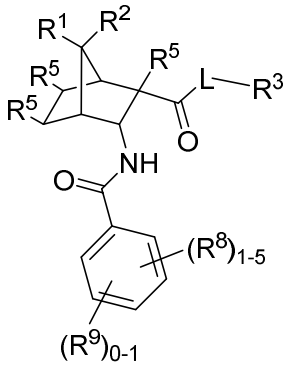
What is claimed is:

1. A compound of Formula (I):



(I)

or a pharmaceutically acceptable salt thereof, wherein:

L is –O- or –NH-;

R^1 is C_{1-3} alkyl substituted with 0-1 aryl or C_{3-6} cycloalkyl substituent;

R^2 is H; provided when R^1 is C_{1-3} alkyl substituted with 0 aryl or C_{3-6} cycloalkyl, R^9 is not absent;

or R^1 and R^2 are combined to be $=CR^6R^7$ or $=NOC_{1-4}$ alkyl wherein "=" is a double bond;

or R^1 and R^2 together with the carbon atom to which they are both attached form a dioxolanyl substituted with 0-1 aryl substituent;

R^3 is C_{1-8} alkyl substituted with 0-5 halo, CN, -OH, or $-OC_{1-3}$ alkyl substituents, $-(CR^dR^d)_n$-C_{3-10}-carbocyclyl substituted with 0-5 R^4, or $-(CR^dR^d)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{4c}, and substituted with 0-5 R^4;

R^4 is halo, CN, -OH, SF_5, $-S(=O)_pR^c$, C_{1-4} alkyl substituted with 0-5 halo, -OH, or $-OC_{1-4}$ alkyl substituents, $-OC_{1-4}$ alkyl substituted with 0-5 halo substituents, $-(CR^dR^d)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^e, or $-(CR^dR^d)_n$-4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{4c}, and substituted with 0-5 R^e;

R^{4c} is H, C_{1-4} alkyl, or $-S(=O)_2CF_3$;

each R^5 is H, halo, -OH, C_{1-4} alkyl substituted with 0-5 halo substituents, or $-OC_{1-4}$ alkyl substituted with 0-5 halo substituents;

R^6 is H, halo, CN, C_{1-7} alkyl substituted with 0-3 R^{6a}, C_{2-7} alkenyl substituted with 0-3 R^{6a}, C_{2-7} alkynyl substituted with 0-3 R^{6a}, $-C(=O)OR^{6b}$, $-C(=O)NR^{6b}R^{6b}$, $-(CH_2)_n$-

C_{3-10} carbocyclyl substituted with 0-5 R^{14}, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, or NR^{14a}, and substituted with 0-5 R^{14};

R^{6a} is halo, -OH, -OC_{1-4} alkyl, C_{1-4} alkyl, aryl, or C_{3-6} cycloalkyl substituted with 0-4 halo substituents;

R^{6b} is H, C_{1-4} alkyl substituted with 0-1 aryl substituent, or C_{3-6} cycloalkyl substituted with 0-4 halo substituents;

R^7 is H or C_{1-4} alkyl;

or R^6 and R^7 together with the carbon atom to which they are both attached form a cyclopentadienyl, an indanyl, or an indenyl;

R^8 is H, halo, CN, -NR^7R^7, C_{1-4} alkyl substituted with 0-5 halo or -OH substituents, or -OC_{1-4} alkyl substituted with 0-5 halo, -OH, C_{3-6} cycloalkyl, aryl, 4- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, or -OC_{1-4} alkyl substituted with 0-1 -OC_{1-3} alkyl substituents;

R^9 is aryl substituted with 0-3 R^{10} and 0-2 R^{11} or 3- to 12-membered heterocyclyl comprising 1-5 heteroatoms selected from O, $S(=O)_p$, N, and NR^{11a}, and substituted with 0-3 R^{10} and 0-2 R^{11};

R^{10} is halo, CN, C_{1-4} alkyl, =O, -OH, or -OC_{1-4} alkyl;

R^{11} is C_{1-4} alkyl substituted with 0-4 R^{12} and 0-2 R^{13}, -OR^b, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)OR^b$, -$NR^aC(=O)NR^aR^a$, -$NR^aS(=O)_pR^c$, -$C(=O)R^b$, -$C(=O)OR^b$, -$C(=O)NR^aR^a$, -$C(=O)NR^aS(=O)_pR^c$, -$OC(=O)R^b$, -$S(=O)_pR^c$, -$S(=O)_pNR^aR^a$, C_{3-6} carbocyclyl substituted with 0-5 R^e, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-5 R^e;

R^{11a} is H, C_{1-5} alkyl substituted with 0-4 R^{11b}, -$C(=O)R^b$, -$C(=O)OR^b$, -$C(=O)NR^aR^a$, C_{3-6} cycloalkyl substituted with 0-5 R^e, aryl substituted with 0-5 R^e, 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-5 R^e;

R^{11b} is halo, -OH, -C(=O)OH, -$C(=O)OC_{1-4}$ alkyl, or aryl;

R^{12} is halo, -$C(=O)OR^b$, -$C(=O)NR^aR^a$, -$C(=O)NR^aOR^b$, or C_{1-4} alkyl substituted with 0-3 halo or -OH substituents, or C_{3-6} cycloalkyl;

R^{13} is $-OR^b$, $-NR^aR^a$, $-NR^aC(=O)R^b$, $-NR^aC(=O)OR^b$, $-NR^aC(=O)NR^aR^a$, $-NR^aS(=O)_pR^c$, $-NR^aS(=O)_pNR^aR^a$, $-OC(=O)NR^aR^a$, $-OC(=O)NR^aOR^b$, $-S(=O)_pNR^aR^a$, $-S(=O)_pR^c$, $-(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-3 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14} is halo, CN, C_{1-4} alkyl substituted with 0-3 halo substituents, $-OC_{1-4}$ alkyl substituted with 0-3 halo substituents, $-(CH_2)_n$-NR^aR^a, $-(CH_2)_n$-aryl substituted with 0-3 R^e, -O-aryl substituted with 0-3 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14a} is H, $C(=O)C_{1-4}$ alkyl, or C_{1-3} alkyl substituted with 0-3 $Si(C_{1-3}$ alkyl$)_3$ or aryl substituted with 0-2 halo substituents;

R^{15} is H, C_{1-4} alkyl, or aryl;

R^a is H, $-OC_{1-6}$ alkyl, C_{1-6} alkyl substituted with 0-5 R^e, C_{2-6} alkenyl substituted with 0-5 R^e, C_{2-6} alkynyl substituted with 0-5 R^e, $-(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e; or R^a and R^a together with the nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^b is H, C_{1-6} alkyl substituted with 0-5 R^e, C_{2-6} alkenyl substituted with 0-5 R^e, C_{2-6} alkynyl substituted with 0-5 R^e, $-(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^c is C_{1-6} alkyl substituted with 0-5 R^e, C_{2-6} alkenyl substituted with 0-5 R^e, C_{2-6} alkynyl substituted with 0-5 R^e, C_{3-6} carbocyclyl substituted with 0-5 R^e, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^d is H, C_{1-4} alkyl, or C_{3-6} cycloalkyl;

R^e is halo, CN, NO_2, =O, C_{1-6} alkyl substituted with 0-5 R^g, C_{2-6} alkenyl substituted with 0-5 R^g, C_{2-6} alkynyl substituted with 0-5 R^g, $-(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^g, $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms

selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^g, $-(CH_2)_nOR^f$, $-C(=O)OR^f$, $-C(=O)NR^fR^f$, $-NR^fC(=O)R^f$, $-S(=O)_pR^f$, $-S(=O)_pNR^fR^f$, $-NR^fS(=O)_pR^f$, $-NR^fC(=O)OR^f$, $-OC(=O)NR^fR^f$, or $-(CH_2)_nNR^fR^f$;

R^f is H, C_{1-6} alkyl substituted with 0-2 -OH or $-OC_{1-4}$ alkyl substituents, C_{3-6} cycloalkyl, aryl, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N; or R^f and R^f together with the nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N;

R^g is halo, CN, -OH, C_{1-6} alkyl, C_{3-6} cycloalkyl, or aryl;

n is zero, 1, 2, or 3; and

p is zero, 1, or 2.

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

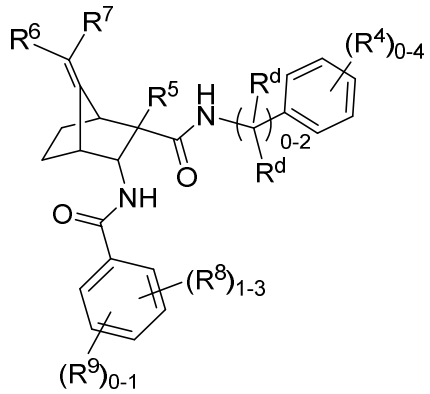
R^3 is C_{1-6} alkyl substituted with 0-4 halo or -OH substituents, $-(CHR^d)_{0-1}$-C_{3-6} cycloalkyl substituted with 0-4 R^4, C_{6-9} spirocycloalkyl substituted with 0-4 R^4, C_{6-10} bicyclic carbocyclyl substituted with 0-4 R^4, or 3 to 6-membered heterocyclyl comprising 1-2 heteroatoms selected from O, $S(=O)_p$, N, and NR^{4c}, and substituted with 0-4 R^4;

R^4 is halo or C_{1-3} alkyl substituted with 0-4 halo substituents;

R^{4c} is H or C_{1-4} alkyl; and

R^d is C_{1-3} alkyl.

3. The compound of claim 1, having Formula (II):



(II)

or a pharmaceutically acceptable salt thereof, wherein:

R^4 is halo, -$S(=O)_pC_{1-4}$ alkyl substituted with 0-4 halo substituents, C_{1-4} alkyl substituted with 0-4 halo substituents, or -OC_{1-4} alkyl substituted with 0-4 halo substituents;

R^5 is H or halo;

R^6 is halo, CN, C_{1-7} alkyl substituted with 0-3 R^{6a}, C_{2-7} alkenyl substituted with 0-3 R^{6a}, C_{2-7} alkynyl substituted with 0-3 R^{6a}, $C(=O)OR^{6b}$, $-C(=O)NR^{6b}R^{6b}$, C_{3-6} cycloalkyl substituted with 0-3 R^{14}, C_{3-6} cycloalkenyl substituted with 0-3 R^{14}, aryl substituted with 0-3 R^{14}, or 4- to 6-membered heterocyclyl comprising 1-3 heteroatoms selected from O, $S(=O)_p$, N, and NR^{14a} and substituted with 0-3 R^{14};

R^{6a} is halo, -OH, C_{3-6} cycloalkyl, or aryl;

R^{6b} is H, C_{1-4} alkyl substituted with 0-1 aryl substituent, or C_{3-6} cycloalkyl substituted with 0-4 halo substituents;

R^7 is H or C_{1-3} alkyl;

R^8 is halo, CN, $-N(C_{1-2}$ alkyl$)_2$, C_{1-4} alkyl substituted with 0-5 halo or -OH substituents, or -OC_{1-4} alkyl substituted with 0-4 halo, -OH, aryl or -OC_{1-4} alkyl substituents;

R^9 is aryl substituted with 0-3 R^{10} and 0-2 R^{11}, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{11a}, and substituted with 0-3 R^{10} and 0-1 R^{11};

R^{10} is halo, CN, C_{1-4} alkyl, =O, -OH, or -OC_{1-4} alkyl;

R^{11} is C_{1-4} alkyl substituted with 0-3 R^{12} and 0-1 R^{13}, $-OR^b$, $-NR^aR^a$, $-NR^aC(=O)R^b$, $-NR^aC(=O)OR^b$, $-NR^aC(=O)NR^aR^a$, $-NR^aS(=O)_pR^c$, $-C(=O)R^b$, $-C(=O)OR^b$, $-C(=O)NR^aR^a$, $-C(=O)NR^aS(=O)_pR^c$, $-OC(=O)R^b$, $-S(=O)_pR^c$, $-S(=O)_pNR^aR^a$, C_{3-6} cycloalkyl substituted with 0-5 R^e, 4- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-5 R^e;

R^{11a} is H, C_{1-4} alkyl substituted with 0-2 R^{11b}, $-C(=O)R^b$, $-C(=O)OR^b$, $-C(=O)NR^aR^a$, C_{3-6} cycloalkyl substituted with 0-5 R^e, 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-5 R^e;

R^{11b} is -OH, -C(=O)OH, or aryl;

R^{12} is halo, $-C(=O)OR^b$, $-C(=O)NHR^a$, $-C(=O)NHOR^b$, or C_{1-4} alkyl substituted with 0-3 halo or -OH substituents;

R^{13} is $–OR^b$, $-NR^aR^a$, $-NR^aC(=O)R^b$, $-NR^aC(=O)OR^b$, $-NR^aS(=O)_pR^c$, $-NR^aS(=O)_pNR^aR^a$, $-OC(=O)NR^aR^a$, $-OC(=O)NR^aOR^b$, $-S(=O)_pNR^aR^a$, or $-S(=O)_pR^c$;

R^{14} is halo, CN, C_{1-4} alkyl substituted with 0-3 halo substituents, -OC_{1-4} alkyl substituted with 0-3 halo substituents, -$(CH_2)_{0-3}$-NR^aR^a, -$(CH_2)_{0-3}$-aryl substituted with 0-3 R^e, -O-aryl substituted with 0-3 R^e, or -$(CH_2)_{0-2}$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14a} is H, $C(=O)C_{1-4}$ alkyl, or C_{1-3} alkyl substituted with 0-3 aryl substituted with 0-2 halo substituents;

R^{15} is H, C_{1-3} alkyl, or aryl;

R^a is H, C_{1-5} alkyl substituted with 0-5 R^e, C_{2-5} alkenyl substituted with 0-5 R^e, C_{2-5} alkynyl substituted with 0-5 R^e, -$(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^e, or -$(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e; or R^a and R^a together with the nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^b is H, C_{1-5} alkyl substituted with 0-5 R^e, C_{2-5} alkenyl substituted with 0-5 R^e, C_{2-5} alkynyl substituted with 0-5 R^e, -$(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^e, or -$(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^c is C_{1-5} alkyl substituted with 0-5 R^e, C_{2-5} alkenyl substituted with 0-5 R^e, C_{2-5} alkynyl substituted with 0-5 R^e, C_{3-6} carbocyclyl substituted with 0-5 R^e, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^d is H or C_{1-4} alkyl;

R^e is halo, CN, =O, C_{1-6} alkyl substituted with 0-5 R^g, C_{2-6} alkenyl substituted with 0-5 R^g, C_{2-6} alkynyl substituted with 0-5 R^g, -$(CH_2)_n$-C_{3-6} cycloalkyl substituted with 0-4 R^g, -$(CH_2)_n$-aryl substituted with 0-4 R^g, -$(CH_2)_n$-4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^g, -$(CH_2)_nOR^f$, -$C(=O)OR^f$, -$C(=O)NR^fR^f$, -$NR^fC(=O)R^f$, -$S(=O)_pR^f$, -$NR^fC(=O)OR^f$, -$OC(=O)NR^fR^f$, or -$(CH_2)_nNR^fR^f$;

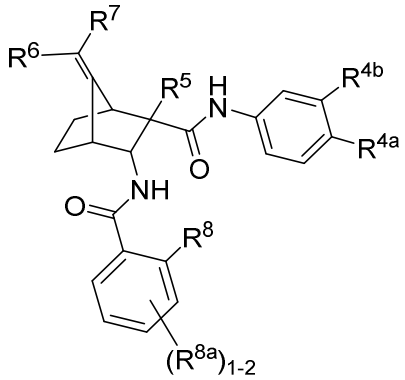
R^f is H, C_{1-5} alkyl, C_{3-6} cycloalkyl, or aryl; or R^f and R^f together with the nitrogen atom to which they are both attached form a 3- to 9-membered heterocyclyl;

R^g is halo, CN, -OH, C_{1-5} alkyl, C_{3-6} cycloalkyl, or aryl;

n is zero, 1, 2, or 3; and

p is zero, 1, or 2.

4. The compound of claim 1, having Formula (III):



(III)

or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo;

R^{4b} is C_{1-4} alkyl substituted with 0-4 halo substituents;

R^5 is H or F;

R^6 is halo, C_{1-4} alkyl substituted with 0-3 R^{6a}, C_{2-4} alkenyl substituted with 0-1 phenyl or -OH substituent, -C(=O)OR^{6b}, C(=O)NHR^{6b}, C_{3-6} cycloalkyl substituted with 0-3 R^{14}, C_{3-6} cycloalkenyl substituted with 0-3 R^{14}, phenyl substituted with 0-3 R^{14}, naphthyl, or 5- to 6-membered heterocyclyl comprising 1-3 heteroatoms selected from O, S, N, and NR^{14a} and substituted with 0-3 R^{14};

R^{6a} is halo, -OH, C_{3-6} cycloalkyl, or phenyl;

R^{6b} is H or C_{1-4} alkyl;

R^7 is H or C_{1-3} alkyl;

or R^6 and R^7 together with the carbon atom to which they are both attached form a cyclopentadienyl, an indanyl, or an indenyl;

R^8 is -N(C_{1-4} alkyl)$_2$ or -OC_{1-4} alkyl substituted with 0-1 -OC_{1-4} alkyl substituent;

R^{8a} is halo;

R^{14} is halo, CN, C_{1-4} alkyl substituted with 0-3 halo substituents, -OC_{1-4} alkyl substituted with 0-3 halo substituents, -$(CH_2)_{0-2}$-NR^aR^a, -$(CH_2)_{0-2}$-aryl substituted with 0-3 R^e, -O-aryl substituted with 0-3 R^e, or -$(CH_2)_{0-2}$-3- to 12-membered heterocyclyl

comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14a} is H, $C(=O)C_{1-3}$ alkyl, or C_{1-3} alkyl substituted with 0-3 aryl substituted with 0-2 halo substituents;

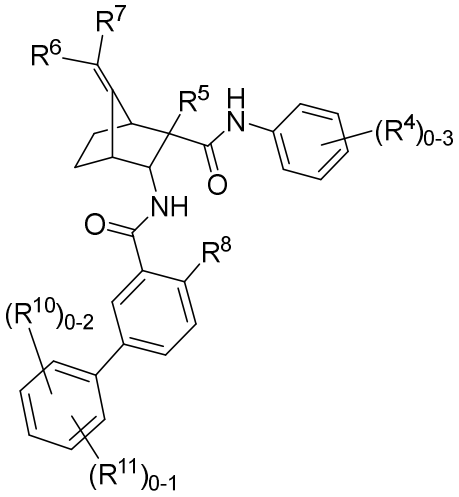
R^a is H, C_{1-6} alkyl substituted with 0-5 R^e, $-(CH_2)_n$-phenyl substituted with 0-5 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e; or R^a and R^a together with the nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^b is H, C_{1-6} alkyl substituted with 0-5 R^e, $-(CH_2)_{0-1}$-phenyl substituted with 0-5 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^e is halo, CN, NO_2, =O, C_{1-6} alkyl, or C(=O)OH; and

n is zero, 1, 2, or 3.

5. The compound of claim 3, having Formula (IV):



(IV)

or a pharmaceutically acceptable salt thereof, wherein:

R^4 is halo, C_{1-4} alkyl substituted with 0-3 halo substituents, or $-OC_{1-4}$ alkyl substituted with 0-3 halo substituents;

R^5 is H or F;

R^6 is halo, CN, C_{1-6} alkyl substituted with 0-3 R^{6a}, C_{2-6} alkenyl substituted with 0-3 R^{6a}, C_{2-6} alkynyl substituted with 0-3 R^{6a}, -C(=O)OR^{6b}, C(=O)$NR^{6b}R^{6b}$, C_{3-6} cycloalkyl substituted with 0-3 R^{14}, C_{3-6} cycloalkenyl substituted with 0-3 R^{14}, phenyl substituted with 0-3 R^{14}, or 5- to 6-membered heteroaryl comprising 1-3 heteroatoms selected from O, $S(=O)_p$, N, and NR^{14a}, and substituted with 0-3 R^{14};

R^{6a} is halo, C_{3-6} cycloalkyl, or phenyl;

R^{6b} is H, C_{1-3} alkyl substituted with 0-1 aryl substituent, or C_{3-6} cycloalkyl substituted with 0-4 halo substituents;

R^7 is H or C_{1-2} alkyl;

R^8 is -OC_{1-4} alkyl substituted with 0-4 halo, -OH, aryl, or -OC_{1-4} alkyl substituents;

R^{10} is halo, CN, C_{1-3} alkyl, -OH, or -OC_{1-4} alkyl;

R^{11} is C_{1-4} alkyl substituted with 0-2 R^{12} and 0-1 R^{13}, -OR^b, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)NR^aR^a$, -$NR^aS(=O)_pR^c$, -$C(=O)R^b$, -$C(=O)OR^b$, -$C(=O)NR^aR^a$, -$C(=O)NR^aS(=O)_pR^c$, -$OC(=O)R^b$, -$S(=O)_pR^c$, -$S(=O)_pNR^aR^a$, C_{3-6} cycloalkyl, 4- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-4 R^e;

R^{12} is halo, -C(=O)OR^b, -C(=O)NHR^a, -C(=O)$NHOR^b$, or C_{1-4} alkyl substituted with 0-3 halo or -OH substituents;

R^{13} is –OR^b, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)OR^b$, -$NR^aS(=O)_pR^c$, -$NR^aS(=O)_pNR^aR^a$, -$OC(=O)NR^aR^a$, -$OC(=O)NR^aOR^b$, -$S(=O)_pNR^aR^a$, or -$S(=O)_pR^c$;

R^{14} is halo, CN, C_{1-4} alkyl substituted with 0-3 halo substituents, -OC_{1-4} alkyl substituted with 0-3 halo substituents, -$(CH_2)_{0-2}$-NR^aR^a, -$(CH_2)_{0-2}$-aryl substituted with 0-3 R^e, -O-aryl substituted with 0-3 R^e, or -$(CH_2)_{0-2}$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14a} is H, C(=O)C_{1-3}alkyl, C_{1-3} alkyl substituted with 0-2 aryl substituted with 0-2 halo substituents;

R^{15} is H, C_{1-2} alkyl, or phenyl;

R^a is H, C_{1-5} alkyl substituted with 0-4 R^e, C_{2-5} alkenyl substituted with 0-4 R^e, C_{2-5} alkynyl substituted with 0-4 R^e, -$(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-4 R^e, or -$(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e; or R^a and R^a together with the

nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e;

R^b is H, C_{1-5} alkyl substituted with 0-4 R^e, C_{2-5} alkenyl substituted with 0-4 R^e, C_{2-5} alkynyl substituted with 0-4 R^e, $-(CH_2)_n-C_{3-10}$ carbocyclyl substituted with 0-4 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e;

R^c is C_{1-5} alkyl substituted with 0-4 R^e, C_{2-5} alkenyl substituted with 0-4 R^e, C_{2-5} alkynyl substituted with 0-4 R^e, C_{3-6} carbocyclyl, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N;

R^e is halo, CN, NO_2, =O, C_{1-6} alkyl substituted with 0-5 R^g, C_{2-6} alkenyl substituted with 0-5 R^g, C_{2-6} alkynyl substituted with 0-5 R^g, $-(CH_2)_n-C_{3-6}$ cycloalkyl, $-(CH_2)_n$-aryl, $-(CH_2)_n$- 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, $-(CH_2)_nOR^f$, $S(=O)_pR^f$, $C(=O)NR^fR^f$, $C(=O)OR^f$, $NR^fC(=O)R^f$, $S(=O)_pNR^fR^f$, $NR^fS(=O)_pR^f$, $NR^fC(=O)OR^f$, $OC(=O)NR^fR^f$, or $-(CH_2)_nNR^fR^f$;

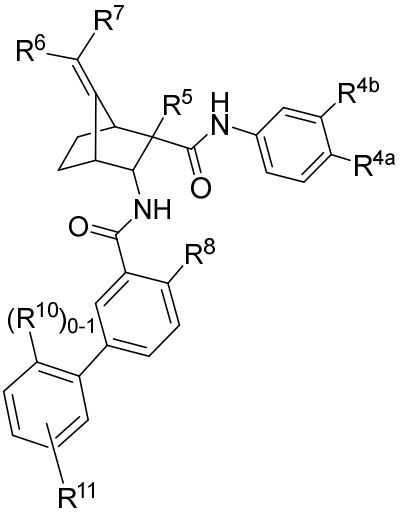
R^f is H, C_{1-6} alkyl, C_{3-6} cycloalkyl, or aryl; or R^f and R^f together with the nitrogen atom to which they are both attached form a heterocyclyl;

R^g is halo, CN, -OH, C_{1-5} alkyl, C_{3-6} cycloalkyl, or aryl;

n is zero, 1, 2, or 3; and

p is zero, 1, or 2.

6. The compound of claim 5, having Formula (V):



or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo or C_{1-2} alkyl;

R^{4b} is C_{1-4} alkyl substituted with 0-4 halo substituents;

R^5 is H or F;

R^6 is halo, CN, C_{1-4} alkyl substituted with 0-3 R^{6a}, C_{2-4} alkenyl substituted with 0-3 R^{6a}, -$C(=O)OR^{6b}$, $C(=O)NR^{6b}R^{6b}$, C_{3-6} cycloalkyl substituted with 0-3 R^{14}, phenyl substituted with 0-3 R^{14}, or 5- to 6-membered heteroaryl comprising 1-3 heteroatoms selected from O, $S(=O)_p$, N, and NR^{14a} and substituted with 0-3 R^{14};

R^{6a} is halo, -OH, C_{3-6} cycloalkyl, or phenyl;

R^{6b} is H, C_{1-3} alkyl substituted with 0-1 aryl substituent, or C_{3-6} cycloalkyl;

R^7 is H or C_{1-2} alkyl;

R^8 is $–OC_{1-4}$alkyl substituted with 0-4 halo, -OH, $-OC_{1-4}$ alkyl, or aryl substituents;

R^{10} is halo or C_{1-3} alkyl;

R^{11} is C_{1-4} alkyl substituted with 0-2 R^{12} and 0-1 R^{13}, -OH, $-OC_{1-4}$ alkyl, $-NR^aC(=O)R^b$, $-NR^aC(=O)NR^aR^a$, $-NR^aS(=O)_pR^c$, $-C(=O)R^b$, $-C(=O)OR^b$, $-C(=O)NR^aR^a$, $-C(=O)NR^aS(=O)_pR^c$, $-OC(=O)R^b$, $-S(=O)_pR^c$, $-S(=O)_pNR^aR^a$, C_{3-6} cycloalkyl, 4- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-3 R^e;

R^{12} is halo, $-C(=O)OR^b$, $-C(=O)NHR^a$, $-C(=O)NHOR^b$, or C_{1-4} alkyl substituted with 0-3 halo or -OH substituents;

R^{13} is $–OR^b$, $-NR^aR^a$, $-NR^aC(=O)R^b$, $-NR^aC(=O)OR^b$, $-NR^aS(=O)_pR^c$, $-NR^aS(=O)_pNR^aR^a$, $-OC(=O)NR^aR^a$, or $-OC(=O)NR^aOR^b$;

R^{14} is halo, CN, C_{1-4} alkyl substituted with 0-3 halo substituents, $-OC_{1-4}$ alkyl substituted with 0-3 halo substituents, $-(CH_2)_{0-2}-NR^aR^a$, $-(CH_2)_{0-1}$-aryl substituted with 0-3 R^e, -O-aryl substituted with 0-3 R^e, or $-(CH_2)_{0-1}$-3- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14a} is H, $C(=O)C_{1-3}$ alkyl, C_{1-3} alkyl substituted with 0-1 aryl substituted with 0-2 halo substituents;

R^{15} is H, C_{1-2} alkyl, or phenyl;

R^a is H, C_{1-4} alkyl substituted with 0-5 R^e, C_{2-4} alkenyl substituted with 0-5 R^e, C_{2-4} alkynyl substituted with 0-5 R^e, -$(CH_2)_n$-C_{3-10} carbocyclyl substituted with 0-5 R^e, or -$(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e; or R^a and R^a together with the nitrogen atom to which they are both attached form a 3- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^b is H, C_{1-4} alkyl substituted with 0-5 R^e, C_{2-4} alkenyl substituted with 0-5 R^e, C_{2-4} alkynyl substituted with 0-5 R^e, -$(CH_2)_n$-C_{3-10}carbocyclyl substituted with 0-5 R^e, or -$(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-5 R^e;

R^c is C_{1-4} alkyl substituted with 0-5 R^e, C_{2-4} alkenyl substituted with 0-5 R^e, C_{2-4} alkynyl substituted with 0-5 R^e, C_{3-6} carbocyclyl, or 3- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N;

R^e is halo, CN, =O, C_{1-6} alkyl substituted with 0-5 R^g, C_{2-6} alkenyl substituted with 0-5 R^g, C_{2-6} alkynyl substituted with 0-5 R^g, -$(CH_2)_n$-C_{3-6} cycloalkyl,-$(CH_2)_n$-aryl, -$(CH_2)_n$- 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, -$(CH_2)_n OR^f$, -$S(=O)_p R^f$, -$C(=O)NR^f R^f$, -$C(=O)OR^f$, -$NR^f C(=O)R^f$, -$S(=O)_p NR^f R^f$, -$NR^f S(=O)_p R^f$, -$NR^f C(=O)OR^f$, -$OC(=O)NR^f R^f$, or -$(CH_2)_n NR^f R^f$;

R^f is H, C_{1-6} alkyl, C_{3-6} cycloalkyl, or aryl; or R^f and R^f together with the nitrogen atom to which they are both attached form a heterocyclyl;

R^g is halo CN, -OH, C_{1-6} alkyl, C_{3-6} cycloalkyl, or aryl;

n is zero, 1, 2, or 3; and

p is zero, 1, or 2.

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

R^{4a} is halo;

R^{4b} is CF_3;

R^6 is C_{1-4} alkyl substituted with 0-3 halo substituents or C_{3-6} cycloalkyl substituted with 0-3 halo substituents;

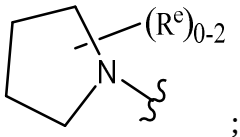
R^8 is –OC_{1-4}alkyl;

R^{10} is F;

R^{11} is -OH, -OC_{1-4} alkyl, -NR^aC(=O)R^b, -NR^aS(=O)$_p$$R^c$, -C(=O)O$R^b$, -C(=O)N$R^a$$R^a$, -C(=O)N$R^a$S(=O)$_p$$R^c$, or 4- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, S(=O)$_p$, N, and NR^{15}, and substituted with 0-5 R^e;

R^{15} is H or C_{1-2} alkyl;

R^a is H or C_{1-4} alkyl substituted with 0-5 R^e;

or R^a and R^a together is 

;

R^b is H or C_{1-4} alkyl substituted with 0-5 R^e;

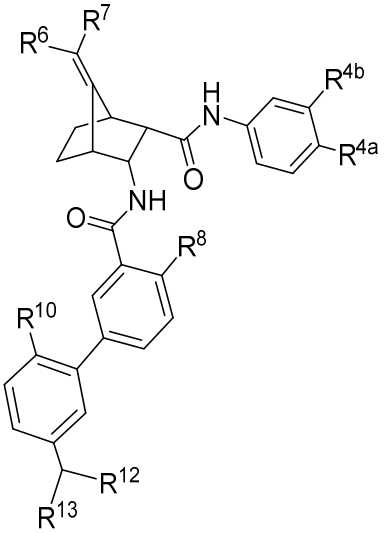
R^c is C_{1-3} alkyl substituted with 0-5 R^e or C_{3-6} carbocyclyl;

R^e is halo, =O, C_{1-4} alkyl substituted with 0-5 R^g, C(=O)OH, -OR^f, or -N$R^f$$R^f$;

R^f is H and C_{1-6} alkyl; or R^f and R^f together with the nitrogen atom to which they are both attached form a heterocyclyl; and

R^g is halo.

8. The compound of claim 6, having Formula (VI):



(VI)

or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo;

R^{4b} is CF_3;

R^6 is C_{1-4} alkyl substituted with 0-3 halo substituents or C_{3-6} cycloalkyl substituted with 0-3 halo substituents;

R^7 is H;

R^8 is –OC_{1-4}alkyl substituted with 0-1 aryl substituent;

R^{10} is halo;

R^{12} is -C(=O)OH, -C(=O)OC_{1-4} alkyl, -C(=O)NHC_{1-4} alkyl, -C(=O)$NHOC_{1-3}$ alkyl, or C_{1-3} alkyl substituted with 0-3 halo substituents;

R^{13} is –OR^b, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)OR^b$, -$NR^aS(=O)_pR^c$, -$NR^aS(=O)_pNR^aR^a$, -$OC(=O)NR^aR^a$, or -$OC(=O)NR^aOR^b$;

R^a is H, C_{1-4} alkyl substituted with 0-5 halo substituents, phenyl substituted with 0-4 R^e, C_{3-10} cycloalkyl substituted with 0-4 R^e, spirocycloalkyl substituted with 0-4 R^e, or 3- to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e; or R^a and R^a together with the nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e;

R^b is H, C_{1-4} alkyl substituted with 0-5 R^e, -$(CH_2)_n$-phenyl substituted with 0-4 halo substituents, C_{3-6} cycloalkyl substituted with 0-4 halo substituents, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e;

R^c is C_{1-4} alkyl substituted with 0-4 R^e,

R^e is halo, CN, =O, C_{1-5} alkyl substituted with 0-5 R^g, C_{3-6} cycloalkyl, aryl, 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, or -OR^f;

R^f is H, C_{1-4} alkyl, C_{3-6} cycloalkyl, or aryl;

R^g is halo;

n is zero or 1; and

p is zero, 1, or 2.

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

R^{4a} is F

R^{4b} is CF_3;

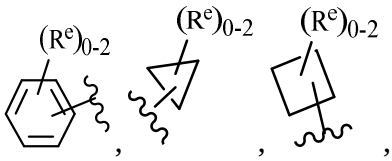
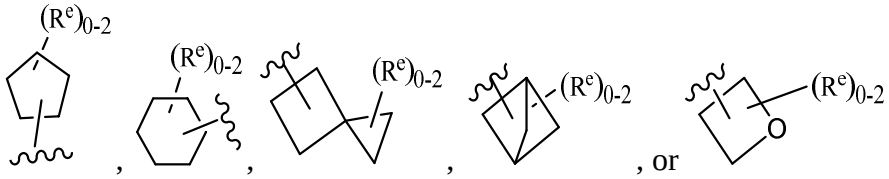
R^6 is CF_3 or C_{3-6} cycloalkyl;

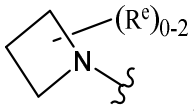
R^8 is –OCH_3 or –OCH_2-phenyl;

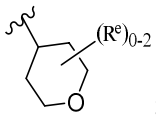
R^{10} is F;

R^{12} is -C(=O)OH, -C(=O)OC_{1-4} alkyl, -C(=O)NHC_{1-4} alkyl, -C(=O)NHOC_{1-3} alkyl, CH_3, CHF_2, or CF_3;

R^{13} is –OH, -NR^aR^a, -NHC(=O)R^b, -NHS(=O)$_p$$C_{1-4}$ alkyl, -OC(=O)NR^aR^a, or -OC(=O)NHOC_{1-4} alkyl;

R^a is H, C_{1-4} alkyl substituted with 0-4 F substituents,  ,  , or ;

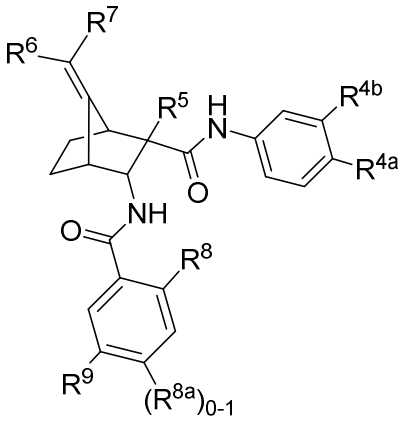
or R^a and R^a together is  ,

R^b is H, C_{1-4} alkyl substituted with 0-5 R^e, phenyl, or  ; and

R^e is halo, =O, aryl, 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, S(=O)$_p$, and N, or -OR^f; and

R^f is H, C_{1-3} alkyl, C_{3-6} cycloalkyl, or phenyl.

10. The compound of claim 3, having Formula (VII):



(VII)

or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo;

R^{4b} is C_{1-4} alkyl substituted with 0-3 halo substituents, or -OC_{1-4} alkyl substituted with 0-3 halo substituents;

R^5 is H or F;

R^6 is halo, CN, C_{1-6} alkyl substituted with 0-3 R^{6a}, C_{2-6} alkenyl substituted with 0-3 R^{6a}, C_{2-6} alkynyl substituted with 0-3 R^{6a}, C_{3-6} cycloalkyl substituted with 0-3 R^{14}, C_{3-6} cycloalkenyl substituted with 0-3 R^{14}, phenyl substituted with 0-3 R^{14}, or 5- to 6-membered heteroaryl comprising 1-3 heteroatoms selected from O, $S(=O)_p$, N, and NR^{14a}, and substituted with 0-3 R^{14};

R^{6a} is halo, C_{3-6} cycloalkyl, or phenyl;

R^7 is H or C_{1-2} alkyl;

R^8 is halo, CN, or -OC_{1-4} alkyl substituted with 0-4 halo, -OH, or -OC_{1-4} alkyl substituents;

R^{8a} is halo or CN;

R^9 is a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{11a}, and substituted with 0-3 R^{10} and 0-1 R^{11};

R^{10} is halo, CN, C_{1-3} alkyl, =O, -OH, or -OC_{1-3} alkyl;

R^{11} is C_{1-3} alkyl substituted with 0-1 R^{12} and 0-1 R^{13}, -OR^b, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)OR^b$, -$NR^aC(=O)NR^aR^a$, -$NR^aS(=O)_pR^c$, -$C(=O)R^b$, -$C(=O)OR^b$, -$C(=O)NR^aR^a$, -$C(=O)NR^aS(=O)_pR^c$, -$OC(=O)R^b$, -$S(=O)_pR^c$, -$S(=O)_pNR^aR^a$, C_{3-6} cycloalkyl substituted with 0-5 R^e, 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-4 R^e;

R^{11a} is H, C_{1-4} alkyl substituted with 0-2 R^{11b}, -$C(=O)R^b$, -$C(=O)OR^b$, -$C(=O)NR^aR^a$, C_{3-6} cycloalkyl, 4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, N, and NR^{15}, and substituted with 0-4 R^e;

R^{11b} is -OH, -C(=O)OH, or aryl;

R^{12} is -$C(=O)OR^b$, -$C(=O)NHR^a$, -$C(=O)NHOR^b$, or C_{1-4} alkyl substituted with 0-3 halo or -OH substituents;

R^{13} is –OR^b, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)OR^b$, -$NR^aS(=O)_pR^c$, -$NR^aS(=O)_pNR^aR^a$, -$OC(=O)NR^aR^a$, -$S(=O)_pNR^aR^a$, or -$S(=O)_pR^c$;

R^{14} is halo, CN, C_{1-4} alkyl substituted with 0-3 halo substituents, -OC_{1-4} alkyl substituted with 0-3 halo substituents, -$(CH_2)_{0-2}$-NR^aR^a, -$(CH_2)_{0-2}$-aryl substituted with 0-3 R^e, -O-aryl substituted with 0-3 R^e, or -$(CH_2)_{0-2}$-3- to 12-membered heterocyclyl

comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-3 R^e;

R^{14a} is H, $C(=O)C_{1-3}$ alkyl, or C_{1-3} alkyl substituted with 0-2 aryl substituted with 0-2 halo substituents;

R^{15} is H, C_{1-2} alkyl, or phenyl;

R^a is H, C_{1-5} alkyl substituted with 0-4 R^e, C_{2-5} alkenyl substituted with 0-4 R^e, C_{2-5} alkynyl substituted with 0-4 R^e, $-(CH_2)_n-C_{3-10}$ carbocyclyl substituted with 0-4 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e; or R^a and R^a together with the nitrogen atom to which they are both attached form a 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e;

R^b is H, C_{1-5} alkyl substituted with 0-4 R^e, C_{2-5} alkenyl substituted with 0-4 R^e, C_{2-5} alkynyl substituted with 0-4 R^e, $-(CH_2)_n-C_{3-10}$ carbocyclyl substituted with 0-4 R^e, or $-(CH_2)_n$-3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^e;

R^c is C_{1-5} alkyl substituted with 0-4 R^e, C_{2-5} alkenyl substituted with 0-4 R^e, C_{2-5} alkynyl substituted with 0-4 R^e, C_{3-6} carbocyclyl, or 3- to 12-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N;

R^e is halo, CN, =O, C_{1-6} alkyl substituted with 0-4 R^g, C_{2-6} alkenyl substituted with 0-4 R^g, C_{2-6} alkynyl substituted with 0-4 R^g, $-(CH_2)_n-C_{3-6}$ cycloalkyl substituted with 0-4 R^g, $-(CH_2)_n$-aryl substituted with 0-4 R^g,$-(CH_2)_n$-4- to 6-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N, and substituted with 0-4 R^g, $-(CH_2)_nOR^f$, $C(=O)OR^f$, $C(=O)NR^fR^f$, $NR^fC(=O)R^f$, $S(=O)_pR^f$, $NR^fS(=O)_pR^f$, $NR^fC(=O)OR^f$, $OC(=O)NR^fR^f$, or $-(CH_2)_nNR^fR^f$;

R^f is H, C_{1-6} alkyl, C_{3-6} cycloalkyl, or aryl;

R^g is halo, CN, -OH, C_{1-4} alkyl, C_{3-6} cycloalkyl, or phenyl;

n is zero, 1, 2, or 3; and

p is zero, 1, or 2.

11. The compound of claim 10, or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo;

R^{4b} is C_{1-4} alkyl substituted with 0-3 halo substituents;

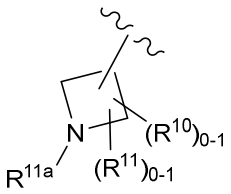
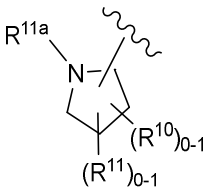
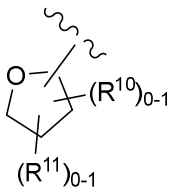
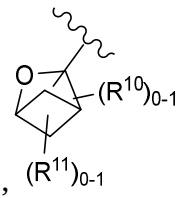
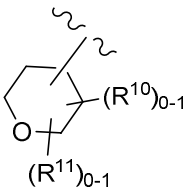
R^5 is H;

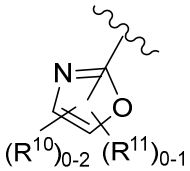
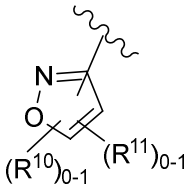
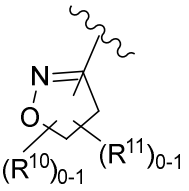
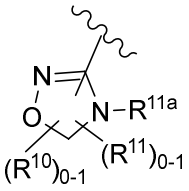
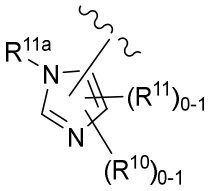
R^6 is C_{1-2} alkyl substituted with 0-2 F substituents or C_{3-6} cycloalkyl;

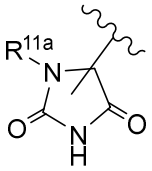
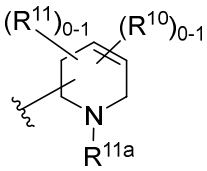
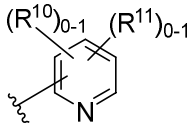
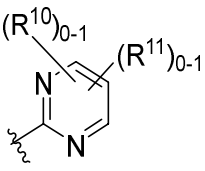
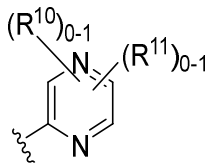
R^8 is $-OC_{1-3}$ alkyl;

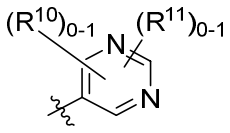
R^{8a} is F or CN;

R^9 is

 ,  ,  ,  ,  ,

 ,  ,  ,  ,  ,

 ,  ,  ,  ,  ,

or  ;

R^{10} is halo, CN, C_{1-2} alkyl, =O, -OH, or $-OC_{1-2}$ alkyl;

R^{11} is C_{1-3} alkyl substituted with 0-1 R^{12} and 0-1 R^{13}, $-OR^b$, $-NR^aR^a$, $-NR^aC(=O)R^b$, $-C(=O)R^b$, $-C(=O)OR^b$, $-C(=O)NR^aR^a$, or C_{3-6} cycloalkyl substituted with 0-5 R^e;

R^{11a} is H, $-C(=O)R^b$, $-C(=O)NR^aR^a$, or C_{1-4} alkyl substituted with 0-1R^{11b};

R^{11b} is -OH or aryl;

R^{12} is $-C(=O)OR^b$, $-C(=O)NHR^a$, $-C(=O)NHOR^b$, or C_{1-4} alkyl substituted with 0-2 halo or -OH substituents;

R^{13} is -OH, $-OC_{1-4}$ alkyl substituted with 0-2 -OH substituents, or $-S(=O)_2C_{1-4}$alkyl;

R^a is H or C_{1-4} alkyl or R^a and R^a together with the nitrogen atom to which they are both attached form a 3 to 9-membered heterocyclyl substituted with 0-4 R^e;

R^b is H, C_{1-4} alkyl substituted with 0-1 R^e, or C_{3-6} cycloalkyl substituted with 0-1 R^e;

R^e is $-OR^f$; and

R^f is H or C_{1-4} alkyl.

12. The compound of claim 11, or a pharmaceutically acceptable salt thereof, wherein:

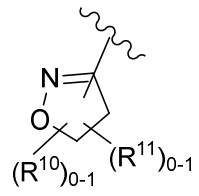
R^{4a} is halo;

R^{4b} is CF_3;

R^5 is H;

R^6 is CF_3 or C_{3-6} cyclopropyl;

R^8 is $-OC_{1-3}$ alkyl;

R^9 is 

;

R^{10} is C_{1-2} alkyl, -OH, or $-OC_{1-2}$ alkyl;

R^{11} is C_{1-3} alkyl substituted with 0-1 R^{12} and 0-1 R^{13}, $-C(=O)OR^b$, or $-C(=O)NR^aR^a$;

R^{12} is $-C(=O)OR^b$;

R^{13} is -OH;

R^a is H or C_{1-4} alkyl; and

R^b is H or C_{1-4} alkyl.

13. The compound of claim 10, or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo;

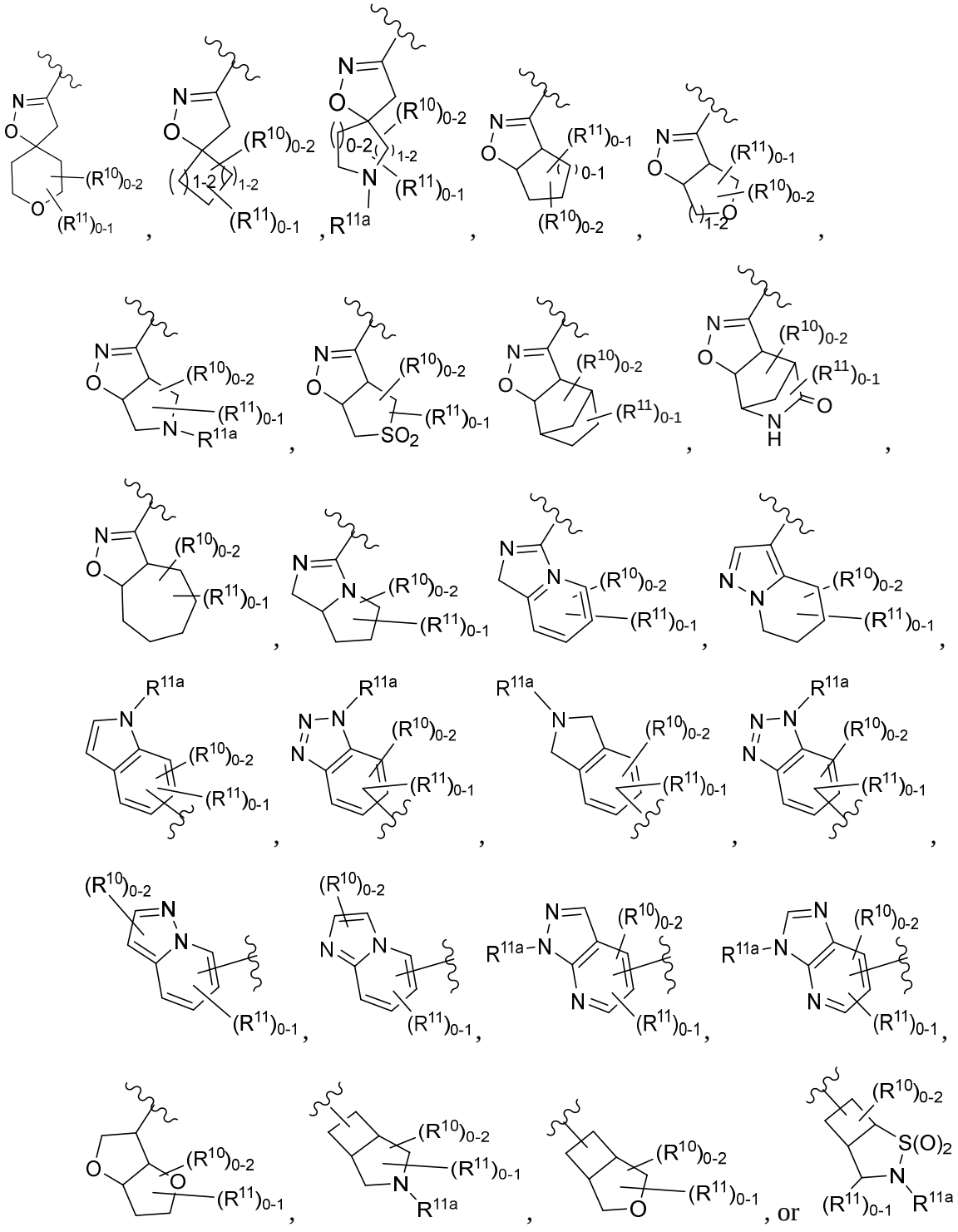
R^{4b} is C_{1-4} alkyl substituted with 0-3 halo substituents;

R^5 is H;

R^6 is C_{1-3} alkyl substituted with 0-3 F substituents or C_{3-6} cycloalkyl;

R^8 is $-OC_{1-3}$ alkyl;

R^9 is



;

R^{10} is halo, C_{1-3} alkyl, -OH, or -OC_{1-3} alkyl;

R^{11} is C_{1-3} alkyl substituted with 0-1 R^{12} and 0-1 R^{13};

R^{11a} is H, C_{1-4} alkyl substituted with 0-2 R^{11b}, or -$C(=O)OC_{1-4}$ alkyl;

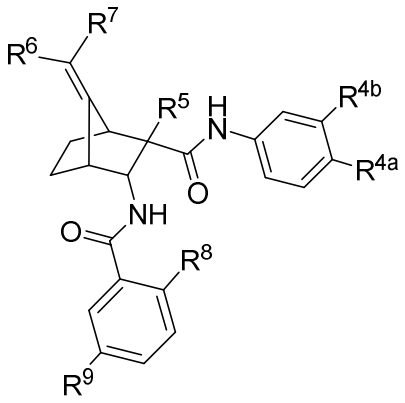
R^{11b} is -OH, -C(=O)OH, or aryl;

R^{12} is -C(=O)OR^b or C_{1-3} alkyl substituted with 0-3 halo substituents;

R^{13} is -OH; and

R^b is H or C_{1-4} alkyl.

14. The compound of claim 3, having Formula (VIII):



(VIII)

or a pharmaceutically acceptable salt thereof, wherein:

R^{4a} is halo;

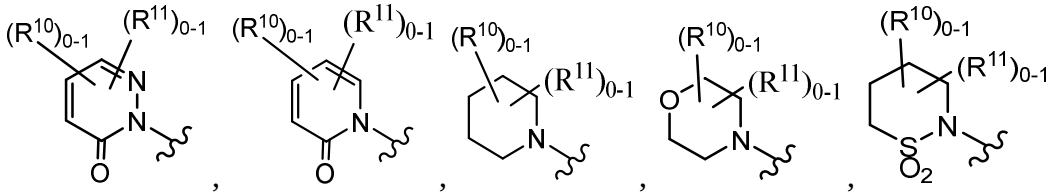
R^{4b} is C_{1-4} alkyl substituted with 0-4 halo substituents;

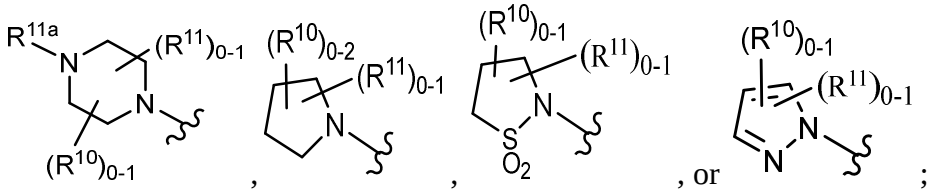
R^6 is C_{1-2} alkyl substituted with 0-2 F substituents, C_{3-6} cycloalkyl, or aryl;

R^7 is H;

R^8 is -OC_{1-3} alkyl;

R^9 is





; R^{10} is halo, CN, C_{1-4} alkyl, =O, -OH, or -OC_{1-4} alkyl;

R^{11} is C_{1-2} alkyl substituted with 0-1 R^{12} and 0-1 R^{13}, -NR^aR^a, -$NR^aC(=O)R^b$, -$NR^aC(=O)OR^b$, or -$C(=O)OR^b$;

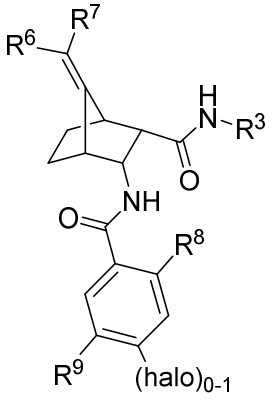
R^{12} is -C(=O)OR^b, -C(=O)NHR^a, -C(=O)$NHOR^b$, or C_{1-4} alkyl substituted with 0-3 halo or -OH substituents;

R^{13} is -OH or -NR^aC(=O)R^b;

R^a is H or C_{1-4} alkyl; and

R^b is H, C_{1-4} alkyl, or 3 to 9-membered heterocyclyl comprising 1-4 heteroatoms selected from O, $S(=O)_p$, and N.

15. The compound of claim 1, having Formula (IX):



(IX)

or a pharmaceutically acceptable salt thereof, wherein:

R^3 is C_{1-5} alkyl, CF_3, -$(CR^dR^d)_{0-1}$-C_{3-6} cycloalkyl substituted with 0-4 R^4, or phenyl substituted with 0-4 R^4;

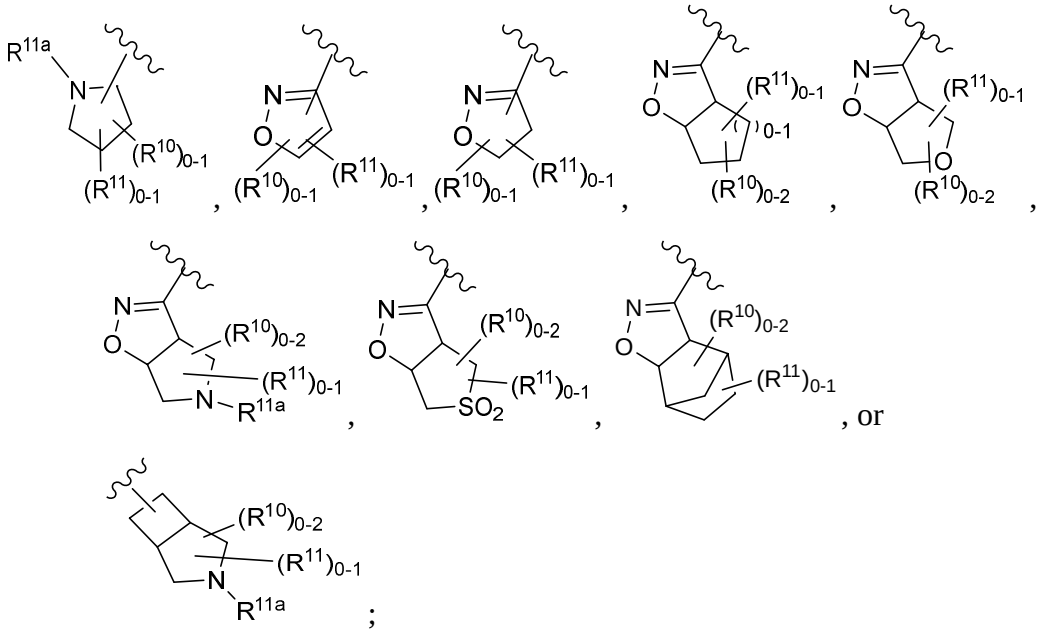
R^4 is halo, CN, CH_3, or CF_3;

R^6 is C_{1-6} alkyl, CF_3, or C_{3-6} cycloalkyl substituted with 0-2 F substituents;

R^7 is H;

R^8 is halo, -N(C_{1-3} alkyl)$_2$, -OC_{1-3} alkyl substituted with 0-1 -OC_{1-4} alkyl substituent;

R^9 is



R^{10} is halo, C_{1-4} alkyl, -OH, or -OC_{1-4} alkyl;

R^{11} is C_{1-4} alkyl substituted with 0-2 R^{12} and 0-2 R^{13}, -C(=O)OR^b, -C(=O)N$R^a$$R^a$, or C_{3-6} cycloalkyl substituted with 0-2 R^e;

R^{11a} is H, C_{1-4} alkyl substituted with 0-2 R^{11b}, -C(=O)R^b, or -C(=O)OC_{1-4} alkyl;

R^{11b} is -OH;

R^{12} is C_{1-3} alkyl substituted with 0-3 halo substituents or -C(=O)OR^b;

R^{13} is -OH;

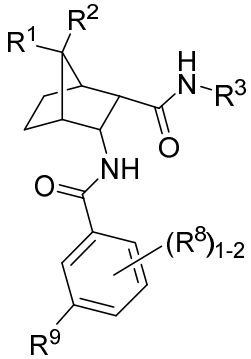
R^a is H or C_{1-3} alkyl;

R^b is H or C_{1-4} alkyl substituted with 0-1 R^e;

R^e is -OR^f; and

R^f is H or C_{1-6} alkyl.

16. The compound of claim 1, having Formula (X):



(X)

or a pharmaceutically acceptable salt thereof, wherein:

R^1 is C_{1-2} alkyl substituted with C_{3-6} cycloalkyl substituent;

R^2 is H;

or R^1 and R^2 are combined to be $=CR^6R^7$;

R^3 is C_{1-6} alkyl substituted with 0-5 halo, CN, or $-OC_{1-3}$ alkyl substituents, $-(CHR^d)_n-C_{3-10}$-carbocyclyl substituted with 0-5 R^4, or 5- to 6-membered heteroaryl comprising 1-3 heteroatoms selected from O, S, N, and substituted with 0-3 R^4;

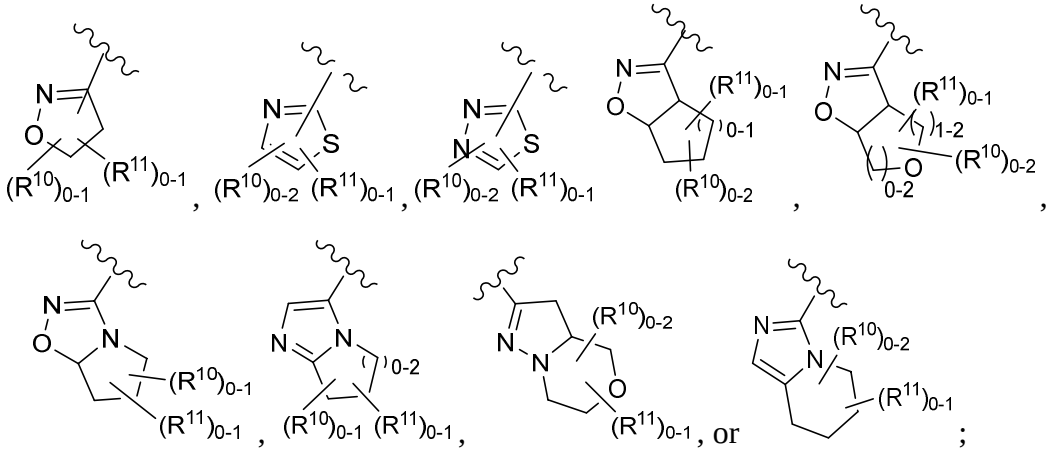
R^4 is halo, $S(=O)_2CF_3$, CN, or C_{1-4} alkyl substituted with 0-5 halo substituents;

R^6 is halo, C_{1-5} alkyl substituted with 0-3 R^{6a}, C_{3-6} cycloalkyl substituted with 0-3 R^{14}, or 5- to 6-membered heterocyclyl comprising 1-3 heteroatoms selected from O, S, and N, and substituted with 0-3 R^{14};

R^{6a} is halo, -OH, or C_{3-6} cycloalkyl;

R^7 is H;

R^8 is H, halo, CN, C_{1-4} alkyl, or $-OC_{1-4}$ alkyl substituted with 0-5 halo, -OH, C_{3-6} cycloalkyl, or $-OC_{1-4}$ alkyl substituents;

R^9 is 

, or ;

R^{10} is halo, CN, C_{1-4} alkyl, or -OH;

R^{11} is C_{1-3} alkyl substituted with 0-3 R^{12} and 0-1 R^{13}, $-OR^b$, $-NHC(=O)R^b$, or $-C(=O)OR^b$;

R^{12} is halo;

R^{13} is $-OR^b$ or C_{3-6} carbocyclyl;

R^{14} is halo, CN, or C_{1-4} alkyl substituted with 0-3 halo substituents;

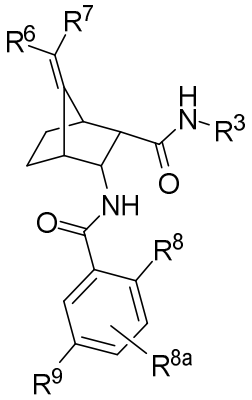
R^b is H or C_{1-3} alkyl substituted with 0-5 R^e;

R^d is H or C_{1-4} alkyl;

R^e is -OH; and

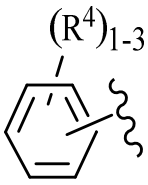
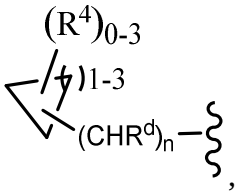
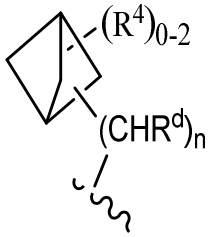
n is zero or 1.

17. The compound of claim 16, having formula (XI):



(XI)

or a pharmaceutically acceptable salt thereof, wherein:

R^3 is C_{1-5} alkyl or  ,  , or  ;

R^4 is halo, CN, $-S(=O)_2CF_3$, C_{1-4} alkyl substituted with 0-5 halo substituents;

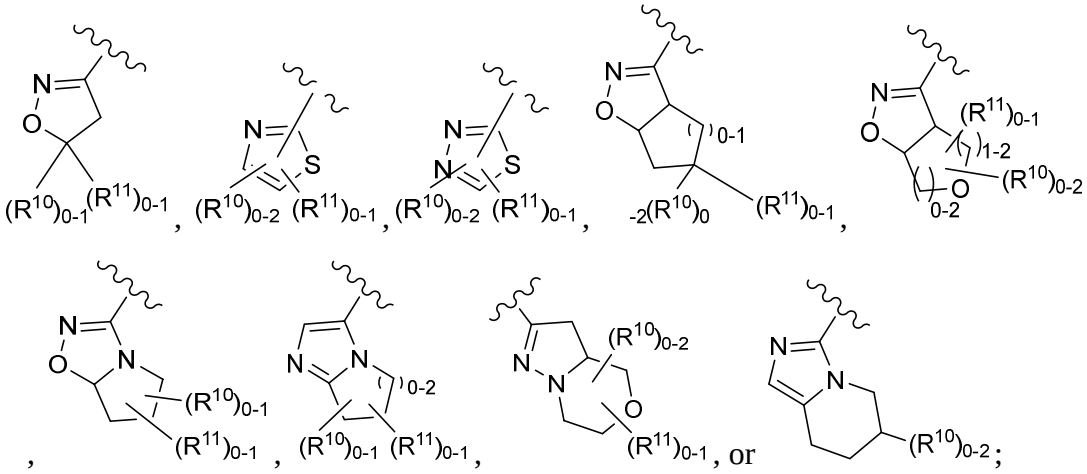
R^6 is C_{1-5} alkyl substituted with 0-2 R^{6a}, C_{3-6} cycloalkyl substituted with 0-2 R^{14}, or 5- to 6-membered heterocyclyl comprising 1-3 heteroatoms selected from O, S, and N, and substituted with 0-2 R^{14};

R^{6a} is halo, -OH, or C_{3-6} cycloalkyl;

R^7 is H;

R^8 is $-OC_{1-3}$ alkyl substituted with 0-5 halo, -OH, C_{3-6} cycloalkyl, or $-OC_{1-3}$ alkyl substituents;

R^{8a} is H, halo, CN, or C_{1-3} alkyl;

R^9 is 

R^{10} is halo, CN, C_{1-4} alkyl, or -OH;

R^{11} is C_{1-3} alkyl substituted with 0-3 R^{12} and 0-1 R^{13}, $-OR^b$, $-NHC(=O)R^b$, or $-C(=O)OR^b$;

R^{12} is halo;

R^{13} is $–OR^b$ or C_{3-6} carbocyclyl;

R^{14} is halo or C_{1-4} alkyl substituted with 0-3 halo substituents;

R^b is H or C_{1-3} alkyl substituted with 0-5 R^e;

R^d is H or C_{1-2} alkyl; and

n is zero or 1.

18. A pharmaceutical composition comprising a compound of claim 1 or a pharmaceutically acceptable salt thereof and a pharmaceutically acceptable carrier.

19. Use of the pharmaceutical composition of claim 18 in the manufacture of a medicament for treating a relaxin-associated disease, wherein a therapeutically effective amount of the pharmaceutical composition is to be administered to a patient in need thereof.

20. The use of claim 19 wherein the disease is selected from the group consisting of angina pectoris, unstable angina, myocardial infarction, heart failure, acute coronary disease, acute heart failure, chronic heart failure, and cardiac iatrogenic damage.

21. The use of claim 20 wherein the disease is heart failure.

22. The use of claim 19 wherein the disease is fibrosis.

23. The pharmaceutical composition of claim 18 for use in therapy.