2a} is, independently, hydrogen, C_{1-4}alkyl, a C_{5-6}heteroaryl selected from imidazolyl, triazolyl, tetrazolyl, pyrazolyl, thiophenyl, thiazolyl, pyridinyl, pyrimidinyl, and pyrazinyl, or two R^{A2a} and an intervening nitrogen atom form a 3-6 membered heterocyclic ring selected from aziridinyl, azetidinyl, pyrrolidinyl, pyrrolidinonyl, piperidinyl, piperidinonyl, tetrahydropyridinyl, piperazinyl, and morpholinyl;

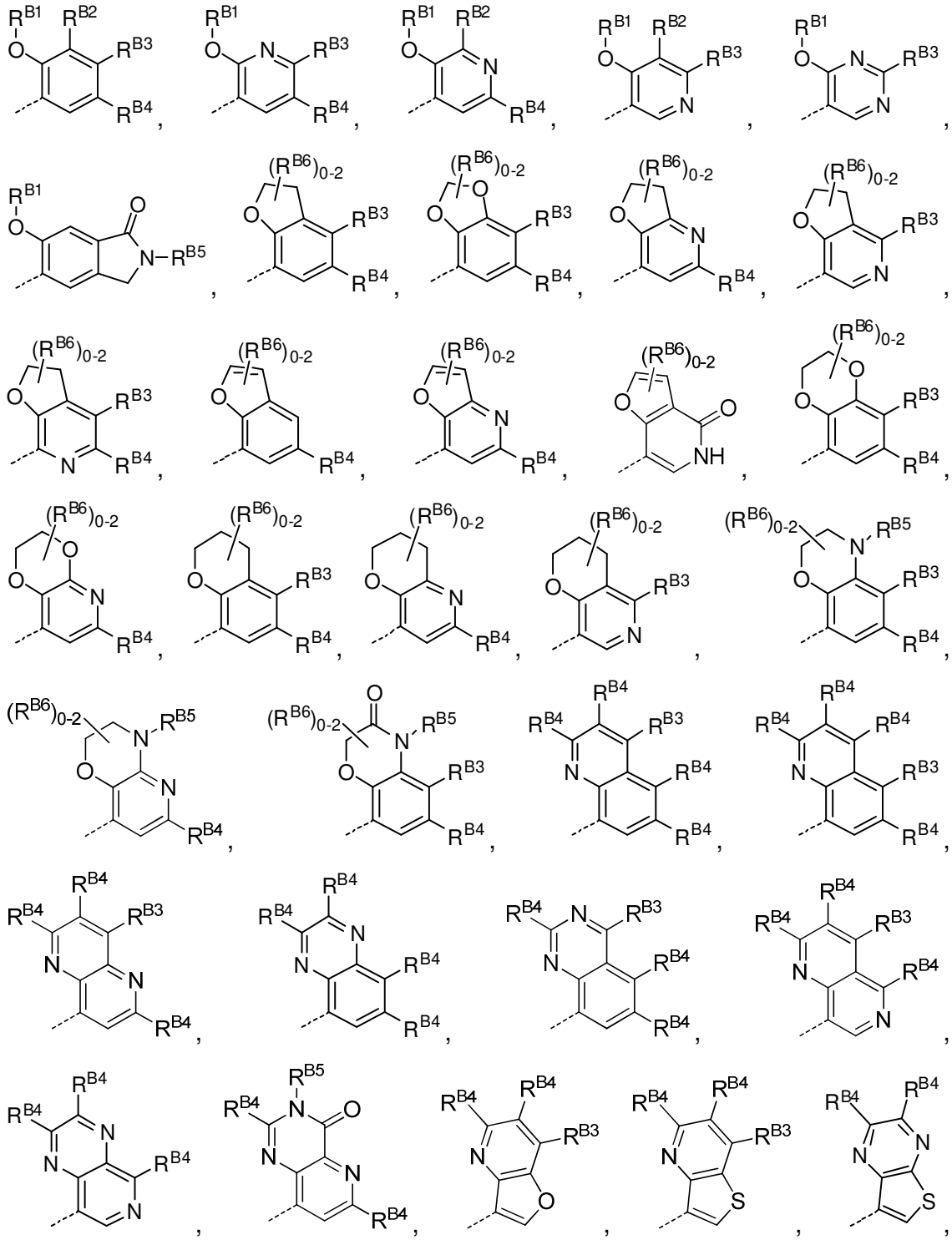
each R^{A2b} is, independently, hydrogen, C_{1-4}alkyl, or C_{3-4}cycloalkyl;

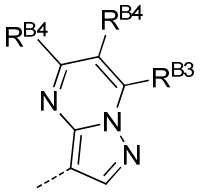
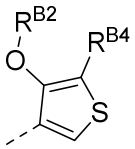
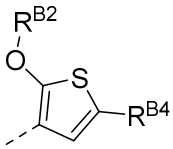
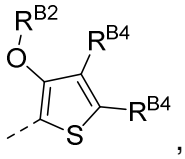
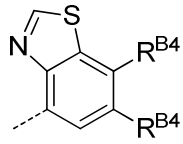
R^{A3} is hydrogen or C_{1-2}alkyl;

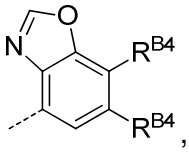
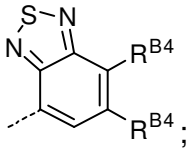
each R^{A4} is, independently, deuterium, halogen, CN, C_{1-4}alkyl, or OC_{1-4}alkyl, wherein each R^{A4} alkyl is optionally substituted with up to 3 F atoms, two non-geminal OH groups, or one OC_{1-2}alkyl, or two R^{A4} together with an intervening saturated carbon atom form a spiral cyclopropyl or cyclobutyl ring;

n is 0-3;

Ring B is a ring system selected from



 ,  ,  ,  ,  ,

 ,  , and  ;

R^{B1} is hydrogen, C_{1-4}alkyl, $(CH_2)_{0-1}C_{3-6}$cycloalkyl, $C(O)C_{1-2}$alkyl, $(CH_2)_{0-1}$-(4-6 membered)heterocyclyl ring wherein said heterocyclic ring is selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, dioxanyl, dioxolanyl, and pyrrolidinonyl, phenyl, benzyl, or $(CH_2)_{1-2}$(5-6 membered)heteroaryl ring wherein said heteroaryl ring is selected from pyridinyl, imidazolyl, and pyrazolyl, and wherein each of said R^{B1} alkyl, cycloalkyl, phenyl, benzyl, heterocyclyl and heteroaryl groups is optionally substituted with up to 3 F atoms, up to two C_{1-2}alkyl groups, two non-geminal OH groups, or one OC_{1-2}alkyl;

R^{B2} is hydrogen, C_{1-4}alkyl, or OC_{1-4}alkyl;

each R^{B3} is, independently, hydrogen, halogen, C_{1-4}alkyl, C_{2-4}alkenyl, C_{2-4}alkynyl, CN, C(O)H, $C(O)C_{1-4}$alkyl, $C(O)OC_{1-4}$alkyl, $C(O)C_{1-4}$alkyl, $C(O)NH_2$, $C(O)NHC_{1-4}$alkyl, $C(O)NH(CH_2)_{0-1}C_{3-6}$cycloalkyl, $C(O)NHCH_2$oxetanyl, $C(O)NHCH_2$tetrahydrofuranyl, $C(O)NHCH_2$tetrahydropyranyl, C(O)NHphenyl, C(O)NHbenzyl, C(O)NHOH, $C(O)NHOC_{1-4}$alkyl, $C(O)NHO(CH_2)_{0-1}C_{3-6}$cycloalkyl, $C(O)NHO(CH_2)_{0-1}$oxetanyl, $C(O)NHO(CH_2)_{0-1}$tetrahydrofuranyl, $C(O)NHO(CH_2)_{0-1}$tetrahydropyranyl, C(O)NHOphenyl, C(O)NHObenzyl, NH_2, $NHC(O)C_{1-4}$alkyl, OC_{1-4}alkyl, SC_{1-4}alkyl, $S(O)C_{1-4}$alkyl, or a 5-membered-heteroaryl ring system selected from furanyl, thiophenyl, imidazolyl, pyrrole, pyrazolyl, and oxadiazolyl, wherein each R^{B3} group except hydrogen or halogen is optionally substituted with Cl, up to three F atoms, up to two non-geminal OH groups, up to two OC_{1-2}alkyl, one NH_2, one NHC_{1-2}alkyl, one $NHC(O)C_{1-2}$alkyl, or one $N(C_{1-2}alkyl)_2$;

each R^{B4} is, independently, hydrogen, halogen, C_{1-4}alkyl, OC_{1-4}alkyl, SC_{1-4}alkyl, NH_2, $NH(C_{1-4}alkyl)$, $N(C_{1-4}alkyl)_2$, $NHC(O)C_{1-4}$alkyl, C(O)OH, $C(O)OC_{1-4}$alkyl,

$C(O)NH_2$, $C(O)NHC_{1-4}$alkyl, $C(O)N(C_{1-4}alkyl)_2$, CN, a morpholinyl ring, or an imidazolyl ring, wherein each R^{B4} alkyl is optionally substituted with up to 3 F atoms, two non-geminal OH groups, or one OC_{1-2}alkyl;

R^{B5} is hydrogen, C_{1-4}alkyl, $C(O)C_{1-4}$alkyl, $C(O)OC_{1-4}$alkyl, $C(O)NH_2$, $C(O)NHC_{1-4}$alkyl, or $C(O)N(C_{1-4}alkyl)_2$, wherein said R^{B5} alkyl is optionally substituted with up to 3 F atoms, two non-geminal OH groups, or one OC_{1-2}alkyl and

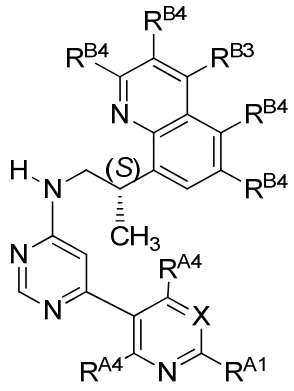
R^{B6} is F or C_{1-2}alkyl, or two R^{B6} and an intervening carbon atom form a spirocyclopropyl or spirocyclobutyl ring;

further wherein:

"alkyl" or "alkyl group," means a straight-chain or branched, substituted or unsubstituted hydrocarbon chain that is completely saturated; and

"alkoxy," or "thioalkyl," refers to an alkyl group, attached to the principal carbon chain through an oxygen ("alkoxy") or sulfur ("thioalkyl") atom.

7. The use of claim 6, wherein the compound is represented by Structural Formula (**II**), or a pharmaceutically acceptable salt thereof:



(**II**),

wherein:

X is N or CR^{A5};

R^{A1} is F, C_{1-4}alkyl, C_{3-5}cycloalkyl, OC_{1-4}alkyl, OC_{1-4}alkyl-C_{3-5}cycloalkyl, NH_2, NHC_{1-4}alkyl, NHC_{1-4}alkyl-C_{3-5}cycloalkyl, or C_{0-4}alkyl-heterocyclyl, wherein said heterocyclic ring system is selected from oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, or morpholinyl, and each of said alkyl, cycloalkyl, or heterocyclyl

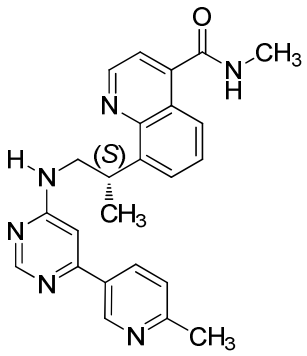
is optionally substituted with up to three F atoms, up to three ^2H atoms, up to two non-geminal OH groups, or up to two OC_{1-2}alkyl;
each R^{A4} is, independently, H or ^2H;

R^{A5} is hydrogen, F, C_{1-4}alkyl, or OC_{1-4}alkyl, wherein each of said alkyl is optionally substituted with up to three F atoms;

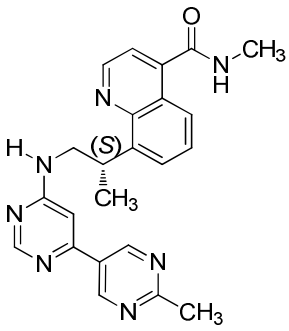
R^{B3} is $C(O)NHC_{1-4}$ alkyl, wherein said alkyl is optionally substituted with up to three F atoms, up to two non-geminal OH groups, or up to two OC_{1-2}alkyl; and

each R^{B4} is, independently, hydrogen, F, or C_{1-4}alkyl.

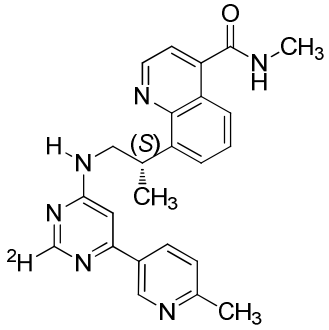
8. The use of claim 6 or 7, wherein the compound is selected from:



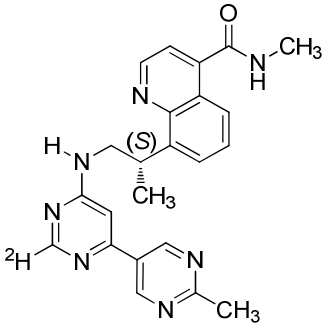
(**476**),



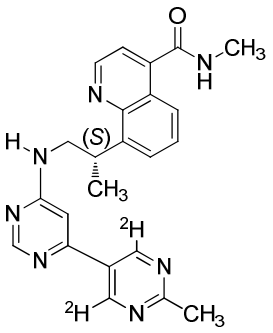
(**578**),



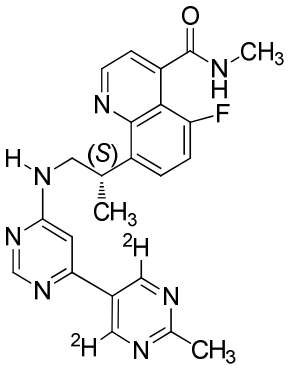
(**604**),



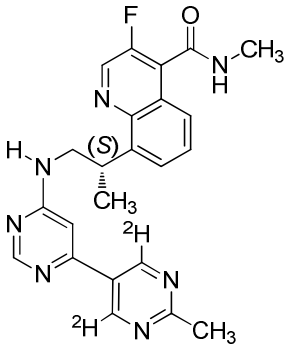
(**647**),



(**844**),



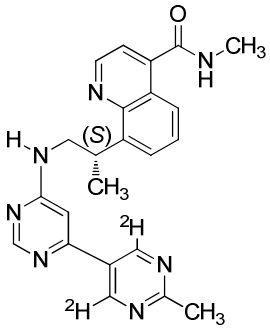
(**861**), or



(**862**),

or a pharmaceutically acceptable salt thereof.

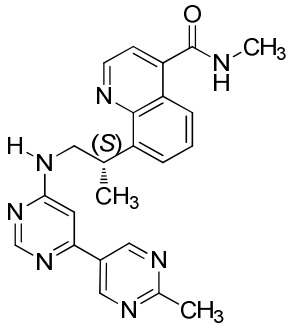
9. The use of any one of claims 6 to 8, wherein the compound is



(**844**),

or a pharmaceutically acceptable salt thereof.

10. The use of any one of claims 6 to 8, wherein the compound is



(**578**),

or a pharmaceutically acceptable salt thereof.

11. The use of any one of claims 6 to 10, wherein the therapeutic regimen is radiation therapy or an anticancer chemotherapeutic agent.