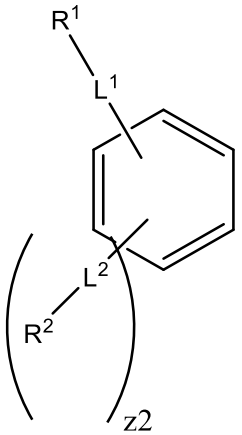
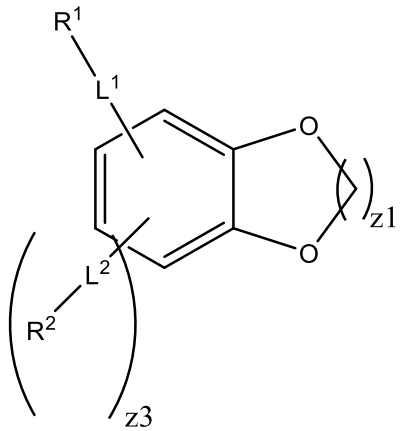
CLAIMS

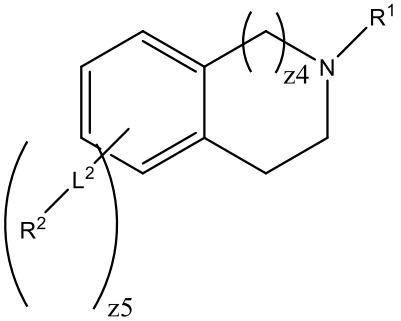
1. A compound having the formula:



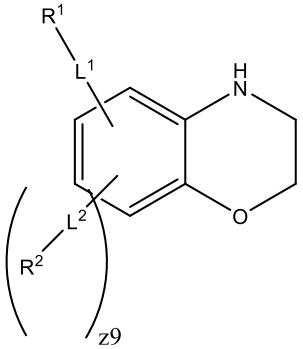
(IA),



(IIA),



(IIIA), or



(IVA);

or a pharmaceutically acceptable salt thereof, wherein:

R^2 is independently halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-NO_2$, -SH, $-SO_3H$, $-SO_4H$, $-SO_2NH_2$, $–NHNH_2$, $–ONH_2$, $–NHC(O)NHNH_2$, $–NHC(O)NH_2$, $-NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, $-N_3$, $-SF_5$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^2 is independently a bond, $-S(O)_2-$, $-N(R^{102})-$, -O-, -S-, -C(O)-, $-C(O)N(R^{102})-$, $-N(R^{102})C(O)-$, $-N(R^{102})C(O)NH-$, $-NHC(O)N(R^{102})-$, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

R^{102} is independently hydrogen, oxo, halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-NO_2$, -SH, $-SO_3H$, $-SO_4H$, $-SO_2NH_2$, $-NHNH_2$, $-ONH_2$, $-NHC(O)NHNH_2$, $-NHC(O)NH_2$, $-NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, $-N_3$, $-SF_5$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^1 is a bond, $-S(O)_2-$, $-N(R^{101})-$, -O-, -S-, -C(O)-, $-C(O)N(R^{101})-$, $-N(R^{101})C(O)-$, $-N(R^{101})C(O)NH-$, $-NHC(O)N(R^{101})-$, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

R^{101} is independently hydrogen, oxo, halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, - CH_2Cl, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-NO_2$, -SH, $-SO_3H$, $-SO_4H$, $-SO_2NH_2$, $-NHNH_2$, $-ONH_2$, $-NHC(O)NHNH_2$, $-NHC(O)NH_2$, $-NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$,$-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, $-N_3$, $-SF_5$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^1 is an electrophilic moiety;

z1 is 1 or 2;

z2 is 0 to 5;

z3 is 0 to 3;

z4 is 0 or 1; and

z5 and z9 are each independently an integer from 0 to 4.

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

R^2 is independently halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, -CN, -OH, $-NH_2$, -COOH, substituted or unsubstituted alkyl, or substituted or unsubstituted heteroalkyl;

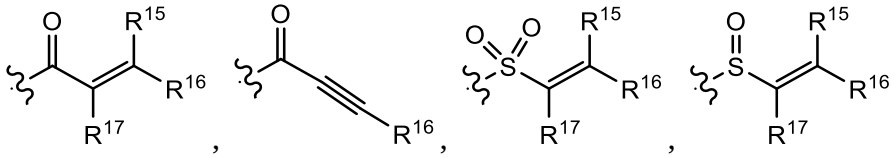
L^2 is independently a bond, $-N(R^{102})-$, -C(O)-, substituted or unsubstituted alkylene, or substituted or unsubstituted heteroalkylene;

R^{102} is independently hydrogen or unsubstituted alkyl;

L^1 is a bond, -N(R^{101})-, -O-, -C(O)-, -C(O)N(R^{101})-, -N(R^{101})C(O)-, -N(R^{101})C(O)NH-, or -NHC(O)N(R^{101})-;

R^{101} is independently hydrogen, -OH, -NH_2, -COOH, -$CONH_2$, substituted or unsubstituted alkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^1 is:



;

R^{15}, R^{16}, and R^{17} are independently hydrogen, halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -CN, -OH, -NH_2, -COOH, -$CONH_2$, -NO_2, -SH, -SO_3H, -SO_4H, -SO_2NH_2, –$NHNH_2$, –ONH_2, –NHC(O)$NHNH_2$, –NHC(O)NH_2, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$, -$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; and

X^{17} is halogen.

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

R^2 is independently halogen, -CF_3, unsubstituted C_1-C_3 alkyl, or unsubstituted 2 to 3 membered heteroalkyl;

L^2 is independently a bond;

L^1 is -N(R^{101})-; and

R^{101} is independently hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl.

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

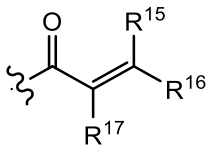
R^2 is independently -Cl, -Br, -F, $-CF_3$, $-CH_3$, $-OCH_3$, or $-OCH_2CH_3$;

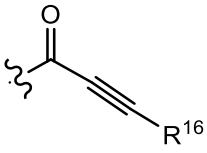
L^2 is independently a bond;

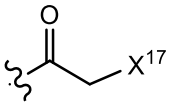
L^1 is $-N(R^{101})-$;

R^{101} is independently hydrogen, substituted or unsubstituted C_1-C_6 alkyl, substituted or unsubstituted C_6-C_{10} aryl, or substituted or unsubstituted 5 to 10 membered heteroaryl;

R^1 is:



,


, or


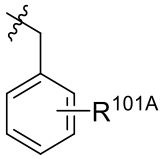
;

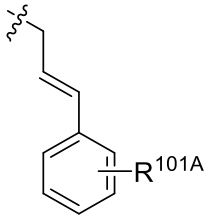
R^{15}, R^{16}, and R^{17} are independently hydrogen; and

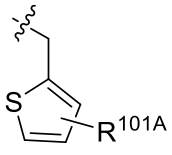
X^{17} is halogen.

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

L^1 is $-N(R^{101})-$;

R^{101} is independently hydrogen, $-CH_2CH_2CN$, 

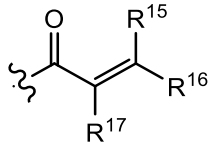
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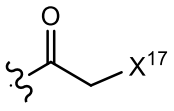
, or 

;

R^{101A} is independently hydrogen, halogen, -OH, $-NH_2$, -COOH, $-CONH_2$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^1 is:



or 

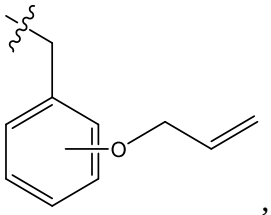
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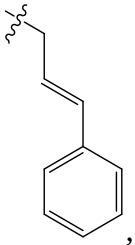
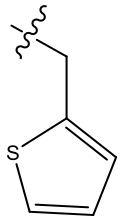
R^{15}, R^{16}, and R^{17} are independently hydrogen; and

X^{17} is halogen.

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

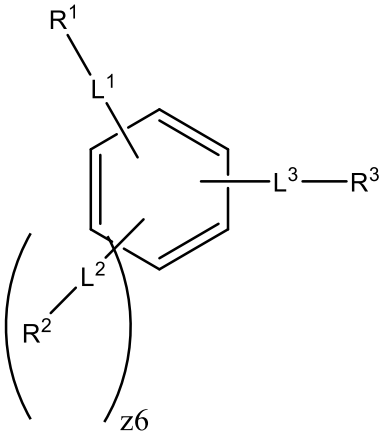
L^1 is -N(R^{101})-; and

R^{101} is independently hydrogen, -CH_2CH_2CN, 

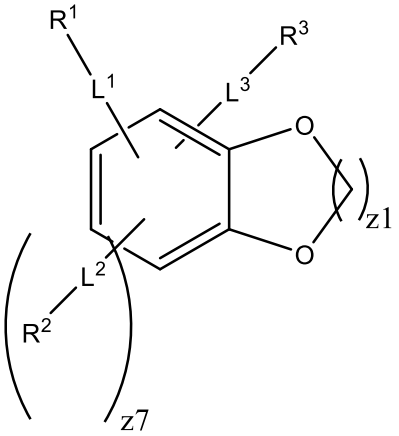
, , 

or .

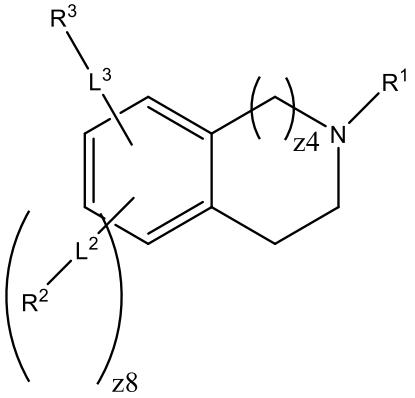
7. A compound having the formula:



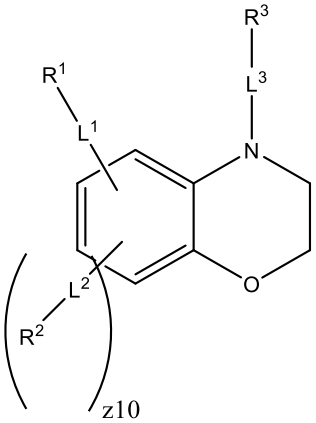
(IB),



(IIB),



(IIIB), or



(IVB);

or a pharmaceutically acceptable salt thereof, wherein:

R^2 is independently halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-NO_2$, -SH, $-SO_3H$, $-SO_4H$, $-SO_2NH_2$, $–NHNH_2$, $–ONH_2$, $–NHC(O)NHNH_2$, $–NHC(O)NH_2$, $-NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, $-N_3$, $-SF_5$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^2 is independently a bond, $-S(O)_2-$, $-N(R^{102})-$, -O-, -S-, -C(O)-, $-C(O)N(R^{102})-$, $-N(R^{102})C(O)-$, $-N(R^{102})C(O)NH-$, $-NHC(O)N(R^{102})-$, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

R^{102} is independently hydrogen, oxo, halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-NO_2$, -SH, $-SO_3H$, $-SO_4H$, $-SO_2NH_2$, $-NHNH_2$, $-ONH_2$, $-NHC(O)NHNH_2$,

-NHC(O)NH_2, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$,-$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^1 is a bond, -$S(O)_2$-, -$N(R^{101})$-, -O-, -S-, -C(O)-, -C(O)$N(R^{101})$-, -$N(R^{101})$C(O)-, -$N(R^{101})$C(O)NH-, -NHC(O)$N(R^{101})$-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

R^{101} is independently hydrogen, oxo, halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -CN, -OH, -NH_2, -COOH, -$CONH_2$, -NO_2, -SH, -SO_3H, -SO_4H, -SO_2NH_2, -$NHNH_2$, -ONH_2, -NHC(O)$NHNH_2$, -NHC(O)NH_2, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$,-$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^1 is an electrophilic moiety;

L^3 is a bond, -$S(O)_2$-, -$N(R^{103})$-, -O-, -S-, -C(O)-, -C(O)$N(R^{103})$-, -$N(R^{103})$C(O)-, -$N(R^{103})$C(O)NH-, -NHC(O)$N(R^{103})$-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, substituted or unsubstituted heteroarylene, or $–L^{3A}$-L^{3B}-L^{3C}-;

R^{103} is independently hydrogen, halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -CN, -OH, -NH_2, -COOH, -$CONH_2$, -NO_2, -SH, -SO_3H, -SO_4H, -SO_2NH_2, -$NHNH_2$, -ONH_2, -NHC(O)$NHNH_2$, -NHC(O)NH_2, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$,-$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^{3A} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene,

substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

L^{3B} is a bond, $-S(O)_2-$, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

L^{3C} is a bond, $-S(O)_2-$, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

R^3 is a target protein binding moiety;

z1 is 1 or 2;

z4 is 0 or 1;

z6 is 0 to 4;

z7 is 0 to 2; and

z8 and z10 are each independently an integer from 0 to 3.

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

R^2 is independently halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, -CN, -OH, $-NH_2$, -COOH, substituted or unsubstituted alkyl, or substituted or unsubstituted heteroalkyl;

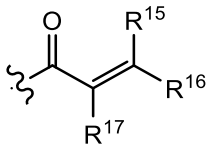
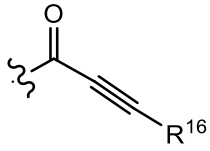
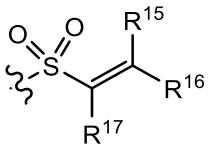
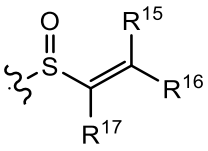
L^2 is independently a bond, $-N(R^{102})-$, -C(O)-, substituted or unsubstituted alkylene, or substituted or unsubstituted heteroalkylene;

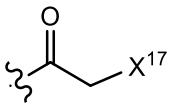
R^{102} is independently hydrogen or unsubstituted alkyl;

L^1 is a bond, $-N(R^{101})-$, -O-, -C(O)-, $-C(O)N(R^{101})-$, $-N(R^{101})C(O)-$, $-N(R^{101})C(O)NH-$, or $-NHC(O)N(R^{101})-$;

R^{101} is independently hydrogen, -OH, $-NH_2$, -COOH, $-CONH_2$, substituted or unsubstituted alkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^1 is:





, , , , or


;

R^{15}, R^{16}, and R^{17} are independently hydrogen, halogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-NO_2$, -SH, $-SO_3H$, $-SO_4H$, $-SO_2NH_2$, $–NHNH_2$, $–ONH_2$, $–NHC(O)NHNH_2$, $–NHC(O)NH_2$, $-NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, $-N_3$, $-SF_5$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

X^{17} is halogen;

L^3 is a bond, $-N(R^{103})-$, -O-, -S-, -C(O)-, substituted or unsubstituted alkylene, or substituted or unsubstituted heteroalkylene;

R^{103} is independently hydrogen, -OH, or substituted or unsubstituted alkyl; and

R^3 is a target protein binding moiety.

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

R^2 is independently halogen, $-CF_3$, unsubstituted C_1-C_3 alkyl or unsubstituted 2 to 3 membered heteroalkyl;

L^2 is independently a bond;

L^1 is $-N(R^{101})-$;

R^{101} is independently hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^3 is a bond, substituted or unsubstituted C_1-C_6 alkylene, or substituted or unsubstituted 2 to 6 membered heteroalkylene; and

R^3 is a target protein binding moiety.

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

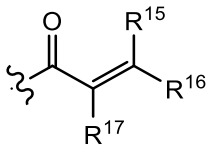
R^2 is independently -Cl, -Br, -F, $-CF_3$, $-CH_3$, $-OCH_3$, or $-OCH_2CH_3$;

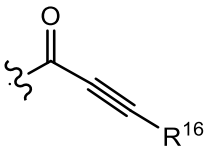
L^2 is independently a bond;

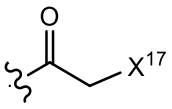
L^1 is $-N(R^{101})-$;

R^{101} is independently hydrogen, substituted or unsubstituted C_1-C_6 alkyl, substituted or unsubstituted C_6-C_{10} aryl, or substituted or unsubstituted 5 to 10 membered heteroaryl;

R^1 is:



,


, or


;

R^{15}, R^{16}, and R^{17} are independently hydrogen;

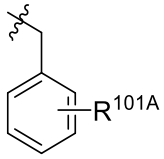
X^{17} is halogen;

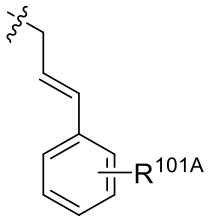
L^3 is a bond or substituted or unsubstituted 2 to 6 membered heteroalkylene; and

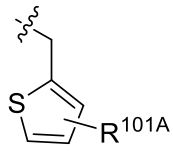
R^3 is a target protein binding moiety.

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

L^1 is $-N(R^{101})-$;

R^{101} is independently hydrogen, $-CH_2CH_2CN$, 

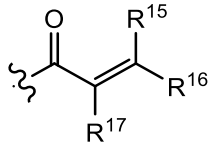
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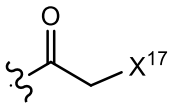
, 

or ;

R^{101A} is independently hydrogen, halogen, -OH, $-NH_2$, -COOH, $-CONH_2$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^1 is:



or 

;

R^{15}, R^{16}, and R^{17} are independently hydrogen;

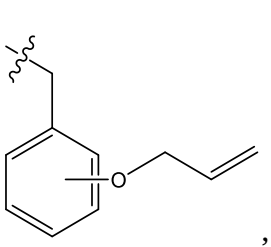
X^{17} is halogen;

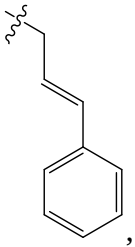
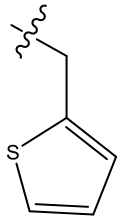
L^3 is a bond or substituted or unsubstituted 2 to 6 membered heteroalkylene; and

R^3 is a target protein binding moiety.

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

L^1 is $-N(R^{101})-$;

R^{101} is independently hydrogen, $-CH_2CH_2CN$, 

, 
, 

or ;

L^3 is a bond or substituted or unsubstituted 2 to 6 membered heteroalkylene; and

R^3 is a target protein binding moiety.

13. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is a Brd4 binding moiety.

14. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is a K-ras binding moiety.

15. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is a Bruton's tyrosine kinase (BTK) binding moiety.

16. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is an androgen receptor (AR) binding moiety.

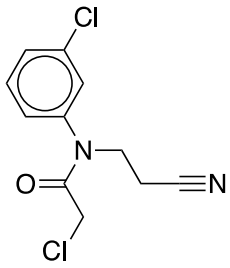
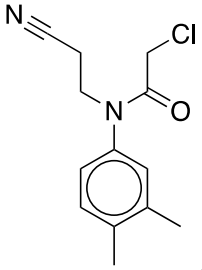
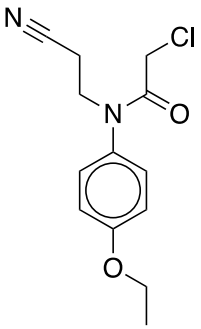
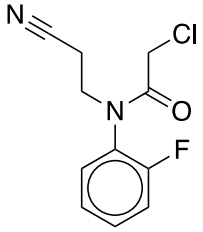
17. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is a MYC protein binding moiety.

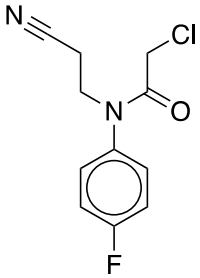
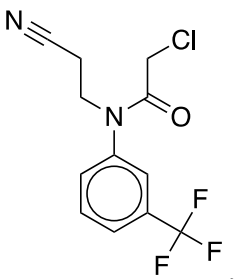
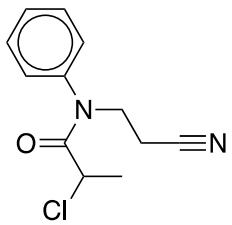
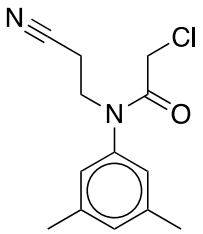
18. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is an N-MYC protein binding moiety.

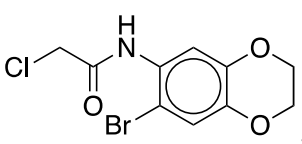
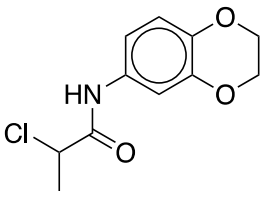
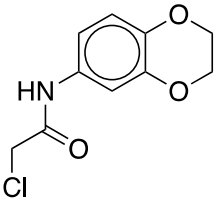
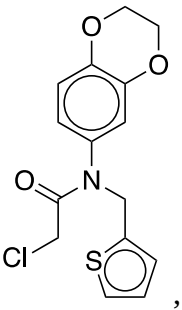
19. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is a beta-catenin protein binding moiety.

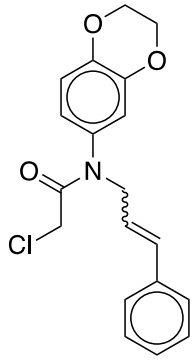
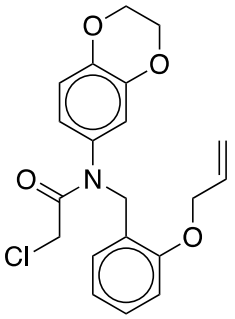
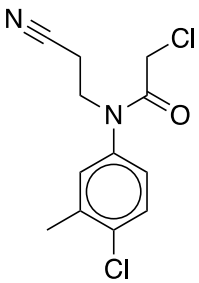
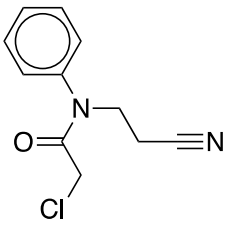
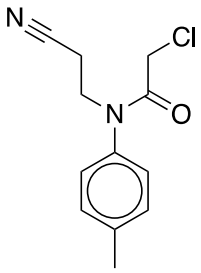
20. The compound of claim 7, or a pharmaceutically acceptable salt thereof, wherein R^3 is a huntingtin (HTT) protein binding moiety.

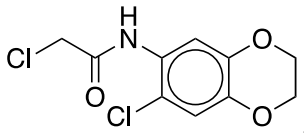
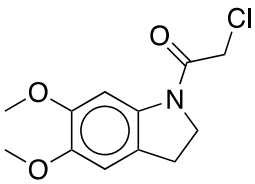
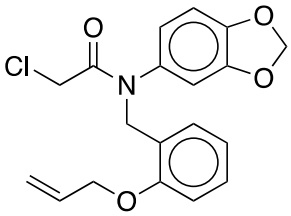
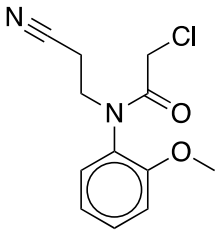
21. A compound selected from a group consisting of:

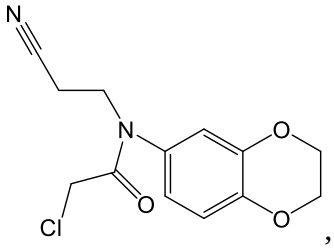
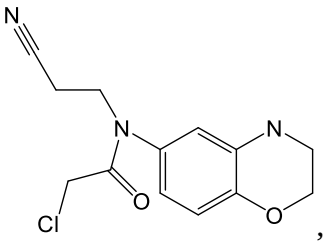
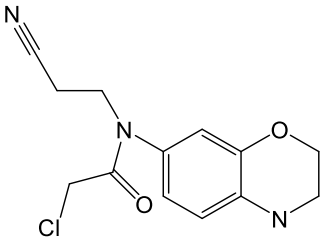




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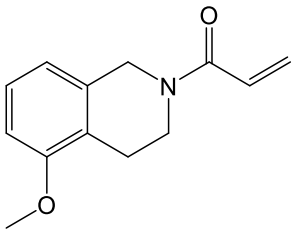
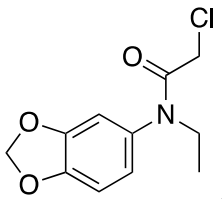
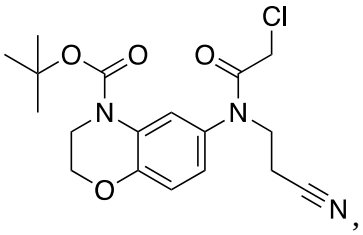




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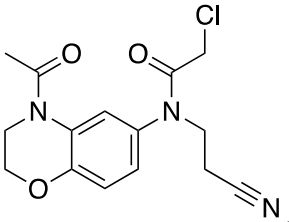
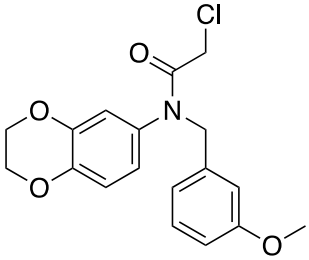
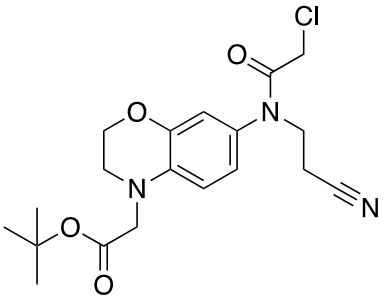




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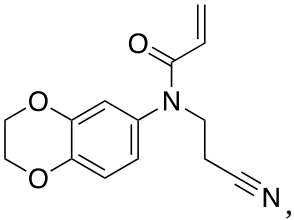
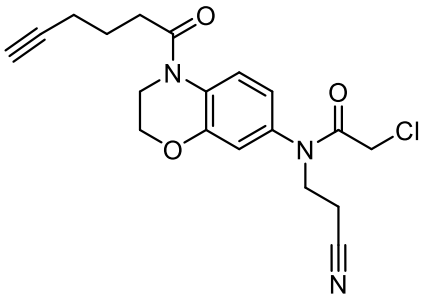
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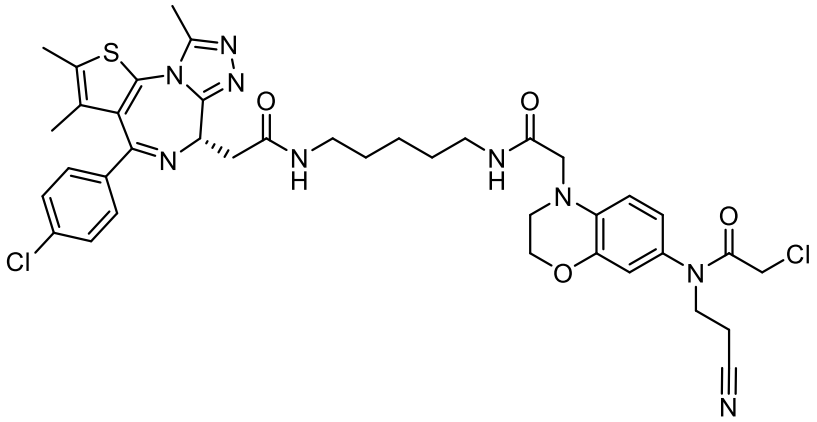
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, and , or a pharmaceutically acceptable salt thereof.

22. A compound having the formula:


, or a pharmaceutically acceptable salt thereof.

23. A pharmaceutical composition comprising the compound of any one of claims 1 to 22 and a pharmaceutically acceptable excipient.

24. FEM1B Cys 186 covalent inhibitor for use in therapy.

25. Use of FEM1B Cys 186 covalent inhibitor in the manufacture of a medicament for the treatment of a disease, wherein the disease is cancer, obesity, Huntington’s disease or diabetes.

26. The use of claim 25, wherein the cancer is a metastatic lung cancer, neuroblastoma, colon cancer, or renal cancer.

27. The use of claim 26, wherein the renal cancer is a KEAP1 mutated renal cancer.

28. The use of claim 25, wherein the diabetes is a type-II diabetes.

29. A compound for use in therapy having the structure: FCIM-L^3-R^3, wherein

FCIM is a FEM1B Cys 186 covalent inhibitor moiety,

R^3 is a target protein binding moiety;

L^3 is a bond, -$S(O)_2$-, -$N(R^{103})$-, -O-, -S-, -C(O)-, -$C(O)N(R^{103})$-, -$N(R^{103})C(O)$-, -$N(R^{103})C(O)NH$-, -$NHC(O)N(R^{103})$-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, substituted or unsubstituted heteroarylene, or –L^{3A}-L^{3B}-L^{3C}-;

R^{103} is independently hydrogen, halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -CN, -OH, -NH_2, -COOH, -$CONH_2$, -NO_2, -SH, -SO_3H, -SO_4H, -SO_2NH_2, -$NHNH_2$, -ONH_2, -$NHC(O)NHNH_2$, -$NHC(O)NH_2$, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$,-$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^{3A} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

L^{3B} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene; and

L^{3C} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene.

30. Use of a compound in the manufacture of a medicament for the treatment of a disease, wherein the disease is cancer, neurodegenerative disease, mitochondrial disease, and diabetes, having the structure: FCIM-L^3-R^3, wherein

FCIM is a FEM1B Cys 186 covalent inhibitor moiety,

R^3 is a target protein binding moiety;

L^3 is a bond, -$S(O)_2$-, -$N(R^{103})$-, -O-, -S-, -C(O)-, -$C(O)N(R^{103})$-, -$N(R^{103})C(O)$-, -$N(R^{103})C(O)NH$-, -$NHC(O)N(R^{103})$-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, substituted or unsubstituted heteroarylene, or –L^{3A}-L^{3B}-L^{3C}-;

R^{103} is independently hydrogen, halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -CN, -OH, -NH_2, -COOH, -$CONH_2$, -NO_2, -SH, -SO_3H, -SO_4H, -SO_2NH_2, -$NHNH_2$, -ONH_2, -$NHC(O)NHNH_2$, -$NHC(O)NH_2$, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$,-$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^{3A} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

L^{3B} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene; and

L^{3C} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene.

31. The use of claim 30, wherein the cancer is a leukemia or prostate cancer.

32. The use of claim 31, wherein the prostate cancer is a castration-resistant prostate cancer.

33. A FEM1B protein comprising an amino acid corresponding to Cys 186, wherein said amino acid corresponding to Cys 186 is covalently bound to a (i) FEM1B Cys 186 covalent inhibitor; or (ii) a compound having the structure: FCIM-L^3-R^3, wherein

FCIM is a FEM1B Cys 186 covalent inhibitor moiety,

R^3 is a target protein binding moiety;

L^3 is a bond, -$S(O)_2$-, -$N(R^{103})$-, -O-, -S-, -C(O)-, -$C(O)N(R^{103})$-, -$N(R^{103})C(O)$-, -$N(R^{103})C(O)NH$-, -$NHC(O)N(R^{103})$-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, substituted or unsubstituted heteroarylene, or –L^{3A}-L^{3B}-L^{3C}-;

R^{103} is independently hydrogen, halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -CN, -OH, -NH_2, -COOH, -$CONH_2$, -NO_2, -SH, -SO_3H, -SO_4H, -SO_2NH_2, -$NHNH_2$, -ONH_2, -$NHC(O)NHNH_2$, -$NHC(O)NH_2$, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$,-$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -N_3, -SF_5, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

L^{3A} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

L^{3B} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene;

L^{3C} is a bond, -$S(O)_2$-, -NH-, -O-, -S-, -C(O)-, -C(O)NH-, -NHC(O)-, -NHC(O)NH-, -NHC(O)NH-, -C(O)O-, -OC(O)-, substituted or unsubstituted alkylene, substituted or unsubstituted heteroalkylene, substituted or unsubstituted cycloalkylene, substituted or unsubstituted heterocycloalkylene, substituted or unsubstituted arylene, or substituted or unsubstituted heteroarylene; and

wherein the FCIM is covalently bound to said Cys 186.