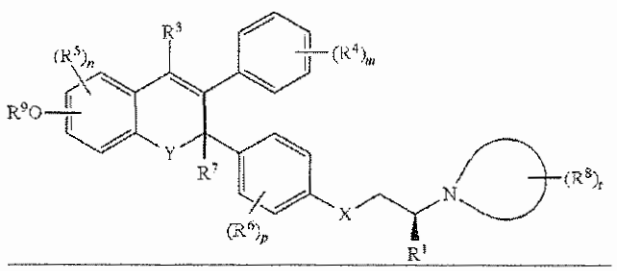
cancer), central nervous system (CNS) defects (alcoholism, migraine), cardiovascular system defects (aortic aneurysm, susceptibility to myocardial infarction, aortic valve sclerosis, cardiovascular disease, coronary artery disease, hypertension), hematological system defects (deep vein thrombosis), immune and inflammation diseases (Graves' Disease, arthritis, mulitple sclerosis, cirrhosis), susceptibility to infection (hepatitis B, chronic liver disease), metabolic defects (bone density, cholestasis, hypospadias, obesity, osteoarthritis, osteopenia, osteoporosis), neurological defects (Alzheimer's disease, Parkinson's disease, migraine, vertigo), psychiatric defects (anorexia nervosa, attention deficity hyperactivity disorder (ADHD), dementia, major depressive disorder, psychosis) and reproductive defects (age of menarche, endometriosis, infertility).

[0007] In one aspect, described herein are compounds of Formula (I), (II), (III), (IV), (V), (VI), (VII), (VIII), (IX), (X), (XI), (XII), and (XIII), pharmaceutically acceptable salts, solvates, metabolites and prodrugs thereof. Compounds described herein are estrogen receptor modulators. In some embodiments, the compound of Formula (I), (II), (III), (IV), (V), (VI), (VII), (VIII), (IX), (X), (XI), (XII), or (XIII) is an estrogen receptor antagonist. In some embodiments, the compound of Formula (I), (II), (III), (IV), (V), (VI), (VII), (VIII), (IX), (X), (XI), (XII), or (XIII) is an estrogen receptor degrader. In some embodiments, the compound of Formula (I), (II), (III), (IV), (V), (VI), (VII), (VIII), (IX), (X), (XI), (XII), or (XIII) is an estrogen receptor antagonist as well as an estrogen receptor degrader. In some embodiments, the compound of Formula (I), (II), (III), (IV), (V), (VI), (VII), (VIII), (IX), (X), (XI), (XII), or (XIII) displays miminal or no estrogen receptor agonist activity. In some embodiments, in the context of treating cancers, the compound of Formula (I), (II), (III), (IV), (V), (VI), (VII), (VIII), (IX), (X), (XI), (XII), or (XIII) may offer improved therapeutic activity characterized by complete or longer-lasting tumor regression, a lower incidence or rate of development of resistance to treatment, and/or a reduction in tumor invasiveness.

[0007a] In one aspect, there is provided a compound of Formula (VI), or a pharmaceutically acceptable salt thereof:

Formula (VI)



wherein,

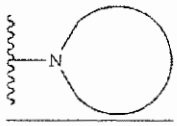
R^1 is H, F, C_1-C_4alkyl, or C_1-C_4fluoroalkyl;

R^3 is H, halogen, C_1-C_4alkyl, C_3-C_6cycloalkyl, or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, —$C(=O)R^{10}$, C(=O)OH, —$C(=O)OR^{10}$, —$C(=O)NHR^{10}$, —$C(=O)N(R^{10})_2$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6-fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^5 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6-fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6-fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;



is azetidinyl or pyrrolidinyl;

R^7 is H or C_1-C_4alkyl;

each R^8 is independently selected from F, Cl, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

or 1 R^8 is taken together with R^1 along with the intervening atoms joining R^8 to R^1 to form a 5-, 6-, or 7-membered ring;

each R^9 is independently selected from H, —$C(=O)R^{10}$, —$C(=O)OR^{10}$, —$C(=O)NHR^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, —C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted aryl), and —C_1-C_2alkylene-(substituted or unsubstituted heteroaryl); or

each R^{10} is independently selected from substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or

unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, —C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted aryl), and —C_1-C_2alkylene-(substituted or unsubstituted heteroaryl);

Y is —O—, —S—, or —NR^{11}—; R^{11} is H, —C(=O)R^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, or substituted or unsubstituted C_1-C_6heteroalkyl;

X is —O—, —S—, —CH_2—, —NH— or —N(C_1-C_6alkyl)-;

m is 0, 1, 2, 3 or 4;

n is 0, 1, 2, or 3;

p is 0, 1, 2, 3 or 4;

t is 1, 2, 3 or 4.

[0007b] In one aspect, there is provided a compound that is:

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

(S)-3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol

(R)-3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-3-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((R)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((S)-3-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((S)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-hydroxyphenyl)-4-methyl-2-(4-((R)-2-((S)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

2-(4-((S)-2-(3,3-Dimethylpyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

2-(4-(2-(3,3-Dimethylpyrrolidin-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-2-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((S)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-7-ol;
3-(4-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-7-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-phenyl-2H-chromen-6-ol;
3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
(S)-3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
(R)-3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
2-(2-Fluoro-4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(3-Hydroxy-4-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxy-2-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxy-2-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxy-3-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Chlorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(2-Fluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,4-Difluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,5-Difluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2,4-Difluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,4-Difluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Chloro-4-fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2,4-Difluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Bromophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(o-tolyl)-2H-chromen-6-ol;
3-(4-Fluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Ethynylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(4-(methylsulfonyl)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
5-Fluoro-3-(3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
2-(4-((S)-2-((R)-3-Fluoropyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(4-Hydroxyphenyl)-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-4-(trifluoromethyl)-2H-chromen-6-ol;

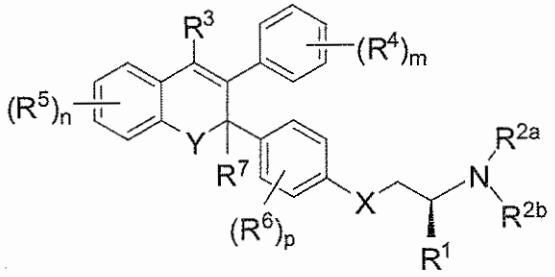
3-(3-Hydroxyphenyl)-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-4-(trifluoromethyl)-2H-chromen-6-ol;

3-(3-Hydroxy-4-(trifluoromethyl)phenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol; or

3-(4-Hydroxy-3-(trifluoromethyl)phenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

or a pharmaceutically acceptable salt thereof.

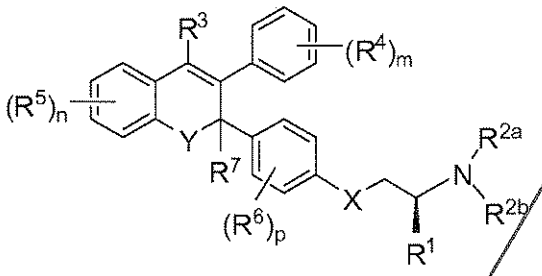
[0008] In one aspect, provided herein is a compound of Formula (I), or a pharmaceutically acceptable salt, solvate, metabolite or prodrug thereof:



Formula (I)

WHAT IS CLAIMED IS:

1. A compound of Formula (I), or a pharmaceutically acceptable salt, or solvate thereof:



Formula (I)

wherein,

R^1 is F, C_1-C_6alkyl, or C_1-C_6fluoroalkyl;

R^{2a} is H or R^{10};

R^{2b} is $-C(=O)R^{10}$, $-C(=O)OR^{10}$, $-C(=O)NHR^{10}$, $-S(=O)_2R^{10}$, or R^{10};

or

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted monocyclic heterocycloalkyl, a substituted or unsubstituted bicyclic heterocycloalkyl, a substituted or unsubstituted monocyclic heteroaryl, or a substituted or unsubstituted bicyclic heteroaryl;

R^3 is H, halogen, C_1-C_4alkyl, C_3-C_6cycloalkyl, or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, $-C(=O)R^{10}$, -C(=O)OH, $-C(=O)OR^{10}$, $-C(=O)NHR^{10}$, $-C(=O)N(R^{10})_2$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^5 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

R^7 is H or C_1-C_4alkyl;

each R^9 is independently selected from H, -C(=O)R^{10}, -C(=O)OR^{10}, -C(=O)NHR^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, -C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted aryl), and -C_1-C_2alkylene-(substituted or unsubstituted heteroaryl); or

each R^{10} is independently selected from substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, -C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted aryl), and -C_1-C_2alkylene-(substituted or unsubstituted heteroaryl);

Y is -O-, -S-, or –NR^{11}-; R^{11} is H, -C(=O)R^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, or substituted or unsubstituted C_1-C_6heteroalkyl;

X is -O-, -S-, -CH_2-, -NH- or –N(C_1-C_6alkyl)-;

m is 0, 1, 2, 3, 4 or 5;

n is 0, 1, 2, 3 or 4;

p is 0, 1, 2, 3 or 4.

2. The compound of claim 1, wherein:

R^1 is C_1-C_4alkyl;

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted monocyclic heterocycloalkyl, a substituted or unsubstituted bicyclic heterocycloalkyl, a substituted or unsubstituted monocyclic heteroaryl, or a substituted or unsubstituted bicyclic heteroaryl;

R^3 is C_1-C_4alkyl or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, -CN, -OH, -OR^9, -SR^9, -S(=O)R^{10}, -S(=O)$_2R^{10}$, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, C_1-C_6alkoxy, and C_1-C_6heteroalkyl;

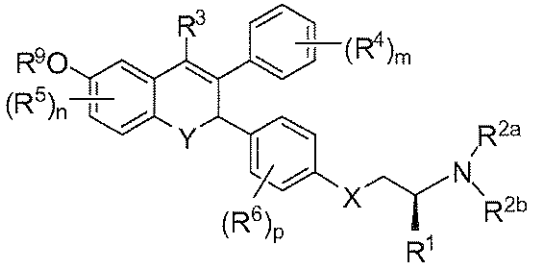
each R^5 is independently selected from H, halogen, -CN, -OH, -OR^9, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, C_1-C_6alkoxy, and C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, -CN, -OH, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, and C_1-C_6alkoxy;

R^7 is H or $-CH_3$;

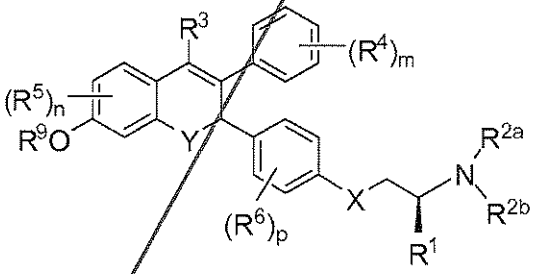
Y is -O- or -S-.

3. The compound of claim 1 or claim 2, wherein the compound of Formula (I) has the structure of Formula (II) or Formula (III):



Formula (II)

or



Formula (III)

wherein,

X is -O-, -S-, $-CH_2$-, -NH- or $-N(CH_3)$-;

each R^5 is independently selected from H, halogen, -CN, -OH, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, C_1-C_6alkoxy, and C_1-C_6heteroalkyl;

each R^6 is independently selected from H, F, Cl, -OH, $-CH_3$, $-CF_3$, $-OCF_3$ and $-OCH_3$;

n is 0, 1, 2, or 3;

p is 0, 1, or 2.

4. The compound of claim 3, wherein:

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted azetidinyl, substituted or unsubstituted pyrrolidinyl, substituted or unsubstituted piperidinyl, substituted or unsubstituted azepanyl, substituted or unsubstituted morpholinyl, substituted or unsubstituted piperazinyl, substituted or unsubstituted 3-azabicyclo[3.1.0]hexan-3-yl, substituted or unsubstituted 3-azabicyclo[3.2.0]heptan-3-yl, substituted or unsubstituted 7-azabicyclo[2.2.1]heptan-7-yl, substituted or unsubstituted octahydrocyclopenta[c]pyrrolyl, substituted or unsubstituted octahydro-1H-isoindolyl, substituted or unsubstituted isoindolinyl, substituted or unsubstituted pyrazolyl, substituted or unsubstituted triazolyl, substituted or unsubstituted pyrrolyl, a substituted or unsubstituted imidazolyl, or substituted or unsubtituted isoindolyl.

5. The compound of claim 4, wherein:

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted azetidinyl, substituted or unsubstituted pyrrolidinyl, substituted or unsubstituted piperidinyl, substituted or unsubstituted azepanyl, substituted or unsubstituted pyrazolyl, substituted or unsubstituted triazolyl, substituted or unsubstituted pyrrolyl, or a substituted or unsubstituted imidazolyl.

6. The compound of any one of claims 1-5, wherein:

R^1 is $-CH_3$;

R^3 is $-CH_3$ or $-CF_3$;

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form substituted or unsubstituted pyrrolidinyl or a substituted or unsubstituted piperidinyl.

7. The compound of any one of claims 1-5, wherein:

R^1 is $-CH_3$;

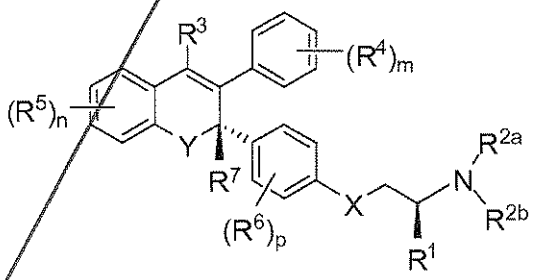
R^3 is $-CH_3$ or $-CF_3$;

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted pyrrolidinyl;

X is -O-;

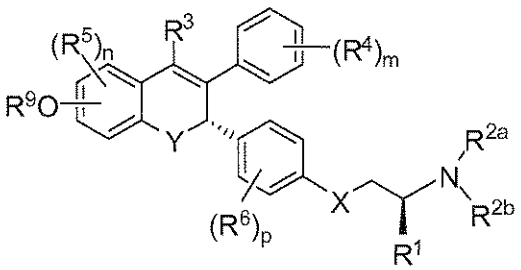
Y is -O-.

8. The compound of claim 1 or claim 2, wherein the compound of Formula (I) has the structure of Formula (IV):



Formula (IV).

9. The compound of claim 8, wherein the compound of Formula (I) has the structure of Formula (V):



Formula (V)

wherein,

n is 0, 1 or 2;

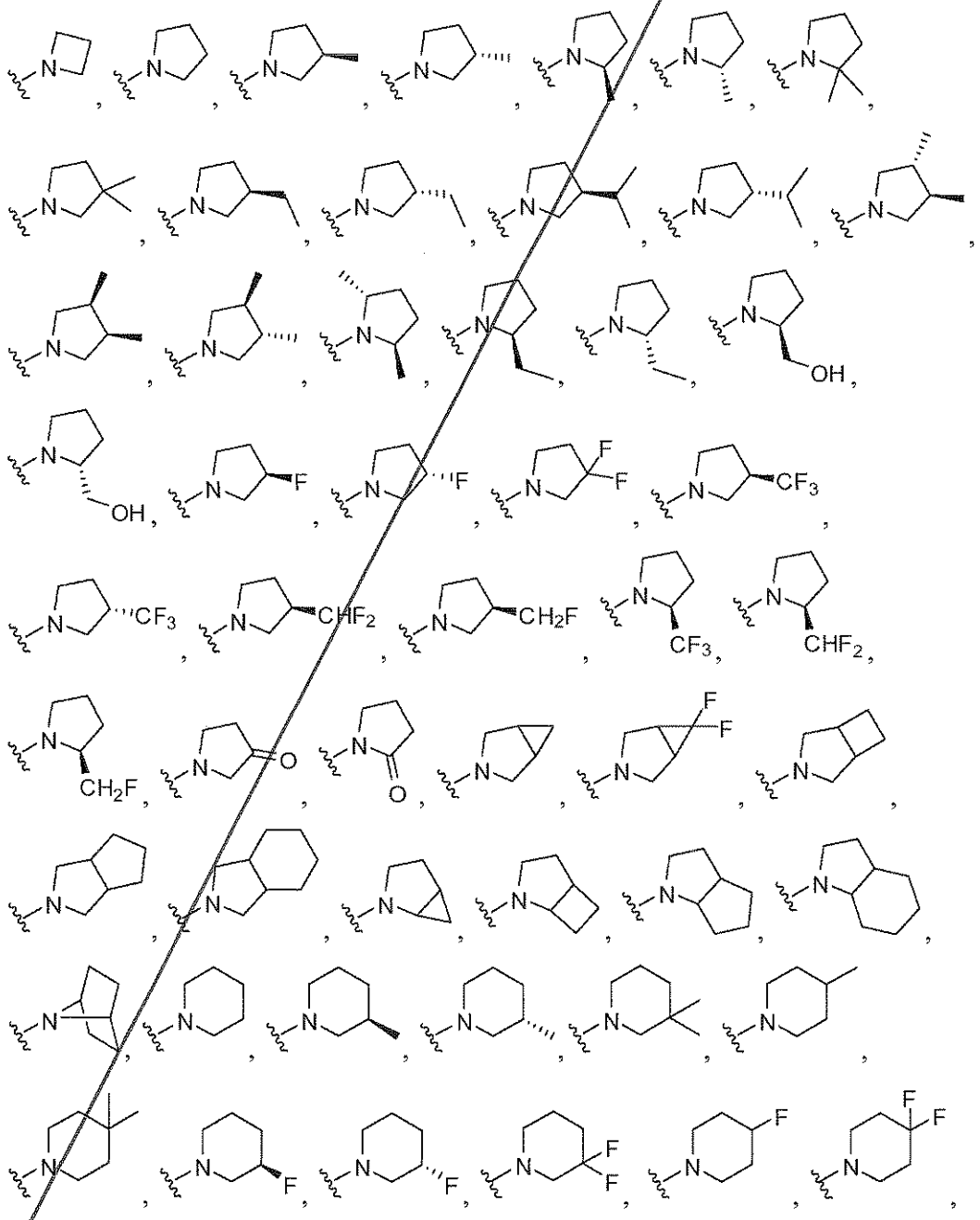
p is 0, 1 or 2.

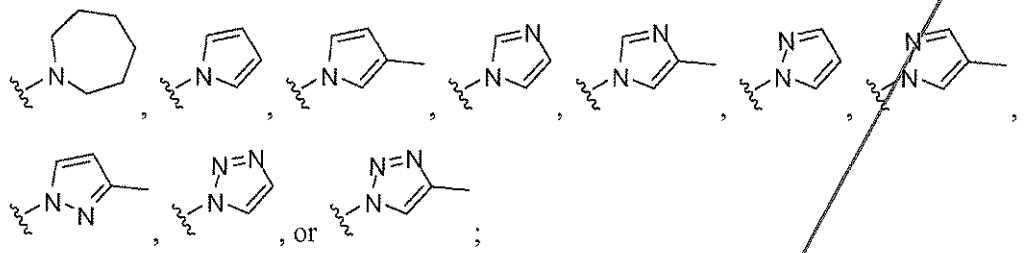
10. The compound of claim 9, wherein:

R^1 is $-CH_3$;

R^3 is $-CH_3$ or $-CF_3$;

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form



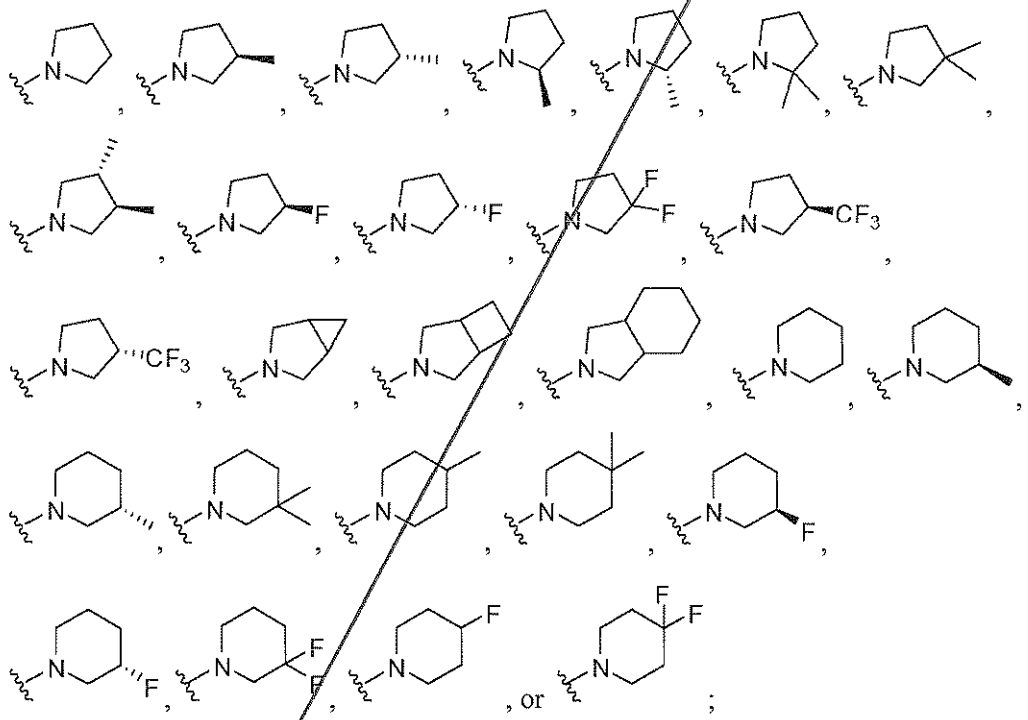


Y is -O- or -S-;

X is -O-, -S-, $-CH_2-$, -NH- or $-N(CH_3)-$.

11. The compound of claim 10, wherein:

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form

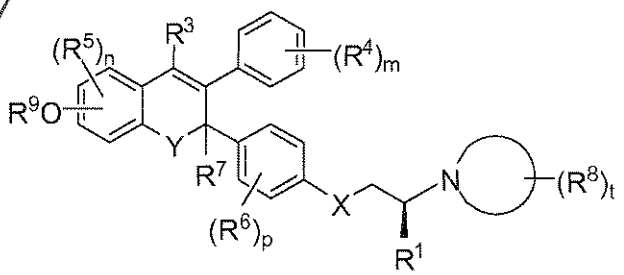


R^9 is H;

Y is -O-;

X is -O-.

12. A compound of Formula (VI), or a pharmaceutically acceptable salt, or solvate thereof:



Formula (VI)

wherein,

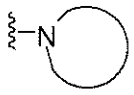
R^1 is H, F, C_1-C_4alkyl, or C_1-C_4fluoroalkyl;

R^3 is H, halogen, C_1-C_4alkyl, C_3-C_6cycloalkyl, or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, $-C(=O)R^{10}$, -C(=O)OH, $-C(=O)OR^{10}$, $-C(=O)NHR^{10}$, $-C(=O)N(R^{10})_2$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^5 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

 is a heterocycloalkyl or a heteroaryl;

R^7 is H or C_1-C_4alkyl;

each R^8 is independently selected from F, Cl, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

or 1 R^8 is taken together with R^1 along with the intervening atoms joining R^8 to R^1 to form a 5-, 6-, or 7-membered ring;

each R^9 is independently selected from H, $-C(=O)R^{10}$, $-C(=O)OR^{10}$, $-C(=O)NHR^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, -C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted aryl), and -C_1-C_2alkylene-(substituted or unsubstituted heteroaryl); or

each R^{10} is independently selected from substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-

C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, -C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted aryl), and -C_1-C_2alkylene-(substituted or unsubstituted heteroaryl);

Y is -O-, -S-, or $-NR^{11}$-; R^{11} is H, $-C(=O)R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, or substituted or unsubstituted C_1-C_6heteroalkyl;

X is -O-, -S-, $-CH_2$-, -NH- or $-N(C_1$-C_6alkyl)-;

m is 0, 1, 2, 3 or 4;

n is 0, 1, 2, or 3;

p is 0, 1, 2, 3 or 4;

t is 1, 2, 3 or 4.

13. The compound of claim 12, wherein:

R^1 is H or C_1-C_4alkyl;

R^3 is C_1-C_4alkyl or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, C_1-C_4alkoxy, and C_1-C_4heteroalkyl;

each R^5 is independently selected from H, halogen, -OH, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, C_1-C_4alkoxy, and C_1-C_4heteroalkyl;

each R^6 is independently selected from H, halogen, -OH, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, and C_1-C_4alkoxy;

R^7 is H or $-CH_3$;

Y is -O- or -S-;

X is -O-, -S-, $-CH_2$-, -NH- or $-N(CH_3)$-;

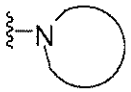
p is 0, 1, or 2.

14. The compound of claim 12 or claim 13, wherein:

each R^5 is independently selected from H, F, Cl, -OH, $-CH_3$, $-CF_3$, $-OCF_3$ and $-OCH_3$;

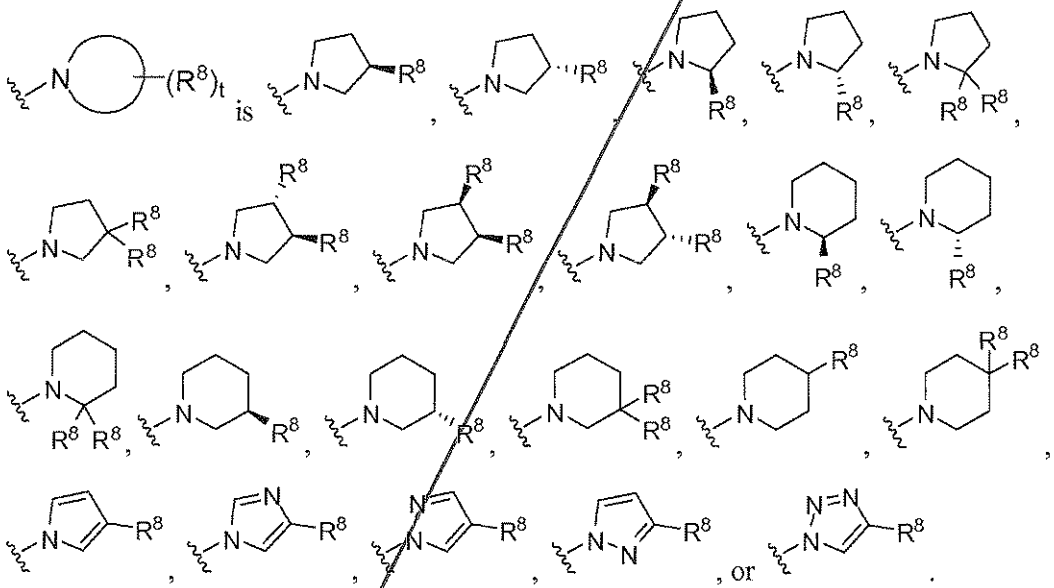
each R^6 is independently selected from H, F, Cl, -OH, $-CH_3$, $-CF_3$, $-OCF_3$ and $-OCH_3$;

R^7 is H;

 is azetidinyl, pyrrolidinyl, piperidinyl, azepanyl, morpholinyl, piperazinyl, 3-azabicyclo[3.1.0]hexan-3-yl, 3-azabicyclo[3.2.0]heptan-3-yl, octahydrocyclopenta[c]pyrrolyl, octahydro-1H-isoindolyl, isoindolinyl, pyrazolyl, triazolyl, pyrrolyl, imidazolyl, or isoindolyl;

each R^8 is independently selected from F, Cl, -OH, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, C_1-C_4alkoxy, and C_1-C_4heteroalkyl.

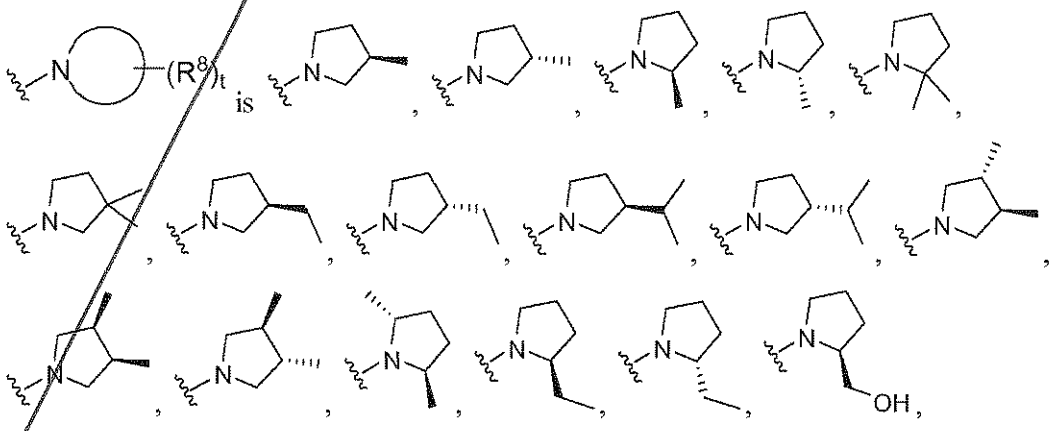
15. The compound of any one of claims 12-14, wherein:

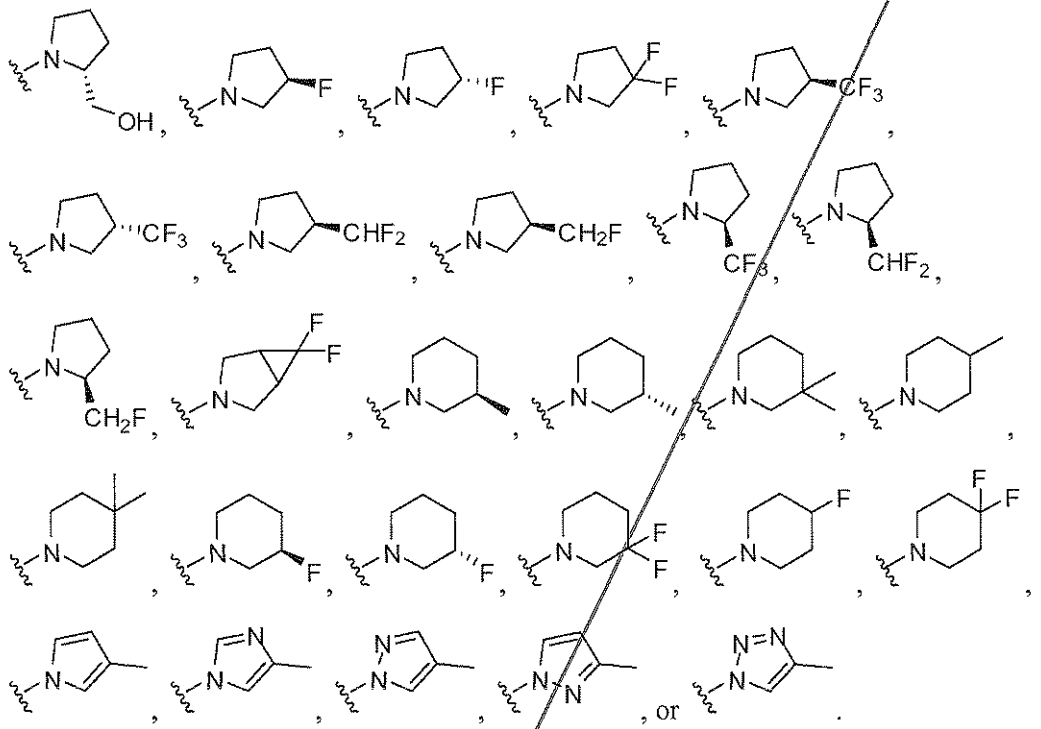


16. The compound of any one of claims 12-15, wherein:

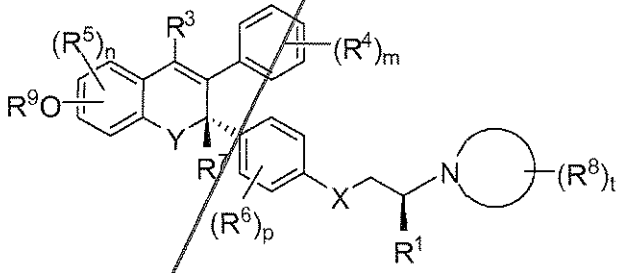
each R^8 is independently selected from F, Cl, -OH, $-CH_3$, $-CH_2CH_3$, $-CH(CH_3)_2$, $-CF_3$, $-CH_2CF_3$, $-OCF_3$, $-OCH_2CF_3$, $-OCH_3$, $-OCH_2CH_3$, $-CH_2OCH_3$, $-CH_2OCH_2CH_3$, and $-CH_2OH$.

17. The compound of any one of claims 12-14, wherein:



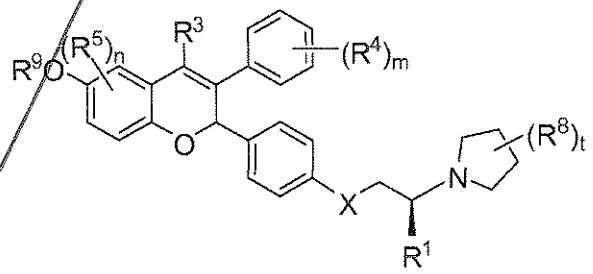


18. The compound of any one of claims 12-17, wherein the compound of Formula (VI) has the structure of Formula (VII)



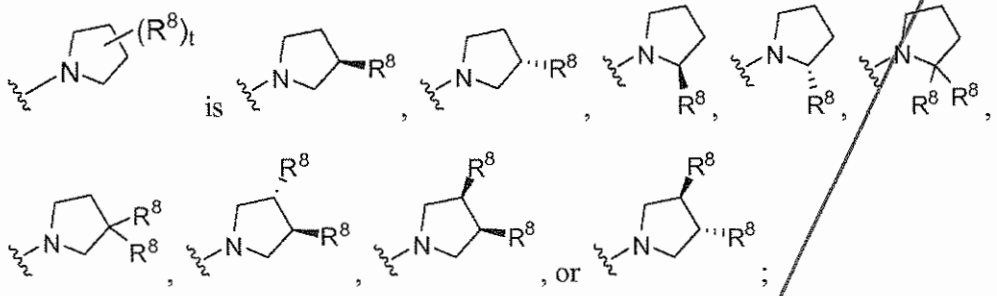
Formula (VII).

19. The compound of any one of claims 12-18, wherein the compound of Formula (VI) has the structure of Formula (X):



Formula (X).

20. The compound of claim 19, wherein:



each R^8 is independently selected from F, Cl, -OH, $-CH_3$, $-CH_2CH_3$, $-CH(CH_3)_2$, $-CF_3$, $-CH_2CF_3$, $-OCF_3$, $-OCH_2CF_3$, $-OCH_3$, $-OCH_2CH_3$, $-CH_2OCH_3$, $-CH_2OCH_2CH_3$, and $-CH_2OH$.

21. The compound of any one of claims 12-20, wherein:

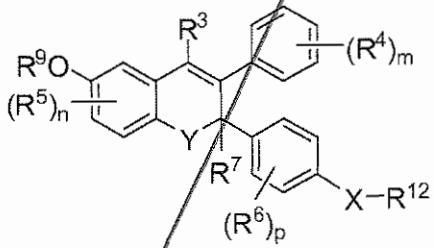
R^1 is H or $-CH_3$;

R^3 is $-CH_3$ or $-CF_3$;

R^9 is H;

X is -O-.

22. A compound of Formula (XII), or a pharmaceutically acceptable salt, or solvate thereof:



Formula (XII)

wherein,

R^3 is H, halogen, C_1-C_4alkyl, C_3-C_6cycloalkyl, or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, $-C(=O)R^{10}$, -C(=O)OH, $-C(=O)OR^{10}$, $-C(=O)NHR^{10}$, $-C(=O)N(R^{10})_2$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^5 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, -CN, -OH, $-OR^9$, $-SR^9$, $-S(=O)R^{10}$, $-S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-

C_6fluoroalkyl, substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

R^7 is H or C_1-C_4alkyl;

each R^9 is independently selected from H, -C(=O)R^{10}, -C(=O)OR^{10}, -C(=O)NHR^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, -C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted aryl), and -C_1-C_2alkylene-(substituted or unsubstituted heteroaryl); or

each R^{10} is independently selected from substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, -C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), -C_1-C_2alkylene-(substituted or unsubstituted aryl), and -C_1-C_2alkylene-(substituted or unsubstituted heteroaryl);

R^{12} is –L-$NR^{2a}R^{2b}$,

L is a substituted or unsubstituted C_1-C_6alkylene, where if L is substituted then L is substituted with R^1, where R^1 is F, C_1-C_4alkyl, or C_1-C_4fluoroalkyl;

R^{2a} is H or R^{10};

R^{2b} is -C(=O)R^{10}, -C(=O)OR^{10}, -C(=O)NHR^{10}, -S(=O)$_2R^{10}$, or R^{10};

or

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted monocyclic heterocycloalkyl, a substituted or unsubstituted bicyclic heterocycloalkyl, a substituted or unsubstituted monocyclic heteroaryl, or a substituted or unsubstituted bicyclic heteroaryl;

Y is -O-, -S-, or –NR^{11}-; R^{11} is H, -C(=O)R^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, or substituted or unsubstituted C_1-C_6heteroalkyl;

X is -O-, -S-, -CH_2-, -NH- or –N(C_1-C_6alkyl)-;

m is 0, 1, 2, 3, 4 or 5;

n is 0, 1, 2 or 3;

p is 0, 1, 2, 3 or 4.

23. The compound of claim 22, wherein:

R^3 is H, -CH_3 or CF_3;

each R^4 is independently selected from H, halogen, -CN, -OH, -OR^9, -SR^9, -S(=O)R^{10}, -$S(=O)_2R^{10}$, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, C_1-C_6alkoxy, and C_1-C_6heteroalkyl;

each R^5 is independently selected from H, halogen, -CN, -OH, -OR^9, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, C_1-C_6alkoxy, and C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, -CN, -OH, C_1-C_6alkyl, C_1-C_6fluoroalkyl, C_1-C_6fluoroalkoxy, and C_1-C_6alkoxy;

R^7 is H or –CH_3;

R^{12} is –L-$NR^{2a}R^{2b}$,

L is a substituted or unsubstituted ethylene, where if L is substituted then L is substituted with R^1, where R^1 is –CH_3, -CF_3, -CHF_2, or -CH_2F;

R^{2a} is H or R^{10};

R^{2b} is R^{10};

or

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted monocyclic heterocycloalkyl, a substituted or unsubstituted bicyclic heterocycloalkyl, a substituted or unsubstituted monocyclic heteroaryl, or a substituted or unsubstituted bicyclic heteroaryl;

Y is -O-;

X is -O-, -S-, -CH_2-, -NH- or –$N(CH_3)$-;

m is 0, 1, 2, or 3;

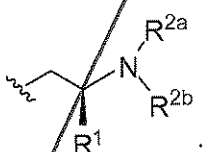
n is 0, 1, 2 or 3;

p is 0 or 1.

24. The compound of claim 22 or claim 23, wherein:

R^3 is -CH_3;

R^7 is H;

R^{12} is 

;

R^{2a} is H, C_1-C_6alkyl, C_3-C_{10}cycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^{2b} is C_1-C_6alkyl, C_3-C_{10}cycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

or

R^{2a} and R^{2b} are taken together with the N atom to which they are attached to form a substituted or unsubstituted monocyclic heterocycloalkyl, a substituted or unsubstituted bicyclic heterocycloalkyl, a substituted or unsubstituted monocyclic heteroaryl, or a substituted or unsubstituted bicyclic heteroaryl;

Y is -O-;

X is -O-;

p is 0.

25. A compound that is:

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-(piperidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

(S)-3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol

(R)-3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-(methylamino)ethoxy)phenyl)-2H-chromen-6-ol;

2-(4-(2-(Diethylamino)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-(pyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((R)-2-(pyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-3-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-piperidylethoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((R)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((S)-3-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((S)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-hydroxyphenyl)-4-methyl-2-(4-((R)-2-((S)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-pyrrolylethoxy)phenyl)-2H-chromen-6-ol;
2-(4-((S)-2-(azepan-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-2-(4-(2-imidazolylethoxy)phenyl)-4-methyl-2H-chromen-6-ol;
2-(4-(2-(Azepan-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
2-(4-((S)-2-(3,3-Dimethylpyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
2-(4-(2-(3,3-Dimethylpyrrolidin-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-2-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;
3-(3-hydroxyphenyl)-4-methyl-2-(4-(2-(4-methylpiperidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((2-(pyrrolidin-1-yl)ethyl)amino)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((S)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
2-(4-(2-(Azocan-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-(pyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-7-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-7-ol;
3-(4-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-7-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-phenyl-2H-chromen-6-ol;
3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

(S)-3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
(R)-3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
2-(2-Fluoro-4-(2-(pyrrolidin-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
2-(2-Fluoro-4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-(pyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;
2-(4-((S)-2-(Azetidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
2-(4-(2-(Azetidin-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(3-Hydroxy-4-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxy-2-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxy-2-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxy-3-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Chlorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3,4-Difluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,5-Difluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2,4-Difluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,4-Difluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Chloro-4-fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-(4-methyl-1H-imidazol-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2,4-Difluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-3-methylpiperidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;
3-(4-Bromophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Fluorophenyl)-4-methyl-2-(4-(2-(pyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(o-tolyl)-2H-chromen-6-ol;
3-(4-Fluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Ethynylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(4-(methylsulfonyl)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
5-Fluoro-3-(3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

2-(4-((S)-2-((R)-3-Fluoropyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

3-(4-Hydroxyphenyl)-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-4-(trifluoromethyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-4-(trifluoromethyl)-2H-chromen-6-ol;

2-(4-((S)-2-(7-Azabicyclo[2.2.1]heptan-7-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

3-(3-Hydroxy-4-(trifluoromethyl)phenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(4-Hydroxy-3-(trifluoromethyl)phenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(4-fluorophenyl)-4-methyl-2-(4-((S)-2-morpholinopropoxy)phenyl)-2H-chromen-6-ol;

2-(4-((2S)-2-(3-azabicyclo[3.1.0]hexan-3-yl)propoxy)phenyl)-3-(4-fluorophenyl)-4-methyl-2H-chromen-6-ol;

or a pharmaceutically acceptable salt thereof.

26. A pharmaceutical composition comprising a therapeutically effective amount of a compound of any one of claims 1-25, or a pharmaceutically acceptable salt thereof.

27. The pharmaceutical composition of claim 26, wherein the pharmaceutical composition is formulated for intravenous injection, subcutaneous injection, oral administration, or topical administration.

28. The pharmaceutical composition of claim 26, wherein the pharmaceutical composition is a tablet, a pill, a capsule, a liquid, a suspension, a gel, a dispersion, a solution, an emulsion, an ointment, or a lotion.

29. A method of treating an estrogen receptor dependent or estrogen receptor mediated disease or condition in mammal comprising administering to the mammal a therapeutically effective amount of a compound according to any one of claims 1-25.

30. The method of claim 29, wherein estrogen receptor dependent or estrogen receptor mediated disease or condition is selected from cancer, central nervous system (CNS) defects, cardiovascular system defects, hematological system defects, immune and inflammation diseases, susceptibility to infection, metabolic defects, neurological defects, psychiatric defects and reproductive defects.

31. The method of claim 29, wherein estrogen receptor dependent or estrogen receptor mediated disease or condition is selected from bone cancer, breast cancer, lung cancer, colorectal cancer, endometrial cancer, prostate cancer, ovarian cancer, uterine cancer,

alcoholism, migraine, aortic aneurysm, susceptibility to myocardial infarction, aortic valve sclerosis, cardiovascular disease, coronary artery disease, hypertension, deep vein thrombosis, Graves' Disease, arthritis, mulitple sclerosis, cirrhosis, hepatitis B, chronic liver disease, bone density, cholestasis, hypospadias, obesity, osteoarthritis, osteopenia, osteoporosis, Alzheimer's disease, Parkinson's disease, migraine, vertigo, anorexia nervosa, attention deficity hyperactivity disorder (ADHD), dementia, major depressive disorder, psychosis, age of menarche, endometriosis, and infertility.

32. A method of treating cancer in a mammal comprising administering to the mammal a therapeutically effective amount of a compound of any one of claims 1-25.

33. The method of claim 32, wherein the cancer is breast cancer, lung cancer, ovarian cancer, endometrial cancer, prostate cancer, or uterine cancer.

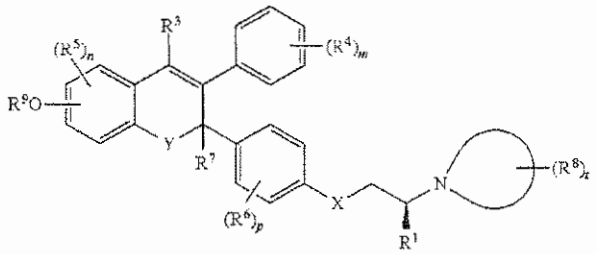
34. The method of claim 32, wherein the cancer is a hormone dependent cancer or a cancer is resistant to anti-hormonal treatment.

35. The method of any one of claims 32-34, further comprising administering to the mammal at least one additional anti-cancer agent.

WHAT IS CLAIMED IS:

1. A compound of Formula (VI), or a pharmaceutically acceptable salt thereof:

Formula (VI)



wherein,

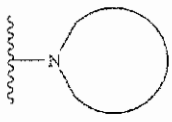
R^1 is H, F, C_1-C_4alkyl, or C_1-C_4fluoroalkyl;

R^3 is H, halogen, C_1-C_4alkyl, C_3-C_6cycloalkyl, or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, —$C(=O)R^{10}$, C(=O)OH, —$C(=O)OR^{10}$, —$C(=O)NHR^{10}$, —$C(=O)N(R^{10})_2$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6-fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^5 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6-fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

each R^6 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_1-C_6-fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;



is azetidinyl or pyrrolidinyl;

R^7 is H or C_1-C_4alkyl;

each R^8 is independently selected from F, Cl, —CN, —OH, —OR^9, —SR^9, —$S(=O)R^{10}$, —$S(=O)_2R^{10}$, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl,

substituted or unsubstituted C_1-C_6fluoroalkoxy, substituted or unsubstituted C_1-C_6alkoxy, and substituted or unsubstituted C_1-C_6heteroalkyl;

or 1 R^8 is taken together with R^1 along with the intervening atoms joining R^8 to R^1 to form a 5-, 6-, or 7-membered ring;

each R^9 is independently selected from H, —C(=O)R^{10}, —C(=O)OR^{10}, —C(=O)NHR^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, —C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted aryl), and —C_1-C_2alkylene-(substituted or unsubstituted heteroaryl); or

each R^{10} is independently selected from substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6heteroalkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, substituted or unsubstituted C_3-C_{10}cycloalkyl, substituted or unsubstituted C_2-C_{10}heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, —C_1-C_2alkylene-(substituted or unsubstituted C_3-C_{10}cycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted C_2-C_{10}heterocycloalkyl), —C_1-C_2alkylene-(substituted or unsubstituted aryl), and —C_1-C_2alkylene-(substituted or unsubstituted heteroaryl);

Y is —O—, —S—, or —NR^{11}—; R^{11} is H, —C(=O)R^{10}, substituted or unsubstituted C_1-C_6alkyl, substituted or unsubstituted C_1-C_6fluoroalkyl, or substituted or unsubstituted C_1-C_6heteroalkyl;

X is —O—, —S—, —CH_2—, —NH— or —N(C_1-C_6alkyl)-;

m is 0, 1, 2, 3 or 4;

n is 0, 1, 2, or 3;

p is 0, 1, 2, 3 or 4;

t is 1, 2, 3 or 4.

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

R^1 is H or C_1-C_4alkyl;

R^3 is C_1-C_4alkyl or C_1-C_4fluoroalkyl;

each R^4 is independently selected from H, halogen, —CN, —OH, —OR^9, —SR^9, —S(=O)R^{10}, —S(=O)$_2$$R^{10}$, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4-fluoroalkoxy, C_1-C_4alkoxy, and C_1-C_4heteroalkyl;

each R^5 is independently selected from H, halogen, —OH, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, C_1-C_4alkoxy, and C_1-C_4heteroalkyl;

each R^6 is independently selected from H, halogen, —OH, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, and C_1-C_4alkoxy;

R^7 is H or —CH_3;

Y is —O— or —S—;

X is —O—, —S—, —CH_2—, —NH— or —N(CH_3)—;

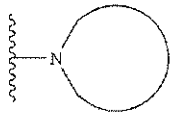
p is 0, 1, or 2.

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

each R^5 is independently selected from H, F, Cl, —OH, —CH_3, —CF_3, —OCF_3 and —OCH_3;

each R^6 is independently selected from H, F, Cl, —OH, —CH_3, —CF_3, —OCF_3 and —OCH_3;

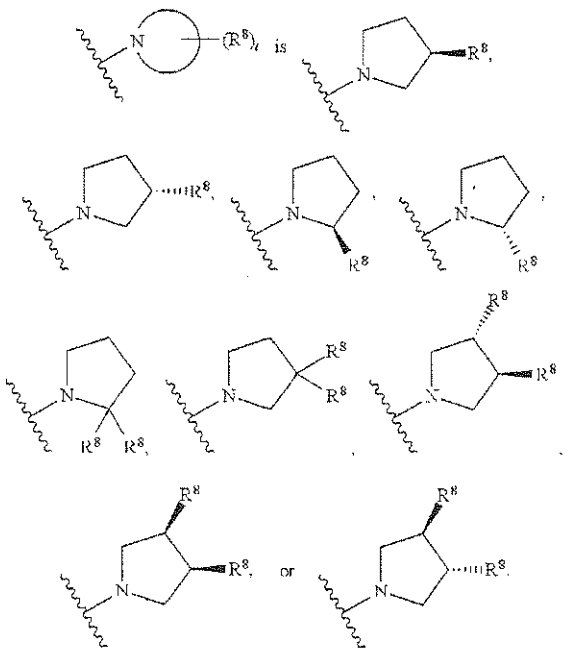
R^7 is H;



is azetidinyl, or pyrrolidinyl;

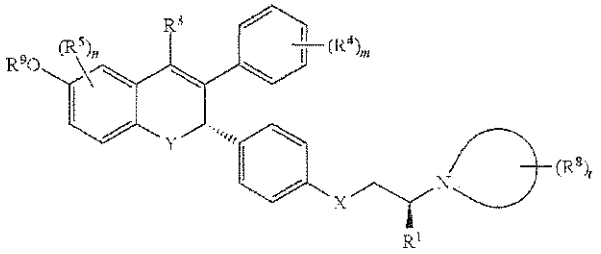
each R^8 is independently selected from F, Cl, —OH, C_1-C_4alkyl, C_1-C_4fluoroalkyl, C_1-C_4fluoroalkoxy, C_1-C_4alkoxy, and C_1-C_4heteroalkyl.

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



5. The compound of claim 1, wherein the compound of Formula (VI) has the structure of Formula (VIII):

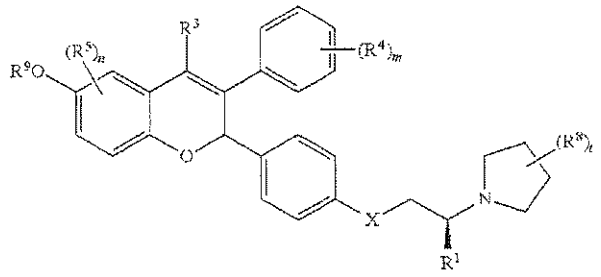
Formula (VIII)



or is a pharmaceutically acceptable salt thereof.

6. The compound of claim 1, wherein the compound of Formula (VI) has the structure of Formula (X):

Formula (X)

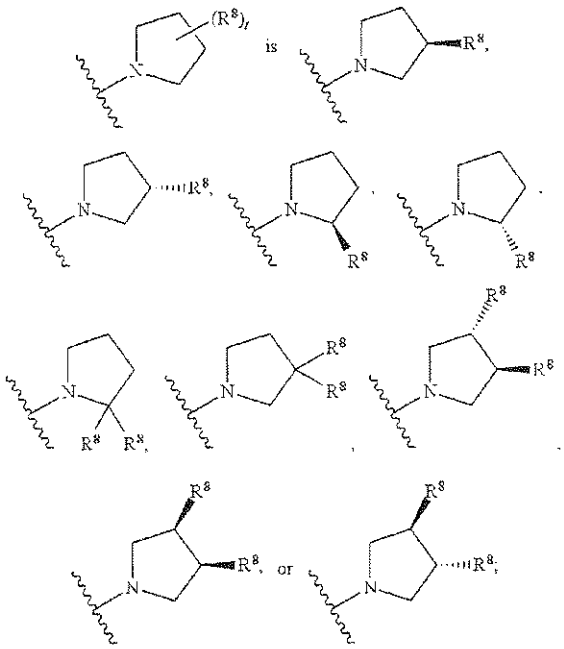


or is a pharmaceutically acceptable salt thereof.

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

R^1 is H or —CH_3;

R^3 is —CH_3 or —CF_3;



each R^8 is independently selected from F, Cl, —OH, —CH_3, —CH_2CH_3, —$CH(CH_3)_2$, —CF_3, —CH_2CF_3, —OCF_3, —OCH_2CF_3, —OCH_3, —OCH_2CH_3, —CH_2OCH_3, —$CH_2OCH_2CH_3$, and —CH_2OH;

R^9 is H;

X is —O—.

8. A compound that is:

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

(S)-3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol

(R)-3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-3-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((R)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((S)-3-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((S)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-hydroxyphenyl)-4-methyl-2-(4-((R)-2-((S)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

2-(4-((S)-2-(3,3-Dimethylpyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

2-(4-(2-(3,3-Dimethylpyrrolidin-1-yl)ethoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-(2-((R)-2-methylpyrrolidin-1-yl)ethoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((S)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-7-ol;

3-(4-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-7-ol;

4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-phenyl-2H-chromen-6-ol;

3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

(S)-3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

(R)-3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(4-Hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Fluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

2-(2-Fluoro-4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;

3-(3-Hydroxy-4-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;

3-(3-Hydroxy-2-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxy-2-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Hydroxy-3-methylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3-Fluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Chlorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,4-Difluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,5-Difluoro-4-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2,4-Difluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(3,4-Difluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Chloro-4-fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2,4-Difluorophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Bromophenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(o-tolyl)-2H-chromen-6-ol;
3-(4-Fluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Ethynylphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
4-Methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-3-(4-(methylsulfonyl)phenyl)-2H-chromen-6-ol;

3-(2-Fluoro-3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
5-Fluoro-3-(3-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(2-Fluoro-5-hydroxyphenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
3-(4-Fluorophenyl)-4-methyl-2-(4-((S)-2-((R)-2-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
2-(4-((S)-2-((R)-3-Fluoropyrrolidin-1-yl)propoxy)phenyl)-3-(3-hydroxyphenyl)-4-methyl-2H-chromen-6-ol;
3-(4-Hydroxyphenyl)-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-4-(trifluoromethyl)-2H-chromen-6-ol;
3-(3-Hydroxyphenyl)-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-4-(trifluoromethyl)-2H-chromen-6-ol;
3-(3-Hydroxy-4-(trifluoromethyl)phenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol; or
3-(4-Hydroxy-3-(trifluoromethyl)phenyl)-4-methyl-2-(4-((S)-2-((R)-3-methylpyrrolidin-1-yl)propoxy)phenyl)-2H-chromen-6-ol;
or a pharmaceutically acceptable salt thereof.

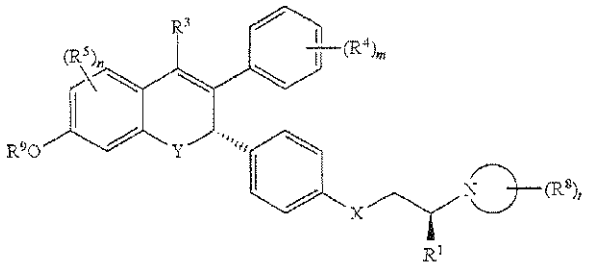
9. A pharmaceutical composition comprising a compound of claim 1, or a pharmaceutically acceptable salt thereof.

10. The pharmaceutical composition of claim 9, wherein the pharmaceutical composition is formulated for intravenous injection, subcutaneous injection, oral administration, or topical administration.

11. The pharmaceutical composition of claim 9, wherein the pharmaceutical composition is a tablet, a pill, a capsule, a liquid, a suspension, a gel, a dispersion, a solution, an emulsion, an ointment, or a lotion.

12. The compound of claim 1, wherein the compound of Formula (VI) has the structure of Formula (IX):

Formula (IX)



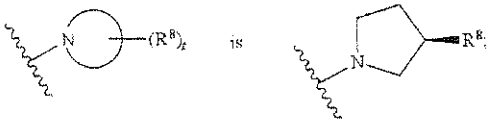
or is a pharmaceutically acceptable salt thereof.

13. The compound of claim 12, wherein:

R^1 is H or —CH_3;

R^3 is —CH_3;

R^4 is —OH;



R^8 is —CH_3;

R^9 is H;

X is —O—;

Y is —O—;

n is 0;

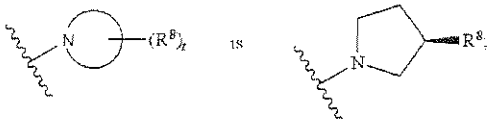
m is 1.

14. The compound of claim 5, wherein:

R^1 is H or —CH_3;

R^3 is —CH_3;

R^4 is —OH;



R^8 is —CH_3;

R^9 is H;

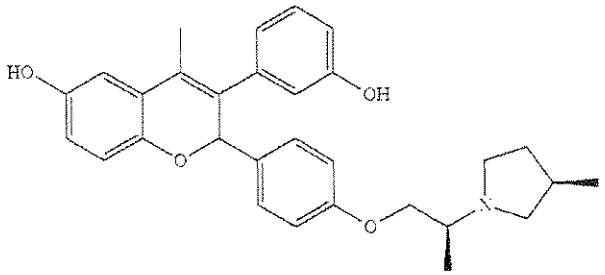
X is —O—;

Y is —O—;

n is 0;

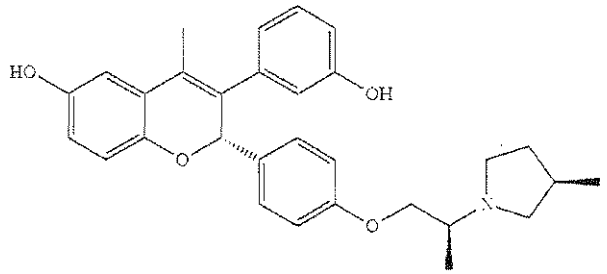
m is 1.

15. The compound of claim 1, wherein the compound of Formula (VI) has the following structure:



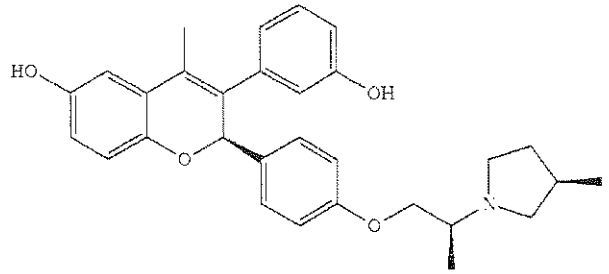
or is a pharmaceutically acceptable salt thereof.

16. The compound of claim 5, wherein the compound of Formula (VIII) has the following structure:



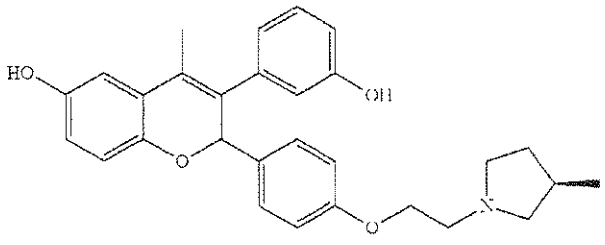
or is a pharmaceutically acceptable salt thereof.

17. The compound of claim 1, wherein the compound of Formula (VI) has the following structure:



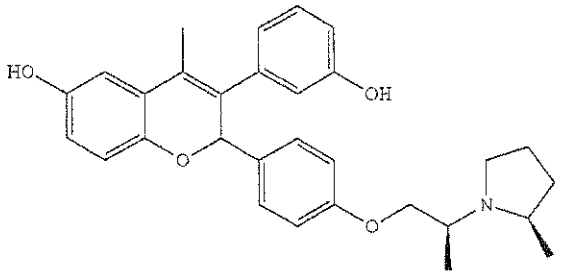
or is a pharmaceutically acceptable salt thereof.

18. The compound of claim 1, wherein the compound of Formula (VI) has the following structure:



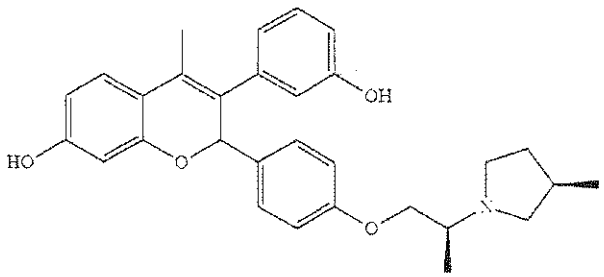
or is a pharmaceutically acceptable salt thereof.

19. The compound of claim 1, wherein the compound of Formula (VI) has the following structure:



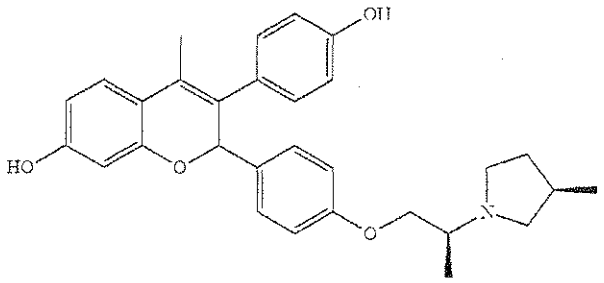
or is a pharmaceutically acceptable salt thereof.

20. The compound of claim 1, wherein the compound of Formula (VI) has the following structure:



or is a pharmaceutically acceptable salt thereof.

21. The compound of claim 1, wherein the compound of Formula (VI) has the following structure:



or is a pharmaceutically acceptable salt thereof.