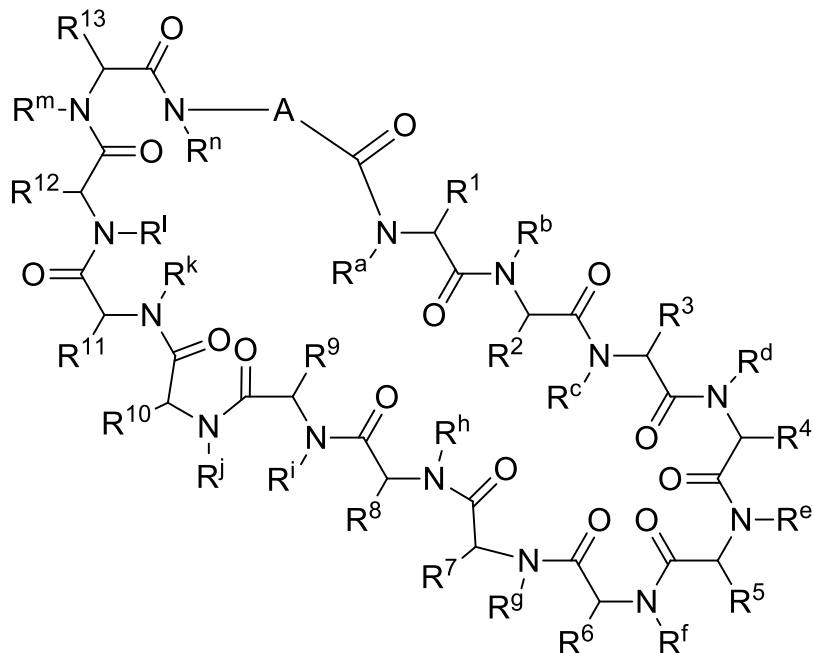


# CLAIMS

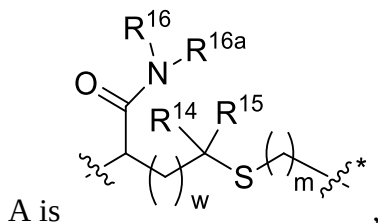
WHAT IS CLAIMED IS:

1. A compound of formula (I)



(I),

or a pharmaceutically acceptable salt thereof, wherein:



wherein:

denotes the point of attachment to the carbonyl group and denotes the point of attachment to the nitrogen atom;

m is 1;

w is 0

R<sup>14</sup> and R<sup>15</sup> are hydrogen;

R<sup>16a</sup> is selected from hydrogen and C<sub>1</sub>-C<sub>6</sub> alkyl;

R<sup>16</sup> is

-(C(R<sup>17a</sup>)<sub>2</sub>)-C(O)-NR<sup>50</sup>R<sup>51</sup>;

wherein:

each R<sup>17a</sup> is independently selected from hydrogen and C<sub>1</sub>-C<sub>6</sub>alkyl;

one of R<sup>50</sup> and R<sup>51</sup> is selected from hydrogen and C<sub>1</sub>-C<sub>6</sub>alkyl and the other is selected from –(CH<sub>2</sub>)<sub>n</sub>·X, C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>3</sub>-C<sub>7</sub>cycloalkyl, heterocyclyl, and phenyl, wherein the cycloalkyl is optionally substituted with one, two, or three groups independently selected from C<sub>1</sub>-C<sub>3</sub>alkoxy, C<sub>1</sub>-C<sub>3</sub>alkyl, amino, cyano, and hydroxy, or;

R<sup>50</sup> and R<sup>51</sup>, together with the nitrogen atom to which they are attached, form a four-, five-, six- or seven-membered saturated or unsaturated ring optionally containing one or two additional heteroatoms independently selected from nitrogen, oxygen, and sulfur; wherein said ring is optionally substituted with one, two, or three groups selected from C<sub>1</sub>-C<sub>6</sub>alkoxy, C<sub>1</sub>-C<sub>3</sub>alkyl, cyano, halo, haloC<sub>1</sub>-C<sub>3</sub>alkyl, hydroxy, hydroxy(C<sub>1</sub>-C<sub>3</sub>alkyl), –NR<sup>70</sup>R<sup>71</sup>, oxo, and phenyl; wherein the phenyl is further optionally substituted with one, two, or three groups independently selected from C<sub>1</sub>-C<sub>3</sub>alkoxy, cyano, and halo;

n' is 1-5;

X is selected from  $\text{—C}\equiv\text{CH}$ ,  $\text{—}\underset{\text{H}}{\text{C}}=\text{CH}_2$ , C<sub>2</sub>-C<sub>6</sub>alkoxymethyl, C<sub>1</sub>-C<sub>6</sub>alkoxycarbonylmethyl, C<sub>1</sub>-C<sub>6</sub>alkylsulfanylmethyl, C<sub>1</sub>-C<sub>6</sub>alkylsulfonylmethyl, azidomethyl, *tert*-butoxymethyl, C<sub>3</sub>-C<sub>7</sub>cycloalkyl, haloalkoxymethyl, halomethyl, heterocyclyl, hydroxymethyl, isopropoxymethyl, (NR<sup>70</sup>R<sup>71</sup>)methyl, phenyl, phenoxymethyl, and phenylsulfanylmethyl,

one of R<sup>70</sup> and R<sup>71</sup> is selected from hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, and hydroxyC<sub>2</sub>-C<sub>6</sub>alkyl and the other is selected from C<sub>1</sub>-C<sub>6</sub>alkoxycarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylsulfonyl, and hydroxyC<sub>2</sub>-C<sub>6</sub>alkyl;

R<sup>c</sup>, R<sup>f</sup>, R<sup>h</sup>, R<sup>i</sup>, R<sup>m</sup>, and R<sup>n</sup> are hydrogen;

R<sup>a</sup>, R<sup>e</sup>, and R<sup>j</sup> are hydrogen;

R<sup>b</sup>, R<sup>k</sup>, and R<sup>l</sup> are methyl;

R<sup>1</sup> is phenylmethyl wherein the phenyl is substituted with hydroxy;

R<sup>2</sup> is methyl;

R<sup>3</sup> is selected from –CH<sub>2</sub>C(O)NH<sub>2</sub> and –CH<sub>2</sub>CO<sub>2</sub>H;

R<sup>5</sup> is selected from –CH<sub>2</sub>NH<sub>2</sub>, –CH<sub>2</sub>OH, and –CH<sub>2</sub>C(O)NH<sub>2</sub>;

R<sup>6</sup> is selected from –CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, –(CH<sub>2</sub>)<sub>2</sub>CO<sub>2</sub>H, and (CH<sub>2</sub>)<sub>2</sub>C(O)NH<sub>2</sub>;

R<sup>8</sup> and R<sup>10</sup> are –CH<sub>2</sub>(indolyl), wherein the indolyl is optionally substituted with –CH<sub>2</sub>CO<sub>2</sub>H;

R<sup>9</sup> is selected from hydrogen, –(CH<sub>2</sub>)<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>OH, and –CH<sub>2</sub>C(O)NH<sub>2</sub>;

R<sup>11</sup> and R<sup>12</sup> are –(CH<sub>2</sub>)<sub>3</sub>CH<sub>3</sub>;

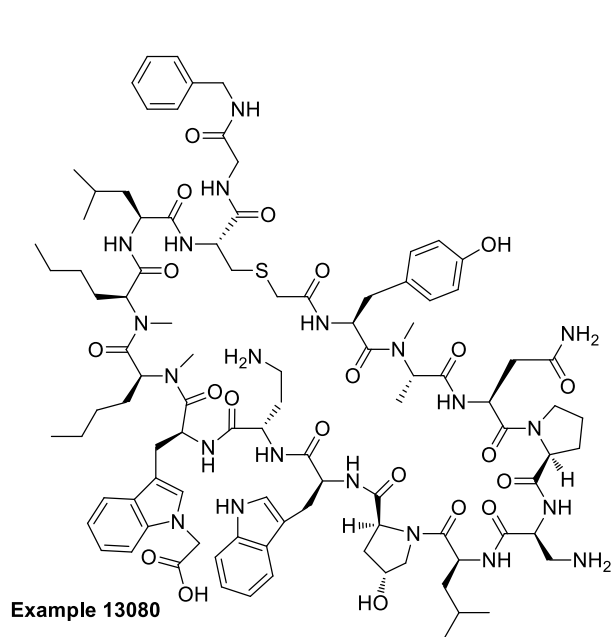
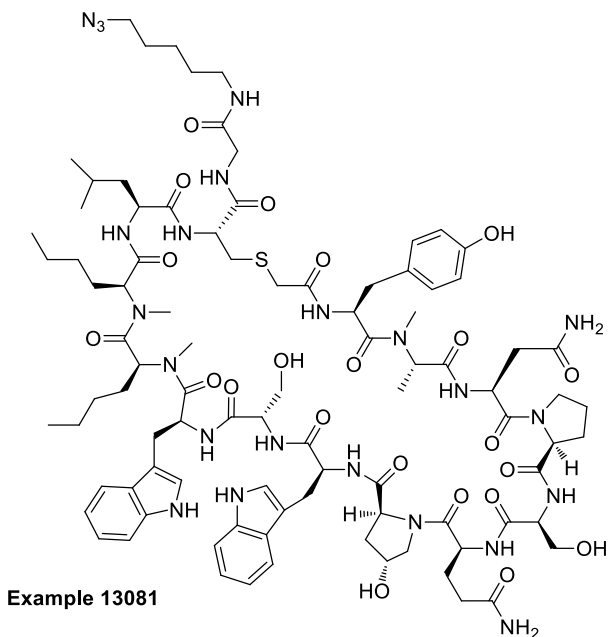
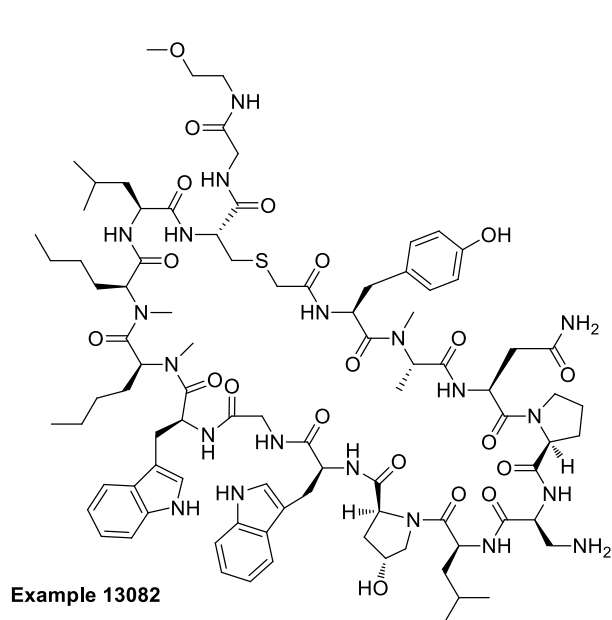
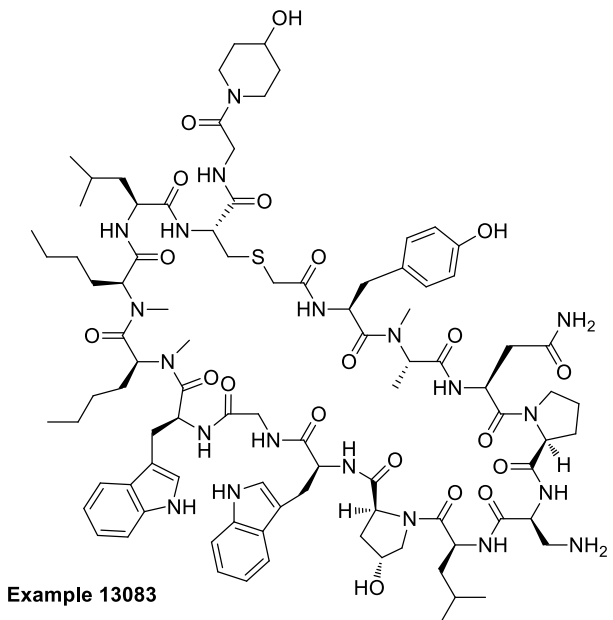
R<sup>13</sup> is selected from methyl, -CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, and -(CH<sub>2</sub>)<sub>2</sub>CO<sub>2</sub>H;

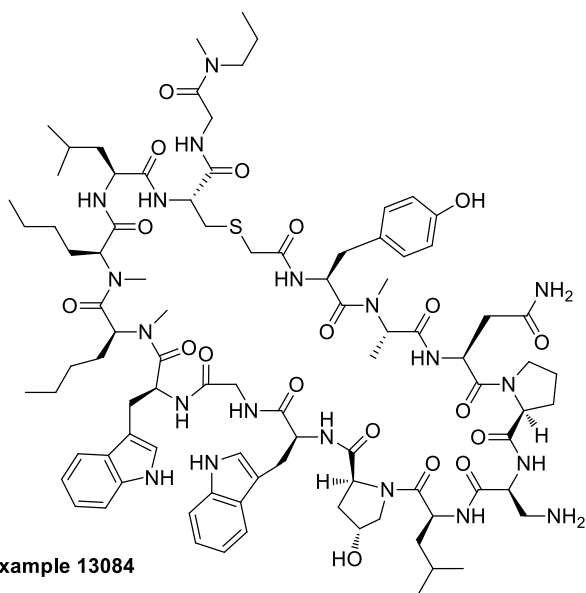
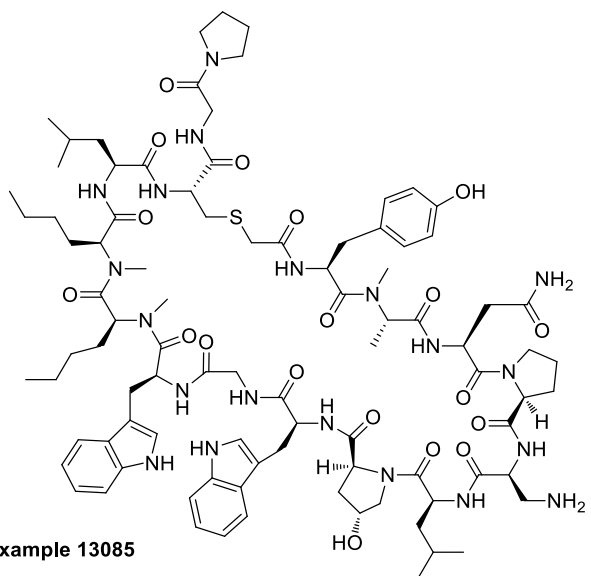
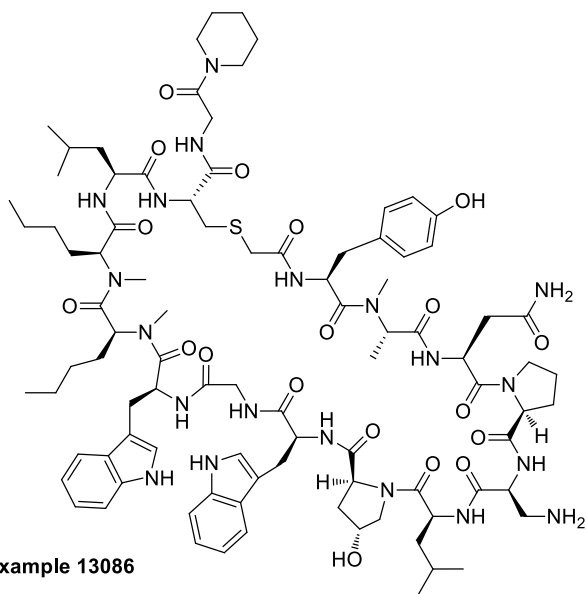
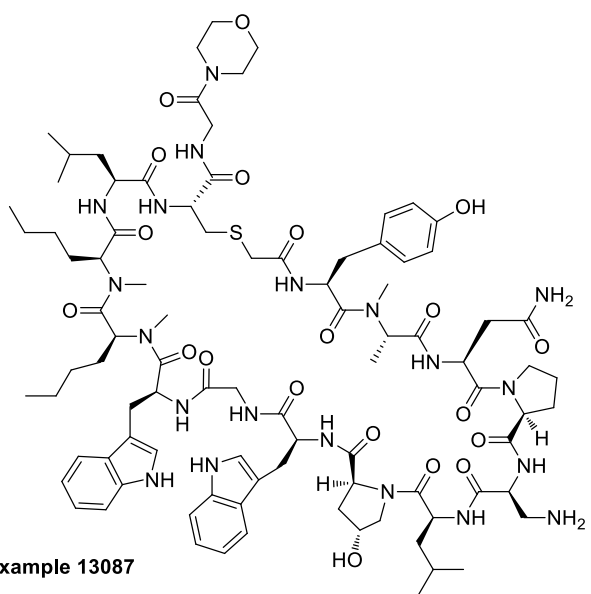
R<sup>d</sup> and R<sup>4</sup>, together with the atoms to which they are attached, form a pyrrolidine ring; and

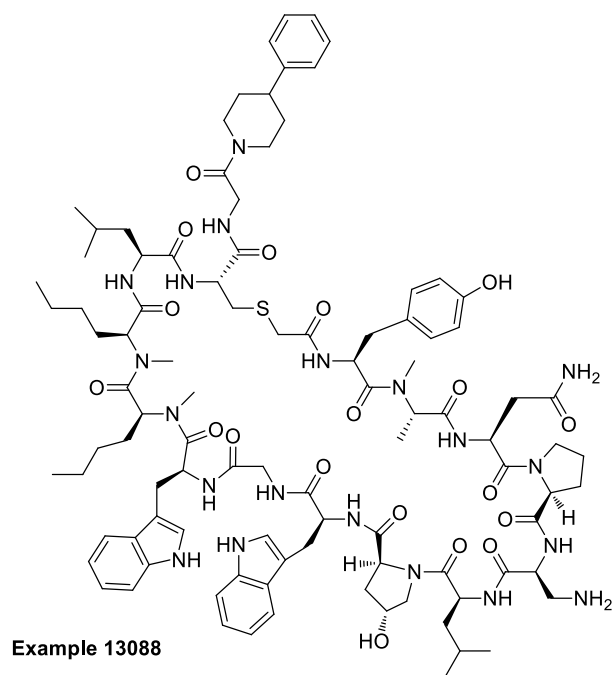
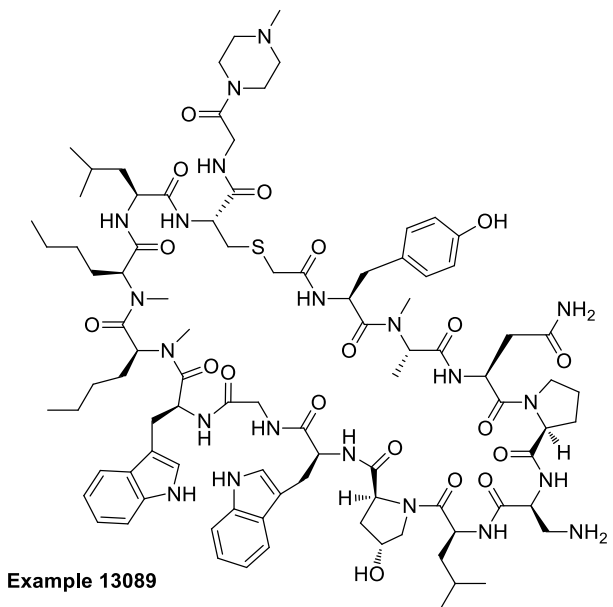
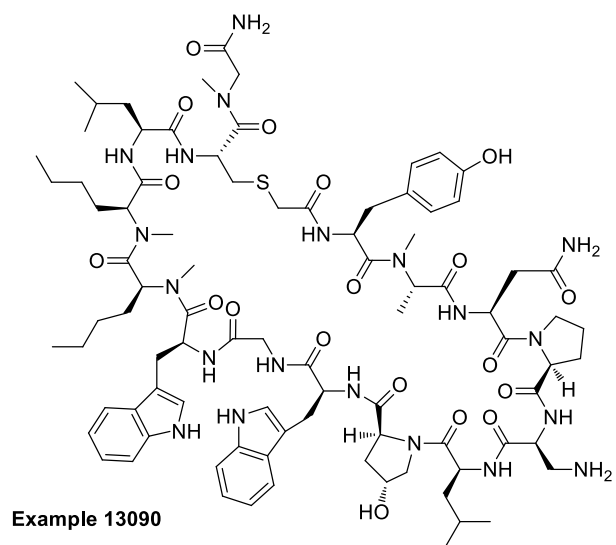
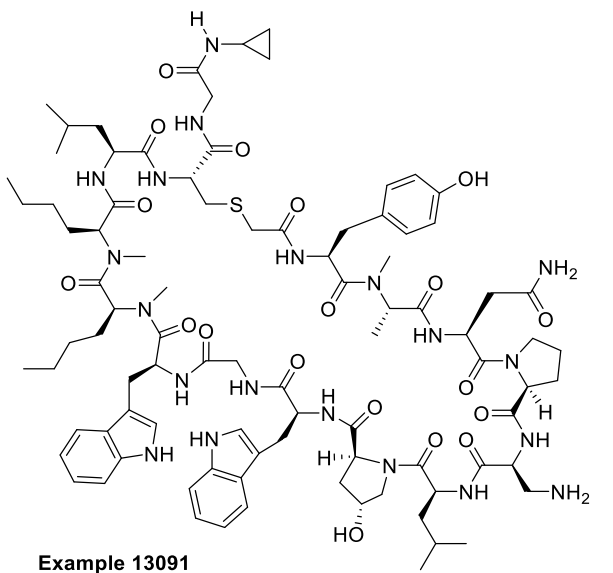
R<sup>g</sup> and R<sup>7</sup>, together with the atoms to which they are attached, form a pyrrolidine ring,

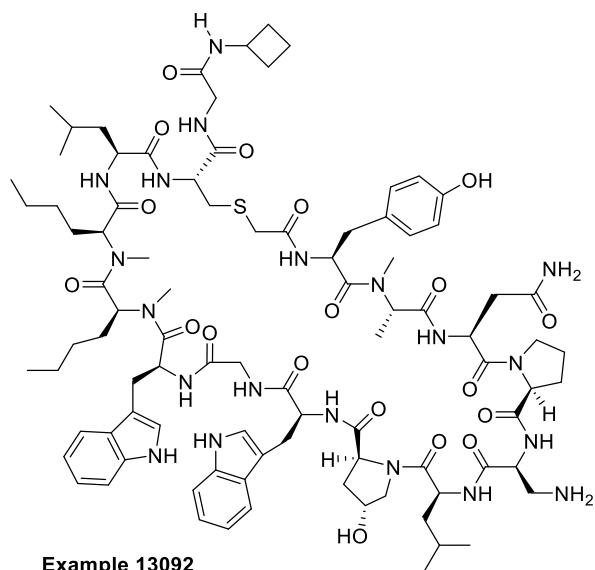
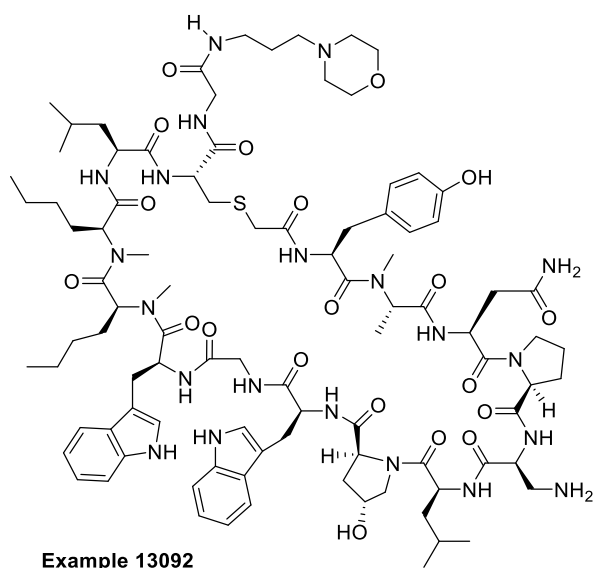
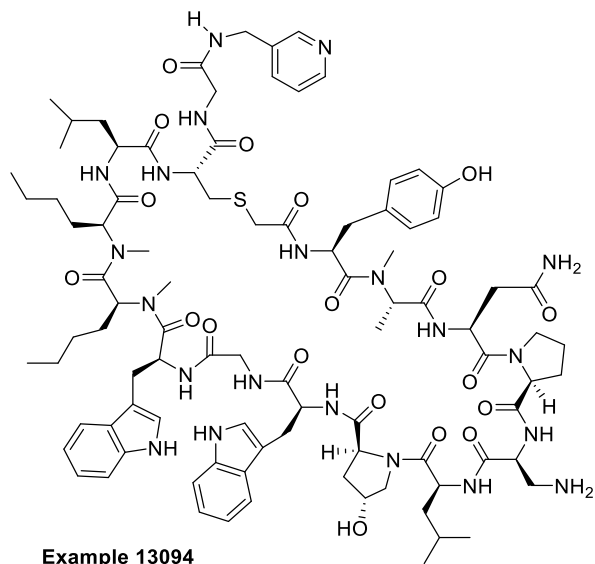
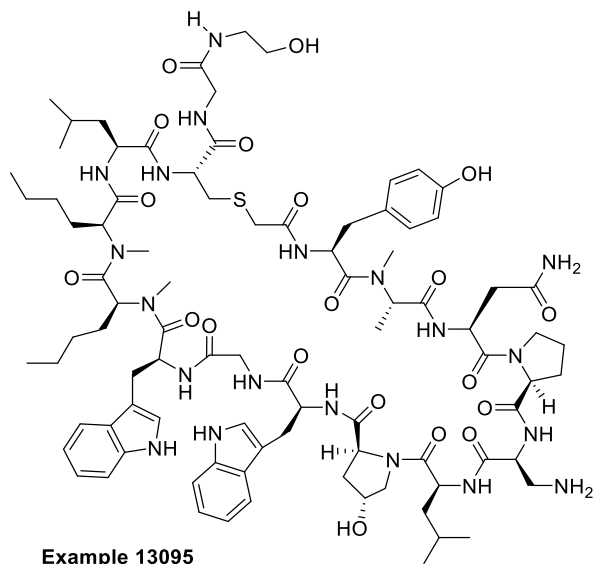
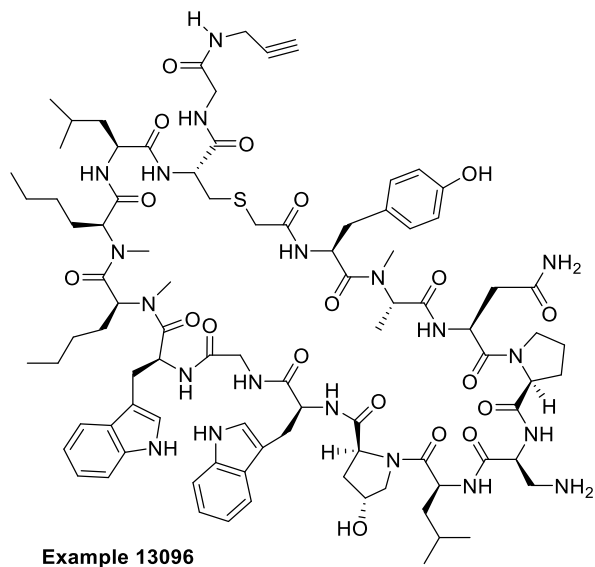
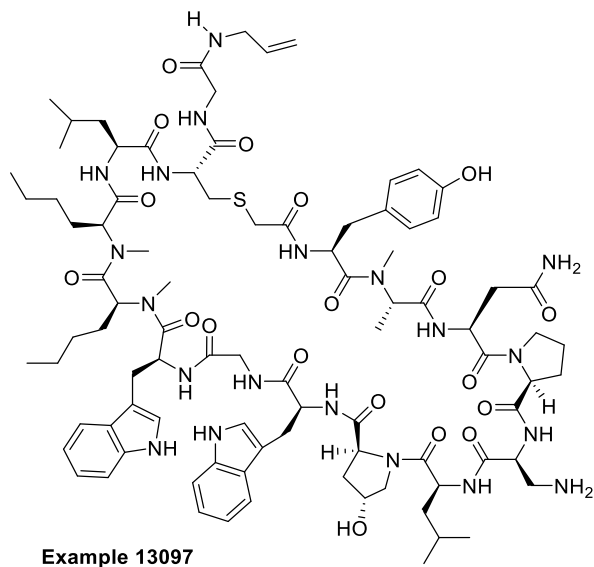
wherein said ring is optionally substituted with one hydroxy group.

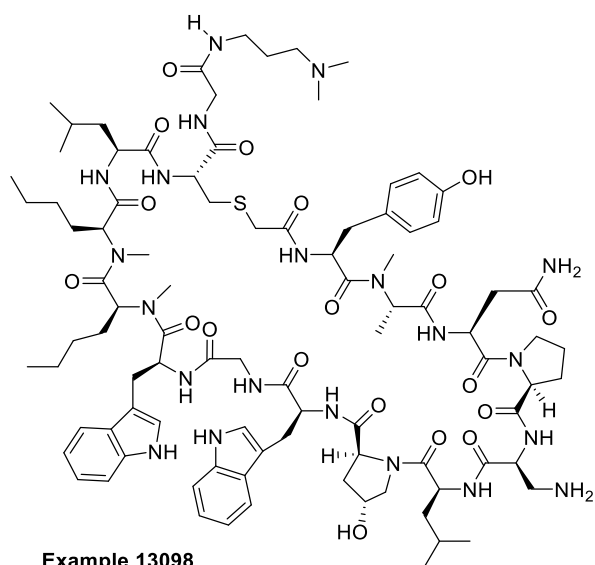
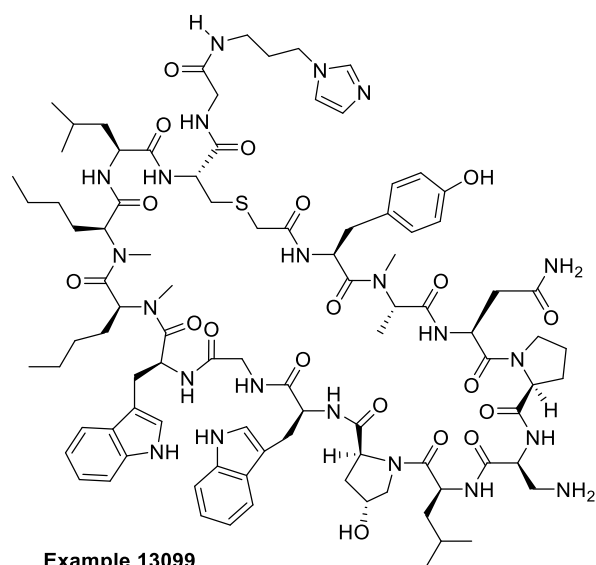
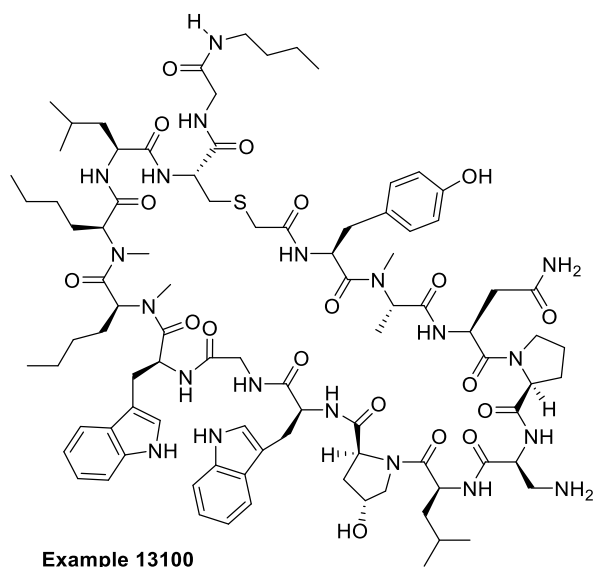
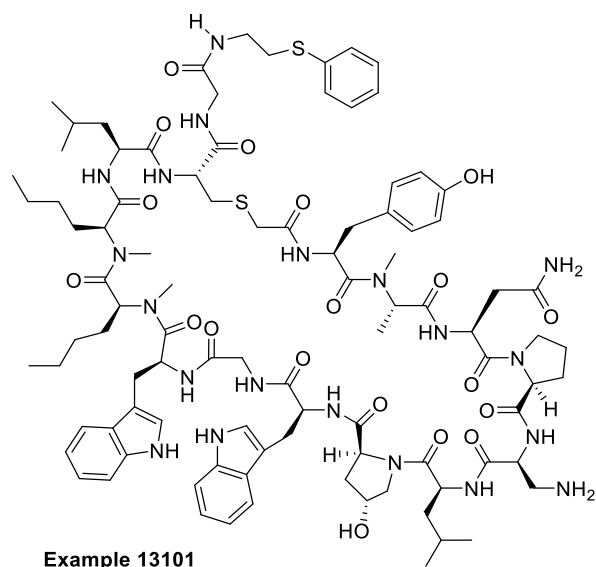
2. A compound selected from:

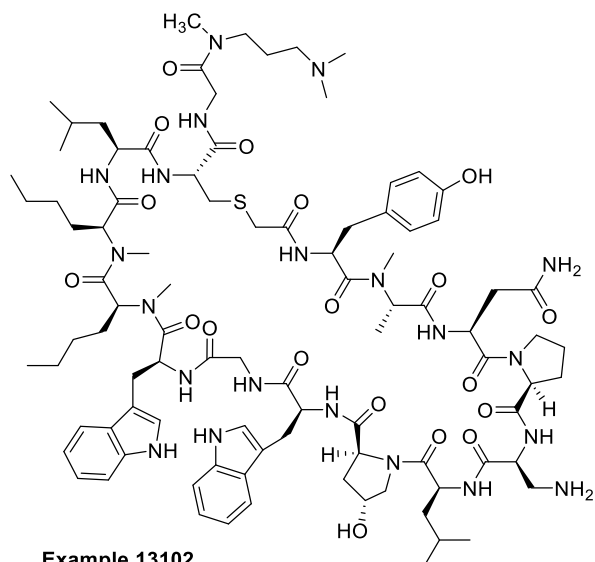




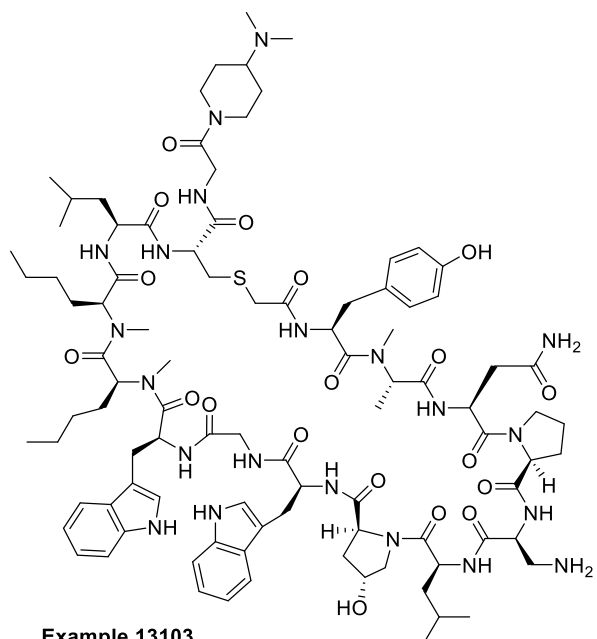




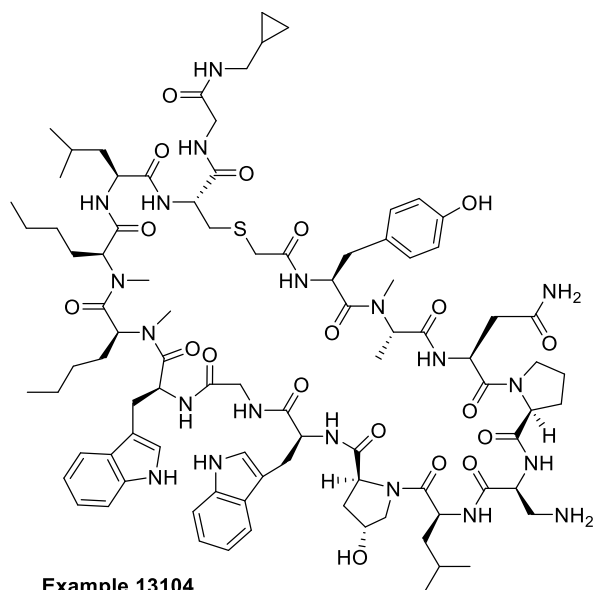




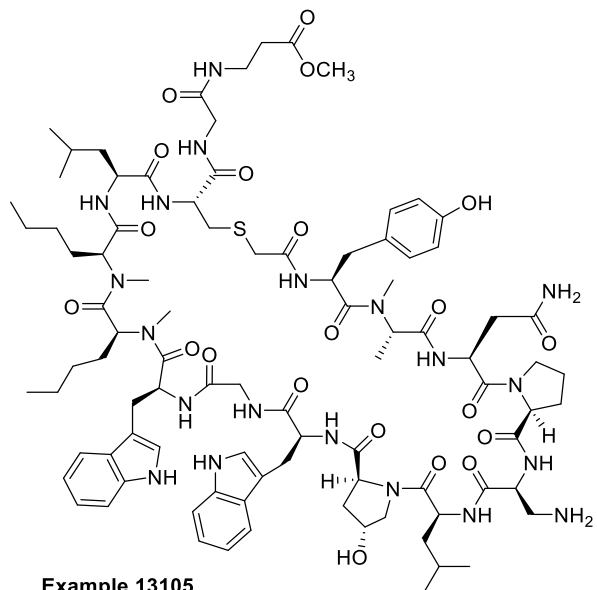
**Example 13102**



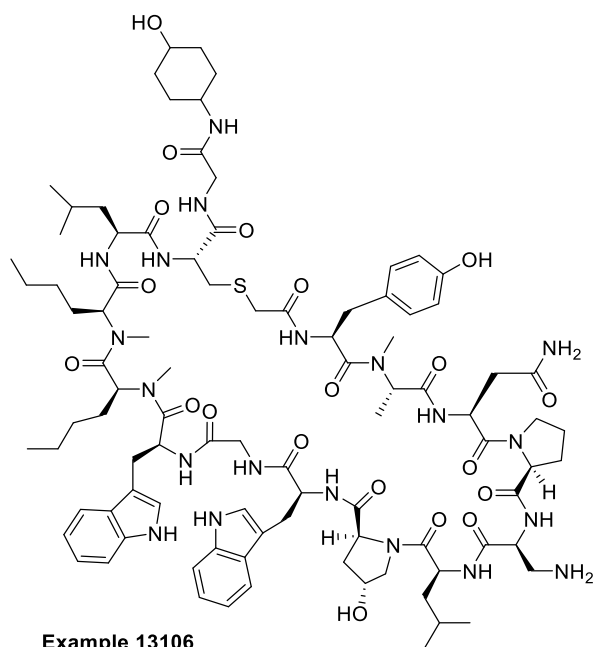
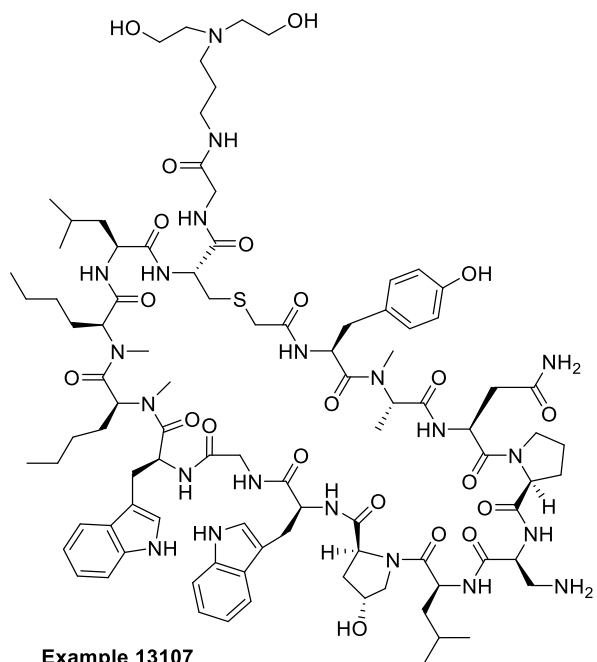
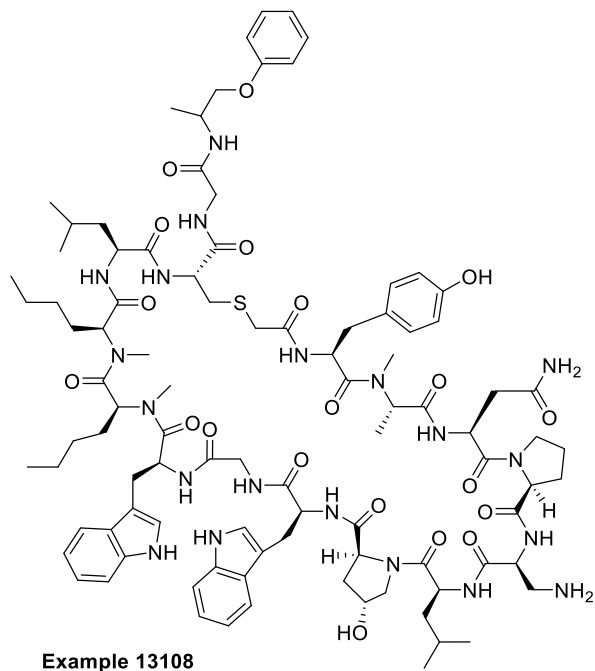
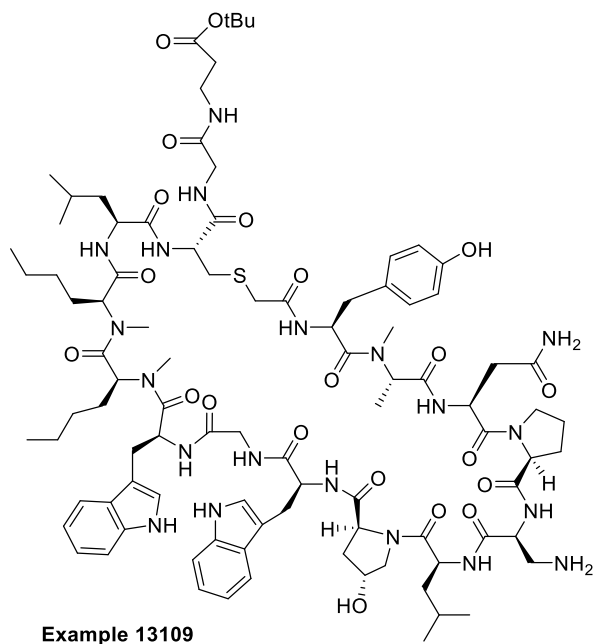
**Example 13103**

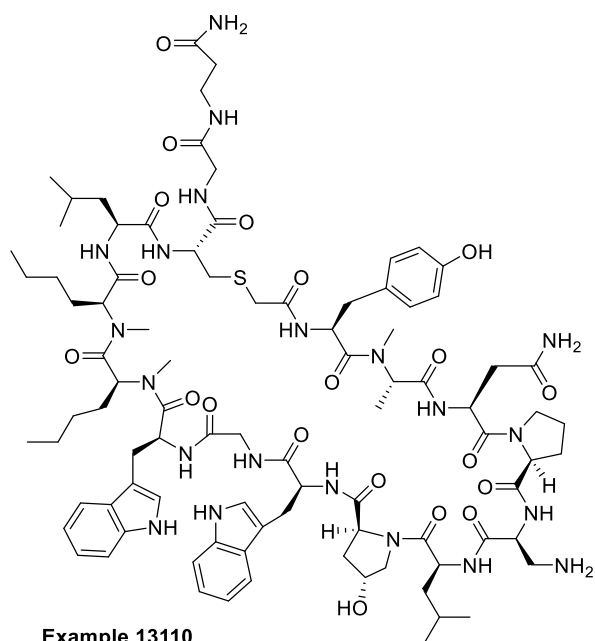


**Example 13104**

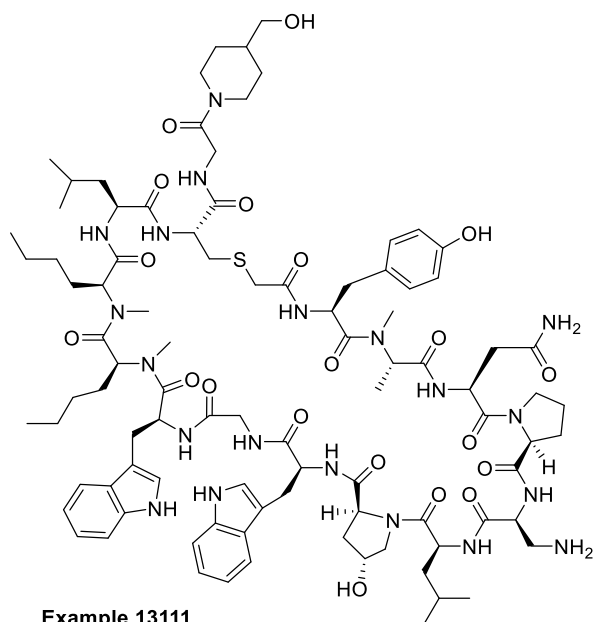


**Example 13105**

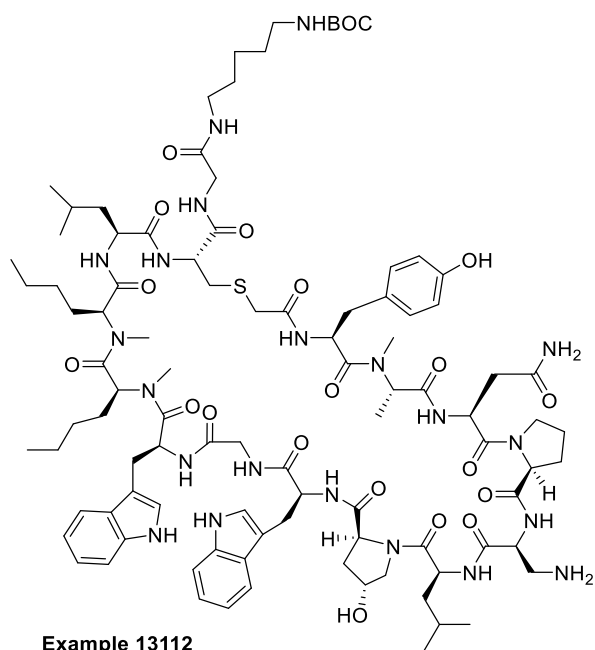




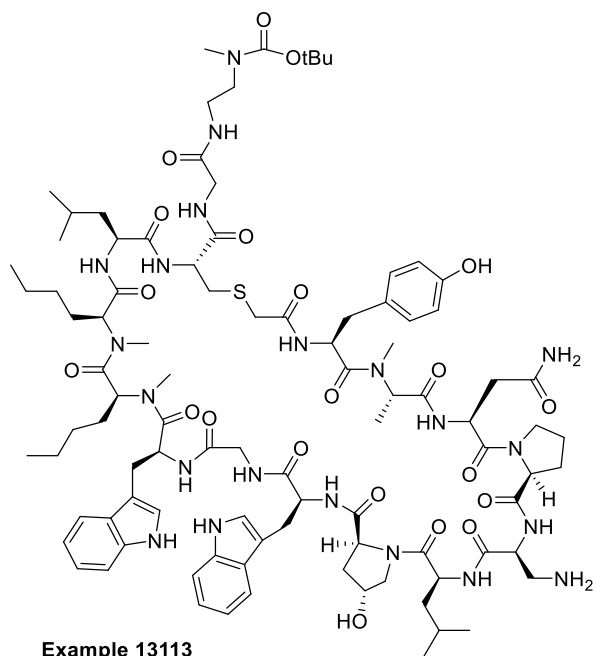
**Example 13110**



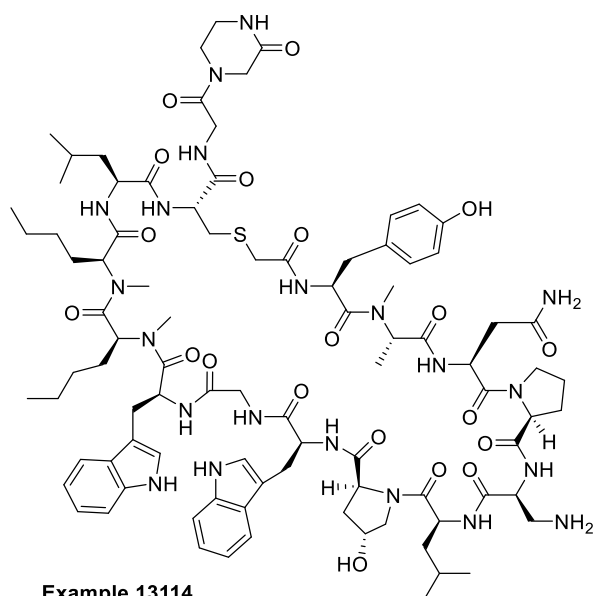
**Example 13111**



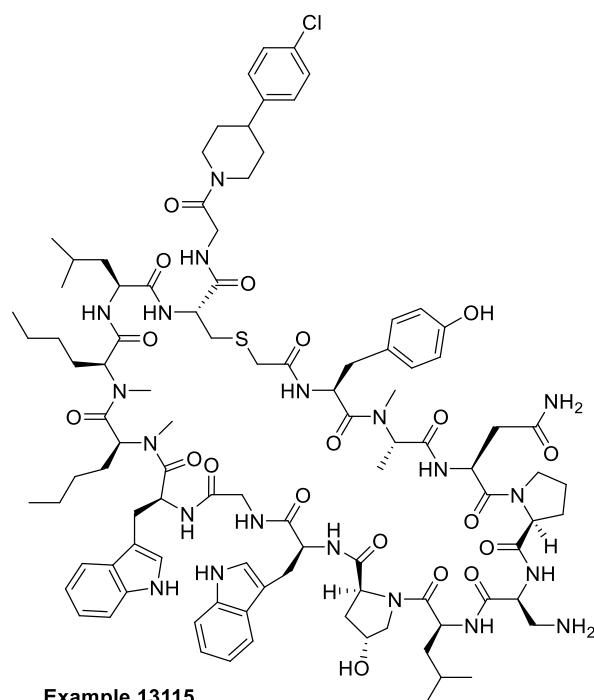
**Example 13112**



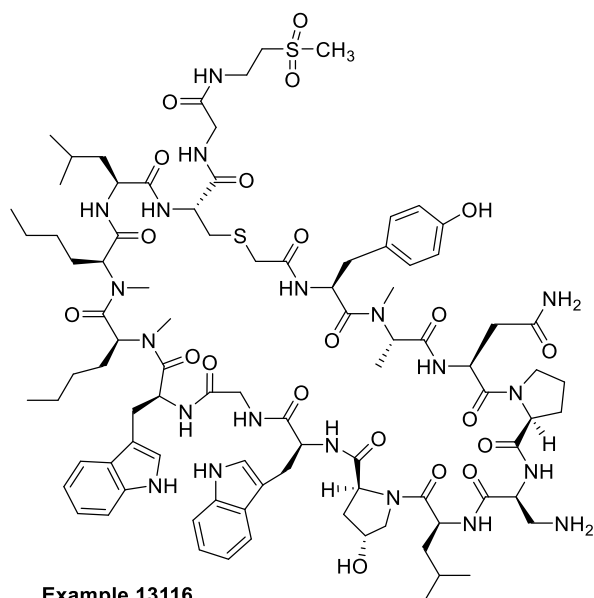
**Example 13113**



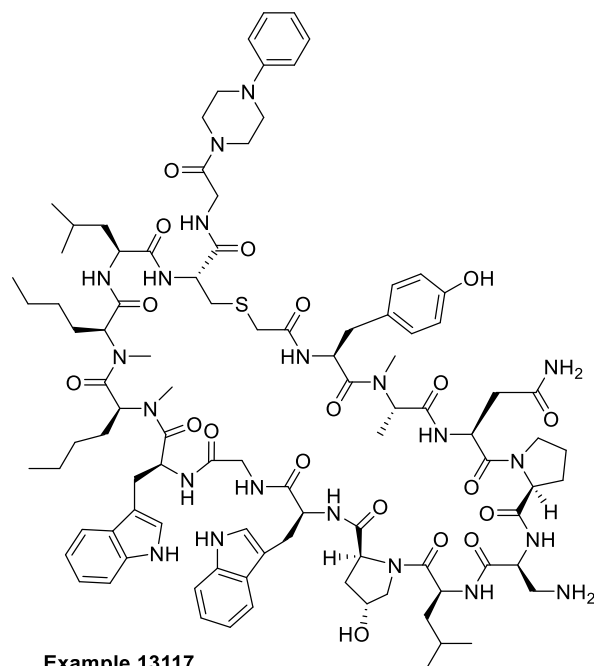
Example 13114



Example 13115

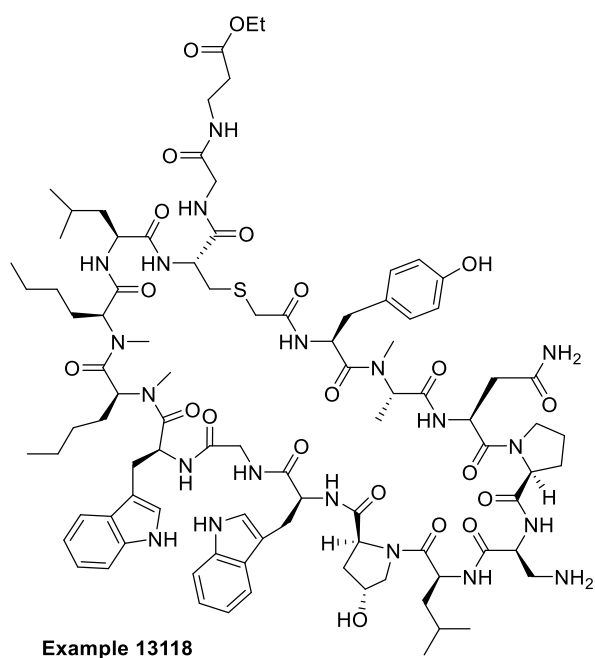


Example 13116



Example 13117

, and



**Example 13118**

; or a pharmaceutically acceptable salt thereof.