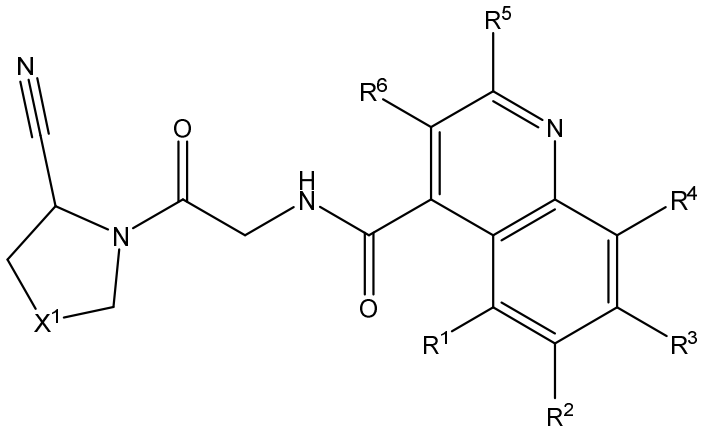
What is claimed is:

1. A compound having the structure of Formula (I):



(I),

or a pharmaceutically acceptable salt thereof, wherein:

X^1 is selected from the group consisting of -S-, -S(O)-, and -$S(O)_2$-;

R^1 is selected from the group consisting of hydrogen, halogen, hydroxy, C_{1-3}-alkyl, and C_{1-6}-alkoxy;

R^2 is selected from the group consisting of:

(a) heterocyclyl containing a total of 5 to 10 ring atoms, wherein the heterocyclyl ring: (i) is a saturated, partially saturated, or completely unsaturated monocyclic or fused bicyclic ring, (ii) has (a) one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon, or (b) one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen;

(~~a~~b) heterocyclyl containing a total of 4 to 10 ring atoms, wherein the heterocyclyl ring: (i) is a saturated, partially saturated, or completely unsaturated monocyclic or fused bicyclic ring, (ii) has one, two, or three nitrogen ring atoms with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-

C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkyl, azetidinyl, pyrrolidinyl, piperidinyl, morpholinyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein: (a) the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkyl, azetidinyl, pyrrolidinyl, piperidinyl, morpholinyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen, and (b) the C_{1-6}-alkyl may be further substituted with one or more hydroxy; and

~~(b) heterocyclyl containing a total of 5 to 10 ring atoms, wherein the heterocyclyl ring: (i) is a saturated, partially saturated, or completely unsaturated monocyclic or fused bicyclic ring, (ii) has (a) one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon, or (b) one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen; and~~

(c) spiro heterocyclyl containing a total of 6 to 11 ring atoms, wherein the spiro heterocyclyl: (i) comprises two saturated rings, (ii) has: (a) one or two nitrogen ring atoms with the remaining ring atoms being carbon, (b) one or two nitrogen ring atoms and one or two oxygen ring atoms with the remaining ring atoms being carbon, or (c) one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, oxo, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl;

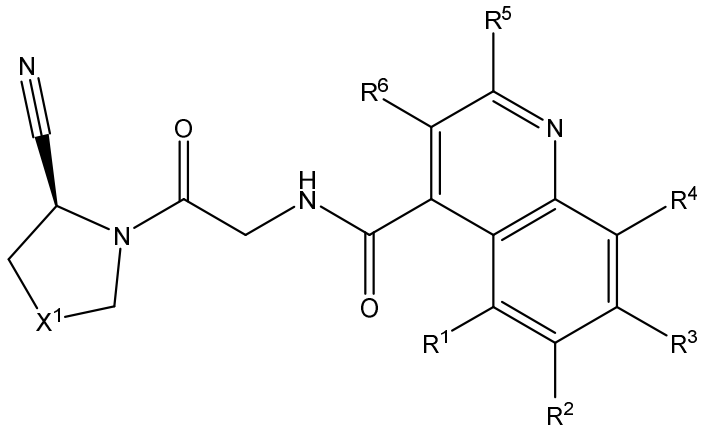
R^3 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl;

R^4 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl;

R^5 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl; and

R^6 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl.

2. The compound of claim 1, or a pharmaceutically acceptable salt thereof, which is~~erein the~~ a compound having~~s~~ the structure of Formula (II):



(II),

or a pharmaceutically acceptable salt thereof, wherein X^1, R^1, R^2, R^3, R^4, R^5, and R^6 are as defined in claim 1.

3. The compound of claim 1 or 2, or a pharmaceutically acceptable salt thereof, wherein X^1 is -S-.~~4. The compound of claim 1 or 2, or a pharmaceutically acceptable salt thereof, wherein X^1 is -S(O)-.~~

~~5. The compound of claim 1 or 2, or a pharmaceutically acceptable salt thereof, wherein X^1 is -S(O)$_2$-.~~

~~6. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein R^1 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl.~~

~~7. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein R^1 is selected from the group consisting of hydrogen, chloro, fluoro, and methyl.~~

~~8. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein R^1 is hydrogen.~~

~~9. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein R^1 is chloro.~~

~~10. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein R^1 is fluoro.~~

11. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein R^1 is methyl.

12. The compound of any of claims 1 to 11, or a pharmaceutically acceptable salt thereof, wherein R^3 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl.

13. The compound of any of claims 1 to 11, or a pharmaceutically acceptable salt thereof, wherein R^3 is selected from the group consisting of hydrogen, chloro, fluoro, and methyl.

14. The compound of any of claims 1 to 11, or a pharmaceutically acceptable salt thereof, wherein R^3 is hydrogen.

15. The compound of any of claims 1 to 11, or a pharmaceutically acceptable salt thereof, wherein R^3 is chloro.

16. The compound of any of claims 1 to 11, or a pharmaceutically acceptable salt thereof, wherein R^3 is fluoro.

17. The compound of any of claims 1 to 11, or a pharmaceutically acceptable salt thereof, wherein R^3 is methyl.

18. The compound of any of claims 1 to 17, or a pharmaceutically acceptable salt thereof, wherein R^4 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl.

19. The compound of any of claims 1 to 17, or a pharmaceutically acceptable salt thereof, wherein R^4 is hydrogen.

20. The compound of any of claims 1 to 17, or a pharmaceutically acceptable salt thereof, wherein R^4 is chloro.

21. The compound of any of claims 1 to 17, or a pharmaceutically acceptable salt thereof, wherein R^4 is fluoro.

22. The compound of any of claims 1 to 17, or a pharmaceutically acceptable salt thereof, wherein R^4 is methyl.

23. The compound of any of claims 1 to 22, or a pharmaceutically acceptable salt thereof, wherein R^5 is selected from the group consisting of hydrogen, halogen, and C_{1-3}-alkyl.

24. The compound of any of claims 1 to 22, or a pharmaceutically acceptable salt thereof, wherein R^5 is selected from the group consisting of hydrogen, chloro, fluoro, and methyl.

25. The compound of any of claims 1 to 22, or a pharmaceutically acceptable salt thereof, wherein R^5 is hydrogen.

26. The compound of any of claims 1 to 22, or a pharmaceutically acceptable salt thereof, wherein R^5 is fluoro.

27. The compound of any of claims 1 to 22, or a pharmaceutically acceptable salt thereof, wherein R^5 is chloro.

28. The compound of any of claims 1 to 22, or a pharmaceutically acceptable salt thereof, wherein R^5 is methyl.

29. The compound of any of claims 1 to 28, or a pharmaceutically acceptable salt thereof, wherein R^6 is selected from the group consisting of hydrogen, halogen, and C_{1-3} alkyl.

30. The compound of any of claims 1 to 28, or a pharmaceutically acceptable salt thereof, wherein R^6 is selected from the group consisting of hydrogen, chloro, fluoro, and methyl.

31. The compound of any of claims 1 to 28, or a pharmaceutically acceptable salt thereof, wherein R^6 is hydrogen.

32. The compound of any of claims 1 to 28, or a pharmaceutically acceptable salt thereof, wherein R^6 is chloro.

33. The compound of any of claims 1 to 28, or a pharmaceutically acceptable salt thereof, wherein R^6 is fluoro.

34. The compound of any of claims 1 to 28, or a pharmaceutically acceptable salt thereof, wherein R^6 is methyl.

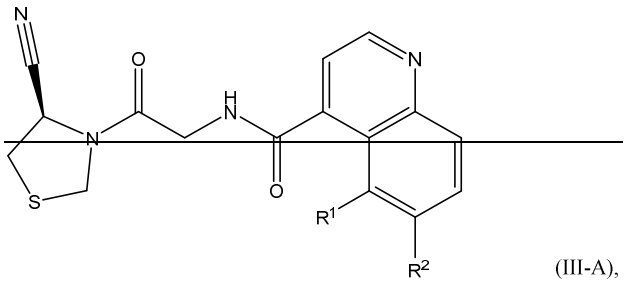
35. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of halogen and C_{1-3}-alkyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.

36. The compound of claim 35, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.

37. The compound of claim 35, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro and fluoro, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.

~~38. The compound of claim 35, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

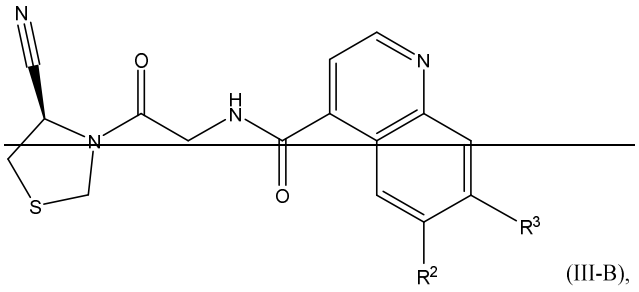
~~39. The compound of any of claims 35 to 38, or a pharmaceutically acceptable salt thereof, wherein the compound has the structure of Formula (III-A):~~



(III-A),

~~wherein R^1 and R^2 are as defined in claim 1.~~

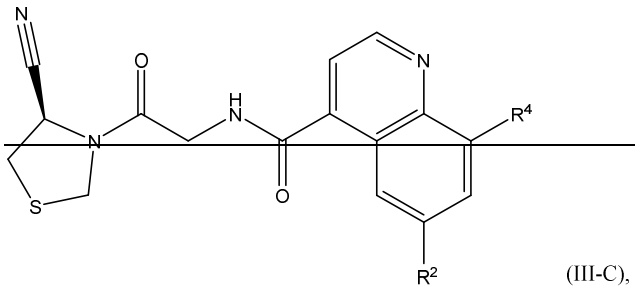
~~40. The compound of any of claims 35 to 38, or a pharmaceutically acceptable salt thereof, wherein the compound has the structure of Formula (III-B):~~



(III-B),

~~wherein R^2 and R^3 are as defined in claim 1.~~

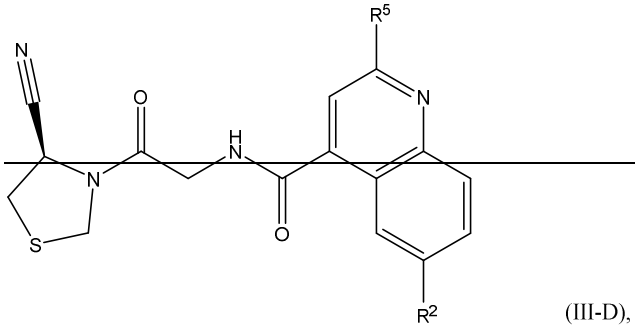
~~41. The compound of any of claims 35 to 38, or a pharmaceutically acceptable salt thereof, wherein the compound has the structure of Formula (III-C):~~



(III-C),

~~wherein R^2 and R^4 are as defined in claim 1.~~

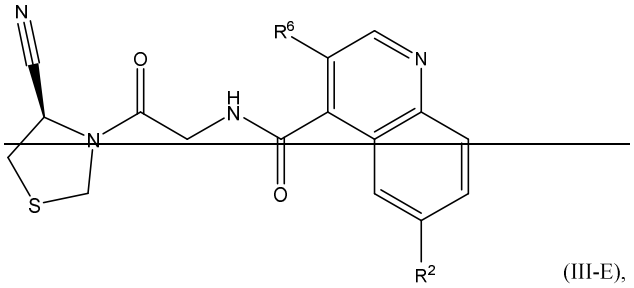
~~42. The compound of any of claims 35 to 38, or a pharmaceutically acceptable salt thereof, wherein the compound has the structure of Formula (III-D):~~



(III-D),

wherein R^2 and R^5 are as defined in claim 1.

43. The compound of any of any of claims 35 to 38, or a pharmaceutically acceptable salt thereof, wherein the compound has the structure of Formula (III-E):



(III-E),

wherein R^2 and R^6 are as defined in claim 1.

44. The compound of any of claims 1 to 5, or a pharmaceutically acceptable salt thereof, wherein at least two of the R^1, R^3, R^4, R^5, and R^6 substituents are independently selected from the group consisting of halogen and C_{1-3}-alkyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.

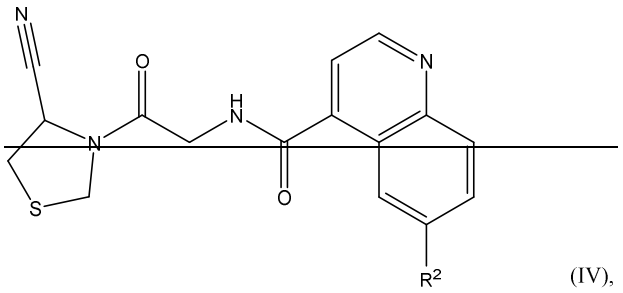
45. The compound of claim 44, or a pharmaceutically acceptable salt thereof, wherein two of the R^1, R^3, R^4, R^5, and R^6 substituents are independently selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.

46. The compound of claim 45, or a pharmaceutically acceptable salt thereof, wherein at least one of the R^1, R^3, R^4, R^5, and R^6 substituents is chloro.

47. The compound of claim 45, or a pharmaceutically acceptable salt thereof, wherein at least one of the R^1, R^3, R^4, R^5, and R^6 substituents is fluoro.

48. The compound of claim 45, or a pharmaceutically acceptable salt thereof, wherein at least one of the R^1, R^3, R^4, R^5, and R^6 substituents is methyl.

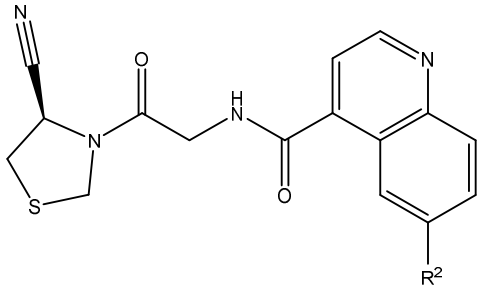
~~49. The compound of claim 1, or a pharmaceutically acceptable salt thereof, wherein the compound has the structure of Formula (IV):~~



(IV),

~~wherein R^2 is as defined in claim 1.~~

~~50~~4. The compound of claim 2, or a pharmaceutically acceptable salt thereof, which is a~~wherein the~~ compound having~~s~~ the structure of Formula (IV-A):



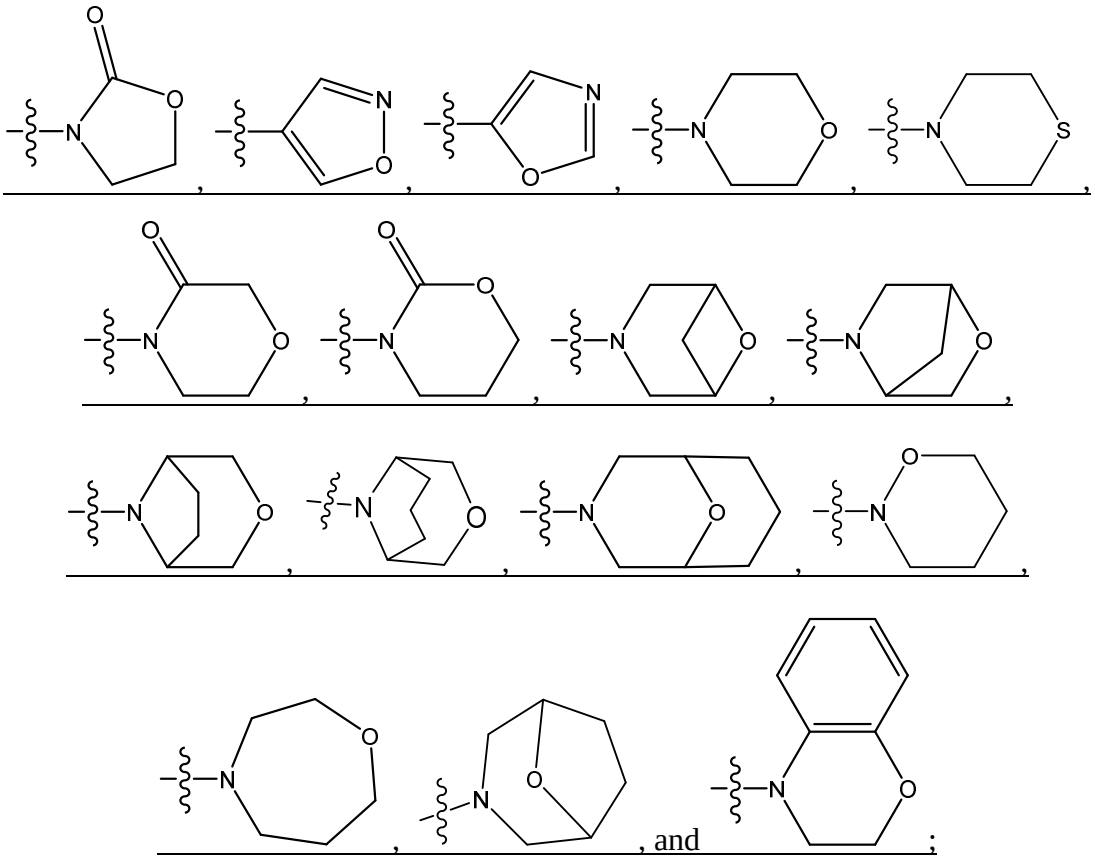
(IV-A),

or a pharmaceutically acceptable salt thereof, wherein R^2 is as defined in claim 1.

5. The compound of any of claims 1 to 4, or a pharmaceutically acceptable salt thereof, wherein R^2 is heterocyclyl containing a total of 5 to 10 ring atoms, wherein the heterocyclyl ring: (i) is a saturated, partially saturated, or completely unsaturated monocyclic or fused bicyclic ring, (ii) has (a) one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon, or (b) one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

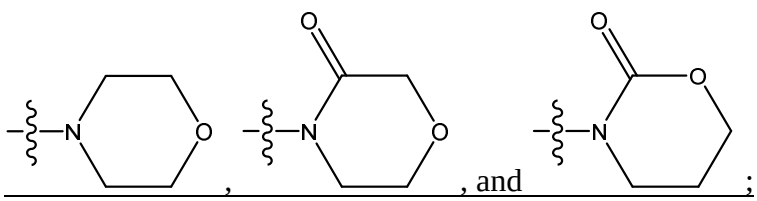
6. The compound of claim 5, or a pharmaceutically acceptable salt thereof, wherein: a) the heterocyclyl ring is a saturated monocyclic ring, and/or b) the heterocyclyl ring has one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon.

7. The compound of claim 5, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is selected from the group consisting of:



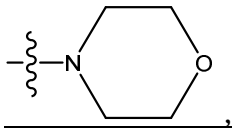
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen;

optionally wherein the heterocyclyl ring is selected from the group consisting of:



wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

8. The compound of claim 5, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

9. The compound of claim 5, or a pharmaceutically acceptable salt thereof, which is selected from the group consisting of:

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1,2-oxazinan-2-yl)quinoline-4-carboxamide (Example 1);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-3-fluoro-6-morpholinoquinoline-4-carboxamide (Example 2);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-thiomorpholinoquinoline-4-carboxamide (Example 3);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,2-difluoromorpholino)quinoline-4-carboxamide (Example 4);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,2,6,6-tetrafluoromorpholino)-quinoline-4-carboxamide (Example 5);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,3-dihydro-4*H*-benzo[*b*][1,4]oxazin-4-yl)quinoline-4-carboxamide (Example 6);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-8-methyl-6-morpholinoquinoline-4-carboxamide (Example 9);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-7-methyl-6-morpholinoquinoline-4-carboxamide (Example 10);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5,5-dimethyl-2-oxooxazolidin-3-yl)quinoline-4-carboxamide (Example 13);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,2-dimethyl-3-oxomorpholino)-quinoline-4-carboxamide (Example 16);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-7-methyl-1,4-oxazepan-4-yl)-quinoline-4-carboxamide (Example 61);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-7-methyl-1,4-oxazepan-4-yl)-quinoline-4-carboxamide (Example 62);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-methyl-1,4-oxazepan-4-yl)-quinoline-4-carboxamide (Example 63);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-methyl-1,4-oxazepan-4-yl)-quinoline-4-carboxamide (Example 64);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-morpholinoquinoline-4-carboxamide (Example 67);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*R*,6*S*)-2,6-dimethylmorpholino)-quinoline-4-carboxamide (Example 68);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-(fluoromethyl)-morpholino)quinoline-4-carboxamide (Example 69);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*R*,6*R*)-2,6-dimethylmorpholino)-quinoline-4-carboxamide (Example 70);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-(fluoromethyl)-morpholino)quinoline-4-carboxamide (Example 71);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-methylmorpholino)-quinoline-4-carboxamide (Example 72);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-(trifluoromethyl)-morpholino)quinoline-4-carboxamide (Example 73);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-(trifluoromethyl)-morpholino)quinoline-4-carboxamide (Example 74);

6-((1*S*,4*S*)-2-Oxa-5-azabicyclo[2.2.1]heptan-5-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 75);

6-((1*R*,4*R*)-2-Oxa-5-azabicyclo[2.2.1]heptan-5-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 76);

6-(6-Oxa-3-azabicyclo[3.1.1]heptan-3-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 77);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*S*,6*S*)-2,6-dimethylmorpholino)-quinoline-4-carboxamide (Example 78);

6-(8-Oxa-3-azabicyclo[3.2.1]octan-3-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 79);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-methylmorpholino)-quinoline-4-carboxamide (Example 80);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*R*,3*S*)-2,3-dimethylmorpholino)-quinoline-4-carboxamide (Example 81);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*S*,3*S*)-2,3-dimethylmorpholino)-quinoline-4-carboxamide (Example 82);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*R*,3*R*)-2,3-dimethylmorpholino)-quinoline-4-carboxamide (Example 83);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-3-(trifluoromethyl)-morpholino)quinoline-4-carboxamide Isomer 1 (Example 84);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-3-(trifluoromethyl)-morpholino)quinoline-4-carboxamide Isomer 2 (Example 85);

6-(3-Oxa-9-azabicyclo[3.3.1]nonan-9-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 86);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*R*,5*R*)-2,5-dimethylmorpholino)-quinoline-4-carboxamide (Example 87);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,2-dimethylmorpholino)-quinoline-4-carboxamide (Example 88);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-(methoxymethyl)-morpholino)quinoline-4-carboxamide (Example 89);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*S*,5*R*)-3,5-dimethyl-morpholino)quinoline-4-carboxamide (Example 90);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1,4-oxazepan-4-yl)quinoline-4-carboxamide (Example 91);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-((methylsulfonyl)-methyl)morpholino)quinoline-4-carboxamide (Example 92);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-(methoxymethyl)-morpholino)quinoline-4-carboxamide (Example 93);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-((methylsulfonyl)-methyl)morpholino)quinoline-4-carboxamide (Example 94);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-(2-methoxyethyl)-morpholino)quinoline-4-carboxamide (Example 95);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*S*,3*S*)-3-(methoxymethyl)-2-methylmorpholino)quinoline-4-carboxamide (Example 96);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*R*,3*R*)-3-(methoxymethyl)-2-methylmorpholino)quinoline-4-carboxamide (Example 97);

6-(3-Oxa-8-azabicyclo[3.2.1]octan-8-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 98);

7-Bromo-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*S*,5*R*)-3,5-dimethyl-morpholino)quinoline-4-carboxamide (Example 100);

(*R*)-5-Chloro-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-morpholinoquinoline-4-carboxamide (Example 101);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-methylmorpholino)-quinoline-4-carboxamide (Example 102);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*S*,5*S*)-3,5-dimethylmorpholino)-quinoline-4-carboxamide (Example 103);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*R*,5*R*)-3,5-dimethylmorpholino)-quinoline-4-carboxamide (Example 105);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-ethylmorpholino)quinoline-4-carboxamide (Example 106);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-dimethylmorpholino)-quinoline-4-carboxamide (Example 107);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-methylmorpholino)-quinoline-4-carboxamide (Example 108);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-2-methyl-6-morpholinoquinoline-4-carboxamide (Example 109);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6,6-dimethyl-2-oxo-1,3-oxazinan-3-yl)quinoline-4-carboxamide (Example 112);

(*R*)-7-Chloro-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-morpholinoquinoline-4-carboxamide (Example 179);

(*R*)-8-Chloro-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-morpholinoquinoline-4-carboxamide (Example 180);

6-((1*R*,5*S*)-9-Oxa-3-azabicyclo[3.3.1]nonan-3-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 194);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,4-dimethyloxazol-5-yl)quinoline-4-carboxamide (Example 215);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,5-dimethylisoxazol-4-yl)-quinoline-4-carboxamide (Example 216);

or a pharmaceutically acceptable salt thereof.

~~51~~10. The compound of any of claims 1 to 4, or a pharmaceutically acceptable salt thereof, wherein R^2 is heterocyclyl containing a total of 4 to 10 ring atoms, wherein the heterocyclyl ring: (i) is a saturated, partially saturated, or completely unsaturated monocyclic or fused bicyclic ring, (ii) has one, two, or three nitrogen ring atoms with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl,

C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkyl, azetidinyl, pyrrolidinyl, piperidinyl, morpholinyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein: (a) the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkyl, azetidinyl, pyrrolidinyl, piperidinyl, morpholinyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen, and (b) the C_{1-6}-alkyl may be further substituted with one or more hydroxy.

~~52. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a saturated monocyclic ring.~~

~~53. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a partially saturated monocyclic ring.~~

~~54. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a completely unsaturated monocyclic ring.~~

~~55. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a saturated fused bicyclic ring.~~

~~56. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a partially saturated fused bicyclic ring.~~

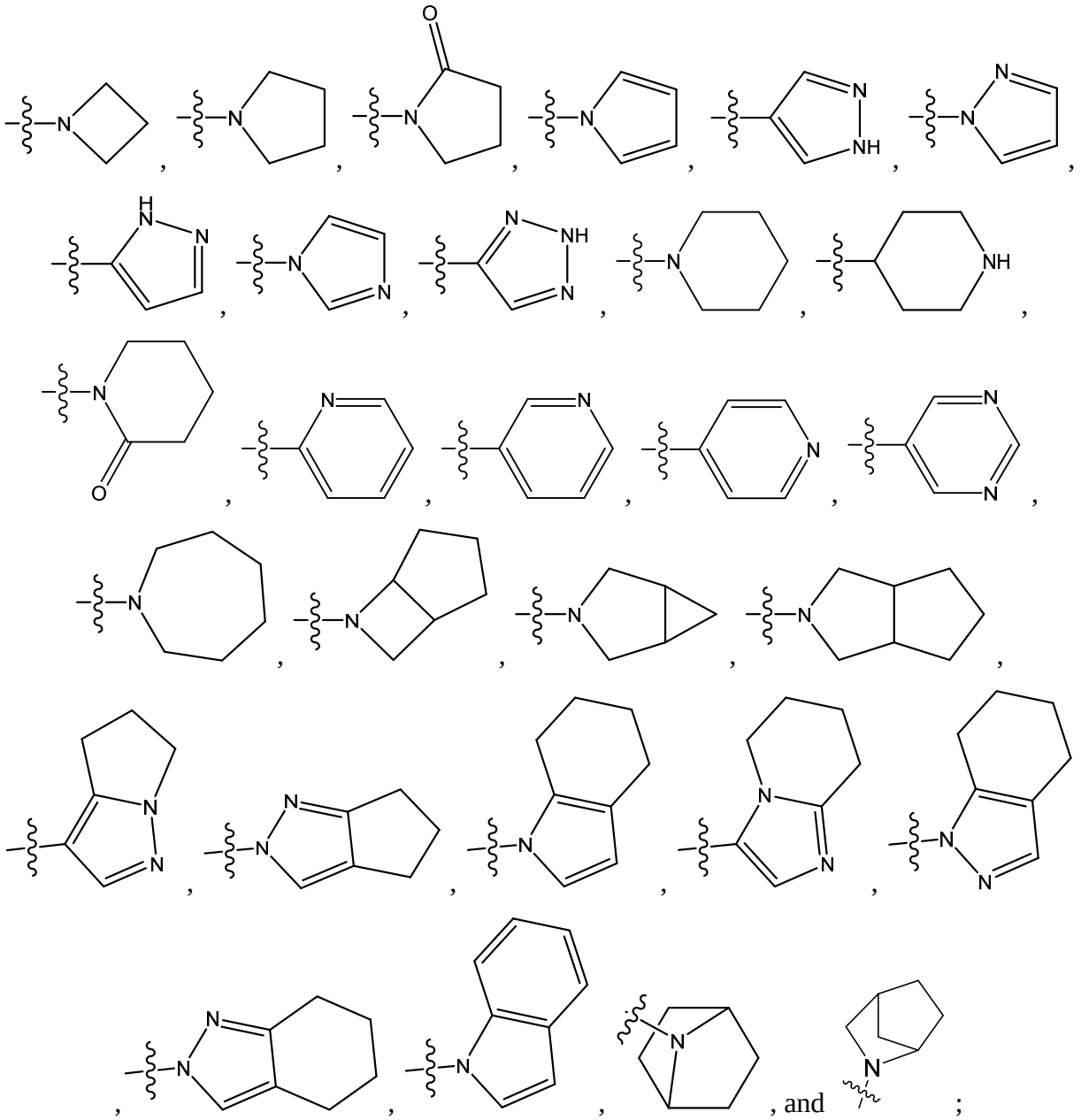
~~57. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a completely unsaturated fused bicyclic ring.~~

~~58. The compound of any of claims 51 to 57, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring has one nitrogen ring atom with the remaining ring atoms being carbon.~~

~~59. The compound of any of claims 51 to 57, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring has two nitrogen ring atoms with the remaining ring atoms being carbon.~~

~~60. The compound of any of claims 51 to 57, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring has three nitrogen ring atoms with the remaining ring atoms being carbon.~~

~~61~~11. The compound of claim ~~5~~10, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is selected from the group consisting of:



; wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl,

tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkyl, azetidinyl, pyrrolidinyl, piperidinyl, morpholinyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein: (a) the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkyl, azetidinyl, pyrrolidinyl, piperidinyl, morpholinyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen, and (b) the C_{1-6}-alkyl may be further substituted with one or more hydroxy.

12. The compound of claim 10, or a pharmaceutically acceptable salt thereof, which is selected from the group consisting of:

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*S*,4*S*,5*R*)-4-hydroxy-3,5-dimethylpiperidin-1-yl)quinoline-4-carboxamide (Example 7);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-methoxypiperidin-1-yl)-quinoline-4-carboxamide (Example 8);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-oxopyrrolidin-1-yl)quinoline-4-carboxamide (Example 11);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-dimethyl-2-oxopyrrolidin-1-yl)quinoline-4-carboxamide (Example 12);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-oxopiperidin-1-yl)quinoline-4-carboxamide (Example 14);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-dimethyl-2-oxopiperidin-1-yl)-quinoline-4-carboxamide (Example 15);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,2-dimethylazetidin-1-yl)-quinoline-4-carboxamide (Example 20);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-fluoroazetidin-1-yl)quinoline-4-carboxamide (Example 21);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-dimethylazetidin-1-yl)-quinoline-4-carboxamide (Example 22);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-difluoroazetidin-1-yl)-quinoline-4-carboxamide (Example 23);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-fluoro-3-methylazetidin-1-yl)-quinoline-4-carboxamide (Example 24);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methylazetidin-1-yl)quinoline-4-carboxamide (Example 25);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(trifluoromethyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 26);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(fluoromethyl)-3-methylazetidin-1-yl)quinoline-4-carboxamide (Example 27);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(difluoromethyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 28);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(methoxymethyl)-3-methyl-azetidin-1-yl)quinoline-4-carboxamide (Example 29);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((2*S*,3*R*)-3-methoxy-2-methyl-azetidin-1-yl)quinoline-4-carboxamide (Example 30);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-cyclopropyl-3-fluoroazetidin-1-yl)quinoline-4-carboxamide (Example 31);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(piperidin-1-yl)quinoline-4-carboxamide (Example 32);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,4-dimethylpiperidin-1-yl)-quinoline-4-carboxamide (Example 33);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-fluoro-4-methylpiperidin-1-yl)quinoline-4-carboxamide (Example 34);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,4-difluoropiperidin-1-yl)-quinoline-4-carboxamide (Example 35);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-difluoropiperidin-1-yl)-quinoline-4-carboxamide (Example 36);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-(fluoromethyl)-4-methyl-piperidin-1-yl)quinoline-4-carboxamide (Example 37);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,4-difluoro-3,3-dimethyl-piperidin-1-yl)quinoline-4-carboxamide (Example 38);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-(trifluoromethyl)piperidin-1-yl)-quinoline-4-carboxamide (Example 39);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-fluoropiperidin-1-yl)quinoline-4-carboxamide (Example 40);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methoxypiperidin-1-yl)-quinoline-4-carboxamide (Example 41);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-methoxy-4-methylpiperidin-1-yl)quinoline-4-carboxamide (Example 42);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-isopropoxypiperidin-1-yl)-quinoline-4-carboxamide (Example 43);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,4-difluoro-2-methylpiperidin-1-yl)quinoline-4-carboxamide (Example 44);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-(fluoromethyl)piperidin-1-yl)quinoline-4-carboxamide (Example 45);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-difluoropyrrolidin-1-yl)-quinoline-4-carboxamide (Example 47);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-dimethylpyrrolidin-1-yl)-quinoline-4-carboxamide (Example 48);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*R*,4*S*)-3,4-difluoropyrrolidin-1-yl)quinoline-4-carboxamide (Example 50);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-fluoropyrrolidin-1-yl)-quinoline-4-carboxamide (Example 51);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-fluoropyrrolidin-1-yl)-quinoline-4-carboxamide (Example 52);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(hexahydrocyclopenta[*c*]pyrrol-2(1*H*)-yl)quinoline-4-carboxamide (Example 53);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-methylpyrrolidin-1-yl)-quinoline-4-carboxamide (Example 54);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-methylpyrrolidin-1-yl)-quinoline-4-carboxamide (Example 55);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-(trifluoromethyl)pyrrolidin-1-yl)quinoline-4-carboxamide (Example 56);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2,2-dimethylpyrrolidin-1-yl)-quinoline-4-carboxamide (Example 57);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-fluoroazepan-1-yl)quinoline-4-carboxamide (Example 59);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-fluoroazepan-1-yl)quinoline-4-carboxamide (Example 60);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-methylpyrrolidin-1-yl)-quinoline-4-carboxamide (Example 65);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methoxyazetidin-1-yl)quinoline-4-carboxamide (Example 66);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(fluoromethyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 113);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,5,6,7-tetrahydro-1*H*-indazol-1-yl)quinoline-4-carboxamide (Example 114);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,5,6,7-tetrahydro-2H-indazol-2-yl)quinoline-4-carboxamide (Example 115);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5-methyl-3-(trifluoromethyl)-1*H*-pyrazol-1-yl)quinoline-4-carboxamide (Example 116);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6,6-dimethyl-5,6-dihydrocyclopenta[*c*]pyrazol-2(4*H*)-yl)quinoline-4-carboxamide (Example 117);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(trifluoromethyl)-1*H*-pyrazol-1-yl)quinoline-4-carboxamide (Example 118);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,6-difluoro-1*H*-indol-1-yl)-quinoline-4-carboxamide (Example 119);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5-fluoro-1*H*-indol-1-yl)quinoline-4-carboxamide (Example 120);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methyl-1*H*-pyrrol-1-yl)-quinoline-4-carboxamide (Example 121);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-morpholinoazetidin-1-yl)-quinoline-4-carboxamide (Example 122);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5,5-dimethyl-5,6-dihydro-4*H*-pyrrolo[1,2-*b*]pyrazol-3-yl)quinoline-4-carboxamide (Example 123);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-fluoropyridin-4-yl)quinoline-4-carboxamide (Example 124);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5-fluoropyridin-2-yl)quinoline-4-carboxamide (Example 125);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(pyridin-3-yl)quinoline-4-carboxamide (Example 126);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(pyrimidin-5-yl)quinoline-4-carboxamide (Example 127);

R)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-methylpyridin-3-yl)quinoline-4-carboxamide (Example 128);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-methyl-1*H*-pyrazol-4-yl)-quinoline-4-carboxamide (Example 129);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-((trifluoromethoxy)methyl)-azetidin-1-yl)quinoline-4-carboxamide (Example 130);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methyl-3-(2,2,2-trifluoroethyl)-azetidin-1-yl)quinoline-4-carboxamide (Example 131);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(trifluoromethoxy)azetidin-1-yl)quinoline-4-carboxamide (Example 132);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(2,2-difluoroethyl)-3-methyl-azetidin-1-yl)quinoline-4-carboxamide (Example 133);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-cyclopropyl-3-methylazetidin-1-yl)quinoline-4-carboxamide (Example 134);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(difluoromethyl)-3-methyl-azetidin-1-yl)quinoline-4-carboxamide (Example 135);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(difluoromethoxy)azetidin-1-yl)-quinoline-4-carboxamide (Example 136);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-ethyl-3-methylazetidin-1-yl)-quinoline-4-carboxamide (Example 137);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-ethyl-3-fluoroazetidin-1-yl)-quinoline-4-carboxamide (Example 138);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(2,2-difluoropropyl)azetidin-1-yl)quinoline-4-carboxamide (Example 140);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(3,3,3-trifluoropropyl)azetidin-1-yl)quinoline-4-carboxamide (Example 142);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-fluoro-3-(trifluoromethyl)-azetidin-1-yl)quinoline-4-carboxamide (Example 143);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(2,2-difluoroethyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 144);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-cyclopropylazetidin-1-yl)-quinoline-4-carboxamide (Example 145);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(2-fluoroethyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 146);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(1,1-difluoroethyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 147);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-isopropylazetidin-1-yl)quinoline-4-carboxamide (Example 148);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methoxy-3-methylazetidin-1-yl)-quinoline-4-carboxamide (Example 151);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-ethoxy-3-methylazetidin-1-yl)-quinoline-4-carboxamide (Example 152);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-ethyl-3-hydroxyazetidin-1-yl)-quinoline-4-carboxamide (Example 154);

6-(6-Azabicyclo[3.2.0]heptan-6-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)-quinoline-4-carboxamide (Example 156);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-fluoro-3-(fluoromethyl)azetidin-1-yl)quinoline-4-carboxamide (Example 157);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(2,2,2-trifluoroethyl)azetidin-1-yl)quinoline-4-carboxamide (Example 158);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-difluoro-2-methylazetidin-1-yl)quinoline-4-carboxamide (Example 159);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6,6-difluoro-3-azabicyclo[3.1.0]hexan-3-yl)quinoline-4-carboxamide (Example 160);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-methoxypyrrolidin-1-yl)-quinoline-4-carboxamide (Example 161);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-hydroxy-3-methylazetidin-1-yl)-quinoline-4-carboxamide (Example 165);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-hydroxy-3-methylpyrrolidin-1-yl)quinoline-4-carboxamide (Example 167);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-hydroxy-3-methylpyrrolidin-1-yl)quinoline-4-carboxamide (Example 168);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6-(difluoromethyl)pyridin-3-yl)-quinoline-4-carboxamide (Example 169);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-cyclopropyl-1*H*-pyrazol-4-yl)-quinoline-4-carboxamide (Example 170);

(*R*)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1,3-dimethyl-1*H*-pyrazol-4-yl)-quinoline-4-carboxamide (Example 171);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,5-dimethyl-1-(tetrahydro-2*H*-pyran-4-yl)-1*H*-pyrazol-4-yl)quinoline-4-carboxamide (Example 172);

(*R*)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-(tetrahydro-2*H*-pyran-4-yl)-1*H*-pyrazol-4-yl)quinoline-4-carboxamide (Example 173);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-methyl-1*H*-pyrazol-5-yl)-quinoline-4-carboxamide (Example 174);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5,6,7,8-tetrahydroimidazo[1,2-*a*]-pyridin-3-yl)quinoline-4-carboxamide (Example 175);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-(tetrahydro-2*H*-pyran-2-yl)-1*H*-pyrazol-5-yl)quinoline-4-carboxamide (Example 176);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6-methylpyridin-3-yl)quinoline-4-carboxamide (Example 177);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6-methoxypyridin-3-yl)quinoline-4-carboxamide (Example 178);

(*R*)-6-(3-(Acetamidomethyl)-3-methylazetidin-1-yl)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 181);

(*R*)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-fluoro-3-phenylazetidin-1-yl)-quinoline-4-carboxamide (Example 182);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(*p*-tolyl)azetidin-1-yl)quinoline-4-carboxamide (Example 183);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(4-fluorophenyl)azetidin-1-yl)-quinoline-4-carboxamide (Example 185);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-(*m*-tolyl)azetidin-1-yl)quinoline-4-carboxamide (Example 186);

(*R*)-6-(3-(4-Chlorobenzyl)azetidin-1-yl)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-quinoline-4-carboxamide (Example 187);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-methyl-3-((methylsulfonyl)-methyl)azetidin-1-yl)quinoline-4-carboxamide (Example 188);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-ethyl-4-hydroxypiperidin-1-yl)-quinoline-4-carboxamide (Example 189);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-hydroxy-4-methylpiperidin-1-yl)quinoline-4-carboxamide (Example 190);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-ethyl-4-methoxypiperidin-1-yl)-quinoline-4-carboxamide (Example 191);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-hydroxy-4-isopropylpiperidin-1-yl)quinoline-4-carboxamide (Example 192);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*R*,4*S*,5*S*)-4-hydroxy-3,4,5-trimethylpiperidin-1-yl)quinoline-4-carboxamide (Example 193);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-fluoro-1-methylpiperidin-4-yl)-quinoline-4-carboxamide (Example 195);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1*H*-pyrazol-5-yl)quinoline-4-carboxamide (Example 196);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-isopropyl-1*H*-pyrazol-5-yl)-quinoline-4-carboxamide (Example 197);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*RS*)-3-fluoro-3-methylpyrrolidin-1-yl)quinoline-4-carboxamide (Example 198);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-2-cyclopropylpyrrolidin-1-yl)quinoline-4-carboxamide Isomer 1 (Example 199);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-2-cyclopropylpyrrolidin-1-yl)quinoline-4-carboxamide Isomer 2 (Example 200);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-3-methyl-2-oxopyrrolidin-1-yl)quinoline-4-carboxamide Isomer 1 (Example 201);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-3-methyl-2-oxopyrrolidin-1-yl)quinoline-4-carboxamide Isomer 2 (Example 202);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-3-methyl-2-oxopiperidin-1-yl)quinoline-4-carboxamide Isomer 1 (Example 203);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R**)-3-methyl-2-oxopiperidin-1-yl)quinoline-4-carboxamide Isomer 2 (Example 204);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-fluoropiperidin-1-yl)quinoline-4-carboxamide (Example 205);

6-(3-Azabicyclo[3.1.0]hexan-3-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)-quinoline-4-carboxamide (Example 206);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-methoxypyrrolidin-1-yl)-quinoline-4-carboxamide (Example 207);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((1*R*,5*S*,6*R*)-6-(trifluoromethyl)-3-azabicyclo[3.1.0]hexan-3-yl)quinoline-4-carboxamide (Example 208);

(*R*)-6-(7-Azabicyclo[2.2.1]heptan-7-yl)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-quinoline-4-carboxamide (Example 209);

6-(2-Azabicyclo[2.2.1]heptan-2-yl)-*N*-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)-quinoline-4-carboxamide (Example 210);

N-(2-((*R*)-4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-methylpyrrolidin-1-yl)-quinoline-4-carboxamide (Example 211);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-2-(methoxymethyl)pyrrolidin-1-yl)quinoline-4-carboxamide (Example 212);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*S*,4*S*)-3,4-difluoropyrrolidin-1-yl)quinoline-4-carboxamide (Example 213);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*R*,4*R*)-3,4-difluoropyrrolidin-1-yl)quinoline-4-carboxamide (Example 214);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-phenyl-1*H*-imidazol-1-yl)-quinoline-4-carboxamide (Example 217);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-phenyl-1*H*-pyrrol-1-yl)-quinoline-4-carboxamide (Example 218);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4,5,6,7-tetrahydro-1*H*-indol-1-yl)quinoline-4-carboxamide (Example 219);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-3-(hydroxymethyl)pyrrolidin-1-yl)quinoline-4-carboxamide (Example 220);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*S*)-3-(hydroxymethyl)pyrrolidin-1-yl)quinoline-4-carboxamide (Example 221);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-fluoro-4-phenylpiperidin-1-yl)-quinoline-4-carboxamide (Example 223);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*RS*)-3,3-difluoro-4-hydroxy-pyrrolidin-1-yl)quinoline-4-carboxamide (Example 224);

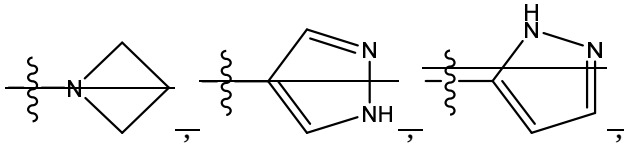
N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*R**,4*R**)-3,4-dimethylpyrrolidin-1-yl)quinoline-4-carboxamide Isomer 1 (Example 225);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((3*R**,4*R**)-3,4-dimethylpyrrolidin-1-yl)quinoline-4-carboxamide Isomer 2 (Example 226);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(4-oxopiperidin-1-yl)quinoline-4-carboxamide (Example 230);

or a pharmaceutically acceptable salt thereof.

63. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is selected from the group consisting of:



~~C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen.~~

~~65. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~66. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein the tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen.~~

~~67. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more halogen.~~

~~68. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more chloro.~~

~~69. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more fluoro.~~

~~70. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more hydroxy.~~

~~71. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more oxo.~~

~~72. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more cyano.~~

~~73. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl may be further substituted with one or more substituents independently selected from halogen and hydroxy.~~

~~74. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{3-6}-cycloalkyl, and wherein the C_{3-6}-cycloalkyl may be further substituted with one or more halogen.~~

~~75. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{3-6}-cycloalkyl-C_{1-3}-alkyl, and wherein the C_{3-6}-cycloalkyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~76. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkoxy, and wherein the C_{1-3}-alkoxy may be further substituted with one or more halogen.~~

~~77. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{3-6}-cycloalkoxy, and wherein the C_{3-6}-cycloalkoxy may be further substituted with one or more halogen.~~

~~78. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~79. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkoxy-C_{2-3}-alkoxy, and wherein the C_{1-3}-alkoxy-C_{2-3}-alkoxy may be further substituted with one or more halogen.~~

~~80. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~81. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkylcarbonyl, and wherein the C_{1-3}-alkylcarbonyl may be further substituted with one or more halogen.~~

~~82. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{3-6}-cycloalkylcarbonyl, and wherein the C_{3-6}-cycloalkylcarbonyl may be further substituted with one or more halogen.~~

~~83. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~84. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~85. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of phenyl, tolyl, C_{1-3}-alkoxyphenyl, and phenyl-C_{1-3}-alkyl, and wherein the phenyl, tolyl, and phenyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~86. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of azetidinyl, pyrrolidinyl, piperidinyl, and morpholinyl, and wherein the azetidinyl, pyrrolidinyl, piperidinyl, and morpholinyl may be further substituted with one or more halogen.~~

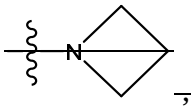
~~87. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein the tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen.~~

~~88. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, oxo, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, trifluoropropyl, methoxy, ethoxy, isopropoxy, difluoromethoxy, trifluoromethoxy, methoxymethyl, trifluoromethoxymethyl, methylcarbonylaminomethyl, methylsulfonylmethyl, morpholinyl, and tetrahydropyranyl.~~

~~89. The compound of any of claims 51 to 63, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents~~

independently selected from the group consisting of fluoro, hydroxy, methyl, fluoromethyl, difluoromethyl, trifluoromethyl, difluoropropyl, cyclopropyl, methoxy, trifluoromethoxy, ethoxy, and methoxymethyl.

90. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



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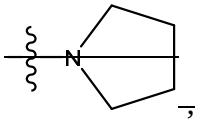
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, and morpholinyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tolyl, C_{1-3}-alkoxyphenyl, phenyl-C_{1-3}-alkyl, and morpholinyl may be further substituted with one or more halogen.

91. The compound of claim 90, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

92. The compound of claim 90, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, trifluoropropyl, cyclopropyl, methoxy, ethoxy, difluoromethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, methylamidomethyl, methylsulfonylmethyl, and morpholinyl.

93. The compound of claim 90, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, difluoroethyl, trifluoroethyl, difluoropropyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoromethoxymethyl, methoxymethyl, methylamidomethyl, and morpholinyl.

94. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



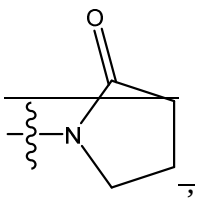
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.

95. The compound of claim 94, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, hydroxy-C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, hydroxy-C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

96. The compound of claim 94, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, hydroxymethyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

97. The compound of claim 94, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, fluoromethyl, hydroxymethyl, methoxy, and trifluoromethoxy.

98. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



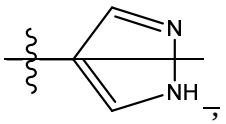
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.

99. The compound of claim 98, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

100. The compound of claim 98, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

101. The compound of claim 98, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, fluoromethyl, methoxy, and trifluoromethoxy.

102. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

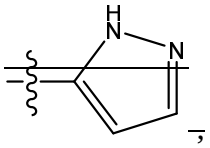
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein the C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen.

~~103. The compound of claim 102, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, and tetrahydropyranyl may be further substituted with one or more halogen.~~

~~104. The compound of claim 102, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, cyclopropyl, cyclopropylmethyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and tetrahydropyranyl.~~

~~105. The compound of claim 102, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, cyclopropyl, and tetrahydropyranyl.~~

~~106. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:~~



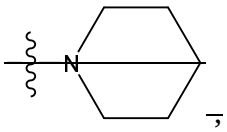
~~wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, phenyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl may be further substituted with one or more halogen.~~

~~107. The compound of claim 106, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, tetrahydrofuranyl, tetrahydropyranyl, and tetrahydrooxepanyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, and tetrahydropyranyl may be further substituted with one or more halogen.~~

~~108. The compound of claim 106, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and tetrahydropyranyl.~~

~~109. The compound of claim 106, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, difluoropropyl, cyclopropyl, and tetrahydropyranyl.~~

~~110. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:~~



~~,~~

~~wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, phenyl, tolyl, and C_{1-3}-alkoxyphenyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, phenyl, tolyl, and C_{1-3}-alkoxyphenyl may be further substituted with one or more halogen.~~

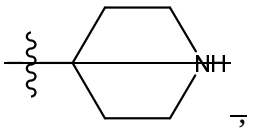
~~111. The compound of claim 110, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, cyclopropyl, cyclopropyl-C_{1-3}-~~

alkyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

112. The compound of claim 110, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, cyclopropylmethyl, methoxy, ethoxy, propoxy, isopropoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

113. The compound of claim 110, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, propoxy, isopropoxy, trifluoromethoxy, and trifluoroethoxy.

114. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



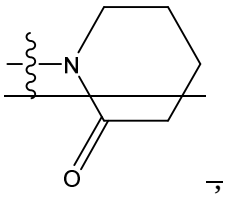
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, C_{1-3}-alkoxy-C_{2-3}alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, and phenyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}alkoxy, C_{1-3}-alkoxy-C_{2-3}alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkylcarbonyl, and phenyl may be further substituted with one or more halogen.

115. The compound of claim 114, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, oxo, C_{1-3}-alkyl, cyclopropyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, cyclopropyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

116. The compound of claim 114, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, oxo, methyl, ethyl, isopropyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, cyclopropylmethyl, methoxy, ethoxy, propoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

117. The compound of claim 114, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, oxo, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, and methoxymethyl.

118. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3} alkoxy, and C_{1-3}-alkoxy-C_{2-3} alkoxy-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3} alkoxy, and C_{1-3}-alkoxy-C_{2-3} alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.

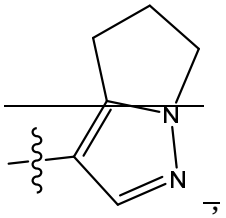
119. The compound of claim 118, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

120. The compound of claim 118, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl,

cyclopropyl, methoxy, ethoxy, propoxy, isopropoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

121. The compound of claim 118, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, isopropoxy, trifluoromethoxy, trifluoroethoxy, and methoxymethyl.

122. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

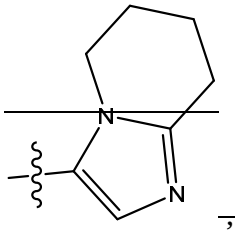
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3} alkoxy, and C_{1-3}-alkoxy-C_{2-3} alkoxy-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3} alkoxy, and C_{1-3}-alkoxy-C_{2-3} alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.

123. The compound of claim 122, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, hydroxy-C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

124. The compound of claim 122, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, hydroxymethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, propoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

125. The compound of claim 122, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, and methoxymethyl.

126. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, and C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkoxy, and C_{1-3}-alkoxy-C_{2-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.

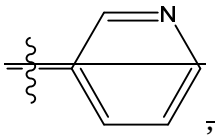
127. The compound of claim 126, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, hydroxy-C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.

128. The compound of claim 126, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, hydroxymethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, propoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.

129. The compound of claim 126, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl,

~~difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, and methoxymethyl.~~

~~130. The compound of claim 51, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:~~



~~;~~

~~wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, C_{1-6}-alkyl, hydroxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkyloxy, and C_{1-3}-alkoxy-C_{2-3}-alkyloxy-C_{1-3}alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkyloxy, and C_{1-3}-alkoxy-C_{2-3}-alkyloxy-C_{1-3}alkyl may be further substituted with one or more halogen.~~

~~131. The compound of claim 130, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, hydroxy, C_{1-3}-alkyl, hydroxy-C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, cyclopropyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more fluoro.~~

~~132. The compound of claim 130, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, hydroxymethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, propoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, and trifluoromethoxymethyl.~~

~~133. The compound of claim 130, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting fluoro, hydroxy, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, cyclopropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, and methoxymethyl.~~

~~134. The compound of any of claims 1 to 50, or a pharmaceutically acceptable salt thereof, wherein R^2 is heterocyclyl containing a total of 5 to 10 ring atoms, wherein the heterocyclyl ring: (i) is a saturated, partially saturated, or completely unsaturated monocyclic or~~

fused bicyclic ring, (ii) has (a) one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon, or (b) one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

135. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a saturated monocyclic ring.

136. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a partially saturated monocyclic ring.

137. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a completely unsaturated monocyclic ring.

138. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a saturated fused bicyclic ring.

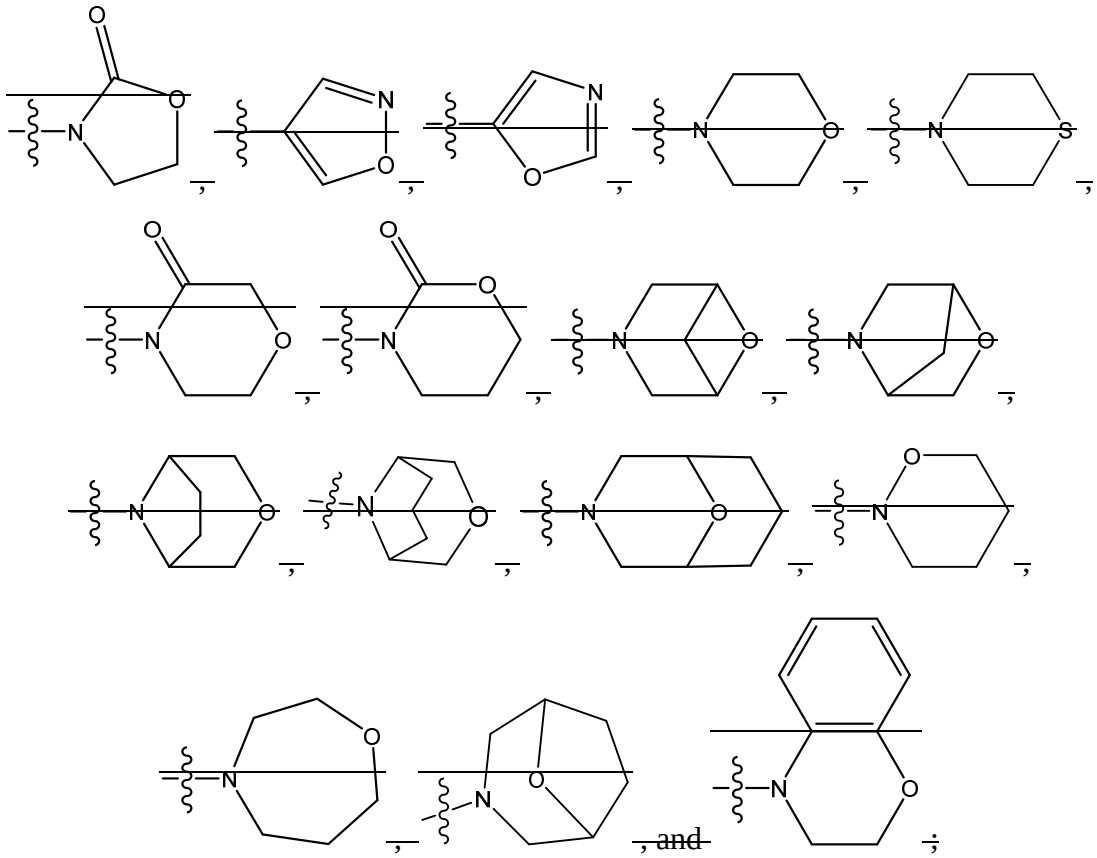
139. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a partially saturated fused bicyclic ring.

140. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is a completely unsaturated fused bicyclic ring.

141. The compound of any of claims 134 to 140, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring has one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon.

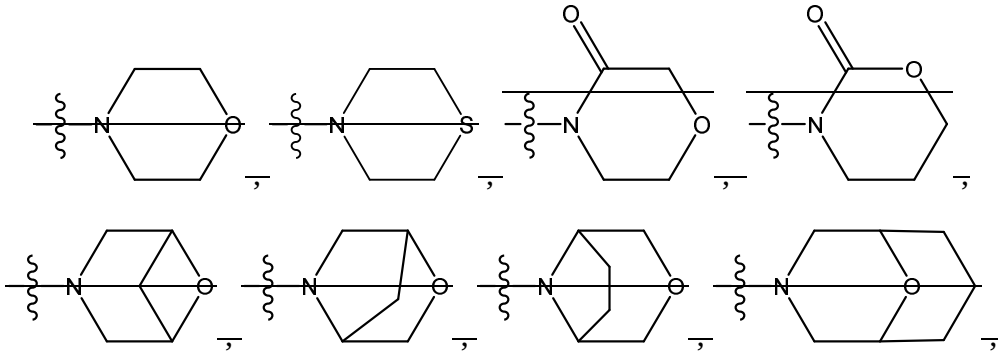
142. The compound of any of claims 134 to 140, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring has one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon.

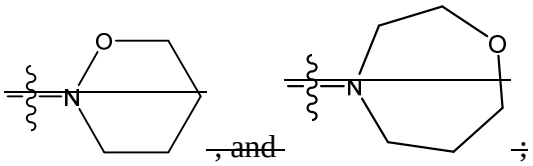
143. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is selected from the group consisting of:



wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

144. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is selected from the group consisting of:

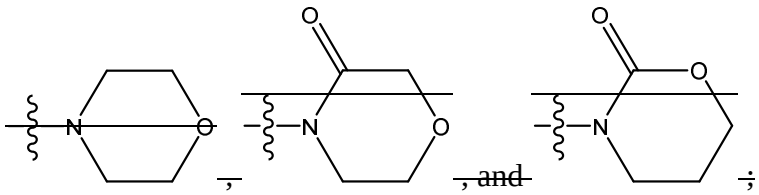




, and ;

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

145. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is selected from the group consisting of:



, , and ;

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

146. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-5}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, C_{3-5}-cycloalkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

147. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-2}-alkyl, C_{3-4}-cycloalkyl, C_{1-2}-alkoxy, C_{1-2}-alkoxy-C_{1-3}-alkyl, C_{1-2}-alkylcarbonyl-C_{1-2}-alkyl, and C_{1-2}-alkylsulfonyl-C_{1-2}-

alkyl, and wherein the C_{1-2}-alkyl, C_{3-4}-cycloalkyl, C_{1-2}-alkoxy, C_{1-2}-alkoxy-C_{1-2}-alkyl, C_{1-2}-alkylcarbonyl-C_{1-2}-alkyl, and C_{1-2}-alkylsulfonyl-C_{1-2}-alkyl may be further substituted with one or more halogen.

148. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more halogen.

149. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more fluoro.

150. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl may be further substituted with one or more halogen.

151. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{3-6}-cycloalkyl, and wherein the C_{3-6}-cycloalkyl may be further substituted with one or more halogen.

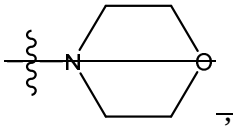
152. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkoxy-C_{1-3}-alkyl, and wherein the C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen.

153. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

154. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, isopropoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, methoxyethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

155. The compound of any of claims 134 to 145, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, isopropyl, cyclopropyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

156. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



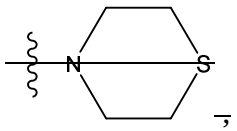
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

157. The compound of claim 156, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-5}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-5}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

158. The compound of claim 156, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, cyano, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, methoxyethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

159. The compound of claim 156, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, trifluoromethyl, difluoropropyl, methoxy, trifluoromethoxy, and methoxymethyl.

160. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



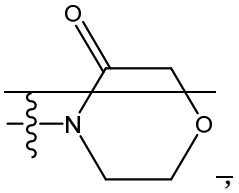
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

161. The compound of claim 160, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

162. The compound of claim 160, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

163. The compound of claim 160, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, isopropyl, cyclopropyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

164. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-

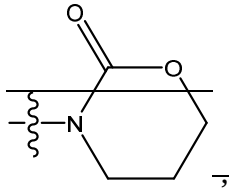
alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

165. The compound of claim 164, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

166. The compound of claim 164, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

167. The compound of claim 164, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, isopropyl, cyclopropyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

168. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

169. The compound of claim 168, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently

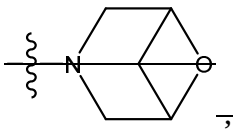
selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

170. The compound of claim 168, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

171. The compound of claim 168, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, isopropyl, cyclopropyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

172. The compound of claim 168, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

173. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

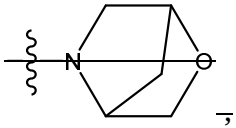
174. The compound of claim 173, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-}

~~$_3$-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~175. The compound of claim 173, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.~~

~~176. The compound of claim 173, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, isopropyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.~~

~~177. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:~~



~~,~~

~~wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

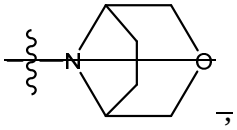
~~178. The compound of claim 177, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~179. The compound of claim 177, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently~~

selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

180. The compound of claim 177, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

181. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

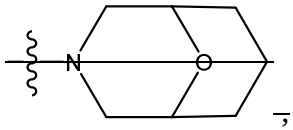
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

182. The compound of claim 181, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

183. The compound of claim 181, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

~~184. The compound of claim 181, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.~~

~~185. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:~~



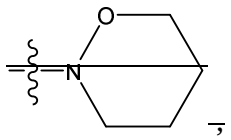
~~wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~186. The compound of claim 185, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~187. The compound of claim 185, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.~~

~~188. The compound of claim 185, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, isopropyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.~~

189. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



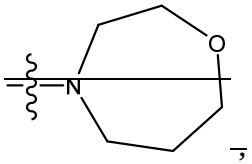
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

190. The compound of claim 189, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

191. The compound of claim 189, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

192. The compound of claim 189, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

193. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



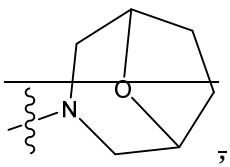
wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

194. The compound of claim 193, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.

195. The compound of claim 193, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.

196. The compound of claim 193, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.

197. The compound of claim 134, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is:



,

wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, oxo, C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-6}-alkyl, C_{3-6}-cycloalkyl, C_{1-6}-alkoxy, C_{1-3}-alkoxy-C_{1-}

~~$_3$-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~198. The compound of claim 197, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, cyano, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkylcarbonyl-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl may be further substituted with one or more halogen.~~

~~199. The compound of claim 197, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of cyano, fluoro, methyl, ethyl, propyl, isopropyl, cyclopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methoxymethyl, trifluoromethoxymethyl, and methylsulfonylmethyl.~~

~~200. The compound of claim 197, or a pharmaceutically acceptable salt thereof, wherein the heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoropropyl, methoxy, and trifluoromethoxy.~~

~~201~~13. The compound of any of claims 1 to ~~50~~4, or a pharmaceutically acceptable salt thereof, wherein R^2 is spiro heterocyclyl containing a total of 6 to 11 ring atoms, wherein the spiro heterocyclyl: (i) comprises two saturated rings, (ii) has: (a) one or two nitrogen ring atoms with the remaining ring atoms being carbon, (b) one or two nitrogen ring atoms and one or two oxygen ring atoms with the remaining ring atoms being carbon, or (c) one nitrogen ring atom and one sulfur ring atom with the remaining ring atoms being carbon, and (iii) is optionally substituted with one or more substituents independently selected from the group consisting of halogen, oxo, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

~~202. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein R^2 is spiro heterocyclyl has: (a) one or two nitrogen ring atoms with the remaining ring atoms being carbon, or (b) one or two nitrogen ring atoms and one or two oxygen ring atoms with the remaining ring atoms being carbon.~~

~~203. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl has one or two nitrogen ring atoms and, optionally, one or two oxygen ring atoms with the remaining ring atoms being carbon.~~

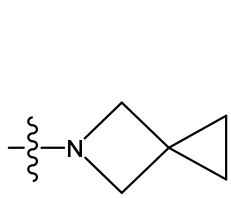
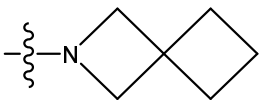
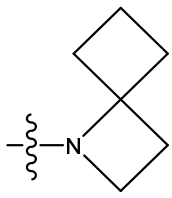
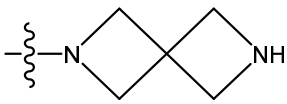
~~204. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl has one nitrogen ring atom with the remaining ring atoms being carbon.~~

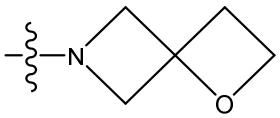
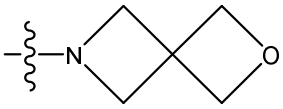
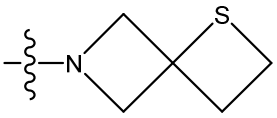
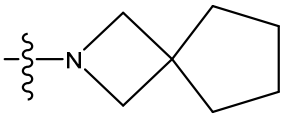
~~205. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl has two nitrogen ring atoms with the remaining ring atoms being carbon.~~

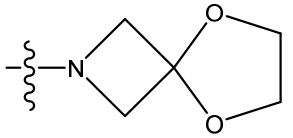
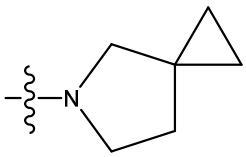
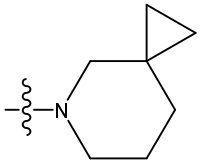
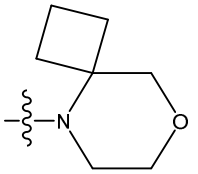
~~206. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl has one nitrogen ring atom and one oxygen ring atom with the remaining ring atoms being carbon.~~

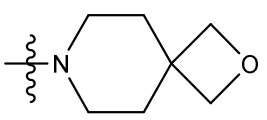
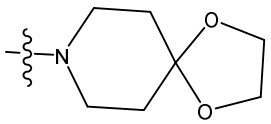
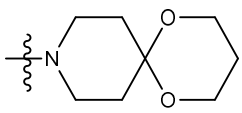
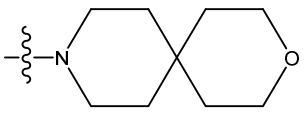
~~207. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl has one nitrogen ring atom and two oxygen ring atoms with the remaining ring atoms being carbon.~~

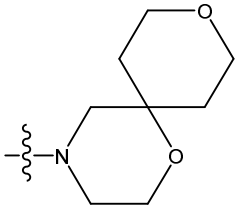
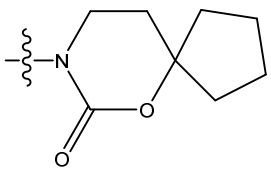
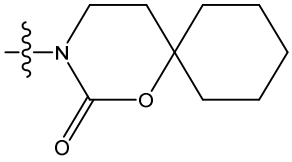
~~208~~14. The compound of claim ~~201~~13, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are selected from the group consisting of:

 ,  ,  ,  ,

 ,  ;  ,  ,

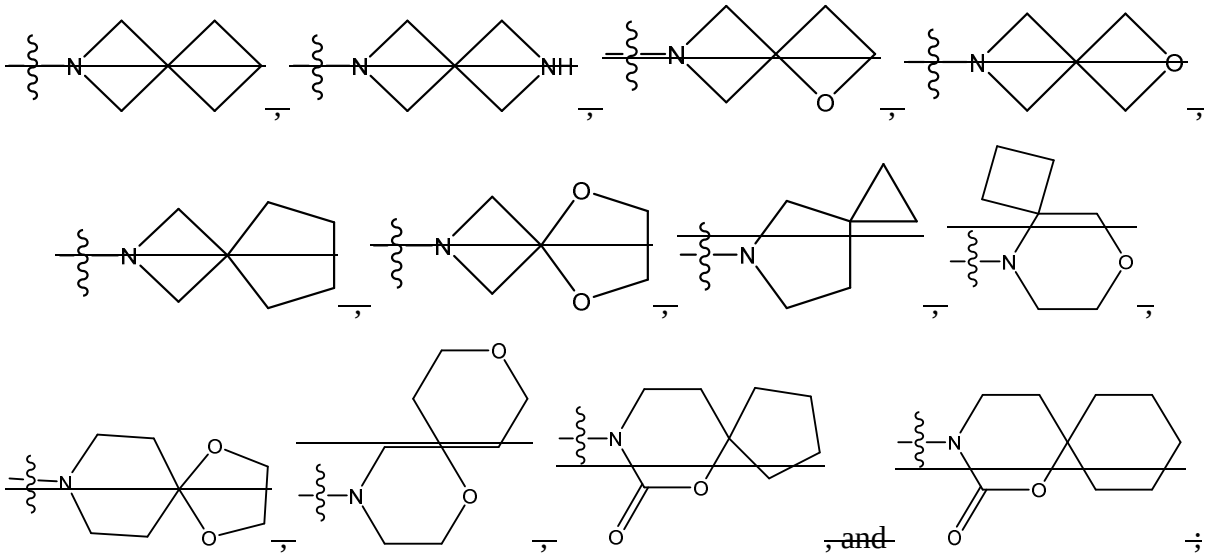
 ,  ,  ,  ,

 ,  ,  ,  ,

 ,  , and  ; wherein one or both of

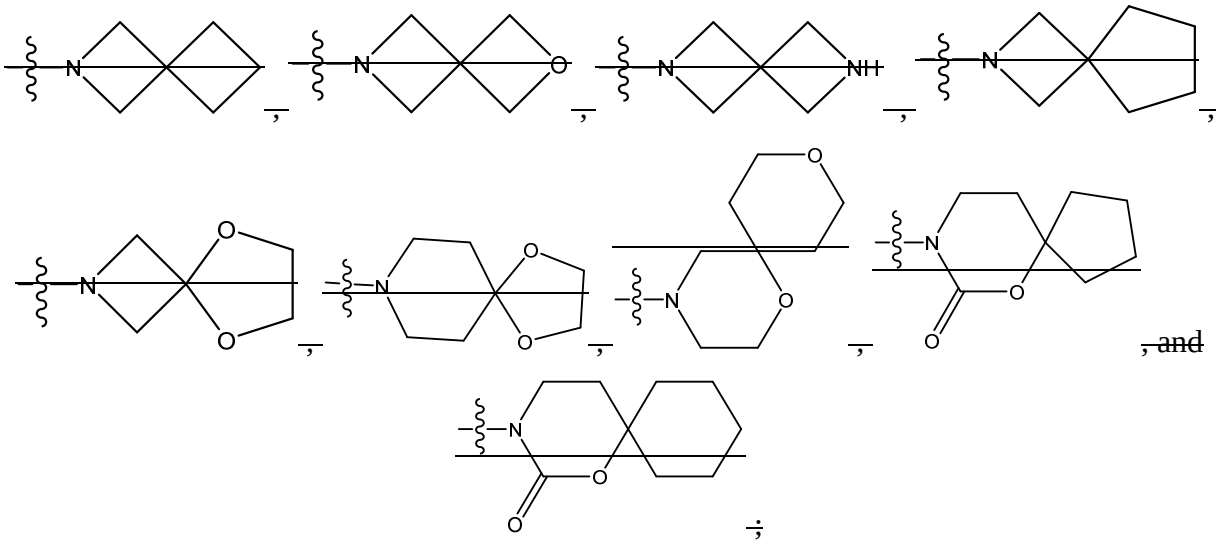
the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

~~209. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are selected from the group consisting of:~~



~~wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.~~

~~210. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are selected from the group consisting of:~~



wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

211. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

212. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more halogen.

213. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more fluoro.

214. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkyl.

215. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more C_{1-3}-haloalkyl.

216. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkoxy.

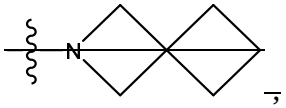
217. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more C_{1-3}-haloalkoxy.

218. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more C_{1-3}-alkylcarbonyl.

219. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, isopropyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, ethylcarbonyl, and isopropylcarbonyl.

~~220. The compound of any of claims 201 to 210, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.~~

~~221. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:~~



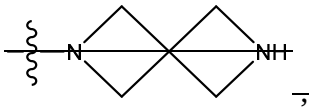
~~wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.~~

~~222. The compound of claim 221, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.~~

~~223. The compound of claim 221, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, and trifluoroethoxy.~~

~~224. The compound of claim 221, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.~~

~~225. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:~~



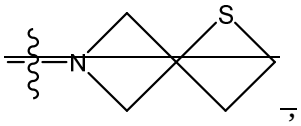
~~wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.~~

~~226. The compound of claim 225, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.~~

~~227. The compound of claim 225, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, and methylcarbonyl.~~

~~228. The compound of claim 225, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, trifluoromethyl, and methylcarbonyl.~~

~~229. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:~~



~~wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.~~

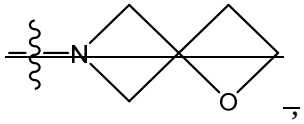
~~230. The compound of claim 229, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.~~

~~231. The compound of claim 229, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.~~

~~232. The compound of claim 229, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently~~

selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

233. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



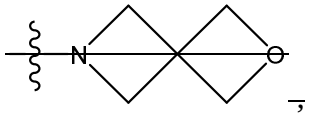
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

234. The compound of claim 233, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

235. The compound of claim 233, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.

236. The compound of claim 233, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

237. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



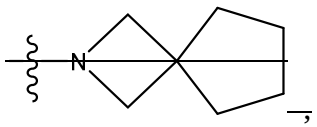
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

~~238. The compound of claim 237, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.~~

~~239. The compound of claim 237, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.~~

~~240. The compound of claim 237, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.~~

~~241. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:~~



~~wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.~~

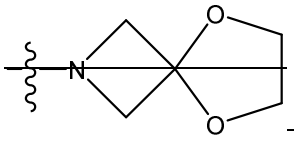
~~242. The compound of claim 241, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.~~

~~243. The compound of claim 241, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.~~

~~244. The compound of claim 241, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently~~

selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

245. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



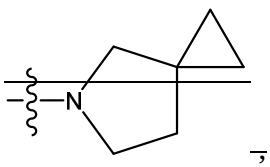
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

246. The compound of claim 245, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

247. The compound of claim 245, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.

248. The compound of claim 245, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

249. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



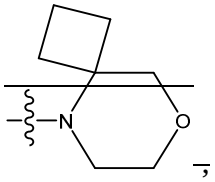
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

250. The compound of claim 249, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

251. The compound of claim 249, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, and trifluoroethoxy.

252. The compound of claim 249, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

253. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



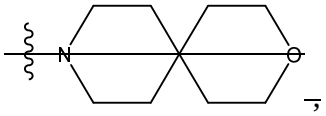
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

254. The compound of claim 253, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

255. The compound of claim 253, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.

256. The compound of claim 253, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

257. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



,

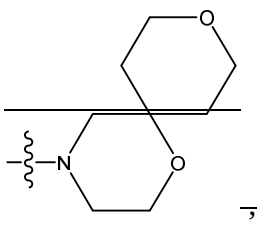
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

258. The compound of claim 257, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

259. The compound of claim 257, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.

260. The compound of claim 257, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

261. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



,

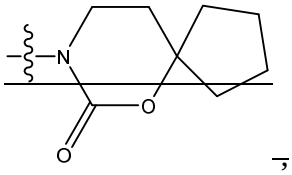
wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

262. The compound of claim 261, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

263. The compound of claim 261, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.

264. The compound of claim 261, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

265. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



,

wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

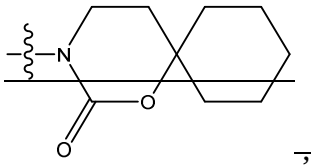
266. The compound of claim 265, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

267. The compound of claim 265, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl,

trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, and trifluoroethoxy.

268. The compound of claim 265, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

269. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



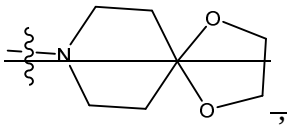
, wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.

270. The compound of claim 269, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.

271. The compound of claim 269, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, and trifluoroethoxy.

272. The compound of claim 269, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.

273. The compound of claim 201, or a pharmaceutically acceptable salt thereof, wherein the two saturated rings are:



~~wherein one or both of the rings are optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-6}-alkyl, C_{1-6}-haloalkyl, C_{1-6}-alkoxy, C_{1-6}-haloalkoxy, and C_{1-6}-alkylcarbonyl.~~

~~274. The compound of claim 273, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of halogen, C_{1-3}-alkyl, C_{1-3}-haloalkyl, C_{1-3}-alkoxy, C_{1-3}-haloalkoxy, and C_{1-3}-alkylcarbonyl.~~

~~275. The compound of claim 273, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, propyl, fluoromethyl, difluoromethyl, trifluoromethyl, fluoroethyl, difluoroethyl, trifluoroethyl, trifluoropropyl, methoxy, ethoxy, trifluoromethoxy, trifluoroethoxy, methylcarbonyl, and ethylcarbonyl.~~

~~276. The compound of claim 273, or a pharmaceutically acceptable salt thereof, wherein the spiro heterocyclyl ring is optionally substituted with one or more substituents independently selected from the group consisting of fluoro, methyl, ethyl, fluoromethyl, difluoromethyl, and trifluoromethyl.~~

15. The compound of claim 13, or a pharmaceutically acceptable salt thereof, which is selected from the group consisting of:

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-azaspiro[3.3]heptan-2-yl)quinoline-4-carboxamide (Example 17);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3,3-dimethyl-1-oxa-6-azaspiro[3.3]heptan-6-yl)quinoline-4-carboxamide (Example 18);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-azaspiro[3.3]heptan-1-yl)quinoline-4-carboxamide (Example 19);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5-azaspiro[2.5]octan-5-yl)quinoline-4-carboxamide (Example 46);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5-azaspiro[2.4]heptan-5-yl)quinoline-4-carboxamide (Example 49);

N-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-6-(fluoromethyl)-5-azaspiro[2.4]heptan-5-yl)quinoline-4-carboxamide (Example 58);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1,9-dioxa-4-azaspiro[5.5]undecan-4-yl)quinoline-4-carboxamide (Example 99);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(8-oxa-5-azaspiro[3.5]nonan-5-yl)quinoline-4-carboxamide (Example 104);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-oxo-1-oxa-3-azaspiro[5.5]undecan-3-yl)quinoline-4-carboxamide (Example 110);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(7-oxo-6-oxa-8-azaspiro[4.5]decan-8-yl)quinoline-4-carboxamide (Example 111);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-azaspiro[3.4]octan-2-yl)quinoline-4-carboxamide (Example 139);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5,5-difluoro-2-azaspiro[3.4]octan-2-yl)quinoline-4-carboxamide (Example 141);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6-methyl-2-azaspiro[3.3]heptan-2-yl)quinoline-4-carboxamide (Example 149);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6-(trifluoromethyl)-2-azaspiro[3.3]heptan-2-yl)quinoline-4-carboxamide (Example 150);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-oxa-6-azaspiro[3.3]heptan-6-yl)quinoline-4-carboxamide (Example 153);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(6-fluoro-2-azaspiro[3.3]heptan-2-yl)quinoline-4-carboxamide (Example 155);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(3-oxa-9-azaspiro[5.5]undecan-9-yl)quinoline-4-carboxamide (Example 162);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5,8-dioxa-2-azaspiro[3.4]octan-2-yl)quinoline-4-carboxamide (Example 163);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(5-azaspiro[2.3]hexan-5-yl)quinoline-4-carboxamide (Example 164);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-oxa-6-azaspiro[3.3]heptan-6-yl)quinoline-4-carboxamide (Example 166);

(*R*)-6-(6-Acetyl-2,6-diazaspiro[3.3]heptan-2-yl)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)quinoline-4-carboxamide (Example 184);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1-thia-6-azaspiro[3.3]heptan-6-yl)quinoline-4-carboxamide (Example 222);

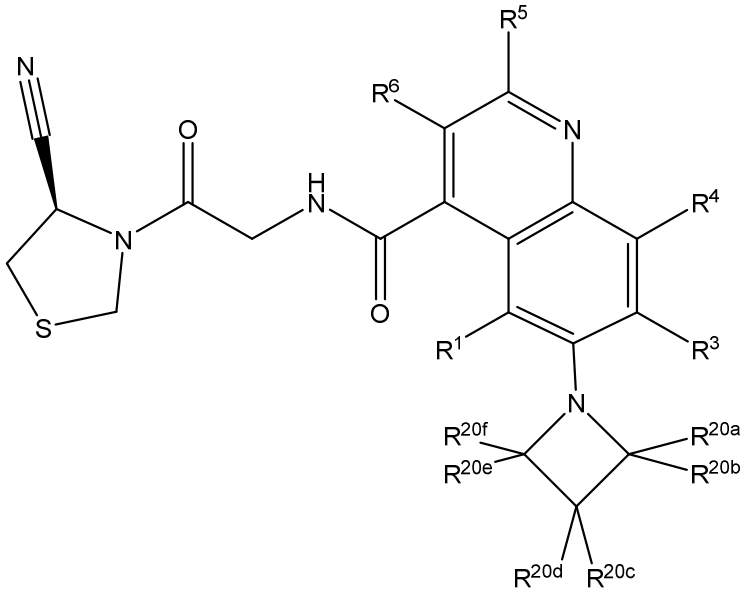
(*R*)-N-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1,5-dioxa-9-azaspiro[5.5]undecan-9-yl)quinoline-4-carboxamide (Example 227);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(1,4-dioxa-8-azaspiro[4.5]decan-8-yl)quinoline-4-carboxamide (Example 228);

(*R*)-*N*-(2-(4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-(2-oxa-7-azaspiro[3.5]nonan-7-yl)quinoline-4-carboxamide (Example 229);

or a pharmaceutically acceptable salt thereof.

~~277~~16. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~which is a compound having~~s~~ the structure of Formula (V):



(V),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{20a} and R^{20b} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl;

R^{20c} and R^{20d} are independently selected from the group consisting of hydrogen, fluoro, hydroxy, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, phenyl, tolyl, phenyl-C_{1-3}-alkyl, morpholinyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl; and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{3-6}-cycloalkyl-C_{1-3}-alkyl, C_{1-3}-alkoxy, C_{3-6}-cycloalkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, phenyl, and phenyl-C_{1-3}-alkyl may be further substituted with one or more halogen; and

R^{20e} and R^{20f} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl.

~~278. The compound of claim 277, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

~~279. The compound of claim 277, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.~~

~~280. The compound of any of claims 277 to 279, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^{20a} and R^{20b} are independently selected from the group consisting of hydrogen and methyl;~~

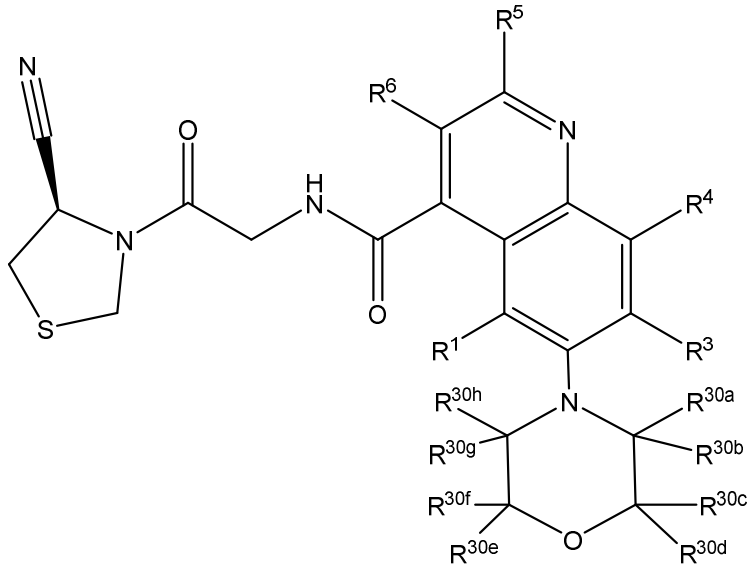
~~R^{20c} and R^{20d} are independently selected from the group consisting of hydrogen, fluoro, hydroxy, C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, C_{1-3}-alkoxy-C_{1-3}-alkyl, morpholinyl, C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl, and C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl; and wherein the C_{1-3}-alkyl, C_{3-6}-cycloalkyl, C_{1-3}-alkoxy, and C_{1-3}-alkoxy-C_{1-3}-alkyl may be further substituted with one or more halogen; and~~

~~R^{20e} and R^{20f} are independently selected from the group consisting of hydrogen and methyl.~~

~~281. The compound of claim 280, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^{20c} and R^{20d} are independently selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, C_{1-3}-alkoxy, morpholinyl, and C_{1-3}-alkyl-carbonylamino-C_{1-3}-alkyl; and wherein the C_{1-3}-alkyl and C_{1-3}-alkoxy may be further substituted with one or more halogen.~~

~~282~~17. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~which is a compound ha~~s~~vings the structure of Formula (VI):



(VI),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{30a} and R^{30b} are independently selected from the group consisting of hydrogen, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy-C_{1-3}-alkyl;

R^{30c} and R^{30d} are independently selected from the group consisting of hydrogen, halogen, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl;

R^{30e} and R^{30f} are independently selected from the group consisting of hydrogen, halogen, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{1-3}-alkyl, and C_{1-3}-alkylsulfonyl-C_{1-3}-alkyl; and

R^{30g} and R^{30h} are independently selected from the group consisting of hydrogen, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy-C_{1-3}-alkyl;~~.~~

~~283. The compound of claim 282, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

~~284~~18. The compound of claim ~~282~~17, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.

~~285. The compound of any of claims 282 to 284, or a pharmaceutically acceptable salt thereof, wherein:~~

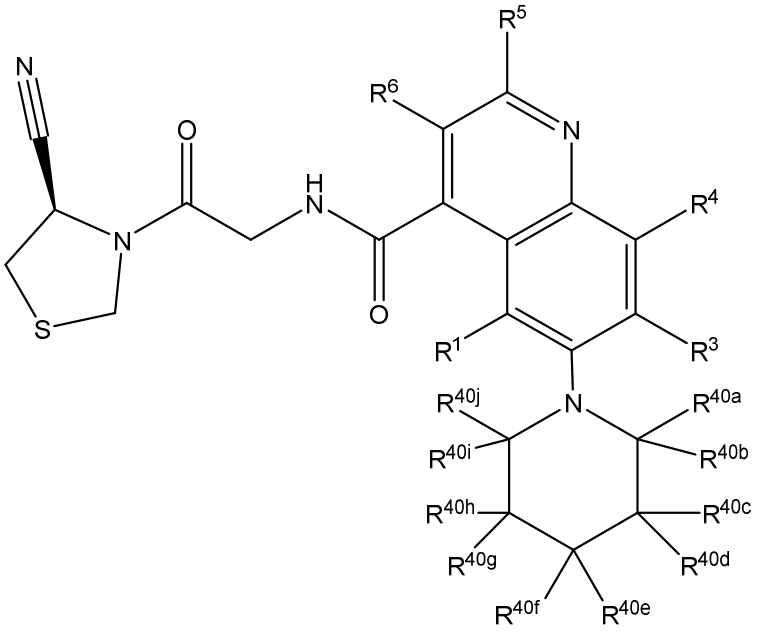
~~R^{30a} and R^{30b} are independently selected from the group consisting of hydrogen, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy-C_{1-2}-alkyl;~~

~~R^{30c} and R^{30d} are independently selected from the group consisting of hydrogen, halogen, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, C_{1-2}-alkoxy-C_{1-2}-alkyl, and C_{1-2}-alkylsulfonyl-C_{1-2}-alkyl;~~

~~R^{30e} and R^{30f} are independently selected from the group consisting of hydrogen, halogen, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, C_{1-2}-alkoxy-C_{1-2}-alkyl, and C_{1-2}-alkylsulfonyl-C_{1-2}-alkyl; and~~

~~R^{30g} and R^{30h} are independently selected from the group consisting of hydrogen, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy-C_{1-2}-alkyl.~~

~~286~~19. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~ which is a compound ha~~v~~ings the structure of Formula (VII):



(VII),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{40a} and R^{40b} are independently selected from the group consisting of hydrogen, C_{1-3}-alkyl, and halo-C_{1-3}-alkyl;

R^{40c} and R^{40d} are independently selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy;

R^{40e} and R^{40f} are independently selected from the group consisting of hydrogen, fluoro, hydroxy, oxo, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, cyclopropyl, and C_{1-3}-alkoxy;

R^{40g} and R^{40h} are independently selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy; and

R^{40i} and R^{40j} are independently selected from the group consisting of hydrogen, C_{1-3}-alkyl, and halo-C_{1-3}-alkyl.

~~287. The compound of claim 286, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

~~288. The compound of claim 286, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.~~

~~289. The compound of any of claims 286 to 288, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^{40a} and R^{40b} are independently selected from the group consisting of hydrogen, C_{1-2}-alkyl, and halo-C_{1-2}-alkyl;~~

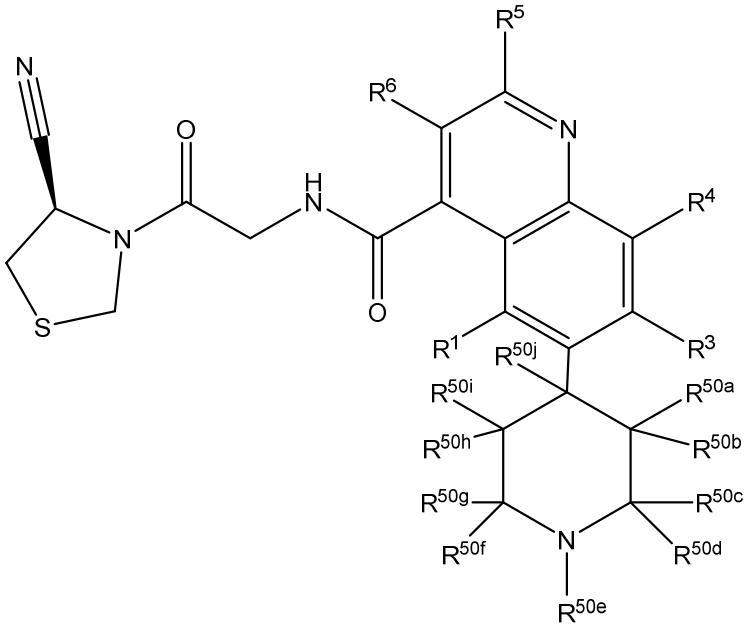
~~R^{40c} and R^{40d} are independently selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy;~~

~~R^{40e} and R^{40f} are independently selected from the group consisting of hydrogen, fluoro, hydroxy, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy;~~

~~R^{40g} and R^{40h} are independently selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy; and~~

~~R^{40i} and R^{40j} are independently selected from the group consisting of hydrogen, C_{1-2}-alkyl, and halo-C_{1-2}-alkyl.~~

~~290~~20. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~which is a compound ha~~vings~~ the structure of Formula (VIII):



(VIII),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{50a} and R^{50b} are independently selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy;

R^{50c} and R^{50d} are independently selected from the group consisting of hydrogen, C_{1-3}-alkyl, and halo-C_{1-3}-alkyl, or together are oxo;

R^{50e} is selected from the group consisting of hydrogen, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, C_{1-3}-alkoxy-C_{2-3}-alkyl, C_{1-3}-alkyl-carbonyl, and C_{3-6}-cycloalkyl-carbonyl;

R^{50f} and R^{50g} are independently selected from the group consisting of hydrogen, C_{1-3}-alkyl, and halo-C_{1-3}-alkyl, or together are oxo;

R^{50h} and R^{50i} are independently selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy; and

R^{50j} is selected from the group consisting of hydrogen and fluoro.

~~291. The compound of claim 290, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

~~292. The compound of claim 290, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.~~

~~293. The compound of any of claims 290 to 292, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, fluoro, and methyl;~~

~~R^{50a} and R^{50b} are independently selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy;~~

~~R^{50c} and R^{50d} are independently selected from the group consisting of hydrogen, C_{1-2}-alkyl, and halo-C_{1-2}-alkyl;~~

~~R^{50e} is selected from the group consisting of hydrogen, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy-C_{2-3}-alkyl;~~

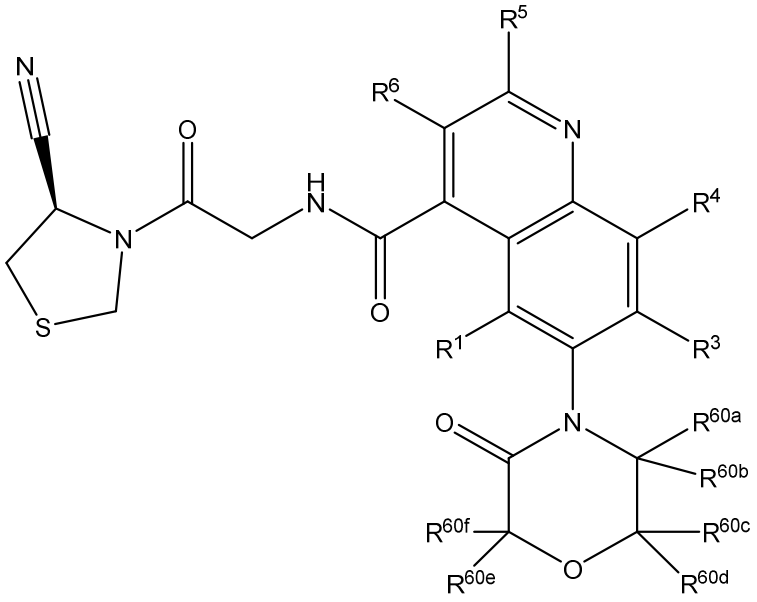
~~R^{50f} and R^{50g} are independently selected from the group consisting of hydrogen, C_{1-2}-alkyl, and halo-C_{1-2}-alkyl;~~

~~R^{50h} and R^{50i} are independently selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy; and~~

~~R^{50j} is selected from the group consisting of hydrogen and fluoro.~~

~~294. The compound of any of claims 290 to 293, or a pharmaceutically acceptable salt thereof, wherein at least one of R^{50a}, R^{50b}, R^{50h}, R^{50i}, and R^{50j} is fluoro.~~

~~295~~21. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~which is a compound ha~~s~~vings the structure of Formula (IX):



(IX),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{60a} and R^{60b} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl;

R^{60c} and R^{60d} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl; and

R^{60e} and R^{60f} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl.

~~296. The compound of claim 295, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

~~297. The compound of claim 295, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.~~

~~298. The compound of claim 295, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^4 is methyl, and~~

~~R^1, R^3, R^5, and R^6 are all hydrogen.~~

~~299. The compound of claim 295, or a pharmaceutically acceptable salt thereof, wherein:~~

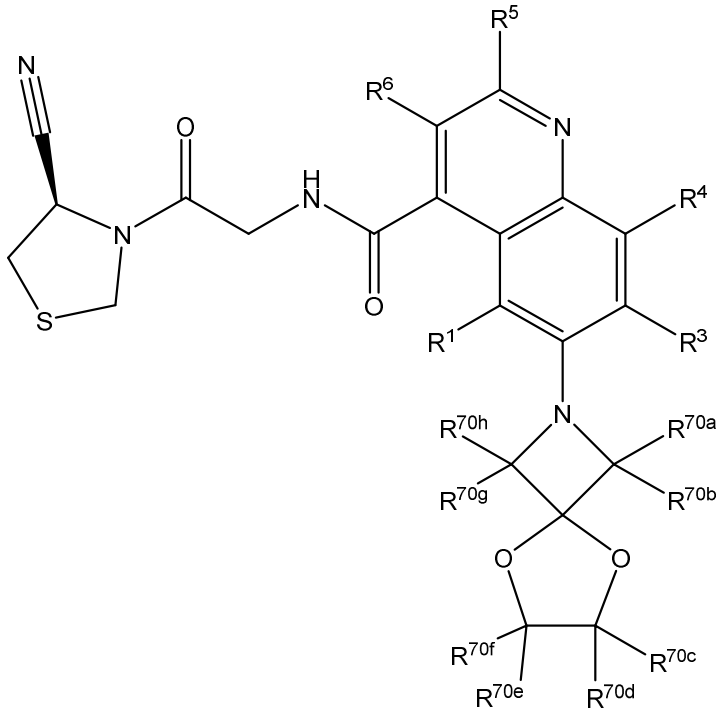
~~R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, fluoro, and methyl;~~

~~R^{60a} and R^{60b} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl;~~

~~R^{60c} and R^{60d} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl; and~~

~~R^{60e} and R^{60f} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl.~~

~~300~~22. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~which is a compound has~~s~~ving the structure of Formula (X):



(X),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{70a} and R^{70b} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl;

R^{70c} and R^{70d} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl;

R^{70e} and R^{70f} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl; and

R^{70g} and R^{70h} are independently selected from the group consisting of hydrogen and C_{1-3}-alkyl.

~~301. The compound of claim 300, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

~~302. The compound of claim 300, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.~~

~~303. The compound of any of claims 300 to 302, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, fluoro, and methyl;~~

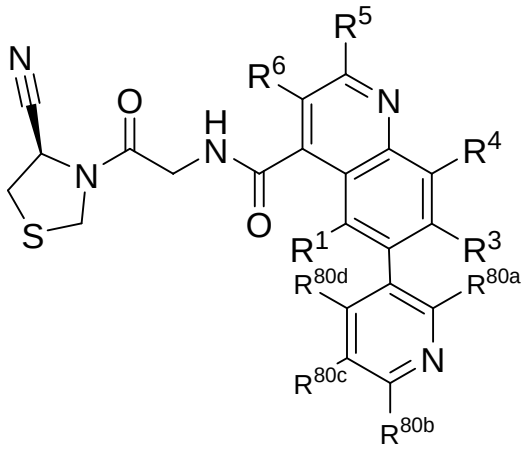
~~R^{70a} and R^{70b} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl;~~

~~R^{70c} and R^{70d} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl;~~

~~R^{70e} and R^{70f} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl; and~~

~~R^{70g} and R^{70h} are independently selected from the group consisting of hydrogen and C_{1-2}-alkyl.~~

~~3042~~23. The compound of claim 1, or a pharmaceutically acceptable salt thereof, ~~wherein the~~which is a compound ha~~s~~vings the structure of Formula (XI):



(XI),

or a pharmaceutically acceptable salt thereof, wherein:

R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, chloro, fluoro, and methyl;

R^{80a} is selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy;

R^{80b} is selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy;

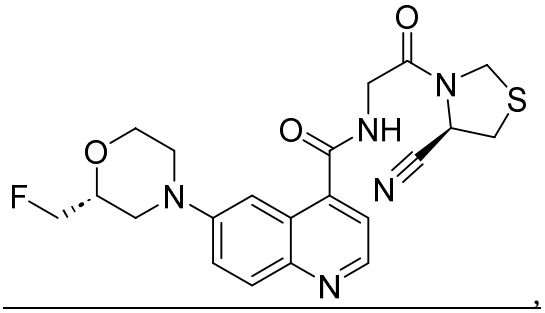
R^{80c} is selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy; and

R^{80d} is selected from the group consisting of hydrogen, fluoro, C_{1-3}-alkyl, halo-C_{1-3}-alkyl, and C_{1-3}-alkoxy.

~~305. The compound of claim 304, or a pharmaceutically acceptable salt thereof, wherein one of the R^1, R^3, R^4, R^5, and R^6 substituents is selected from the group consisting of chloro, fluoro, and methyl, and the remaining R^1, R^3, R^4, R^5, and R^6 substituents are all hydrogen.~~

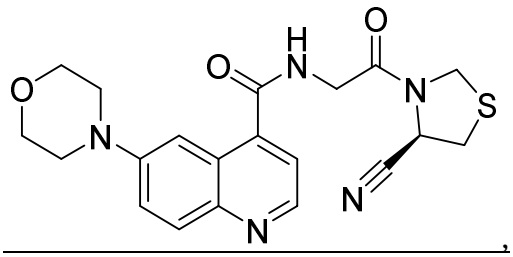
~~306. The compound of claim 304, or a pharmaceutically acceptable salt thereof, wherein R^1, R^3, R^4, R^5, and R^6 are all hydrogen.~~

24. The compound of claim 1, or a pharmaceutically acceptable salt thereof, which is *N*-(2-((*R*)-4-Cyanothiazolidin-3-yl)-2-oxoethyl)-6-((*R*)-2-(fluoromethyl)morpholino)quinoline-4-carboxamide having the structure:



or a pharmaceutically acceptable salt thereof.

25. The compound of claim 1, or a pharmaceutically acceptable salt thereof, which is (*R*)-*N*-(2-(4-cyanothiazolidin-3-yl)-2-oxoethyl)-6-morpholinoquinoline-4-carboxamide having the structure:



or a pharmaceutically acceptable salt thereof.

~~307. The compound of any of claims 304 to 306, or a pharmaceutically acceptable salt thereof, wherein:~~

~~R^1, R^3, R^4, R^5, and R^6 are independently selected from the group consisting of hydrogen, fluoro, and methyl;~~

~~R^{80a} is selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy;~~

~~R^{80b} is selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy;~~

~~R^{80c} is selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy; and~~

~~R^{80d} is selected from the group consisting of hydrogen, fluoro, C_{1-2}-alkyl, halo-C_{1-2}-alkyl, and C_{1-2}-alkoxy.~~

~~308~~26. A pharmaceutical composition comprising a compound of any of claims 1 to ~~307~~25, or a pharmaceutically acceptable salt thereof, and one or more pharmaceutically acceptable excipients.

~~309~~27. A compound of any of claims 1 to 25, or a pharmaceutically acceptable salt thereof, for use in a method of treating or preventing an FAP-mediated condition ~~in a subject suffering from or susceptible to the FAP-mediated condition, the method comprising administering to the subject a therapeutically effective amount of a compound of any of claims 1 to 307, or a pharmaceutically acceptable salt thereof~~.

28. Use of a compound of any of claims 1 to 25, or a pharmaceutically acceptable salt thereof, in the manufacture of a medicament for treating or preventing an FAP-mediated condition.

~~310~~29. The ~~method~~ compound for use of claim ~~309~~27 or the use of claim 28, wherein the FAP-mediated condition is selected from the group consisting of liver disease, type 2 diabetes mellitus, cardiovascular conditions, obesity, obesity-related conditions, fibrosis, keloid disorder, inflammation, and cancer.

~~311~~30. The ~~method~~ compound for use or the use of claim ~~310~~29, wherein the FAP-mediated condition is liver disease.

~~312~~31. The ~~method~~ compound for use or the use of claim ~~311~~30, wherein the liver disease is nonalcoholic steatohepatitis.

32. A compound of any of claims 1 to 25, or a pharmaceutically acceptable salt thereof, for use in therapy.