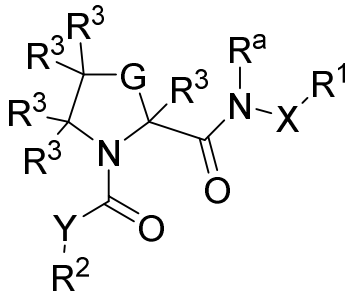
CLAIMS

~~What is claimed is:~~

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



(I);

wherein, independently for each occurrence:

X is a bond or $C(R^X)_2$;

Y is a bond, $C(R^Y)_2$, or $–N(R^b)–$;

G is S or $C(R^3)_2$;

R^a and R^b are each independently H or $(C_1\text{-}C_6)$alkyl;

R^1 represents optionally substituted aryl, heteroaryl, alkyl, cycloalkyl, alkenyl, or cycloalkenyl;

R^2 represents optionally substituted bicyclic or tricyclic heteroaryl;

R^3 is independently for each occurrence H, halogen, $-CN$, $-NH_2$, $-CH_2NH_2$, $(C_1\text{-}C_6)$alkoxy or $(C_1\text{-}C_6)$alkyl; or two vicinal occurrences of R^3 taken together with the carbon atoms to which they are bonded form an optionally substituted fused $(C_3\text{-}C_7)$cycloalkyl or (C_6)aryl; or two geminal occurrences of R^3 taken together with the carbon atom to which they are bonded form an optionally substituted spiro $(C_3\text{-}C_7)$cycloalkyl; or two hominal occurrences of R^3 taken together with the carbon atoms to which they are bonded form an optionally substituted bridged $(C_3\text{-}C_7)$cycloalkyl;

R^X is independently for each occurrence H, $(C_1\text{-}C_6)$alkyl, or $(C_3\text{-}C_7)$cycloalkyl;

R^Y is independently for each occurrence H, $(C_1\text{-}C_6)$alkyl, or $(C_3\text{-}C_7)$cycloalkyl;

or an occurrence of R^Y and a substituent on R^2 taken together with the intervening atoms form a ring;

optional substituents on R^1 or R^2 each independently represent halogen, −CN, $-NO_2$, $-OR^{13}$, $-NR^{13}R^{14}$, $-C(O)R^{13}$, $-C(O)OR^{13}$, $-C(O)NR^{13}R^{14}$, $-OC(O)R^{13}$, $-NR^{13}C(O)R^{14}$, $-OC(O)NR^{13}R^{14}$, $-OC(O)OR^{13}$, $-NR^{13}C(O)OR^{14}$, $-NR^{13}C(O)NR^{13}R^{14}$, $-OS(O)_p(R^{13})$, $-SR^{13}$, $-NR^{13}S(O)_p(R^{14})$, or optionally substituted alkyl, alkenyl, alkynyl, haloalkyl, hydroxyalkyl, alkoxyalkyl, cycloalkoxyalkyl, aryloxyalkyl, aralkyl, heteroaralkyl, heteroaryl, aryl, aryloxy, cycloalkyl, (cycloalkyl)alkyl, heterocycloalkyl, or (heterocycloalkyl)alkyl;

or wherein two substituents on R^1 or two substituents on R^2, taken together with the intervening atoms, form a ring;

R^{13} and R^{14}, independently for each occurrence, represent H or optionally substituted alkyl, haloalkyl, alkenyl, alkynyl, aryl, or heteroaryl; and

p is 0, 1, or 2.

2. The compound of claim 1, wherein Y represents $C(R^Y)_2$.

3. The compound of claim 1 or 2, wherein Y represents CH_2.

4. The compound of any one of claims 1-3, wherein X represents a bond.

5. The compound of any one of claims 1-3, wherein X represents CH_2.

6. The compound of any one of claims 1-5, wherein R^1 represents optionally substituted aryl or heteroaryl.

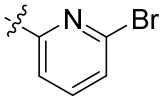
7. The compound of any one of claims 1-5, wherein R^1 represents optionally substituted heteroaryl.

8. The compound of any one of claims 1-5, wherein R^1 represents optionally substituted phenyl (e.g., 3-halophenyl, or 2,3-dihalophenyl), (C_3-C_6)cycloalkyl, alkenyl, pyridinyl (e.g., 6-halopyridin-2-yl), or pyrazinyl (e.g., 6-halopyrazin-2-yl).

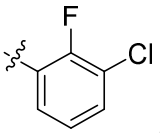
9. The compound of any one of claims 1-8, wherein R^1 is mono-, di-, or tri- substituted.

10. The compound of any one of claims 1-7, wherein R^1 represents optionally substituted pyridinyl.

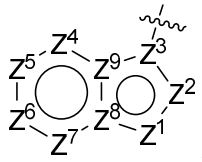
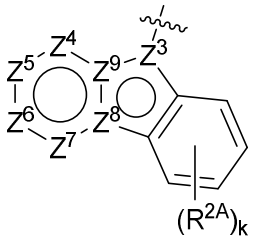
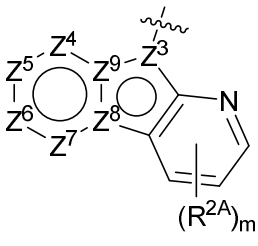
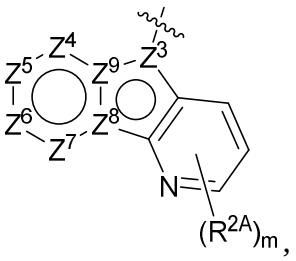
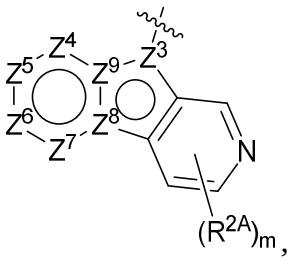
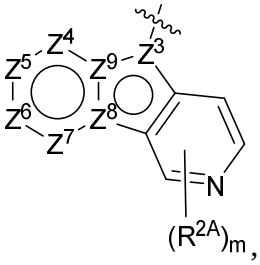
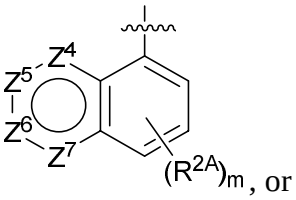
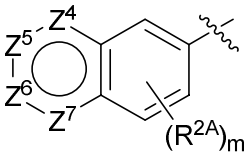
11. The compound of any one of claims 1-7 and 10, wherein R^1 represents optionally substituted 2-pyridinyl.

12. The compound of any one of claims 1-7, 10, and 11, wherein R^1 represents .

13. The compound of any one of claims 1-6, wherein R^1 represents optionally substituted phenyl.

14. The compound of any one of claims 1-6 and 13, wherein R^1 represents .

15. The compound of any one of claims 1-14, wherein R^2 represents

,
,
,
,
,
,
, or
;

Z^1 represents N or CR^{1Z};

Z^2 represents N or CR^{2Z};

Z^3 represents N or C;

Z^4 represents N or CR^{4Z};

Z^5 represents N or CR^{5Z};

Z^6 represents N or CR^{6Z};

Z^7 represents N or CR^{7Z};

Z^8 represents C;

Z^9 represents N or C;

k is an integer from 1-4;

m is an integer from 1-3; and

each occurrence of R^{1Z}, R^{2Z}, R^{4Z}, R^{5Z}, R^{6Z}, R^{7Z}, R^{2A} independently represents H, halogen, −CN, $-NO_2$, $-OR^{13}$, $-NR^{13}R^{14}$, $-C(O)R^{13}$, $-C(O)OR^{13}$, $-C(O)NR^{13}R^{14}$, $-OC(O)R^{13}$, $-NR^{13}C(O)R^{14}$, $-OC(O)NR^{13}R^{14}$, $-OC(O)OR^{13}$, $-NR^{13}C(O)OR^{14}$, $-NR^{13}C(O)NR^{13}R^{14}$, $-OS(O)_p(R^{13})$, $-SR^{13}$, $-NR^{13}S(O)_p(R^{14})$, or optionally substituted alkyl, alkenyl, alkynyl, haloalkyl, hydroxyalkyl, alkoxyalkyl, cycloalkoxyalkyl, aryloxyalkyl, aralkyl, heteroaralkyl, heteroaryl, aryl, aryloxy, cycloalkyl, (cycloalkyl)alkyl, heterocycloalkyl, or (heterocycloalkyl)alkyl; or

wherein an occurrence of R^{6Z} and an occurrence of R^{7Z} taken together with the intervening atoms form a ring; or

wherein an occurrence of R^Y and an occurrence of R^{2Z} taken together with the intervening atoms form a ring.

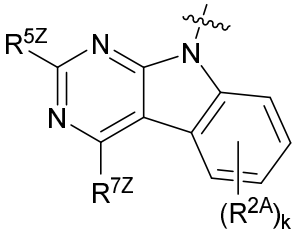
16. The compound of claim 15, wherein Z^2, Z^3, Z^4, and Z^6 represent N.

17. The compound of claim 15, wherein Z^3, Z^4, and Z^6 represent N.

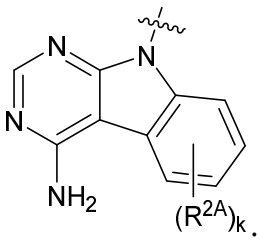
18. The compound of claim 15, wherein Z^9, Z^4, and Z^6 represent N.

19. The compound of claim 15, wherein Z^3 and Z^4 represent N.

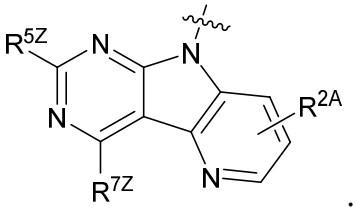
20. The compound of claim 15, wherein Z^1, Z^3, Z^4, and Z^6 represent N.

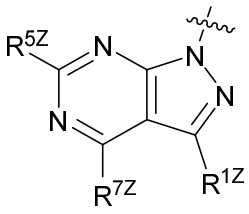
21. The compound of claim 15, wherein R^2 represents 

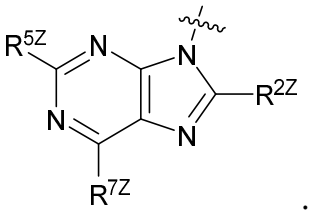
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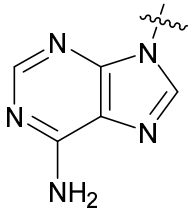
22. The compound of claim 21, wherein R^2 represents .

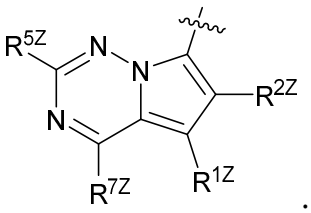
23. The compound of claim 21 or 22, wherein k represents 2.

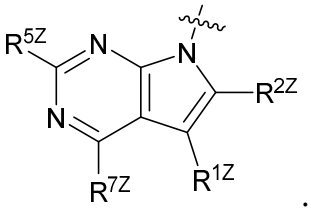
24. The compound of claim 15, wherein R^2 represents .

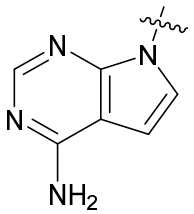
25. The compound of claim 15, wherein R^2 represents .

26. The compound of claim 15, wherein R^2 represents .

27. The compound of claim 26, wherein R^2 represents .

28. The compound of claim 15, wherein R^2 represents .

29. The compound of claim 15, wherein R^2 represents .

30. The compound of claim 29, wherein R^2 represents  .

31. The compound of any one of claims 15-21, 24-26, 28, and 29, wherein R^{7Z} represents $-NR^{13}R^{14}$.

32. The compound of any one of claims 15-21, 24-26, 28, and 29, wherein R^{7Z} represents $-NH_2$.

33. The compound of any one of claims 15-20, wherein R^{6Z} represents $-C(O)R^{13}$, $-C(O)OR^{13}$, $-C(O)NR^{13}R^{14}$, or hydroxyalkyl.

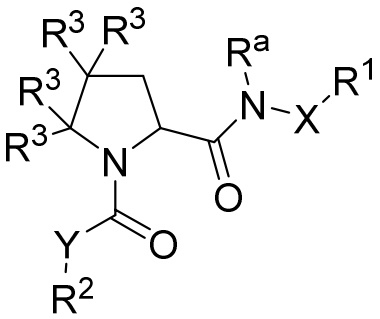
34. The compound of any one of claims 15-21, 24-26, 28, and 29, wherein R^{5Z} represents alkyl, halo, or $-NR^{13}R^{14}$.

35. The compound of any one of claims 15-20, 25, 28, and 29, wherein R^{1Z} represents –CN, halo, haloalkyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted alkyl, $-C(O)R^{13}$, $-SR^{13}$, $-NR^{13}R^{14}$, $-OR^{13}$, $-C(O)OR^{13}$, $-C(O)NR^{13}R^{14}$, or $-NR^{13}C(O)R^{14}$.

36. The compound of any one of claims 15-24, wherein each occurrence of R^{2A} independently represents –CN, $-NO_2$, halo, haloalkyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted alkyl, optionally substituted alkenyl, optionally substituted hydroxyalkyl, $-C(O)R^{13}$, $-C(O)OR^{13}$, $-NR^{13}C(O)OR^{14}$, $-SR^{13}$, $-NR^{13}R^{14}$, $-OR^{13}$, $-C(O)NR^{13}R^{14}$, or $-NR^{13}C(O)R^{14}$.

37. The compound of any one of claims 1-36, wherein G is $C(R^3)_2$.

38. The compound of any one of claims 1-37, having the structure of formula (Ia):



(Ia).

39. The compound of any one of claims 1-38, wherein two vicinal occurrences of R^3 taken together with the carbon atoms to which they are bonded form an optionally substituted fused C_3-cycloalkyl.

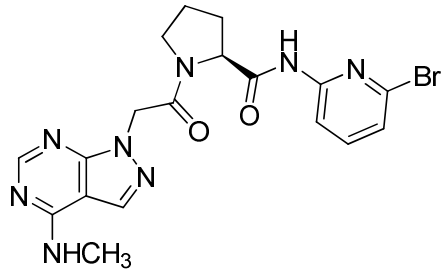
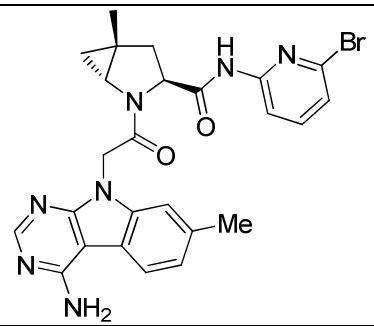
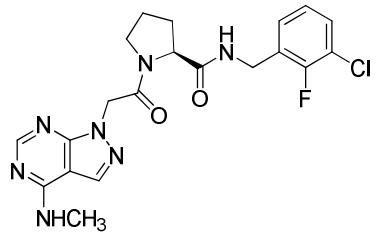
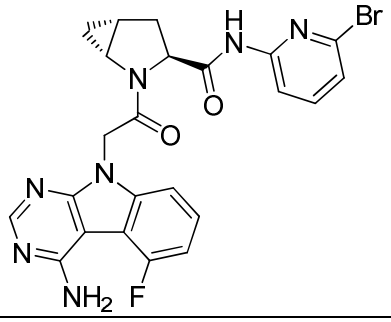
40. The compound of any one of claims 1-39, wherein at least one occurrence of R^3 is halo.

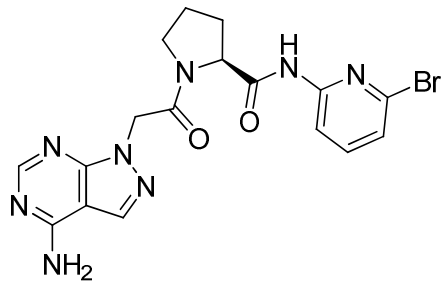
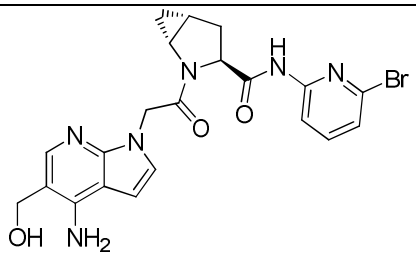
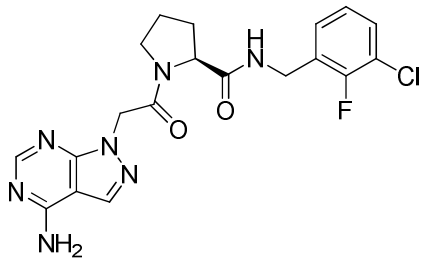
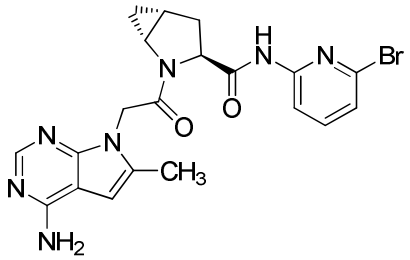
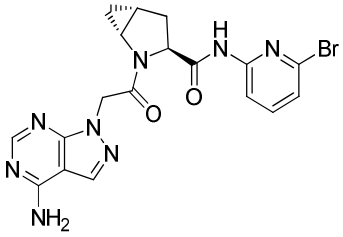
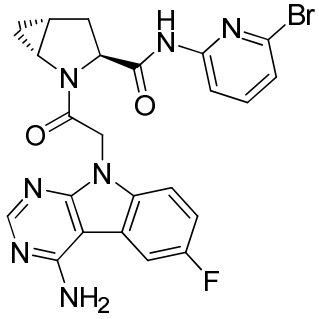
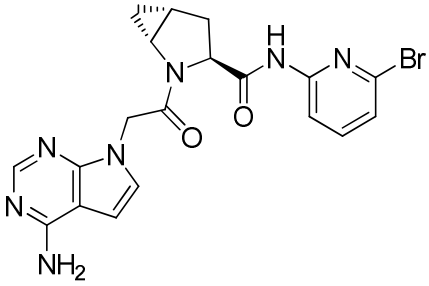
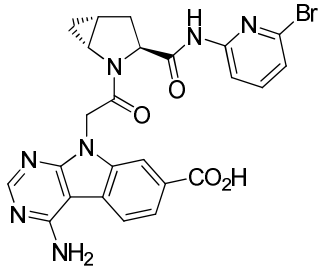
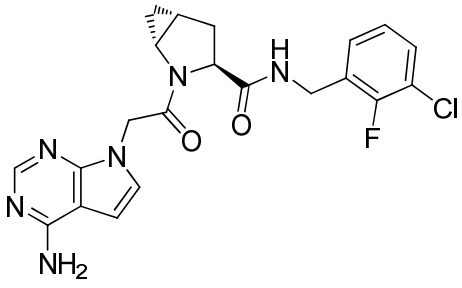
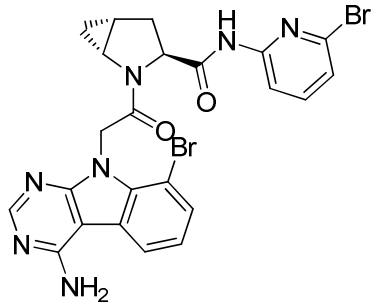
41. The compound of any one of claims 1-39, wherein at least one occurrence of R^3 is fluoro.

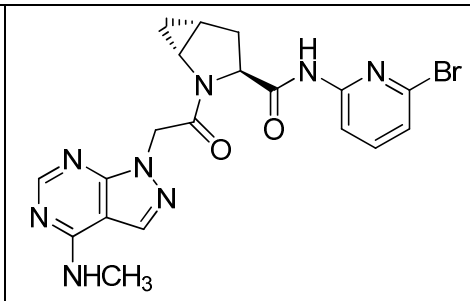
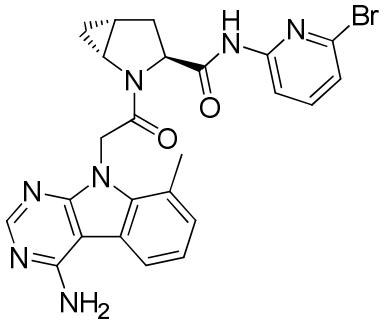
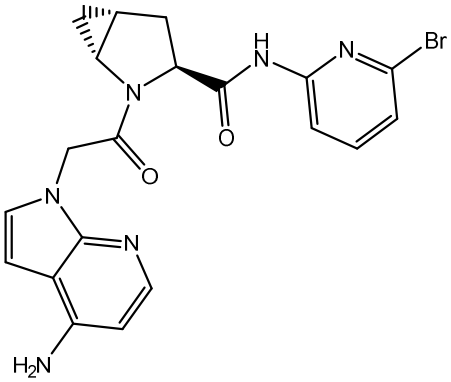
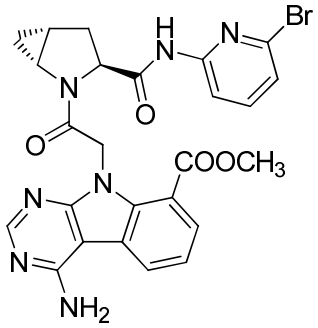
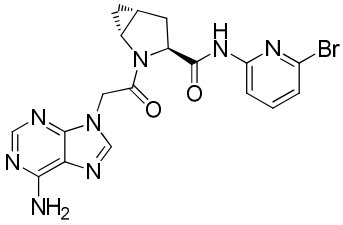
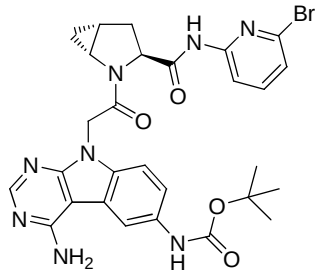
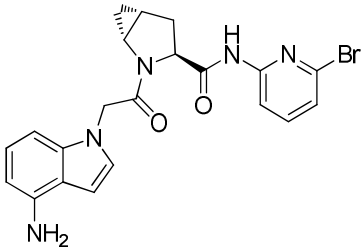
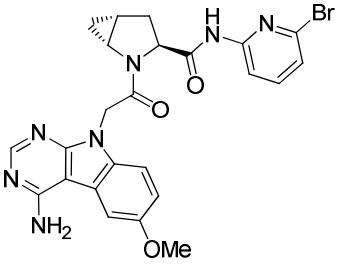
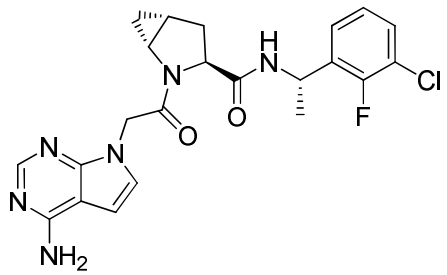
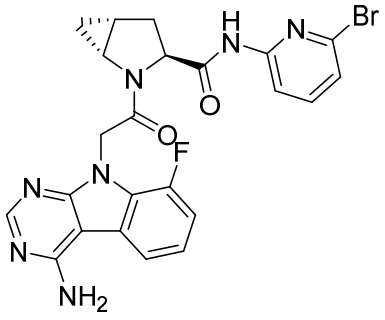
42. The compound of any one of claims 1-39, wherein at least one occurrence of R^3 is methyl.

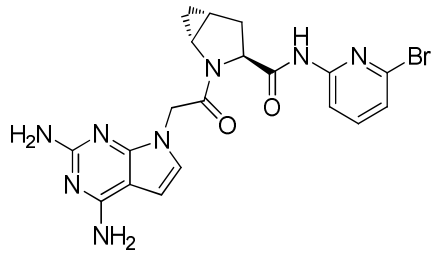
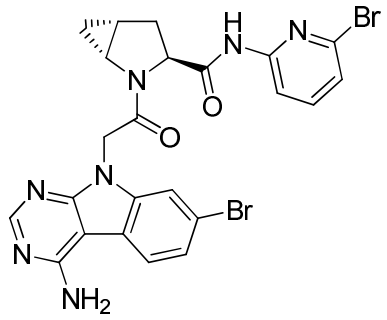
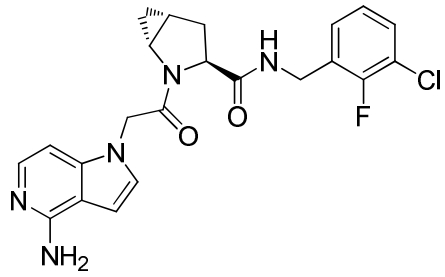
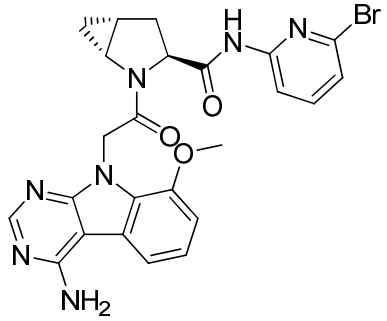
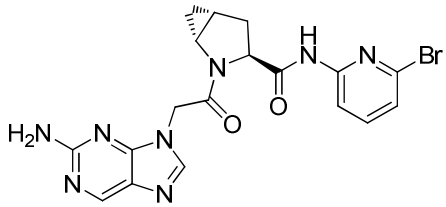
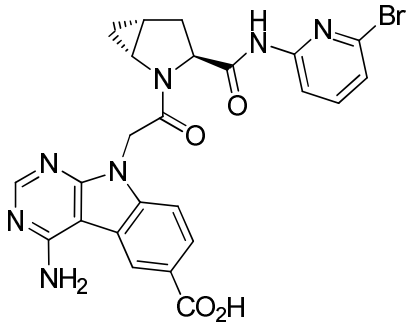
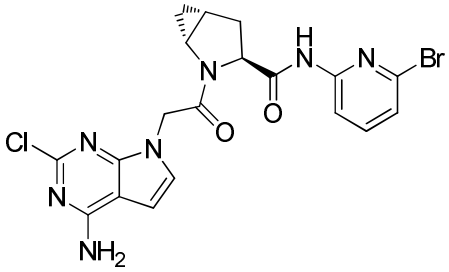
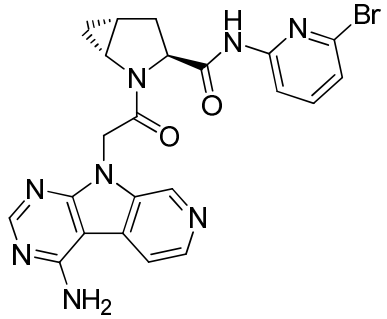
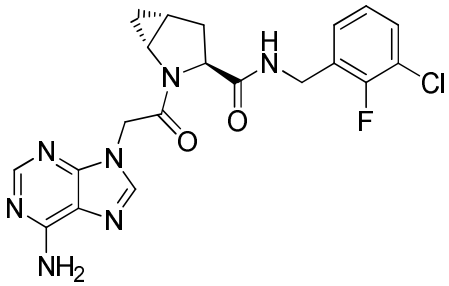
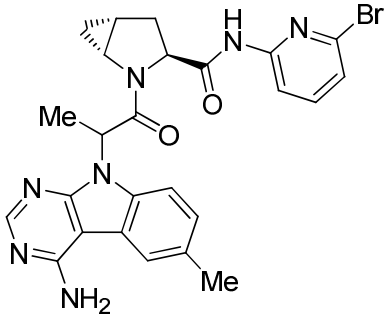
43. The compound of any one of claims 1-39, wherein two vicinal occurrences of R^3 taken together with the carbon atoms to which they are bonded form an optionally substituted fused C_3-cycloalkyl and another occurrence of R^3 is methyl.

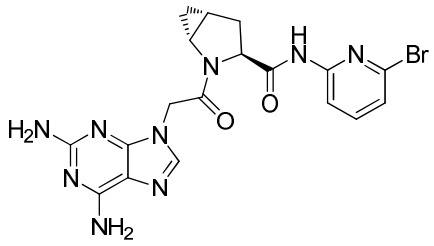
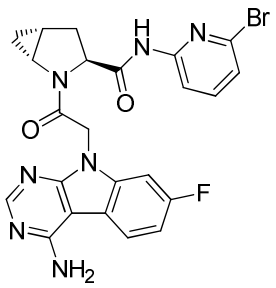
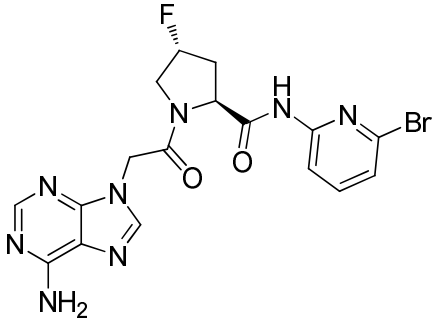
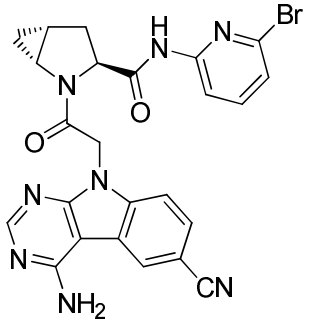
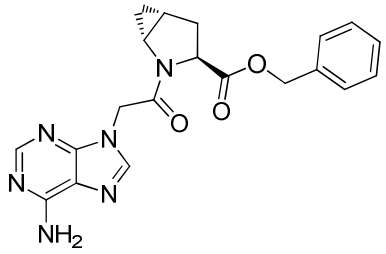
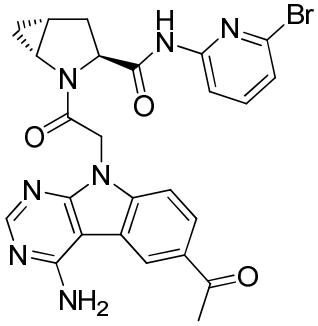
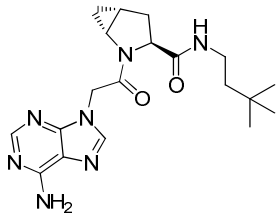
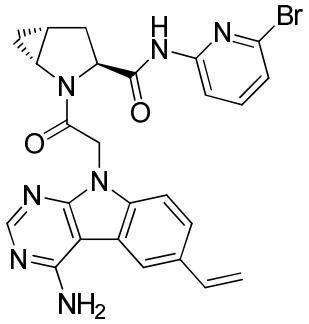
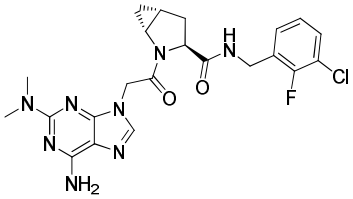
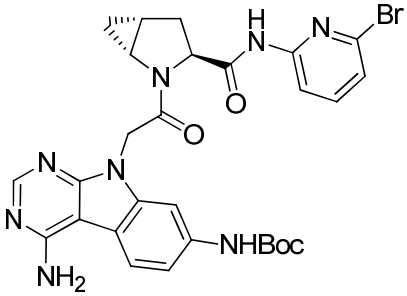
44. The compound of claim 1, or a pharmaceutically acceptable salt thereof, selected from the following table:

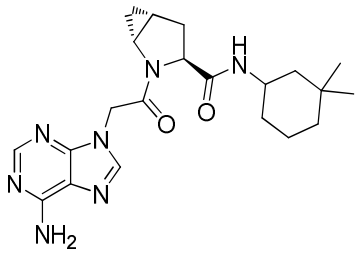
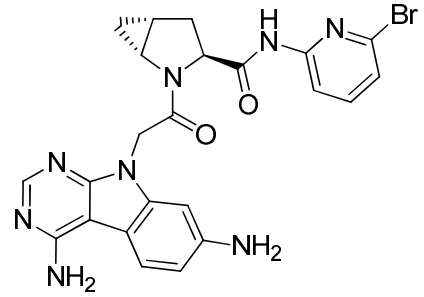
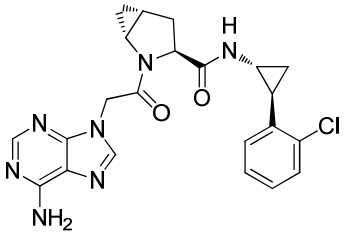
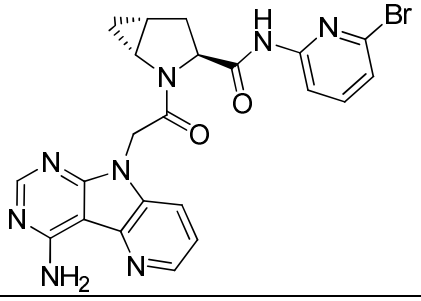
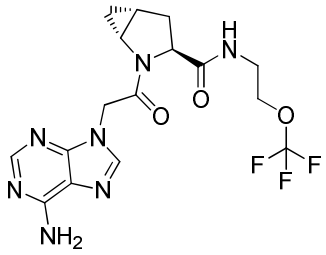
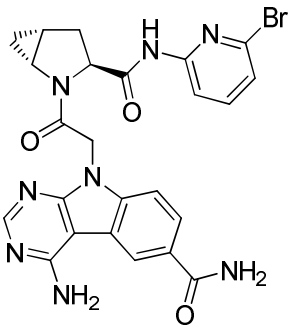
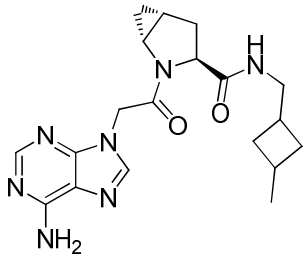
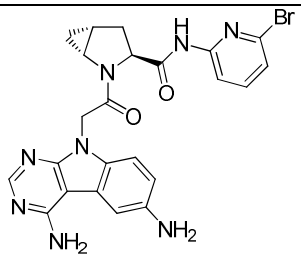
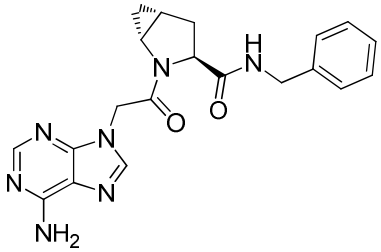
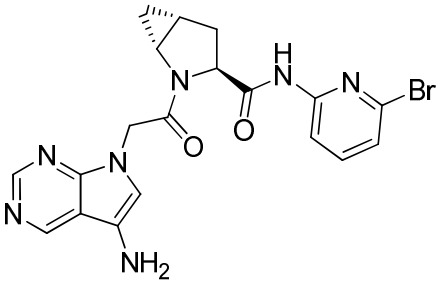
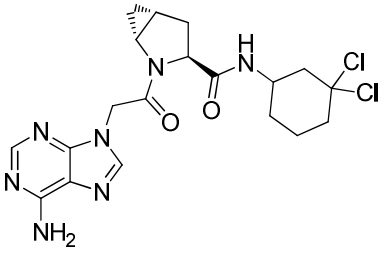
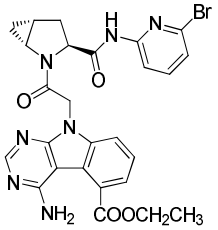
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76b		**50f**	

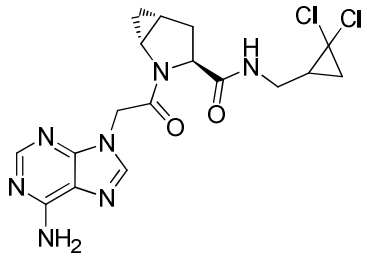
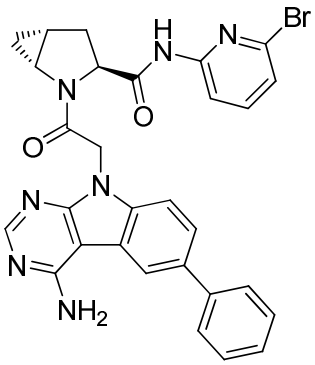
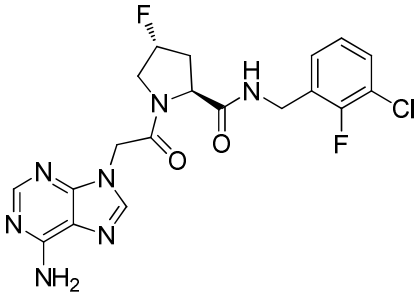
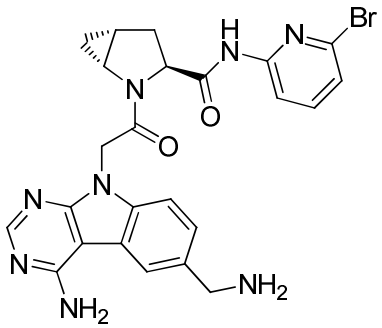
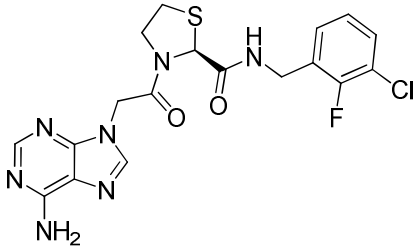
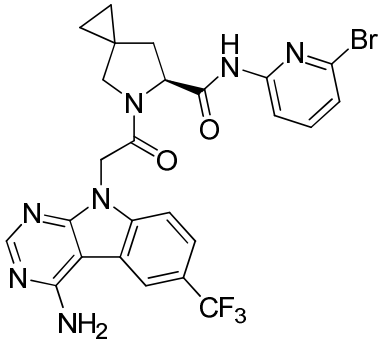
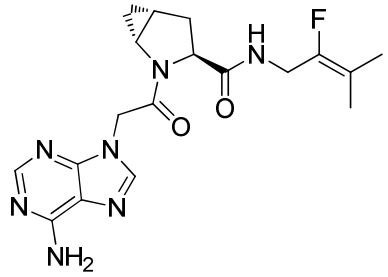
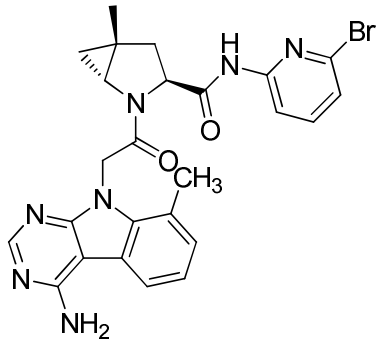
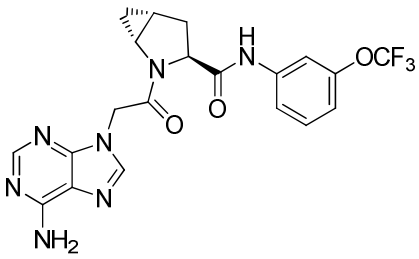
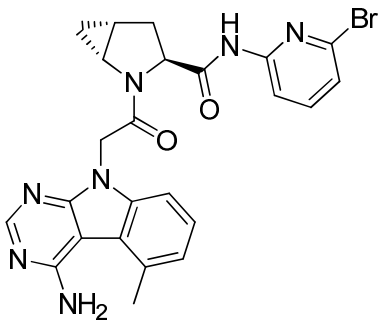
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78a		**158e**	
79a		**32f**	
80a		**43a**	
81a		**35f**	

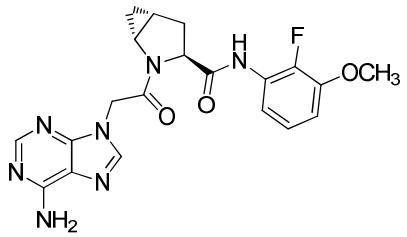
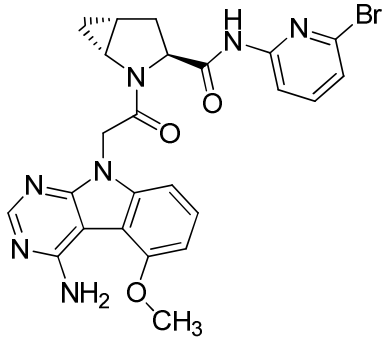
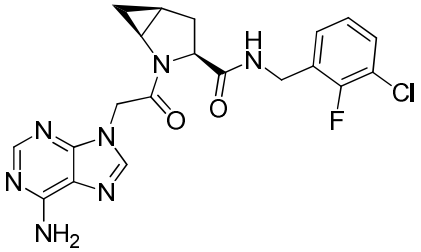
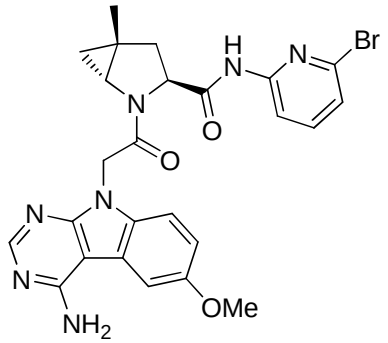
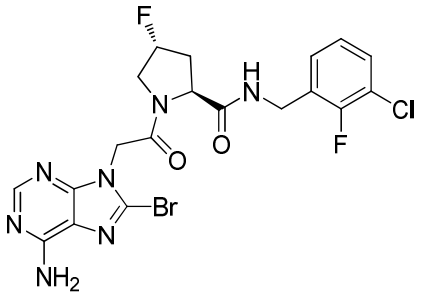
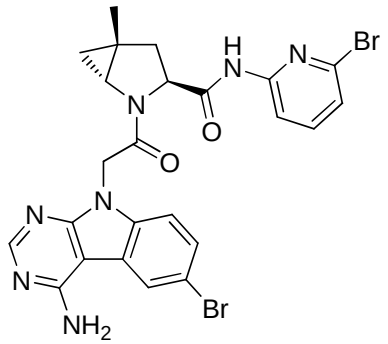
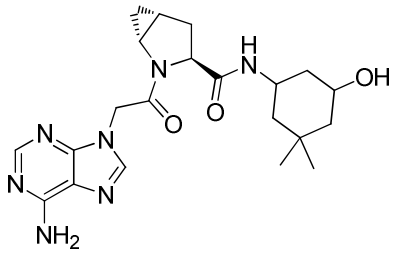
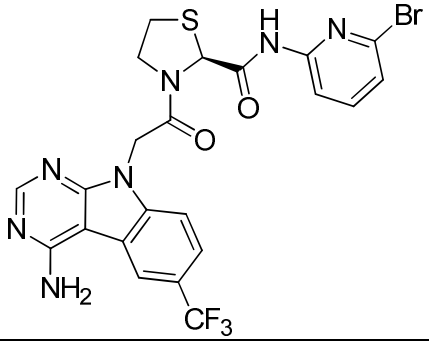
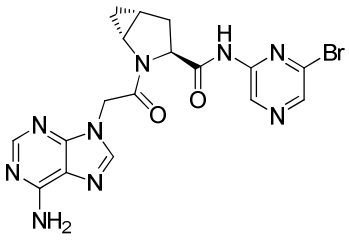
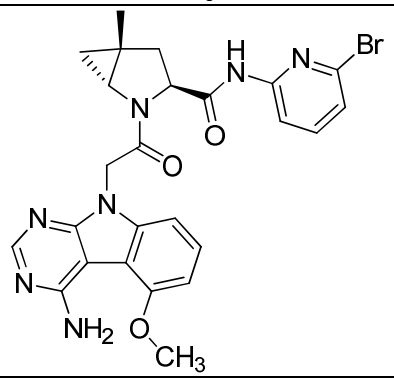
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83d		**47g**	
84a		**48d**	
85b		**38e**	
86b		**51g**	

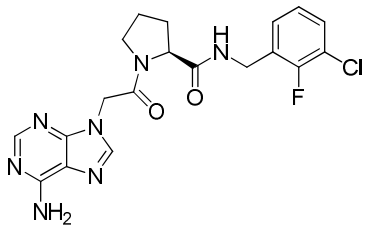
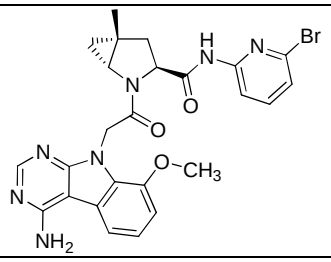
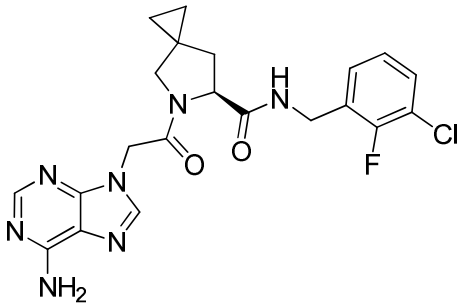
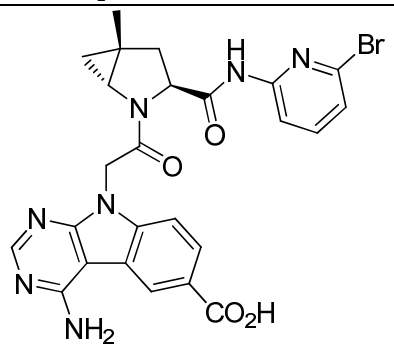
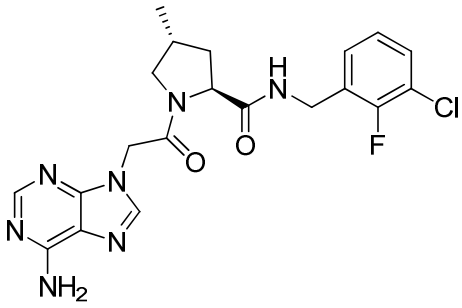
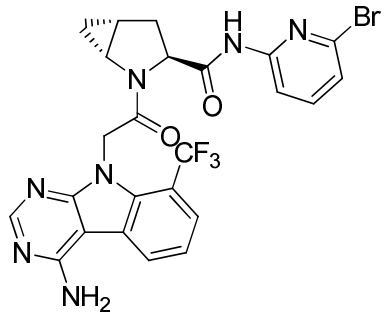
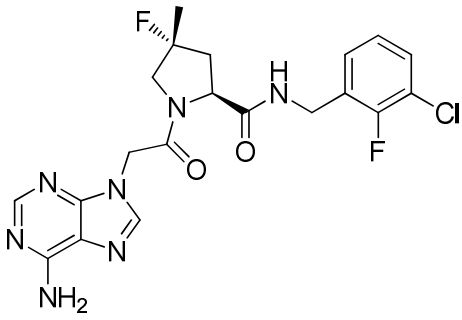
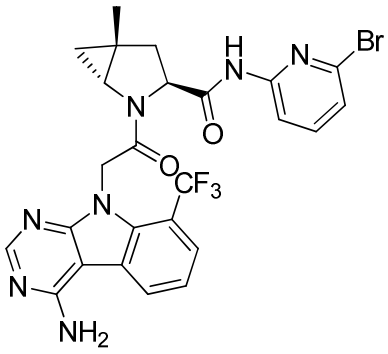
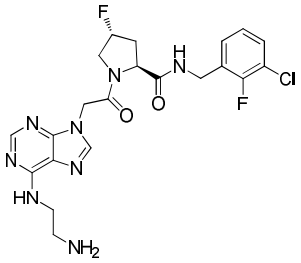
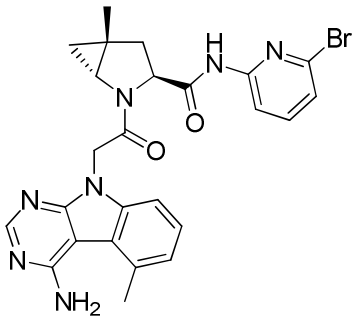
87f		**52f**	
88f		**54g**	
89b		**44a**	
90d		**29f**	
91a		**22c and 22d**	 (+) and (-) isomer

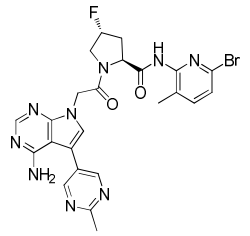
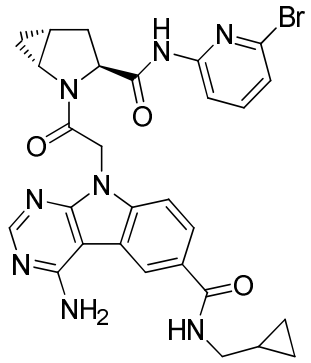
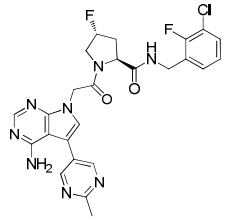
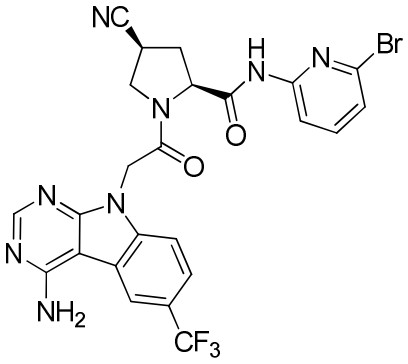
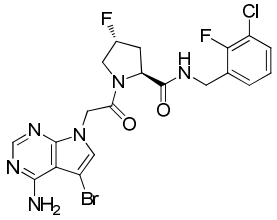
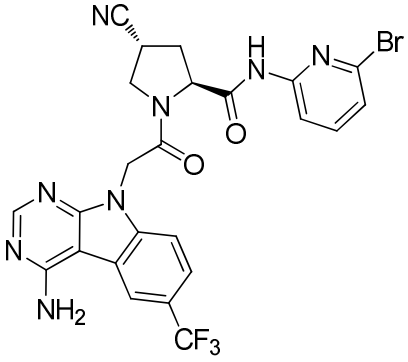
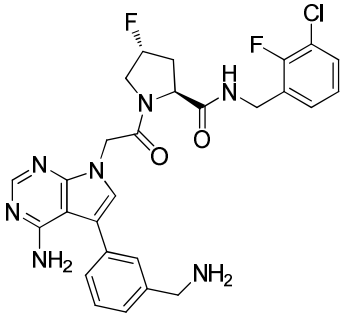
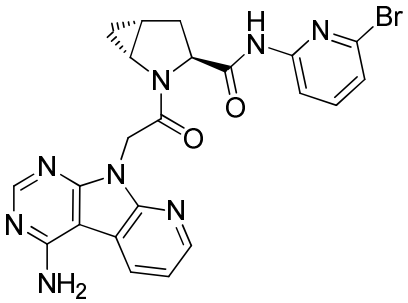
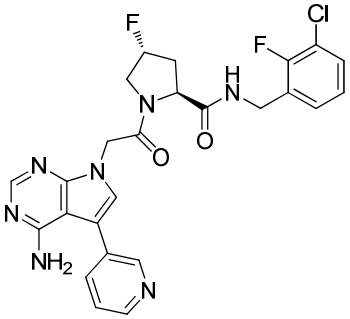
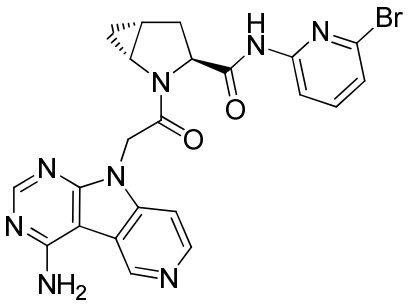
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93a		**49c**	
94b		**58c**	
95c		**59c**	
96e		**17f**	

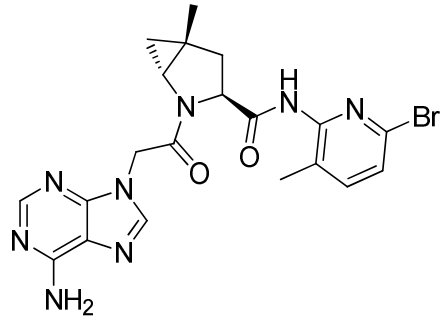
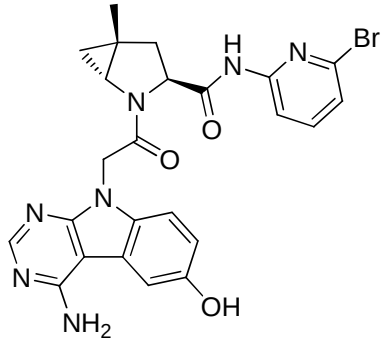
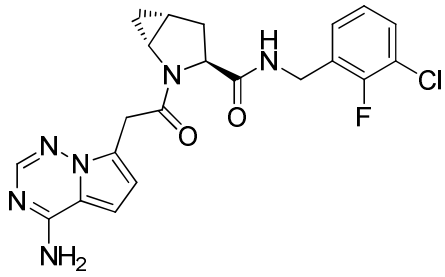
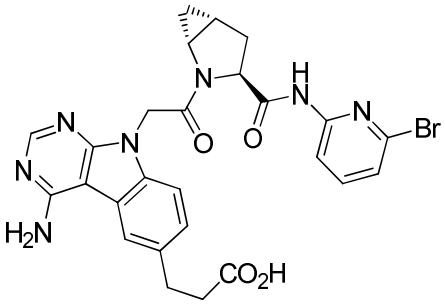
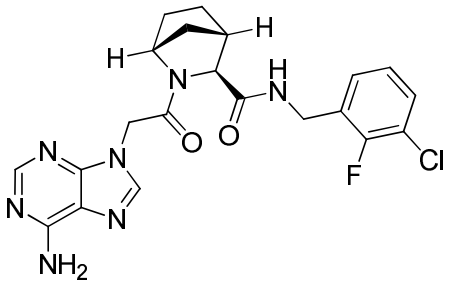
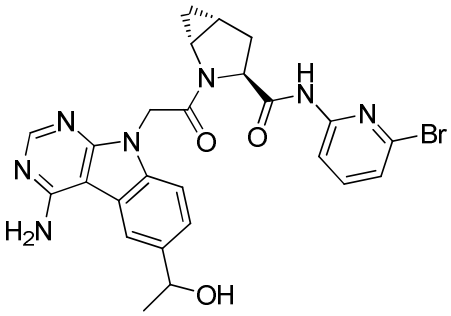
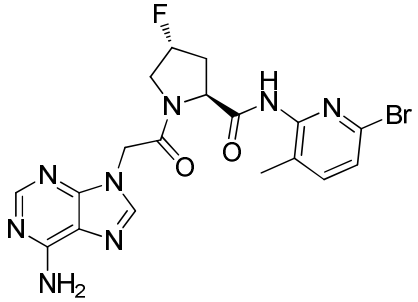
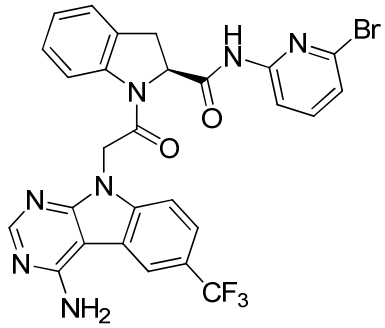
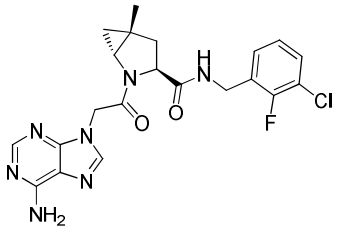
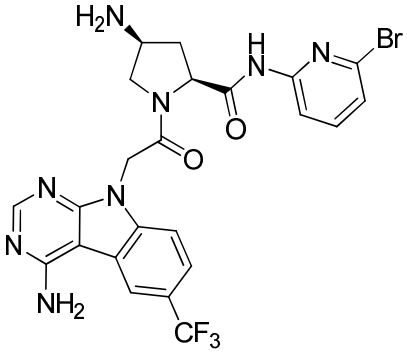
97b		**18a**	
98b		**31f**	
99b		**60c**	
100b		**61a**	
101b		**129f**	
102b		**46g**	

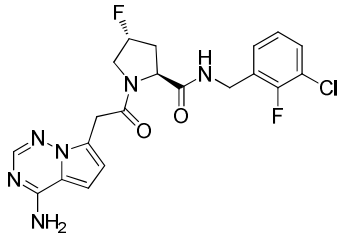
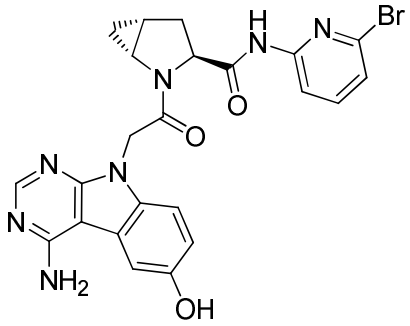
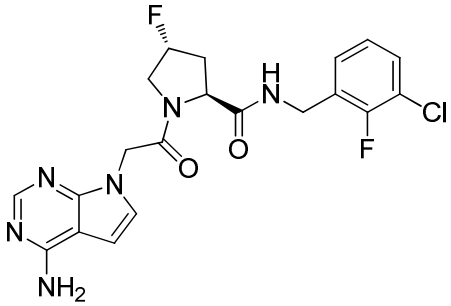
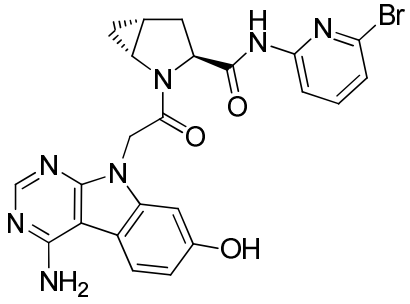
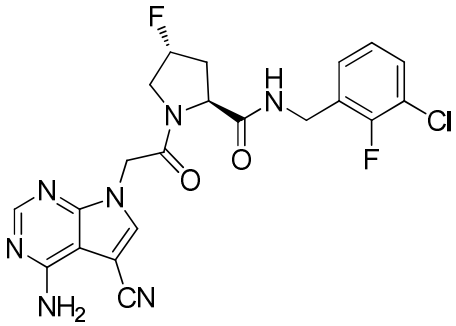
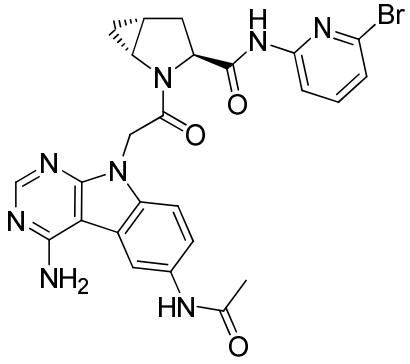
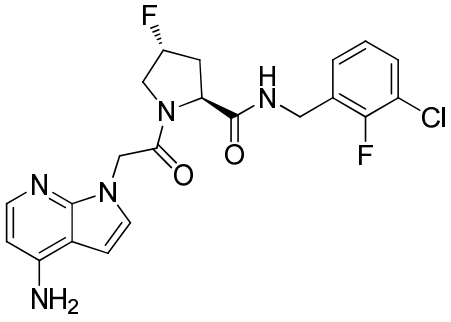
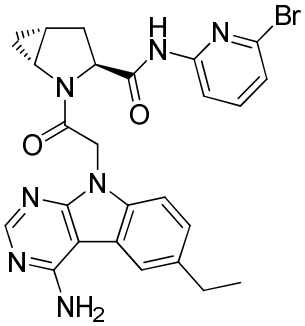
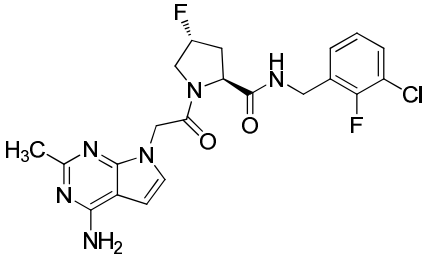
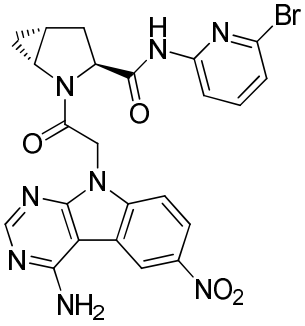
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105b		**53d**	
111b		**55a**	
107b		**56g**	

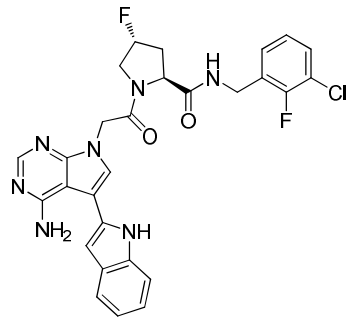
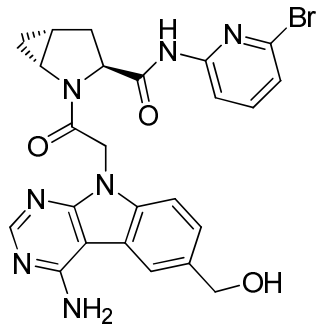
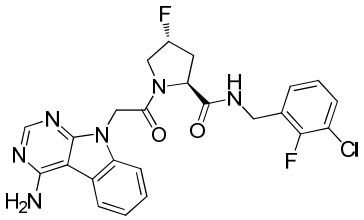
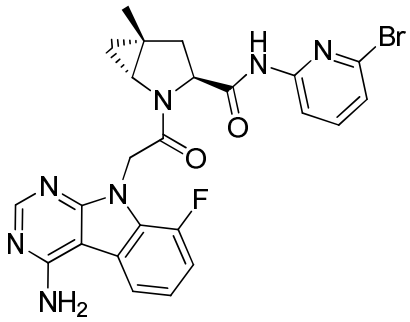
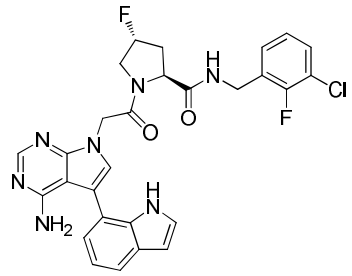
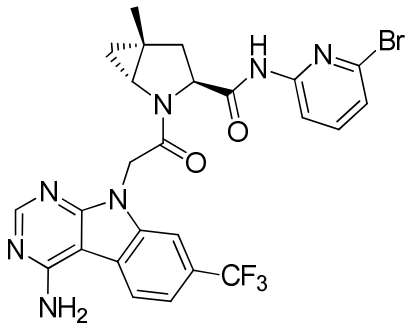
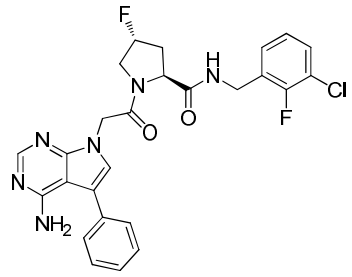
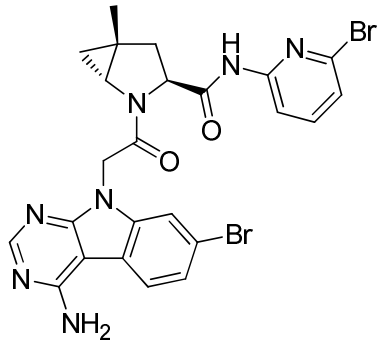
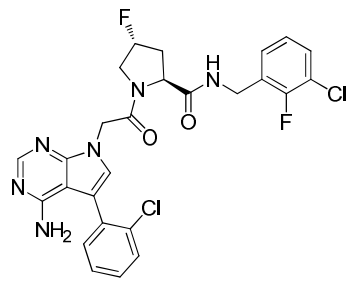
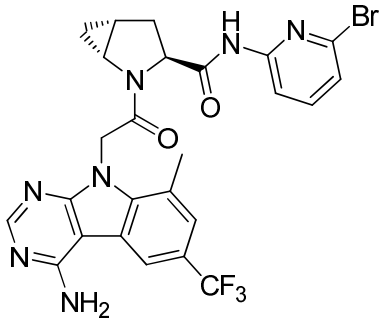
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109e		**159a**	
110d		**160a**	
106b		**171b**	
112b		**172a**	

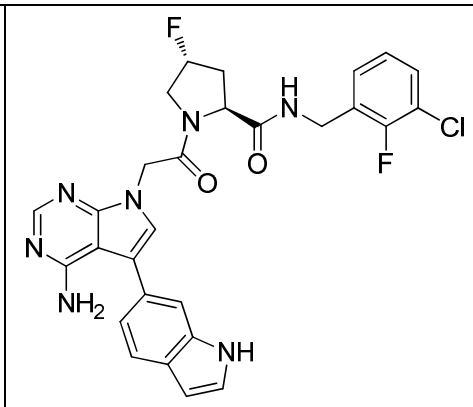
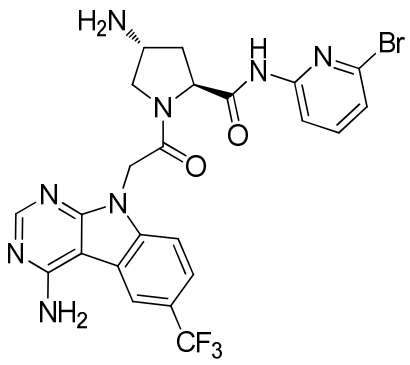
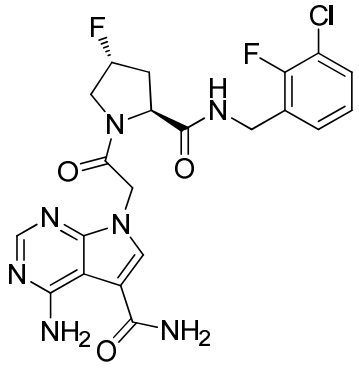
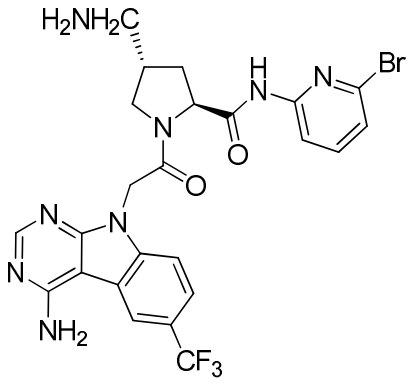
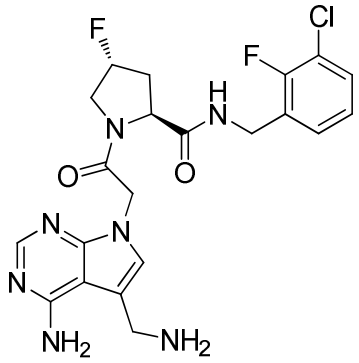
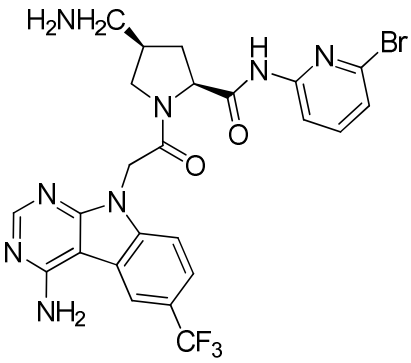
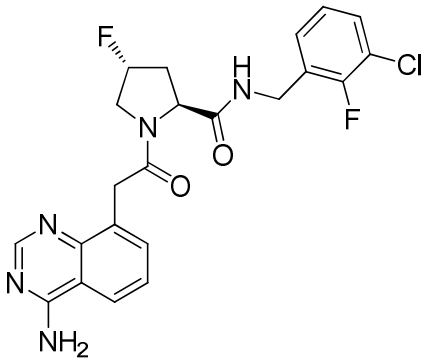
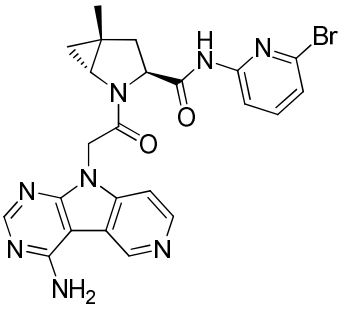
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120c		**161a**	
121d		**174g**	
122c		**175a**	
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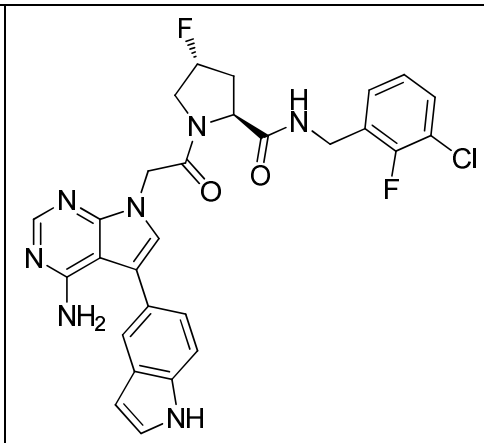
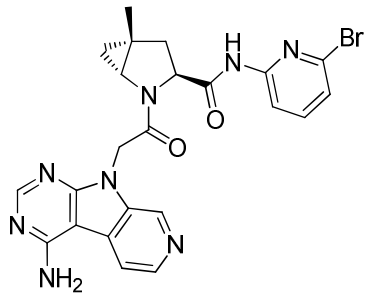
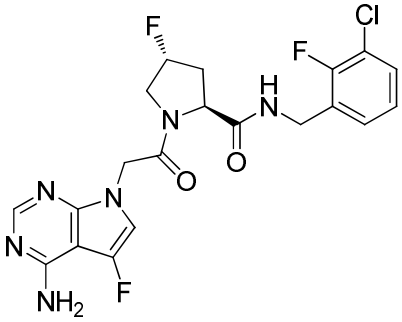
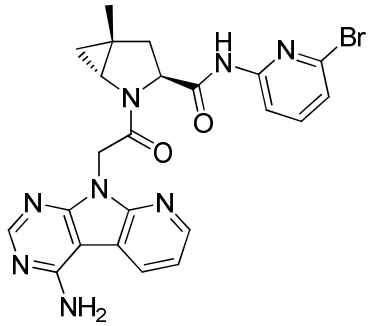
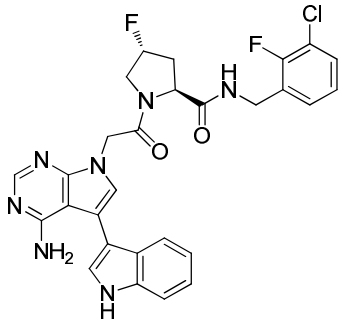
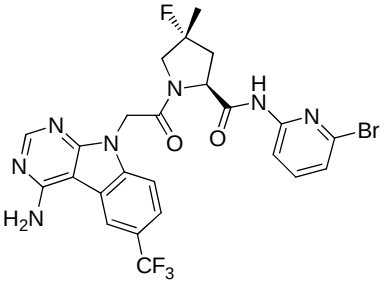
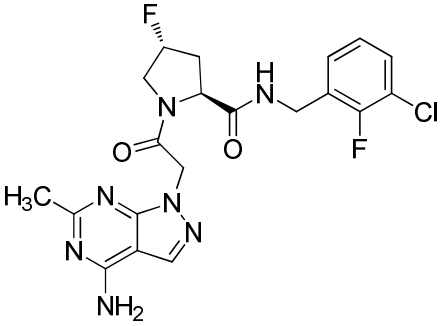
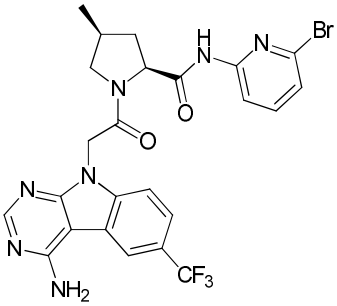
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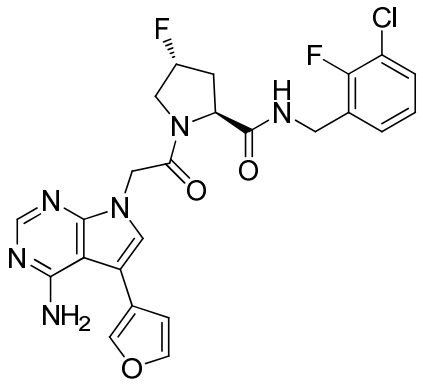
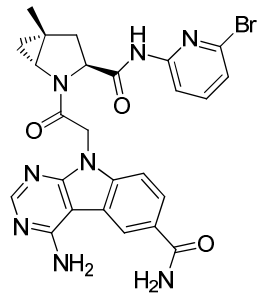
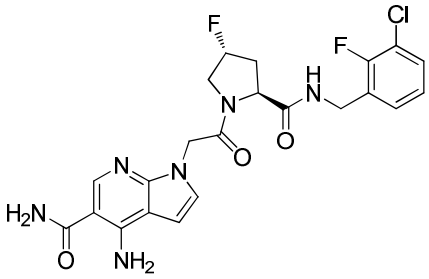
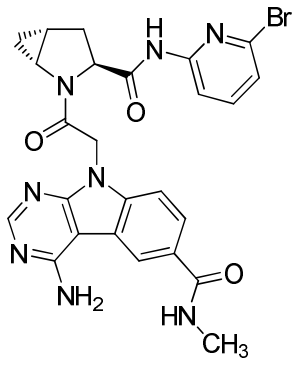
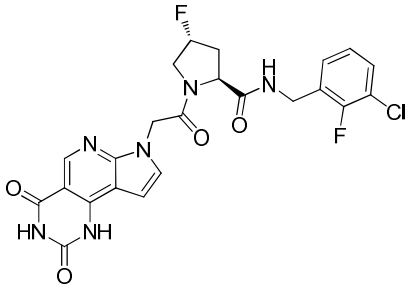
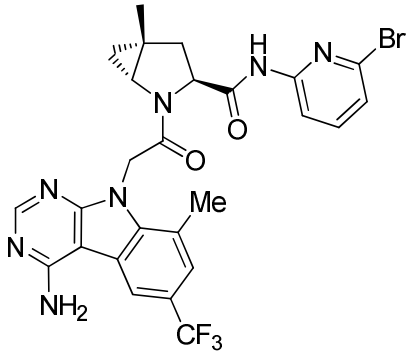
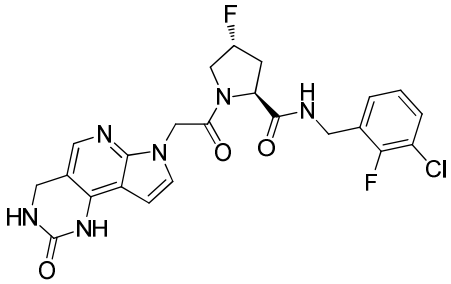
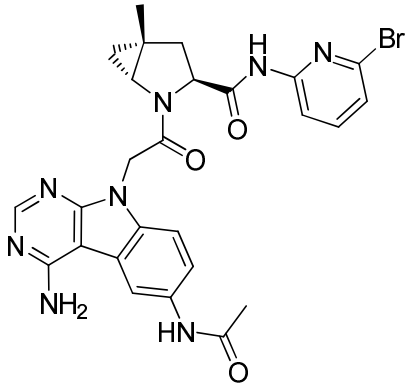
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68a		**179d**	
67c		**180e**	

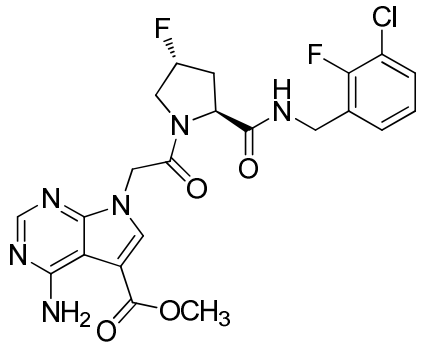
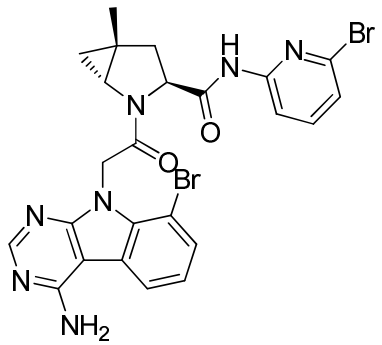
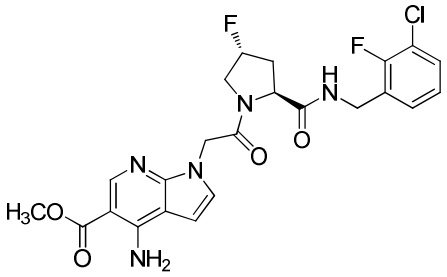
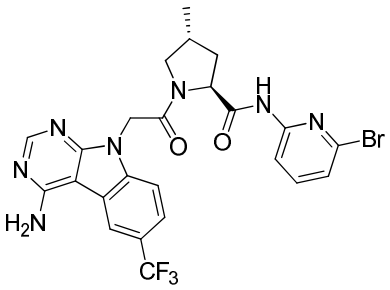
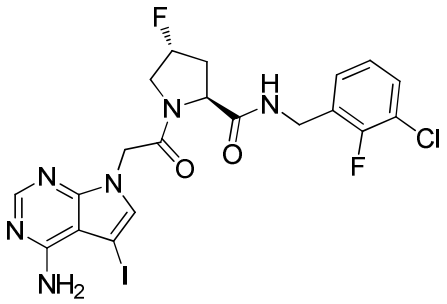
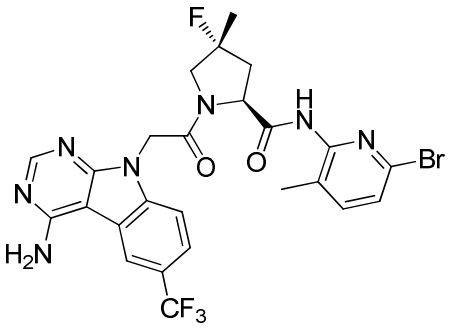
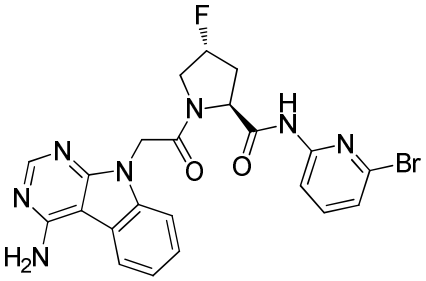
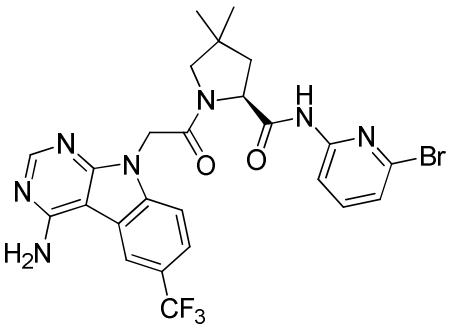
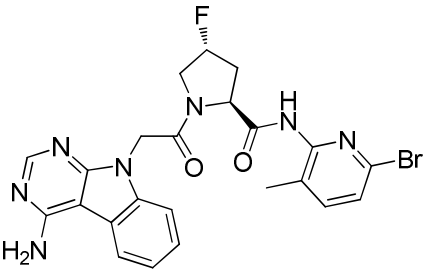
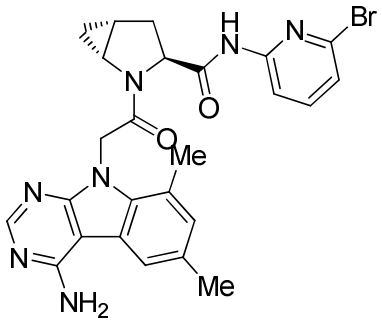
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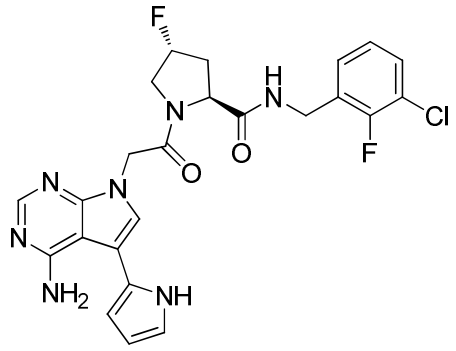
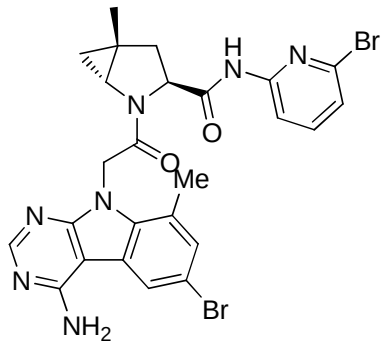
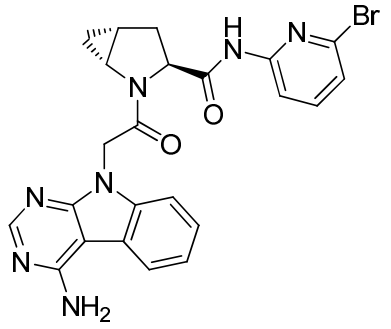
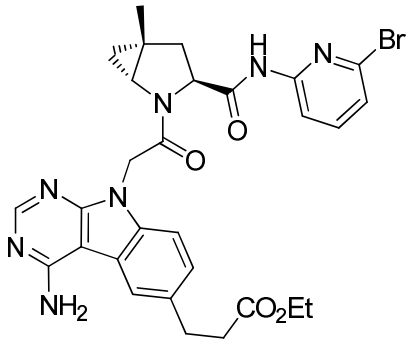
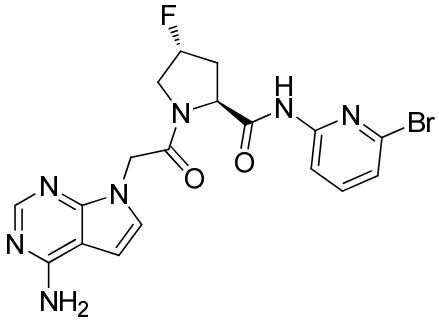
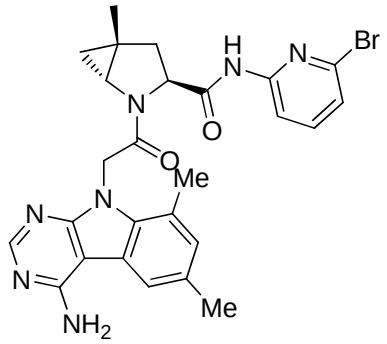
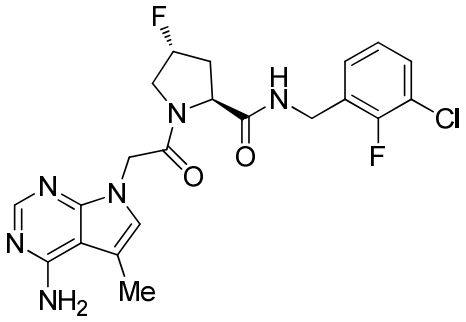
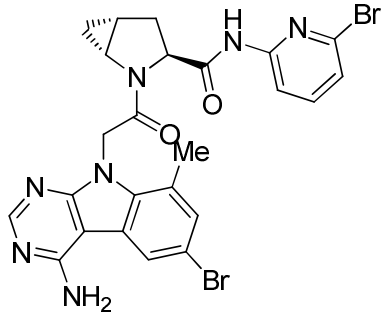
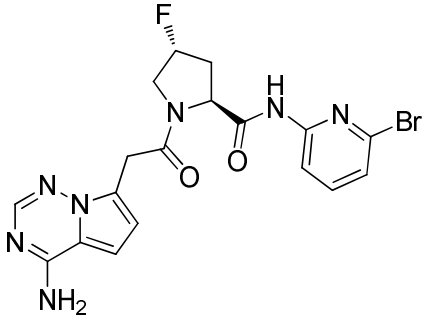
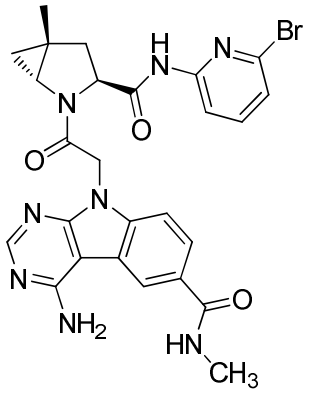
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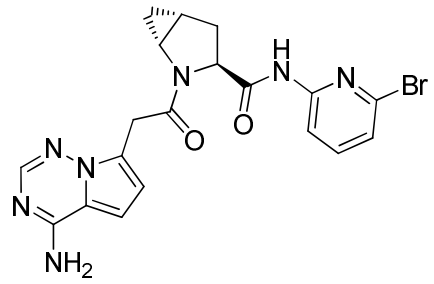
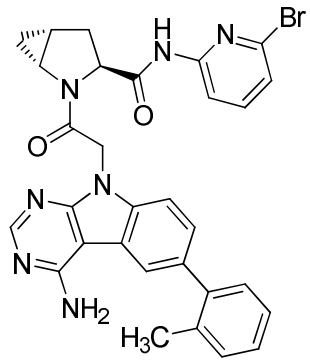
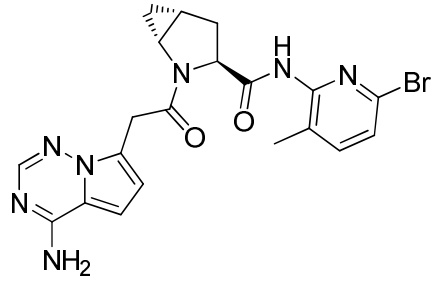
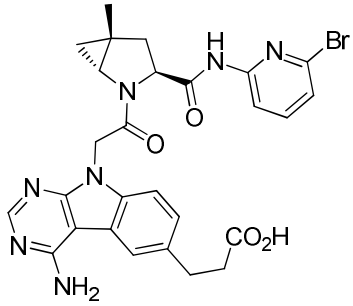
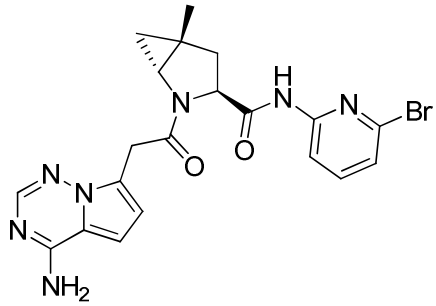
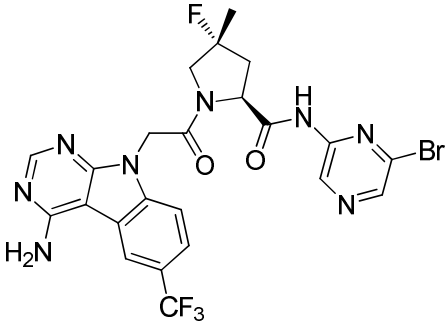
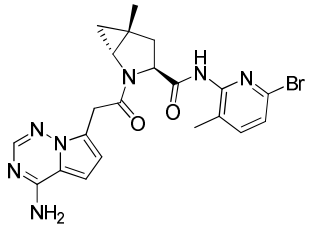
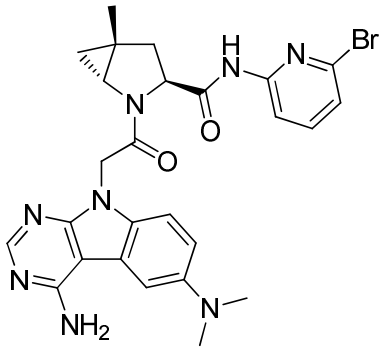
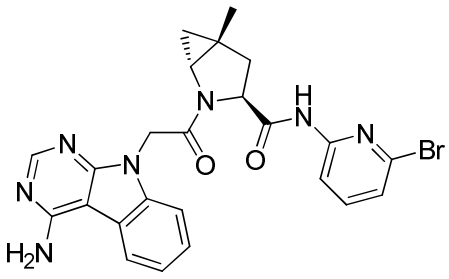
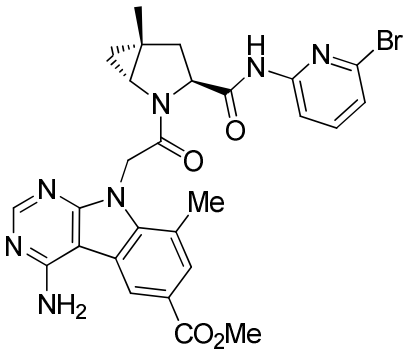
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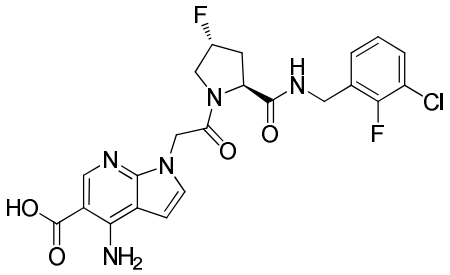
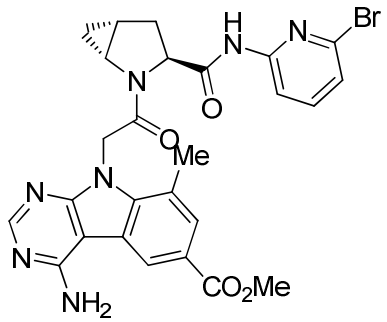
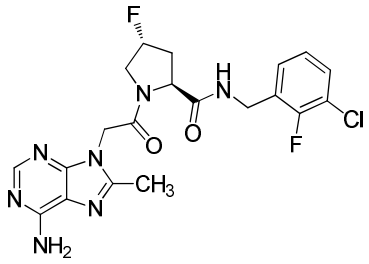
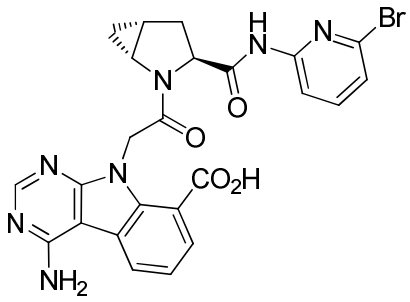
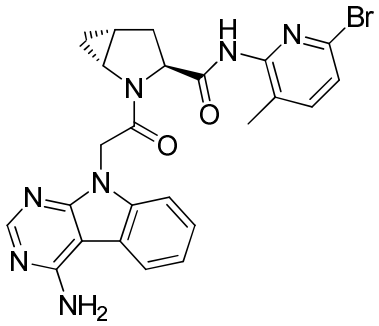
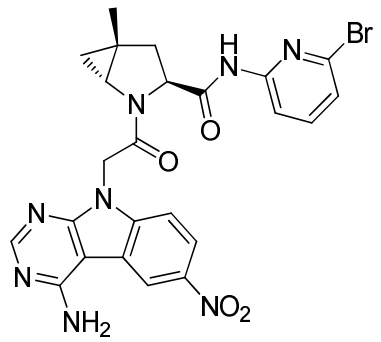
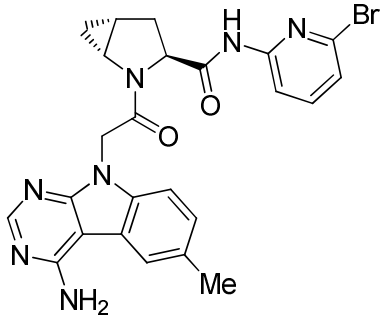
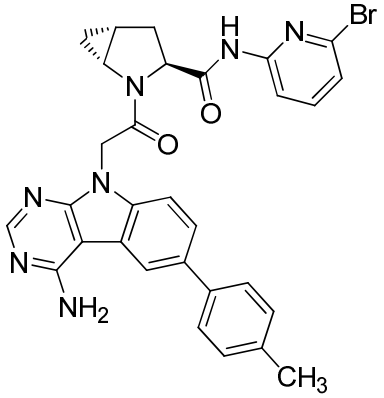
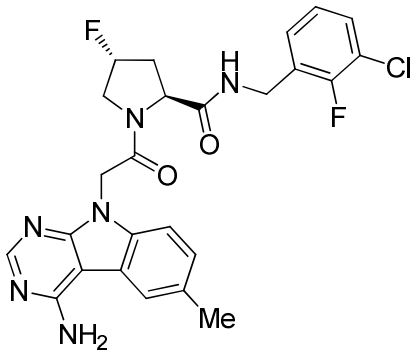
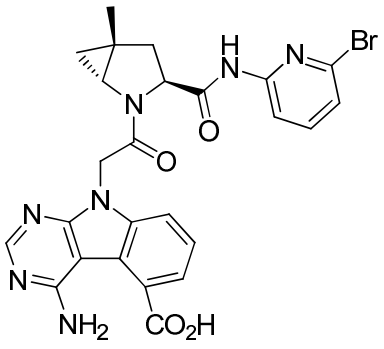
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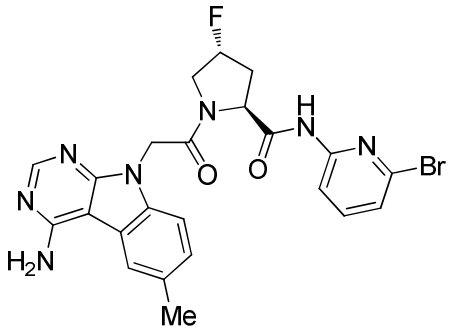
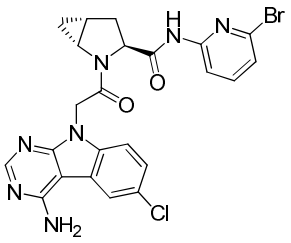
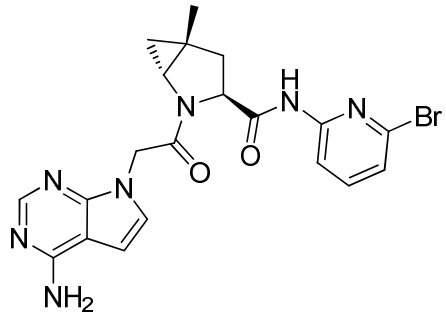
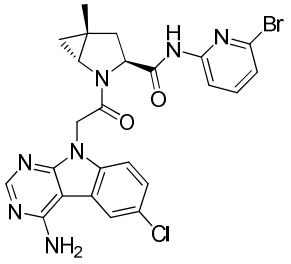
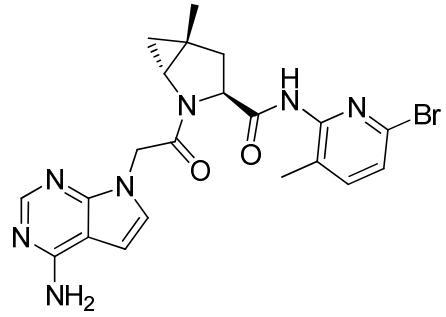
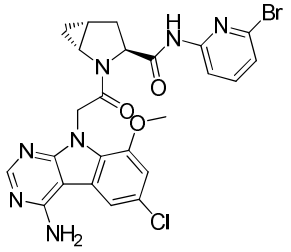
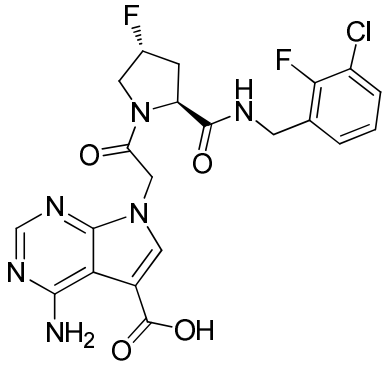
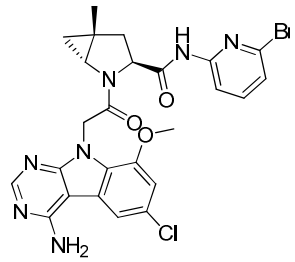
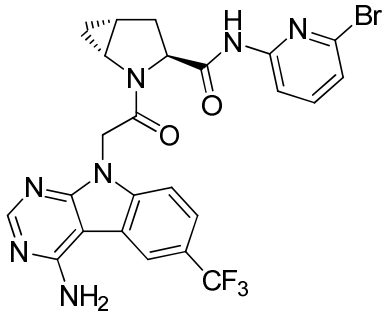
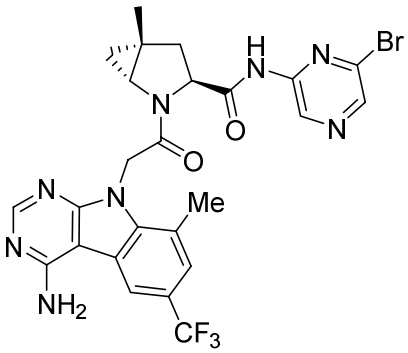
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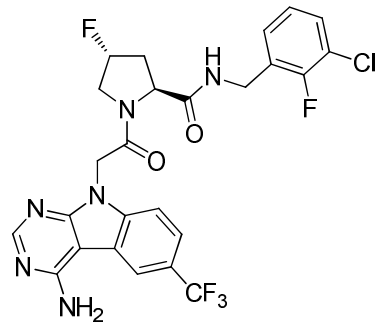
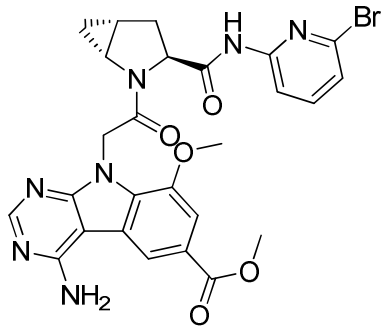
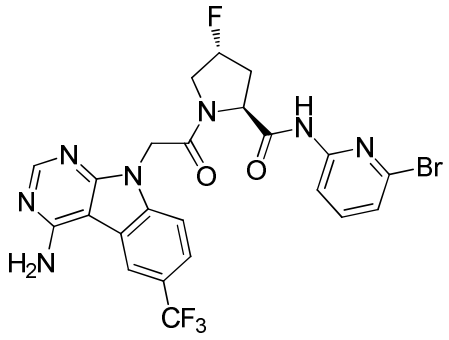
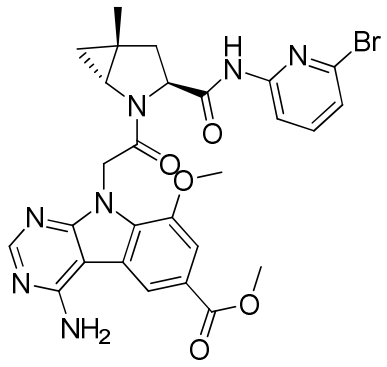
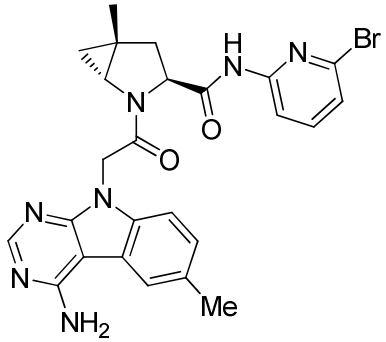
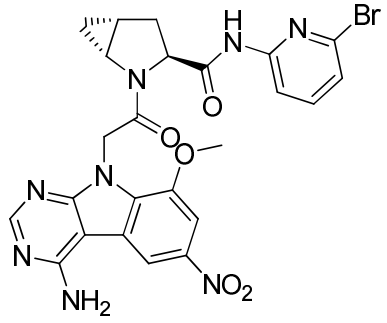
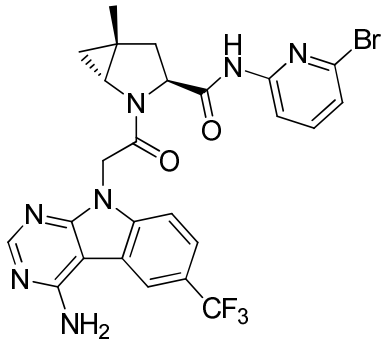
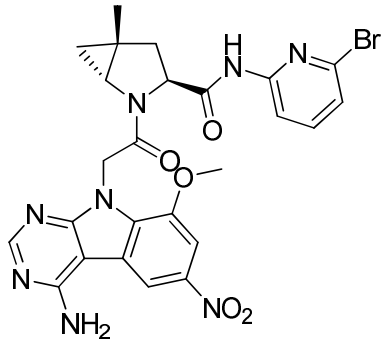
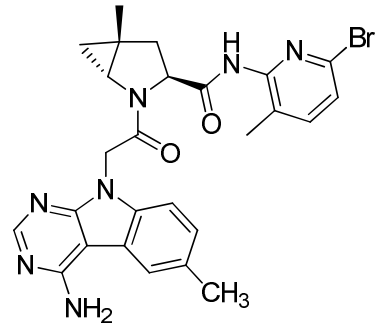
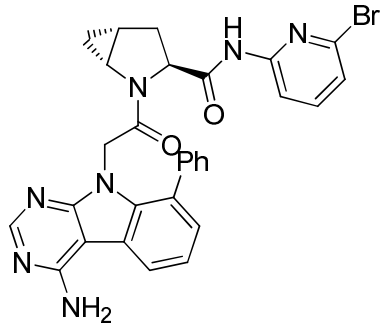
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148d		**209b**	
19a		**210d**	
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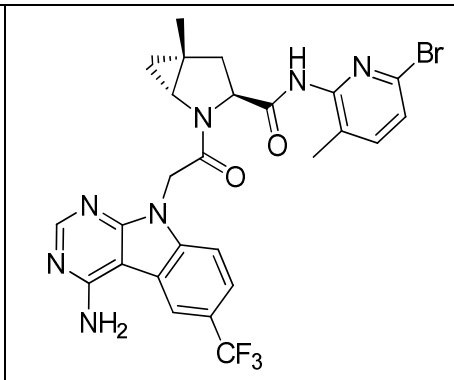
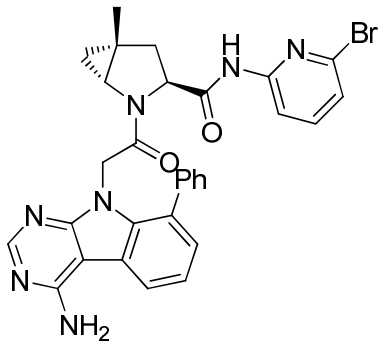
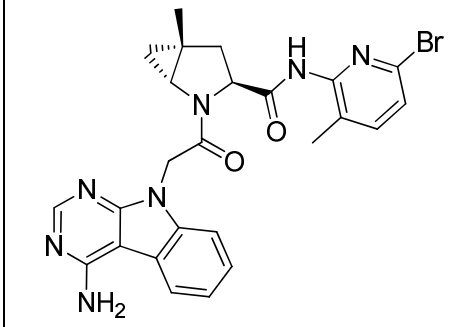
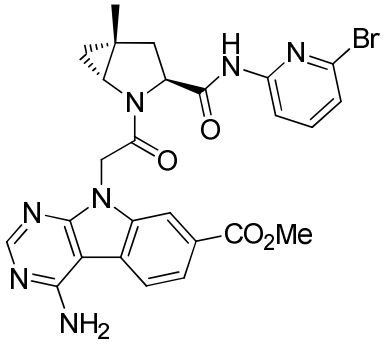
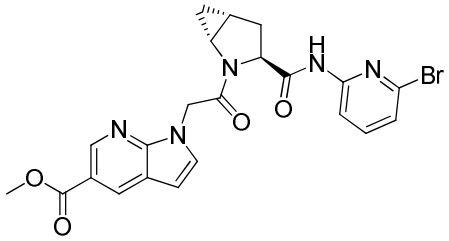
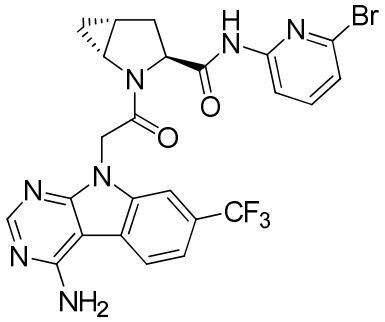
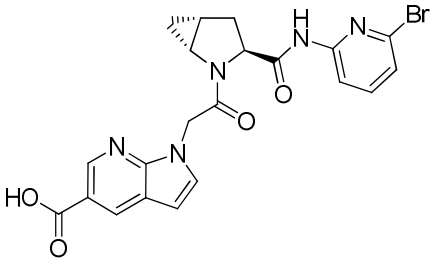
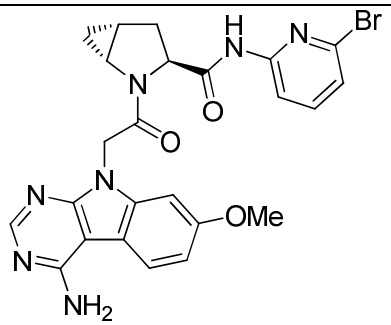
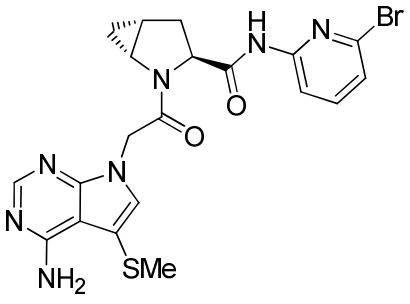
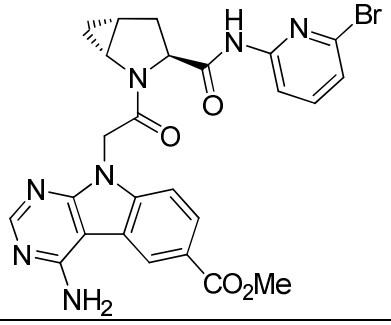
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5e		**191a**	
150d		**192g**	
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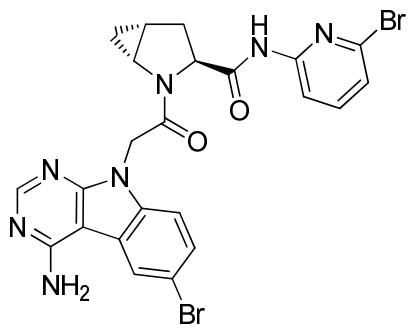
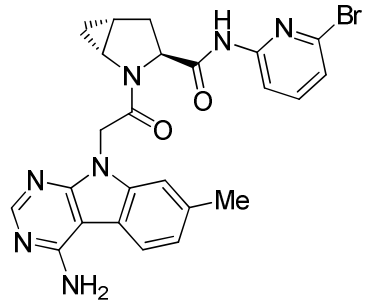
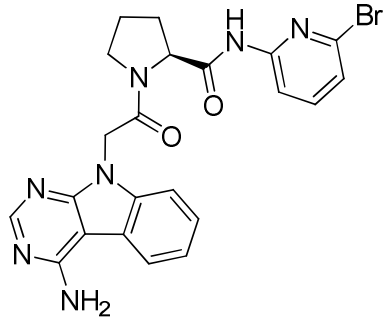
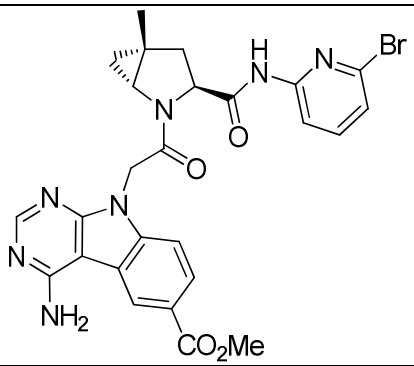
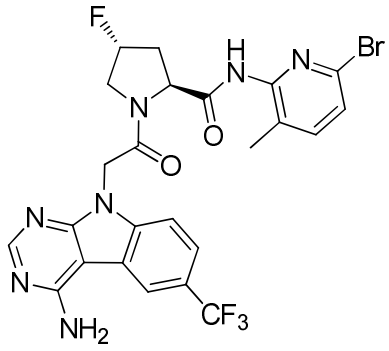
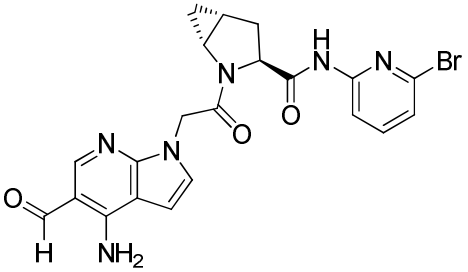
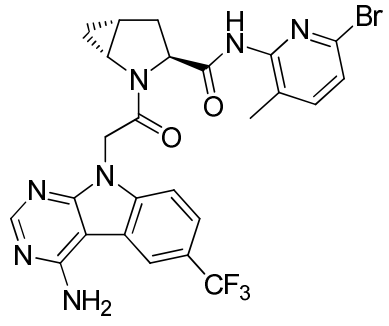
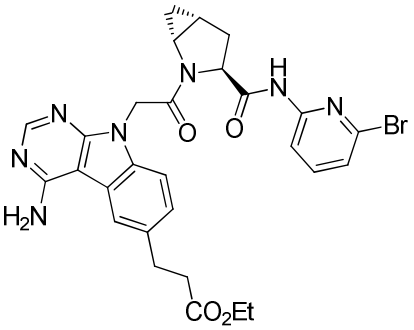
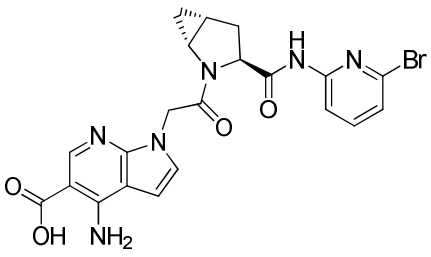
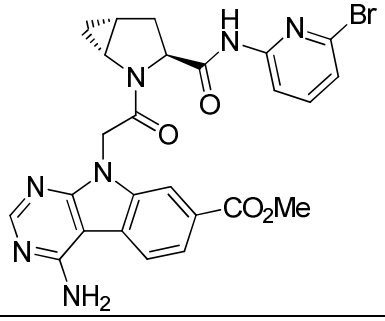
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71a		**213d**	
72a		**215g**	
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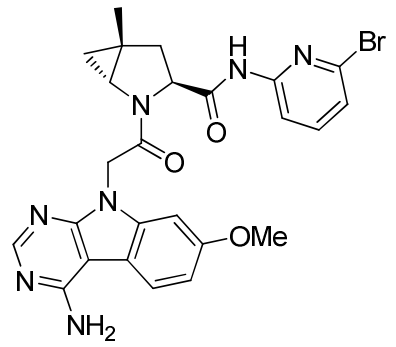
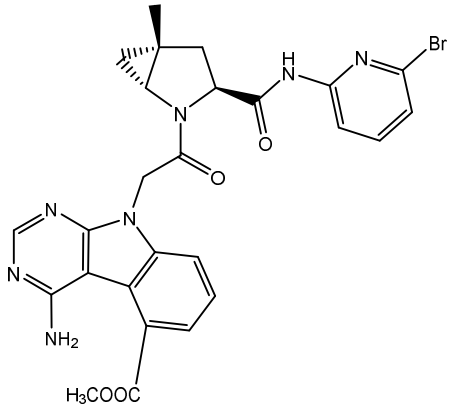
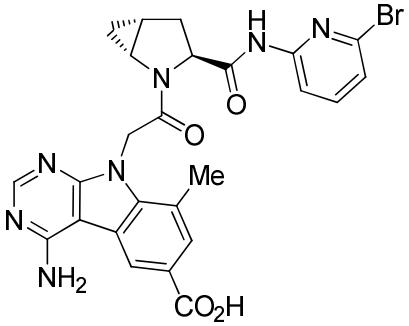
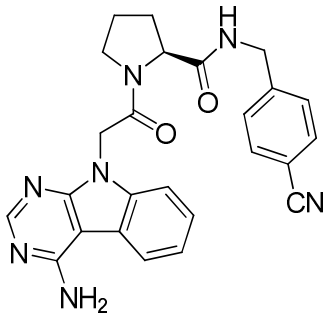
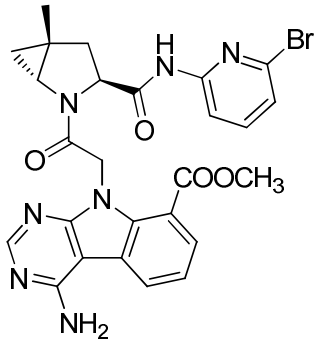
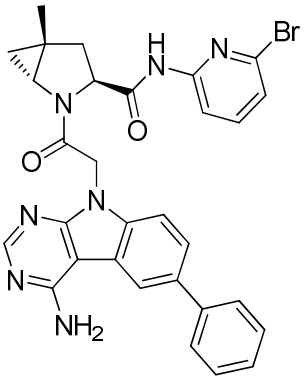
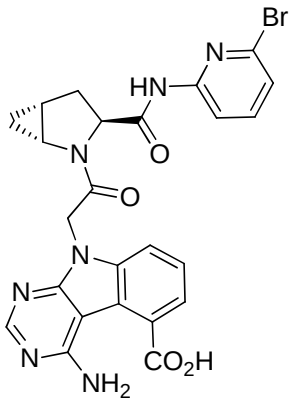
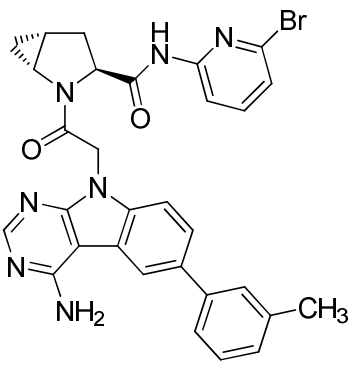
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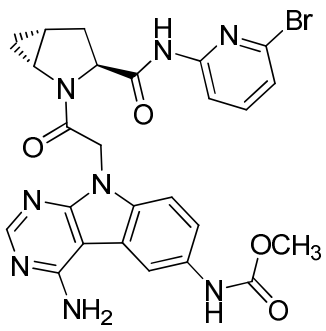
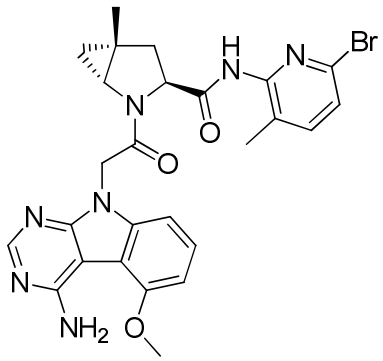
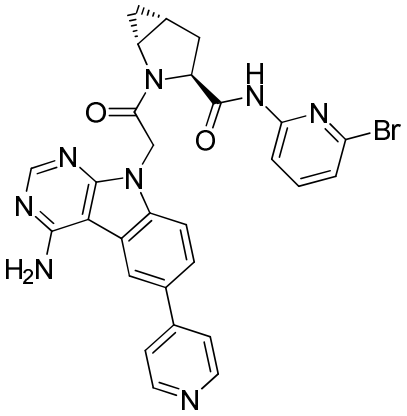
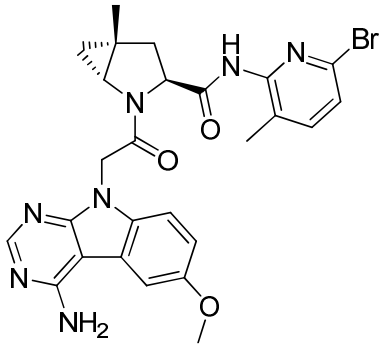
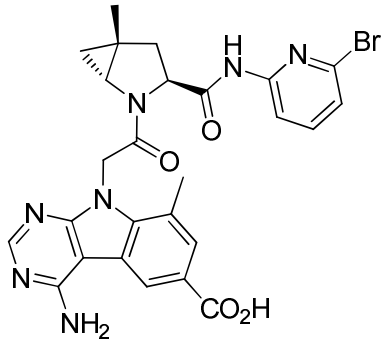
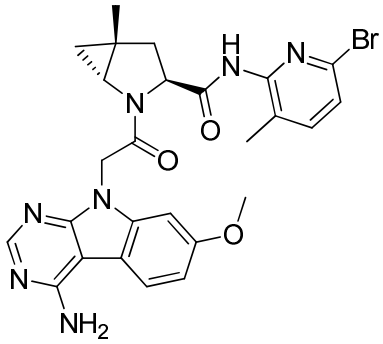
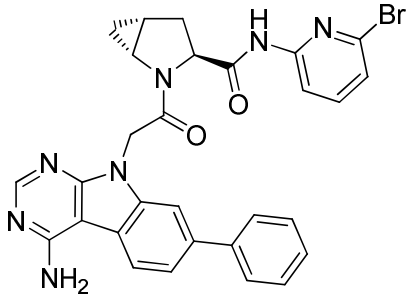
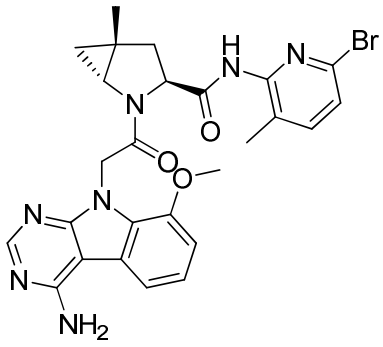
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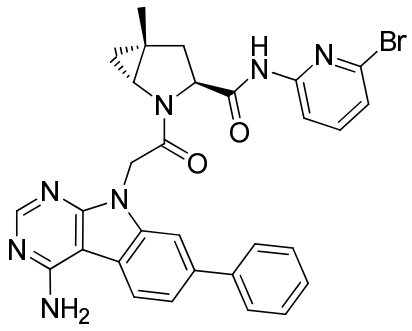
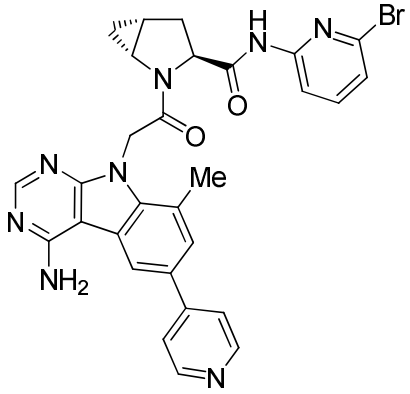
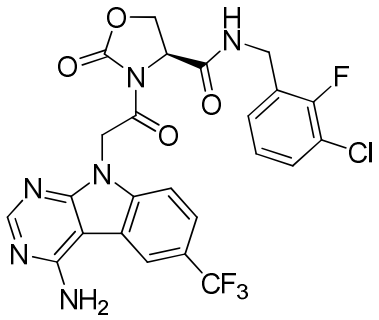
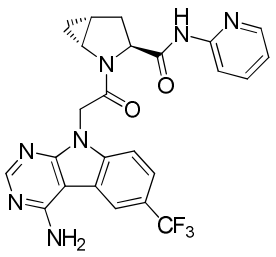
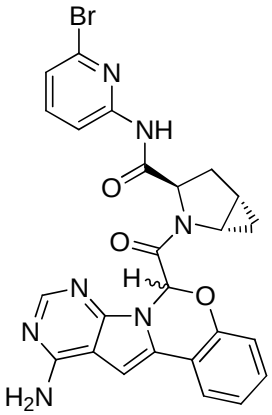
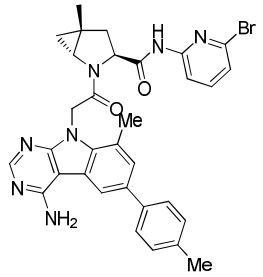
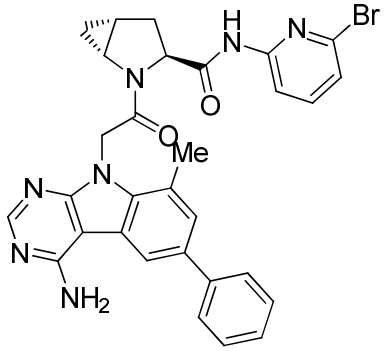
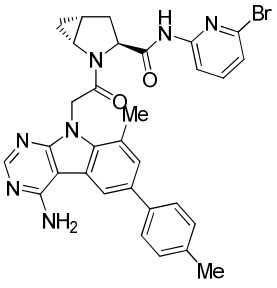
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28a		**243a**	
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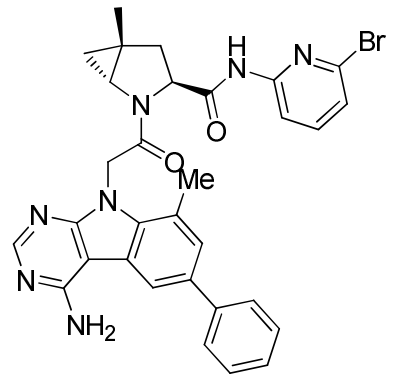
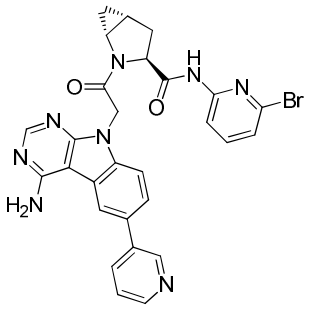
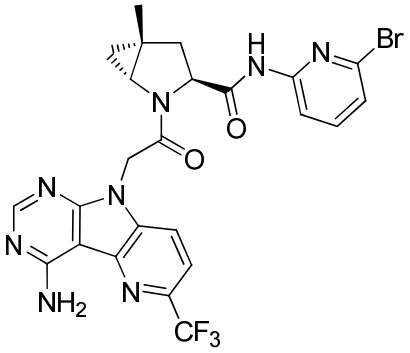
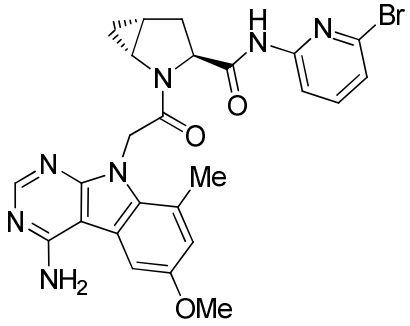
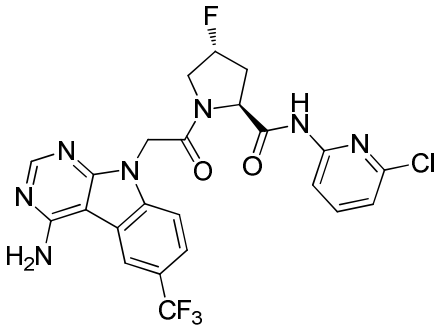
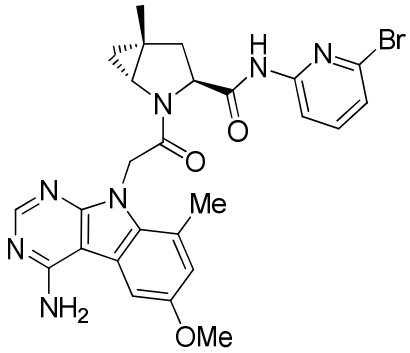
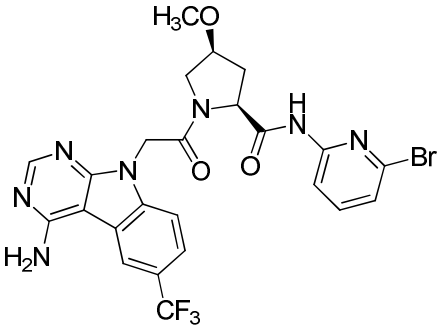
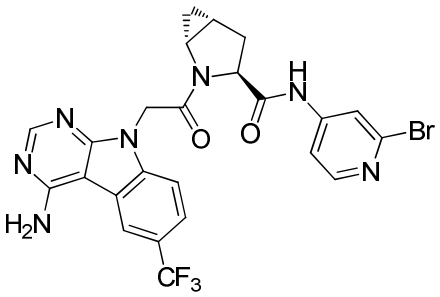
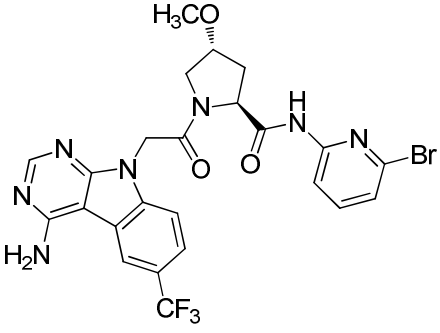
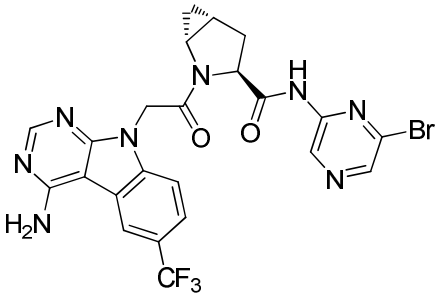
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127d		**16e**	
128a		**36e**	
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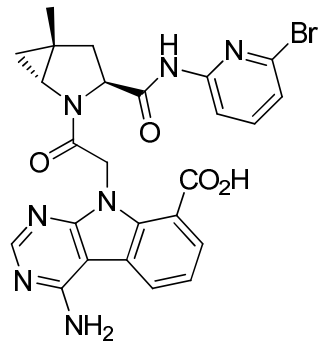
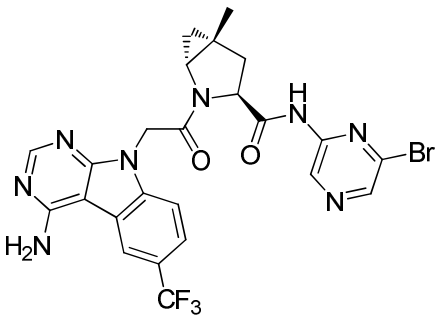
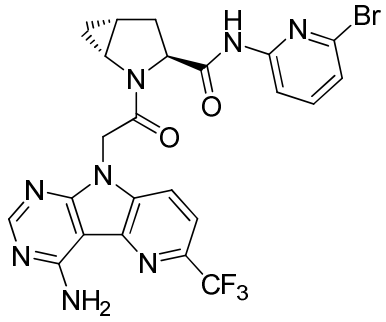
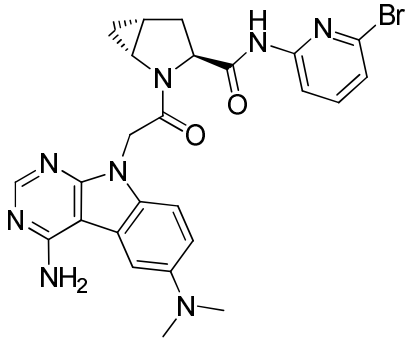
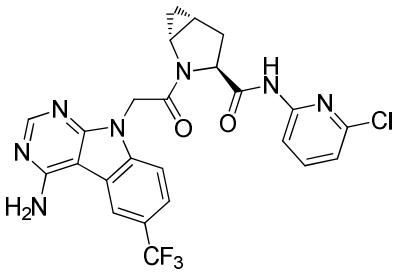
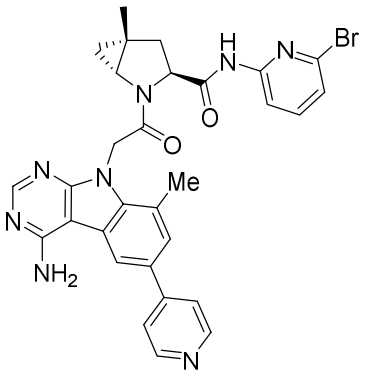
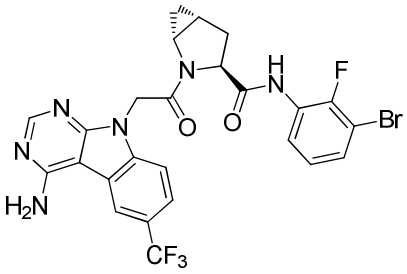
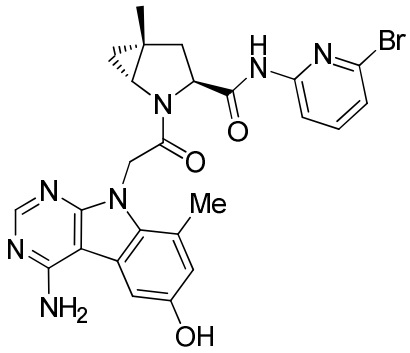
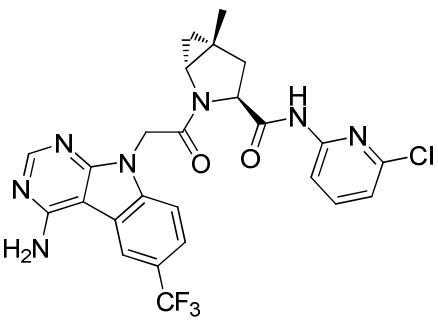
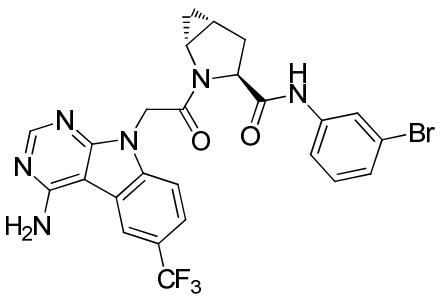
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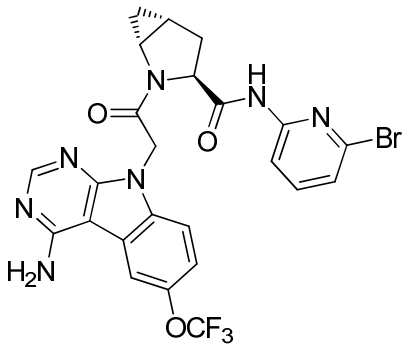
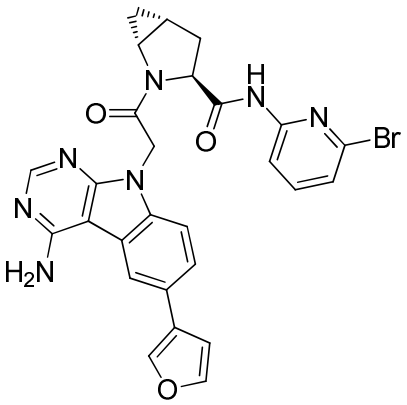
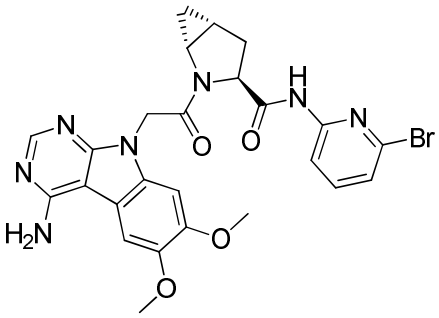
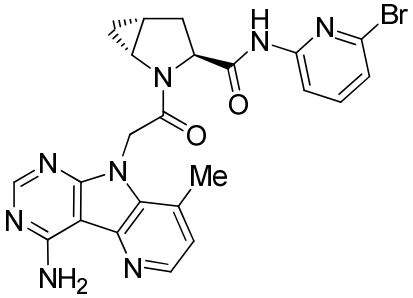
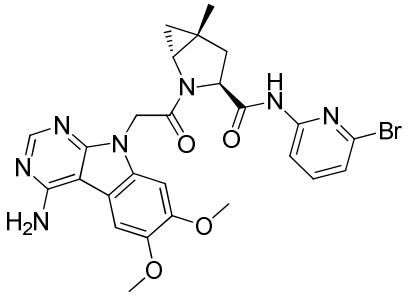
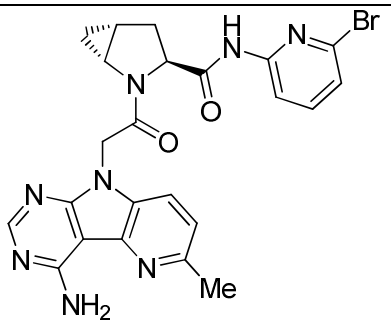
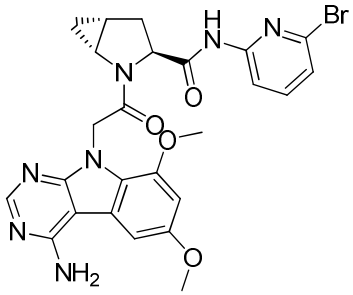
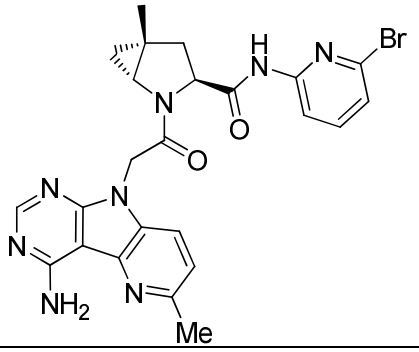
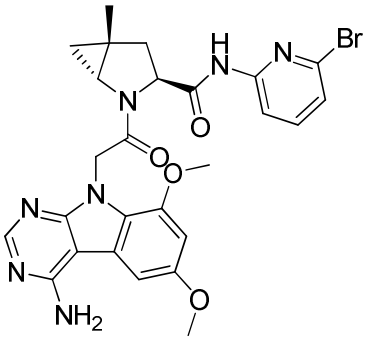
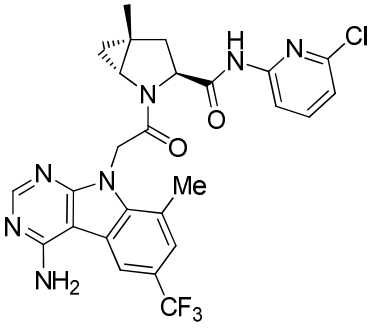
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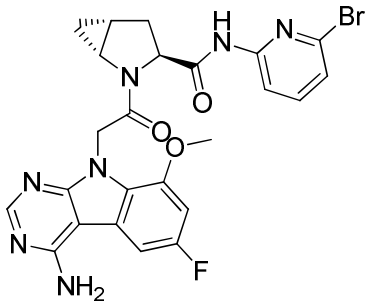
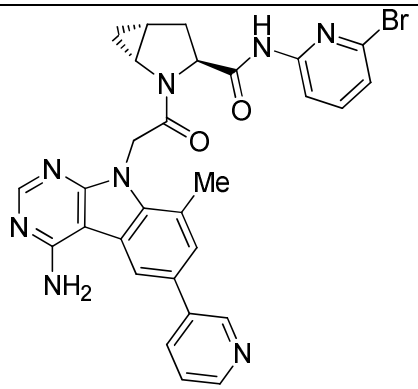
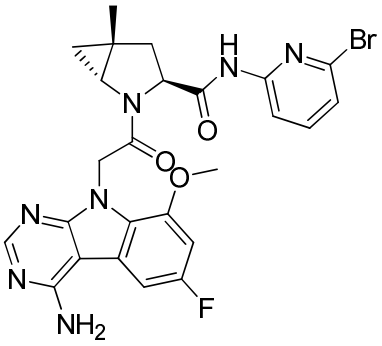
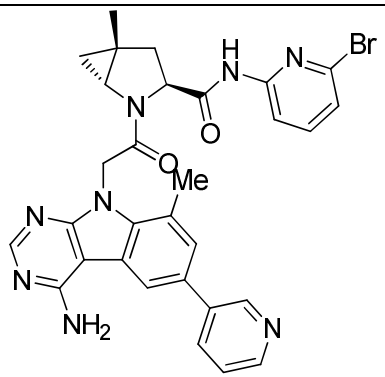
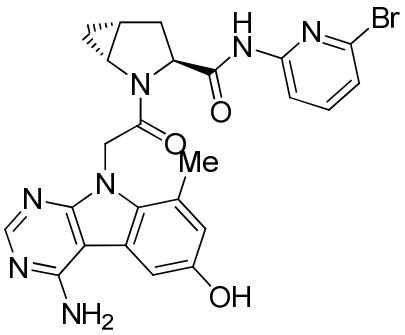
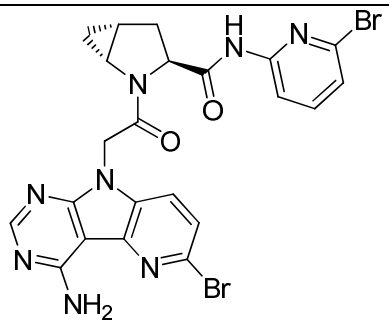
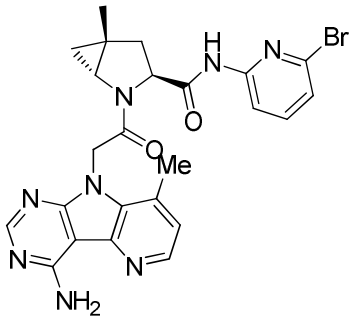
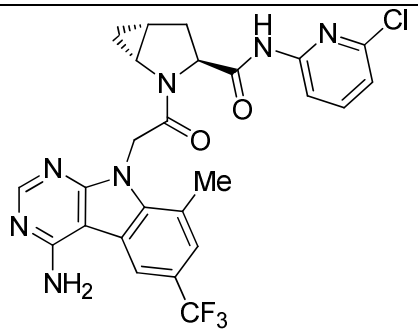
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226c		**252a**	
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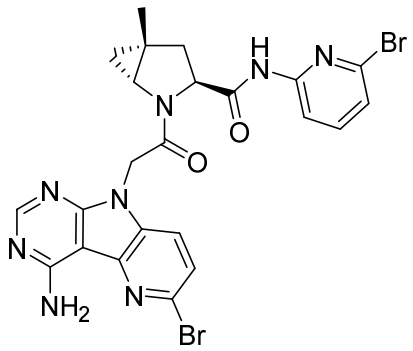
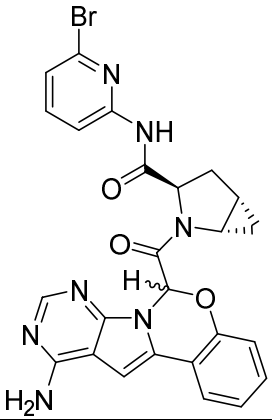
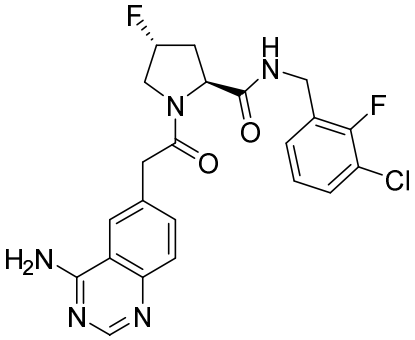
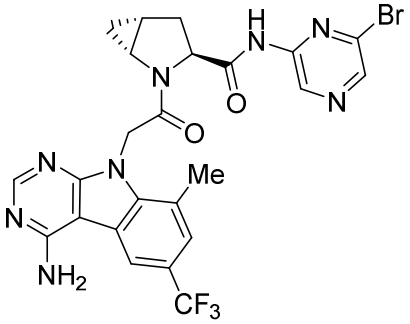
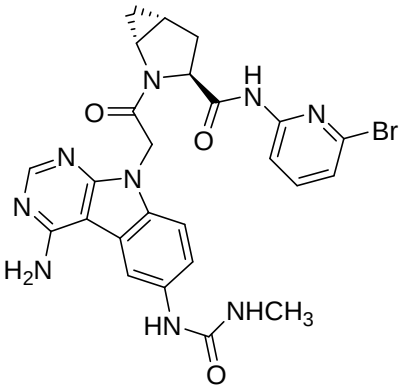
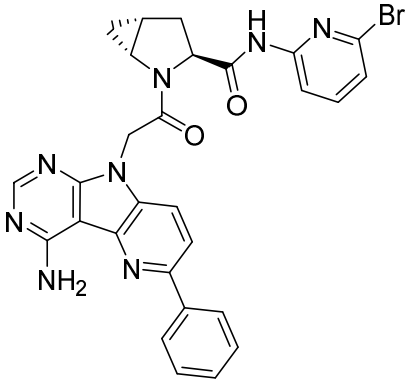
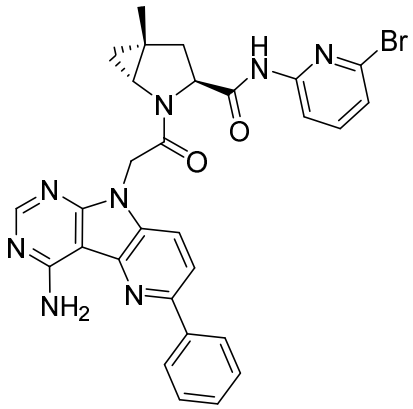
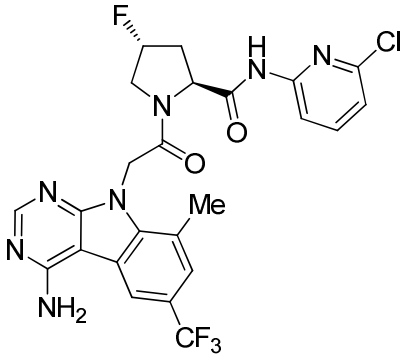
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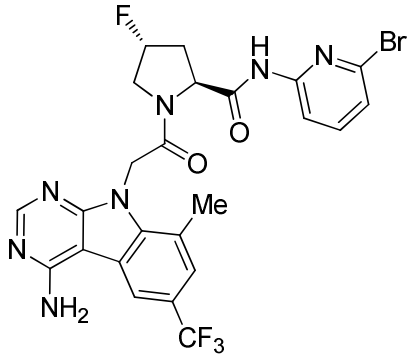
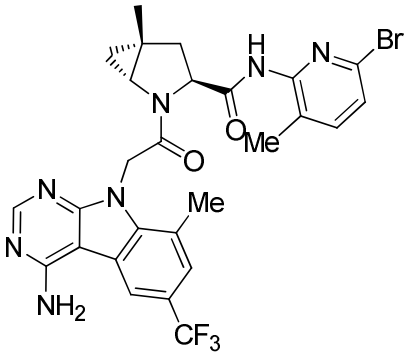
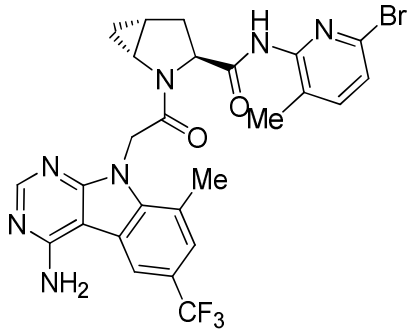
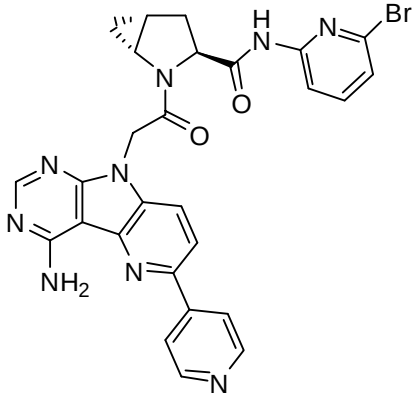
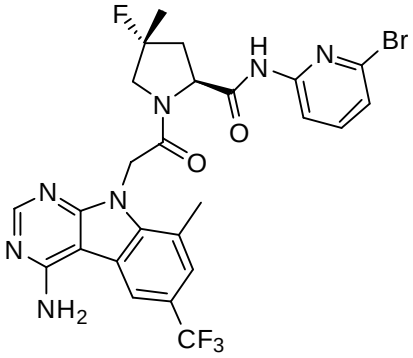
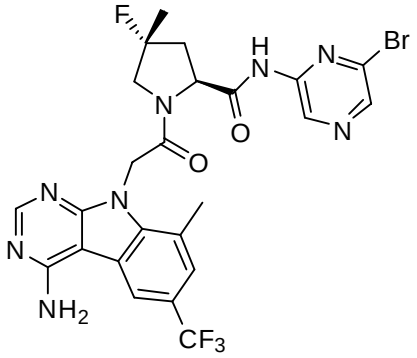
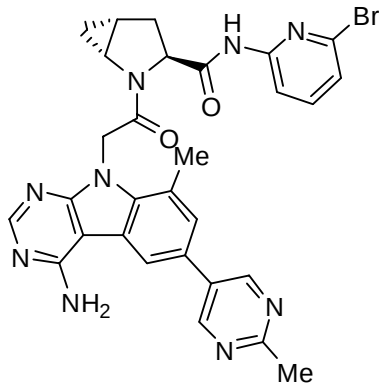
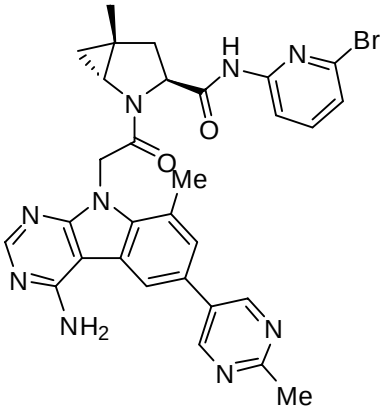
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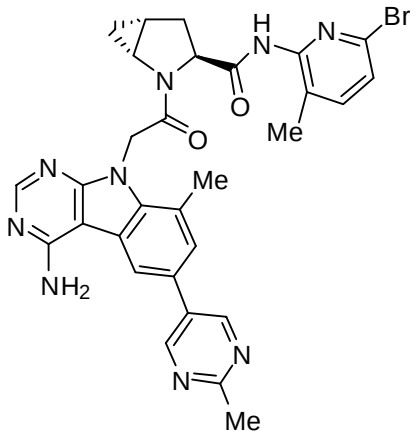
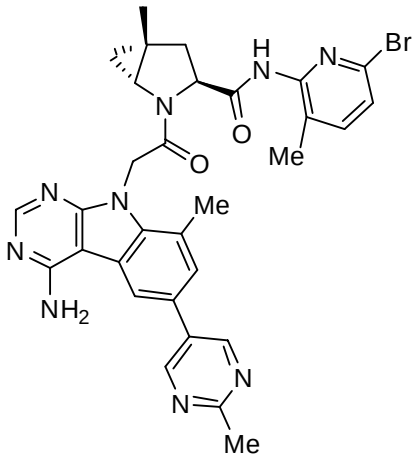
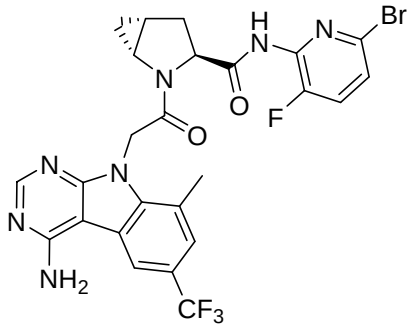
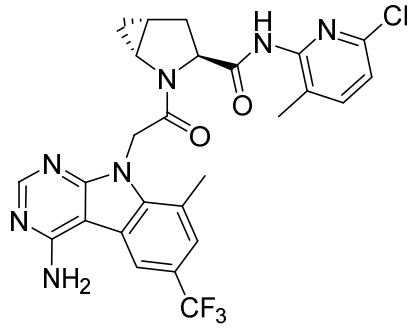
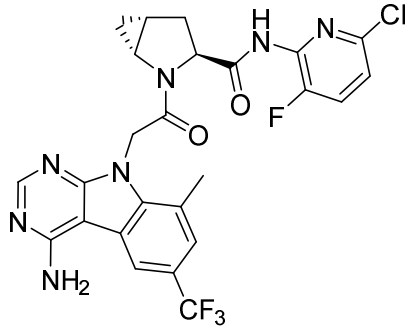
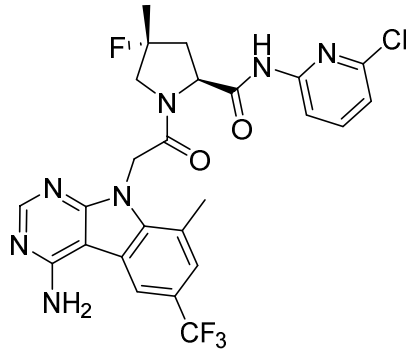
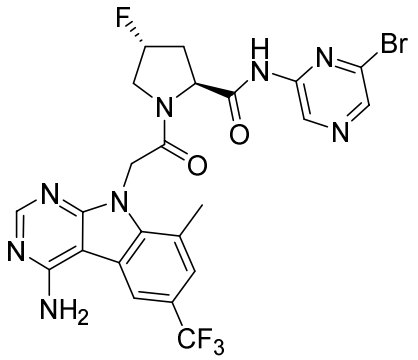
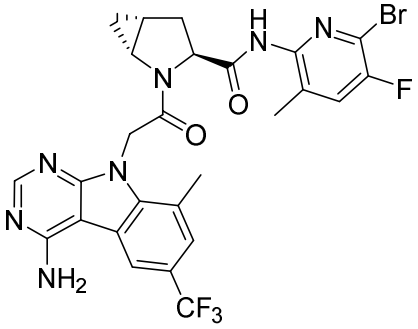
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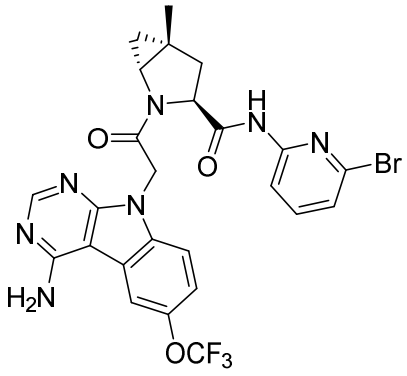
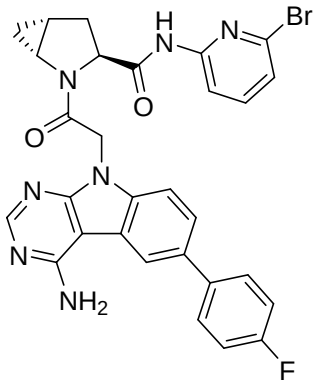
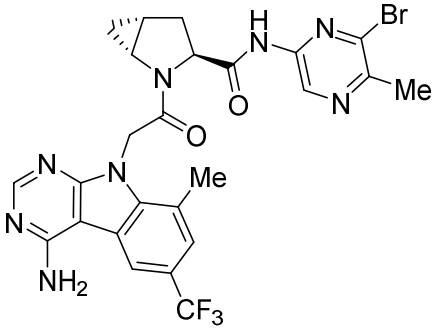
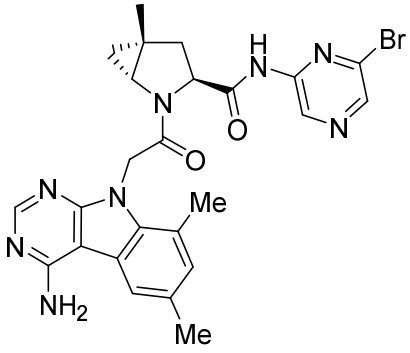
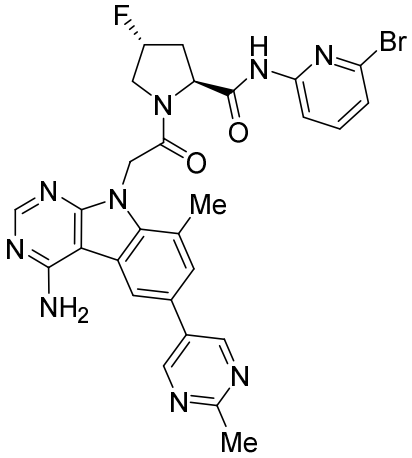
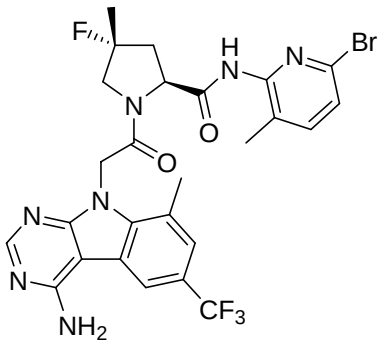
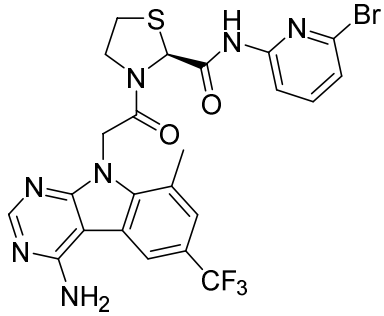
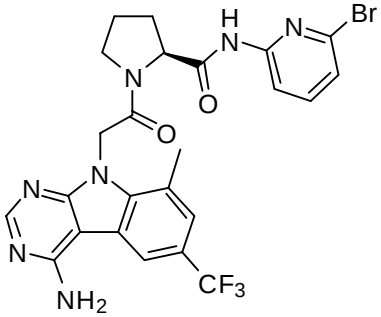
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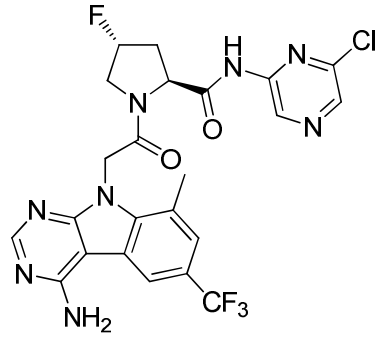
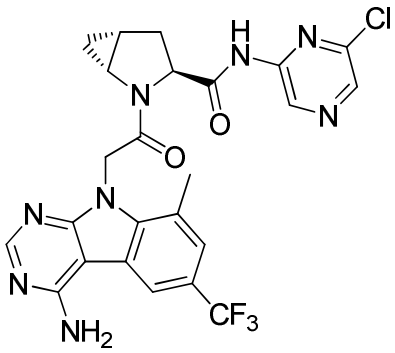
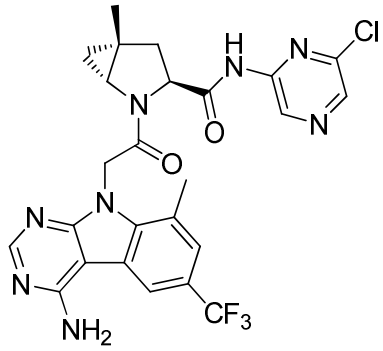
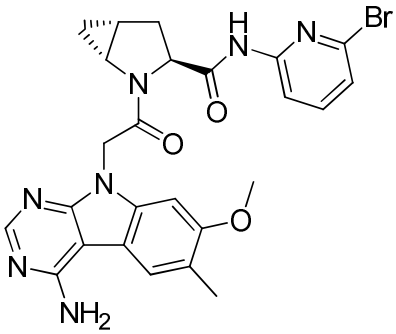
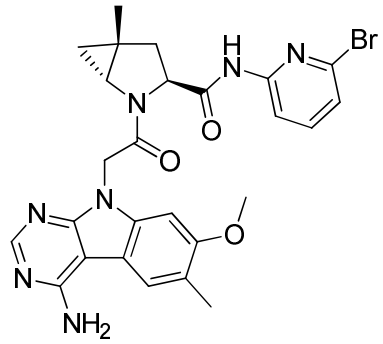
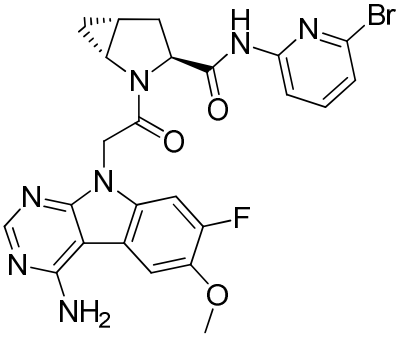
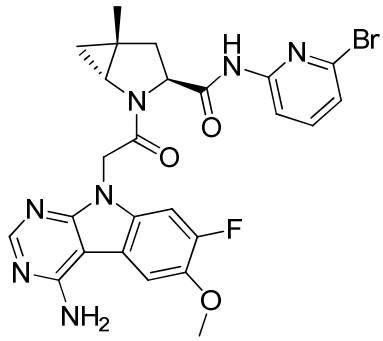
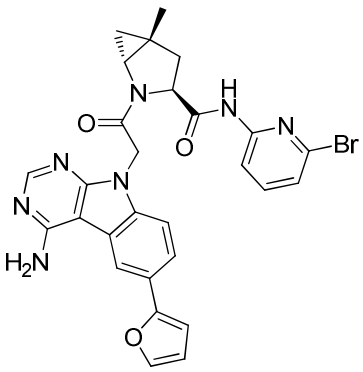
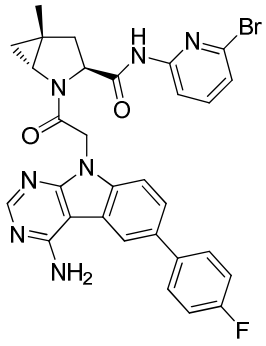
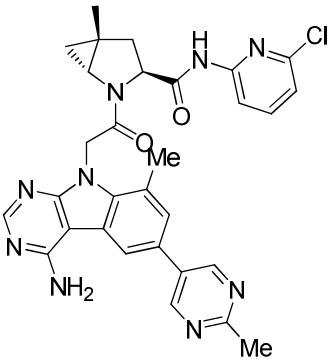
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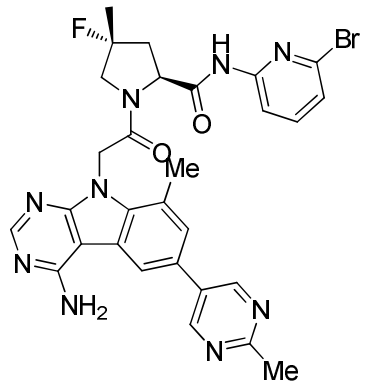
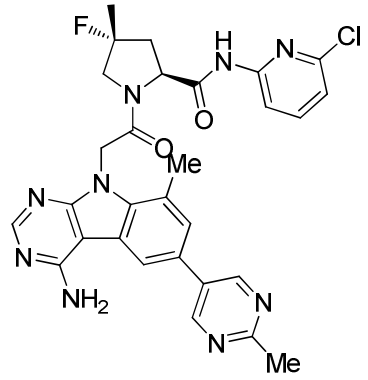
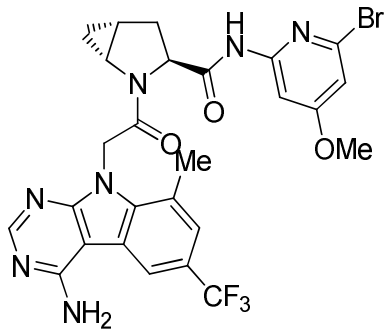
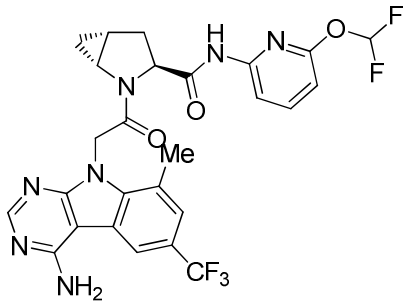
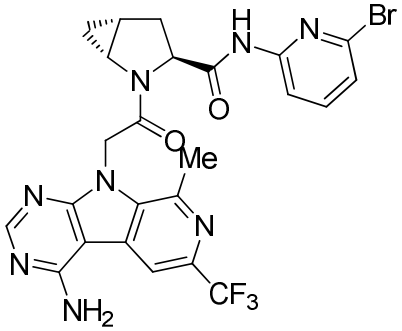
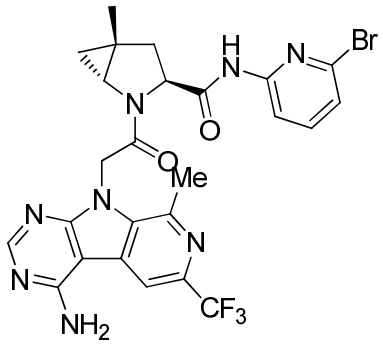
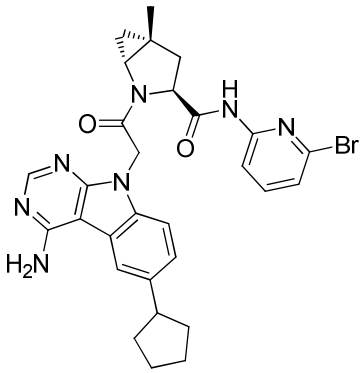
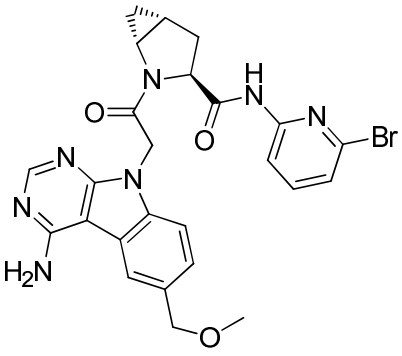
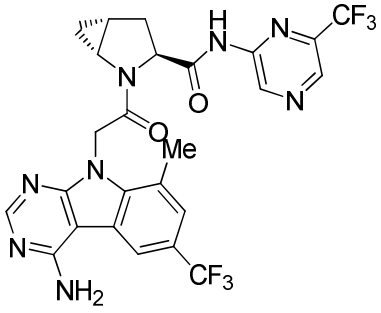
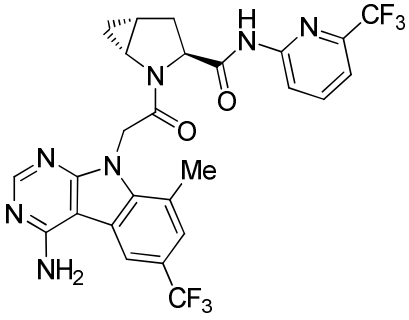
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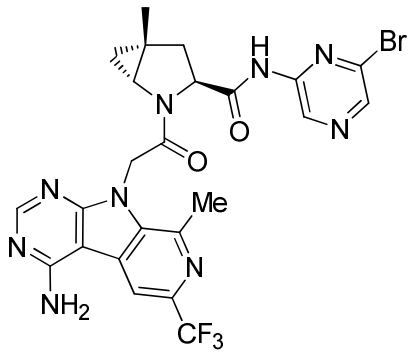
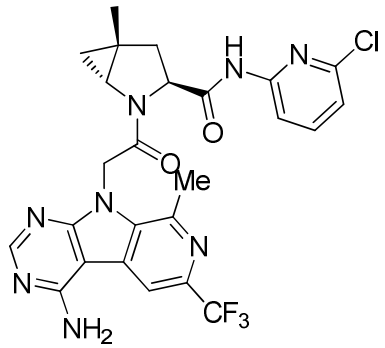
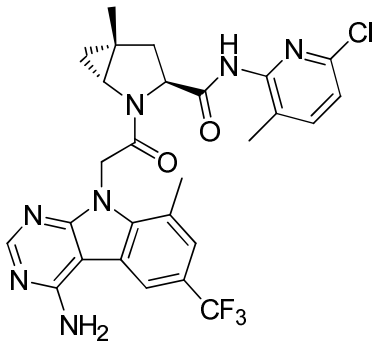
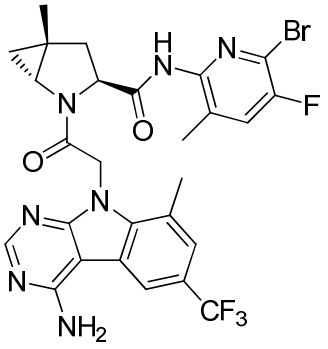
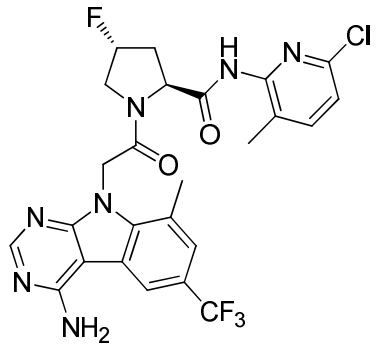
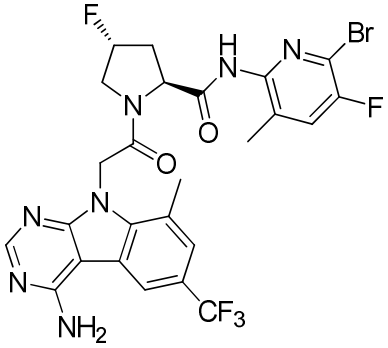
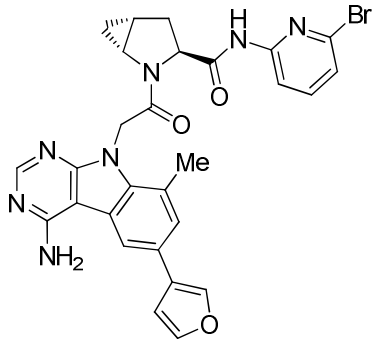
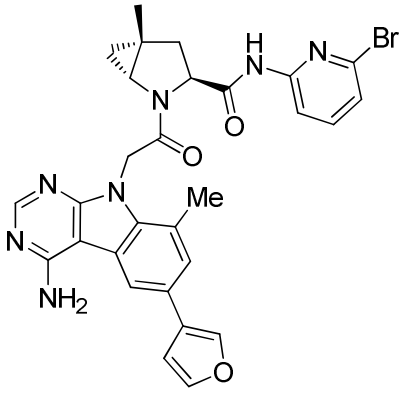
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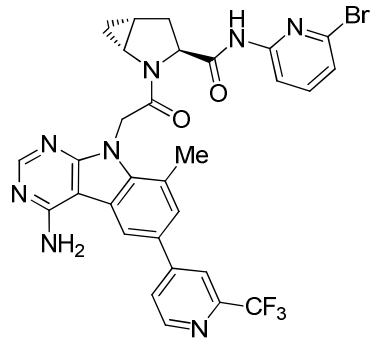
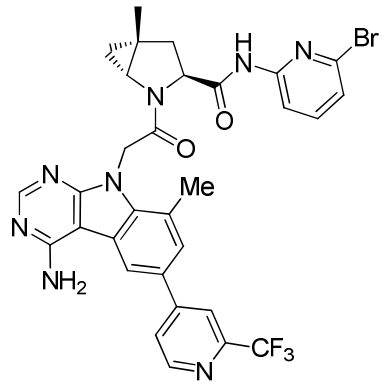
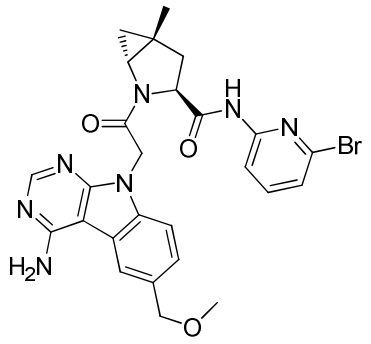
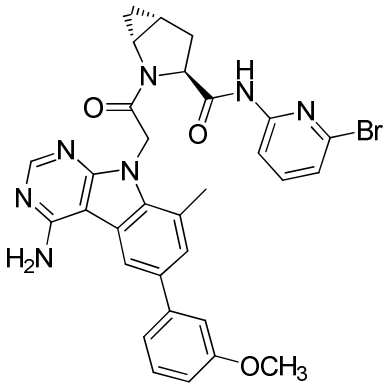
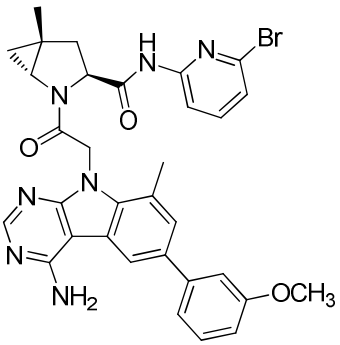
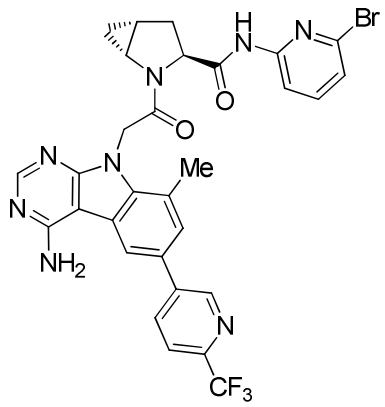
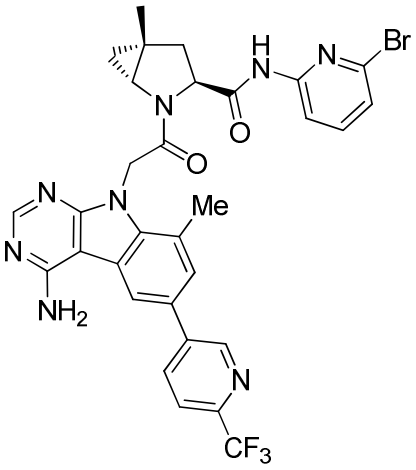
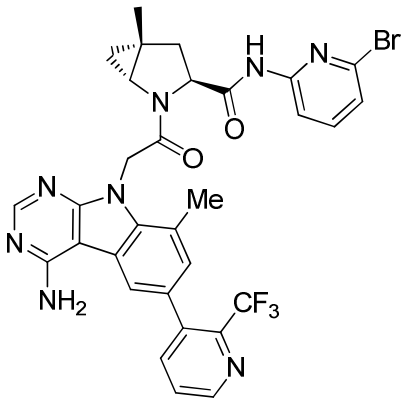
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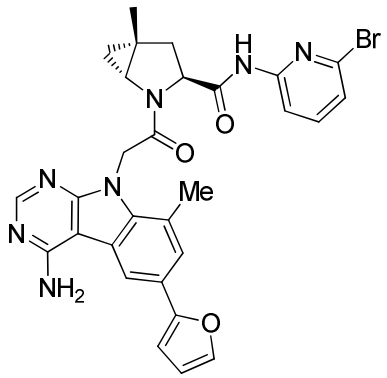
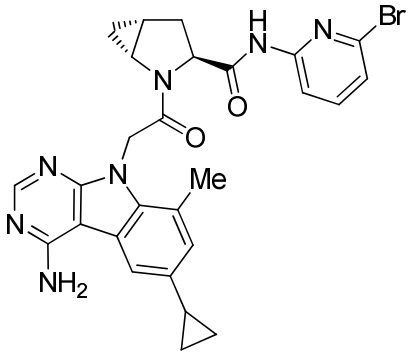
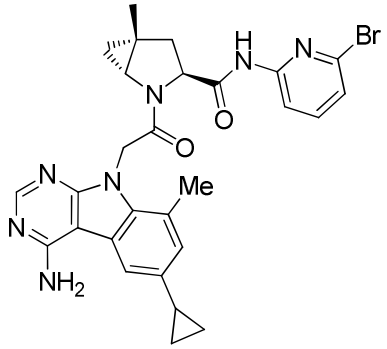
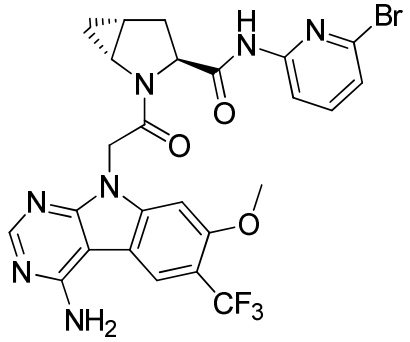
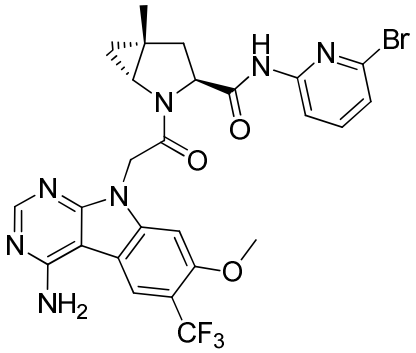
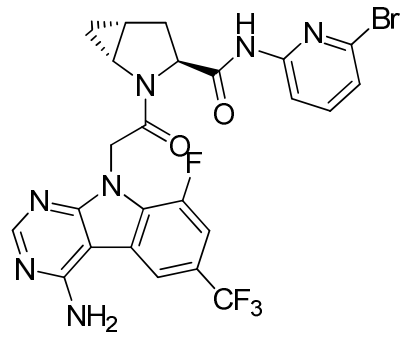
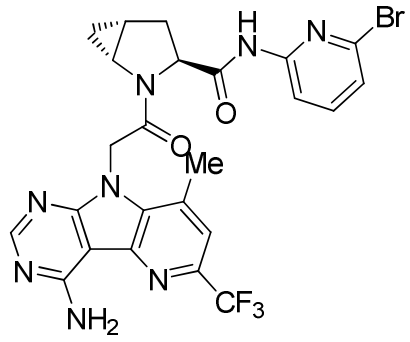
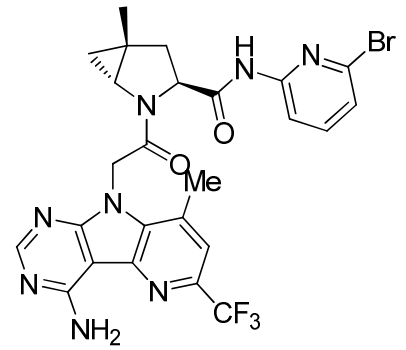
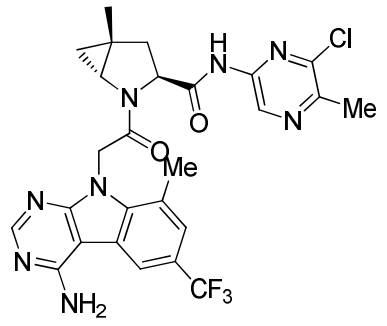
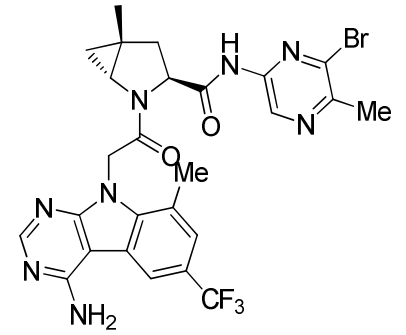
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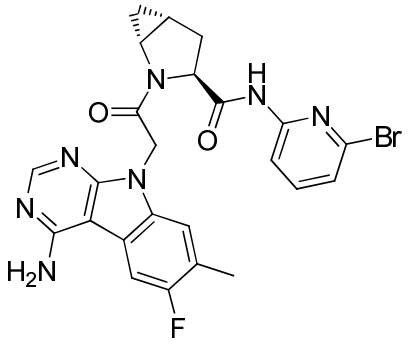
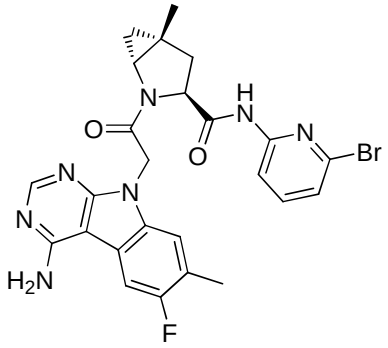
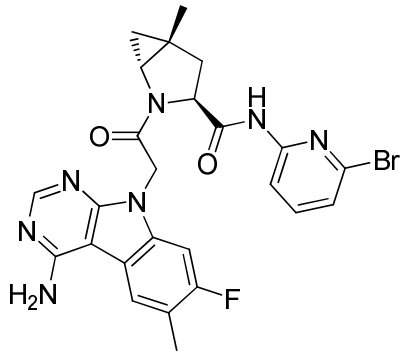
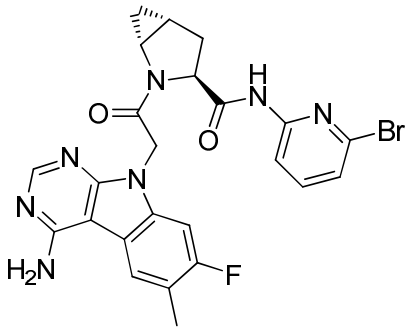
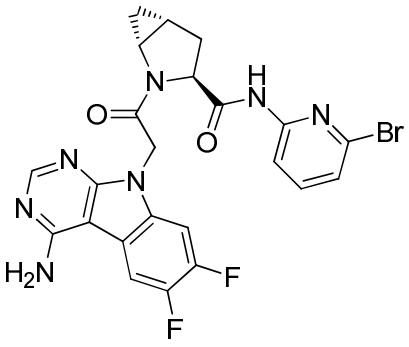
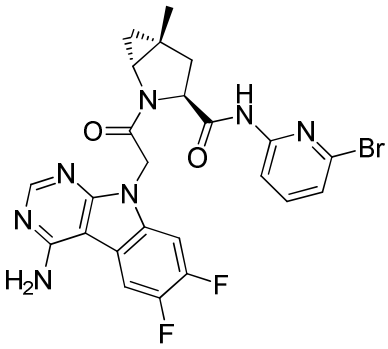
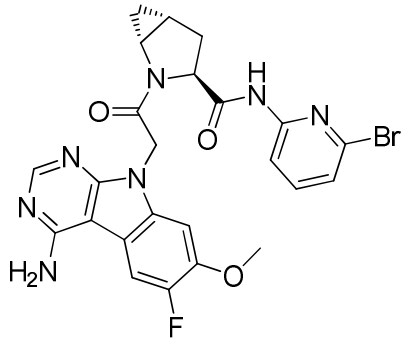
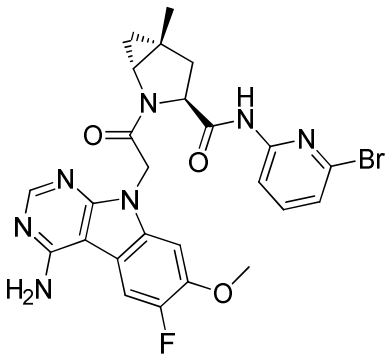
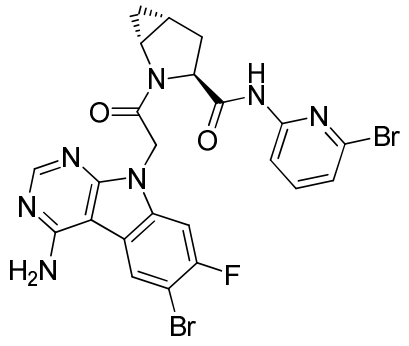
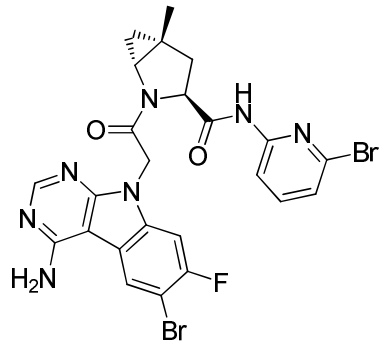
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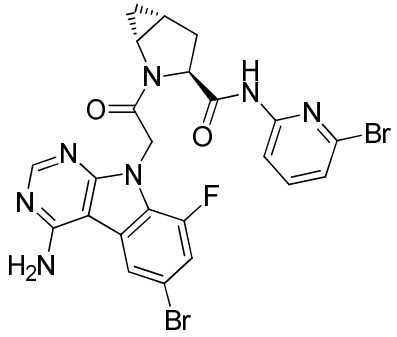
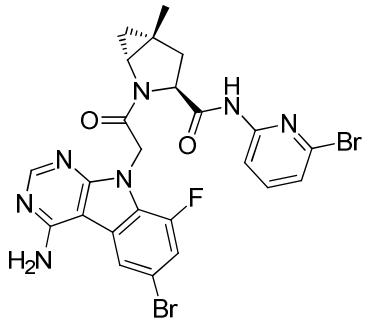
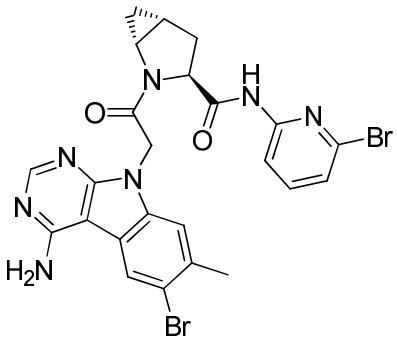
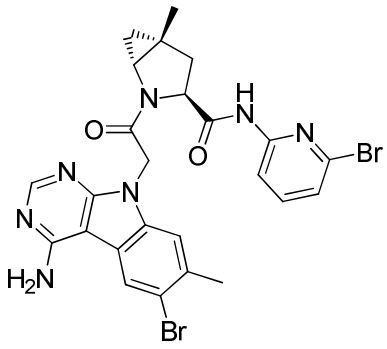
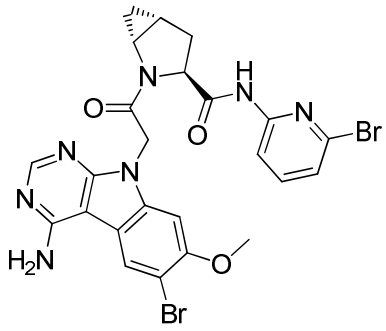
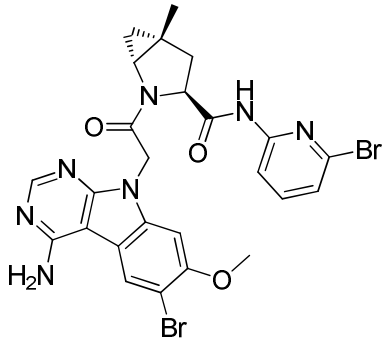
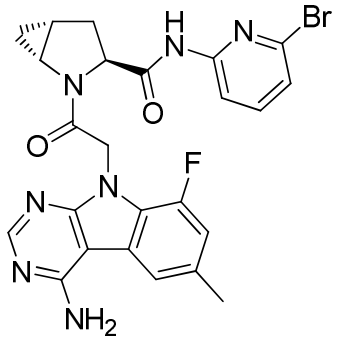
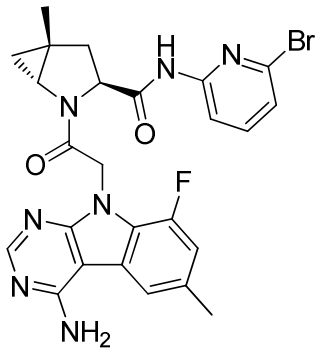
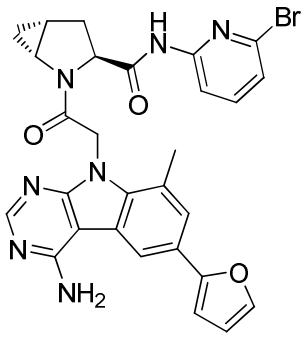
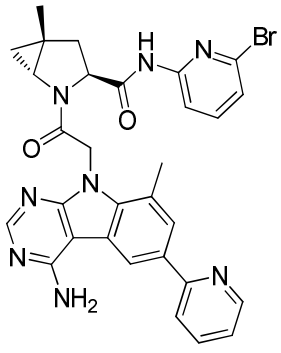
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346g		**347a**	
338e		**339g**	
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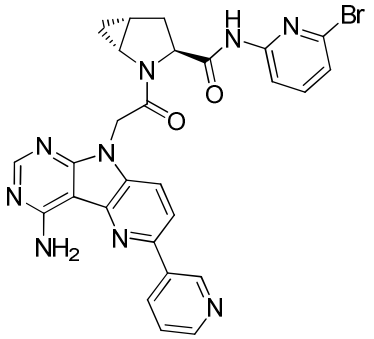
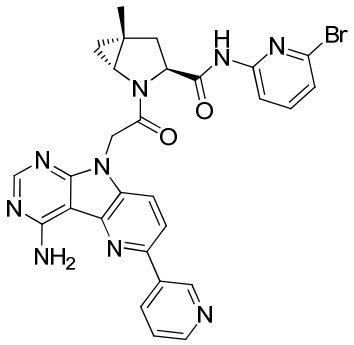
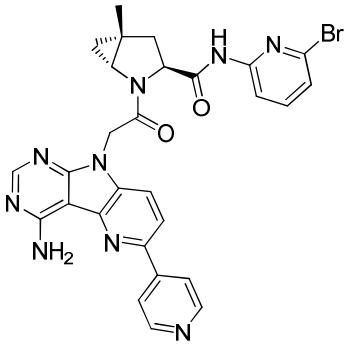
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365c		**366c**	
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354c		**355a**	
340a		**341c**	
342a		**356c**	
357a		**358c**	

359c		**360c**	
361a		**367g**	
368a		**369g**	
362f		**363a**	
364e		**364d**	

381g		**382a**	
385a		**384g**	
386g		**387a**	
383g		**388a**	
389g		**390a**	

376g		**377a**	
379h		**380a**	
374g		**375a**	
391g		**392a**	
370a		**378c**	

371c		**372a**	
373a			

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45. A pharmaceutical composition, comprising the compound of any one of the preceding claims, or a pharmaceutically acceptable salt thereof and a pharmaceutically acceptable carrier.

46. Use of the compound of any one of claims 1-44, or a pharmaceutically acceptable salt thereof in the manufacture of a medicament for~~A method of~~ treating or preventing a disease or condition characterized by aberrant complement system activity~~, comprising administering to a subject in need thereof a therapeutically effective amount of a compound of any one of claims 1-44, or a pharmaceutically acceptable salt thereof~~.

47. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is an immunological disorder.

48. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is a disease of the central nervous system.

49. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is a neurodegenerative disease or neurological disease.

50. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is a renal disease.

51. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is a cardiovascular disease.

52. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is a cardiometabolic disease.

53. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is selected from the group consisting of paroxysmal nocturnal hemoglobinuria, atypical hemolytic uremic syndrome, organ transplant rejection, myasthenia gravis, neuromyelitis optica, membranoproliferative glomerulonephritis, dense-deposit disease, cold agglutinin disease, and catastrophic antiphospholipid syndrome.

54. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is selected from the group consisting of adult respiratory distress syndrome, myocardial infarct, lung inflammation, sepsis, cardiopulmonary bypass, burns, asthma, restenosis, multiple organ dysfunction, Guillain-Barré syndrome, hemorrhagic shock, glomerulonephritis, systemic lupus erythematosus, rheumatoid arthritis, infertility, Alzheimer's disease, multiple sclerosis, platelet storage, and hemodialysis.

55. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is selected from the group consisting of antineutrophil cytoplasmic antibody (ANCA)-associated vasculitis (AAV), warm autoimmune hemolytic anemia, IgA nephropathy, C3 glomerulonephritis, and focal segmental glomerulosclerosis.

56. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is a hematological disorder.

57. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is an ocular disorder or an eye disorder.

58. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is macular degeneration, age-related macular degeneration (AMD), wet AMD, geographic atrophy, macular edema, diabetic macular edema, choroidal neovascularization (CNV), uveitis, Behcet's uveitis, proliferative diabetic retinopathy, non-proliferative diabetic retinopathy, glaucoma, hypertensive retinopathy, a corneal neovascularization disease, post-corneal transplant rejection, a corneal dystrophic

disease, an autoimmune dry eye disease, Stevens-Johnson syndrome, Sjogren's syndrome, an environmental dry eye disease, Fuchs' endothelial dystrophy, retinal vein occlusion, or post-operative inflammation.

59. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is selected from the group consisting of obesity, insulin resistance, diabetes, dyslipidemia, nephropathy, and neuropathy.

60. The ~~method~~ use of claim 46, wherein the disease or condition is angioedema.

61. The ~~method~~ use of claim 46, wherein the disease or condition is hereditary angioedema.

62. The ~~method~~ use of claim 46, wherein the disease or condition is acquired angioedema.

63. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of antineutrophil cytoplasmic antibody (ANCA)-associated vasculitis (AAV), paroxysmal nocturnal hemoglobinuria, and thrombotic microangiopathy.

64. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of Alzheimer's disease, multiple sclerosis, neuromyelitis optica, generalized myasthenia gravis, Guillain-Barré syndrome, Parkinson's disease, and schizophrenia.

65. The ~~method~~ use of claim 46, wherein the disease or condition is periodontitis.

66. The ~~method~~ use of claim 46, wherein the disease or condition is Crohn's disease.

67. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of asthma, chronic obstructive pulmonary disease, and acute respiratory distress syndrome.

68. The ~~method~~ use of claim 46, wherein the disease or condition is atheroscerosis.

69. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of age-related macular degeneration (AMD), uveitis, glaucoma, and wet AMD.

70. The ~~method~~ use of claim 46, wherein the disease or condition is myocardial infarction.

71. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of atypical hemolytic uremic syndrome, C3 glomerulopathy, lupus nephritis, IgA nephropathy, and membranous nephropathy.

72. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of rheumatoid arthritis, osteoarthritis, bullous pemphigoid, psoriasis, hidradenitis suppurativa, and burns.

73. The ~~method~~ use of claim 46, wherein the disease or condition is hemodialysis.

74. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of rheumatoid arthritis, osteoarthritis, bullous pemphigoid, psoriasis, hidradenitis suppurativa, and burns.

75. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of ischemia/reperfusion injury, acute kidney injury, and organ transplantation, e.g., kidney transplant.

76. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of systemic inflammatory response syndrome, sepsis, septic shock, trauma, systemic lupus erythematosus, hereditary angioedema, and cancer.

77. The ~~method~~ use of claim 46, wherein the disease or condition is selected from the group consisting of antibody-mediated rejection, antiphospholipid syndrome, Berger's disease, C3 glomerulonephritis, cold agglutinin disease, cardiopulmonary bypass, dense deposit disease, delayed graft function, geographic atrophy, granulomatosis with polyangiitis, graft versus host disease, hematopoietic stem cell transplant–related thrombotic microangiopathy, immune complex-mediated membranoproliferative glomerulonephritis, immune-mediated necrotizing myopathy, idiopathic polypoidal choroidal vasculopathy, microscopic polyangitis, pyoderma gangrenosum, Stargardt Disease 1, and warm type autoimmune menolytic anemia.

78. The ~~method~~ use of claim 46, wherein the disease or condition characterized by aberrant complement system activity is selected from the group consisting of obesity, insulin resistance, diabetes, dyslipidemia, nephropathy, neuropathy, angioedema, e.g., hereditary angioedema or acquired angioedema, thrombotic microangiopathy, Parkinson's disease,

schizophrenia, periodontitis, Crohn’s disease, C3 glomerulopathy, membranous nephropathy, osteoarthritis, bullous pemphigoid, psoriasis, hidradenitis suppurativa, of ischemia/reperfusion injury, acute kidney injury, and organ transplantation, e.g., kidney transplant, systemic inflammatory response syndrome, septic shock, trauma, cancer, antibody-mediated rejection, Berger’s disease, delayed graft function, granulomatosis with polyangiitis, graft versus host disease, hematopoietic stem cell transplant–related thrombotic microangiopathy, immune complex-mediated membranoproliferative glomerulonephritis, immune-mediated necrotizing myopathy, idiopathic polypoidal choroidal vasculopathy, microscopic polyangitis, pyoderma gangrenosum, and Stargardt Disease 1.

79. The compound of any one of claims 1-44, or a pharmaceutically acceptable salt thereof, for use in therapy.