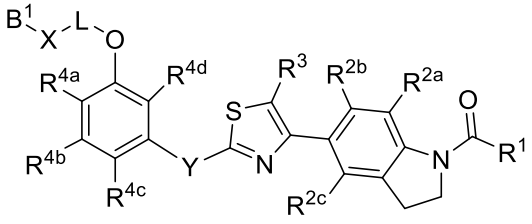
What is claimed is:

1. A compound of Formula **A-I**:



A-I,

or a pharmaceutically acceptable salt or solvate thereof, wherein:

R^1 is selected from the group consisting of optionally substituted C_1-C_6 alkyl, optionally substituted C_3-C_8 cycloalkyl, optionally substituted phenyl, and optionally substituted 5- to 9-membered heteroaryl;

R^{2a}, R^{2b}, and R^{2c} are independently selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo;

R^3 is selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo;

Y is selected from the group consisting of $-^{\wedge}N(H)C(=O)-$, $-^{\wedge}N(H)C(=O)CH_2-$, $-^{\wedge}C(=O)N(H)-$ and $-^{\wedge}C(=O)N(H)CH_2-$;

wherein the bond marked with a "^" is attached to the thiazole;

R^{4a}, R^{4b}, R^{4c}, and R^{4d} are independently selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo;

L is selected from the group consisting of $-(CH_2)_m-$, $-*(CH_2)_n(OCH_2CH_2)_o-$, and $-(CH_2)_p-Z-CH_2)_q-$;

wherein the carbon marked with an "*" is attached to X;

m is 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

n is 2, 3, or 4;

o is 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

p is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

q is 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

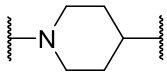
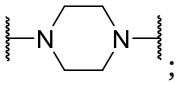
Z is selected from the group consisting of $-(CR^{6a}R^{6b})-$ and $-N(R^7)-$;

R^{6a} is selected from the group consisting of halo, hydroxyl, C_1-C_6 alkyl, C_1-C_4 haloalkyl, optionally substituted C_3-C_8 cycloalkyl, substituted optionally C_4-C_8 heterocyclo, optionally substituted phenyl, and optionally substituted 5- to 9-membered heteroaryl;

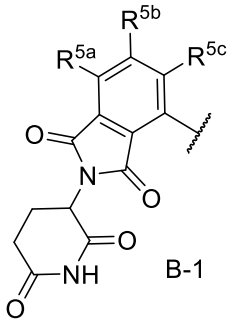
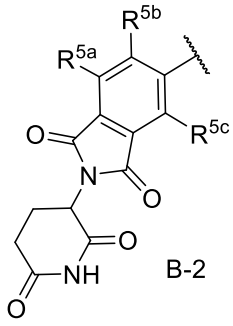
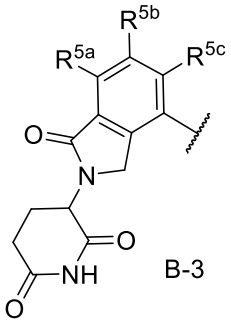
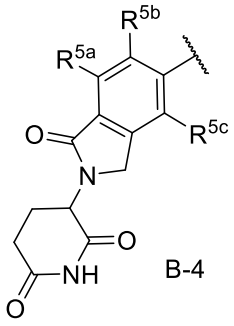
R^{6b} is selected from the group consisting of hydrogen and C_1-C_6 alkyl;

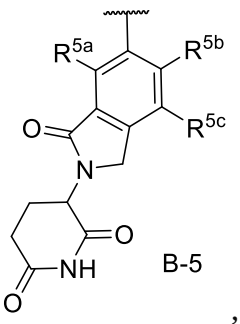
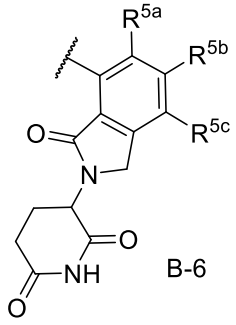
R^7 is selected from the group consisting of hydrogen, C_1-C_6 alkyl, and C_1-C_4 haloalkyl;

X is selected from the group consisting of -O-, -NH-,


, and

;

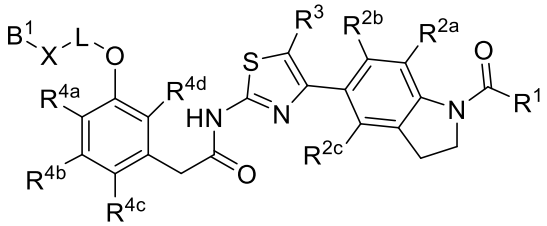
B^1 is selected from the group consisting of:


B-1 ,

B-2 ,

B-3 ,

B-4 ,


B-5 , and

B-6 ; and

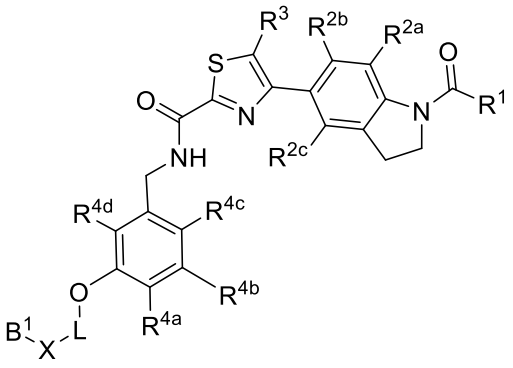
R^{5a}, R^{5b}, and R^{5c} are independently selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo.

2. The compound of claim 1 having Formula **I**:


I,

or a pharmaceutically acceptable salt or solvate thereof.

3. The compound of claim 1 having Formula **II**:



II,

or a pharmaceutically acceptable salt or solvate thereof.

4. The compound of any of claims 1-3, or a pharmaceutically acceptable salt or solvate thereof, wherein R^1 is optionally substituted 5- to 9-membered heteroaryl.

5. The compound of any one of claims 1-4, or a pharmaceutically acceptable salt or solvate thereof, wherein R^{2a}, R^{2b}, and R^{2c} are hydrogen and R^3 is methyl.

6. The compound of any one of claims 1-5, or a pharmaceutically acceptable salt or solvate thereof, wherein R^{4a} is selected from the group consisting of hydrogen and fluoro and R^{4b}, R^{4c}, and R^{4d} are hydrogen.

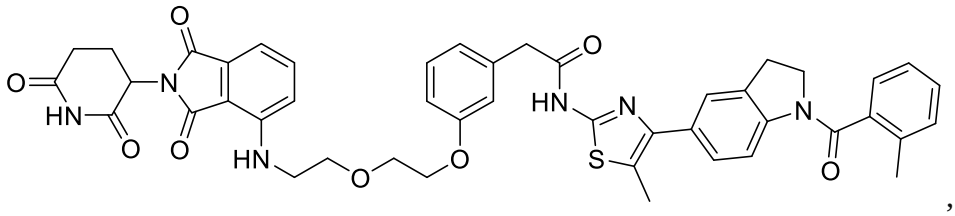
7. The compound of any one of claims 1-6, or a pharmaceutically acceptable salt or solvate thereof, wherein L is selected from the group consisting of $-(CH_2)_m-$ and $-*(CH_2)_n(OCH_2CH_2)_o-$.

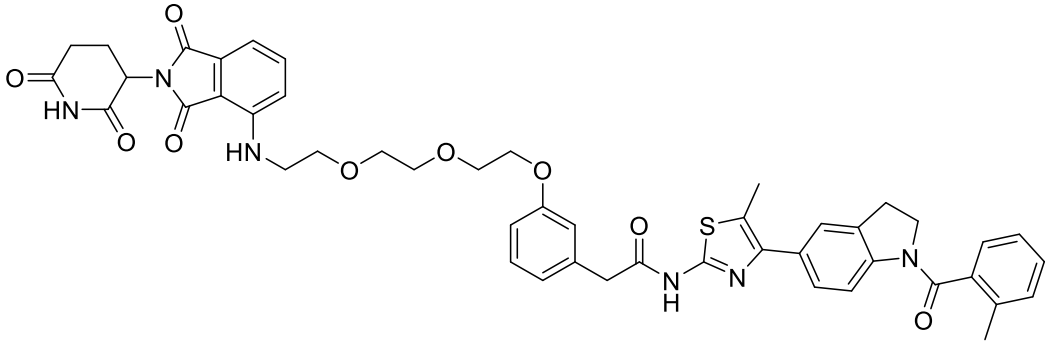
8. The compound of any one of claims 1-7, or a pharmaceutically acceptable salt or solvate thereof, wherein X is -O- or -NH-.

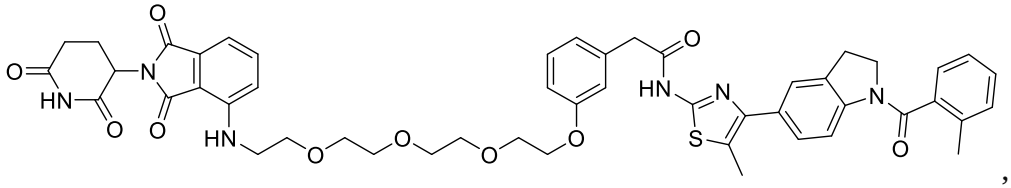
9. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt or solvate thereof, wherein B^1 is B-1, wherein R^{5a}, R^{5b}, and R^{5c} are hydrogen.

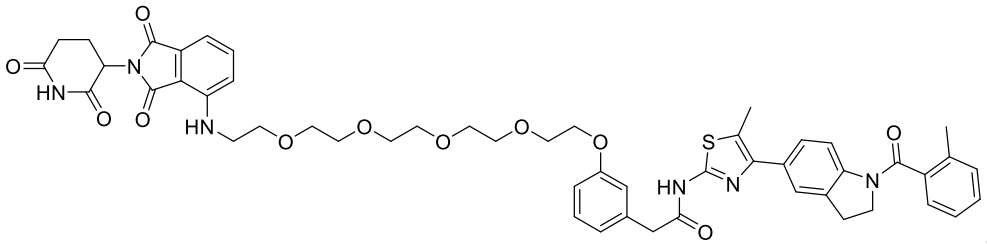
10. The compound of any one of claims 1-8, or a pharmaceutically acceptable salt or solvate thereof, wherein B^1 is B-2, wherein R^{5a}, R^{5b}, and R^{5c} are hydrogen.

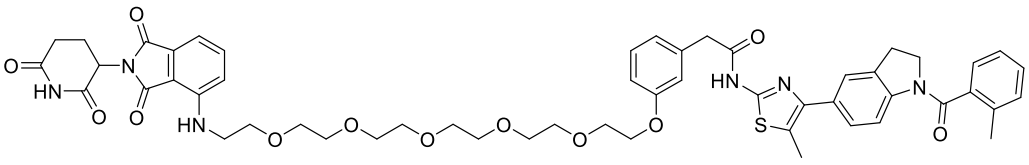
11. The compound of claim 1, or a pharmaceutically acceptable salt or solvate thereof, wherein the compound is selected from the group consisting of:

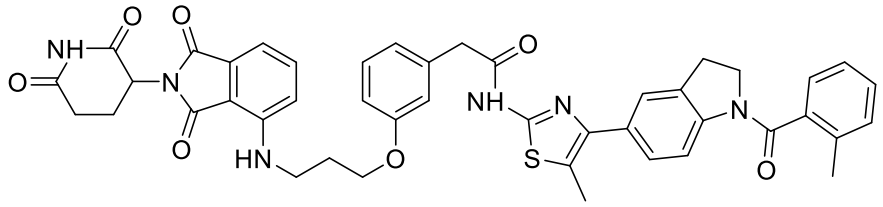

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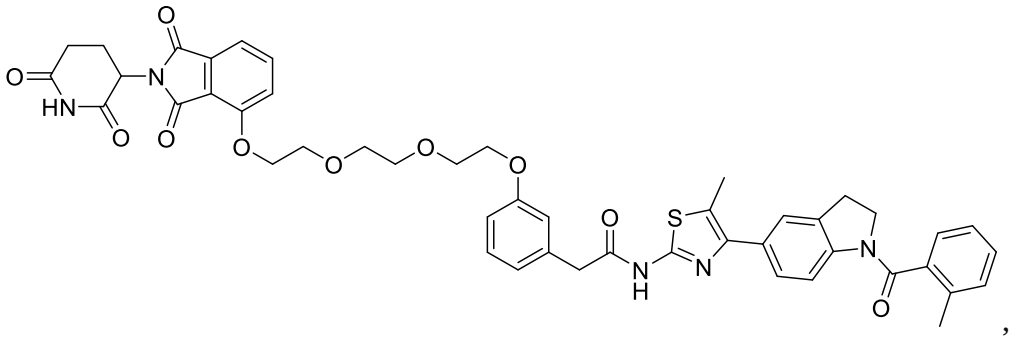

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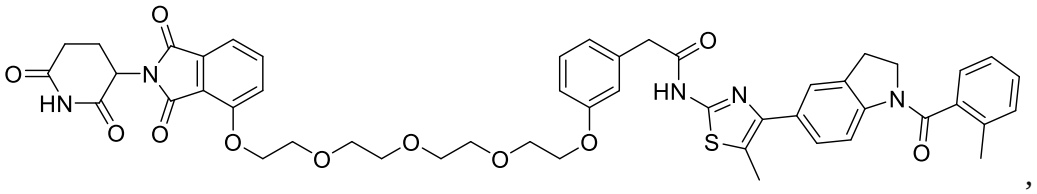

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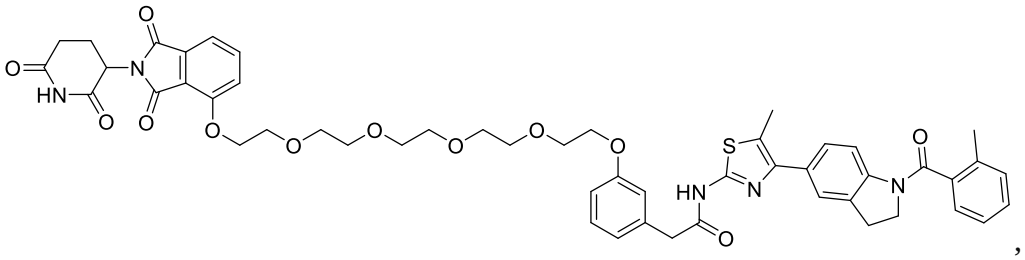
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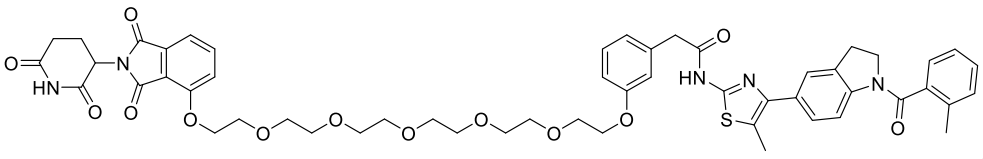
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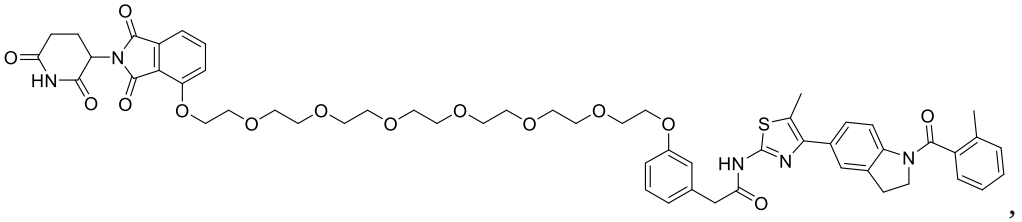
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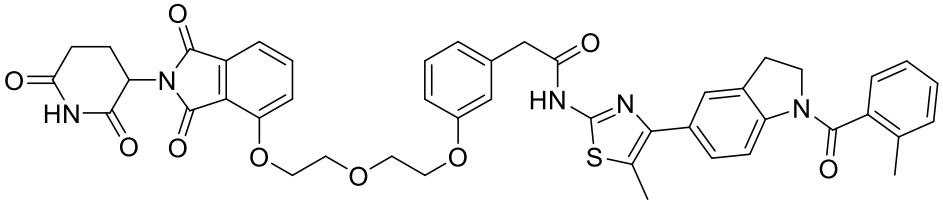
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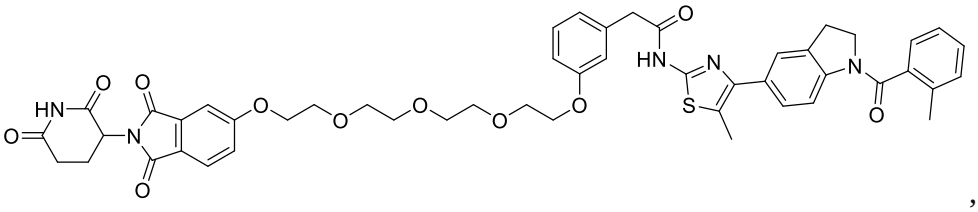
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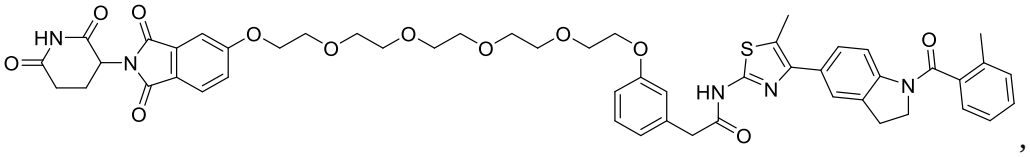
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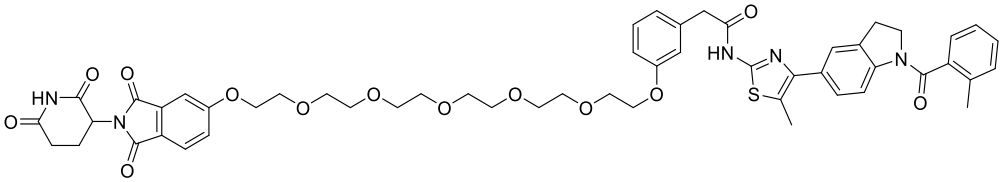
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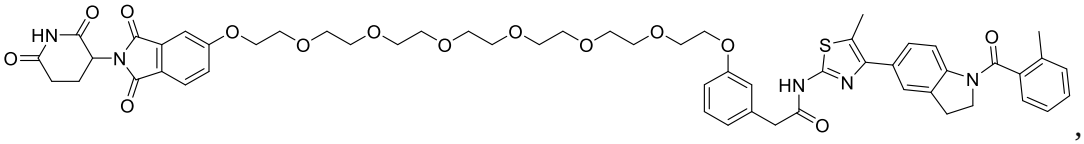
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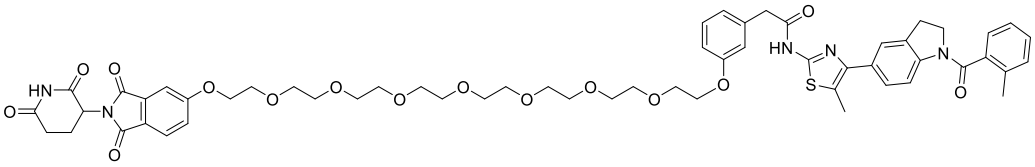
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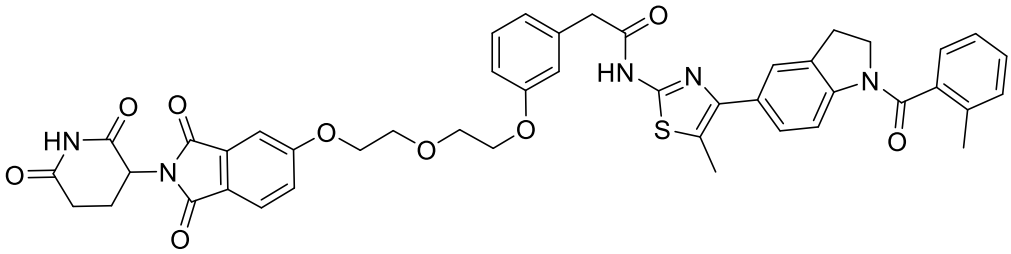
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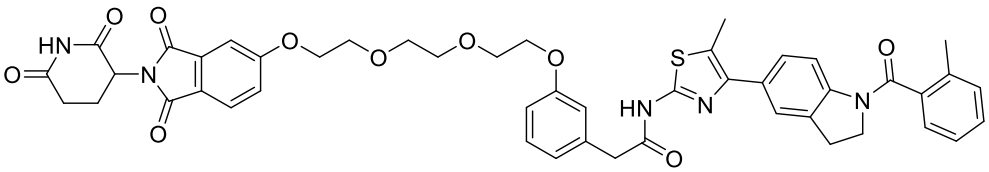
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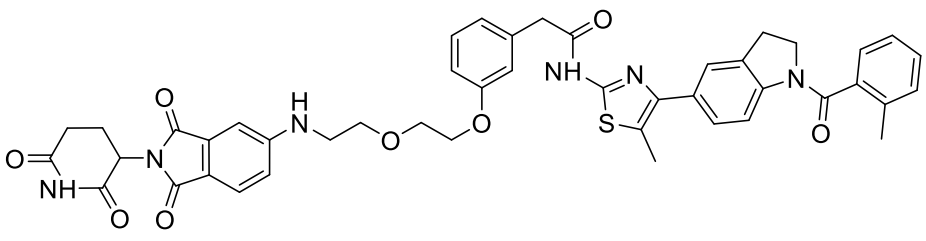
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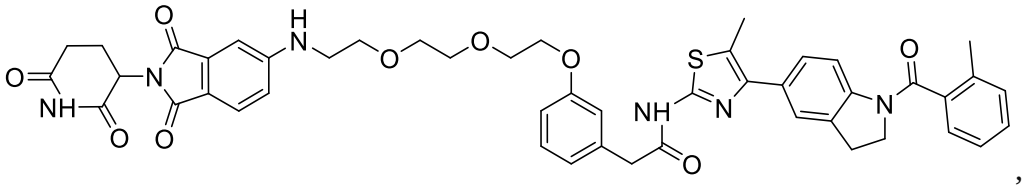
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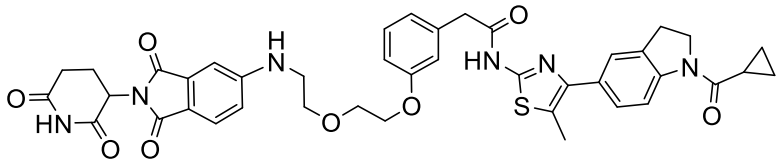
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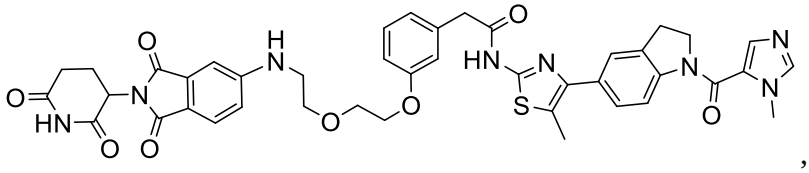
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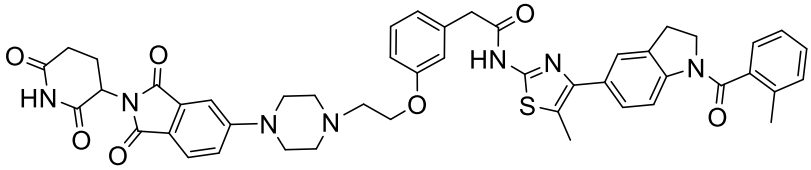
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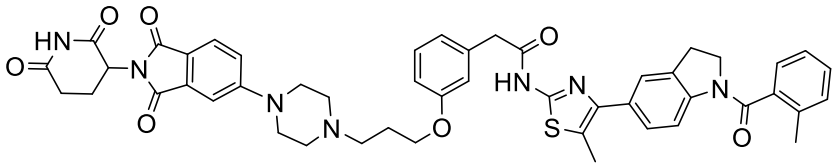
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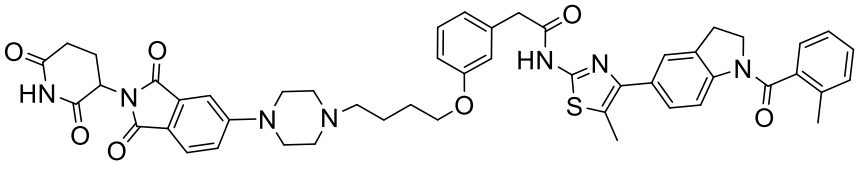
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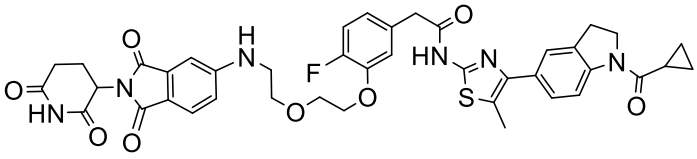
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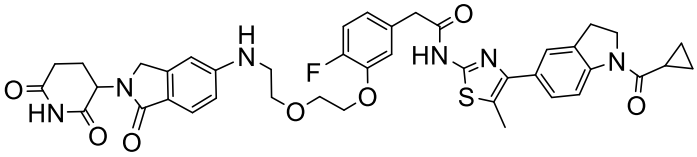
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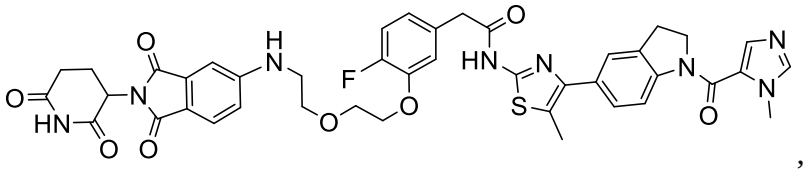
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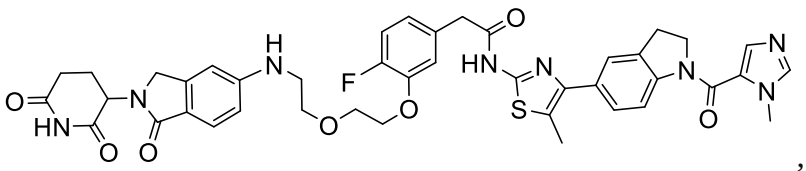
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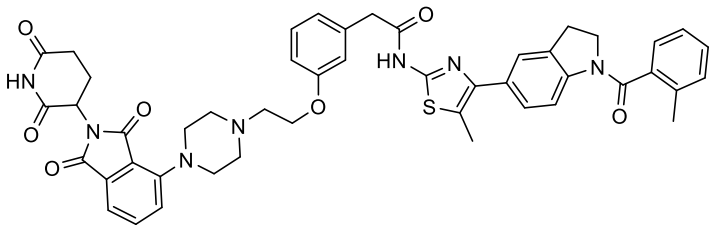
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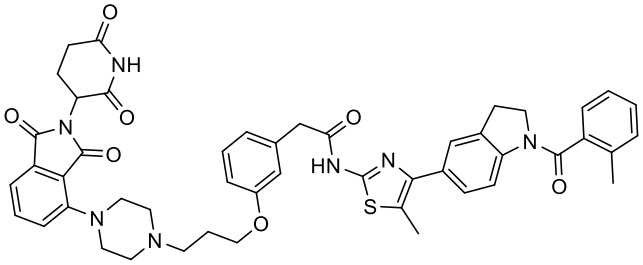
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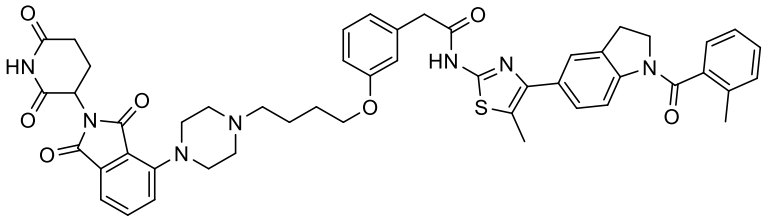
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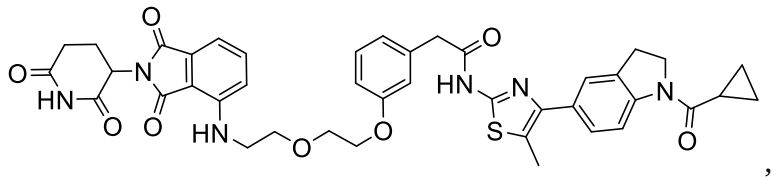
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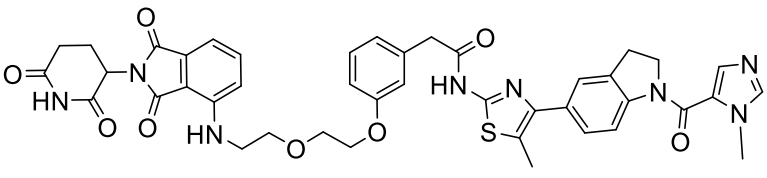
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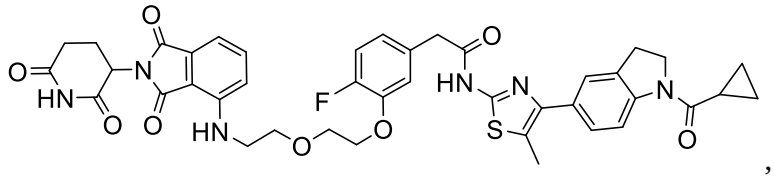
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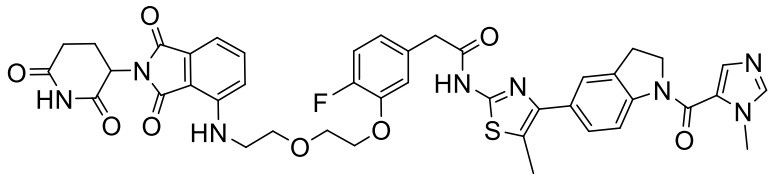
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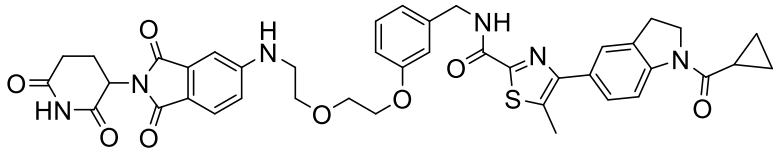
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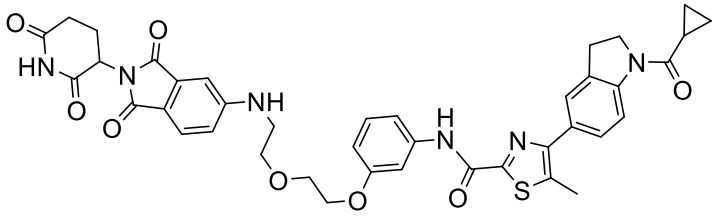
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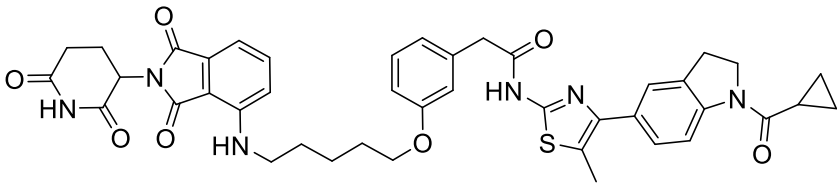
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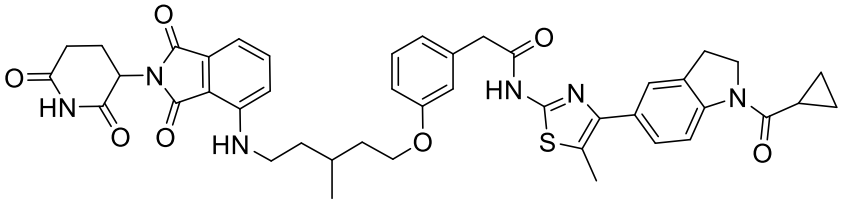
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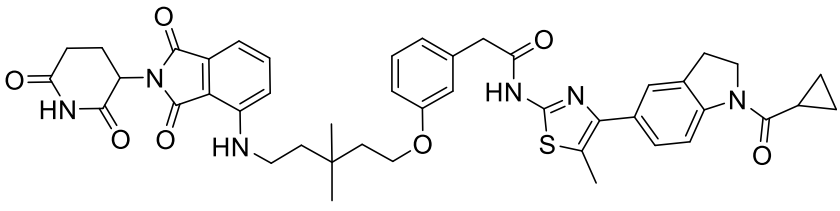
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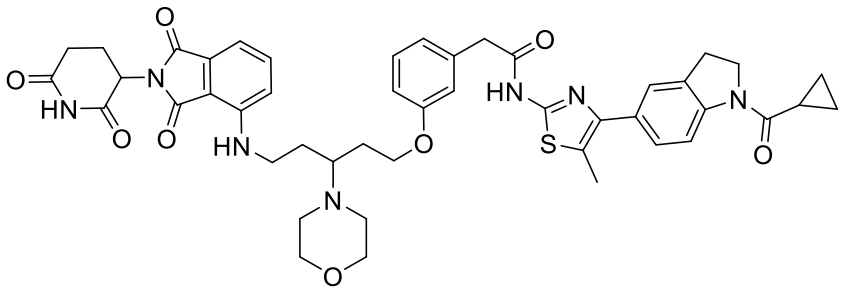
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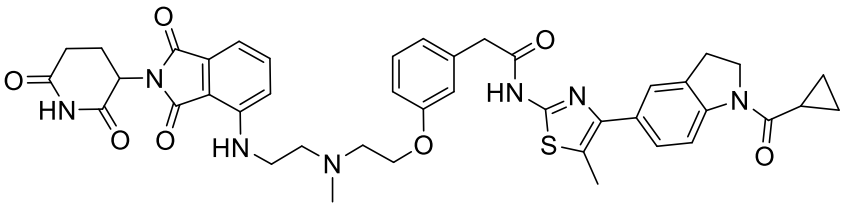
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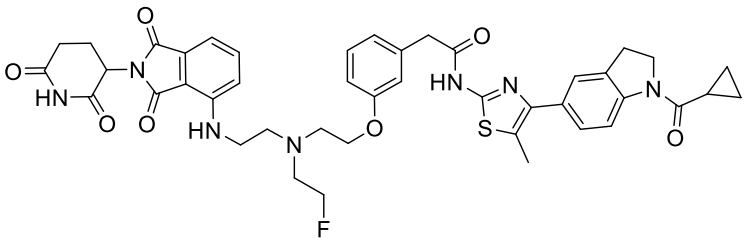
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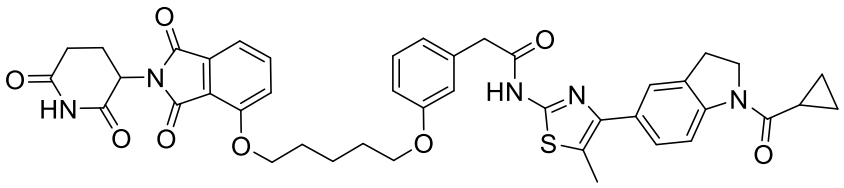
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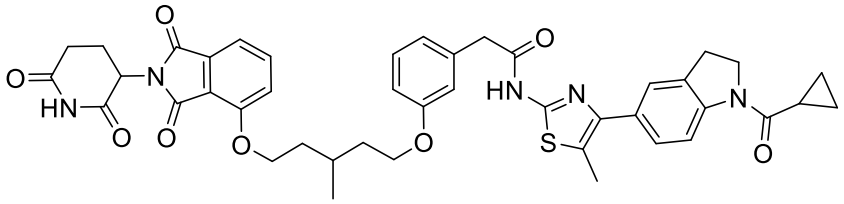
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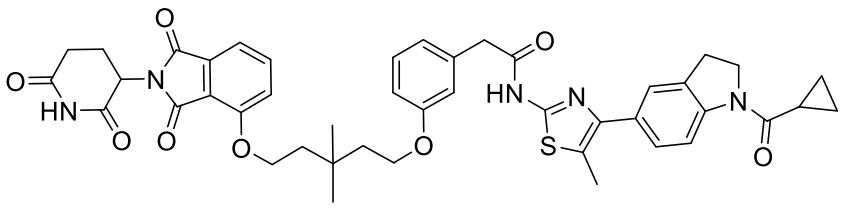
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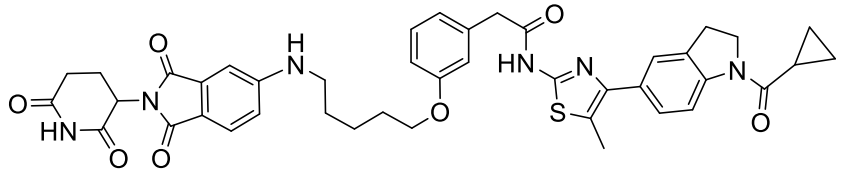
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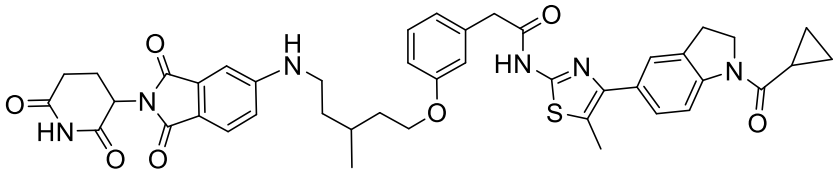
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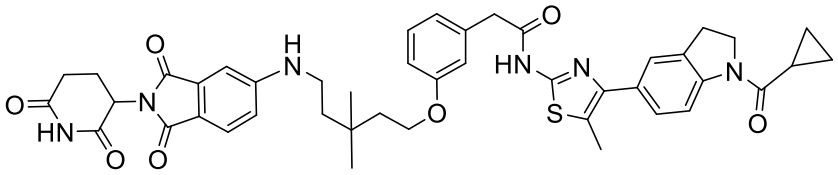


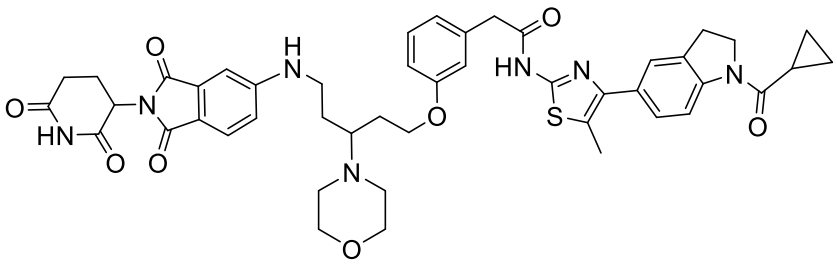
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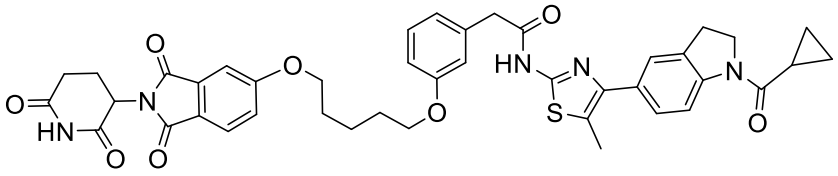


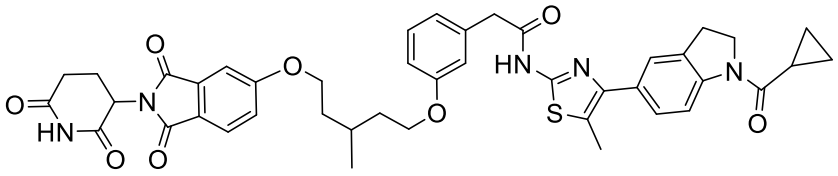
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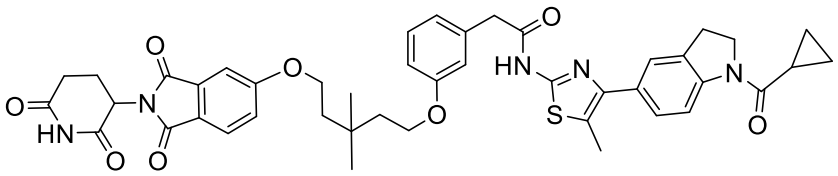

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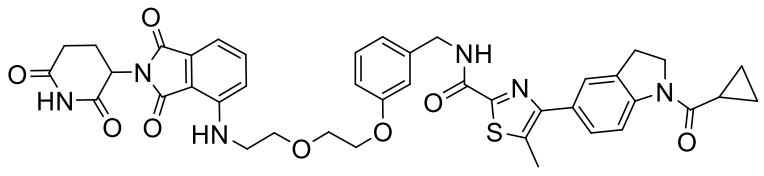

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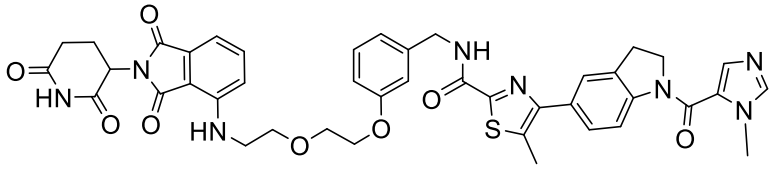

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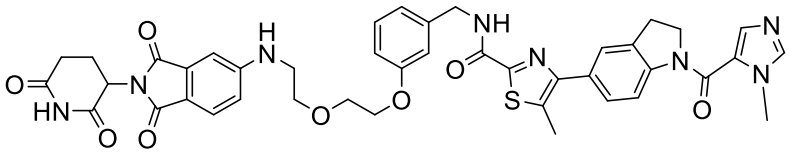

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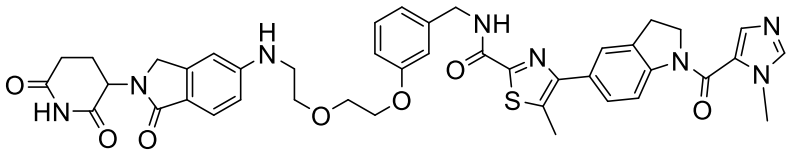

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12. A pharmaceutical composition comprising the compound of any one of claims 1-11, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

13. The compound of any one of claims 1-11 for use in the treatment of cancer, neurodegenerative disease, diabetes, cardiovascular disease, kidney disease, or liver disease.

14. The compound for use of claim 13, wherein the compound is to be administered with a second therapeutic agent.

15. The compound of claims 13 or 14 for use in the treatment of cancer.

16. The compound for use of any one of claims 13-15, wherein the cancer is adrenal cancer, acinic cell carcinoma, acoustic neuroma, acral lentigious melanoma, acrospiroma, acute eosinophilic leukemia, acute erythroid leukemia, acute lymphoblastic leukemia, acute megakaryoblastic leukemia, acute monocytic leukemia, acute promyelocytic leukemia, adenocarcinoma, adenoid cystic carcinoma, adenoma, adenomatoid odontogenic tumor, adenosquamous carcinoma, adipose tissue neoplasm, adrenocortical carcinoma, adult T cell leukemia/lymphoma, aggressive NK-cell leukemia, AIDS-related lymphoma, alveolar rhabdomyosarcoma, alveolar soft part sarcoma, ameloblastic fibroma, anaplastic large cell lymphoma, anaplastic thyroid cancer, angioimmunoblastic T-cell lymphoma, angiomyolipoma, angiosarcoma, astrocytoma, atypical teratoid rhabdoid tumor, B-cell chronic lymphocytic leukemia, B-cell prolymphocytic leukemia, B-cell lymphoma, basal cell carcinoma, biliary tract cancer, bladder cancer, blastoma, bone cancer, Brenner tumor, Brown tumor, Burkitt's lymphoma, breast cancer, brain cancer, carcinoma, carcinoma in situ, carcinosarcoma, cartilage tumor,

cementoma, myeloid sarcoma, chondroma, chordoma, choriocarcinoma, choroid plexus papilloma, clear-cell sarcoma of the kidney, craniopharyngioma, cutaneous T-cell lymphoma, cervical cancer, colorectal cancer, Degos disease, desmoplastic small round cell tumor, diffuse large B-cell lymphoma, dysembryoplastic neuroepithelial tumor, dysgerminoma, embryonal carcinoma, endocrine gland neoplasm, endodermal sinus tumor, enteropathy-associated T-cell lymphoma, esophageal cancer, fetus in fetu, fibroma, fibrosarcoma, follicular lymphoma, follicular thyroid cancer, ganglioneuroma, gastrointestinal cancer, germ cell tumor, gestational choriocarcinoma, giant cell fibroblastoma, giant cell tumor of the bone, glial tumor, glioblastoma multiforme, glioma, gliomatosis cerebri, glucagonoma, gonadoblastoma, granulosa cell tumor, gynandroblastoma, gallbladder cancer, gastric cancer, hairy cell leukemia, hemangioblastoma, head and neck cancer, hemangiopericytoma, hematological cancer, hepatoblastoma, hepatosplenic T-cell lymphoma, Hodgkin's lymphoma, non-Hodgkin's lymphoma, invasive lobular carcinoma, intestinal cancer, kidney cancer, laryngeal cancer, lentigo maligna, lethal midline carcinoma, leukemia, leydig cell tumor, liposarcoma, lung cancer, lymphangioma, lymphangiosarcoma, lymphoepithelioma, lymphoma, acute lymphocytic leukemia, acute myelogeous leukemia, chronic lymphocytic leukemia, liver cancer, small cell lung cancer, non-small cell lung cancer, MALT lymphoma, malignant fibrous histiocytoma, malignant peripheral nerve sheath tumor, malignant triton tumor, mantle cell lymphoma, marginal zone B-cell lymphoma, mast cell leukemia, mediastinal germ cell tumor, medullary carcinoma of the breast, medullary thyroid cancer, medulloblastoma, melanoma, meningioma, merkel cell cancer, mesothelioma, metastatic urothelial carcinoma, mixed Mullerian tumor, mucinous tumor, multiple myeloma, muscle tissue neoplasm, mycosis fungoides, myxoid liposarcoma, myxoma, myxosarcoma, nasopharyngeal carcinoma, neurinoma, neuroblastoma, neurofibroma, neuroma, nodular melanoma, ocular cancer, oligoastrocytoma, oligodendroglioma, oncocytoma, optic nerve sheath meningioma, optic nerve tumor, oral cancer, osteosarcoma, ovarian cancer, Pancoast tumor, papillary thyroid cancer, paraganglioma, pinealoblastoma, pineocytoma, pituicytoma, pituitary adenoma, pituitary tumor, plasmacytoma, polyembryoma, precursor T-lymphoblastic lymphoma, primary central nervous system lymphoma, primary effusion lymphoma, preimary peritoneal cancer, prostate cancer, pancreatic cancer, pharyngeal cancer, pseudomyxoma periotonei, renal cell carcinoma, renal medullary carcinoma, retinoblastoma, rhabdomyoma, rhabdomyosarcoma, Richter's transformation, rectal cancer, sarcoma, Schwannomatosis, seminoma, Sertoli cell tumor, sex cord-

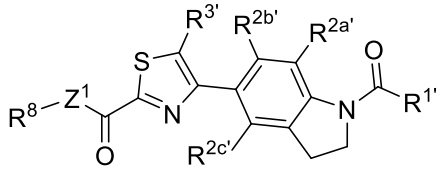
gonadal stromal tumor, signet ring cell carcinoma skin cancer, small blue round cell tumors, small cell carcinoma, soft tissue sarcoma, somatostatinoma, soot wart, spinal tumor, splenic marginal zone lymphoma, squamous cell carcinoma, synovial sarcoma, Sezary's disease, small intestine cancer, squamous carcinoma, stomach cancer, T-cell lymphoma, testicular cancer, thecoma, thyroid cancer, transitional cell carcinoma, throat cancer, urachal cancer, urogenital cancer, urothelial carcinoma, uveal melanoma, uterine cancer, verrucous carcinoma, visual pathway glioma, vulvar cancer, vaginal cancer, Waldenstrom's macroglobulinemia, Warthin's tumor, or Wilms' tumor.

17. The compound of any one claims 1-11, or a pharmaceutically acceptable salt thereof, for use in reducing nuclear factor erythroid 2-related factor 2 (Nrf2) protein within a cell of a subject.

18. The compound for use of claim 17, wherein the subject has cancer.

19. A kit comprising the compound of any one of claims 1-11, or a pharmaceutically acceptable salt thereof, and instructions for administering the compound, or a pharmaceutically acceptable salt thereof, to a subject having cancer.

20. A compound having Formula **III**:



III,

or a pharmaceutically acceptable salt thereof, wherein:

$R^{1'}$ is selected from the group consisting of optionally substituted C_1-C_6 alkyl, optionally substituted C_3-C_8 cycloalkyl, optionally substituted phenyl, and optionally substituted 5- to 9-membered heteroaryl;

$R^{2a'}$, $R^{2b'}$, and $R^{2c'}$ are independently selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo;

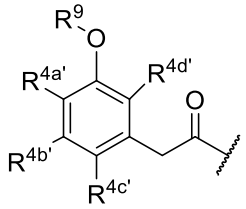
$R^{3'}$ is selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo;

Z^1 is -O-; and

R^8 is hydrogen, C_1-C_6 alkyl, or aralkyl; or

Z^1 is -N(H)-; and

R^8 is:



; and

$R^{4a'}$, $R^{4b'}$, $R^{4c'}$, and $R^{4d'}$ are independently selected from the group consisting of hydrogen, C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkoxy, cyano, hydroxy, $-S(=O)_2CH_3$, and halo;

R^9 is selected from the group consisting of hydrogen and $-L^1$-X^1.

X^1 is selected from the group consisting of $-OR^{10}$ and $-NR^{11a}R^{11b}$;

R^{10} is hydrogen;

R^{11a} is selected from the group consisting of hydrogen and -C(=O)OtBu;

R^{11b} is selected from the group consisting of hydrogen and C_1-C_4 alkyl;

L^1 is selected from the group consisting of $-(CH_2)_{m'}$-, $-*(CH_2)_n(OCH_2CH_2)_{o'}$-, and $-(CH_2)_{p'}$-Z^2-$(CH_2)_{q'}$-;

wherein the carbon marked with an "*" is attached to X^1;

m' is 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

n' is 2, 3, or 4;

o' is 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

p' is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

q' is 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, or 12;

Z^2 is selected from the group consisting of $-(CR^{6a'}R^{6b'})$- and $-N(R^{7'})$-;

$R^{6a'}$ is selected from the group consisting of halo, hydroxyl, C_1-C_6 alkyl, C_1-C_4 haloalkyl, optionally substituted C_3-C_8 cycloalkyl, substituted optionally C_4-C_8 heterocyclo, optionally substituted phenyl, and optionally substituted 5- to 9-membered heteroaryl;

$R^{6b'}$ is selected from the group consisting of hydrogen and C_1-C_6 alkyl; and

$R^{7'}$ is selected from the group consisting of hydrogen, C_1-C_6 alkyl, and C_1-C_4 haloalkyl.