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Compounds of the present invention, and pharmaceutically acceptable compositions thereof, are useful as modulators of ATP-Binding Cassette ("ABC") transporters or fragments thereof, including Cystic Fibrosis Transmembrane Conductance Regulator ("CFTR"). The present invention also relates to methods of treating CFTR mediated diseases using compounds of the present invention.

MODULATORS OF CFTR

TECHNICAL FIELD OF THE INVENTION

[001] The present invention relates to modulators of Cystic Fibrosis Transmembrane Conductance Regulator ("CFTR"), compositions thereof, and methods therewith. The present invention also relates to methods of treating CFTR mediated diseases using such modulators.

BACKGROUND OF THE INVENTION

[002] ABC transporters are a family of membrane transporter proteins that regulate the transport of a wide variety of pharmacological agents, potentially toxic drugs, and xenobiotics, as well as anions. ABC transporters are homologous membrane proteins that bind and use cellular adenosine triphosphate (ATP) for their specific activities. Some of these transporters were discovered as multi-drug resistance proteins (like the MDR1-P glycoprotein, or the multi-drug resistance protein, MRP1), defending malignant cancer cells against chemotherapeutic agents. To date, 48 ABC Transporters have been identified and grouped into 7 families based on their sequence identity and function.

[003] ABC transporters regulate a variety of important physiological roles within the body and provide defense against harmful environmental compounds. Because of this, they represent important potential drug targets for the treatment of diseases associated with defects in the transporter, prevention of drug transport out of the target cell, and intervention in other diseases in which modulation of ABC transporter activity may be beneficial.

[004] One member of the ABC transporter family commonly associated with disease is the cAMP/ATP-mediated anion channel, CFTR. CFTR is expressed in a variety of cells types, including absorptive and secretory epithelia cells, where it regulates anion flux across the membrane, as well as the activity of other ion channels and proteins. In epithelia cells, normal functioning of CFTR is critical for the maintenance of electrolyte transport throughout the body, including respiratory and digestive tissue. CFTR is composed of approximately 1480 amino acids that encode a protein made up of a tandem repeat of transmembrane domains, each containing six transmembrane helices and a nucleotide binding domain. The two transmembrane domains are linked by a large, polar, regulatory (R)-domain with multiple phosphorylation sites that regulate channel activity and cellular trafficking.

[005] The gene encoding CFTR has been identified and sequenced (See Gregory, R. J. et al. (1990) *Nature* 347:382-386; Rich, D. P. et al. (1990) *Nature* 347:358-362), (Riordan, J. R. et al. (1989) *Science* 245:1066-1073). A defect in this gene causes mutations in CFTR resulting in Cystic Fibrosis ("CF"), the most common fatal genetic disease in humans. Cystic Fibrosis affects approximately one in every 2,500 infants in the United States. Within the general United States population, up to 10 million people carry a single copy of the defective gene without apparent ill effects. In contrast, individuals with two copies of the CF associated gene suffer from the debilitating and fatal effects of CF, including chronic lung disease.

[006] In patients with cystic fibrosis, mutations in CFTR endogenously expressed in respiratory epithelia leads to reduced apical anion secretion causing an imbalance in ion and fluid transport. The resulting decrease in anion transport contributes to enhanced mucus accumulation in the lung and the accompanying microbial infections that ultimately cause death in CF patients. In addition to respiratory disease, CF patients typically suffer from gastrointestinal problems and pancreatic insufficiency that, if left untreated, results in death. In addition, the majority of males with cystic fibrosis are infertile and fertility is decreased among females with cystic fibrosis. In contrast to the severe effects of two copies of the CF associated gene, individuals with a single copy of the CF associated gene exhibit increased resistance to cholera and to dehydration resulting from diarrhea – perhaps explaining the relatively high frequency of the CF gene within the population.

[007] Sequence analysis of the CFTR gene of CF chromosomes has revealed a variety of disease causing mutations (Cutting, G. R. et al. (1990) *Nature* 346:366-369; Dean, M. et al. (1990) *Cell* 61:863:870; and Kerem, B-S. et al. (1989) *Science* 245:1073-1080; Kerem, B-S et al. (1990) *Proc. Natl. Acad. Sci. USA* 87:8447-8451). To date, > 1000 disease causing mutations in the CF gene have been identified (<http://www.genet.sickkids.on.ca/cftr/>). The most prevalent mutation is a deletion of phenylalanine at position 508 of the CFTR amino acid sequence, and is commonly referred to as $\Delta F508$ -CFTR. This mutation occurs in approximately 70% of the cases of cystic fibrosis and is associated with a severe disease.

[008] The deletion of residue 508 in $\Delta F508$ -CFTR prevents the nascent protein from folding correctly. This results in the inability of the mutant protein to exit the ER, and traffic to the plasma membrane. As a result, the number of channels present in the membrane is far less than observed in cells expressing wild-type CFTR. In addition to impaired trafficking, the mutation results in defective channel gating. Together, the reduced number of channels in the membrane and the defective gating lead to reduced anion transport across epithelia leading to defective ion and fluid transport. (Quinton, P. M. (1990), *FASEB J.* 4: 2709-2727). Studies have shown,

however, that the reduced numbers of $\Delta F508$ -CFTR in the membrane are functional, albeit less than wild-type CFTR. (Dalemans et al. (1991), *Nature Lond.* 354: 526-528; Denning et al., supra; Pasyk and Foskett (1995), *J. Cell. Biochem.* 270: 12347-50). In addition to $\Delta F508$ -CFTR, other disease causing mutations in CFTR that result in defective trafficking, synthesis, and/or channel gating could be up- or down-regulated to alter anion secretion and modify disease progression and/or severity.

[009] Although CFTR transports a variety of molecules in addition to anions, it is clear that this role (the transport of anions) represents one element in an important mechanism of transporting ions and water across the epithelium. The other elements include the epithelial Na^+ channel, ENaC, $\text{Na}^+/\text{2Cl}^-/\text{K}^+$ co-transporter, Na^+/K^+ -ATPase pump and the basolateral membrane K^+ channels, that are responsible for the uptake of chloride into the cell.

[0010] These elements work together to achieve directional transport across the epithelium via their selective expression and localization within the cell. Chloride absorption takes place by the coordinated activity of ENaC and CFTR present on the apical membrane and the Na^+/K^+ -ATPase pump and Cl^- channels expressed on the basolateral surface of the cell. Secondary active transport of chloride from the luminal side leads to the accumulation of intracellular chloride, which can then passively leave the cell via Cl^- channels, resulting in a vectorial transport. Arrangement of $\text{Na}^+/\text{2Cl}^-/\text{K}^+$ co-transporter, Na^+/K^+ -ATPase pump and the basolateral membrane K^+ channels on the basolateral surface and CFTR on the luminal side coordinate the secretion of chloride via CFTR on the luminal side. Because water is probably never actively transported itself, its flow across epithelia depends on tiny transepithelial osmotic gradients generated by the bulk flow of sodium and chloride.

[0011] In addition to Cystic Fibrosis, modulation of CFTR activity may be beneficial for other diseases not directly caused by mutations in CFTR, such as secretory diseases and other protein folding diseases mediated by CFTR. These include, but are not limited to, chronic obstructive pulmonary disease (COPD), dry eye disease, and Sjögren's Syndrome.

[0012] COPD is characterized by airflow limitation that is progressive and not fully reversible. The airflow limitation is due to mucus hypersecretion, emphysema, and bronchiolitis. Activators of mutant or wild-type CFTR offer a potential treatment of mucus hypersecretion and impaired mucociliary clearance that is common in COPD. Specifically, increasing anion secretion across CFTR may facilitate fluid transport into the airway surface liquid to hydrate the mucus and optimized periciliary fluid viscosity. This would lead to enhanced mucociliary clearance and a reduction in the symptoms associated with COPD. Dry eye disease is

characterized by a decrease in tear aqueous production and abnormal tear film lipid, protein and mucin profiles. There are many causes of dry eye, some of which include age, Lasik eye surgery, arthritis, medications, chemical/thermal burns, allergies, and diseases, such as Cystic Fibrosis and Sjögren's syndrome. Increasing anion secretion via CFTR would enhance fluid transport from the corneal endothelial cells and secretory glands surrounding the eye to increase corneal hydration. This would help to alleviate the symptoms associated with dry eye disease. Sjögren's syndrome is an autoimmune disease in which the immune system attacks moisture-producing glands throughout the body, including the eye, mouth, skin, respiratory tissue, liver, vagina, and gut. Symptoms, include, dry eye, mouth, and vagina, as well as lung disease. The disease is also associated with rheumatoid arthritis, systemic lupus, systemic sclerosis, and polymyositis/dermatomyositis. Defective protein trafficking is believed to cause the disease, for which treatment options are limited. Modulators of CFTR activity may hydrate the various organs afflicted by the disease and help to elevate the associated symptoms.

[0013] As discussed above, it is believed that the deletion of residue 508 in $\Delta F508$ -CFTR prevents the nascent protein from folding correctly, resulting in the inability of this mutant protein to exit the ER, and traffic to the plasma membrane. As a result, insufficient amounts of the mature protein are present at the plasma membrane and chloride transport within epithelial tissues is significantly reduced. In fact, this cellular phenomenon of defective ER processing of ABC transporters by the ER machinery has been shown to be the underlying basis not only for CF disease, but for a wide range of other isolated and inherited diseases. The two ways that the ER machinery can malfunction is either by loss of coupling to ER export of the proteins leading to degradation, or by the ER accumulation of these defective/misfolded proteins [Aridor M, *et al.*, *Nature Med.*, 5(7), pp 745- 751 (1999); Shastry, B.S., *et al.*, *Neurochem. International*, 43, pp 1-7 (2003); Rutishauser, J., *et al.*, *Swiss Med Wkly*, 132, pp 211-222 (2002); Morello, JP *et al.*, *TIPS*, 21, pp. 466- 469 (2000); Bross P., *et al.*, *Human Mut.*, 14, pp. 186-198 (1999)]. The diseases associated with the first class of ER malfunction are Cystic fibrosis (due to misfolded $\Delta F508$ -CFTR as discussed above), Hereditary emphysema (due to $\alpha 1$ -antitrypsin; non Piz variants), Hereditary hemochromatosis, Coagulation-Fibrinolysis deficiencies, such as Protein C deficiency, Type 1 hereditary angioedema, Lipid processing deficiencies, such as Familial hypercholesterolemia, Type 1 chylomicronemia, Abetalipoproteinemia, Lysosomal storage diseases, such as I-cell disease/Pseudo-Hurler, Mucopolysaccharidoses (due to Lysosomal processing enzymes), Sandhof/Tay-Sachs (due to β -Hexosaminidase), Crigler-Najjar type II (due to UDP-glucuronyl-sialyl-transferase), Polyendocrinopathy/Hyperinsulemia, Diabetes mellitus (due to Insulin receptor), Laron dwarfism (due to Growth hormone receptor),

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Myeloperoxidase deficiency, Primary hypoparathyroidism (due to Preproparathyroid hormone), Melanoma (due to Tyrosinase). The diseases associated with the latter class of ER malfunction are Glycanosis CDG type 1, Hereditary emphysema (due to α 1-Antitrypsin (PiZ variant), Congenital hyperthyroidism, Osteogenesis imperfecta (due to Type I, II, IV procollagen), Hereditary hypofibrinogenemia (due to Fibrinogen), ACT deficiency (due to α 1-Antichymotrypsin), Diabetes insipidus (DI), Neurophyseal DI (due to Vasopressin hormone/V2-receptor), Neprogenic DI (due to Aquaporin II), Charcot-Marie Tooth syndrome (due to Peripheral myelin protein 22), Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer's disease (due to β APP and presenilins), Parkinson's disease, Amyotrophic lateral sclerosis, Progressive supranuclear palsy, Pick's disease, several polyglutamine neurological disorders asuch as Huntington, Spinocerebular ataxia type I, Spinal and bulbar muscular atrophy, Dentatorubal pallidolusian, and Myotonic dystrophy, as well as Spongiform encephalopathies, such as Hereditary Creutzfeldt-Jakob disease (due to Prion protein processing defect), Fabry disease (due to lysosomal α -galactosidase A) and Straussler-Scheinker syndrome (due to Prp processing defect).

[0014] In addition to up-regulation of CFTR activity, reducing anion secretion by CFTR modulators may be beneficial for the treatment of secretory diarrheas, in which epithelial water transport is dramatically increased as a result of secretagogue activated chloride transport. The mechanism involves elevation of cAMP and stimulation of CFTR.

[0015] Although there are numerous causes of diarrhea, the major consequences of diarrheal diseases, resulting from excessive chloride transport are common to all, and include dehydration, acidosis, impaired growth and death.

[0016] Acute and chronic diarrheas represent a major medical problem in many areas of the world. Diarrhea is both a significant factor in malnutrition and the leading cause of death (5,000,000 deaths/year) in children less than five years old.

[0017] Secretory diarrheas are also a dangerous condition in patients of acquired immunodeficiency syndrome (AIDS) and chronic inflammatory bowel disease (IBD). 16 million travelers to developing countries from industrialized nations every year develop diarrhea, with the severity and number of cases of diarrhea varying depending on the country and area of travel.

[0018] Diarrhea in barn animals and pets such as cows, pigs, and horses, sheep, goats, cats and dogs, also known as scours, is a major cause of death in these animals. Diarrhea can result from any major transition, such as weaning or physical movement, as well as in response to a variety

of bacterial or viral infections and generally occurs within the first few hours of the animal's life.

[0019] The most common diarrhea causing bacteria is enterotoxogenic E-coli (ETEC) having the K99 pilus antigen. Common viral causes of diarrhea include rotavirus and coronavirus. Other infectious agents include cryptosporidium, giardia lamblia, and salmonella, among others.

[0020] Symptoms of rotaviral infection include excretion of watery feces, dehydration and weakness. Coronavirus causes a more severe illness in the newborn animals, and has a higher mortality rate than rotaviral infection. Often, however, a young animal may be infected with more than one virus or with a combination of viral and bacterial microorganisms at one time. This dramatically increases the severity of the disease.

[0021] There is a need for modulators of CFTR activity that can be used to modulate the activity of CFTR in the cell membrane of a mammal. conver

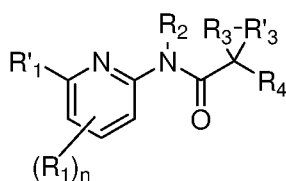
[0022] There is a need for methods of treating CFTR-mediated diseases using such modulators of CFTR activity.

[0023] There is a need for methods of modulating CFTR activity in an *ex vivo* cell membrane of a mammal.

[0023a] Any discussion of the prior art throughout the specification should in no way be considered as an admission that such prior art is widely known or forms part of the common general knowledge of the field.

SUMMARY OF THE INVENTION

[0024] It has now been found that compounds of this invention, and pharmaceutically acceptable compositions thereof, are useful as modulators of CFTR. These compounds have the general formula (I):



(I)

[0025] or a pharmaceutically acceptable salt thereof, wherein R₁, R'₁, R₂, R₃, R'₃, R₄, and n are described herein.

These compounds and pharmaceutically acceptable compositions are useful for treating or lessening the severity of a variety of diseases, disorders, or conditions, including, but not limited to, cystic fibrosis, hereditary emphysema, hereditary hemochromatosis, coagulation-fibrinolysis deficiencies, such as protein C deficiency, Type 1 hereditary angioedema, lipid processing

deficiencies, such as familial hypercholesterolemia, Type 1 chylomicronemia, abetalipoproteinemia, lysosomal storage diseases, such as I-cell disease/pseudo-Hurler, mucopolysaccharidoses, Sandhof/Tay-Sachs, Crigler-Najjar type II, polyendocrinopathy/hyperinsulemia, Diabetes Mellitus, Laron dwarfism, myeloperoxidase deficiency, primary hypoparathyroidism, melanoma, glycanosis CDG type 1, hereditary emphysema, congenital hyperthyroidism, osteogenesis imperfecta, hereditary hypofibrinogenemia, ACT deficiency, Diabetes Insipidus (DI), neurophyseal DI, neprogenic DI, Charcot-Marie Tooth syndrome, Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer's disease, Parkinson's disease, amyotrophic lateral sclerosis, progressive supranuclear palsy, Pick's disease, several polyglutamine neurological disorders such as Huntington, spinocerebellar ataxia type I, spinal and bulbar muscular atrophy, dentatorubal pallidolusian, and myotonic dystrophy, as well as spongiform encephalopathies, such as hereditary Creutzfeldt-Jakob disease, Fabry disease, Straussler-Scheinker syndrome, COPD, dry-eye disease, and Sjogren's disease.

DETAILED DESCRIPTION OF THE INVENTION

[0027] DEFINITIONS

[0028] As used herein, the following definitions shall apply unless otherwise indicated.

[0028a] The term "comprises" or "comprising" as used herein means inclusive but not limited to.

[0029] The term "ABC-transporter" as used herein means an ABC-transporter protein or a fragment thereof comprising at least one binding domain, wherein said protein or fragment thereof is present *in vivo* or *in vitro*. The term "binding domain" as used herein means a domain on the ABC-transporter that can bind to a modulator. See, e.g., Hwang, T. C. *et al.*, J. Gen. Physiol. (1998): 111(3), 477-90.

[0030] The term "CFTR" as used herein means cystic fibrosis transmembrane conductance regulator or a mutation thereof capable of regulator activity, including, but not limited to, $\Delta F508$ CFTR and G551D CFTR (see, e.g., <http://www.genet.sickkids.on.ca/cftr/>, for CFTR mutations).

[0031] The term "modulating" as used herein means increasing or decreasing, e.g. activity, by a measurable amount. Compounds that modulate ABC Transporter activity, such as CFTR activity, by increasing the activity of the ABC Transporter, e.g., a CFTR anion channel, are called agonists. Compounds that modulate ABC Transporter activity, such as CFTR activity, by decreasing the activity of the ABC Transporter, e.g., CFTR anion channel, are called antagonists. An agonist interacts with an ABC Transporter, such as CFTR anion channel, to increase the ability of the receptor to transduce an intracellular signal in response to endogenous ligand binding. An antagonist interacts with an ABC Transporter, such as CFTR, and competes

with the endogenous ligand(s) or substrate(s) for binding site(s) on the receptor to decrease the ability of the receptor to transduce an intracellular signal in response to endogenous ligand binding.

[0032] The phrase “treating or reducing the severity of an ABC Transporter mediated disease” refers both to treatments for diseases that are directly caused by ABC Transporter and/or CFTR activities and alleviation of symptoms of diseases not directly caused by ABC Transporter and/or CFTR anion channel activities. Examples of diseases whose symptoms may be affected by ABC Transporter and/or CFTR activity include, but are not limited to, Cystic fibrosis, Hereditary emphysema, Hereditary hemochromatosis, Coagulation-Fibrinolysis deficiencies, such as Protein C deficiency, Type 1 hereditary angioedema, Lipid processing deficiencies, such as Familial hypercholesterolemia, Type 1 chylomicronemia, Abetalipoproteinemia, Lysosomal storage diseases, such as I-cell disease/Pseudo-Hurler, Mucopolysaccharidoses, Sandhof/Tay-Sachs, Crigler-Najjar type II, Polyendocrinopathy/Hyperinsulemia, Diabetes mellitus, Laron dwarfism, Myeloperoxidase deficiency, Primary hypoparathyroidism, Melanoma, Glycanosis CDG type 1, Hereditary emphysema, Congenital hyperthyroidism, Osteogenesis imperfecta, Hereditary hypofibrinogenemia, ACT deficiency, Diabetes insipidus (DI), Neurophyseal DI, Neprogenic DI, Charcot-Marie Tooth syndrome, Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer’s disease, Parkinson’s disease, Amyotrophic lateral sclerosis, Progressive supranuclear plasy, Pick’s disease, several polyglutamine neurological disorders asuch as Huntington, Spinocerebellar ataxia type I, Spinal and bulbar muscular atrophy, Dentatorubal pallidoluysian, and Myotonic dystrophy, as well as Spongiform encephalopathies, such as Hereditary Creutzfeldt-Jakob disease, Fabry disease, Straussler-Scheinker syndrome, COPD, dry-eye disease, and Sjogren’s disease.

[0033] For purposes of this invention, the chemical elements are identified in accordance with the Periodic Table of the Elements, CAS version, Handbook of Chemistry and Physics, 75th Ed. Additionally, general principles of organic chemistry are described in “Organic Chemistry”, Thomas Sorrell, University Science Books, Sausalito: 1999, and “March’s Advanced Organic Chemistry”, 5th Ed., Ed.: Smith, M.B. and March, J., John Wiley & Sons, New York: 2001, the entire contents of which are hereby incorporated by reference.

[0034] For purposes of this invention, the chemical elements are identified in accordance with the Periodic Table of the Elements, CAS version, Handbook of Chemistry and Physics, 75th Ed. Additionally, general principles of organic chemistry are described in "Organic Chemistry", Thomas Sorrell, University Science Books, Sausalito: 1999, and "March’s Advanced Organic Chemistry", 5th Ed., Ed.: Smith, M.B. and March, J., John Wiley & Sons, New York: 2001.

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[0035] As used herein the term “aliphatic” encompasses the terms alkyl, alkenyl, alkynyl, each of which being optionally substituted as set forth below.

[0036] As used herein, an “alkyl” group refers to a saturated aliphatic hydrocarbon group containing 1-8 (e.g., 1-6 or 1-4) carbon atoms. An alkyl group can be straight or branched. Examples of alkyl groups include, but are not limited to, methyl, ethyl, propyl, isopropyl, butyl, isobutyl, sec-butyl, tert-butyl, n-pentyl, n-heptyl, or 2-ethylhexyl. An alkyl group can be substituted (i.e., optionally substituted) with one or more substituents such as halo, cycloaliphatic [e.g., cycloalkyl or cycloalkenyl], heterocycloaliphatic [e.g., heterocycloalkyl or heterocycloalkenyl], aryl, heteroaryl, alkoxy, aroyl, heteroaroyl, acyl [e.g., (aliphatic)carbonyl, (cycloaliphatic)carbonyl, or (heterocycloaliphatic)carbonyl], nitro, cyano, amido [e.g., (cycloalkylalkyl)carbonylamino, arylcarbonylamino, aralkylcarbonylamino, (heterocycloalkyl)carbonylamino, (heterocycloalkylalkyl)carbonylamino, heteroarylcarbonylamino, heteroaralkylcarbonylamino], amino [e.g., aliphaticamino, cycloaliphaticamino, or heterocycloaliphaticamino], sulfonyl [e.g., aliphaticsulfonyl], sulfinyl, sulfanyl, sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, carboxy, carbamoyl, cycloaliphaticoxy, heterocycloaliphaticoxy, aryloxy, heteroaryloxy, aralkyloxy, heteroarylalkoxy, alkoxy carbonyl, alkylcarbonyloxy, or hydroxy. Without limitation, some examples of substituted alkyls include carboxyalkyl (such as HOOC-alkyl, alkoxy carbonylalkyl, and alkylcarbonyloxyalkyl), cyanoalkyl, hydroxyalkyl, alkoxyalkyl, acylalkyl, hydroxyalkyl, aralkyl, (alkoxyaryl)alkyl, (sulfonylamino)alkyl (such as (alkylsulfonylamino)alkyl), aminoalkyl, amidoalkyl, (cycloaliphatic)alkyl, cyanoalkyl, or haloalkyl.

[0037] As used herein, an “alkenyl” group refers to an aliphatic carbon group that contains 2-8 (e.g., 2-6 or 2-4) carbon atoms and at least one double bond. Like an alkyl group, an alkenyl group can be straight or branched. Examples of an alkenyl group include, but are not limited to, allyl, isoprenyl, 2-butenyl, and 2-hexenyl. An alkenyl group can be optionally substituted with one or more substituents such as halo, cycloaliphatic, heterocycloaliphatic, aryl, heteroaryl, alkoxy, aroyl, heteroaroyl, acyl [e.g., (cycloaliphatic)carbonyl, or (heterocycloaliphatic)carbonyl], nitro, cyano, acyl [e.g., aliphaticcarbonyl, cycloaliphaticcarbonyl, arylcarbonyl, heterocycloaliphaticcarbonyl or heteroarylcarbonyl], amido [e.g., (cycloalkylalkyl)carbonylamino, arylcarbonylamino, aralkylcarbonylamino, (heterocycloalkyl)carbonylamino, (heterocycloalkylalkyl)carbonylamino, heteroarylcarbonylamino, heteroaralkylcarbonylamino, alkylaminocarbonyl, cycloalkylaminocarbonyl, heterocycloalkylaminocarbonyl, arylaminocarbonyl, or heteroarylaminocarbonyl], amino [e.g., aliphaticamino, or aliphaticsulfonylamino], sulfonyl

[e.g., alkylsulfonyl, cycloaliphaticsulfonyl, or arylsulfonyl], sulfinyl, sulfanyl, sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, carboxy, carbamoyl, cycloaliphaticoxy, heterocycloaliphaticoxy, aryloxy, heteroaryloxy, aralkyloxy, heteroarylalkoxy, alkoxycarbonyl, alkylcarbonyloxy, or hydroxy.

[0038] As used herein, an “alkynyl” group refers to an aliphatic carbon group that contains 2-8 (e.g., 2-6 or 2-4) carbon atoms and has at least one triple bond. An alkynyl group can be straight or branched. Examples of an alkynyl group include, but are not limited to, propargyl and butynyl. An alkynyl group can be optionally substituted with one or more substituents such as aroyl, heteroaroyl, alkoxy, cycloalkyloxy, heterocycloalkyloxy, aryloxy, heteroaryloxy, aralkyloxy, nitro, carboxy, cyano, halo, hydroxy, sulfo, mercapto, sulfanyl [e.g., aliphaticsulfanyl or cycloaliphaticsulfanyl], sulfinyl [e.g., aliphaticsulfinyl or cycloaliphaticsulfinyl], sulfonyl [e.g., aliphaticsulfonyl, aliphaticaminosulfonyl, or cycloaliphaticsulfonyl], amido [e.g., aminocarbonyl, alkylaminocarbonyl, alkylcarbonylamino, cycloalkylaminocarbonyl, heterocycloalkylaminocarbonyl, cycloalkylcarbonylamino, arylaminocarbonyl, arylcarbonylamino, aralkylcarbonylamino, (heterocycloalkyl)carbonylamino, (cycloalkylalkyl)carbonylamino, heteroaralkylcarbonylamino, heteroarylcarbonylamino or heteroarylaminocarbonyl], urea, thiourea, sulfamoyl, sulfamide, alkoxycarbonyl, alkylcarbonyloxy, cycloaliphatic, heterocycloaliphatic, aryl, heteroaryl, acyl [e.g., (cycloaliphatic)carbonyl or (heterocycloaliphatic)carbonyl], amino [e.g., aliphaticamino], sulfoxy, oxo, carboxy, carbamoyl, (cycloaliphatic)oxy, (heterocycloaliphatic)oxy, or (heteroaryl)alkoxy.

[0039] As used herein, an “amido” encompasses both “aminocarbonyl” and “carbonylamino”. These terms when used alone or in connection with another group refers to an amido group such as $N(R^X R^Y)-C(O)-$ or $R^Y C(O)-N(R^X)-$ when used terminally and $-C(O)-N(R^X)-$ or $-N(R^X)-C(O)-$ when used internally, wherein R^X and R^Y are defined below. Examples of amido groups include alkylamido (such as alkylcarbonylamino or alkylcarbonylamino), (heterocycloaliphatic)amido, (heteroaralkyl)amido, (heteroaryl)amido, (heterocycloalkyl)alkylamido, arylamido, aralkylamido, (cycloalkyl)alkylamido, or cycloalkylamido.

[0040] As used herein, an “amino” group refers to $-NR^X R^Y$ wherein each of R^X and R^Y is independently hydrogen, alkyl, cycloaliphatic, (cycloaliphatic)aliphatic, aryl, araliphatic, heterocycloaliphatic, (heterocycloaliphatic)aliphatic, heteroaryl, carboxy, sulfanyl, sulfinyl, sulfonyl, (aliphatic)carbonyl, (cycloaliphatic)carbonyl, ((cycloaliphatic)aliphatic)carbonyl, arylcarbonyl, (araliphatic)carbonyl, (heterocycloaliphatic)carbonyl, ((heterocycloaliphatic)aliphatic)carbonyl, (heteroaryl)carbonyl, or (heteroaraliphatic)carbonyl,

each of which being defined herein and being optionally substituted. Examples of amino groups include alkylamino, dialkylamino, or arylamino. When the term "amino" is not the terminal group (e.g., alkylcarbonylamino), it is represented by $-NR^X$. R^X has the same meaning as defined above.

[0041] As used herein, an "aryl" group used alone or as part of a larger moiety as in "aralkyl", "aralkoxy", or "aryloxyalkyl" refers to monocyclic (e.g., phenyl); bicyclic (e.g., indenyl, naphthalenyl, tetrahydronaphthyl, tetrahydroindenyl); and tricyclic (e.g., fluorenyl, tetrahydrofluorenyl, or tetrahydroanthracenyl, anthracenyl) ring systems in which the monocyclic ring system is aromatic or at least one of the rings in a bicyclic or tricyclic ring system is aromatic. The bicyclic and tricyclic ring systems include benzofused 2-3 membered carbocyclic rings. For example, a benzofused group includes phenyl fused with two or more C_{4-8} carbocyclic moieties. An aryl is optionally substituted with one or more substituents including aliphatic [e.g., alkyl, alkenyl, or alkynyl]; cycloaliphatic; (cycloaliphatic)aliphatic; heterocycloaliphatic; (heterocycloaliphatic)aliphatic; aryl; heteroaryl; alkoxy; (cycloaliphatic)oxy; (heterocycloaliphatic)oxy; aryloxy; heteroaryloxy; (araliphatic)oxy; (heteroaraliphatic)oxy; aroyl; heteroaroyl; amino; oxo (on a non-aromatic carbocyclic ring of a benzofused bicyclic or tricyclic aryl); nitro; carboxy; amido; acyl [e.g., aliphaticcarbonyl; (cycloaliphatic)carbonyl; ((cycloaliphatic)aliphatic)carbonyl; (araliphatic)carbonyl; (heterocycloaliphatic)carbonyl; ((heterocycloaliphatic)aliphatic)carbonyl; or (heteroaraliphatic)carbonyl]; sulfonyl [e.g., aliphaticsulfonyl or aminosulfonyl]; sulfinyl [e.g., aliphaticsulfinyl or cycloaliphaticsulfinyl]; sulfanyl [e.g., aliphatic sulfanyl]; cyano; halo; hydroxy; mercapto; sulfoxy; urea; thiourea; sulfamoyl; sulfamide; or carbamoyl. Alternatively, an aryl can be unsubstituted.

[0042] Non-limiting examples of substituted aryls include haloaryl [e.g., mono-, di (such as *p,m*-dihaloaryl), and (trihalo)aryl]; (carboxy)aryl [e.g., (alkoxycarbonyl)aryl, ((aralkyl)carbonyloxy)aryl, and (alkoxycarbonyl)aryl]; (amido)aryl [e.g., (aminocarbonyl)aryl, (((alkylamino)alkyl)aminocarbonyl)aryl, (alkylcarbonyl)aminoaryl, (arylamino)carbonyl)aryl, and (((heteroaryl)amino)carbonyl)aryl]; aminoaryl [e.g., ((alkylsulfonyl)amino)aryl or ((dialkyl)amino)aryl]; (cyanoalkyl)aryl; (alkoxy)aryl; (sulfamoyl)aryl [e.g., (aminosulfonyl)aryl]; (alkylsulfonyl)aryl; (cyano)aryl; (hydroxyalkyl)aryl; ((alkoxy)alkyl)aryl; (hydroxy)aryl, ((carboxy)alkyl)aryl; (((dialkyl)amino)alkyl)aryl; (nitroalkyl)aryl; (((alkylsulfonyl)amino)alkyl)aryl; ((heterocycloaliphatic)carbonyl)aryl; ((alkylsulfonyl)alkyl)aryl; (cyanoalkyl)aryl; (hydroxyalkyl)aryl; (alkylcarbonyl)aryl; alkylaryl; (trihaloalkyl)aryl; *p*-amino-*m*-alkoxycarbonylaryl; *p*-amino-*m*-cyanoaryl; *p*-halo-*m*-aminoaryl;

or (*m*-(heterocycloaliphatic)-*o*-(alkyl))aryl.

[0043] As used herein, an “araliphatic” such as an “aralkyl” group refers to an aliphatic group (e.g., a C₁₋₄ alkyl group) that is substituted with an aryl group. “Aliphatic,” “alkyl,” and “aryl” are defined herein. An example of an araliphatic such as an aralkyl group is benzyl.

[0044] As used herein, an “aralkyl” group refers to an alkyl group (e.g., a C₁₋₄ alkyl group) that is substituted with an aryl group. Both “alkyl” and “aryl” have been defined above. An example of an aralkyl group is benzyl. An aralkyl is optionally substituted with one or more substituents such as aliphatic [e.g., alkyl, alkenyl, or alkynyl, including carboxyalkyl, hydroxyalkyl, or haloalkyl such as trifluoromethyl], cycloaliphatic [e.g., cycloalkyl or cycloalkenyl], (cycloalkyl)alkyl, heterocycloalkyl, (heterocycloalkyl)alkyl, aryl, heteroaryl, alkoxy, cycloalkoxy, heterocycloalkoxy, aryloxy, heteroaryloxy, aralkyloxy, heteroaralkyloxy, aroyl, heteroaroyl, nitro, carboxy, alkoxy carbonyl, alkyl carbonyloxy, amido [e.g., aminocarbonyl, alkyl carbonylamino, cycloalkyl carbonylamino, (cycloalkyl)alkyl carbonylamino, aryl carbonylamino, aralkyl carbonylamino, (heterocycloalkyl) carbonylamino, (heterocycloalkyl)alkyl carbonylamino, heteroaryl carbonylamino, or heteroaralkyl carbonylamino], cyano, halo, hydroxy, acyl, mercapto, alkyl sulfanyl, sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, or carbamoyl.

[0045] As used herein, a “bicyclic ring system” includes 8-12 (e.g., 9, 10, or 11) membered structures that form two rings, wherein the two rings have at least one atom in common (e.g., 2 atoms in common). Bicyclic ring systems include bicycloaliphatics (e.g., bicycloalkyl or bicycloalkenyl), bicycloheteroaliphatics, bicyclic aryls, and bicyclic heteroaryls.

[0046] As used herein, a “cycloaliphatic” group encompasses a “cycloalkyl” group and a “cycloalkenyl” group, each of which being optionally substituted as set forth below.

[0047] As used herein, a “cycloalkyl” group refers to a saturated carbocyclic mono- or bicyclic (fused or bridged) ring of 3-10 (e.g., 5-10) carbon atoms. Examples of cycloalkyl groups include cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cycloheptyl, adamantyl, norbornyl, cubyl, octahydro-indenyl, decahydro-naphthyl, bicyclo[3.2.1]octyl, bicyclo[2.2.2]octyl, bicyclo[3.3.1]nonyl, bicyclo[3.3.2]decyl, bicyclo[2.2.2]octyl, adamantyl, azacycloalkyl, or ((aminocarbonyl)cycloalkyl)cycloalkyl. A “cycloalkenyl” group, as used herein, refers to a non-aromatic carbocyclic ring of 3-10 (e.g., 4-8) carbon atoms having one or more double bonds. Examples of cycloalkenyl groups include cyclopentenyl, 1,4-cyclohexa-di-enyl, cycloheptenyl, cyclooctenyl, hexahydro-indenyl, octahydro-naphthyl, cyclohexenyl, cyclopentenyl, bicyclo[2.2.2]octenyl, or bicyclo[3.3.1]nonenyl. A cycloalkyl or cycloalkenyl

group can be optionally substituted with one or more substituents such as aliphatic [e.g., alkyl, alkenyl, or alkynyl], cycloaliphatic, (cycloaliphatic) aliphatic, heterocycloaliphatic, (heterocycloaliphatic) aliphatic, aryl, heteroaryl, alkoxy, (cycloaliphatic)oxy, (heterocycloaliphatic)oxy, aryloxy, heteroaryloxy, (araliphatic)oxy, (heteroaraliphatic)oxy, aroyl, heteroaryl, amino, amido [e.g., (aliphatic)carbonylamino, (cycloaliphatic)carbonylamino, ((cycloaliphatic)aliphatic)carbonylamino, (aryl)carbonylamino, (araliphatic)carbonylamino, (heterocycloaliphatic)carbonylamino, ((heterocycloaliphatic)aliphatic)carbonylamino, (heteroaryl)carbonylamino, or (heteroaraliphatic)carbonylamino], nitro, carboxy [e.g., HOOC-, alkoxy carbonyl, or alkyl carbonyloxy], acyl [e.g., (cycloaliphatic)carbonyl, ((cycloaliphatic) aliphatic)carbonyl, (araliphatic)carbonyl, (heterocycloaliphatic)carbonyl, ((heterocycloaliphatic)aliphatic)carbonyl, or (heteroaraliphatic)carbonyl], cyano, halo, hydroxy, mercapto, sulfonyl [e.g., alkylsulfonyl and arylsulfonyl], sulfinyl [e.g., alkylsulfinyl], sulfanyl [e.g., alkylsulfanyl], sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, or carbamoyl.

[0048] As used herein, “cyclic moiety” includes cycloaliphatic, heterocycloaliphatic, aryl, or heteroaryl, each of which has been defined previously.

[0049] As used herein, the term “heterocycloaliphatic” encompasses a heterocycloalkyl group and a heterocycloalkenyl group, each of which being optionally substituted as set forth below.

[0050] As used herein, a “heterocycloalkyl” group refers to a 3-10 membered mono- or bicyclic (fused or bridged) (e.g., 5- to 10-membered mono- or bicyclic) saturated ring structure, in which one or more of the ring atoms is a heteroatom (e.g., N, O, S, or combinations thereof).

Examples of a heterocycloalkyl group include piperidyl, piperazyl, tetrahydropyranyl, tetrahydrofuryl, 1,4-dioxolanyl, 1,4-dithianyl, 1,3-dioxolanyl, oxazolidyl, isoxazolidyl, morpholinyl, thiomorpholyl, octahydrobenzofuryl, octahydrochromenyl, octahydrothiochromenyl, octahydroindolyl, octahydropyrindinyl, decahydroquinolyl, octahydrobenzo[*b*]thiophenyl, 2-oxa-bicyclo[2.2.2]octyl, 1-aza-bicyclo[2.2.2]octyl, 3-aza-bicyclo[3.2.1]octyl, and 2,6-dioxa-tricyclo[3.3.1.0^{3,7}]nonyl. A monocyclic heterocycloalkyl group can be fused with a phenyl moiety such as tetrahydroisoquinoline. A

“heterocycloalkenyl” group, as used herein, refers to a mono- or bicyclic (e.g., 5- to 10-membered mono- or bicyclic) non-aromatic ring structure having one or more double bonds, and wherein one or more of the ring atoms is a heteroatom (e.g., N, O, or S). Monocyclic and bicycloheteroaliphatics are numbered according to standard chemical nomenclature.

[0051] A heterocycloalkyl or heterocycloalkenyl group can be optionally substituted with one

or more substituents such as aliphatic [e.g., alkyl, alkenyl, or alkynyl], cycloaliphatic, (cycloaliphatic)aliphatic, heterocycloaliphatic, (heterocycloaliphatic)aliphatic, aryl, heteroaryl, alkoxy, (cycloaliphatic)oxy, (heterocycloaliphatic)oxy, aryloxy, heteroaryloxy, (araliphatic)oxy, (heteroaraliphatic)oxy, aroyl, heteroaroyl, amino, amido [e.g., (aliphatic)carbonylamino, (cycloaliphatic)carbonylamino, ((cycloaliphatic) aliphatic)carbonylamino, (aryl)carbonylamino, (araliphatic)carbonylamino, (heterocycloaliphatic)carbonylamino, ((heterocycloaliphatic) aliphatic)carbonylamino, (heteroaryl)carbonylamino, or (heteroaraliphatic)carbonylamino], nitro, carboxy [e.g., HOOC-, alkoxycarbonyl, or alkylcarbonyloxy], acyl [e.g., (cycloaliphatic)carbonyl, ((cycloaliphatic) aliphatic)carbonyl, (araliphatic)carbonyl, (heterocycloaliphatic)carbonyl, ((heterocycloaliphatic)aliphatic)carbonyl, or (heteroaraliphatic)carbonyl], nitro, cyano, halo, hydroxy, mercapto, sulfonyl [e.g., alkylsulfonyl or arylsulfonyl], sulfinyl [e.g., alkylsulfinyl], sulfanyl [e.g., alkylsulfanyl], sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, or carbamoyl.

[0052] A “heteroaryl” group, as used herein, refers to a monocyclic, bicyclic, or tricyclic ring system having 4 to 15 ring atoms wherein one or more of the ring atoms is a heteroatom (e.g., N, O, S, or combinations thereof) and in which the monocyclic ring system is aromatic or at least one of the rings in the bicyclic or tricyclic ring systems is aromatic. A heteroaryl group includes a benzofused ring system having 2 to 3 rings. For example, a benzofused group includes benzo fused with one or two 4 to 8 membered heterocycloaliphatic moieties (e.g., indolizyl, indolyl, isoindolyl, 3H-indolyl, indolinyl, benzo[*b*]furyl, benzo[*b*]thiophenyl, quinolinyl, or isoquinolinyl). Some examples of heteroaryl are azetidyl, pyridyl, 1H-indazolyl, furyl, pyrrolyl, thienyl, thiazolyl, oxazolyl, imidazolyl, tetrazolyl, benzofuryl, isoquinolinyl, benzthiazolyl, xanthene, thioxanthene, phenothiazine, dihydroindole, benzo[1,3]dioxole, benzo[*b*]furyl, benzo[*b*]thiophenyl, indazolyl, benzimidazolyl, benzthiazolyl, puryl, cinnolyl, quinolyl, quinazolyl, phthalazyl, quinazolyl, quinoxalyl, isoquinolyl, 4H-quinolizyl, benzo-1,2,5-thiadiazolyl, or 1,8-naphthyridyl.

[0053] Without limitation, monocyclic heteroaryls include furyl, thiophenyl, 2H-pyrrolyl, pyrrolyl, oxazolyl, thiazolyl, imidazolyl, pyrazolyl, isoxazolyl, isothiazolyl, 1,3,4-thiadiazolyl, 2H-pyranyl, 4-H-pyranyl, pyridyl, pyridazyl, pyrimidyl, pyrazolyl, pyrazyl, or 1,3,5-triazyl. Monocyclic heteroaryls are numbered according to standard chemical nomenclature.

[0054] Without limitation, bicyclic heteroaryls include indolizyl, indolyl, isoindolyl, 3H-indolyl, indolinyl, benzo[*b*]furyl, benzo[*b*]thiophenyl, quinolinyl, isoquinolinyl, indolizyl, isoindolyl, indolyl, benzo[*b*]furyl, bexo[*b*]thiophenyl, indazolyl, benzimidazolyl, benzthiazolyl, purinyl, 4H-quinolizyl, quinolyl, isoquinolyl, cinnolyl, phthalazyl, quinazolyl, quinoxalyl, 1,8-

naphthyridyl, or pteridyl. Bicyclic heteroaryls are numbered according to standard chemical nomenclature.

[0055] A heteroaryl is optionally substituted with one or more substituents such as aliphatic [e.g., alkyl, alkenyl, or alkynyl]; cycloaliphatic; (cycloaliphatic)aliphatic; heterocycloaliphatic; (heterocycloaliphatic)aliphatic; aryl; heteroaryl; alkoxy; (cycloaliphatic)oxy; (heterocycloaliphatic)oxy; aryloxy; heteroaryloxy; (araliphatic)oxy; (heteroarylaliphatic)oxy; aroyl; heteroaroaryl; amino; oxo (on a non-aromatic carbocyclic or heterocyclic ring of a bicyclic or tricyclic heteroaryl); carboxy; amido; acyl [e.g., aliphaticcarbonyl; (cycloaliphatic)carbonyl; ((cycloaliphatic)aliphatic)carbonyl; (araliphatic)carbonyl; (heterocycloaliphatic)carbonyl; ((heterocycloaliphatic)aliphatic)carbonyl; or (heteroarylaliphatic)carbonyl]; sulfonyl [e.g., aliphaticsulfonyl or aminosulfonyl]; sulfinyl [e.g., aliphaticsulfinyl]; sulfanyl [e.g., aliphaticulfanyl]; nitro; cyano; halo; hydroxy; mercapto; sulfoxy; urea; thiourea; sulfamoyl; sulfamide; or carbamoyl. Alternatively, a heteroaryl can be unsubstituted.

[0056] Non-limiting examples of substituted heteroaryls include (halo)heteroaryl [e.g., mono- and di-(halo)heteroaryl]; (carboxy)heteroaryl [e.g., (alkoxycarbonyl)heteroaryl]; cyanoheteroaryl; aminoheteroaryl [e.g., ((alkylsulfonyl)amino)heteroaryl and((dialkyl)amino)heteroaryl]; (amido)heteroaryl [e.g., aminocarbonylheteroaryl, ((alkylcarbonyl)amino)heteroaryl, (((alkyl)amino)alkyl)aminocarbonyl)heteroaryl, (((heteroaryl)amino)carbonyl)heteroaryl, ((heterocycloaliphatic)carbonyl)heteroaryl, and ((alkylcarbonyl)amino)heteroaryl]; (cyanoalkyl)heteroaryl; (alkoxy)heteroaryl; (sulfamoyl)heteroaryl [e.g., (aminosulfonyl)heteroaryl]; (sulfonyl)heteroaryl [e.g., (alkylsulfonyl)heteroaryl]; (hydroxyalkyl)heteroaryl; (alkoxyalkyl)heteroaryl; (hydroxy)heteroaryl; ((carboxy)alkyl)heteroaryl; [((dialkyl)amino)alkyl]heteroaryl; (heterocycloaliphatic)heteroaryl; (cycloaliphatic)heteroaryl; (nitroalkyl)heteroaryl; (((alkylsulfonyl)amino)alkyl)heteroaryl; ((alkylsulfonyl)alkyl)heteroaryl; (cyanoalkyl)heteroaryl; (acyl)heteroaryl [e.g., (alkylcarbonyl)heteroaryl]; (alkyl)heteroaryl, and (haloalkyl)heteroaryl [e.g., trihaloalkylheteroaryl].

[0057] A “heteroarylaliphatic” (such as a heteroarylalkyl group) as used herein, refers to an aliphatic group (e.g., a C₁₋₄ alkyl group) that is substituted with a heteroaryl group. “Aliphatic,” “alkyl,” and “heteroaryl” have been defined above.

[0058] A “heteroarylalkyl” group, as used herein, refers to an alkyl group (e.g., a C₁₋₄ alkyl group) that is substituted with a heteroaryl group. Both “alkyl” and “heteroaryl” have been defined above. A heteroarylalkyl is optionally substituted with one or more substituents such as

alkyl (including carboxyalkyl, hydroxyalkyl, and haloalkyl such as trifluoromethyl), alkenyl, alkynyl, cycloalkyl, (cycloalkyl)alkyl, heterocycloalkyl, (heterocycloalkyl)alkyl, aryl, heteroaryl, alkoxy, cycloalkyloxy, heterocycloalkyloxy, aryloxy, heteroaryloxy, aralkyloxy, heteroaralkyloxy, aroyl, heteroaroyl, nitro, carboxy, alkoxycarbonyl, alkylcarbonyloxy, aminocarbonyl, alkylcarbonylamino, cycloalkylcarbonylamino, (cycloalkylalkyl)carbonylamino, arylcarbonylamino, aralkylcarbonylamino, (heterocycloalkyl)carbonylamino, (heterocycloalkylalkyl)carbonylamino, heteroarylcarbonylamino, heteroaralkylcarbonylamino, cyano, halo, hydroxy, acyl, mercapto, alkylsulfanyl, sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, or carbamoyl.

[0059] As used herein, “cyclic moiety” includes cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, or heteroaryl, each of which has been defined previously.

[0060] As used herein, an “acyl” group refers to a formyl group or $R^X-C(O)-$ (such as -alkyl-C(O)-, also referred to as “alkylcarbonyl”) where R^X and “alkyl” have been defined previously. Acetyl and pivaloyl are examples of acyl groups.

[0061] As used herein, an “aroyl” or “heteroaroyl” refers to an aryl-C(O)- or a heteroaryl-C(O)-. The aryl and heteroaryl portion of the aroyl or heteroaroyl is optionally substituted as previously defined.

[0062] As used herein, an “alkoxy” group refers to an alkyl-O- group where “alkyl” has been defined previously.

[0063] As used herein, a “carbamoyl” group refers to a group having the structure $-O-CO-NR^X R^Y$ or $-NR^X-CO-O-R^Z$ wherein R^X and R^Y have been defined above and R^Z can be aliphatic, aryl, araliphatic, heterocycloaliphatic, heteroaryl, or heteroaraliphatic.

[0064] As used herein, a “carboxy” group refers to $-COOH$, $-COOR^X$, $-OC(O)H$, $-OC(O)R^X$ when used as a terminal group; or $-OC(O)-$ or $-C(O)O-$ when used as an internal group.

[0065] As used herein, a “haloaliphatic” group refers to an aliphatic group substituted with 1, 2, or 3 halogen. For instance, the term haloalkyl includes the group $-CF_3$.

[0066] As used herein, a “mercapto” group refers to $-SH$.

[0067] As used herein, a “sulfo” group refers to $-SO_3H$ or $-SO_3R^X$ when used terminally or $-S(O)_3-$ when used internally.

[0068] As used herein, a “sulfamide” group refers to the structure $-NR^X-S(O)_2-NR^Y R^Z$ when used terminally and $-NR^X-S(O)_2-NR^Y-$ when used internally, wherein R^X , R^Y , and R^Z have been defined above.

[0069] As used herein, a “sulfamoyl” group refers to the structure $-S(O)_2-NR^X R^Y$ or $-NR^X-S(O)_2-R^Z$ when used terminally; or $-S(O)_2-NR^X-$ or $-NR^X-S(O)_2-$ when used internally, wherein R^X , R^Y , and R^Z are defined above.

[0070] As used herein a “sulfanyl” group refers to $-S-R^X$ when used terminally and $-S-$ when used internally, wherein R^X has been defined above. Examples of sulfanyls include alkylsulfanyl.

[0071] As used herein a “sulfinyl” group refers to $-S(O)-R^X$ when used terminally and $-S(O)-$ when used internally, wherein R^X has been defined above.

[0072] As used herein, a “sulfonyl” group refers to $-S(O)_2-R^X$ when used terminally and $-S(O)_2-$ when used internally, wherein R^X has been defined above.

[0073] As used herein, a “sulfoxy” group refers to $-O-SO-R^X$ or $-SO-O-R^X$, when used terminally and $-O-S(O)-$ or $-S(O)-O-$ when used internally, where R^X has been defined above.

[0074] As used herein, a “halogen” or “halo” group refers to fluorine, chlorine, bromine or iodine.

[0075] As used herein, an “alkoxycarbonyl,” which is encompassed by the term carboxy, used alone or in connection with another group refers to a group such as $alkyl-O-C(O)-$.

[0076] As used herein, an “alkoxyalkyl” refers to an alkyl group such as $alkyl-O-alkyl-$, wherein alkyl has been defined above.

[0077] As used herein, a “carbonyl” refer to $-C(O)-$.

[0078] As used herein, an “oxo” refers to $=O$.

[0079] As used herein, an “aminoalkyl” refers to the structure $(R^X R^Y)N-alkyl-$.

[0080] As used herein, a “cyanoalkyl” refers to the structure $(NC)-alkyl-$.

[0081] As used herein, a “urea” group refers to the structure $-NR^X-CO-NR^Y R^Z$ and a “thiourea” group refers to the structure $-NR^X-CS-NR^Y R^Z$ when used terminally and $-NR^X-CO-NR^Y-$ or $-NR^X-CS-NR^Y-$ when used internally, wherein R^X , R^Y , and R^Z have been defined above.

[0082] As used herein, a “guanidino” group refers to the structure $-N=C(N(R^X R^Y))N(R^X R^Y)$ wherein R^X and R^Y have been defined above.

[0083] As used herein, the term “amidino” group refers to the structure $-C=(NR^X)N(R^X R^Y)$ wherein R^X and R^Y have been defined above.

[0084] In general, the term “vicinal” refers to the placement of substituents on a group that

includes two or more carbon atoms, wherein the substituents are attached to adjacent carbon atoms.

[0085] In general, the term “geminal” refers to the placement of substituents on a group that includes two or more carbon atoms, wherein the substituents are attached to the same carbon atom.

[0086] The terms “terminally” and “internally” refer to the location of a group within a substituent. A group is terminal when the group is present at the end of the substituent not further bonded to the rest of the chemical structure. Carboxyalkyl, i.e., $R^XO(O)C$ -alkyl is an example of a carboxy group used terminally. A group is internal when the group is present in the middle of a substituent to at the end of the substituent bound to the rest of the chemical structure. Alkylcarboxy (e.g., alkyl- $C(O)O$ - or alkyl- $OC(O)$ -) and alkylcarboxyaryl (e.g., alkyl- $C(O)O$ -aryl- or alkyl- $O(CO)$ -aryl-) are examples of carboxy groups used internally.

[0087] As used herein, the term "amidino" group refers to the structure $-C=(NR^X)N(R^XR^Y)$ wherein R^X and R^Y have been defined above.

[0088] As used herein, “cyclic group” includes mono-, bi-, and tri-cyclic ring systems including cycloaliphatic, heterocycloaliphatic, aryl, or heteroaryl, each of which has been previously defined.

[0089] As used herein, a “bridged bicyclic ring system” refers to a bicyclic heterocycloaliphatic ring system or bicyclic cycloaliphatic ring system in which the rings are bridged. Examples of bridged bicyclic ring systems include, but are not limited to, adamantanyl, norbornanyl, bicyclo[3.2.1]octyl, bicyclo[2.2.2]octyl, bicyclo[3.3.1]nonyl, bicyclo[3.2.3]nonyl, 2-oxa-bicyclo[2.2.2]octyl, 1-aza-bicyclo[2.2.2]octyl, 3-aza-bicyclo[3.2.1]octyl, and 2,6-dioxatricyclo[3.3.1.0^{3,7}]nonyl. A bridged bicyclic ring system can be optionally substituted with one or more substituents such as alkyl (including carboxyalkyl, hydroxyalkyl, and haloalkyl such as trifluoromethyl), alkenyl, alkynyl, cycloalkyl, (cycloalkyl)alkyl, heterocycloalkyl, (heterocycloalkyl)alkyl, aryl, heteroaryl, alkoxy, cycloalkyloxy, heterocycloalkyloxy, aryloxy, heteroaryloxy, aralkyloxy, heteroaralkyloxy, aroyl, heteroaroyl, nitro, carboxy, alkoxy-carbonyl, alkylcarbonyloxy, aminocarbonyl, alkylcarbonylamino, cycloalkylcarbonylamino, (cycloalkylalkyl)carbonylamino, arylcarbonylamino, aralkylcarbonylamino, (heterocycloalkyl)carbonylamino, (heterocycloalkylalkyl)carbonylamino, heteroarylcarbonylamino, heteroaralkylcarbonylamino, cyano, halo, hydroxy, acyl, mercapto, alkylsulfanyl, sulfoxy, urea, thiourea, sulfamoyl, sulfamide, oxo, or carbamoyl.

[0090] As used herein, an “aliphatic chain” refers to a branched or straight aliphatic group (e.g.,

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alkyl groups, alkenyl groups, or alkynyl groups). A straight aliphatic chain has the structure - $[\text{CH}_2]_v$ -, where v is 1-6. A branched aliphatic chain is a straight aliphatic chain that is substituted with one or more aliphatic groups. A branched aliphatic chain has the structure - $[\text{CHQ}]_v$ - where Q is hydrogen or an aliphatic group; however, Q shall be an aliphatic group in at least one instance. The term aliphatic chain includes alkyl chains, alkenyl chains, and alkynyl chains, where alkyl, alkenyl, and alkynyl are defined above.

[0091] The phrase “optionally substituted” is used interchangeably with the phrase “substituted or unsubstituted.” As described herein, compounds of the invention can optionally be substituted with one or more substituents, such as are illustrated generally above, or as exemplified by particular classes, subclasses, and species of the invention. As described herein, the variables R_1 , R_2 , R_3 , and R_4 , and other variables contained therein formulae I encompass specific groups, such as alkyl and aryl. Unless otherwise noted, each of the specific groups for the variables R_1 , R_2 , R_3 , and R_4 , and other variables contained therein can be optionally substituted with one or more substituents described herein. Each substituent of a specific group is further optionally substituted with one to three of halo, cyano, oxoalkoxy, hydroxy, amino, nitro, aryl, haloalkyl, and alkyl. For instance, an alkyl group can be substituted with alkylsulfanyl and the alkylsulfanyl can be optionally substituted with one to three of halo, cyano, oxoalkoxy, hydroxy, amino, nitro, aryl, haloalkyl, and alkyl. As an additional example, the cycloalkyl portion of a (cycloalkyl)carbonylamino can be optionally substituted with one to three of halo, cyano, alkoxy, hydroxy, nitro, haloalkyl, and alkyl. When two alkoxy groups are bound to the same atom or adjacent atoms, the two alkoxy groups can form a ring together with the atom(s) to which they are bound.

[0092] In general, the term “substituted,” whether preceded by the term “optionally” or not, refers to the replacement of hydrogen radicals in a given structure with the radical of a specified substituent. Specific substituents are described above in the definitions and below in the description of compounds and examples thereof. Unless otherwise indicated, an optionally substituted group can have a substituent at each substitutable position of the group, and when more than one position in any given structure can be substituted with more than one substituent selected from a specified group, the substituent can be either the same or different at every position. A ring substituent, such as a heterocycloalkyl, can be bound to another ring, such as a cycloalkyl, to form a spiro-bicyclic ring system, e.g., both rings share one common atom. As one of ordinary skill in the art will recognize, combinations of substituents envisioned by this invention are those combinations that result in the formation of stable or chemically feasible compounds.

[0093] The phrase "up to", as used herein, refers to zero or any integer number that is equal or less than the number following the phrase. For example, "up to 3" means any one of 0, 1, 2, and 3.

[0094] The phrase "stable or chemically feasible," as used herein, refers to compounds that are not substantially altered when subjected to conditions to allow for their production, detection, and preferably their recovery, purification, and use for one or more of the purposes disclosed herein. In some embodiments, a stable compound or chemically feasible compound is one that is not substantially altered when kept at a temperature of 40° C or less, in the absence of moisture or other chemically reactive conditions, for at least a week.

[0095] As used herein, an effective amount is defined as the amount required to confer a therapeutic effect on the treated patient, and is typically determined based on age, surface area, weight, and condition of the patient. The interrelationship of dosages for animals and humans (based on milligrams per meter squared of body surface) is described by Freireich et al., *Cancer Chemother. Rep.*, 50: 219 (1966). Body surface area may be approximately determined from height and weight of the patient. See, e.g., Scientific Tables, Geigy Pharmaceuticals, Ardsley, New York, 537 (1970). As used herein, "patient" refers to a mammal, including a human.

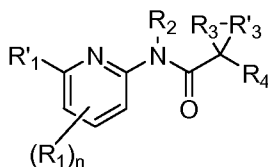
[0096] Unless otherwise stated, structures depicted herein are also meant to include all isomeric (e.g., enantiomeric, diastereomeric, and geometric (or conformational)) forms of the structure; for example, the R and S configurations for each asymmetric center, (Z) and (E) double bond isomers, and (Z) and (E) conformational isomers. Therefore, single stereochemical isomers as well as enantiomeric, diastereomeric, and geometric (or conformational) mixtures of the present compounds are within the scope of the invention. Unless otherwise stated, all tautomeric forms of the compounds of the invention are within the scope of the invention. Additionally, unless otherwise stated, structures depicted herein are also meant to include compounds that differ only in the presence of one or more isotopically enriched atoms. For example, compounds having the present structures except for the replacement of hydrogen by deuterium or tritium, or the replacement of a carbon by a ¹³C- or ¹⁴C-enriched carbon are within the scope of this invention. Such compounds are useful, for example, as analytical tools or probes in biological assays.

[0097] COMPOUNDS

[0098] Compounds of the present invention are useful modulators of ABC transporters and are useful in the treatment of ABC transport mediated diseases.

[0099] Compounds

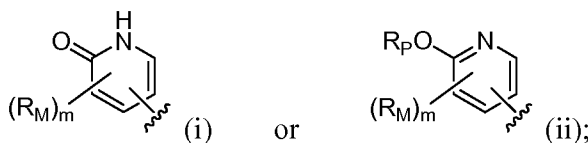
[00100] The present invention includes a compound of formula I,



I

[00101] or a pharmaceutically acceptable salt thereof, wherein:

[00102] each R'₁ is:



[00103]

[00104] wherein:

[00105] m is 0-4;

[00106] R_P is optionally substituted C₁-C₆ aliphatic, wherein up to two carbon units therein are optionally and independently replaced by -CO-, -CONR^N-, -CO₂-, -OCO-, -NR^NCO₂-, -O-, -OCONR^N-, -NR^NCO-, -S-, -SO-, -SO₂-, -NR^N-;

[00107] each R_M is independently -Z^MR₁₁, wherein each Z^M is independently a bond or an optionally substituted branched or straight C₁₋₆ aliphatic chain wherein up to two carbon units of Z^M are optionally and independently replaced by -CO-, -CONR^N-, -CO₂-, -OCO-, -CHR^N-, -NR^NCO₂-, -O-, -OCONR^N-, -NR^NCO-, -S-, -SO-, -SO₂-, -NR^N-;

[00108] each R₁₁ is independently R^N, halo, -OH, -NH₂, -CN, -CF₃, or -OCF₃;

[00109] each R^N is independently hydrogen, an optionally substituted C₁₋₈ aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl;

[00110] each R₁ is an optionally substituted C₁₋₆ aliphatic, an optionally substituted C₁₋₆ alkoxy, an optionally substituted C₃₋₁₀ cycloaliphatic, -CN, halo, or hydroxy;

[00111] each R₂ is hydrogen or an optionally substituted C₁₋₆ aliphatic;

[00112] each R₃ and R'₃ together with the carbon atom to which they are attached form an optionally substituted C₃₋₇ cycloaliphatic or an optionally substituted heterocycloaliphatic;

[00113] each R₄ is an optionally substituted aryl; and

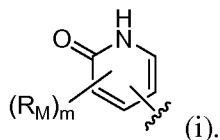
[00114] n is 0-3.

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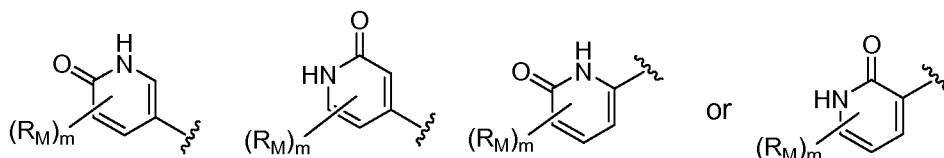
[00115] **Embodiments**

[00116] **Substituent R₁'**

[00117] In one embodiment, R₁' is selected from:

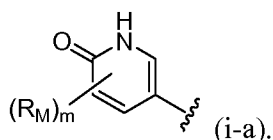


[00119] In one embodiment, R₁' is selected from:

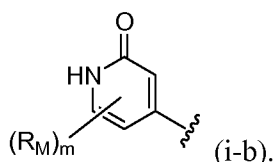


[00121] (i-a) (i-b) (i-c) (i-d).

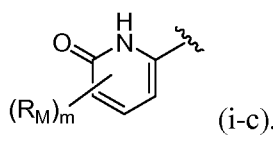
[00122] In one embodiment, R₁' is:



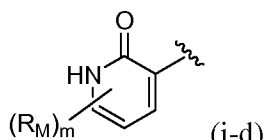
[00124] In another embodiment, R₁' is:



[00126] In another embodiment, R₁' is:

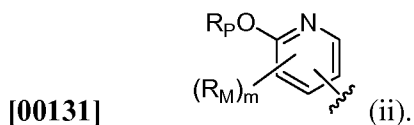


[00128] In another embodiment, R₁' is:

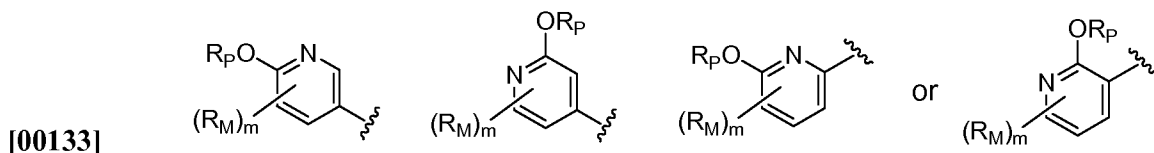


[00130] In another embodiment, R₁' is selected from:

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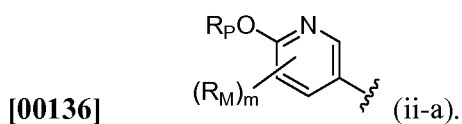


[00132] In another embodiment, R₁ is selected from:

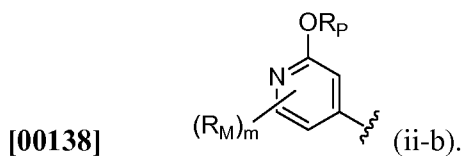


[00134] (ii-a) (ii-b) (ii-c) (ii-d)

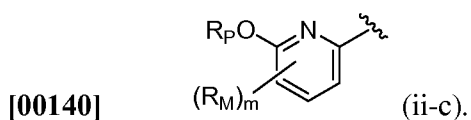
[00135] In one embodiment, R₁ is:



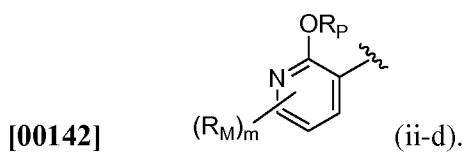
[00137] In another embodiment, R₁ is:



[00139] In another embodiment, R₁ is:



[00141] In another embodiment, R₁ is:



[00143] Substituent R₁

[00144] Each R₁ is independently an optionally substituted C₁₋₆ aliphatic, an optionally substituted C₁₋₆ alkoxy, an optionally substituted C₃₋₁₀ membered cycloaliphatic, -CN, halo, or hydroxy.

[00145] In some embodiments, one R₁ is an optionally substituted C₁₋₆ aliphatic. In several examples, one R₁ is an optionally substituted C₁₋₆ alkyl, an optionally substituted C₂₋₆

alkenyl, or an optionally substituted C₂₋₆ alkynyl. In several examples, one R₁ is C₁₋₆ alkyl, C₂₋₆ alkenyl, or C₂₋₆ alkynyl.

[00146] In several embodiments, R₁ is halo.

[00147] In several embodiments, R₁ is -CN.

[00148] In some embodiments, R₁ is methyl, ethyl, i-propyl, t-butyl, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, allyl, F, Cl, methoxy, ethoxy, i-propoxy, t-butoxy, or CF₃. In several examples, R₁ is methyl, or methoxy. Or, R₁ can be methyl.

[00149] Substituent R₂

[00150] R₂ can be hydrogen. Or, R₂ can be an optionally substituted C₁₋₆ aliphatic.

[00151] In several embodiments, R₂ is hydrogen.

[00152] Substituents R₃ and R'₃

[00153] Each R₃ and R'₃ together with the carbon atom to which they are attached form a C₃₋₇ cycloaliphatic or a heterocycloaliphatic, each of which is optionally substituted with 1, 2, or 3 substituents.

[00154] In several embodiments, R₃ and R'₃ together with the carbon atom to which they are attached form a C₃₋₇ cycloaliphatic or a C₃₋₇ heterocycloaliphatic, each of which is optionally substituted with 1, 2, or 3 of -Z^BR₇, wherein each Z^B is independently a bond, or an optionally substituted branched or straight C₁₋₄ aliphatic chain wherein up to two carbon units of Z^B are optionally and independently replaced by -CO-, -CONR^B-, -CO₂-, -OCO-, -NR^BCO₂-, -O-, -OCONR^B-, -NR^BCO-, -S-, -SO-, -SO₂-, or -NR^B-; each R₇ is independently R^B, halo, -OH, -NH₂, -NO₂, -CN, -CF₃, or -OCF₃; and each R^B is independently hydrogen, an optionally substituted C₁₋₈ aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl.

[00155] In several embodiments, R₃ and R'₃ together with the carbon atom to which they are attached form a 3, 4, 5, or 6 membered cycloaliphatic that is optionally substituted with 1, 2, or 3 substituents. In several examples, R₃, R'₃, and the carbon atom to which they are attached form an optionally substituted cyclopropyl group. In several alternative examples, R₃, R'₃, and the carbon atom to which they are attached form an optionally substituted cyclobutyl group. In several other examples, R₃, R'₃, and the carbon atom to which they are attached form an optionally substituted cyclopentyl group. In other examples, R₃, R'₃, and the carbon atom to which they are attached form an optionally substituted cyclohexyl group. In more examples, R₃

and R'₃ together with the carbon atom to which they are attached form an unsubstituted cyclopropyl.

[00156] In some embodiments, R₃ and R'₃ together with the carbon atom to which they are attached form an unsubstituted C₃₋₇ cycloaliphatic. In several examples, R₃ and R'₃ together with the carbon atom to which they are attached form an unsubstituted cyclopropyl, an unsubstituted cyclopentyl, or an unsubstituted cyclohexyl. In some embodiments, R₃ and R'₃ together with the carbon atom to which they are attached form an unsubstituted cyclopropyl.

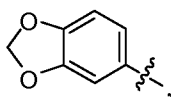
[00157] Substituent R₄

[00158] In several embodiments, R₄ is an aryl having 6 to 10 atoms (e.g., 7 to 10 atoms) optionally substituted with 1, 2, or 3 substituents. Examples of R₄ include optionally substituted benzene, naphthalene, or indene. Or, examples of R₄ can be optionally substituted phenyl, optionally substituted naphthyl, or optionally substituted indenyl.

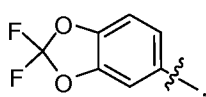
[00159] In some embodiments, R₄ is an aryl, optionally substituted with 1, 2, or 3 of -Z^CR₈. In some embodiments, R₄ is phenyl optionally substituted with 1, 2, or 3 of -Z^CR₈. Each Z^C is independently a bond or an optionally substituted branched or straight C₁₋₆ aliphatic chain wherein up to two carbon units of Z^C are optionally and independently replaced by -CO-, -CS-, -CONR^C-, -CONR^CNR^C-, -CO₂-, -OCO-, -NR^CCO₂-, -O-, -NR^CCONR^C-, -OCONR^C-, -NR^CNR^C-, -NR^CCO-, -S-, -SO-, -SO₂-, -NR^C-, -SO₂NR^C-, -NR^CSO₂-, or -NR^CSO₂NR^C-. Each R₈ is independently R^C, halo, -OH, -NH₂, -NO₂, -CN, -CF₃, or -OCF₃. Each R^C is independently hydrogen, an optionally substituted C₁₋₈ aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl.

[00160] In some embodiments, two occurrences of -Z^CR₈, taken together with carbons to which they are attached, form a 4-8 membered saturated, partially saturated, or aromatic ring with up to 3 ring atoms independently selected from the group consisting of O, NH, NR^C, and S; wherein R^C is defined herein.

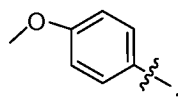
[00161] In several embodiments, R₄ is selected from:



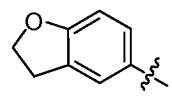
(a)



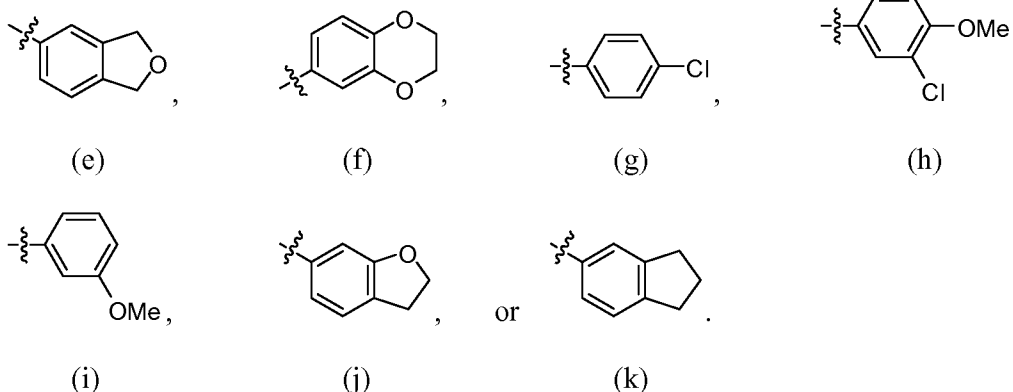
(b)



(c)



(d)



[00162] In one embodiment, R_4 is (a). Or, R_4 is (b). In some embodiments, R_4 is (c). In other embodiments, R_4 is (d). In some embodiments, R_4 is (e). In some embodiments, R_4 is (f). In some embodiments, R_4 is (g). In some embodiments, R_4 is (h). In some embodiments, R_4 is (i). In some embodiments, R_4 is (j). In some embodiments, R_4 is (k).

[00163] In some embodiments, the present invention relates to compounds of formula I and the attendant definitions, wherein m is 0-2. In some embodiments, m is 1. In some embodiments, m is 0.

[00164] In some embodiments, the present invention relates to compounds of formula I and the attendant definitions, wherein R_M is independently $-Z^M R_{11}$, wherein each Z^M is independently a bond or C_{1-4} alkyl chain wherein up to two carbon units of Z^M are optionally and independently replaced by $-\text{CO}-$, $-\text{CONR}^N-$, $-\text{CHR}^N-$, $-\text{CO}_2-$, $-\text{OCO}-$, $-\text{NR}^N \text{CO}_2-$, $-\text{O}-$, $-\text{OCONR}^N-$, $-\text{NR}^N \text{CO}-$, $-\text{S}-$, $-\text{SO}-$, $-\text{SO}_2-$, or $-\text{NR}^N-$. In other embodiments, R_M is independently $-Z^M R_{11}$, wherein each Z^M is independently a bond or C_{1-4} alkyl chain wherein up to two carbon units of Z^M are optionally and independently replaced by $-\text{CONR}^N-$, $-\text{CO}_2-$, $-\text{O}-$, $-\text{CHR}^N-$, or $-\text{NR}^N-$.

[00165] In some embodiments, the present invention relates to compounds of formula I and the attendant definitions, wherein R_{11} is independently R^N , halo, $-\text{OH}$, $-\text{NH}_2$, or $-\text{CN}$. In some embodiments, R^N is independently hydrogen, C_1 - C_6 aliphatic, or C_3 - C_6 cycloaliphatic.

[00166] In some embodiments, the present invention relates to compounds of formula I and the attendant definitions, wherein R^M is absent or is selected from $-\text{CH}_2\text{OH}$, $\text{NHC}(\text{O})\text{Me}$, Et , Me , $-\text{CH}_2\text{C}(\text{O})\text{OH}$, $-\text{CH}_2\text{C}(\text{O})\text{OMe}$, $-\text{CH}_2\text{CH}_2\text{OH}$, $-\text{C}(\text{O})\text{OH}$, halo, OH , $\text{C}(\text{O})\text{NHMe}$, $\text{C}(\text{O})\text{NH}_2$, $-\text{CH}_2\text{CH}(\text{OH})\text{CH}_2\text{OH}$, NH_2 , OMe , CH_2CN , $\text{CH}_2\text{CH}_2\text{SO}_2\text{CH}_3$, CH_2CONHCN , CONMe_2 , or CN .

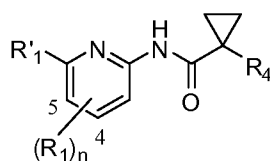
[00167] In some embodiments, the present invention relates to compounds of formula I and the attendant definitions, wherein R^P is C_1 - C_6 aliphatic, wherein up to two carbon units

therein are optionally and independently replaced by -CO-, -CS-, -CONR^N-, -CO₂-, -NR^NCO₂-, -O-, -S-, -SO-, -SO₂-, or -NR^N-.

[00168] In some embodiments, the present invention relates to compounds of formula I and the attendant definitions, wherein n is 1-2. In some embodiments, n is 1.

[00169] Exemplary Compound Families

[00170] In another aspect, the present invention includes compounds of formula I and the attendant definitions, wherein the compounds have formula II:

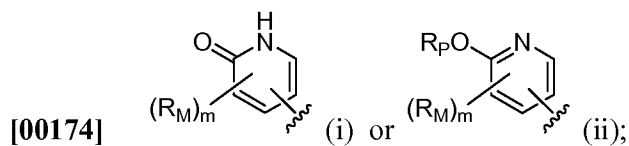


II

[00171] or a pharmaceutically acceptable salt thereof,

[00172] wherein:

[00173] R₁ is selected from:

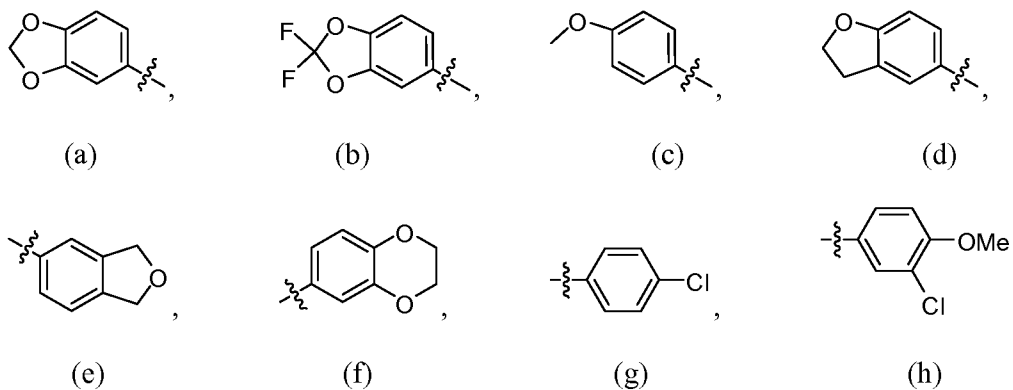


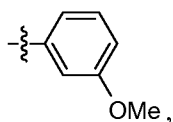
[00175] n is 0-2;

[00176] m is 0-4;

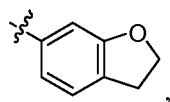
[00177] R₁ is C1-6 aliphatic, halo, or -CN; and

[00178] R₄ is selected from:

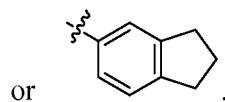




(i)



(j)

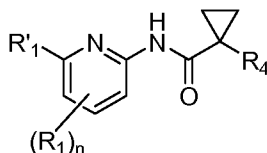


(k)

[00179] In some embodiments of formula II, n is 1. Or, n is 2.

[00180] In some embodiments, R_1 is selected from the group consisting of methyl, ethyl, *i*-propyl, *t*-butyl, F, Cl, or -CN. Or, R_1 is methyl. In one embodiment, n is 1 and R_1 is 5-methyl. In one embodiment, n is 1 and R_1 is 4-methyl. In one embodiment, n is 2 and one R_1 is 4-methyl and the other R_1 is 5-methyl.

[00181] In another aspect, the present invention includes compounds of formula II and the attendant definitions, wherein the compounds have formula IIA:

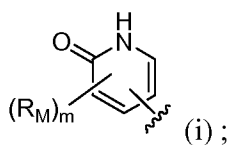


IIA

[00182] or a pharmaceutically acceptable salt thereof,

[00183] wherein:

[00184] R'_1 is:



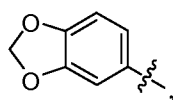
[00185] (i);

[00186] n is 0-2;

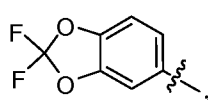
[00187] m is 0-4;

[00188] R_1 is C1-6 aliphatic, halo, or -CN; and

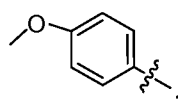
[00189] R_4 is selected from:



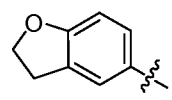
(a)



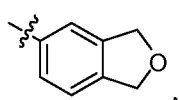
(b)



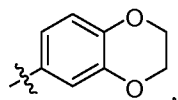
(c)



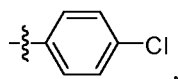
(d)



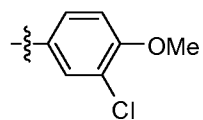
(e)



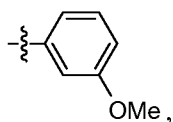
(f)



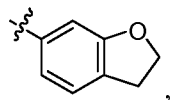
(g)



(h)

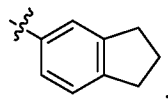


(i)



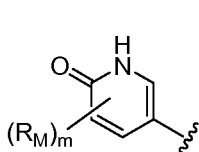
(j)

or

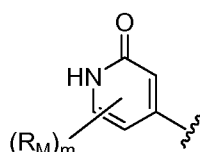


(k)

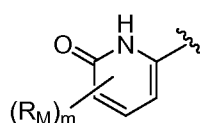
[00190] In one embodiment of formula IIA, R'_1 is selected from:



(i-a)

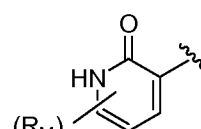


(i-b)



(i-c)

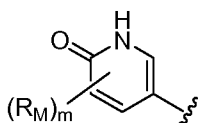
or



(i-d)

[00191]

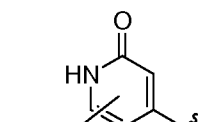
[00192] In one embodiment of formula IIA, R'_1 is:



[00193]

(i-a).

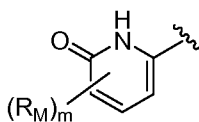
[00194] In another embodiment of formula IIA, R'_1 is:



[00195]

(i-b).

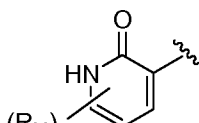
[00196] In another embodiment of formula IIA, R'_1 is:



[00197]

(i-c).

[00198] In another embodiment of formula IIA, R'_1 is:



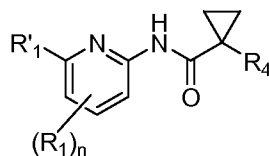
[00199]

(i-d).

[00200] In some embodiments, the present invention includes compounds of formula II

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and the attendant definitions, wherein the compounds have formula IIB:

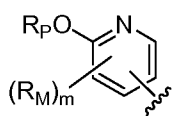


IIB

[00201] or a pharmaceutically acceptable salt thereof,

[00202] wherein:

[00203] R₁' is:



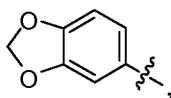
[00204] (ii);

[00205] m is 0-4;

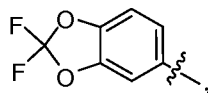
[00206] n is 0-2;

[00207] R₁ is C1-6 aliphatic, halo, or -CN; and

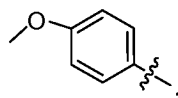
[00208] R₄ is selected from:



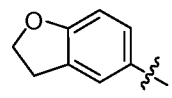
(a)



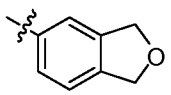
(b)



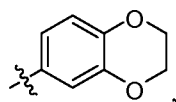
(c)



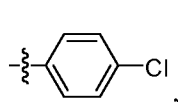
(d)



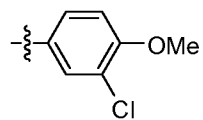
(e)



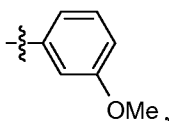
(f)



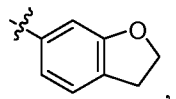
(g)



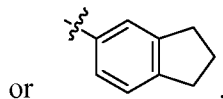
(h)



(i)

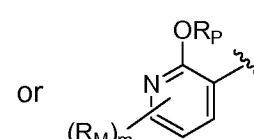
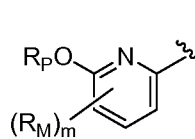
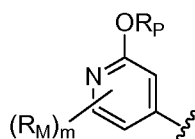
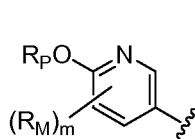


(j)



(k)

[00209] In another embodiment of formula IIB, R₁' is selected from:

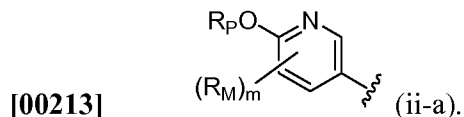


[00210]

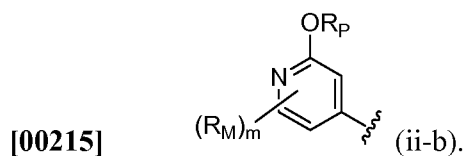
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[00211] (ii-a) (ii-b) (ii-c) (ii-d)

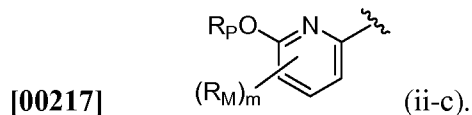
[00212] In one embodiment of formula IIB, R₁' is:



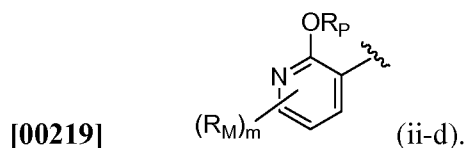
[00214] In another embodiment of formula IIB, R₁' is:



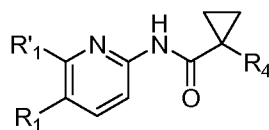
[00216] In another embodiment of formula IIB, R₁' is:



[00218] In another embodiment of formula IIB, R₁' is:



[00220] In some embodiments, the present invention includes compounds of formula I and the attendant definitions, wherein the compounds have formula III:

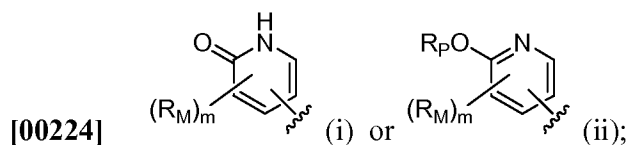


III

[00221] or a pharmaceutically acceptable salt thereof,

[00222] wherein:

[00223] R₁' is selected from:

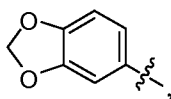


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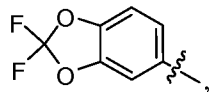
[00225] m is 0-4;

[00226] R₁ is C1-6 aliphatic, halo, or -CN; and

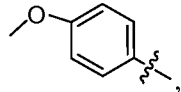
[00227] R₄ is selected from:



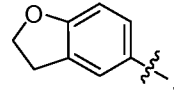
(a)



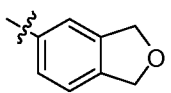
(b)



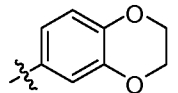
(c)



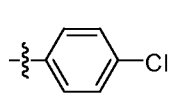
(d)



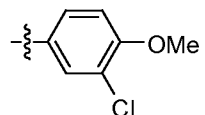
(e)



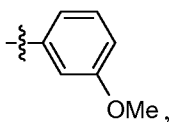
(f)



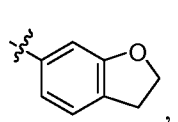
(g)



(h)

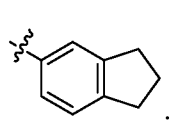


(i)



(j)

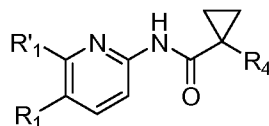
or



(k)

[00228] In one embodiment of compounds of formula III, R₁ is methyl. In one embodiment of compounds of formula III, R₁ is Cl. In one embodiment of compounds of formula III, R₁ is -CN.

[00229] In some embodiments, the present invention includes compounds of formula III and the attendant definitions, wherein the compounds have formula IIIA:

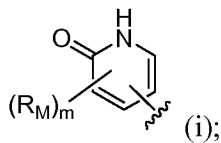


IIIA

[00230] or a pharmaceutically acceptable salt thereof,

[00231] wherein:

[00232] R'₁ is:



[00233]

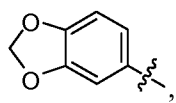
(R_M)_m (i);

[00234] m is 0-4;

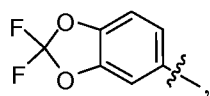
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[00235] R₁ is C1-6 aliphatic, halo, or -CN; and

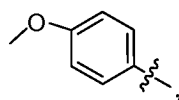
[00236] R₄ is selected from:



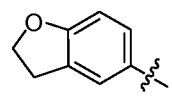
(a)



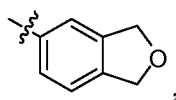
(b)



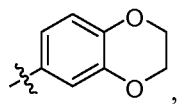
(c)



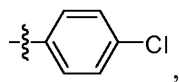
(d)



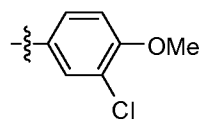
(e)



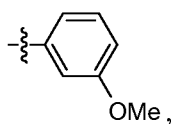
(f)



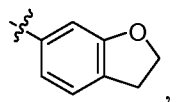
(g)



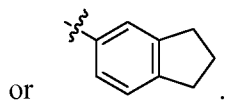
(h)



(i)



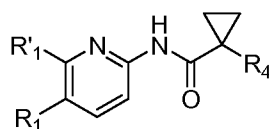
(j)



(k)

[00237] In one embodiment of compounds of formula IIIA, R₁ is methyl. In one embodiment of compounds of formula IIIA, R₁ is Cl. In one embodiment of compounds of formula IIIA, R₁ is -CN.

[00238] In some embodiments, the present invention includes compounds of formula III and the attendant definitions, wherein the compounds have formula IIIB:

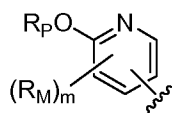


IIIB

[00239] or a pharmaceutically acceptable salt thereof,

[00240] wherein:

[00241] R'₁ is:



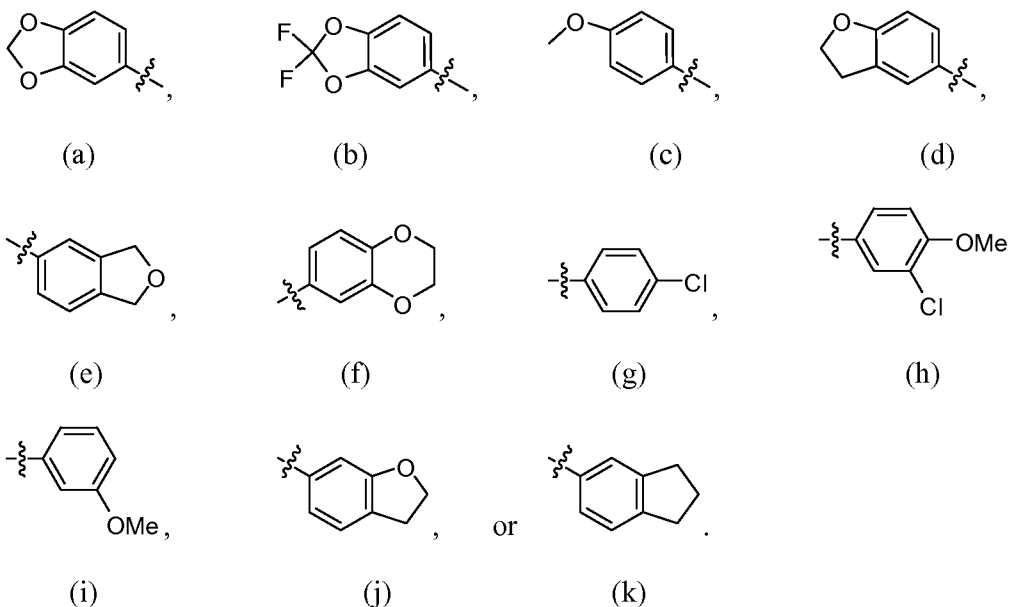
[00242] (R_M)_m (ii);

[00243] m is 0-4;

[00244] R₁ is C1-6 aliphatic, halo, or -CN; and

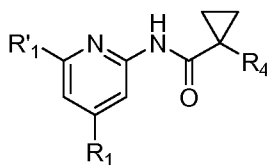
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[00245] R₄ is selected from:



[00246] In one embodiment of compounds of formula IIIB, R₁ is methyl. In one embodiment of compounds of formula IIIB, R₁ is Cl. In one embodiment of compounds of formula IIIB, R₁ is -CN.

[00247] In some embodiments, the present invention includes compounds of formula I and the attendant definitions, wherein the compounds have formula IV:

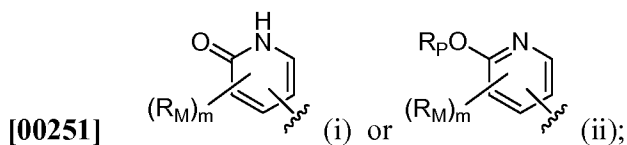


IV

[00248] or a pharmaceutically acceptable salt thereof,

[00249] wherein:

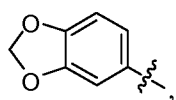
[00250] R'₁ is selected from:



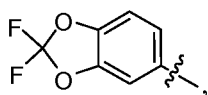
[00252] m is 0-4;

[00253] R₁ is C1-6 aliphatic, halo, or -CN; and

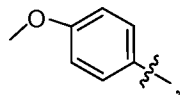
[00254] R₄ is selected from:



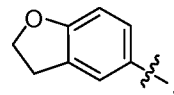
(a)



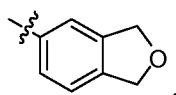
(b)



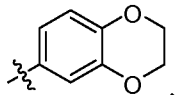
(c)



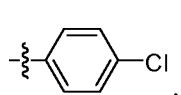
(d)



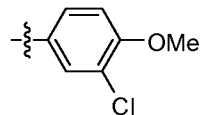
(e)



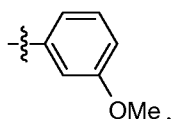
(f)



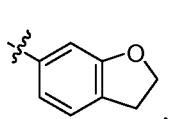
(g)



(h)

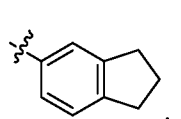


(i)



(j)

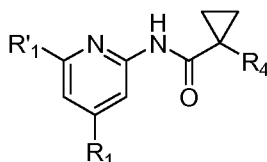
or



(k)

[00255] In one embodiment of compounds of formula IV, R_1 is methyl. In one embodiment of compounds of formula IV, R_1 is Cl. In one embodiment of compounds of formula IV, R_1 is -CN.

[00256] In some embodiments, the present invention includes compounds of formula IV and the attendant definitions, wherein the compounds have formula IVA:

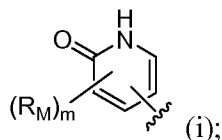


IVA

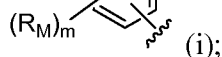
[00257] or a pharmaceutically acceptable salt thereof,

[00258] wherein:

[00259] R_1 is:



[00260]

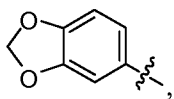


[00261] m is 0-4;

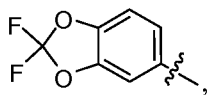
[00262] R_1 is C1-6 aliphatic, halo, or -CN; and

[00263] R_4 is selected from:

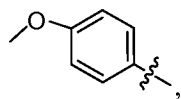
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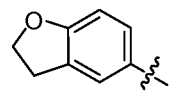
(a)



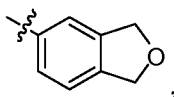
(b)



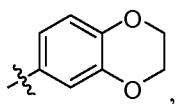
(c)



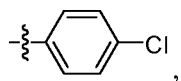
(d)



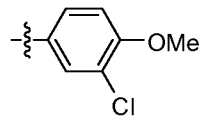
(e)



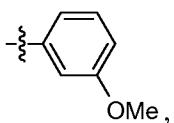
(f)



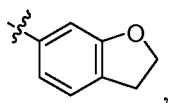
(g)



(h)

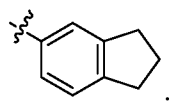


(i)



(j)

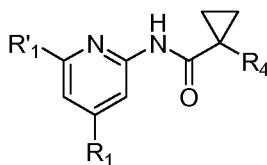
or



(k)

[00264] In one embodiment of compounds of formula IVA, R₁ is methyl. In one embodiment of compounds of formula IVA, R₁ is Cl. In one embodiment of compounds of formula IVA, R₁ is -CN.

[00265] In some embodiments, the present invention includes compounds of formula IV and the attendant definitions, wherein the compounds have formula IVB:

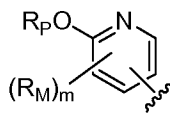


IVB

[00266] or a pharmaceutically acceptable salt thereof,

[00267] wherein:

[00268] R₁' is:



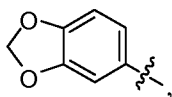
[00269] (ii);

[00270] m is 0-4;

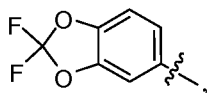
[00271] R₁ is C1-6 aliphatic, halo, or -CN; and

[00272] R₄ is selected from:

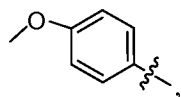
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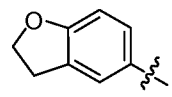
(a)



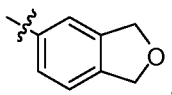
(b)



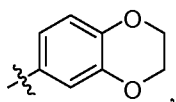
(c)



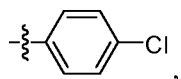
(d)



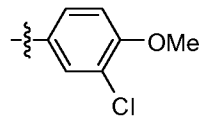
(e)



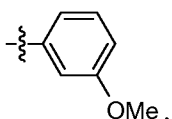
(f)



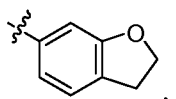
(g)



(h)

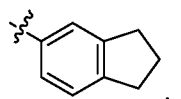


(i)



(j)

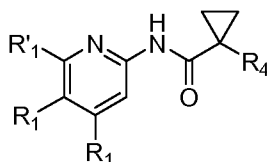
or



(k)

[00273] In one embodiment of compounds of formula IVB, R₁ is methyl. In one embodiment of compounds of formula IVB, R₁ is Cl. In one embodiment of compounds of formula IVB, R₁ is -CN.

[00274] In some embodiments, the present invention includes compounds of formula I and the attendant definitions, wherein the compounds have formula V:

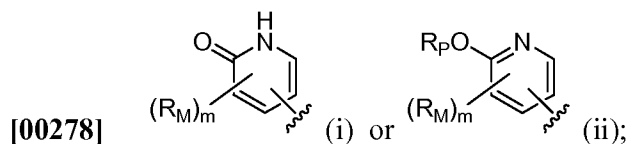


V

[00275] or a pharmaceutically acceptable salt thereof,

[00276] wherein:

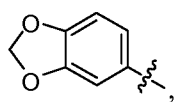
[00277] R₁ is selected from:



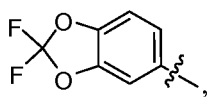
[00279] m is 0-4;

[00280] R₁ is C1-6 aliphatic, halo, or -CN; and

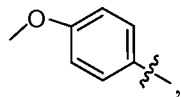
[00281] R₄ is selected from:



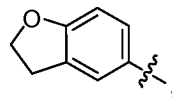
(a)



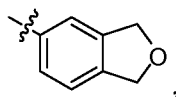
(b)



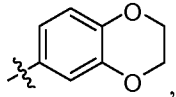
(c)



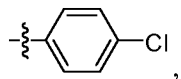
(d)



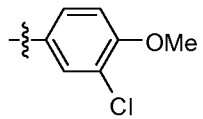
(e)



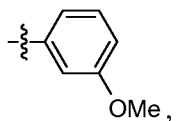
(f)



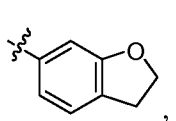
(g)



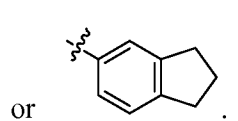
(h)



(i)



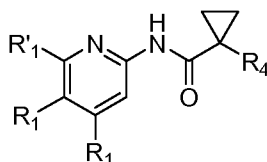
(j)



(k)

[00282] In one embodiment of compounds of formula V, R_1 is methyl. In one embodiment of compounds of formula V, R_1 is Cl. In one embodiment of compounds of formula V, R_1 is -CN.

[00283] In some embodiments, the present invention includes compounds of formula V and the attendant definitions, wherein the compounds have formula VA:

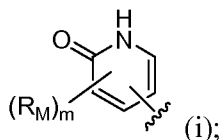


VA

[00284] or a pharmaceutically acceptable salt thereof,

[00285] wherein:

[00286] R'_1 is:



[00287]

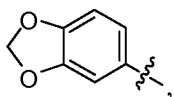
$(R_M)_m$ (i);

[00288] m is 0-4;

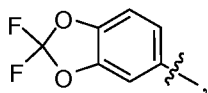
[00289] R_1 is C1-6 aliphatic, halo, or -CN; and

[00290] R_4 is selected from:

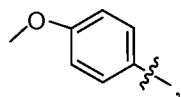
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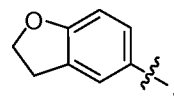
(a)



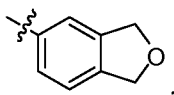
(b)



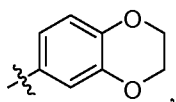
(c)



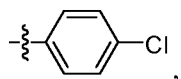
(d)



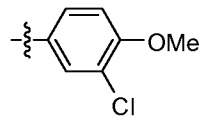
(e)



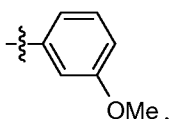
(f)



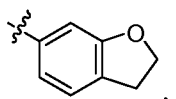
(g)



(h)

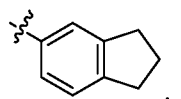


(i)



(j)

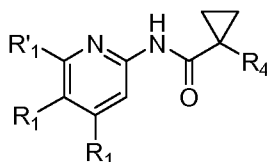
or



(k)

[00291] In one embodiment of compounds of formula VA, R₁ is methyl. In one embodiment of compounds of formula VA, R₁ is Cl. In one embodiment of compounds of formula VA, R₁ is -CN.

[00292] In some embodiments, the present invention includes compounds of formula V and the attendant definitions, wherein the compounds have formula VB:

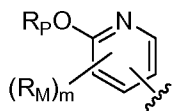


VB

[00293] or a pharmaceutically acceptable salt thereof,

[00294] wherein:

[00295] R'₁ is:

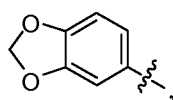


[00296] (ii);

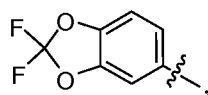
[00297] m is 0-4;

[00298] R₁ is C1-6 aliphatic, halo, or -CN; and

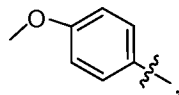
[00299] R₄ is selected from:



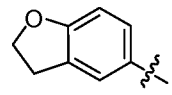
(a)



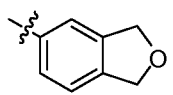
(b)



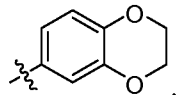
(c)



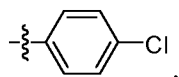
(d)



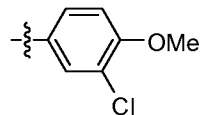
(e)



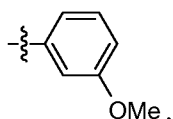
(f)



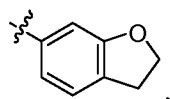
(g)



(h)

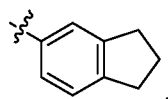


(i)



(j)

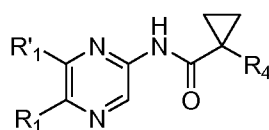
or



(k)

[00300] In one embodiment of compounds of formula VB, R_1 is methyl. In one embodiment of compounds of formula VB, R_1 is Cl. In one embodiment of compounds of formula VB, R_1 is -CN.

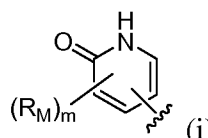
[00301] In another aspect, the present invention includes compounds of formula VI:



VI

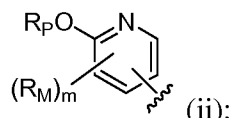
[00302] or a pharmaceutically acceptable salt thereof, wherein:

[00303] R'_1 is:



(i)

or



(ii);

[00304]

[00305] m is 0-4;

[00306] R_P is optionally substituted C1-C6 aliphatic, wherein up to two carbon units therein are optionally and independently replaced by -CO-, -CONR^N-, -CO₂-, -OCO-, -NR^NCO₂-, -O-, -OCONR^N-, -NR^NCO-, -S-, -SO-, -SO₂-, -NR^N-;

[00307] R_M is independently -Z^MR₁₁, wherein each Z^M is independently a bond or an optionally substituted branched or straight C₁₋₆ aliphatic chain wherein up to two carbon units of

Z^M are optionally and independently replaced by $-\text{CO}-$, $-\text{CONR}^N-$, $-\text{CO}_2-$, $-\text{OCO}-$, $-\text{CHR}^N-$, $-\text{NR}^N\text{CO}_2-$, $-\text{O}-$, $-\text{OCONR}^N-$, $-\text{NR}^N\text{CO}-$, $-\text{S}-$, $-\text{SO}-$, $-\text{SO}_2-$, $-\text{NR}^N-$;

[00308] R_{11} is independently R^N , halo, $-\text{OH}$, $-\text{NH}_2$, $-\text{CN}$, $-\text{CF}_3$, or $-\text{OCF}_3$;

[00309] R^N is independently hydrogen, an optionally substituted C_{1-8} aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl;

[00310] R_1 is an optionally substituted C_{1-6} aliphatic, an optionally substituted C_{1-6} alkoxy, an optionally substituted C_{3-10} cycloaliphatic, $-\text{CN}$, halo, or hydroxy;

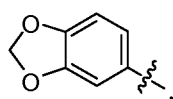
[00311] R_2 is hydrogen or an optionally substituted C_{1-6} aliphatic;

[00312] R_3 and R'_3 together with the carbon atom to which they are attached form an optionally substituted C_{3-7} cycloaliphatic or an optionally substituted heterocycloaliphatic;

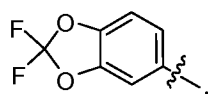
[00313] R_4 is an optionally substituted aryl; and

[00314] n is 0-3.

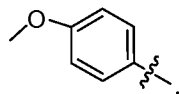
[00315] In one embodiment of compounds of formula VI, R_4 is selected from:



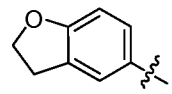
(a)



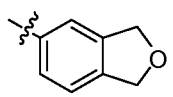
(b)



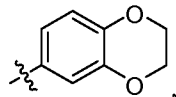
(c)



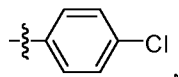
(d)



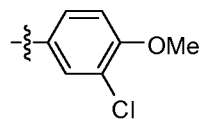
(e)



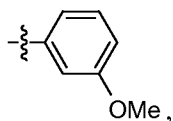
(f)



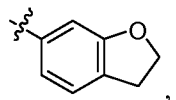
(g)



(h)

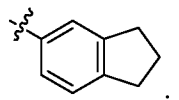


(i)



(j)

or



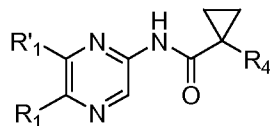
(k)

[00316] In one embodiment of compounds of formula VI, R_4 is (b).

[00317] In one embodiment of compounds of formula VI, R_1 is methyl.

[00318] In some embodiments, the present invention includes compounds of formula VI and the attendant definitions, wherein the compounds have formula VIA:

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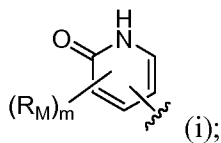


VIA

[00319] or a pharmaceutically acceptable salt thereof,

[00320] wherein:

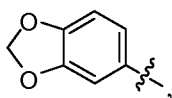
[00321] R₁ is selected from:



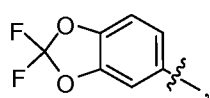
[00323] m is 0-4;

[00324] R₁ is C1-6 aliphatic, halo, or -CN; and

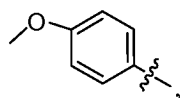
[00325] R₄ is selected from:



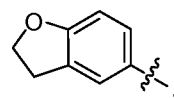
(a)



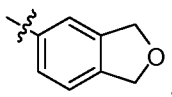
(b)



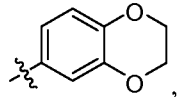
(c)



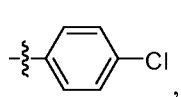
(d)



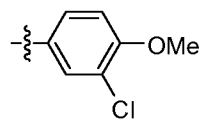
(e)



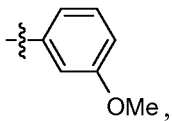
(f)



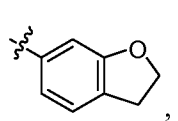
(g)



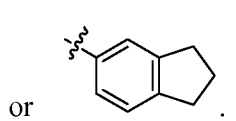
(h)



(i)



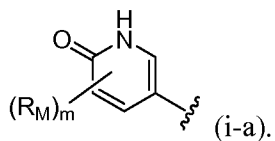
(j)



(k)

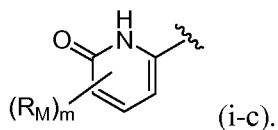
[00326] In one embodiment of compounds of formula VIA, R₁ is methyl.

[00327] In one embodiment of compounds of formula VIA, R₁ is:



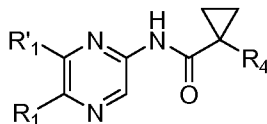
[00328]

[00329] In one embodiment of compounds of formula VIA, R₁ is:



[00330]

[00331] In some embodiments, the present invention includes compounds of formula VI and the attendant definitions, wherein the compounds have formula VIB:

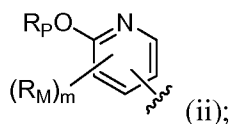


VIB

[00332] or a pharmaceutically acceptable salt thereof,

[00333] wherein:

[00334] R₁ is selected from:

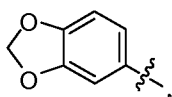


[00335]

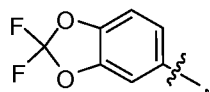
[00336] m is 0-4;

[00337] R₁ is C1-6 aliphatic, halo, or -CN; and

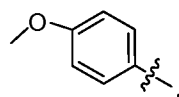
[00338] R₄ is selected from:



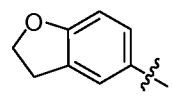
(a)



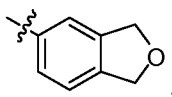
(b)



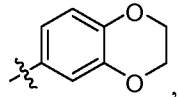
(c)



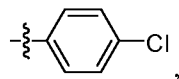
(d)



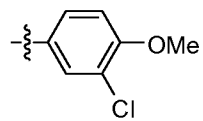
(e)



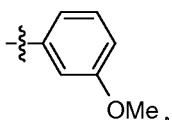
(f)



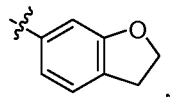
(g)



(h)

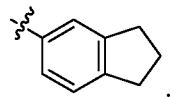


(i)



(j)

or



(k)

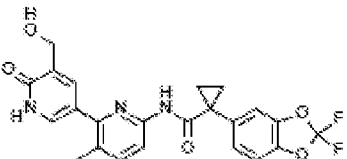
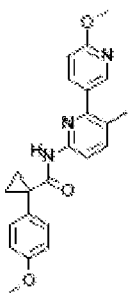
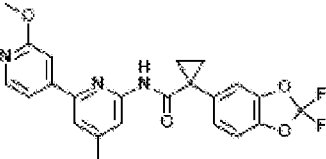
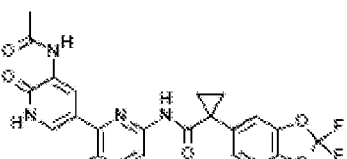
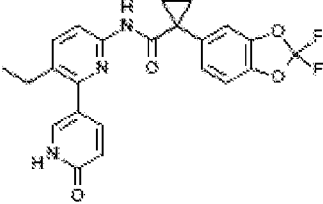
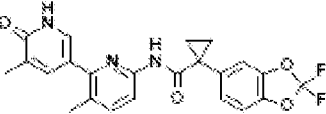
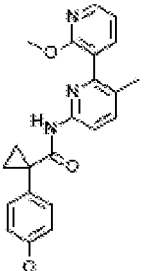
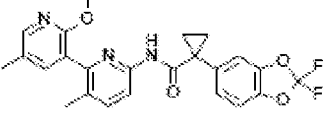
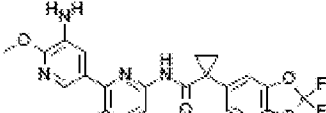
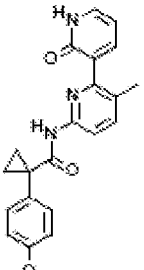
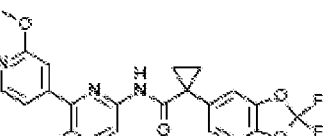
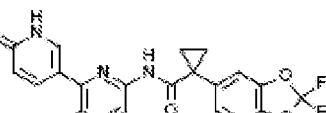
[00339] In one embodiment of compounds of formula VIB, R₁ is methyl.

[00340] Exemplary compounds of the present invention include, but are not limited to,

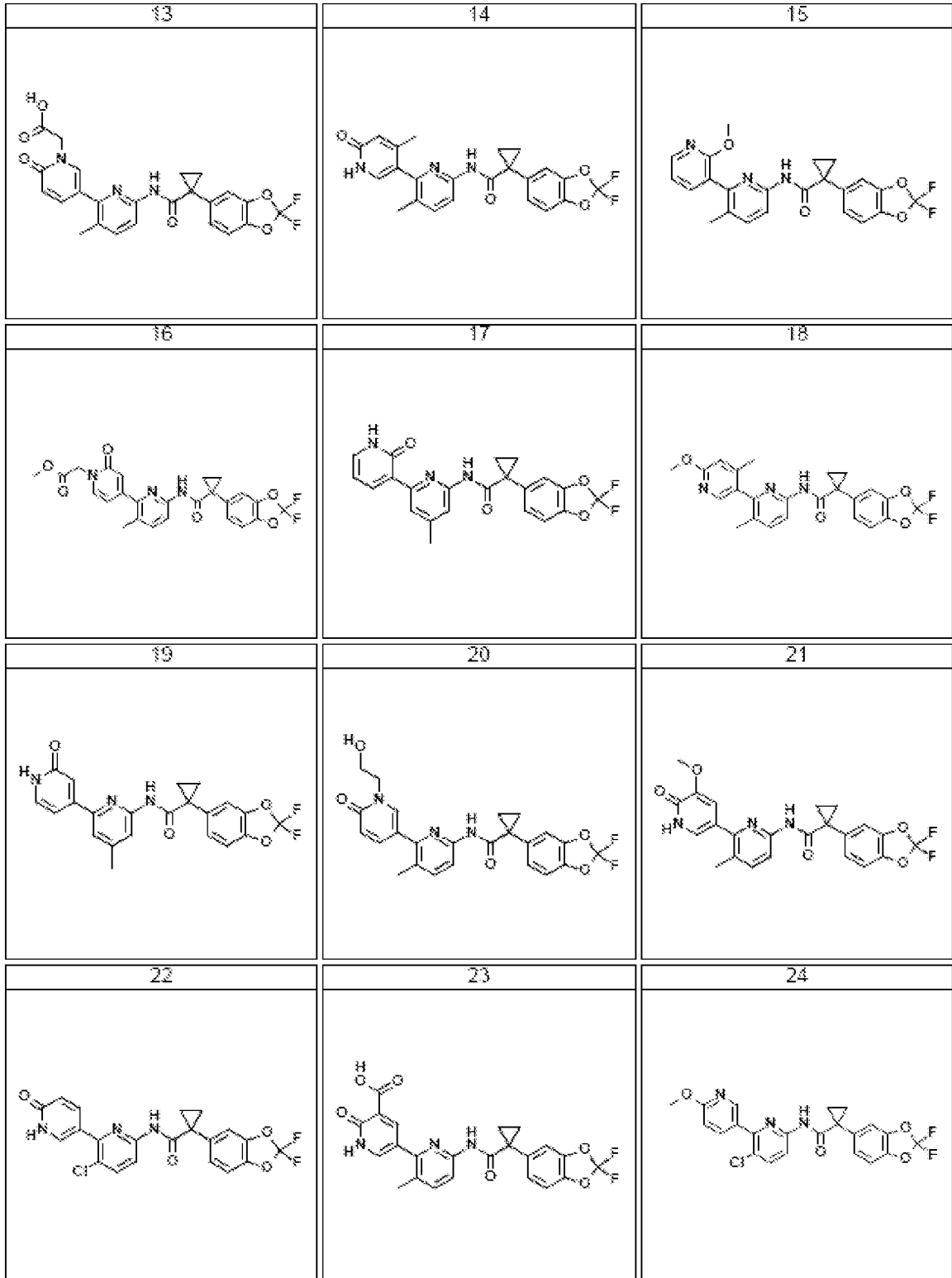
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those illustrated in Table 1 below.

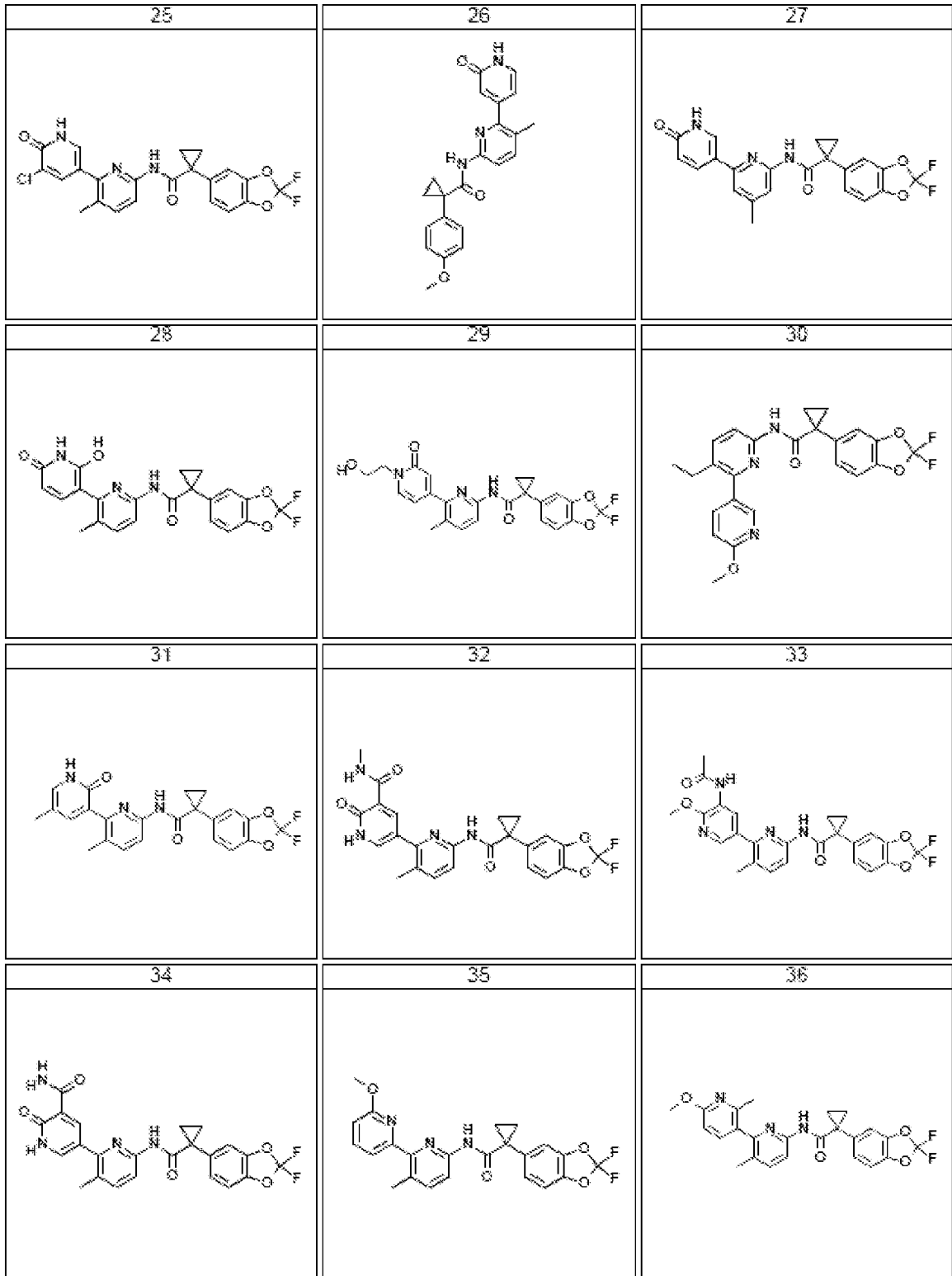
Table 1.

<p>1</p> 	<p>2</p> 	<p>3</p> 
<p>4</p> 	<p>5</p> 	<p>6</p> 
<p>7</p> 	<p>8</p> 	<p>9</p> 
<p>10</p> 	<p>11</p> 	<p>12</p> 

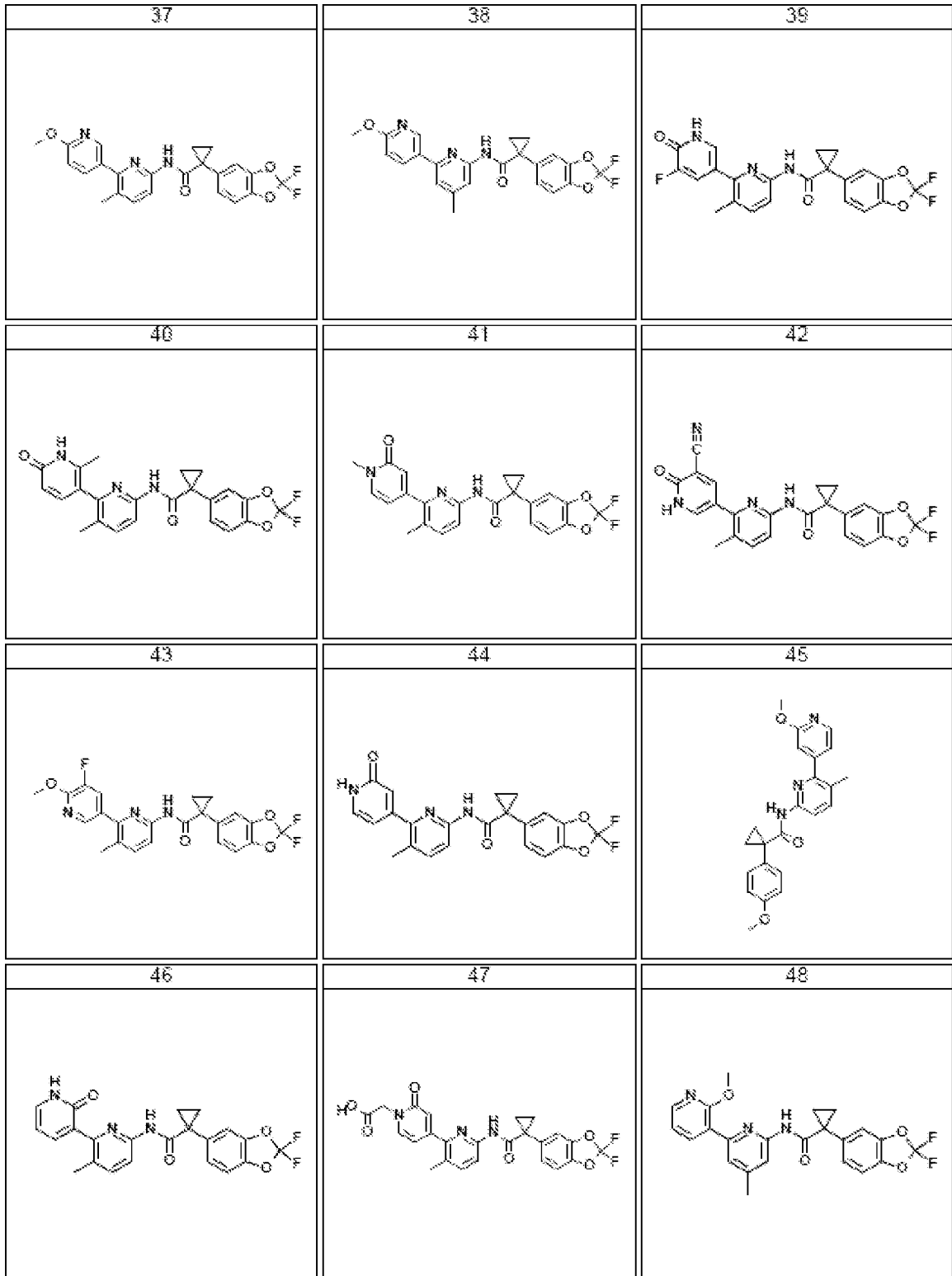
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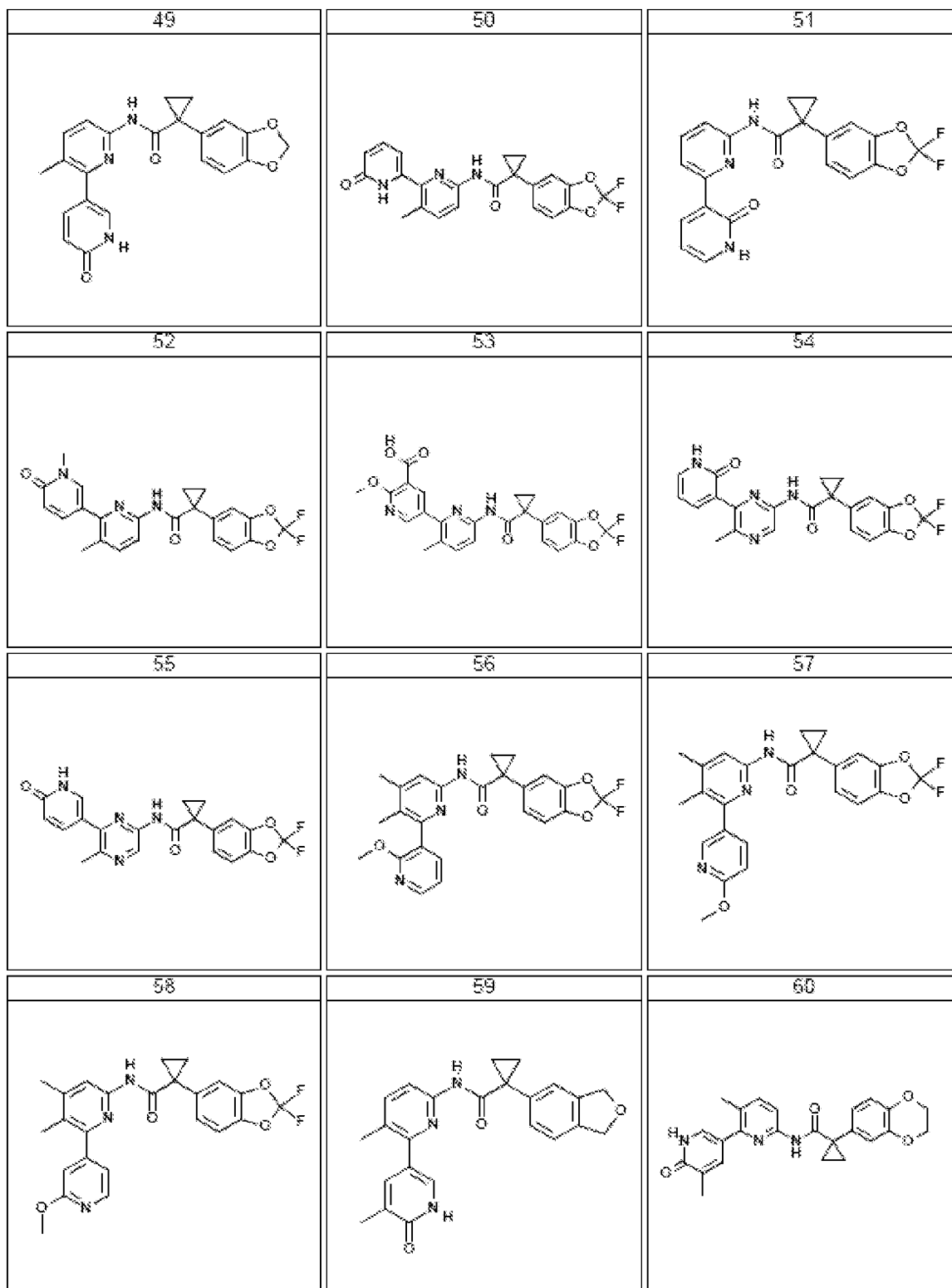
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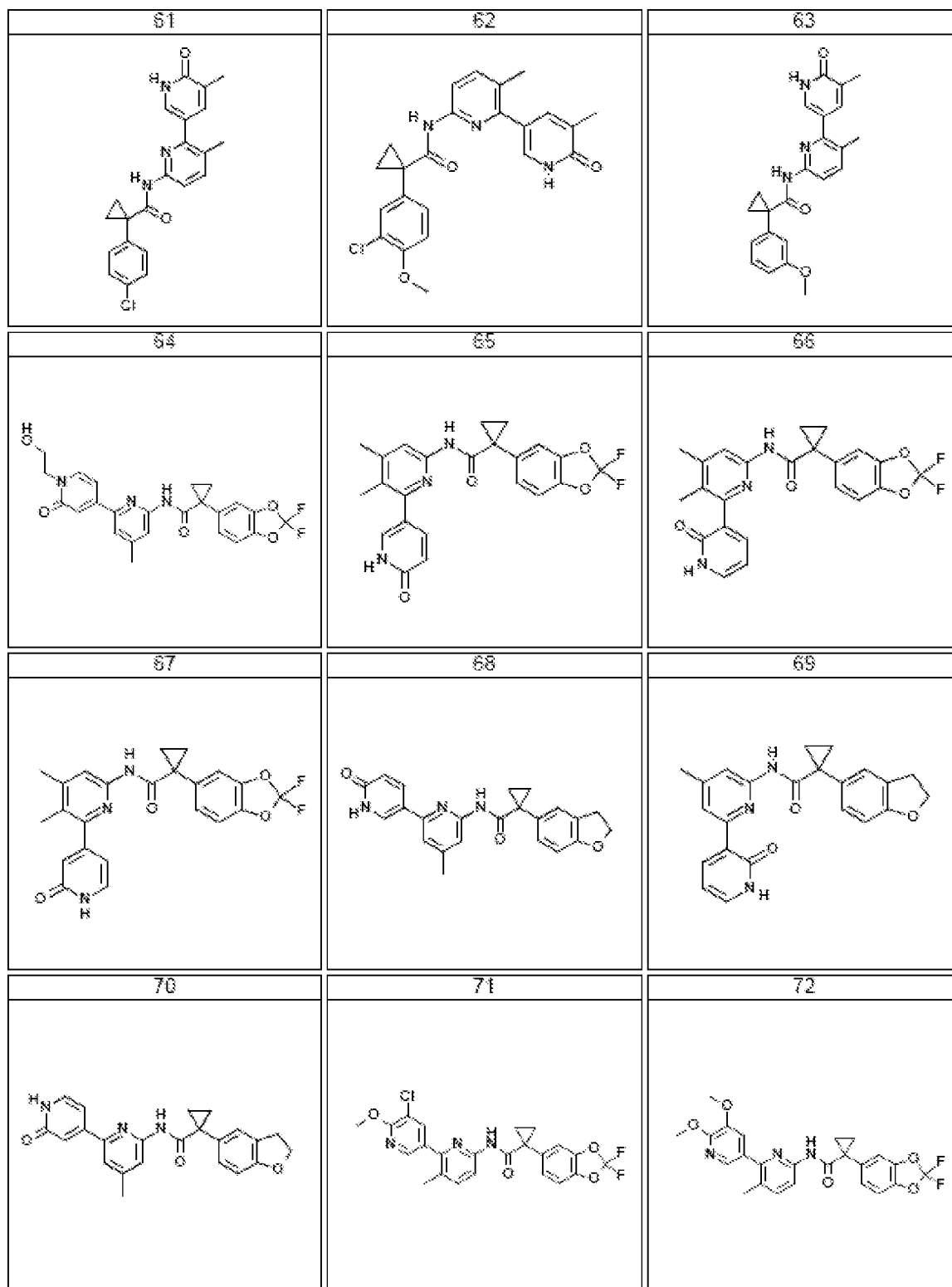


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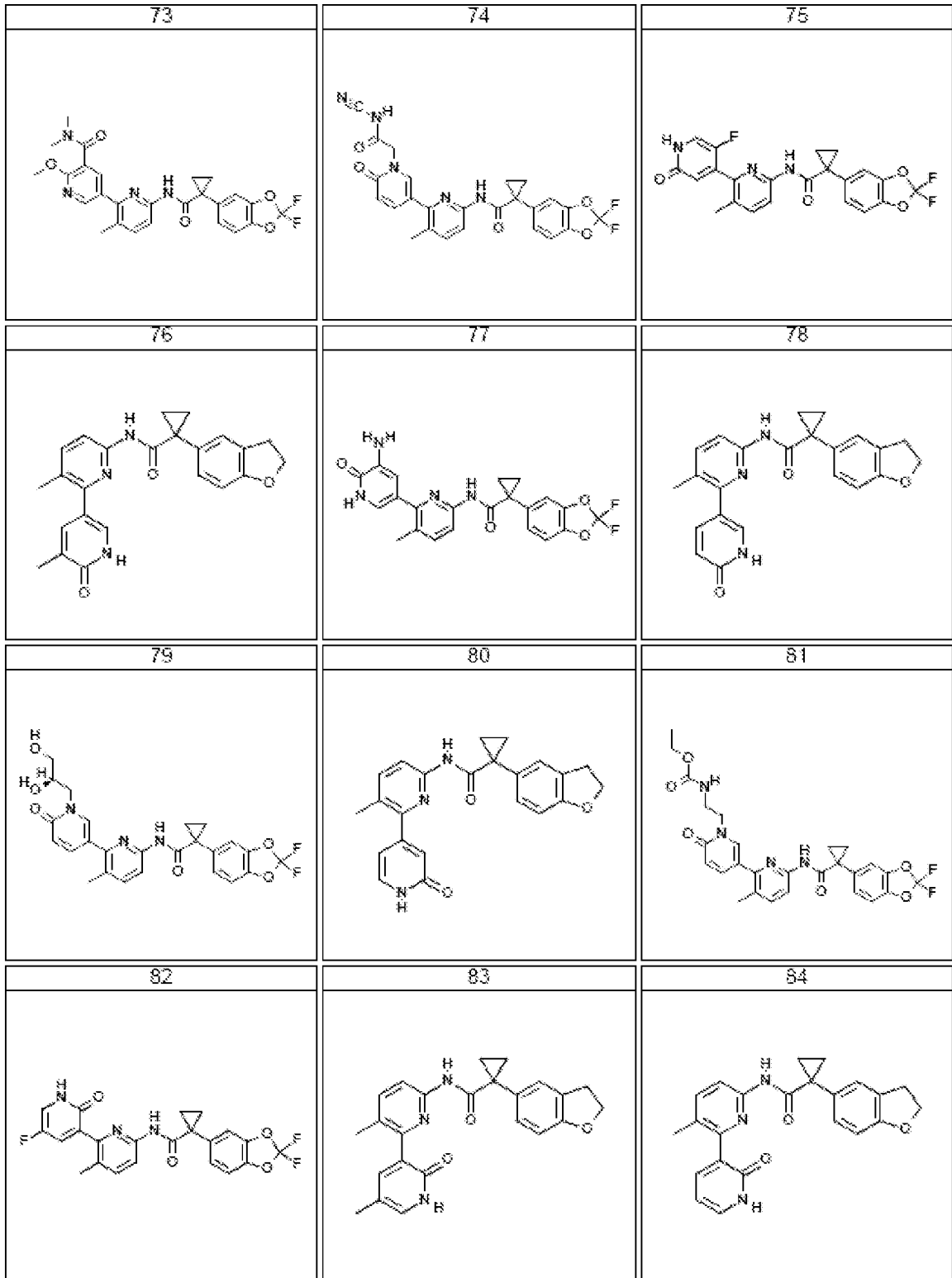


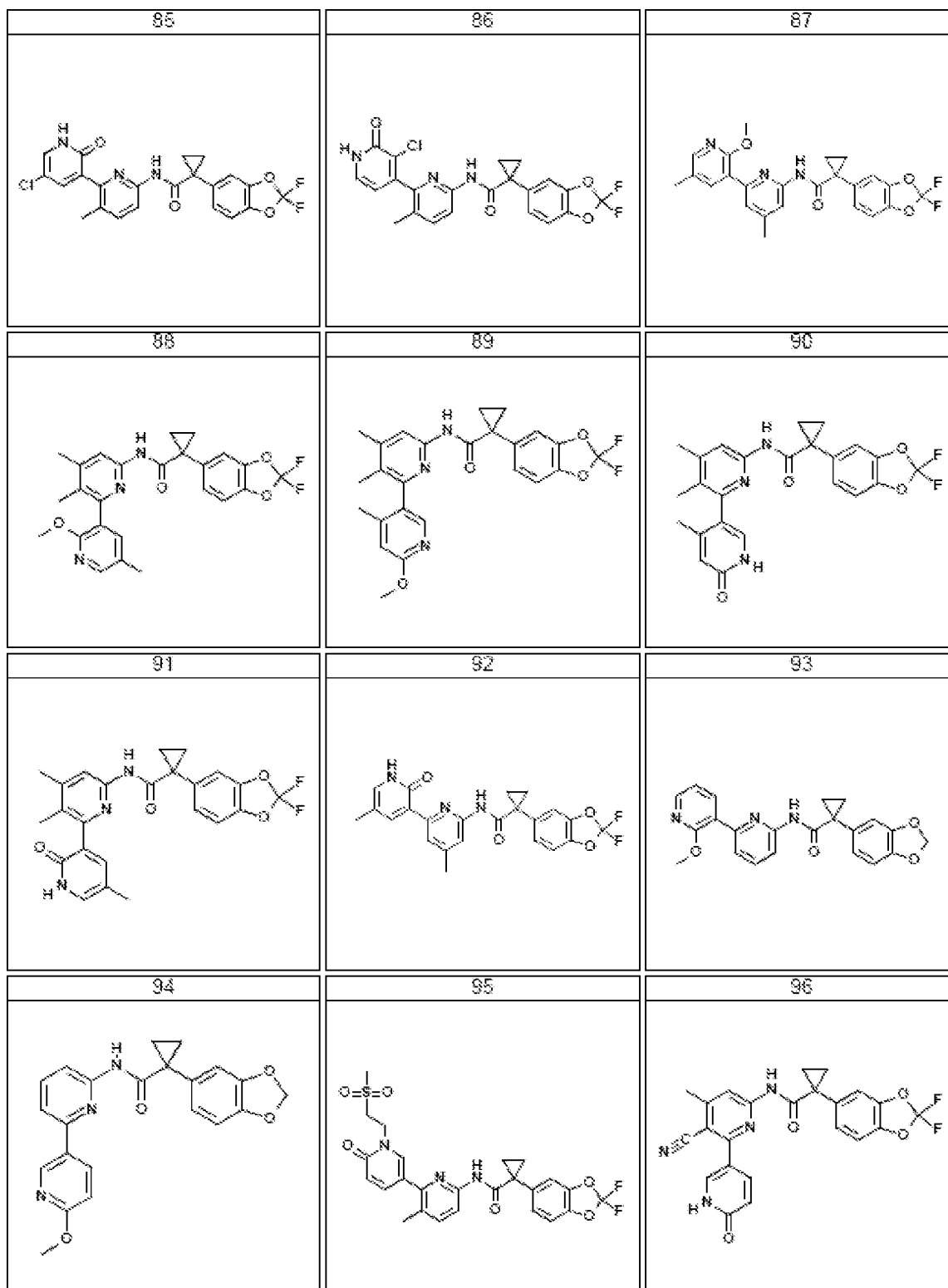
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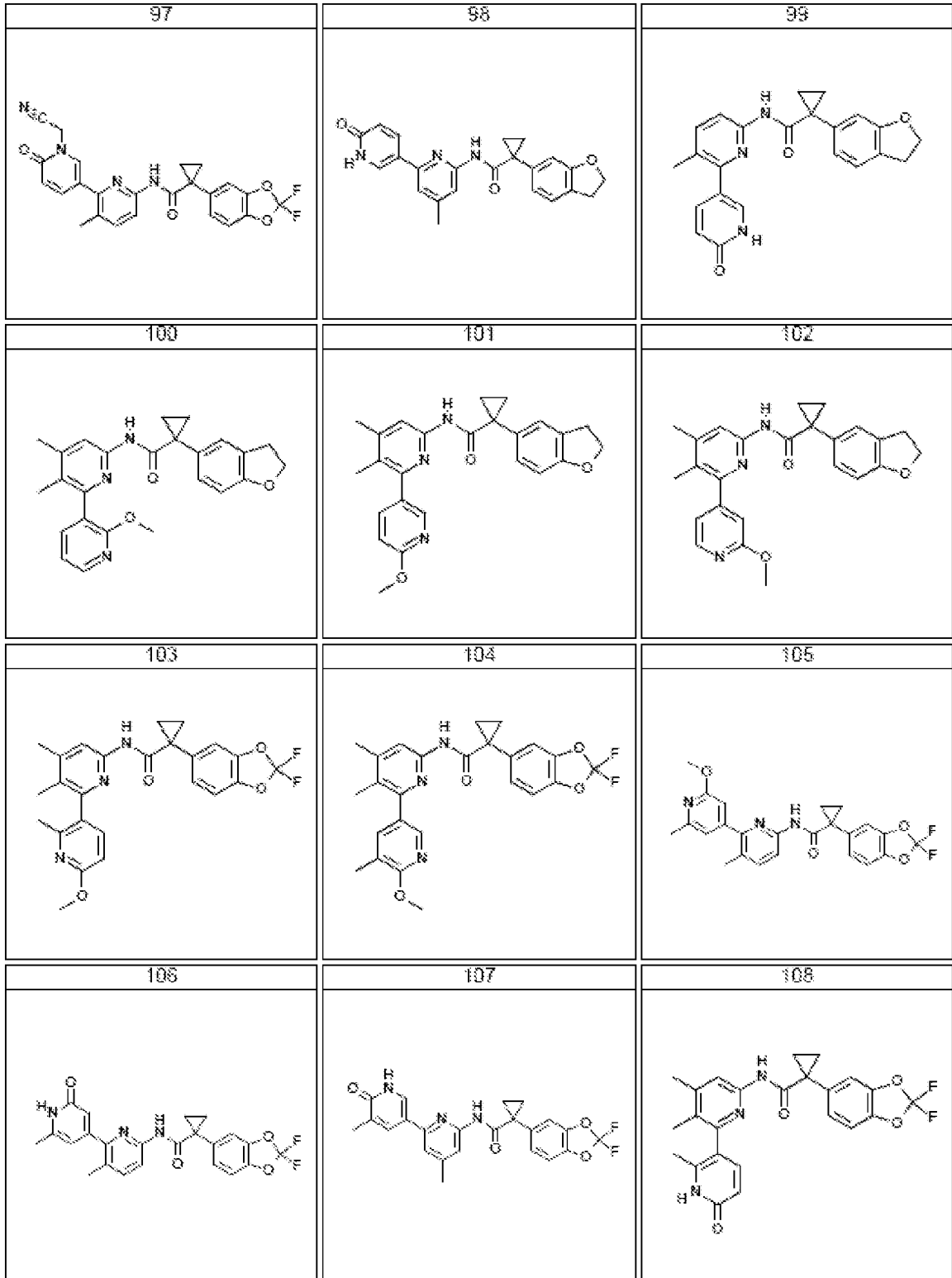


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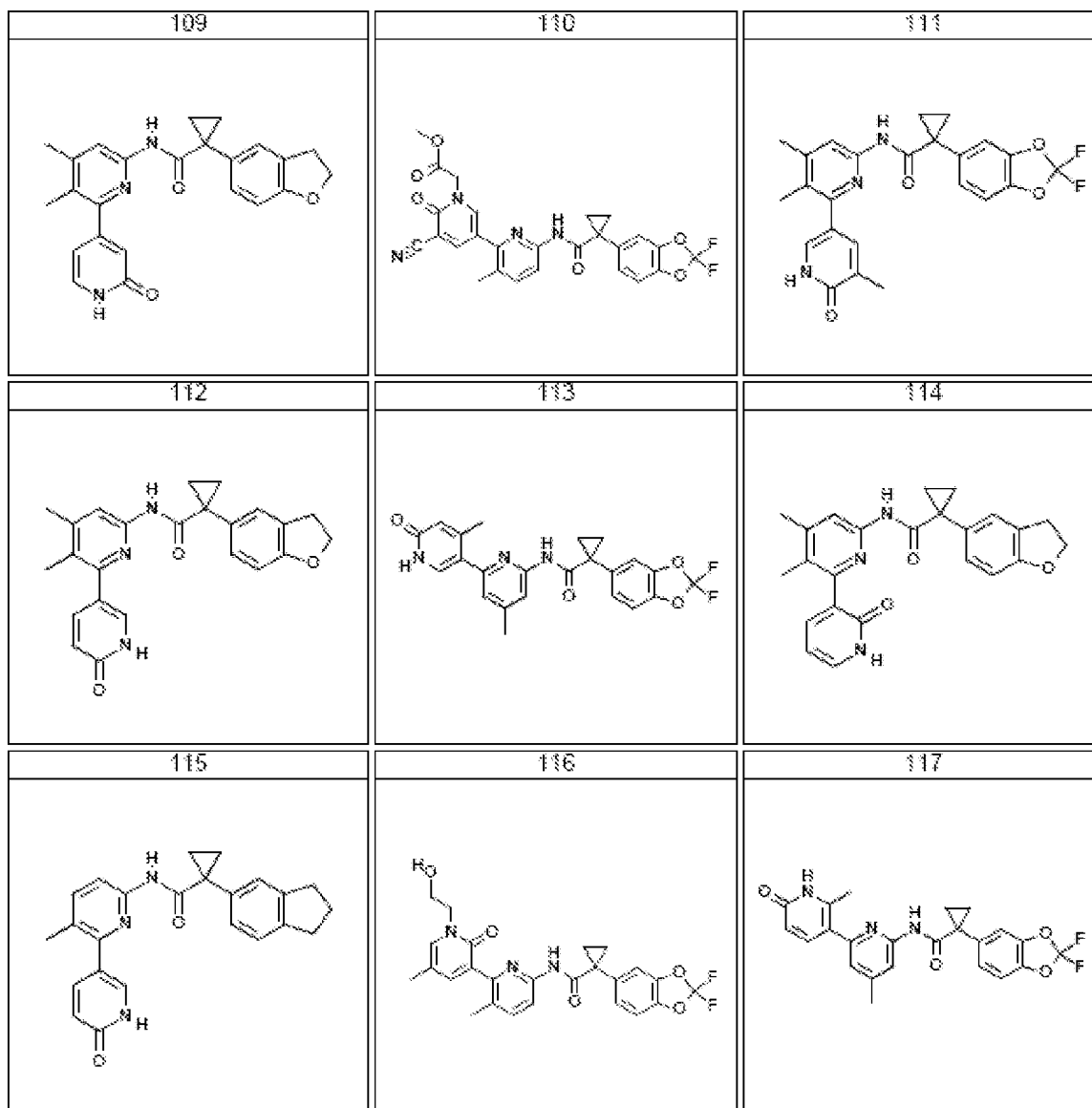




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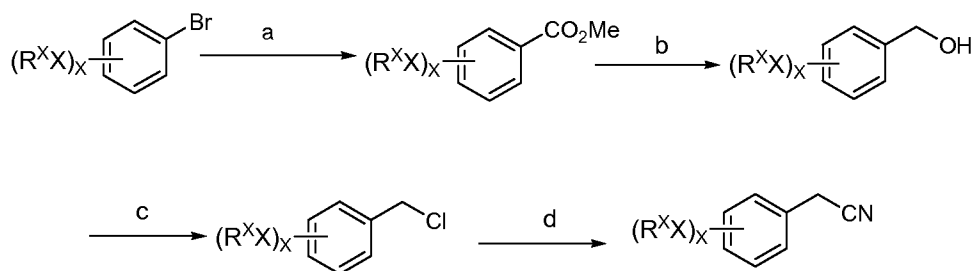
SYNTHETIC SCHEMES

[00341] Compounds of the invention may be prepared by known methods or as illustrated in the schemes below.

[00342] Scheme 1

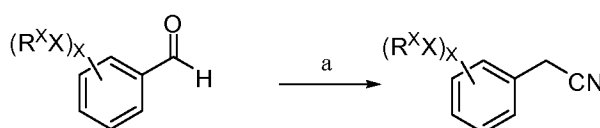
[00343] **Preparation of phenylacetonitriles**

[00344] **Method 1:**



a) Pd(PPh₃)₄, CO, MeOH; b) LiAlH₄, THF; c) SOCl₂; d) NaCN.

[00345] Method 2:

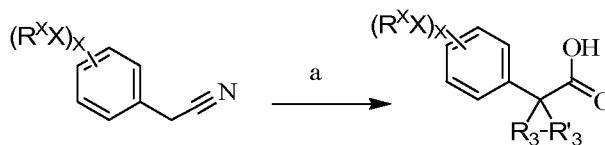


a) p-CH₃PhSO₂CH₂CN, tBuOK.

[00346] Scheme 2

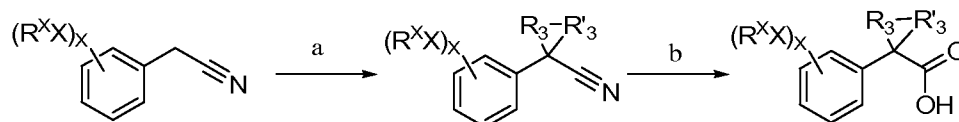
[00347] Preparation of cycloaliphatic carboxylic acids, e.g., cyclopropyl carboxylic acids.

[00348] Method 1:



a) Y-R₃-R'₃-Z; (Y, Z = Cl or Br), NaOH, BTEAC; NaOH, Δ.

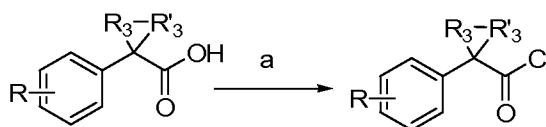
[00349] Method 2:



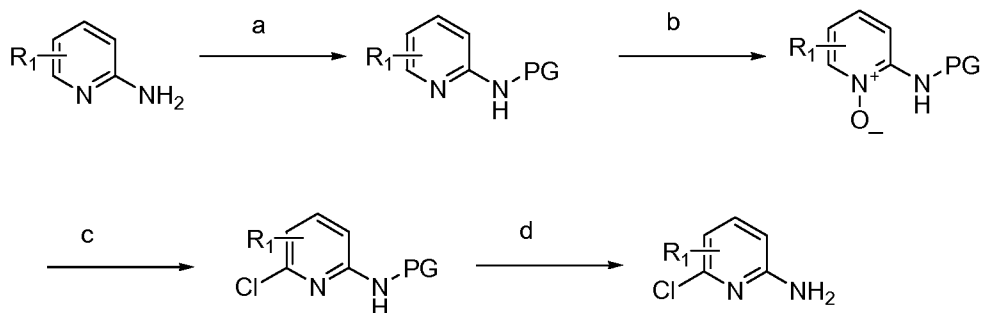
a) Y-R₃-R'₃-Z; (Y, Z = Cl or Br), NaOH, BTEAC; b) NaOH, Δ.

[00350] Scheme 3

[00351] Preparation of acid chlorides

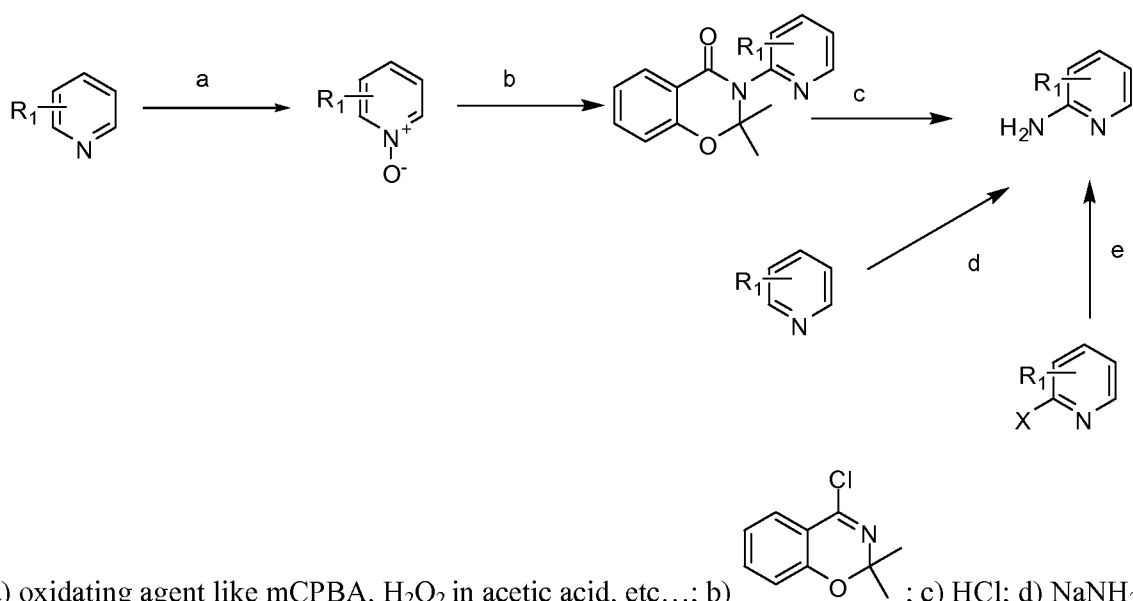


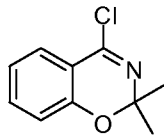
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a) SOCl₂, DMF.[00352] Scheme 4[00353] **Preparation of 2-amino-6-chloropyridines**

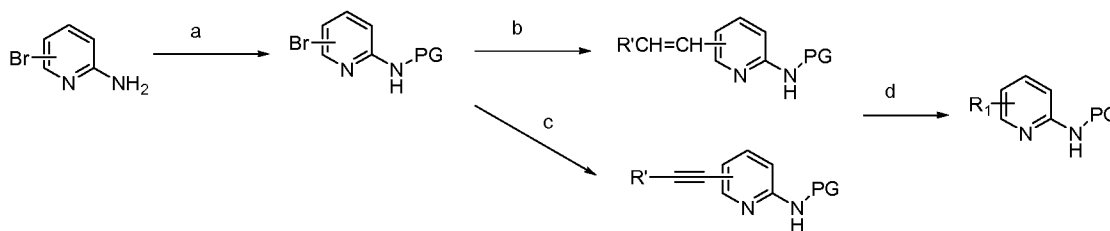
PG= protecting group

a) PG= COR; RCOCl, Et₃N; b) H₂O₂ / AcOH, CH₃ReO₃ / H₂O₂, or *m*CPBA; d) POCl₃, Et₃N; e) acid or basic de-protection conditions such as 6N HCl or 1N NaOH.

[00354] **Preparation of 2-aminopyridines**

a) oxidating agent like *m*CPBA, H₂O₂ in acetic acid, etc...; b) ; c) HCl; d) NaNH₂; e) NH₃, NH₄Cl or other amination reagents.

[00355] Scheme 5[00356] **Preparation of 2-amino alkyipyridines**

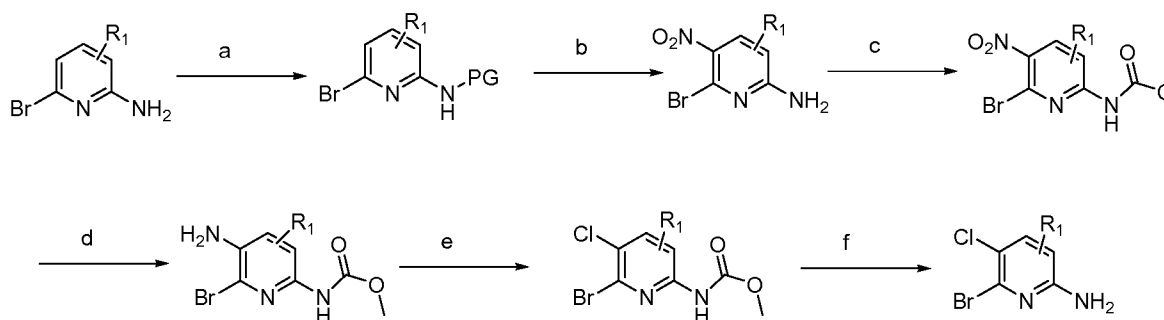


PG= protecting group; R₁= alkyl

a) i.e. PG= COR; RCOCl, Et₃N; b) R'CH=CH-M (examples of M are: SnR₃, B(OR)₂, ZnCl), Pd catalyst, base; c) R'C≡C-M, Pd catalyst, base d) H₂, Pd/C.

[00357] Scheme 6

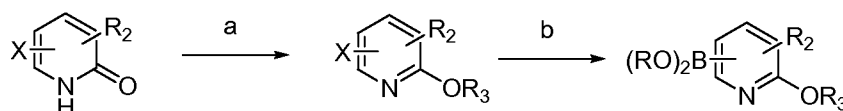
[00358] **Preparation of 2-amino-6-bromo-5-chloro pyridines**



PG= protecting group; a) if PG= COR, RCOCl, Et₃N; b) HNO₃, H₂SO₄; c) ClCO₂Me, Et₃N; d) NiCl₂, NaBH₄, MeOH; e) CuCl, NaNO₂, HCl; f) KOH, MeOH.

[00359] Scheme 7

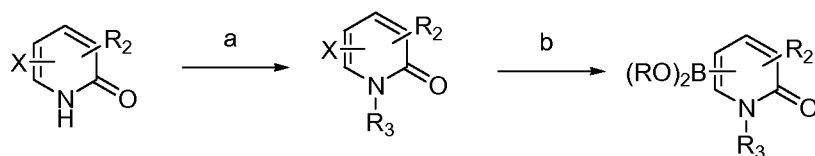
[00360] **Preparation of 2-alkoxypyridine derivatives from halopyridines**



X= Cl, Br, or I; a) R₃X, Ag₂CO₃, CHCl₃; b) (RO)₂B-B(OR)₂, Pd(dppf)Cl₂, KOAc, DMF or DMSO.

[00361] Scheme 8

[00362] **Preparation of 1-substituted pyridones derivatives from halopyridones**

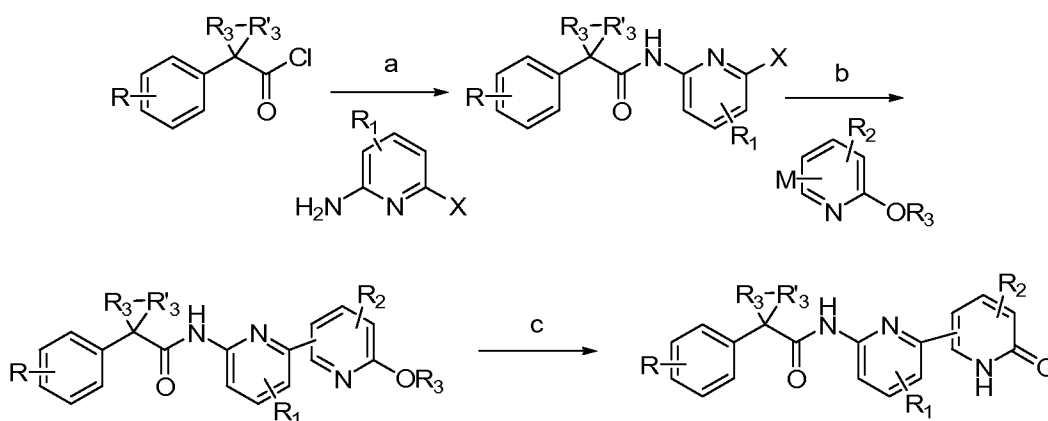


X= Cl, Br, or I; a) R_3X , K_2CO_3 , THF; b) $(RO)_2B-B(OR)_2$, $Pd(dppf)Cl_2$, KOAc, DMF or DMSO.

[00363] Scheme 9

[00364] **Preparation of final compounds**

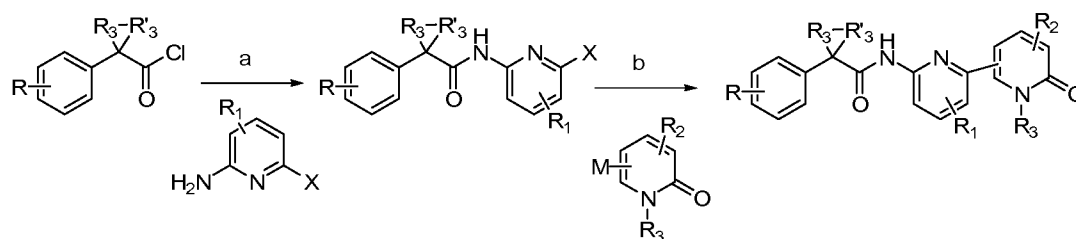
[00365] **Method 1:**



X= Cl, Br, or I; Examples of M are SnR_3 , $B(OH)_2$, $B(OR)_2$, $ZnCl$, $MgCl$

a) Et_3N , CH_2Cl_2 ; b) Pd catalyst, base; c) dealkylation conditions such as HCl in dioxane, TMSI, or BBr_3 .

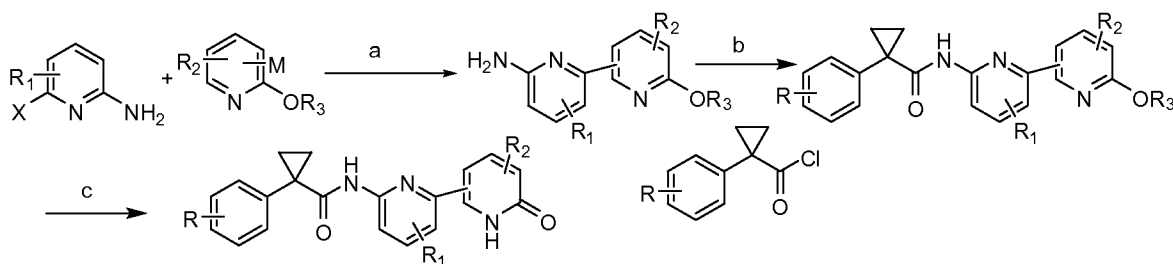
[00366] **Method 2:**



X= Cl, Br, or I; Examples of M are SnR_3 , $B(OH)_2$, $B(OR)_2$, $ZnCl$, $MgCl$

a) Et_3N , CH_2Cl_2 ; b) Pd catalyst, base.

[00367] **Method 3:**



X = Cl, Br, or I; Examples of M are -SnR₃, B(OH)₂, B(OR)₂, ZnCl₂, MgCl₂; a) Pd catalyst, base; b) Et₃N or other base; c) dealkylation conditions such as HCl in dioxane, TMSI, or BBr₃.

FORMULATIONS, ADMINISTRATION, AND USES

Pharmaceutically acceptable compositions

[00368] Accordingly, in another aspect of the present invention, pharmaceutically acceptable compositions are provided, wherein these compositions comprise any of the compounds as described herein, and optionally comprise a pharmaceutically acceptable carrier, adjuvant or vehicle. In certain embodiments, these compositions optionally further comprise one or more additional therapeutic agents.

[00369] It will also be appreciated that certain of the compounds of present invention can exist in free form for treatment, or where appropriate, as a pharmaceutically acceptable derivative or a prodrug thereof. According to the present invention, a pharmaceutically acceptable derivative or a prodrug includes, but is not limited to, pharmaceutically acceptable salts, esters, salts of such esters, or any other adduct or derivative which upon administration to a patient in need is capable of providing, directly or indirectly, a compound as otherwise described herein, or a metabolite or residue thereof.

[00370] As used herein, the term "pharmaceutically acceptable salt" refers to those salts which are, within the scope of sound medical judgment, suitable for use in contact with the tissues of humans and lower animals without undue toxicity, irritation, allergic response and the like, and are commensurate with a reasonable benefit/risk ratio. A "pharmaceutically acceptable salt" means any non-toxic salt or salt of an ester of a compound of this invention that, upon administration to a recipient, is capable of providing, either directly or indirectly, a compound of this invention or an inhibitorily active metabolite or residue thereof.

[00371] Pharmaceutically acceptable salts are well known in the art. For example, S. M. Berge, *et al.* describe pharmaceutically acceptable salts in detail in *J. Pharmaceutical Sciences*, 1977, 66, 1-19, incorporated herein by reference. Pharmaceutically acceptable salts of the compounds of this invention include those derived from suitable inorganic and organic acids and bases. Examples of pharmaceutically acceptable, nontoxic acid addition salts are salts of an

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amino group formed with inorganic acids such as hydrochloric acid, hydrobromic acid, phosphoric acid, sulfuric acid and perchloric acid or with organic acids such as acetic acid, oxalic acid, maleic acid, tartaric acid, citric acid, succinic acid or malonic acid or by using other methods used in the art such as ion exchange. Other pharmaceutically acceptable salts include adipate, alginate, ascorbate, aspartate, benzenesulfonate, benzoate, bisulfate, borate, butyrate, camphorate, camphorsulfonate, citrate, cyclopentanepropionate, digluconate, dodecylsulfate, ethanesulfonate, formate, fumarate, glucoheptonate, glycerophosphate, gluconate, hemisulfate, heptanoate, hexanoate, hydroiodide, 2-hydroxy-ethanesulfonate, lactobionate, lactate, laurate, lauryl sulfate, malate, maleate, malonate, methanesulfonate, 2-naphthalenesulfonate, nicotinate, nitrate, oleate, oxalate, palmitate, pamoate, pectinate, persulfate, 3-phenylpropionate, phosphate, picrate, pivalate, propionate, stearate, succinate, sulfate, tartrate, thiocyanate, p-toluenesulfonate, undecanoate, valerate salts, and the like. Salts derived from appropriate bases include alkali metal, alkaline earth metal, ammonium and $N^+(C_{1-4}alkyl)_4$ salts. This invention also envisions the quaternization of any basic nitrogen-containing groups of the compounds disclosed herein. Water or oil-soluble or dispersible products may be obtained by such quaternization. Representative alkali or alkaline earth metal salts include sodium, lithium, potassium, calcium, magnesium, and the like. Further pharmaceutically acceptable salts include, when appropriate, nontoxic ammonium, quaternary ammonium, and amine cations formed using counterions such as halide, hydroxide, carboxylate, sulfate, phosphate, nitrate, loweralkyl sulfonate and aryl sulfonate.

[00372] As described above, the pharmaceutically acceptable compositions of the present invention additionally comprise a pharmaceutically acceptable carrier, adjuvant, or vehicle, which, as used herein, includes any and all solvents, diluents, or other liquid vehicle, dispersion or suspension aids, surface active agents, isotonic agents, thickening or emulsifying agents, preservatives, solid binders, lubricants and the like, as suited to the particular dosage form desired. Remington: *The Science and Practice of Pharmacy*, 21st edition, 2005, ed. D.B. Troy, Lippincott Williams & Wilkins, Philadelphia, and *Encyclopedia of Pharmaceutical Technology*, eds. J. Swarbrick and J. C. Boylan, 1988-1999, Marcel Dekker, New York, the contents of each of which is incorporated by reference herein, disclose various carriers used in formulating pharmaceutically acceptable compositions and known techniques for the preparation thereof. Except insofar as any conventional carrier medium is incompatible with the compounds of the invention, such as by producing any undesirable biological effect or otherwise interacting in a deleterious manner with any other component(s) of the pharmaceutically acceptable composition, its use is contemplated to be within the scope of this invention. Some examples of

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materials which can serve as pharmaceutically acceptable carriers include, but are not limited to, ion exchangers, alumina, aluminum stearate, lecithin, serum proteins, such as human serum albumin, buffer substances such as phosphates, glycine, sorbic acid, or potassium sorbate, partial glyceride mixtures of saturated vegetable fatty acids, water, salts or electrolytes, such as protamine sulfate, disodium hydrogen phosphate, potassium hydrogen phosphate, sodium chloride, zinc salts, colloidal silica, magnesium trisilicate, polyvinyl pyrrolidone, polyacrylates, waxes, polyethylene-polyoxypropylene-block polymers, wool fat, sugars such as lactose, glucose and sucrose; starches such as corn starch and potato starch; cellulose and its derivatives such as sodium carboxymethyl cellulose, ethyl cellulose and cellulose acetate; powdered tragacanth; malt; gelatin; talc; excipients such as cocoa butter and suppository waxes; oils such as peanut oil, cottonseed oil; safflower oil; sesame oil; olive oil; corn oil and soybean oil; glycols; such a propylene glycol or polyethylene glycol; esters such as ethyl oleate and ethyl laurate; agar; buffering agents such as magnesium hydroxide and aluminum hydroxide; alginic acid; pyrogen-free water; isotonic saline; Ringer's solution; ethyl alcohol, and phosphate buffer solutions, as well as other non-toxic compatible lubricants such as sodium lauryl sulfate and magnesium stearate, as well as coloring agents, releasing agents, coating agents, sweetening, flavoring and perfuming agents, preservatives and antioxidants can also be present in the composition, according to the judgment of the formulator.

[00373] In another aspect, the present invention relates to a pharmaceutical composition comprising (i) a compound of the present invention; and (ii) a pharmaceutically acceptable carrier. In another embodiment, the composition further comprises an additional agent selected from a mucolytic agent, bronchodilator, an anti-biotic, an anti-infective agent, an anti-inflammatory agent, CFTR corrector, or a nutritional agent. In another embodiment, the composition further comprises an additional agent selected from compounds disclosed in U.S. Patent Application Serial No. 11/165,818, published as U.S. Published Patent Application No. 2006/0074075, filed June 24, 2005, and hereby incorporated by reference in its entirety. In another embodiment, the composition further comprises N-(5-hydroxy-2,4-ditert-butyl-phenyl)-4-oxo-1H-quinoline-3-carboxamide. These compositions are useful for treating the diseases described below including cystic fibrosis. These compositions are also useful in the kits described below.

[00374] **Uses of compounds and pharmaceutically acceptable compositions**

[00375] In yet another aspect, the present invention provides a method of treating a condition, disease, or disorder implicated by CFTR activity. In certain embodiments, the present invention provides a method of treating a condition, disease, or disorder implicated by a

deficiency of CFTR activity, the method comprising administering a composition comprising a compound of the present invention to a subject, preferably a mammal, in need thereof.

[00376] In certain preferred embodiments, the present invention provides a method of treating Cystic fibrosis, Hereditary emphysema, Hereditary hemochromatosis, Coagulation-Fibrinolysis deficiencies, such as Protein C deficiency, Type 1 hereditary angioedema, Lipid processing deficiencies, such as Familial hypercholesterolemia, Type 1 chylomicronemia, Abetalipoproteinemia, Lysosomal storage diseases, such as I-cell disease/Pseudo-Hurler, Mucopolysaccharidoses, Sandhof/Tay-Sachs, Crigler-Najjar type II, Polyendocrinopathy/Hyperinsulemia, Diabetes mellitus, Laron dwarfism, Myeloperoxidase deficiency, Primary hypoparathyroidism, Melanoma, Glycanosis CDG type 1, Hereditary emphysema, Congenital hyperthyroidism, Osteogenesis imperfecta, Hereditary hypofibrinogenemia, ACT deficiency, Diabetes insipidus (DI), Neurophyseal DI, Neprogenic DI, Charcot-Marie Tooth syndrome, Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer's disease, Parkinson's disease, Amyotrophic lateral sclerosis, Progressive supranuclear palsy, Pick's disease, several polyglutamine neurological disorders such as Huntington, Spinocerebellar ataxia type I, Spinal and bulbar muscular atrophy, Dentatorubal pallidolusian, and Myotonic dystrophy, as well as Spongiform encephalopathies, such as Hereditary Creutzfeldt-Jakob disease (due to Prion protein processing defect), Fabry disease, Strausler-Scheinker disease, secretory diarrhea, polycystic kidney disease, chronic obstructive pulmonary disease (COPD), dry eye disease, and Sjögren's Syndrome, comprising the step of administering to said mammal an effective amount of a composition comprising a compound of the present invention or a preferred embodiment thereof as set forth above.

[00377] According to an alternative preferred embodiment, the present invention provides a method of treating cystic fibrosis comprising the step of administering to said mammal a composition comprising the step of administering to said mammal an effective amount of a composition comprising a compound of the present invention or a preferred embodiment thereof as set forth above.

[00378] According to the invention an "effective amount" of the compound or pharmaceutically acceptable composition is that amount effective for treating or lessening the severity of one or more of Cystic fibrosis, Hereditary emphysema, Hereditary hemochromatosis, Coagulation-Fibrinolysis deficiencies, such as Protein C deficiency, Type 1 hereditary angioedema, Lipid processing deficiencies, such as Familial hypercholesterolemia, Type 1 chylomicronemia, Abetalipoproteinemia, Lysosomal storage diseases, such as I-cell disease/Pseudo-Hurler, Mucopolysaccharidoses, Sandhof/Tay-Sachs, Crigler-Najjar type II,

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Polyendocrinopathy/Hyperinsulemia, Diabetes mellitus, Laron dwarfism, Myeloperoxidase deficiency, Primary hypoparathyroidism, Melanoma, Glycanosis CDG type 1, Hereditary emphysema, Congenital hyperthyroidism, Osteogenesis imperfecta, Hereditary hypofibrinogenemia, ACT deficiency, Diabetes insipidus (DI), Neurophyseal DI, Neprogenic DI, Charcot-Marie Tooth syndrome, Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer's disease, Parkinson's disease, Amyotrophic lateral sclerosis, Progressive supranuclear palsy, Pick's disease, several polyglutamine neurological disorders asuch as Huntington, Spinocerebellar ataxia type I, Spinal and bulbar muscular atrophy, Dentatorubal pallidolulsian, and Myotonic dystrophy, as well as Spongiform encephalopathies, such as Hereditary Creutzfeldt-Jakob disease, Fabry disease, Straussler-Scheinker disease, secretory diarrhea, polycystic kidney disease, chronic obstructive pulmonary disease (COPD), dry eye disease, and Sjögren's Syndrome.

[00379] The compounds and compositions, according to the method of the present invention, may be administered using any amount and any route of administration effective for treating or lessening the severity of one or more of Cystic fibrosis, Hereditary emphysema, Hereditary hemochromatosis, Coagulation-Fibrinolysis deficiencies, such as Protein C deficiency, Type 1 hereditary angioedema, Lipid processing deficiencies, such as Familial hypercholesterolemia, Type 1 chylomicronemia, Abetalipoproteinemia, Lysosomal storage diseases, such as I-cell disease/Pseudo-Hurler, Mucopolysaccharidoses, Sandhof/Tay-Sachs, Crigler-Najjar type II, Polyendocrinopathy/Hyperinsulemia, Diabetes mellitus, Laron dwarfism, Myeloperoxidase deficiency, Primary hypoparathyroidism, Melanoma, Glycanosis CDG type 1, Hereditary emphysema, Congenital hyperthyroidism, Osteogenesis imperfecta, Hereditary hypofibrinogenemia, ACT deficiency, Diabetes insipidus (DI), Neurophyseal DI, Neprogenic DI, Charcot-Marie Tooth syndrome, Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer's disease, Parkinson's disease, Amyotrophic lateral sclerosis, Progressive supranuclear palsy, Pick's disease, several polyglutamine neurological disorders asuch as Huntington, Spinocerebellar ataxia type I, Spinal and bulbar muscular atrophy, Dentatorubal pallidolulsian, and Myotonic dystrophy, as well as Spongiform encephalopathies, such as Hereditary Creutzfeldt-Jakob disease, Fabry disease, Straussler-Scheinker disease, secretory diarrhea, polycystic kidney disease, chronic obstructive pulmonary disease (COPD), dry eye disease, and Sjögren's Syndrome.

[00380] The exact amount required will vary from subject to subject, depending on the species, age, and general condition of the subject, the severity of the infection, the particular agent, its mode of administration, and the like. The compounds of the invention are preferably

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formulated in dosage unit form for ease of administration and uniformity of dosage. The expression "dosage unit form" as used herein refers to a physically discrete unit of agent appropriate for the patient to be treated. It will be understood, however, that the total daily usage of the compounds and compositions of the present invention will be decided by the attending physician within the scope of sound medical judgment. The specific effective dose level for any particular patient or organism will depend upon a variety of factors including the disorder being treated and the severity of the disorder; the activity of the specific compound employed; the specific composition employed; the age, body weight, general health, sex and diet of the patient; the time of administration, route of administration, and rate of excretion of the specific compound employed; the duration of the treatment; drugs used in combination or coincidental with the specific compound employed, and like factors well known in the medical arts. The term "patient", as used herein, means an animal, preferably a mammal, and most preferably a human.

[00381] The pharmaceutically acceptable compositions of this invention can be administered to humans and other animals orally, rectally, parenterally, intracisternally, intravaginally, intraperitoneally, topically (as by powders, ointments, or drops), buccally, as an oral or nasal spray, or the like, depending on the severity of the infection being treated. In certain embodiments, the compounds of the invention may be administered orally or parenterally at dosage levels of about 0.01 mg/kg to about 50 mg/kg and preferably from about 1 mg/kg to about 25 mg/kg, of subject body weight per day, one or more times a day, to obtain the desired therapeutic effect.

[00382] Liquid dosage forms for oral administration include, but are not limited to, pharmaceutically acceptable emulsions, microemulsions, solutions, suspensions, syrups and elixirs. In addition to the active compounds, the liquid dosage forms may contain inert diluents commonly used in the art such as, for example, water or other solvents, solubilizing agents and emulsifiers such as ethyl alcohol, isopropyl alcohol, ethyl carbonate, ethyl acetate, benzyl alcohol, benzyl benzoate, propylene glycol, 1,3-butylene glycol, dimethylformamide, oils (in particular, cottonseed, groundnut, corn, germ, olive, castor, and sesame oils), glycerol, tetrahydrofurfuryl alcohol, polyethylene glycols and fatty acid esters of sorbitan, and mixtures thereof. Besides inert diluents, the oral compositions can also include adjuvants such as wetting agents, emulsifying and suspending agents, sweetening, flavoring, and perfuming agents.

[00383] Injectable preparations, for example, sterile injectable aqueous or oleaginous suspensions may be formulated according to the known art using suitable dispersing or wetting agents and suspending agents. The sterile injectable preparation may also be a sterile injectable

solution, suspension or emulsion in a nontoxic parenterally acceptable diluent or solvent, for example, as a solution in 1,3-butanediol. Among the acceptable vehicles and solvents that may be employed are water, Ringer's solution, U.S.P. and isotonic sodium chloride solution. In addition, sterile, fixed oils are conventionally employed as a solvent or suspending medium. For this purpose any bland fixed oil can be employed including synthetic mono- or diglycerides. In addition, fatty acids such as oleic acid are used in the preparation of injectables.

[00384] The injectable formulations can be sterilized, for example, by filtration through a bacterial-retaining filter, or by incorporating sterilizing agents in the form of sterile solid compositions which can be dissolved or dispersed in sterile water or other sterile injectable medium prior to use.

[00385] In order to prolong the effect of a compound of the present invention, it is often desirable to slow the absorption of the compound from subcutaneous or intramuscular injection. This may be accomplished by the use of a liquid suspension of crystalline or amorphous material with poor water solubility. The rate of absorption of the compound then depends upon its rate of dissolution that, in turn, may depend upon crystal size and crystalline form. Alternatively, delayed absorption of a parenterally administered compound form is accomplished by dissolving or suspending the compound in an oil vehicle. Injectable depot forms are made by forming microcapsule matrices of the compound in biodegradable polymers such as polylactide-polyglycolide. Depending upon the ratio of compound to polymer and the nature of the particular polymer employed, the rate of compound release can be controlled. Examples of other biodegradable polymers include poly(orthoesters) and poly(anhydrides). Depot injectable formulations are also prepared by entrapping the compound in liposomes or microemulsions that are compatible with body tissues.

[00386] Compositions for rectal or vaginal administration are preferably suppositories which can be prepared by mixing the compounds of this invention with suitable non-irritating excipients or carriers such as cocoa butter, polyethylene glycol or a suppository wax which are solid at ambient temperature but liquid at body temperature and therefore melt in the rectum or vaginal cavity and release the active compound.

[00387] Solid dosage forms for oral administration include capsules, tablets, pills, powders, and granules. In such solid dosage forms, the active compound is mixed with at least one inert, pharmaceutically acceptable excipient or carrier such as sodium citrate or dicalcium phosphate and/or a) fillers or extenders such as starches, lactose, sucrose, glucose, mannitol, and silicic acid, b) binders such as, for example, carboxymethylcellulose, alginates, gelatin,

polyvinylpyrrolidinone, sucrose, and acacia, c) humectants such as glycerol, d) disintegrating agents such as agar--agar, calcium carbonate, potato or tapioca starch, alginic acid, certain silicates, and sodium carbonate, e) solution retarding agents such as paraffin, f) absorption accelerators such as quaternary ammonium compounds, g) wetting agents such as, for example, cetyl alcohol and glycerol monostearate, h) absorbents such as kaolin and bentonite clay, and i) lubricants such as talc, calcium stearate, magnesium stearate, solid polyethylene glycols, sodium lauryl sulfate, and mixtures thereof. In the case of capsules, tablets and pills, the dosage form may also comprise buffering agents.

[00388] Solid compositions of a similar type may also be employed as fillers in soft and hard-filled gelatin capsules using such excipients as lactose or milk sugar as well as high molecular weight polyethylene glycols and the like. The solid dosage forms of tablets, dragees, capsules, pills, and granules can be prepared with coatings and shells such as enteric coatings and other coatings well known in the pharmaceutical formulating art. They may optionally contain opacifying agents and can also be of a composition that they release the active ingredient(s) only, or preferentially, in a certain part of the intestinal tract, optionally, in a delayed manner. Examples of embedding compositions that can be used include polymeric substances and waxes. Solid compositions of a similar type may also be employed as fillers in soft and hard-filled gelatin capsules using such excipients as lactose or milk sugar as well as high molecular weight polyethylene glycols and the like.

[00389] The active compounds can also be in microencapsulated form with one or more excipients as noted above. The solid dosage forms of tablets, dragees, capsules, pills, and granules can be prepared with coatings and shells such as enteric coatings, release controlling coatings and other coatings well known in the pharmaceutical formulating art. In such solid dosage forms the active compound may be admixed with at least one inert diluent such as sucrose, lactose or starch. Such dosage forms may also comprise, as is normal practice, additional substances other than inert diluents, e.g., tableting lubricants and other tableting aids such as magnesium stearate and microcrystalline cellulose. In the case of capsules, tablets and pills, the dosage forms may also comprise buffering agents. They may optionally contain opacifying agents and can also be of a composition that they release the active ingredient(s) only, or preferentially, in a certain part of the intestinal tract, optionally, in a delayed manner. Examples of embedding compositions that can be used include polymeric substances and waxes.

[00390] Dosage forms for topical or transdermal administration of a compound of this invention include ointments, pastes, creams, lotions, gels, powders, solutions, sprays, inhalants

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or patches. The active component is admixed under sterile conditions with a pharmaceutically acceptable carrier and any needed preservatives or buffers as may be required. Ophthalmic formulation, eardrops, and eye drops are also contemplated as being within the scope of this invention. Additionally, the present invention contemplates the use of transdermal patches, which have the added advantage of providing controlled delivery of a compound to the body. Such dosage forms are prepared by dissolving or dispensing the compound in the proper medium. Absorption enhancers can also be used to increase the flux of the compound across the skin. The rate can be controlled by either providing a rate controlling membrane or by dispersing the compound in a polymer matrix or gel.

[00391] As described generally above, the compounds of the invention are useful as modulators of CFTR. Thus, without wishing to be bound by any particular theory, the compounds and compositions are particularly useful for treating or lessening the severity of a disease, condition, or disorder where hyperactivity or inactivity of CFTR is implicated in the disease, condition, or disorder. When hyperactivity or inactivity of an CFTR is implicated in a particular disease, condition, or disorder, the disease, condition, or disorder may also be referred to as an "CFTR-mediated disease, condition or disorder". Accordingly, in another aspect, the present invention provides a method for treating or lessening the severity of a disease, condition, or disorder where hyperactivity or inactivity of CFTR is implicated in the disease state.

[00392] The activity of a compound utilized in this invention as a modulator of CFTR may be assayed according to methods described generally in the art and in the Examples herein.

[00393] It will also be appreciated that the compounds and pharmaceutically acceptable compositions of the present invention can be employed in combination therapies, that is, the compounds and pharmaceutically acceptable compositions can be administered concurrently with, prior to, or subsequent to, one or more other desired therapeutics or medical procedures. The particular combination of therapies (therapeutics or procedures) to employ in a combination regimen will take into account compatibility of the desired therapeutics and/or procedures and the desired therapeutic effect to be achieved. It will also be appreciated that the therapies employed may achieve a desired effect for the same disorder (for example, an inventive compound may be administered concurrently with another agent used to treat the same disorder), or they may achieve different effects (e.g., control of any adverse effects). As used herein, additional therapeutic agents that are normally administered to treat or prevent a particular disease, or condition, are known as "appropriate for the disease, or condition, being treated".

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[00394] The amount of additional therapeutic agent present in the compositions of this invention will be no more than the amount that would normally be administered in a composition comprising that therapeutic agent as the only active agent. Preferably the amount of additional therapeutic agent in the presently disclosed compositions will range from about 50% to 100% of the amount normally present in a composition comprising that agent as the only therapeutically active agent.

[00395] The compounds of this invention or pharmaceutically acceptable compositions thereof may also be incorporated into compositions for coating an implantable medical device, such as prostheses, artificial valves, vascular grafts, stents and catheters. Accordingly, the present invention, in another aspect, includes a composition for coating an implantable device comprising a compound of the present invention as described generally above, and in classes and subclasses herein, and a carrier suitable for coating said implantable device. In still another aspect, the present invention includes an implantable device coated with a composition comprising a compound of the present invention as described generally above, and in classes and subclasses herein, and a carrier suitable for coating said implantable device. Suitable coatings and the general preparation of coated implantable devices are described in US Patents 6,099,562; 5,886,026; and 5,304,121. The coatings are typically biocompatible polymeric materials such as a hydrogel polymer, polymethylsiloxane, polycaprolactone, polyethylene glycol, polylactic acid, ethylene vinyl acetate, and mixtures thereof. The coatings may optionally be further covered by a suitable topcoat of fluorosilicone, polysaccharides, polyethylene glycol, phospholipids or combinations thereof to impart controlled release characteristics in the composition.

[00396] Another aspect of the invention relates to modulating CFTR activity in a biological sample or a patient (e.g., *in vitro* or *in vivo*), which method comprises administering to the patient, or contacting said biological sample with a compound of formula I or a composition comprising said compound. The term "biological sample", as used herein, includes, without limitation, cell cultures or extracts thereof; biopsied material obtained from a mammal or extracts thereof; and blood, saliva, urine, feces, semen, tears, or other body fluids or extracts thereof.

[00397] Modulation of CFTR activity activity in a biological sample is useful for a variety of purposes that are known to one of skill in the art. Examples of such purposes include, but are not limited to, the study of CFTR activity in biological and pathological phenomena and the comparative evaluation of new modulators of CFTR activity.

[00398] In yet another embodiment, a method of modulating activity of an anion channel *in vitro* or *in vivo*, is provided comprising the step of contacting said channel with a compound of the present invention. In preferred embodiments, the anion channel is a chloride channel or a bicarbonate channel. In other preferred embodiments, the anion channel is a chloride channel.

[00399] According to an alternative embodiment, the present invention provides a method of increasing the number of functional CFTR in a membrane of a cell, comprising the step of contacting said cell with a compound of the present invention. The term "functional CFTR" as used herein means an CFTR activity that is capable of transport activity.

[00400] According to another preferred embodiment, the activity of the CFTR activity is measured by measuring the transmembrane voltage potential. Means for measuring the voltage potential across a membrane in the biological sample may employ any of the known methods in the art, such as optical membrane potential assay or other electrophysiological methods.

[00401] The optical membrane potential assay utilizes voltage-sensitive FRET sensors described by Gonzalez and Tsien (See, Gonzalez, J. E. and R. Y. Tsien (1995) "Voltage sensing by fluorescence resonance energy transfer in single cells" Biophys J 69(4): 1272-80, and Gonzalez, J. E. and R. Y. Tsien (1997) "Improved indicators of cell membrane potential that use fluorescence resonance energy transfer" Chem Biol 4(4): 269-77) in combination with instrumentation for measuring fluorescence changes such as the Voltage/Ion Probe Reader (VIPR) (See, Gonzalez, J. E., K. Oades, et al. (1999) "Cell-based assays and instrumentation for screening ion-channel targets" Drug Discov Today 4(9): 431-439).

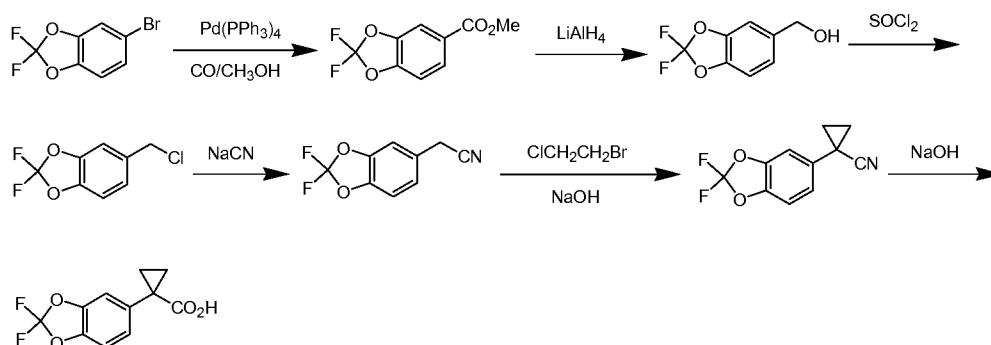
[00402] These voltage sensitive assays are based on the change in fluorescence resonant energy transfer (FRET) between the membrane-soluble, voltage-sensitive dye, DiSBAC₂(3), and a fluorescent phospholipid, CC2-DMPE, which is attached to the outer leaflet of the plasma membrane and acts as a FRET donor. Changes in membrane potential (V_m) cause the negatively charged DiSBAC₂(3) to redistribute across the plasma membrane and the amount of energy transfer from CC2-DMPE changes accordingly. The changes in fluorescence emission can be monitored using VIPRTM II, which is an integrated liquid handler and fluorescent detector designed to conduct cell-based screens in 96- or 384-well microtiter plates.

[00403] In another aspect the present invention provides a kit for use in measuring the activity of a CFTR activity or a fragment thereof in a biological sample *in vitro* or *in vivo* comprising (i) a composition comprising a compound of the present invention; and (ii) instructions for a.) contacting the composition with the biological sample and b.) measuring activity of said CFTR activity or a fragment thereof. In one embodiment, the kit further

comprises instructions for a.) contacting an additional composition with the biological sample; b.) measuring the activity of said CFTR activity or a fragment thereof in the presence of said additional compound, and c.) comparing the activity of the CFTR activity in the presence of the additional compound with the density of the CFTR activity in the presence of a compound of the present invention.

PREPARATIONS AND EXAMPLES

[00404] A. 1-(2,2-Difluoro-benzo[1,3]dioxol-5-yl)-cyclopropanecarboxylic acid



[00405] Step a: 2,2-Difluoro-benzo[1,3]dioxole-5-carboxylic acid methyl ester

[00406] A solution of 5-bromo-2,2-difluoro-benzo[1,3]dioxole (11.8 g, 50.0 mmol) and tetrakis(triphenylphosphine)palladium (0) [Pd(PPh₃)₄, 5.78 g, 5.00 mmol] in methanol (20 mL) containing acetonitrile (30 mL) and triethylamine (10 mL) was stirred under a carbon monoxide atmosphere (55 PSI) at 75 °C (oil bath temperature) for 15 hours. The cooled reaction mixture was filtered and the filtrate was evaporated to dryness. The residue was purified by silica gel column chromatography to give crude 2,2-difluoro-benzo [1,3] dioxole-5-carboxylic acid methyl ester (11.5 g), which was used directly in the next step.

[00407] Step b: (2,2-Difluoro-benzo[1,3]dioxol-5-yl)-methanol

[00408] Crude 2,2-difluoro-benzo[1,3]dioxole-5-carboxylic acid methyl ester (11.5 g) dissolved in 20 mL of anhydrous tetrahydrofuran (THF) was slowly added to a suspension of lithium aluminium hydride (4.10 g, 106 mmol) in anhydrous THF (100 mL) at 0 °C. The mixture was then warmed to room temperature. After being stirred at room temperature for 1 hour, the reaction mixture was cooled to 0 °C and treated with water (4.1 mL), followed by sodium hydroxide (10% aqueous solution, 4.1 mL). The resulting slurry was filtered and washed with THF. The combined filtrate was evaporated to dryness and the residue was purified by silica gel column chromatography to give (2,2-difluoro-benzo[1,3]dioxol-5-yl)-methanol (7.2 g, 76 % over two steps) as a colourless oil.

[00409] *Step c: 5-Chloromethyl-2,2-difluoro-benzo[1,3]dioxole*

[00410] Thionyl chloride (45 g, 38 mmol) was slowly added to a solution of (2,2-difluoro-benzo[1,3]dioxol-5-yl)-methanol (7.2 g, 38 mmol) in dichloromethane (200 mL) at 0 °C. The resulting mixture was stirred overnight at room temperature and then evaporated to dryness. The residue was partitioned between an aqueous solution of saturated sodium bicarbonate (100 mL) and dichloromethane (100 mL). The separated aqueous layer was extracted with dichloromethane (150 mL) and the organic layer was dried over sodium sulfate, filtered, and evaporated to dryness to give crude 5-chloromethyl-2,2-difluoro-benzo[1,3]dioxole (4.4 g) which was used directly in the next step.

[00411] *Step d: (2,2-Difluoro-benzo[1,3]dioxol-5-yl)-acetonitrile*

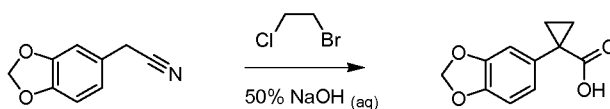
[00412] A mixture of crude 5-chloromethyl-2,2-difluoro-benzo[1,3]dioxole (4.4 g) and sodium cyanide (1.36 g, 27.8 mmol) in dimethylsulfoxide (50 mL) was stirred at room temperature overnight. The reaction mixture was poured into ice and extracted with ethyl acetate (300 mL). The organic layer was dried over sodium sulfate and evaporated to dryness to give crude (2,2-difluoro-benzo[1,3]dioxol-5-yl)-acetonitrile (3.3 g) which was used directly in the next step.

[00413] *Step e: 1-(2,2-Difluoro-benzo[1,3]dioxol-5-yl)-cyclopropanecarbonitrile*

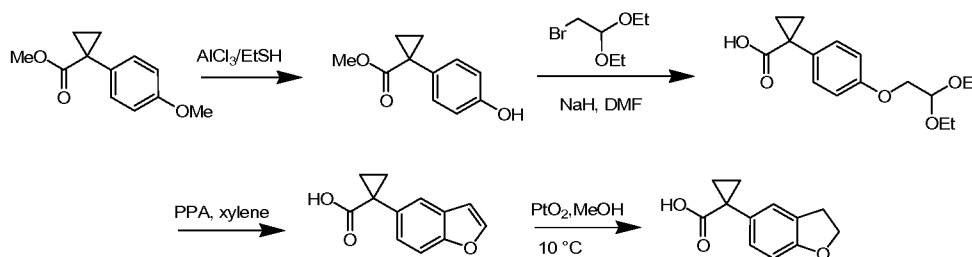
[00414] Sodium hydroxide (50% aqueous solution, 10 mL) was slowly added to a mixture of crude (2,2-difluoro-benzo[1,3]dioxol-5-yl)-acetonitrile, benzyltriethylammonium chloride (3.00 g, 15.3 mmol), and 1-bromo-2-chloroethane (4.9 g, 38 mmol) at 70 °C. The mixture was stirred overnight at 70 °C before the reaction mixture was diluted with water (30 mL) and extracted with ethyl acetate. The combined organic layers were dried over sodium sulfate and evaporated to dryness to give crude 1-(2,2-difluoro-benzo[1,3]dioxol-5-yl)-cyclopropanecarbonitrile, which was used directly in the next step.

[00415] *Step f: 1-(2,2-Difluoro-benzo[1,3]dioxol-5-yl)-cyclopropanecarboxylic acid*

[00416] 1-(2,2-Difluoro-benzo[1,3]dioxol-5-yl)-cyclopropanecarbonitrile (crude from the last step) was refluxed in 10% aqueous sodium hydroxide (50 mL) for 2.5 hours. The cooled reaction mixture was washed with ether (100 mL) and the aqueous phase was acidified to pH 2 with 2M hydrochloric acid. The precipitated solid was filtered to give 1-(2,2-difluoro-benzo[1,3]dioxol-5-yl)-cyclopropanecarboxylic acid as a white solid (0.15 g, 1.6% over four steps). ESI-MS m/z calc. 242.2, found 243.3 ($M+1$)⁺; ¹H NMR (CDCl₃) δ 7.14-7.04 (m, 2H), 6.98-6.96 (m, 1H), 1.74-1.64 (m, 2H), 1.26-1.08 (m, 2H).

[00417] B. 1-Benzo[1,3]dioxol-5-yl-cyclopropanecarboxylic acid

[00418] A mixture of benzo[1,3]dioxole-5-acetonitrile (5.10 g, 31.7 mmol), 1-bromo-2-chloro-ethane (9.0 mL, 109 mmol), and benzyltriethylammonium chloride (0.181 g, 0.795 mmol) was heated at 70 °C and then 50% (wt./wt.) aqueous sodium hydroxide (26 mL) was slowly added to the mixture. The reaction was stirred at 70 °C for 18 hours and then heated at 130 °C for 24 hours. The dark brown reaction mixture was diluted with water (400 mL) and extracted once with an equal volume of ethyl acetate and once with an equal volume of dichloromethane. The basic aqueous solution was acidified with concentrated hydrochloric acid to pH less than one and the precipitate filtered and washed with 1 M hydrochloric acid. The solid material was dissolved in dichloromethane (400 mL) and extracted twice with equal volumes of 1 M hydrochloric acid and once with a saturated aqueous solution of sodium chloride. The organic solution was dried over sodium sulfate and evaporated to dryness to give a white to slightly off-white solid (5.23 g, 80%) ESI-MS m/z calc. 206.1, found 207.1 (M+1)⁺. Retention time of 2.37 minutes. ¹H NMR (400 MHz, DMSO-*d*₆) δ 1.07-1.11 (m, 2H), 1.38-1.42 (m, 2H), 5.98 (s, 2H), 6.79 (m, 2H), 6.88 (m, 1H), 12.26 (s, 1H).

[00419] C. 1-(2,3-Dihydrobenzofuran-5-yl)cyclopropanecarboxylic acid**[00420]** *Step a: 1-(4-Hydroxy-phenyl)-cyclopropanecarboxylic acid methyl ester*

[00421] To a solution of methyl 1-(4-methoxyphenyl)cyclopropanecarboxylate (10.0 g, 48.5 mmol) in dichloromethane (80 mL) was added EtSH (16 mL) under ice-water bath. The mixture was stirred at 0 °C for 20 min before AlCl₃ (19.5 g, 0.150 mmol) was added slowly at 0 °C. The mixture was stirred at 0 °C for 30 min. The reaction mixture was poured into ice-water, the organic layer was separated, and the aqueous phase was extracted with dichloromethane (50 mL × 3). The combined organic layers were washed with H₂O, brine,

dried over Na₂SO₄ and evaporated under *vacuum* to give 1-(4-hydroxy-phenyl)-cyclopropanecarboxylic acid methyl ester (8.9 g, 95%). ¹H NMR (400 MHz, CDCl₃) δ 7.20-7.17 (m, 2 H), 6.75-6.72 (m, 2 H), 5.56 (s, 1 H), 3.63 (s, 3 H), 1.60-1.57 (m, 2 H), 1.17-1.15 (m, 2 H).

[00422] *Step b: 1-[4-(2,2-Diethoxy-ethoxy)-phenyl]-cyclopropanecarboxylic acid*

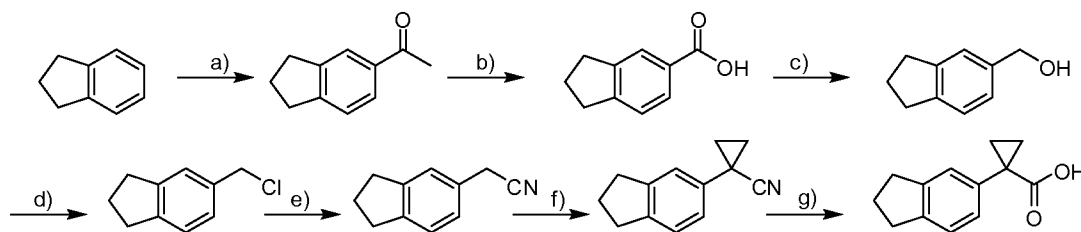
[00423] To a stirred solution of 1-(4-hydroxy-phenyl)-cyclopropanecarboxylic acid methyl ester (15.0 g, 84.3 mmol) in DMF (50 mL) was added sodium hydride (6.7 g, 170 mmol, 60% in mineral oil) at 0 °C. After hydrogen evolution ceased, 2-bromo-1,1-diethoxy-ethane (16.5 g, 84.3 mmol) was added drop-wise to the reaction mixture. The reaction was stirred at 160 °C for 15 hours. The reaction mixture was poured onto ice (100 g) and extracted with dichloromethane. The combined organics were dried over Na₂SO₄. The solvent was evaporated under *vacuum* to give crude 1-[4-(2,2-diethoxy-ethoxy)-phenyl]-cyclopropanecarboxylic acid (10 g), which was used directly in the next step without purification.

[00424] *Step c: 1-Benzofuran-5-yl-cyclopropanecarboxylic acid*

[00425] To a suspension of crude 1-[4-(2,2-diethoxy-ethoxy)-phenyl]-cyclopropanecarboxylic acid (20 g, ~65 mmol) in xylene (100 mL) was added PPA (22.2 g, 64.9 mmol) at room temperature. The mixture was heated at reflux (140 °C) for 1 hour before it was cooled to room temperature and decanted from the PPA. The solvent was evaporated under *vacuum* to obtain the crude product, which was purified by preparative HPLC to provide 1-(benzofuran-5-yl)cyclopropanecarboxylic acid (1.5 g, 5%). ¹H NMR (400 MHz, DMSO-*d*₆) δ 12.25 (br s, 1 H), 7.95 (d, *J* = 2.8 Hz, 1 H), 7.56 (d, *J* = 2.0 Hz, 1 H), 7.47 (d, *J* = 11.6 Hz, 1 H), 7.25 (dd, *J* = 2.4, 11.2 Hz, 1 H), 6.89 (d, *J* = 1.6 Hz, 1 H), 1.47-1.44 (m, 2 H), 1.17-1.14 (m, 2 H).

[00426] *Step d: 1-(2,3-Dihydrobenzofuran-5-yl)cyclopropanecarboxylic acid*

[00427] To a solution of 1-(benzofuran-5-yl)cyclopropanecarboxylic acid (700 mg, 3.47 mmol) in MeOH (10 mL) was added PtO₂ (140 mg, 20%) at room temperature. The stirred reaction mixture was hydrogenated under hydrogen (1 atm) at 10 °C for 3 days. The reaction mixture was filtered. The solvent was evaporated under *vacuum* to afford the crude product, which was purified by preparative HPLC to give 1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxylic acid (330 mg, 47%). ¹H NMR (400 MHz, CDCl₃) δ 7.20 (s, 1 H), 7.10 (d, *J* = 10.8 Hz, 1 H), 6.73 (d, *J* = 11.2 Hz, 1 H), 4.57 (t, *J* = 11.6 Hz, 2 H), 3.20 (t, *J* = 11.6 Hz, 2H), 1.67-1.63 (m, 2 H), 1.25-1.21 (m, 2 H).

[00428] D. 1-(2,3-Dihydro-1H-inden-5-yl)cyclopropanecarboxylic acid

a) Ac_2O , AlCl_3 , CH_2Cl_2 ; b) NaClO ; c) LiAlH_4 , THF, -78°C ; d) SOCl_2 , CHCl_3 ; e) NaCN , DMSO; f) $\text{BrCH}_2\text{CH}_2\text{Cl}$, NaOH , Bu_4NBr , toluene; g) NaOH .

[00429] *Step a: 1-(2,3-Dihydro-1H-inden-6-yl)ethanone*

[00430] A mixture of 2,3-dihydro-1H-indene (100.0 g, 0.85 mol) and acetic anhydride (104.2 g, 1.35 mol) was added drop-wise to a slurry of AlCl_3 (272.0 g, 2.04 mol) in CH_2Cl_2 (1000 ml) at 0°C over a period of 3h. The reaction mixture was stirred at room temperature under a nitrogen atmosphere for 15 h. Then the reaction mixture was poured into ice water (500 mL) and extracted with ethyl acetate (500 mL \times 3). The combined organic layers were washed with brine (500 mL), dried over Na_2SO_4 and evaporated *in vacuo*. The residue that was purified by column chromatography (petroleum ether : ethyl acetate = 20 : 1) to give the product (120.0 g, 88%). ^1H NMR (400 MHz, CDCl_3) δ 2.08-2.15 (m, 2H), 2.58 (s, 3H), 2.95 (t, $J = 7.2$, 4 H), 7.28 (d, $J = 8.0$, 1H), 7.75 (d, $J = 8.0$, 1H) 7.82 (s, 1H).

[00431] *Step b: 2,3-dihydro-1H-indene-5-carboxylic acid*

[00432] To a stirred aqueous sodium hypochlorite solution (2230 ml, 1.80 mmol, 6%) at 55°C was added 1-(2,3-dihydro-1H-inden-6-yl) ethanone (120.0 g, 0.75 mol) and the mixture was stirred at 55°C for 2 h. After cooling to room temperature, saturated NaHCO_3 solution was added until the solution became clear. The produced precipitate was filtered, washed several times with water and dried to afford the desired product (120.0 g, 99%). ^1H NMR (CDCl_3 , 300MHz) δ 2.07-2.17 (m, 2H), 2.96 (t, $J = 7.5\text{Hz}$, 4H), 7.30 (d, $J = 7.8$, 1H), 7.91 (d, $J = 7.8$, 1H), 7.96 (s, 1H).

[00433] *Step c: (2,3-dihydro-1H-inden-5-yl)methanol*

[00434] To a stirred solution of lithium aluminium hydride (72.8 g, 1.92 mol) in THF (2.5 L) at 0°C was slowly added 2,3-dihydro-1H-indene-5-carboxylic acid (100.0 g, 0.62 mol). The reaction mixture was stirred at 0°C for 1h. Then the reaction was quenched with H_2O (72

ml) and NaOH (68 ml, 20%). The mixture was filtered and the organic layer was dried over Na_2SO_4 , evaporated *in vacuo* and the residue was purified by column chromatography (petroleum ether : ethyl acetate = 10 : 1) to give the desired product (82.0 g, 90%). ^1H NMR (CDCl_3 , 300MHz); δ 2.03-2.13 (m, 2H), 2.91 (t, $J = 7.5\text{Hz}$, 4H), 4.64 (s, 2H), 7.13 (d, $J = 7.5$, 1H), 7.18-7.24 (m, 2H).

[00435] *Step d: 5-(chloromethyl)-2,3-dihydro-1H-indene*

[00436] Thionyl chloride (120 ml, 1.65 mol) was added drop-wise to a rapidly stirred mixture of (2,3-dihydro-1H-inden-5-yl)methanol (81.4 g, 0.55 mol) in chloroform (500 ml) at 0°C . After the addition was complete, the resulting mixture was allowed to warm to room temperature and the stirring was continued for an additional 12 h. The chloroform was evaporated under reduced pressure to give a residue, that was purified by column chromatography (petroleum ether : ethyl acetate = 15 : 1) to afford 5-(chloromethyl)-2,3-dihydro-1H-indene (90.5 g, 99%). ^1H NMR (300 MHz, CDCl_3) δ 2.06-2.19 (m, 4H), 2.93 (t, $J = 7.5$, 4H), 4.54 (s, 2H), 7.15-7.31 (m, 3H).

[00437] *Step e: 2-(2,3-dihydro-1H-inden-5-yl)acetonitrile*

[00438] To a stirred solution of 5-(chloromethyl)-2,3-dihydro-1H-indene (90.0 g, 0.54 mol) in DMSO (500 ml) was added sodium cyanide (54.0 g, 1.08mol) at 0°C portion wise. The reaction mixture was then stirred at room temperature for 3 hours. The reaction was quenched with water (1000 ml), extracted with ethyl acetate (3×250 mL). The combined organic layers were washed with brine, dried over Na_2SO_4 and evaporated *in vacuo* to afford 2-(2,3-dihydro-1H-inden-5-yl)acetonitrile (82.2 g, 97%), that was used in the next step without further purification.

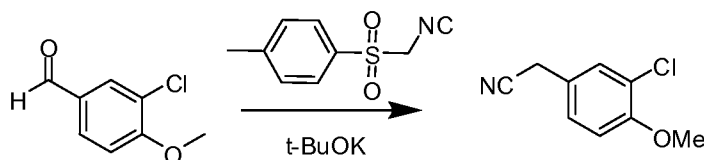
[00439] *Step f: 1-(2,3-dihydro-1H-inden-6-yl)cyclopropanecarbonitrile*

[00440] To a stirred solution of 2-(2,3-dihydro-1H-inden-5-yl)acetonitrile (50.0 g, 0.32 mol) in toluene (150 mL) was added sodium hydroxide (300 mL, 50 percent in water W/W), 1-bromo-2-chloroethane (92.6 ml, 1.12 mol) and $(n\text{-Bu})_4\text{NBr}$ (5 g, 15.51 mmol). The mixture was heated at 60°C overnight. After cooling to room temperature, the reaction mixture was diluted with water (400 mL) and extracted with EtOAc (3×200 mL). The combined organic extracts were washed with brine, dried over Na_2SO_4 , filtered and concentrated *under vacuum* and purified by column chromatography (petroleum ether : ethyl acetate = 10 : 1) to yield 1-(2,3-dihydro-1H-inden-6-yl)cyclopropanecarbonitrile (9.3 g, 16%). ^1H NMR (CDCl_3 , 300MHz) δ 1.35-1.38 (m, 2H), 1.66-1.69 (m, 2H), 2.05-2.13 (m, 2H), 2.87-2.94 (m, 4H), 7.07-7.22 (m, 3H).

[00441] *Step g: 1-(2,3-dihydro-1H-inden-6-yl)cyclopropanecarboxylic acid*

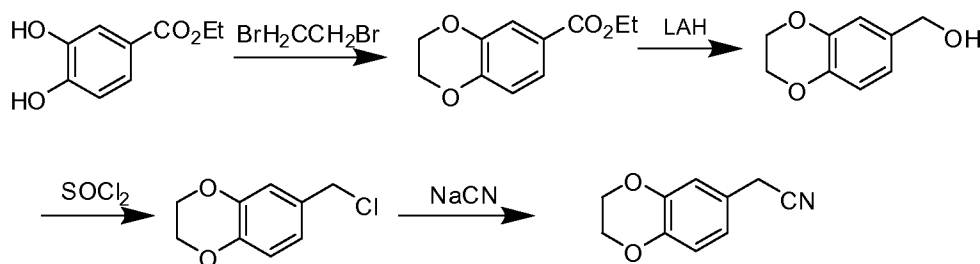
[00442] To a stirred 1-(2,3-dihydro-1H-inden-6-yl)cyclopropanecarbonitrile (9.3 g, 50.8 mmol) in methanol (40 mL) was added a solution of 150 mL of sodium hydroxide (25% NaOH w/w in water). The mixture was heated at 100 °C for 8 hours. After cooling to room temperature, the reaction mixture was poured over ice-water (0 °C), the pH was adjusted to pH=4 with hydrogen chloride (1 N) and the mixture was extracted with dichloromethane (3 × 100 mL). The combined organic layers were dried over Na₂SO₄ and evaporated *under vacuum*. The residue that was purified by column chromatography (petroleum ether : ethyl acetate = 5 : 1) to give 1-(2,3-dihydro-1H-inden-6-yl)cyclopropanecarboxylic acid (4.8 g, 47%). ¹H NMR (CDCl₃, 400 MHz) δ 1.23-1.26 (m, 2H), 1.62-1.65 (m, 2H), 2.03-2.10 (m, 2H), 2.81-2.91 (m, 4H), 7.11-7.21 (m, 3H).

[00443] E. 2-(3-Chloro-4-methoxyphenyl)acetonitrile



[00444] To a suspension of t-BuOK (4.8 g, 40 mmol) in THF (30 mL) was added a solution of TosMIC (3.9 g, 20 mmol) in THF (10 mL) at -78 °C and the mixture was stirred for 10 minutes. A solution of 3-chloro-4-methoxy-benzaldehyde (1.7 g, 10 mmol) in THF (10 mL) was added dropwise, and the reaction was stirred at -78 °C for 1.5 hours. To the cooled reaction mixture was added methanol (10 mL) and the mixture was heated at reflux for 30 minutes. The solvent were evaporated to give a crude residue that was dissolved in water (20 mL). The aqueous phase was extracted with ethyl acetate (20 mL × 3). The combined organic layers were dried and evaporated under reduced pressure to give a crude product that was purified by column chromatography (petroleum ether/ethyl acetate 10:1) to yield 2-(3-chloro-4-methoxyphenyl)acetonitrile (1.5 g, 83%). ¹H NMR (400 MHz, CDCl₃) δ 7.33 (d, *J* = 2.4 Hz, 1 H), 7.20 (dd, *J* = 2.4, 8.4 Hz, 1 H), 6.92 (d, *J* = 8.4 Hz, 1 H), 3.91 (s, 3 H), 3.68 (s, 2 H). ¹³C NMR (100 MHz, CDCl₃) δ 154.8, 129.8, 127.3, 123.0, 122.7, 117.60, 112.4, 56.2, 22.4.

[00445] F. 2-(2,3-Dihydrobenzo[b][1,4]dioxin-6-yl)acetonitrile



[00446] *Step a: 2,3-Dihydro-benzo[1,4]dioxine-6-carboxylic acid ethyl ester*

[00447] To a suspension of Cs₂CO₃ (270 g, 1.49 mol) in DMF (1000 mL) were added 3,4-dihydroxybenzoic acid ethyl ester (54.6 g, 0.3 mol) and 1,2-dibromoethane (54.3 g, 0.29 mol) at room temperature. The resulting mixture was stirred at 80 °C overnight and then poured into ice-water. The mixture was extracted with ethyl acetate (200 mL × 3). The combined organic layers were washed with water (200 mL × 3) and brine (100 mL), dried over Na₂SO₄ and concentrated to dryness. The residue was purified by column chromatography (petroleum ether/ethyl acetate 50:1) on silica gel to obtain 2,3-dihydro-benzo[1,4]dioxine-6-carboxylic acid ethyl ester (18 g, 29%). ¹H NMR (300 MHz, CDCl₃) δ 7.53 (dd, J = 1.8, 7.2 Hz, 2 H), 6.84-6.87 (m, 1 H), 4.22-4.34 (m, 6 H), 1.35 (t, J = 7.2 Hz, 3 H).

[00448] *Step b: (2,3-Dihydro-benzo[1,4]dioxin-6-yl)-methanol*

[00449] To a suspension of LiAlH₄ (2.8 g, 74 mmol) in THF (20 mL) was added dropwise a solution of 2,3-dihydro-benzo[1,4]dioxine-6-carboxylic acid ethyl ester (15 g, 72 mmol) in THF (10 mL) at 0 °C under N₂ atmosphere. The mixture was stirred at room temperature for 1 h and then quenched carefully by addition of water (2.8 mL) and NaOH (10%, 28 mL) with cooling. The precipitated solid was filtered off and the filtrate was evaporated to dryness to yield (2,3-dihydro-benzo[1,4]dioxin-6-yl)-methanol (10.6 g) that was taken into the next step without further purification. ¹H NMR (300 MHz, DMSO-d₆) δ 6.73-6.78 (m, 3 H), 5.02 (t, J = 5.7 Hz, 1 H), 4.34 (d, J = 6.0 Hz, 2 H), 4.17-4.20 (m, 4 H).

[00450] *Step c: 6-Chloromethyl-2,3-dihydro-benzo[1,4]dioxine*

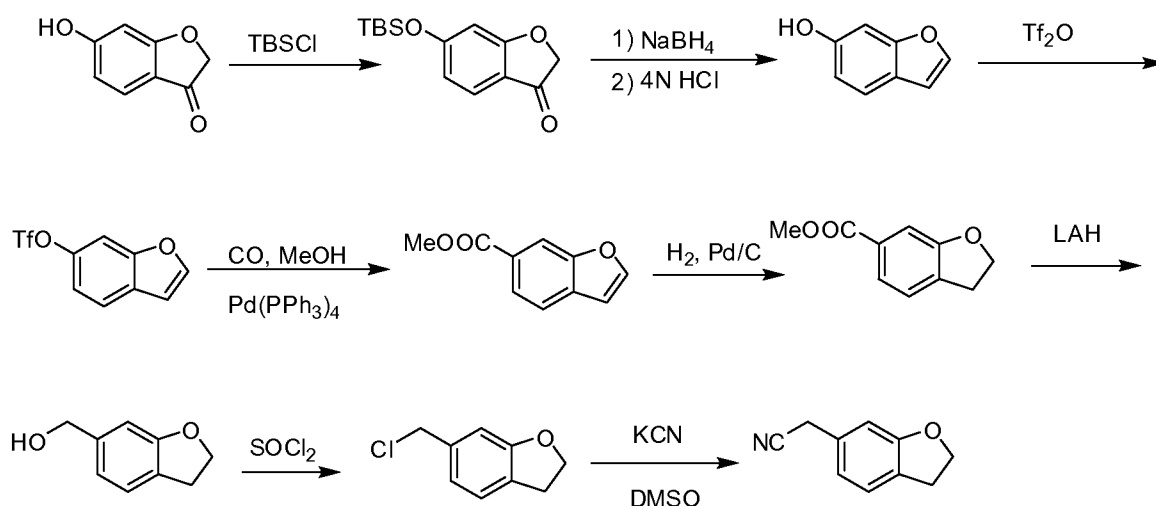
A mixture of (2,3-dihydro-benzo[1,4]dioxin-6-yl)methanol (10.6 g) in SOCl₂ (10 mL) was stirred at room temperature for 10 min and then poured into ice-water. The organic layer was separated and the aqueous phase was extracted with dichloromethane (50 mL × 3). The combined organic layers were washed with saturated solution of NaHCO₃, water and brine, dried over Na₂SO₄ and concentrated to dryness to obtain 6-chloromethyl-2,3-dihydro-benzo[1,4]dioxine (12 g, 88% over two steps), which was used directly in next step without

further purification.

[00451] *Step d: 2-(2,3-Dihydrobenzo[b][1,4]dioxin-6-yl)acetonitrile*

[00452] A mixture of 6-chloromethyl-2,3-dihydro-benzo[1,4]dioxine (12.5 g, 67.7 mmol) and NaCN (4.30 g, 87.8 mmol) in DMSO (50 mL) was stirred at 25°C for 1 h. The mixture was poured into water (150 mL) and then extracted with dichloromethane (50 mL × 4). The combined organic layers were washed with water (50 mL × 2), brine (50 mL), dried over Na₂SO₄ and concentrated to dryness. The residue was purified by silica gel column chromatography (petroleum ether/ethyl acetate 50:1) to yield 2-(2,3-dihydrobenzo[b][1,4]dioxin-6-yl)acetonitrile as a yellow oil (10.2 g, 86%). ¹H-NMR (300 MHz, CDCl₃) δ 6.78-6.86 (m, 3 H), 4.25 (s, 4 H), 3.63 (s, 2 H).

[00453] G. 2-(2,3-Dihydrobenzofuran-6-yl)acetonitrile



[00454] *Step a: 6-(tert-Butyldimethylsilyloxy)benzofuran-3(2H)-one*

[00455] To a solution of 6-hydroxybenzofuran-3(2H)-one (30.0 g, 200 mmol) in dichloromethane (500 mL) was added TBSCl (36.0 g, 240 mmol) and imidazole (16.3 g, 240 mmol) at room temperature. The reaction mixture was stirred at room temperature for 3 h. The solvent was removed under reduced pressure to afford 6-(tert-butyldimethylsilyloxy)benzofuran-3(2H)-one (40.0 g, 80% yield), that was used directly in the next step without further purification.

[00456] *Step b: Benzofuran-6-ol*

[00457] NaBH₄ (6.0 g, 160 mmol) was added to a solution of 6-(tert-butyl)dimethylsilyloxy)benzofuran-3(2H)-one (40.0 g, 151 mmol) in MeOH (800 mL) at room temperature. After stirring at room temperature for 2 h, the reaction mixture was treated with acetone. Subsequently 4N HCl were added to the mixture and the stirring was continued for 3 h at room temperature. The mixture was diluted with water and extracted with ethyl acetate (3 × 1000 mL). The extract was washed with brine, dried, concentrated *in vacuo* and purified by column chromatography on silica gel (5–10% ethyl acetate in petroleum ether) to afford the pure product (17.0 g, 85.5% yield). ¹H NMR (300 MHz, CDCl₃) δ: 7.51 (d, *J* = 2.1, 1H), 7.41 (d, *J* = 8.4, 1H), 7.02 (d, *J* = 1.8, 1H), 6.81 (dd, *J* = 8.4, 2.1, 1H), 6.68 (dd, *J* = 2.1, 0.9, 1H), 5.5 (br s, 1 H).

[00458] *Step c: Benzofuran-6-yl trifluoromethanesulfonate*

[00459] To a stirred solution of benzofuran-6-ol (17.0 g, 127 mmol) in pyridine (20 g, 254 mmol) and dichloromethane (200 mL) was added Tf₂O (53.7 g, 190 mmol). The reaction mixture was stirred at room temperature for 16 h. The reaction mixture was diluted with water, and extracted with ethyl acetate. The combined organic layers were washed with brine, dried over Na₂SO₄, filtered and concentrated to afford a crude product that was purified by column chromatography on silica gel (5–10% ethyl acetate in petroleum ether) to afford benzofuran-6-yl trifluoromethanesulfonate (30.0 g, 88.0% yield). ¹H NMR (300 MHz, CDCl₃) δ: 7.72 (d, *J* = 2.1, 1H), 7.67 (d, *J* = 8.7, 1H), 7.48 (d, *J* = 1.5, 1H), 7.19 (dd, *J* = 8.7, 2.1, 1H), 6.82–6.91 (m, 1H).

[00460] *Step d: Methyl benzofuran-6-carboxylate*

[00461] A mixture of benzofuran-6-yl trifluoromethanesulfonate (16.2 g, 61 mmol), 1,3-bis(diphenyl phosphino)propane (1.4 g, 3.3 mmol) and Pd(OAc)₂ (756 mg, 3.3 mmol) in DIEA (16.2 g, 124 mmol), MeOH (153 mL) and DMF (153 mL) was stirred at 70 °C under atmosphere of CO for 24 h. The reaction mixture was diluted with water, and extracted with ethyl acetate. The combined organic layer was then washed with brine and dried over Na₂SO₄, filtered and concentrated to afford a crude mixture that was purified by column chromatography on silica gel (5–10% ethyl acetate in petroleum ether) to yield methyl benzofuran-6-carboxylate (8.5 g, 80 % yield). ¹H NMR (300 MHz, CDCl₃) δ: 8.21(s, 1H), 7.96 (dd, *J* = 8.1, 1.5, 1H), 7.76 (d, *J* = 2.1, 1H), 7.63 (d, *J* = 8.1, 1H), 6.83–6.82 (m, 1H), 3.95 (s, 1H).

[00462] *Step e: Methyl 2,3-dihydrobenzofuran-6-carboxylate*

[00463] A mixture of methyl benzofuran-6-carboxylate (17.8 g, 100 mmol) and 10% Pd/C (10.5 g) in MeOH was stirred under hydrogen atmosphere at 50 psi for 2 h. The catalyst

was removed by filtration. The solvent was removed under reduced pressure to afford the desired methyl 2,3-dihydrobenzofuran-6-carboxylate (17.8 g, 98.5% yield). ¹H NMR (400 MHz, CDCl₃) δ: 7.57 (d, *J* = 7.6, 1H), 7.40 (s, 1H), 7.23 (d, *J* = 7.6, 1H), 4.61 (t, *J* = 8.8, 2H), 3.89 (s, 3H), 3.25 (t, *J* = 8.8, 2H).

[00464] *Step f: (2,3-Dihydrobenzofuran-6-yl)methanol*

[00465] To a stirred solution of lithium aluminium hydride (6.1 g, 250 mmol) in THF (300 mL) was added a solution of methyl 2,3-dihydrobenzofuran-6-carboxylate (17.8 g, 100 mmol) in THF at 0°C. The mixture was stirred at room temperature for 1 h. A saturated aqueous NaOH solution was added and the mixture was extracted with ethyl acetate. The combined organic layers were washed with brine and dried over Na₂SO₄, filtered and concentrated to afford (2,3-dihydrobenzofuran-6-yl)methanol (13.8 g, 92.0% yield). ¹H NMR (400 MHz, CDCl₃) δ: 7.17 (d, *J* = 7.2, 1H), 6.84 (d, *J* = 7.2, 1H), 6.81 (s, 1H), 4.62 (s, 2H), 4.58 (t, *J* = 8.4, 2H), 3.20 (t, *J* = 8.4, 2H), 1.67 (br s, 1H).

[00466] *Step g: 6-(Chloromethyl)-2,3-dihydrobenzofuran*

[00467] To a solution of (2,3-dihydrobenzofuran-6-yl)methanol (13.8 g, 92mmol) in CHCl₃ (200 mL) was slowly added SOCl₂ at 0°C. The reaction mixture was stirred at reflux for 4h. After the solvent was removed, saturated NaHCO₃ and ethyl acetate were added to the mixture. The organic layer was extracted with ethyl acetate. The combined organic layer was then washed with brine and dried over Na₂SO₄, filtered and concentrated to afford 6-(chloromethyl)-2,3-dihydrobenzofuran (12.3 g, 80.0% yield). ¹H NMR (400 MHz, CDCl₃) δ: 7.16 (d, *J* = 7.5, 1H), 6.87 (d, *J* = 7.5, 1H), 6.83 (s, 1H), 4.58 (t, *J* = 8.7, 2H), 4.49 (s, 2H), 3.20 (t, *J* = 8.7, 2H).

[00468] *Step h: 2-(2,3-Dihydrobenzofuran-6-yl)acetonitrile*

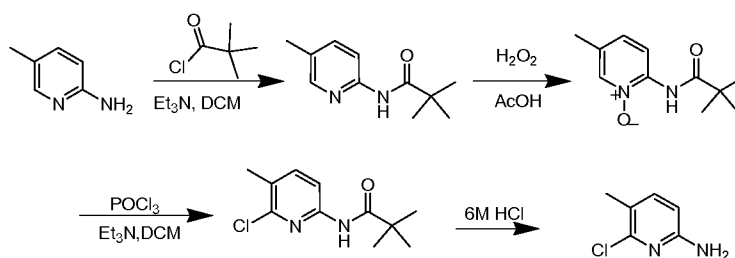
[00469] To a solution of 6-(chloromethyl)-2,3-dihydrobenzofuran (12.3 g, 73mmol) in DMSO (100 mL) was added KCN (7.1 g, 109.5 mmol). The reaction mixture was stirred at 100°C for 2hours. The mixture was diluted with water and extracted with ethyl acetate (3 × 200 mL). The combined organic layers were washed with brine, dried, concentrated *in vacuo* and purified by column chromatography on silica gel (5–10% ethyl acetate in petroleum ether) to afford 2-(2,3-dihydrobenzofuran-6-yl)acetonitrile (8.4 g, 70.4% yield). ¹H NMR (400 MHz, CDCl₃) δ: 7.16 (d, *J* = 7.6, 1H), 6.79 (d, *J* = 7.2, 1H), 6.72 (s, 1H), 4.58 (t, *J* = 8.4, 2H), 3.67 (s, 2H), 3.19 (t, *J* = 8.4, 2H).

[00470] The following acids were commercially available or were prepared as described

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above

Structure	Name
	1-(1,3-dihydroisobenzofuran-5-yl)cyclopropanecarboxylic acid
	1-(2,3-dihydrobenzofuran-6-yl)cyclopropanecarboxylic acid
	1-(2,3-dihydrobenzo[b][1,4]dioxin-6-yl)cyclopropanecarboxylic acid
	1-(3-methoxyphenyl)cyclopropanecarboxylic acid
	1-(4-chlorophenyl)cyclopropanecarboxylic acid
	1-(3-chloro-4-methoxyphenyl)cyclopropanecarboxylic acid

[00471] G. 6-Chloro-5-methylpyridin-2-amine**[00472]** *Step a: 2,2-Dimethyl-N-(5-methyl-pyridin-2-yl)-propionamide*

[00473] To a stirred solution of 5-methylpyridin-2-amine (200 g, 1.85 mol) in anhydrous CH_2Cl_2 (1000 mL) was added drop wise a solution of Et_3N (513 mL, 3.70 mol) and 2,2-dimethyl-propionyl chloride (274 mL, 2.22 mol) at 0 °C under N_2 . The ice bath was removed and stirring was continued at room temperature for 2 hours. The reaction was poured into ice

(2000 g). The organic layer was separated and the remaining aqueous layer was extracted with CH₂Cl₂ (3x). The combined organics were dried over Na₂SO₄ and evaporated to afford 2,2-dimethyl-*N*-(5-methyl-pyridin-2-yl)-propionamide (350 g), which was used in the next step without further purification. ¹H NMR (400 MHz, CDCl₃) δ 8.12 (d, *J* = 8.4 Hz, 1 H), 8.06 (d, *J* = 1.2 Hz, 1 H), 7.96 (s, 1 H), 7.49 (dd, *J* = 1.6, 8.4 Hz, 1 H), 2.27 (s, 1 H), 1.30 (s, 9 H).

[00474] *Step b: 2,2-Dimethyl-N-(5-methyl-1-oxy-pyridin-2-yl)-propionamide*

[00475] To a stirred solution of 2,2-dimethyl-*N*-(5-methyl-pyridin-2-yl)-propionamide (100 g, 0.52 mol) in AcOH (500 mL) was added drop-wise 30% H₂O₂ (80 mL, 2.6 mol) at room temperature. The mixture was stirred at 80 °C for 12 hours. The reaction mixture was evaporated under *vacuum* to obtain 2,2-dimethyl-*N*-(5-methyl-1-oxy-pyridin-2-yl)-propionamide (80 g, 85% purity). ¹H NMR (400 MHz, CDCl₃) δ 10.26 (br s, 1 H), 8.33 (d, *J* = 8.4 Hz, 1 H), 8.12 (s, 1 H), 7.17 (dd, *J* = 0.8, 8.8 Hz, 1 H), 2.28 (s, 1 H), 1.34 (s, 9 H).

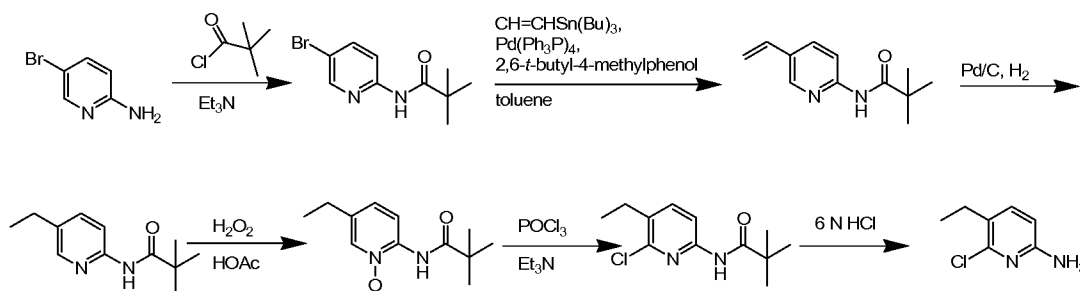
[00476] *Step c: N-(6-Chloro-5-methyl-pyridin-2-yl)-2,2-dimethyl-propionamide*

[00477] To a stirred solution of 2,2-dimethyl-*N*-(5-methyl-1-oxy-pyridin-2-yl)-propionamide (10 g, 48 mmol) in anhydrous CH₂Cl₂ (50 mL) was added Et₃N (60 mL, 240 mmol) at room temperature. After being stirred for 30 min, POCl₃ (20 mL) was added drop-wise to the reaction mixture. The reaction was stirred at 50 °C for 15 hours. The reaction mixture was poured into ice (200 g). The organic layer was separated and the remaining aqueous layer was extracted with CH₂Cl₂ (3x). The combined organics were dried over Na₂SO₄. The solvent was evaporated under *vacuum* to obtain the crude product, which was purified by column chromatography (Petroleum Ether/EtOAc 100:1) to provide *N*-(6-chloro-5-methyl-pyridin-2-yl)-2,2-dimethyl-propionamide (0.5 g, 5%). ¹H NMR (400 MHz, CDCl₃) δ 8.09 (d, *J* = 8.0 Hz, 1 H), 7.94 (br s, 1 H), 7.55 (d, *J* = 8.4 Hz, 1 H), 2.33 (s, 1 H), 1.30 (s, 9 H).

[00478] *Step d: 6-Chloro-5-methyl-pyridin-2-ylamine*

[00479] To *N*-(6-chloro-5-methyl-pyridin-2-yl)-2,2-dimethyl-propionamide (4.00 g, 17.7 mmol) was added 6 N HCl (20 mL) at room temperature. The mixture was stirred at 80 °C for 12 hours. The reaction mixture was basified with drop-wise addition of sat. NaHCO₃ to pH 8-9, and then the mixture was extracted with CH₂Cl₂ (3x). The organic phases were dried over Na₂SO₄ and evaporated under *vacuum* to obtain the 6-chloro-5-methyl-pyridin-2-ylamine (900 mg, 36%). ¹H NMR (400 MHz, CDCl₃) δ 7.28 (d, *J* = 8.0 Hz, 1 H), 6.35 (d, *J* = 8.0 Hz, 1 H), 4.39 (br s, 2 H), 2.22 (s, 3 H). MS (ESI) *m/z*: 143 (M+H⁺).

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[00480] H. 6-Chloro-5-ethylpyridin-2-amine**[00481]** *Step a: N-(5-Bromopyridin-2-yl)pivalamide*

[00482] Pivaloyl chloride (85 mL, 0.69 mol) was added to a solution of 5-bromopyridin-2-amine (100 g, 0.58 mol) and Et₃N (120 mL, 0.87 mmol) in CH₂Cl₂ at -78 °C. The temperature was allowed to warm to room temperature and the stirring was continued overnight. The reaction mixture was poured into water, extracted with CH₂Cl₂, dried over MgSO₄, evaporated *in vacuo* and purified by silica gel column chromatography (10% EtOAc in petroleum ether) to afford *N*-(5-bromopyridin-2-yl)pivalamide (130 g, 87% yield). ¹H NMR (CDCl₃, 400 MHz) δ 8.28 (d, *J* = 2.0 Hz, 1H), 8.17 (d, *J* = 9.2 Hz, 1H), 7.99 (br s, 1H), 7.77 (dd, *J* = 9.2 and 2.0, 1H), 1.28 (s, 9H).

[00483] *Step b: N-(5-Vinylpyridin-2-yl)pivalamide*

[00484] Tributyl(vinyl)stannane (50 g, 0.16 mol), Pd(Ph₃P)₄ (3.3 g, 2.9 mmol) and a catalytic amount of 2,6-*t*-butyl-4-methylphenol was added to a solution of *N*-(5-bromopyridin-2-yl)pivalamide (36 g, 0.14 mol) in toluene. The reaction mixture was heated at reflux for 48 h. The solvent was evaporated *in vacuo* and the residue was purified by chromatography on silica gel (5% EtOAc in petroleum ether) to afford *N*-(5-vinylpyridin-2-yl)pivalamide (23 g, 80% yield). ¹H NMR (CDCl₃, 300 MHz) δ 8.24-8.20 (m, 2H), 8.02 (br s, 1H), 7.77 (dd, *J* = 8.7 and 2.4, 1H), 6.65 (dd, *J* = 17.7 and 10.8, 1H), 5.73 (d, *J* = 17.7, 1H), 5.29 (d, *J* = 10.8, 1H), 1.32 (s, 9H).

[00485] *Step c: N-(5-Ethylpyridin-2-yl)pivalamide*

[00486] A catalytic amount of Pd/C was added to a solution of *N*-(5-vinylpyridin-2-yl)pivalamide (23 g, 0.11 mol) in EtOH (200 mL). The reaction mixture was stirred under hydrogen atmosphere overnight. The catalyst was filtrated off and the solution was concentrated *in vacuo* to afford *N*-(5-ethylpyridin-2-yl)pivalamide (22 g, 95%). ¹H NMR

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(CDCl₃, 300 MHz) δ 8.15 (d, J = 8.4, 1H), 8.09 (d, J = 2.4, 1H), 7.96 (br s, 1H), 7.54 (dd, J = 8.4 and 2.4, 1H), 2.61 (q, J = 7.5, 2H), 1.30 (s, 9H), 1.23 (t, J = 7.5, 3H).

[00487] *Step d: 5-Ethyl-2-pivalamidopyridine 1-oxide*

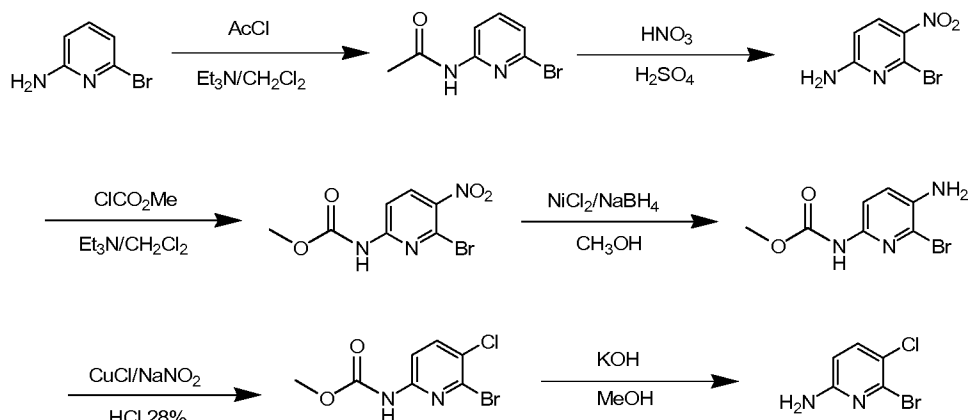
[00488] H₂O₂ (30%, 34 mL, 0.33 mol) was added to a solution of *N*-(5-ethylpyridin-2-yl)pivalamide (22 g, 0.11 mol) in acetic acid (200 mL). The mixture was stirred overnight at 80 °C. The reaction mixture was poured into water and was extracted with EtOAc. The organics were washed with saturated Na₂SO₃ solution and NaHCO₃ solution before being dried over MgSO₄. The solvent was evaporated *in vacuo* to afford 5-ethyl-2-pivalamidopyridine 1-oxide (16 g, 67%), which was used for the next step without further purification.

[00489] *Step e: N-(6-Chloro-5-ethylpyridin-2-yl)pivalamide*

[00490] Et₃N (123 mL, 93.6 mmol) was added to a solution of 5-ethyl-2-pivalamidopyridine 1-oxide (16.0 g, 72.0 mmol) in POCl₃ (250 mL) and the reaction mixture was heated at reflux for 3 days. Excess POCl₃ was distilled off and the residue was poured into water. The mixture was neutralized with aqueous NaOH to pH 9. The aqueous layer was extracted with ethyl acetate. The organic layer was dried over MgSO₄ and the solvent was evaporated *in vacuo*. The residue was purified by chromatography on silica gel (10% EtOAc in petroleum ether) to afford *N*-(6-chloro-5-ethylpyridin-2-yl)pivalamide (900 mg, 5%) and unreacted 5-ethyl-2-pivalamidopyridine 1-oxide (4.8 g). ¹H NMR (CDCl₃, 300 MHz) δ 8.12 (d, J = 8.7, 1H), 7.94 (br s, 1H), 7.56 (d, J = 8.7, 1H), 2.70 (q, J = 7.5, 2H), 1.30 (s, 9H), 1.23 (t, J = 7.5, 3H).

[00491] *Step f: 6-Chloro-5-ethylpyridin-2-amine*

[00492] A suspension of *N*-(6-chloro-5-ethylpyridin-2-yl)pivalamide (1.16 g, 4.82 mmol) in 6N HCl (20 mL) was heated at reflux overnight. The reaction mixture was cooled to room temperature and was treated with aqueous NaOH to pH 8. The aqueous layer was extracted with EtOAc. The organic layer was dried over MgSO₄ and the solvent was evaporated *in vacuo*. The residue was purified by chromatography on silica gel (5% EtOAc in petroleum ether) to afford 6-chloro-5-ethylpyridin-2-amine (650 mg, 86%). ¹H NMR (CDCl₃, 400 MHz) δ 7.35 (d, J = 8.4, 1H), 6.45 (d, J = 8.4, 1H), 2.61 (q, J = 7.6, 2H), 1.18 (t, J = 7.6, 3H).

[00493] I. 6-Bromo-5-chloropyridin-2-amine**[00494]** *Step a: N-(6-Bromopyridin-2-yl)acetamide*

[00495] To a solution of 6-bromopyridin-2-amine (10 g, 0.060 mol) and Et₃N (25 g, 0.27 mol) in CH₂Cl₂ (300 mL) was added AcCl (13 g, 0.17 mol) at 0 ° C. The mixture was stirred overnight. The reaction mixture was diluted with water and extracted with EtOAc (200 mL × 3). The combined organic layers were dried over anhydrous Na₂SO₄ and evaporated under vacuum to give *N*-(6-bromopyridin-2-yl)acetamide (11 g, 88%). ¹H NMR (400 MHz, CDCl₃) δ 8.15 (d, *J* = 8.0 Hz, 1H), 7.97 (brs, 1H), 7.55 (t, *J* = 8.0 Hz, 1H), 7.18 (d, *J* = 8.0 Hz, 1H), 2.19 (s, 3H).

[00496] *Step b: 6-Bromo-5-nitropyridin-2-amine*

[00497] To a solution of *N*-(6-bromopyridin-2-yl)acetamide (9.0 g, 40 mmol) in H₂SO₄ (100 mL) was added HNO₃ (69%, 5.5 g, 60 mmol) dropwise at 0 ° C. The mixture was stirred at this temperature for 4 hours, and was then poured into ice-water. The mixture was extracted with EtOAc (100 mL × 3). The combined organic layers were dried over anhydrous Na₂SO₄ and evaporated under vacuum to give 6-bromo-5-nitropyridin-2-amine (7.5 g, 82%). ¹H NMR (400 MHz, DMSO) δ 8.10 (d, *J* = 8.8 Hz, 1H), 7.73 (brs, 2H), 6.46 (d, *J* = 8.8 Hz, 1H).

[00498] *Step c: Methyl 6-bromo-5-nitropyridin-2-ylcarbamate*

[00499] To a solution of 6-bromo-5-nitropyridin-2-amine (1.4 g, 10 mmol), Et₃N (2.0 g, 20 mol) and DMAP (70 mg) in CH₂Cl₂ (20 mL) was added ClCO₂Me (1.3 g, 10 mmol) dropwise at 0 ° C. The mixture was stirred overnight. The reaction mixture was diluted with water and extracted with EtOAc (20 mL × 3). The combined organic layers were dried over anhydrous Na₂SO₄ and evaporated under vacuum to give methyl 6-bromo-5-nitropyridin-2-

ylcarbamate (1.4 g, 82%). ¹H NMR (400 MHz, DMSO) δ 10.78 (brs, 1H), 8.56 (d, *J* = 9.2 Hz, 1H), 8.05 (d, *J* = 8.4 Hz, 1H), 3.70 (s, 3H).

[00500] *Step d: Methyl 5-amino-6-bromopyridin-2-ylcarbamate*

[00501] To a solution of methyl 6-bromo-5-nitropyridin-2-ylcarbamate (700 mg, 2.5 mmol) in CH₃OH (20 mL) was added NiCl₂ (1.2 g, 5.1 mmol) and NaBH₄ (300 mg, 7.6 mmol) successively at 0 ° C. The mixture was stirred for 20 seconds. The reaction mixture was diluted with water and extracted with EtOAc (20 mL × 3). The combined organic layers were dried over anhydrous Na₂SO₄ and evaporated under vacuum to give methyl 5-amino-6-bromopyridin-2-ylcarbamate (600 mg, 96%). ¹H NMR (400 MHz, CDCl₃) δ 7.75 (d, *J* = 8.4 Hz, 1H), 7.13 (brs, 1H), 7.09 (d, *J* = 8.8 Hz, 1H), 3.81 (s, 3H).

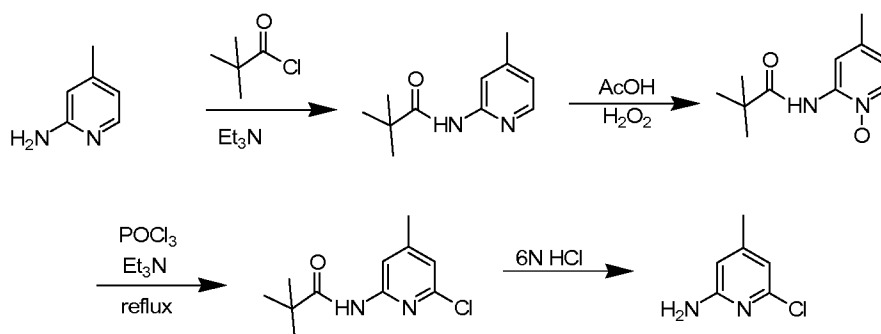
[00502] *Step e: Methyl 6-bromo-5-chloropyridin-2-ylcarbamate*

[00503] To a mixture of methyl 5-amino-6-bromopyridin-2-ylcarbamate (100 mg, 0.41 mmol) and CuCl (120 mg, 1.6 mmol) in HCl (28%, 10 mL) was added and NaNO₂ (29 mg, 0.41 mmol) at 0 ° C. The mixture was stirred at room temperature for 2 hr. The reaction mixture was diluted with water and extracted with ethyl acetate (20 mL × 3). The combined organic layers were dried over anhydrous Na₂SO₄ and evaporated under vacuum to give methyl 6-bromo-5-chloropyridin-2-ylcarbamate (80 mg, 75%). ¹H NMR (400 MHz, CDCl₃) δ 7.93 (d, *J* = 8.8 Hz, 1H), 7.69 (d, *J* = 8.8 Hz, 1H), 7.38 (brs, 1H), 3.82 (s, 3H).

[00504] *Step f: 6-Bromo-5-chloropyridin-2-amine*

[00505] To a solution of methyl 6-bromo-5-chloropyridin-2-ylcarbamate (1.1 g, 4.1 mmol) in methanol (50 mL) was added KOH (700 mg, 13 mmol) at room temperature. The mixture was heated at reflux for 2 hr. The reaction mixture was diluted with water and extracted with ethyl acetate (20 mL × 3). The combined organic layers were dried over anhydrous Na₂SO₄ and evaporated under vacuum. The residue was purified by column chromatography on silica gel (5 % to 10 % EtOAc in petroleum ether) to give 6-bromo-5-chloropyridin-2-amine (700 mg, 81%). ¹H NMR (400 MHz, CDCl₃) δ 7.54 (d, *J* = 8.0 Hz, 1H), 6.41 (d, *J* = 8.4 Hz, 1H).

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[00506] J. 6-Chloro-4-methylpyridin-2-amine**[00507]** *Step a: N-(4-Methylpyridin-2-yl)pivalamide*

[00508] To a solution of 4-methylpyridin-2-amine (25.0 g, 0.230 mol) and Et₃N (35.0 g, 0.350 mol) in CH₂Cl₂ (200 ml) was added pivaloyl chloride (33.1 g, 0.270 mol) drop-wise. The mixture was stirred for 4 h under N₂ atmosphere. The reaction mixture was quenched with water and was extracted with ethyl acetate (200 mL × 3). The combined organic extracts were dried over anhydrous Na₂SO₄, evaporated under vacuum and purified by chromatography on silica gel (20% ethyl acetate in petroleum ether) to afford *N*-(4-methylpyridin-2-yl)pivalamide (36.2 g, 82%). ¹H NMR (CDCl₃, 300 MHz) δ 8.09-8.08 (m, 2H), 8.00 (br s, 1H), 6.83 (dd, *J* = 4.8, 0.6 Hz, 1H), 2.33 (s, 3H), 1.30 (s, 9H).

[00509] *Step b: 4-Methylpyridin-2-ylpivalamide-1-oxide*

[00510] To a solution of *N*-(4-methylpyridin-2-yl)pivalamide (10 g, 52 mmol) in AcOH (300 ml) was added H₂O₂ (7.0 ml, 68 mmol) drop-wise at 0 °C. The mixture was stirred overnight at 70 °C. The reaction mixture was quenched with water, extracted with ethyl acetate (200 mL × 3) and washed with saturated Na₂SO₃. The combined organic extracts were dried over anhydrous Na₂SO₄, and evaporated under vacuum. The residue was purified by chromatography on silica gel (5% ethyl acetate in petroleum ether) to afford 4-methylpyridin-2-ylpivalamide-1-oxide (8.4 g, 77%). ¹H NMR (CDCl₃, 300 MHz) δ 10.38 (br s, 1H), 10.21 (br s, 1H), 8.34 (s, 1H), 8.26 (d, *J* = 6.9 Hz, 1H), 6.83 (d, *J* = 6.9 Hz, 1H), 2.37 (s, 3H), 1.33 (s, 9H).

[00511] *Step c: N-(6-Chloro-4-methylpyridin-2-yl)pivalamide*

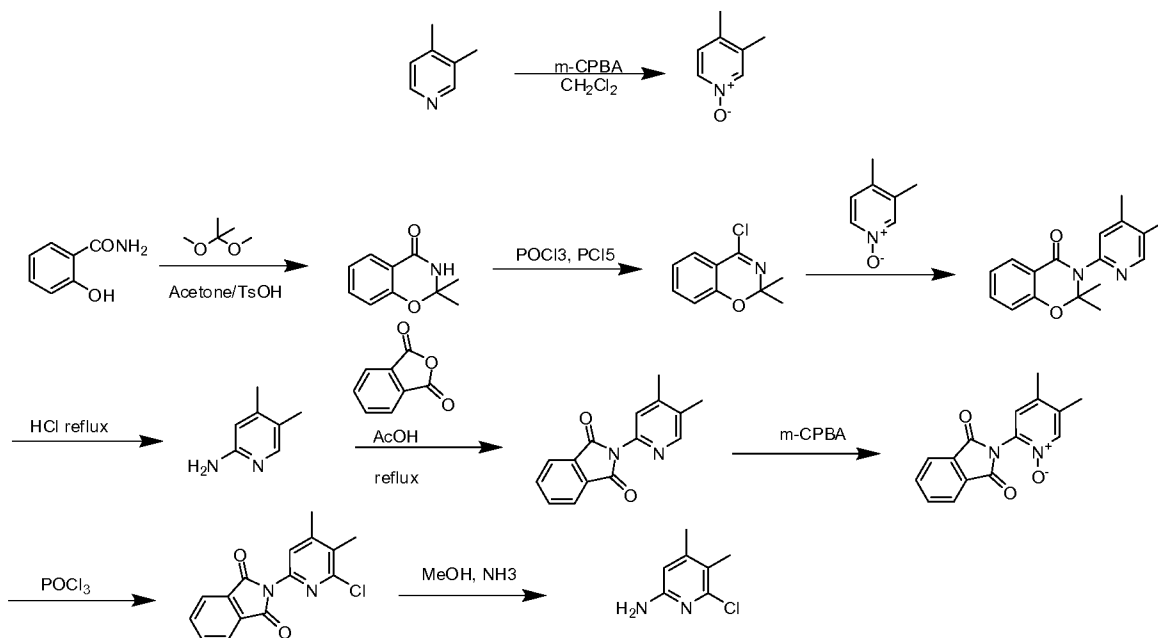
[00512] To a solution of 4-methylpyridin-2-ylpivalamide-1-oxide (3.0 g, 14 mmol) in POCl₃ (30 mL) was added Et₃N (6.0 mL, 43 mmol) drop-wise at 0 °C. Then mixture was stirred at 100 °C for 3 days. The mixture was quenched with water, treated with aqueous NaOH to pH 8-9, and extracted with ethyl acetate (50 mL × 3). The combined organic extracts were dried over anhydrous Na₂SO₄, evaporated under vacuum and purified by chromatography on silica gel (15% ethyl acetate in petroleum ether) to afford *N*-(6-chloro-4-methylpyridin-2-yl)pivalamide

(520 mg, 16%). $^1\text{H NMR}$ (CDCl_3 , 300 MHz) δ 8.03 (s, 1H), 7.93 (br s, 1H), 6.87 (s, 1H), 2.33 (s, 3H), 1.29 (s, 9H).

[00513] *Step d: 6-Chloro-4-methylpyridin-2-amine*

[00514] A solution of *N*-(6-chloro-4-methylpyridin-2-yl)pivalamide (500 mg, 2.21 mmol) in HCl (40 mL, 6 M) was stirred for 6 hours at 90 °C. The mixture was cooled to room temperature and neutralized with NaOH to pH 10. The mixture was extracted with ethyl acetate, evaporated under vacuum, and purified by chromatography on silica gel (5% ethyl acetate in petroleum ether) to afford 6-chloro-4-methylpyridin-2-amine (257 mg, 82%). $^1\text{H NMR}$ (CDCl_3 , 300 MHz) δ 6.52 (s, 1H), 6.26 (s, 1H), 2.23 (s, 3H).

[00515] K. 6-Chloro-4,5-dimethylpyridin-2-amine



[00516] *Step a: 3,4-Dimethylpyridine 1-oxide*

[00517] To a solution of 3,4-dimethylpyridine (100.0 g, 0.93 mol) in dichloromethane was added *m*-CPBA (320.0 g, 1.87 mol) at the room temperature. The reaction mixture was stirred at room temperature overnight, and then quenched with saturated solution of $\text{Na}_2\text{S}_2\text{O}_3$ (100 mL). The organic layer was separated and the aqueous phase was extracted with CH_2Cl_2 (300 mL \times 3). The combined organic layers were dried over anhydrous Na_2SO_4 , filtered and evaporated under *vacuum* to yield a residue that was purified by column chromatography on silica gel (10-100% MeOH in EtOAc) to give 3,4-dimethylpyridine 1-oxide (70.0 g, 61%).

[00518] *Step b: 2,2-Dimethyl-2H-benzo[e][1,3]oxazin-4(3H)-one*

[00519] To a solution of 3-hydroxy-benzamide (50 g, 0.36 mol) in acetone (300 mL) was added 2, 2-dimethoxy-propane (100 mL) and p-toluene sulfonic acid (5g, 0.03mol) and the mixture was heated to reflux overnight. The solvent was evaporated under vacuum to give crude 2,2-dimethyl-2H-benzo[e][1,3]oxazin-4(3H)-one (55 g, 86%) that was used in the next step without further purification. ¹H NMR (300 MHz, CDCl₃) δ 7.91 (dd, *J* = 1.8, 7.8 Hz 1 H), 7.44 (t, *J* = 7.8 Hz 1 H), 7.35 (brs, 1 H), 7.05 (t, *J* = 7.8 Hz 1 H), 6.91 (d, *J* = 8.1 Hz 1 H), 1.65 (s, 6 H).

[00520] *Step c: 4-Chloro-2,2-dimethyl-2H-benzo[e][1,3]oxazine*

[00521] To a solution of 2,2-dimethyl-2H-benzo[e][1,3]oxazin-4(3H)-one (100 g, 0.56mol) in POCl₃ (500 mL) was added PCl₅ (170 g, 0.84mol) at the room temperature. The mixture was heated at 60°C overnight. The solvent was removed by distillation under atmospheric pressure and the residue was distilled under reduced pressure (85-86°C, 2.5 mmHg) to give 4-chloro-2,2-dimethyl-2H-benzo[e][1,3]oxazine (50 g, 45%). ¹H NMR (400 MHz, CDCl₃) δ 7.55 (dd, *J* = 1.6, 8.4 Hz, 1 H), 7.38 (dt, *J* = 1.6, 8.0 Hz 1 H), 6.95 (t, *J* = 6.8 Hz 1 H), 6.79 (d, *J* = 8.0 Hz 1 H), 1.61 (s, 6 H).

[00522] *Step d: 3-(4,5-dimethylpyridin-2-yl)-2,2-dimethyl-2H-benzo[e][1,3]oxazin-4(3H)-one*

[00523] To a solution of 4-chloro-2,2-dimethyl-2H-benzo[e][1,3]oxazine (50 g, 0.26 mol) in CH₂Cl₂ (200 mL) was added 3,4-dimethylpyridine 1-oxide (65 g, 0.52mol) at the room temperature. The mixture was heated to reflux overnight. The precipitate was filtered off and the filtrate was concentrated under vacuum to yield a residue that was purified by column chromatography on silica gel (10% ethyl acetate in petroleum ether) to give 3-(4,5-dimethylpyridin-2-yl)-2,2-dimethyl-2H-benzo[e][1,3]oxazin-4(3H)-one (9 g, 13%). ¹H NMR (300 MHz, *d*-DMSO) δ 8.25 (s, 1 H), 7.78 (d, *J* = 6.6 Hz, 1 H), 7.54-7.51 (m, 1 H), 7.16-7.11 (m, 2 H), 7.05 (d, *J* = 8.4 Hz, 1 H), 2.26 (s, 3 H), 2.23 (s, 3 H), 1.60 (s, 6 H)

[00524] *Step e: 4,5-Dimethylpyridin-2-amine*

[00525] A solution of 3-(4,5-dimethylpyridin-2-yl)-2,2-dimethyl-2H-benzo[e][1,3]oxazin-4(3H)-one (9 g, 0.03 mol) in concentrated hydrochloric acid (100 mL) was heated at reflux overnight. The mixture was basified by saturated solution of Na₂CO₃ and extracted with CH₂Cl₂ (100 mL ×3). The combined organic layers were dried over anhydrous Na₂SO₄, filtered and evaporated under vacuum to give 4,5-dimethylpyridin-2-amine (3.8 g, 97%), that was directly used in the next step without further purification.

[00526] *Step f: 2-(4,5-dimethylpyridin-2-yl)-isoindoline-1,3-dione*

[00527] To a solution of 4,5-dimethylpyridin-2-amine (2.1 g, 0.02 mol) in acetic acid (40 mL) was added isobenzofuran-1,3-dione (2.5g, 0.02mol) at the room temperature. The mixture was heated at 90°C overnight. The resulting solution was basified by saturated solution of NaHCO₃ and extracted with ethyl acetate (50 mL×3). The combined organic layers were dried over anhydrous Na₂SO₄, filtered and evaporated under vacuum to give 2-(4,5-dimethylpyridin-2-yl)-isoindoline-1,3-dione (1.7g, 40%) ¹H NMR (300 MHz, DMSO) δ 8.33 (s, 1 H), 7.97-7.91 (m, 4 H), 7.32 (s, 1 H), 2.30 (s, 3 H), 2.27 (s, 3 H).

[00528] *Step g: 2-(1,3-Dioxoisindolin-2-yl)-4,5-dimethylpyridine 1-oxide*

[00529] To a solution of 2-(4,5-dimethylpyridin-2-yl)-isoindoline-1,3-dione (1.7 g, 0.01mol) in CH₂Cl₂ (50 mL) was added *m*-CPBA (3.5g, 0.02mol) at the room temperature. The mixture was stirred overnight, then quenched by addition of a saturated solution of Na₂S₂O₃ (100 mL). The organic layer was separated and the aqueous phase was extracted with CH₂Cl₂ (50 mL×3). The combined organic layers were dried over anhydrous Na₂SO₄, filtered and evaporated under vacuum to give 2-(1,3-dioxoisindolin-2-yl)-4,5-dimethylpyridine 1-oxide (1.5g, 83%), which was used directly in the next step.

[00530] *Step h: 2-(6-chloro-4,5-dimethylpyridin-2-yl)isoindoline-1,3-dione*

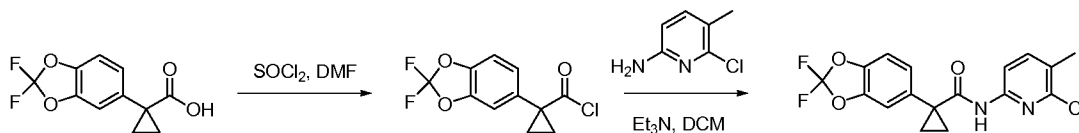
[00531] To a solution of 2-(1,3-dioxoisindolin-2-yl)-4,5-dimethylpyridine 1-oxide (1.5g, 0.01 mol) in POCl₃ (50 mL) was added Et₃N (680 mg, 0.01mol) at room temperature. The mixture was stirred at 80°C for 2 hr, and then carefully poured into the mixture of saturation NaHCO₃ solution and ice water. The mixture was extracted with EtOAc (50 mL×3). The combined organic layers were dried over anhydrous Na₂SO₄, filtered and evaporated under vacuum to give a crude residue that was purified by column chromatography on silica gel (10-15 % ethyl acetate in petroleum ether) to give 2-(6-chloro-4,5-dimethylpyridin-2-yl)isoindoline-1,3-dione (650 mg, 41%). ¹H NMR (300 MHz, CDCl₃) δ 7.97-7.92 (m, 2 H), 7.82-7.78 (m, 2 H), 7.16 (s, 1H), 2.41 (s, 3 H), 2.39 (s, 3 H).

[00532] *Step i: 6-Chloro-4,5-dimethylpyridin-2-amine*

[00533] A solution of 2-(6-chloro-4,5-dimethylpyridin-2-yl)isoindoline-1,3-dione (650 mg, 2.27mmol) in ammonia in methanol (2 M, 50 mL) was stirred at the room temperature overnight. The mixture was diluted with water (50 mL) and extracted with ethyl acetate (50 mL×3). The combined organic layers were dried over anhydrous Na₂SO₄, filtered and evaporated under vacuum to give a crude residue that was purified by silica gel column chromatography (10-15 % ethyl acetate in petroleum ether) to give 6-chloro-4,5-

dimethylpyridin-2-amine (160 mg, 46%). ^1H NMR (300 MHz, *d*-DMSO) δ 6.21 (s, 1 H), 5.93 (brs, 2 H), 2.11 (s, 3 H), 2.05 (s, 3 H). MS (ESI) m/z ($M+H^+$): 157.2.

[00534] *L. N-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*



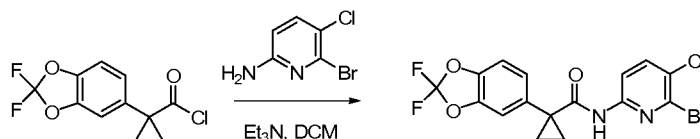
[00535] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride*

[00536] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxylic acid (18.8 g, 78.0 mmol) in thionyl chloride (17.0 mL, 233 mmol) was added *N,N*-dimethylformamide (200 μL , 2.6 mmol). The reaction mixture was stirred at room temperature for 2 hours. Excess thionyl chloride and *N,N*-dimethylformamide were removed *in vacuo* and the resulting acid chloride was used directly in next step.

[00537] *Step b: N-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00538] To a solution of 6-chloro-5-methylpyridin-2-amine (11.1 g, 78.0 mmol) and Et_3N (22.0 mL, 156 mmol) in dichloromethane (100 mL) was added a solution of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride (20.3 g, 78.0 mmol) in dichloromethane (50 mL). The resulting reaction mixture was allowed to stir at room temperature for 18 hours. The reaction mixture was then washed with 1N aqueous NaOH (2 x 200 mL), 1 N aqueous HCl (1 x 200 mL), and saturated aqueous NaHCO_3 (1 x 200 mL). The organics were dried over sodium sulfate and evaporated to yield *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (26.9 g, 94% over two steps). ESI-MS m/z calc. 366.1, found 367.3 ($M+1$) $^+$. Retention time 2.19 minutes. ^1H NMR (400 MHz, DMSO- d_6) δ 9.30 (s, 1H), 7.89-7.87 (m, 1H), 7.78-7.76 (m, 1H), 7.54-7.53 (m, 1H), 7.41-7.39 (m, 1H), 7.33-7.30 (m, 1H), 2.26 (s, 3H), 1.52-1.49 (m, 2H), 1.19-1.16 (m, 2H).

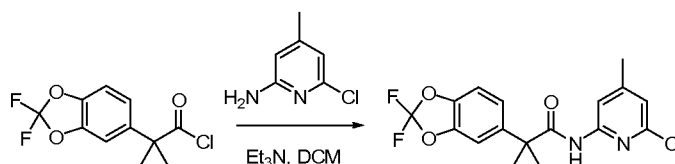
[00539] *M. N-(6-Bromo-5-chloropyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*



[00540] 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride (0.878

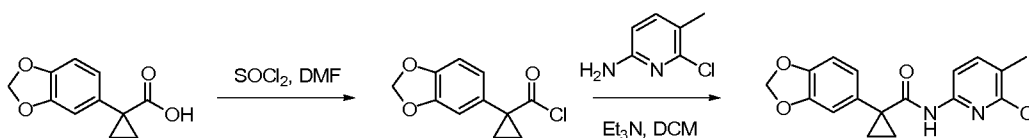
g, 3.37 mmol) was placed in an oven-dried flask which was allowed to cool under nitrogen. Dichloromethane (10 mL), triethylamine (1.42 mL, 10.1 mmol) and 6-bromo-5-chloropyridin-2-amine (10.1 mmol) were added and the reaction mixture was stirred for 16 hours. The reaction mixture was then washed with a saturated aqueous solution of sodium chloride, evaporated to near dryness, and then purified on 40 g of silica gel utilizing a gradient of 0-30% ethyl acetate in hexanes to yield *N*-(6-bromo-5-chloropyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (1.01 g, 69%). ESI-MS *m/z* calc. 429.9, found; 431.3 (M+)⁺ Retention time 2.33 minutes.

[00541] *N*-(6-Chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00542] To a solution of 6-chloro-4-methylpyridin-2-amine (300 mg, 2.1 mmol) and Et₃N (1.8 mL, 13 mmol) in dichloromethane (5 mL) was added a solution of 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride (1.6 g, 6.3 mmol) in dichloromethane (5 mL). The resulting reaction mixture was allowed to stir at room temperature for 18 hours. The reaction mixture was diluted with dichloromethane (10 mL) and was washed with 1N aqueous HCl (1 x 20 mL) and saturated aqueous NaHCO₃ (1 x 20 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting residue was purified by silica gel chromatography eluting with a gradient of 0-70% ethyl acetate in hexane to yield *N*-(6-chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (700 mg, 91%). ESI-MS *m/z* calc. 366.1, found 366.9 (M+)⁺. Retention time 2.15 minutes.

[00543] *O*-(1-(Benzo[*d*][1,3]dioxol-5-yl)-*N*-(6-chloro-5-methylpyridin-2-yl)cyclopropanecarboxamide



[00544] *Step a: 1-(Benzo[*d*][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride*

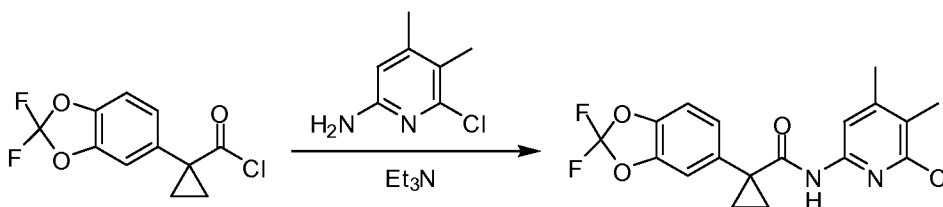
[00545] To 1-(benzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxylic acid (100 mg, 0.50 mmol) in thionyl chloride (110 μL, 1.5 mmol) was added *N,N*-dimethylformamide (20 μL, 0.26

mmol). The reaction mixture was stirred at room temperature for 30 minutes. Excess thionyl chloride and *N,N*-dimethylformamide were removed *in vacuo* and the resulting acid chloride was used directly in next step.

[00546] *Step b: 1-(Benzo[d][1,3]dioxol-5-yl)-N-(6-chloro-5-methylpyridin-2-yl)cyclopropanecarboxamide*

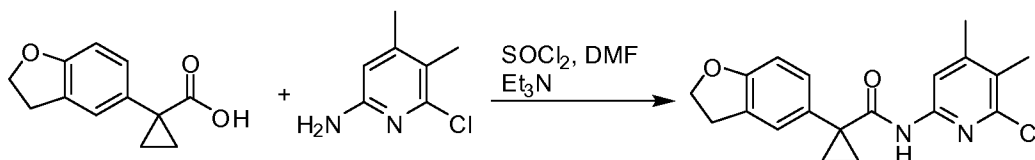
[00547] To a solution of 6-chloro-5-methylpyridin-2-amine (71 mg, 0.50 mmol) and Et₃N (140 μL, 1.0 mmol) in dichloromethane (2 mL) was added a solution of 1-(benzo[d][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride (110 mg, 0.50 mmol) in dichloromethane (2 mL). The resulting reaction mixture was allowed to stir at room temperature for 18 hours. The reaction mixture was then washed with 1 N aqueous HCl (1 x 5 mL) and saturated aqueous NaHCO₃ (1 x 5 mL). The organic layer was dried over sodium sulfate and evaporated to yield 1-(benzo[d][1,3]dioxol-5-yl)-*N*-(6-chloro-5-methylpyridin-2-yl)cyclopropanecarboxamide (120 mg, 71% over 2 steps). ¹H NMR (400 MHz, DMSO-d₆) δ 8.64 (s, 1H), 7.94-7.91 (m, 1H), 7.79-7.77 (m, 1H), 7.09 (m, 1H), 7.00-6.88 (m, 2H), 6.06 (s, 2H), 2.25 (s, 3H), 1.47-1.44 (m, 2H), 1.13-1.10 (m, 2H) ESI-MS *m/z* calc. 330.1, found 331.5 (M+1)⁺. Retention time 1.99 minutes.

[00548] *P. N-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*



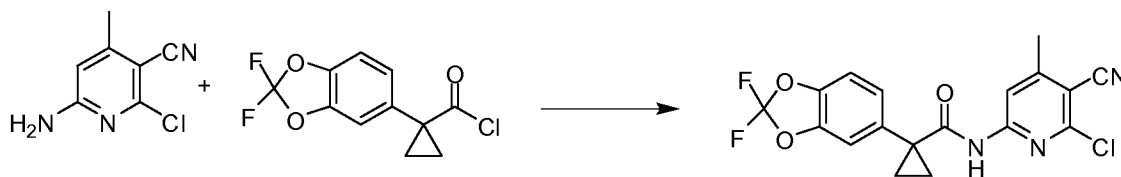
[00549] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride (676 mg, 2.6 mmol) and 6-chloro-4,5-dimethylpyridin-2-amine (314 mg, 2.0 mmol), dichloromethane (7.0 mL) and Et₃N (835 μL, 6 mmol) were added. The reaction was stirred at room temperature for 1 hour. The reaction was diluted with dichloromethane and washed with 1 N HCl (3x) and saturated aqueous NaHCO₃ (3x). The organic layer was dried over anhydrous Na₂SO₄ and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel to yield *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (560 mg, 73%). ESI-MS *m/z* calc. 380.07, found 381.3 (M+1)⁺. Retention time 2.18 minutes.

[00550] *Q. N-(6-Chloro-4,5-dimethylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide*



[00551] To 1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxylic acid (380 mg, 1.86 mmol) in thionyl chloride (406.1 μ L, 5.580 mmol) was added *N,N*-dimethyl formamide (41 μ L, 0.53 mmol). The reaction mixture was stirred at room temperature for 30 minutes before excess thionyl chloride and *N,N*-dimethyl formamide were removed *in vacuo* to yield the acid chloride. The acid chloride was then dissolved in dichloromethane (5 mL) and added slowly to a solution of 6-chloro-4,5-dimethylpyridin-2-amine (350 mg, 2.23 mmol) and triethylamine (778 μ L, 5.58 mmol) in dichloromethane (5 mL). The resulting reaction mixture was stirred at room temperature for 14 hours. The reaction mixture was diluted with dichloromethane (10 mL) and washed with 1N aqueous HCl (10 mL) and a saturated aqueous NaHCO_3 solution (10 mL). The organic layer was dried over Na_2SO_4 , filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide as a pale yellow solid (0.330 g, 51.76%). ESI-MS *m/z* calc. 342.11, found 343.3 ($\text{M}+1$)⁺. Retention time 2.09 minutes.

[00552] R. *N*-(6-Chloro-5-cyano-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide

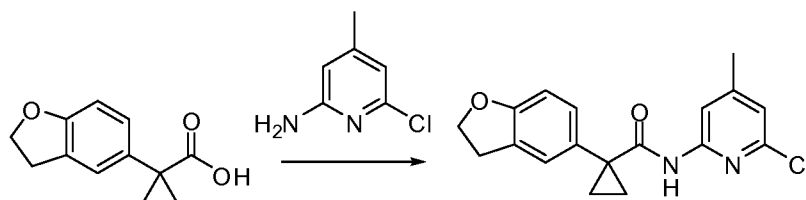


[00553] 6-Amino-2-chloro-4-methylnicotinonitrile (252 mg, 1.50 mmol) was dissolved in a mixture of anhydrous *N,N'*-dimethylformamide (DMF, 0.5 mL) and anhydrous tetrahydrofuran (THF, 4.5 mL). The reaction tube was placed in a beaker full of room temperature water to help maintain the reaction temperature. Sodium hydride (84.23 mg, 2.106 mmol, 60% by weight in mineral oil) was added and the resulting suspension was allowed to stir for 5 minutes. 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarbonyl chloride (392.0 mg, 1.5 mmol) was added and the reaction mixture turned dark red. The crude material was evaporated to dryness, re-dissolved in a minimum of dichloromethane, and purified on 12 g of silica utilizing a

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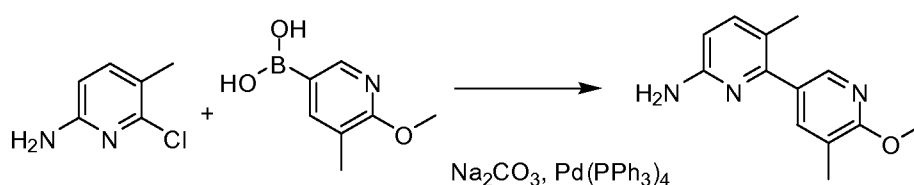
gradient of 0-50% ethyl acetate in hexanes to yield the pure product as a pale yellow solid (0.589 g, 63%). ESI-MS m/z calc. 391.0, found 392.0 ($M+1$)⁺. Retention time 2.06 minutes.

[00554] S. N-(6-Chloro-4-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide



[00555] To 1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxylic acid (570 mg, 2.8 mmol) in thionyl chloride (0.61 mL, 8.4 mmol) was added *N,N*-dimethylformamide (62 μ L, 0.80 mmol). The reaction mixture was stirred for one hour before the excess thionyl chloride and *N,N*-dimethylformamide were removed *in vacuo* to yield the acid chloride as an oil. The acid chloride was then dissolved in dichloromethane (5 mL) and was added slowly to a solution of 6-chloro-4-methylpyridin-2-amine (400 mg, 2.8 mmol) and triethylamine (1.2 mL, 8.4 mmol) in dichloromethane (5 mL). The resulting reaction mixture was allowed to stir at room temperature overnight. The reaction mixture was diluted with dichloromethane (5 mL) and was washed with 1N aq HCl (10 mL) and then a saturated NaHCO₃ solution (10 mL). The organics were dried over Na₂SO₄ and evaporated to dryness. The resulting oil was purified by silica gel chromatography eluting with 0-30% ethyl acetate in hexanes to yield the product (770 mg, 84%). ESI-MS m/z calc. 328.1, found 329.2 ($M+1$)⁺. Retention time 1.91 minutes.

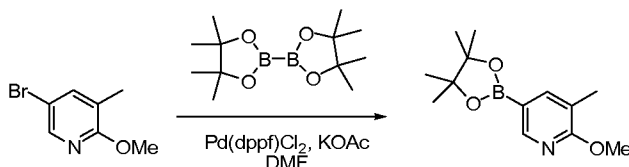
[00556] T. 6'-Methoxy-3,5'-dimethyl-2,3'-bipyridin-6-amine



[00557] 6-Chloro-5-methylpyridin-2-amine (1.426 g, 10 mmol), 6-methoxy-5-methylpyridin-3-ylboronic acid (2.0 g, 12 mmol) and Pd(PPh₃)₄ (577.8 mg, 0.5 mmol) were combined in a flask. DME (100 mL) was added followed by aqueous Na₂CO₃ (10.00 mL of 2 M, 20.0 mmol). The flask was fitted with a condenser and heated at 80 °C for 12 hours under N₂ atmosphere. More Pd(PPh₃)₄ (577.8 mg, 0.5 mmol) was added, the condenser was removed and the flask was fitted with a rubber stopper. N₂ (g) was flushed through the flask and the reaction was stirred at 80 °C for an additional 12 hours under N₂(g) balloon. The reaction mixture was filtered through a bed of Celite, the Celite was washed with ethyl acetate and the

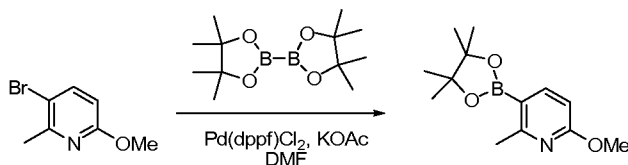
combined filtrates were concentrated. The residue was purified by column chromatography (30 - 100% ethyl acetate-Hexanes) to yield 680mg of the product as an orange solid. $^1\text{H NMR}$ (400 MHz, DMSO- d_6) δ 8.10 (s, 1H), 7.66 (s, 1H), 7.29 (d, $J=8.3$ Hz, 1H), 6.37 (d, $J=8.3$ Hz, 1H), 5.75 (s, 2H), 3.91 (s, 3H), 2.18 (s, 3H), 2.14 (s, 3H). ESI-MS m/z calc. 229.1, found 230.5 ($M+1$) $^+$. Retention time 0.91 minutes.

[00558] U. 2-Methoxy-3-ethyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



[00559] 5-Bromo-2-methoxy-3-methylpyridine (400 mg, 2.0 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (610 mg, 2.4 mmol), and Pd(dppf)Cl₂ (82 mg, 0.10 mmol) were added to a dry flask and placed under N₂. Potassium acetate (590 mg, 6.0 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (DMF) (10 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (20 mL) and washed with water (20 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography eluting with 0-70% ethyl acetate in hexane to yield 2-methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (360 mg, 72%). ESI-MS m/z calc. 249.1, found 168.3 ($MW-C_6H_{10}+1$) $^+$. Retention time 0.33 minutes.

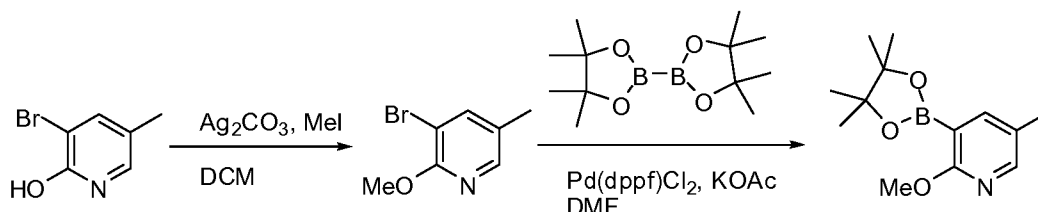
[00560] V. 6-Methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



[00561] 3-Bromo-6-methoxy-2-methylpyridine (400 mg, 2.0 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (610 mg, 2.4 mmol), and Pd(dppf)Cl₂ (82 mg, 0.10 mmol) were added to a dry flask and placed under N₂. Potassium acetate (590 mg, 6.0 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (DMF) (10 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (20 mL) and washed with water (20 mL). The organics were

dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography eluting with 0-70% ethyl acetate in hexane to yield 6-methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (300 mg, 60%). ESI-MS m/z calc. 249.1, found 168.3 ($MW-C_6H_{10}+1$)⁺. Retention time 0.37 minutes.

[00562] W. 2-Methoxy-5-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



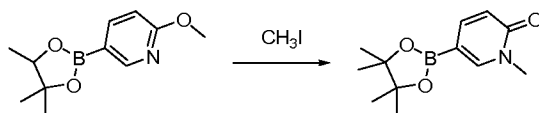
[00563] *Step a: 3-Bromo-2-methoxy-5-methylpyridine*

[00564] To 3-bromo-5-methylpyridin-2-ol (500 mg, 2.7 mmol) and silver carbonate (2.6 g, 9.6 mmol) suspended in dichloromethane (10 mL) was added iodomethane (0.83 mL, 13 mmol). The reaction mixture was allowed to stir at room temperature overnight. The reaction mixture was filtered through a pad of celite and the volatiles were evaporated to yield 3-bromo-2-methoxy-5-methylpyridine, which was used directly in the next step. ESI-MS m/z calc. 201.0, found 202.3 ($M+1$)⁺. Retention time 1.51 minutes.

[00565] *Step b: 2-Methoxy-5-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine*

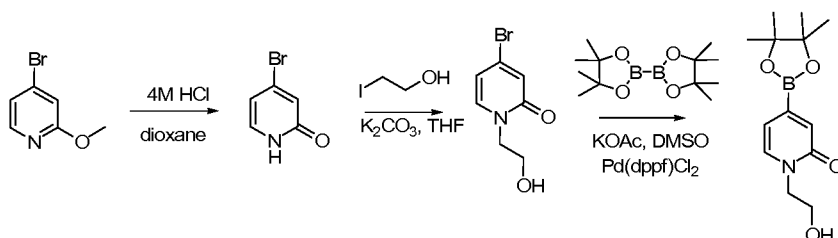
[00566] 3-Bromo-2-methoxy-5-methylpyridine (540 mg, 2.7 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (810 mg, 3.2 mmol), and Pd(dppf)Cl₂ (110 mg, 0.13 mmol) were added to a dry flask and placed under N₂. Potassium acetate (800 mg, 8.1 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (DMF) (15 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (20 mL) and washed with water (20 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography eluting with 0-100% ethyl acetate in hexane to yield 2-methoxy-5-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (450 mg, 67%). ESI-MS m/z calc. 249.1, found 168.3 ($MW-C_6H_{10}+1$)⁺. Retention time 0.27 minutes. ¹H NMR (400 MHz, CDCl₃) δ 8.03 (m, 1H), 7.80 (m, 1H), 3.94 (s, 3H), 2.22 (s, 3H), 1.36 (s, 12H).

[00567] X. 1-Methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one



[00568] A mixture of 2-methoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (235 mg, 1.00 mmol) and CH_3I (426 mg, 3.00 mmol) was heated at 80°C for 3 hours. The mixture was partitioned between ethyl acetate and H_2O . The aqueous layer was extracted with ethyl acetate and the combined organic layers were washed with brine, dried over MgSO_4 , and evaporated to dryness to afford 1-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one that was directly used in next step without further purification.

[00569] Y. 1-Methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one



[00570] *Step a: 4-Bromopyridin-2(1H)-one*

[00571] To a solution of 4-bromo-2-methoxypyridine (1.0 g, 5.3 mmol) in 1,4-dioxane (26 mL) was added 4M HCl aqueous solution (13 mL). The reaction was heated at 90°C for 5 hours and then at 50°C overnight. The solution was neutralized with 1N NaOH solution to pH 8-9 and extracted with ethyl acetate. The organics were dried over MgSO_4 and concentrated to yield 4-bromopyridin-2(1H)-one as a white solid (490 mg, 53 %). The aqueous layer was also concentrated, and then the residue was stirred with CH_2Cl_2 and filtered. The filtrate was concentrated to yield additional 4-bromopyridin-2(1H)-one (320 mg, 35 %). ESI-MS m/z calc. 173.0, found 174.3 ($\text{M}+1$)⁺. Retention time 0.32 minutes. ^1H NMR (400 MHz, $\text{DMSO}-d_6$) δ 11.87 (s, 1H), 7.36 (d, $J = 7.0$ Hz, 1H), 6.64 (d, $J = 2.0$ Hz, 1H), 6.37 (dd, $J = 2.0, 7.0$ Hz, 1H).

[00572] *Step b: 4-Bromo-1-(2-hydroxyethyl)pyridin-2(1H)-one*

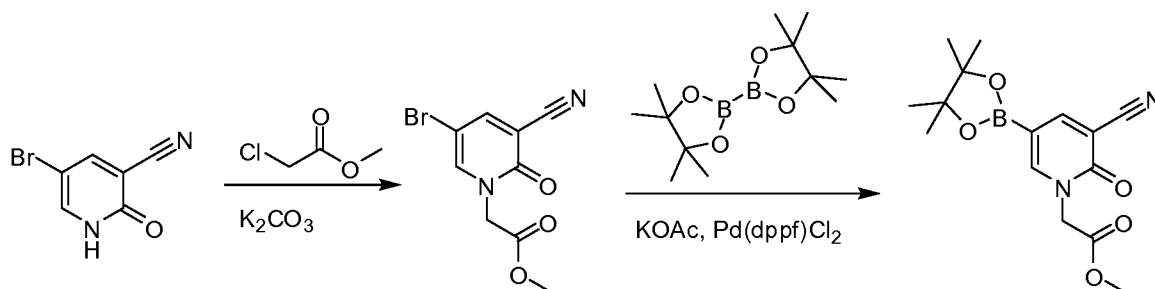
[00573] To a solution of 4-bromopyridin-2(1H)-one (174 mg, 1.00 mmol) in THF (3.5 mL) was added K_2CO_3 (1.38 g, 10.0 mmol) and 2-iodoethanol (156 μL , 2.00 mmol). The reaction was stirred at 80°C for 2 days before being cooled to room temperature and filtered. The filtrate was concentrated and purified by column chromatography (0 – 10% MeOH – CH_2Cl_2) to yield 4-bromo-1-(2-hydroxyethyl)pyridin-2(1H)-one as a pale yellow solid (30 mg, 7%). ESI-MS m/z calc. 217.0, found 218.3 ($\text{M}+1$)⁺. Retention time 0.33 minutes. ^1H NMR (400 MHz, $\text{DMSO}-d_6$) δ 7.57 (d, $J = 7.2$ Hz, 1H), 6.70 (d, $J = 2.2$ Hz, 1H), 6.44 (dd, $J = 2.2, 7.2$

Hz, 1H), 4.89 (t, J = 5.4 Hz, 1H), 3.91 (t, J = 5.4 Hz, 2H), 3.59 (q, J = 5.4 Hz, 2H).

[00574] *Step c: 1-(2-Hydroxyethyl)-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one*

[00575] A solution of 4-bromo-1-(2-hydroxyethyl)pyridin-2(1H)-one (30 mg, 0.14 mmol) in DMSO (1 mL) was added to a flask containing 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (43 mg, 0.17 mmol), potassium acetate (41 mg, 0.42 mmol) and Pd(dppf)Cl₂ (6.0 mg, 0.0070 mmol). The reaction was stirred under N₂ atmosphere at 80 °C overnight. The reaction was then stirred with ethyl acetate and water for 5 minutes before being filtered through Celite. The organic layer of the filtrate was washed with H₂O (3x). The intermediate product, 1-(2-hydroxyethyl)-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one, was found to be in the aqueous layer. The combined aqueous layers were concentrated. The residue was sonicated with DME (1 mL), filtered, and concentrated to give 1-(2-hydroxyethyl)-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one.

[00576] Z. Methyl 2-(3-cyano-2-oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-1(2H)-yl)acetate



[00577] *Step a: 2-(5-Bromo-3-cyano-2-oxopyridin-1(2H)-yl)acetate*

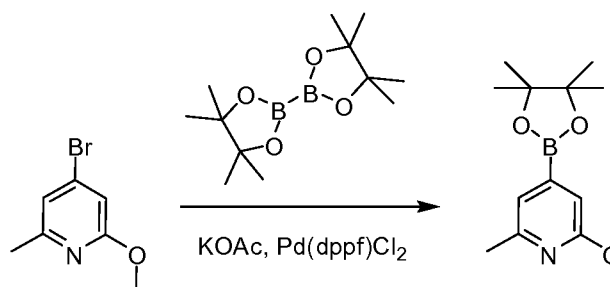
[00578] To 5-bromo-3-cyano-2(1H)-pyridinone (1.4 g, 7.0 mmol) and potassium carbonate (1.9 g, 1.3 mL, 14.1 mmol), THF (26.4 mL) and methyl chloroacetate (1.53 g, 1.2 mL, 14.1 mmol) were added. The reaction was stirred at 80 °C. The starting material didn't dissolve well in THF. After 3.5 hours, mainly starting material was observed. DMF (18 mL) was added and the starting material went into solution. The reaction was heated at 80 °C for 45 minutes. The desired mass was observed by LCMS. The reaction was filtered using ethyl acetate and the solvent was evaporated under reduced pressure. The crude product was separated by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield methyl 2-(5-bromo-3-cyano-2-oxopyridin-1(2H)-yl)acetate as a yellow solid (1.42 g, 74%). ESI-MS *m/z* calc. 271.07, found 271.3 (M+1)⁺. Retention time 0.59 minutes.

[00579] *Step b: Methyl 2-(3-cyano-2-oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-*

yl)pyridin-1(2H)-yl)acetate

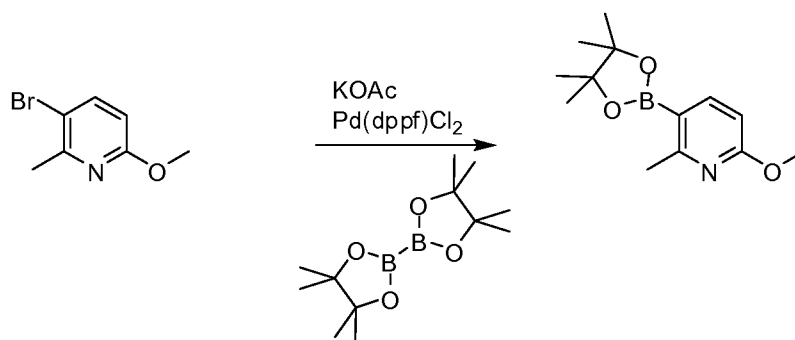
[00580] To methyl 2-(5-bromo-3-cyano-2-oxopyridin-1(2H)-yl)acetate (1.42 g, 5.23 mmol), bis(pinacol)diboron (1.73 g, 6.81 mmol), potassium acetate (1.54 g, 15.72 mmol) and anhydrous DMF (33 mL), Pd(dppf)Cl₂ (0.19 g, 0.26 mmol) was added and stirred at 80 °C for 18 hours under N₂. The solvent was evaporated under reduced pressure. To the crude product, ethyl acetate (40 mL) and water (40 mL) were added. The biphasic mixture was filtered through a plug of celite and the layers were separated. The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield methyl 2-(3-cyano-2-oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-1(2H)-yl)acetate. ESI-MS *m/z* calc. 318.13, found 319.3 (M+1)⁺. Retention time 1.41 minutes.

[00581] AA. 2-Methoxy-6-methyl-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



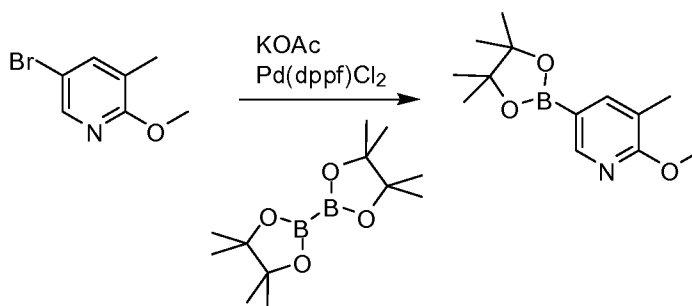
[00582] To 4-bromo-2-methoxy-6-methylpyridine (0.681 g, 3.37 mmol), bis(pinacol)diboron (1.11 g, 4.38 mmol), KOAc (0.992 g, 10.11 mmol) and anhydrous DMF (21 mL), Pd(dppf)Cl₂ (0.120 g, 0.163 mmol) was added and stirred at 80 °C for 18 hours. The solvent was evaporated under reduced pressure. To the crude product, ethyl acetate (40 mL) and water (40 mL) were added. The biphasic mixture was filtered through a plug of celite and the layers were separated. The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-50% ethyl acetate in hexane) to yield 2-methoxy-6-methyl-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine. ESI-MS *m/z* calc. 249.11, found 250.3 (M+1)⁺. Retention time 0.19 minutes.

[00583] AB. 6-Methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



[00584] To 3-bromo-6-methoxy-2-methylpyridine (1.0 g, 4.9 mmol) in N,N-dimethyl formamide (30 mL) was added bis(pinacol)diboron (1.5 g, 5.9 mmol), potassium acetate (1.4 g, 14.8 mmol), and Pd(dppf)Cl₂ (202.1 mg, 247.5 μmol). The reaction mixture was heated to 80 °C for 18 hours. The volatiles were removed to give a black solid which was partitioned between ethyl acetate (50 mL) and water (50 mL). The biphasic mixture was filtered through a pad of celite and the layers separated. The organics were dried over Na₂SO₃ and evaporated to dryness. The resulting solid was purified by silica gel chromatography eluting with 0-30% ethyl acetate in hexane to yield 6-methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (0.81 g, 65.7%). ESI-MS *m/z* calc. 249.11, found 250.5 (M+1)⁺. Retention time 1.06 minutes.

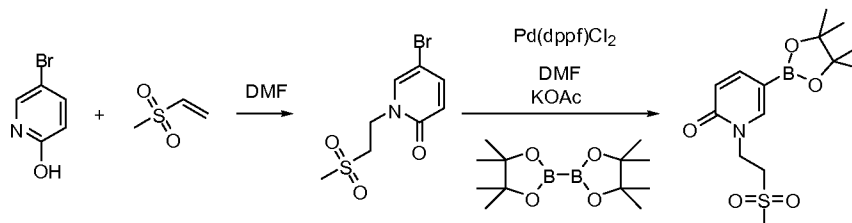
[00585] AC. 2-Methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



[00586] To 5-bromo-2-methoxy-3-methylpyridine (3.14 g, 15.54 mmol) in N,N-dimethyl formamide (90 mL) was added bis(pinacol)diboron (5.13 g, 20.20 mmol), potassium acetate (4.58 g, 46.62 mmol), and Pd(dppf)Cl₂ (568 mg, 777 μmol). The reaction mixture was heated to 80 °C for 18 hours. The volatiles were removed to give a solid which was partitioned between ethyl acetate and water. The biphasic mixture was filtered through a pad of celite and the layers separated. The organics were dried over Na₂SO₃ and evaporated to dryness. The resulting solid was purified by silica gel chromatography eluting with 0-30% ethyl acetate in hexane to yield 2-methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine

(1.35 g, 35%). ESI-MS m/z calc. 249.11, found 250.1 (M+1)⁺. Retention time 1.87 minutes.

[00587] AD. 1-(2-(Methylsulfonyl)ethyl)-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one



[00588] *Step a: 5-Bromo-1-(2-(methylsulfonyl)ethyl)pyridin-2(1H)-one*

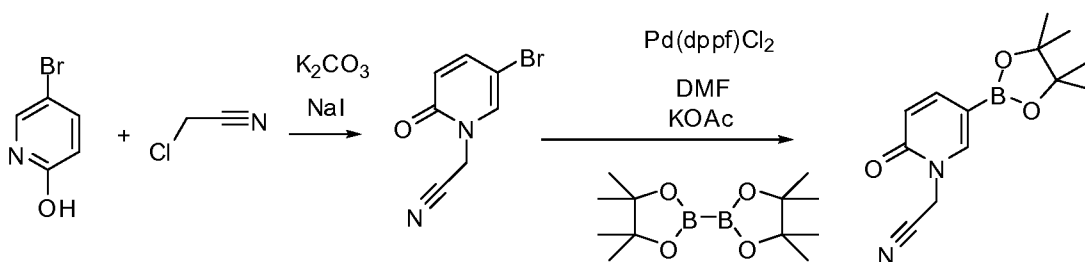
[00589] 5-Bromopyridin-2-ol (4.0 g, 23.0 mmol) and methylsulfonylene (2.4 g, 2.0 mL, 23.0 mmol) were combined in *N,N*-dimethylformamide (DMF, 23 mL) and heated to 100 °C. The crude reaction mixture was then evaporated to dryness. The crude material was then dissolved in a minimum of dichloromethane. The solution was then washed twice with an aqueous 1 M solution of hydrochloric acid, two times with a saturated aqueous solution of sodium bicarbonate, two times with a saturated aqueous solution of sodium chloride, and finally by two washes of water. The organic layer was dried over sodium sulfate and then evaporated to dryness to yield the product as a pale brown solid (1.87 g, 6.68 mmol, 29 %). ESI-MS m/z calc. 279.0, found 280.0 (M+1)⁺. Retention time 0.34 minutes.

[00590] *Step b: 1-(2-(Methylsulfonyl)ethyl)-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one*

[00591] 5-Bromo-1-(2-(methylsulfonyl)ethyl)pyridin-2(1H)-one (1.7 g, 6.0 mmol), potassium acetate (1.8 g, 18.1 mmol), bis(pinacolato)diboron (2.0 g, 7.8 mmol), and dichloro[1,1'-bis(diphenylphosphino)ferrocene]palladium (II) dichloromethane adduct (Pd(dppf)Cl₂, 221.1 mg, 0.30 mmol) were combined in *N,N*-dimethylformamide (37 mL). The resulting reaction mixture was stirred and heated to 80 °C for 2 hours. The crude reaction mixture was evaporated to dryness, partitioned between 250 mL of ethyl acetate and 250 mL of water, filtered through celite, and the layers were separated. The organic layer was dried over sodium sulfate and then evaporated to dryness. The crude material was purified on silica gel (120 g) utilizing a gradient of 0-10% methanol in dichloromethane to yield the product as a semi-pure brown oil (1.78 g, 5.43 mmol, 90%). ESI-MS m/z calc. 327.1, found 328.2 (M+1)⁺. Retention time 0.90 minutes.

[00592] AE. 2-(2-Oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-1(2H)-yl)acetonitrile

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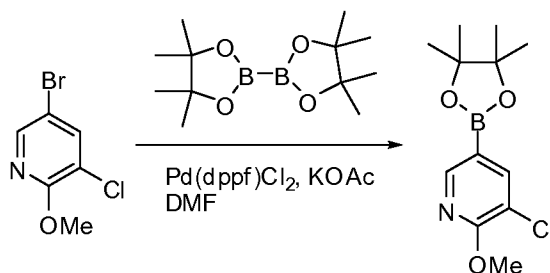
[00593] *Step a: 2-(5-Bromo-2-oxopyridin-1(2H)-yl)acetonitrile*

[00594] 2-Hydroxy-5-bromopyridine (5.000 g, 28.74 mmol), potassium carbonate (14.30 g, 9.283 mL, 103.5 mmol), and sodium iodide (1.077 g, 7.185 mmol) were suspended in chloroacetonitrile (10.85 g, 9.095 mL, 143.7 mmol). The reaction mixture was heated to 60 °C and stirred for 2 hours. The reaction mixture was allowed to cool to room temperature, filtered, and the filtercake was washed with dichloromethane and ethyl acetate. The filtrate was concentrated and purified on 120 g of silica gel utilizing a gradient of 0-100% ethyl acetate in hexanes over 45 minutes to yield the pure product as a beige solid (4.1 g, 67%). ¹H NMR (400.0 MHz, DMSO-*d*₆) δ 8.11 (d, *J* = 2.7 Hz, 1H), 7.63 (dd, *J* = 2.8, 9.8 Hz, 1H), 6.49 (d, *J* = 9.8 Hz, 1H), 4.94 (s, 2H).

[00595] *Step b: 2-(2-Oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-1(2H)-yl)acetonitrile*

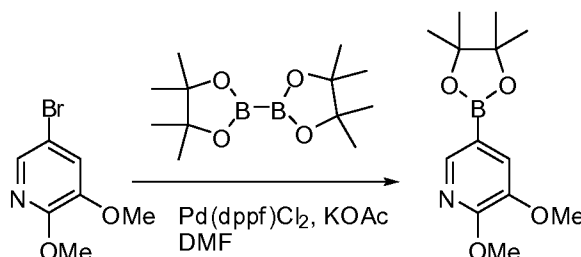
[00596] 2-(5-Bromo-2-oxopyridin-1(2H)-yl)acetonitrile (2.0 g, 9.4 mmol), potassium acetate (2.77 g, 28.17 mmol), bis(pinacolato)diboron (3.1 g, 12.2 mmol), and dichloro[1,1'-bis(diphenylphosphino)ferrocene]palladium (II) dichloromethane adduct (Pd(dppf)Cl₂, 343.5 mg, 0.47 mmol) were combined in *N,N*-dimethylformamide (57 mL). The resulting reaction mixture was stirred and heated to 80 °C for 2 hours. The crude reaction mixture was evaporated to dryness, partitioned between 250 mL of ethyl acetate and 250 mL of water, filtered through celite, and the layers were separated. The organic layer was dried over sodium sulfate and then evaporated to dryness. The crude material was purified on silica gel (40 g) utilizing a gradient of 0-10% methanol in dichloromethane to yield the product as a beige solid (0.7722 g, 32%). ESI-MS *m/z* calc. 260.1, found 261.2 (M+1)⁺. Retention time 1.46 minutes.

[00597] AF. 3-Chloro-2-methoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



[00598] To a dry flask was added 5-bromo-3-chloro-2-methoxypyridine (0.5 g, 2.2 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (0.70 g, 2.7 mmol), and Pd(dppf)Cl₂ (82 mg, 0.10 mmol). Potassium acetate (0.6 g, 6.0 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (DMF) (13.0 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (10 mL) and washed with water (10mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (0.47 g, 78%). ESI-MS *m/z* calc. 269.53, found 270.3 (MW+1)⁺. Retention time 2.07 minutes.

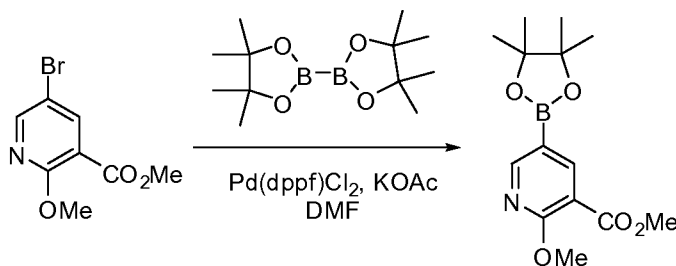
[00599] AG. 2,3-dimethoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine



[00600] To a dry flask was added 5-bromo-2,3-dimethoxypyridine (0.1 g, 0.46 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (0.14 g, 0.55 mmol), and Pd(dppf)Cl₂ (32 mg, 0.04 mmol). Potassium acetate (0.15 g, 1.5 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (DMF) (2.0 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (5 mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (66 mg, 54%). ESI-MS *m/z* calc. 265.11, found 266.1 (MW+1)⁺. Retention time 1.53 minutes.

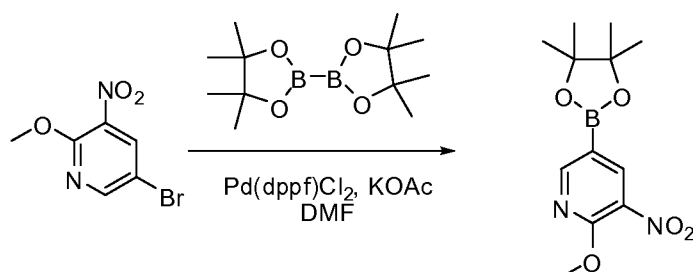
[00601] AH. Methyl 2-methoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-

yl)nicotinate



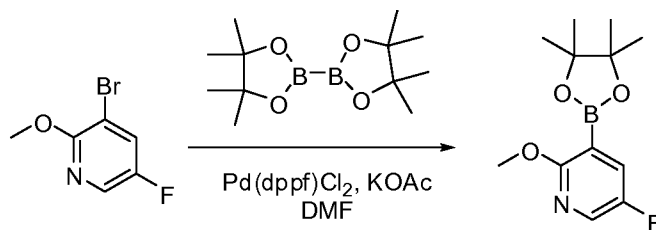
[00602] To a dry flask was added methyl 5-bromo-2-methoxynicotinate (0.5 g, 2.0 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (0.61 g, 2.4 mmol), and Pd(dppf)Cl₂ (82 mg, 0.10 mmol). Potassium acetate (0.6 g, 6.0 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (10.0 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (10 mL) and washed with water (10 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography (eluting with 0-70% ethyl acetate in hexanes) to yield the product (0.36 g, 72%). ESI-MS *m/z* calc. 249.11, found 250.3 (MW+1)⁺. Retention time 1.84 minutes.

[00603] AI. 2-Methoxy-3-nitro-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine

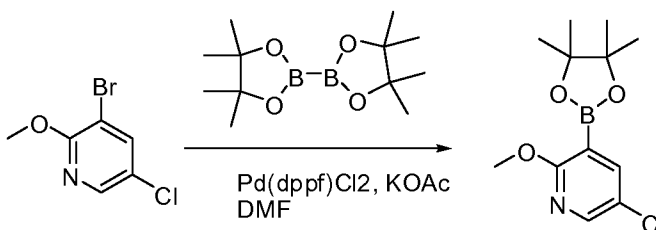


[00604] To a dry flask was added 5-bromo-2-methoxy-3-nitropyridine (1.3 g, 5.0 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (1.6 g, 6.4 mmol), and Pd(dppf)Cl₂ (0.2 g, 0.25 mmol). Potassium acetate (1.5 g, 15 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (30 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (20 mL) and washed with water (20 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography (eluting with 0-50% ethyl acetate in hexane) to yield the product (0.2 g, 15%). ESI-MS *m/z* calc. 280.12, found 199.1 (MW[-C₆H₁₀]+1)⁺. Retention time 0.7 minutes.

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[00605] AJ. 5-fluoro-2-methoxy-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine

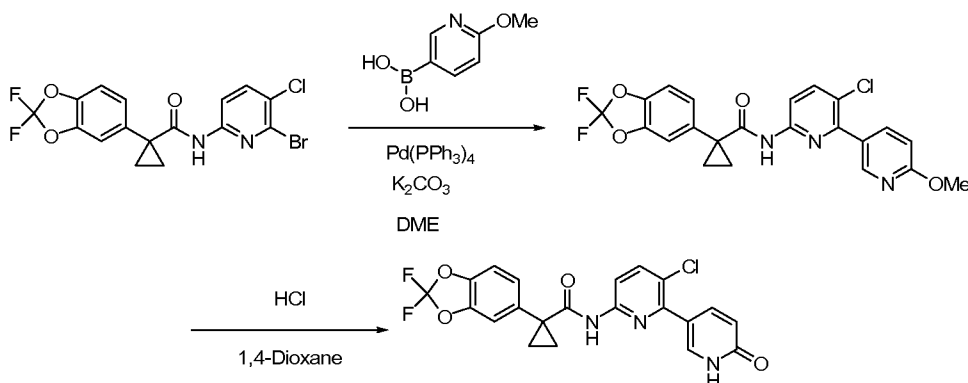
[00606] To a dry flask was added 3-bromo-5-fluoro-2-methoxypyridine (1.0 g, 5.0 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (1.6 g, 6.4 mmol), and Pd(dppf)Cl₂ (0.2 g, 0.25 mmol). Potassium acetate (1.5 g, 15 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (30 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (20 mL) and washed with water (20 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography eluting with 0-50% ethyl acetate in hexane to yield the product (1.0 g, 80%). ESI-MS *m/z* calc. 253.13, found 254.1 (MW+1)⁺. Retention time 1.72 minutes.

[00607] AK. 5-chloro-2-methoxy-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine

[00608] To a dry flask was added 3-bromo-5-chloro-2-methoxypyridine (1.2 g, 5.0 mmol), 4,4,4',4',5,5,5',5'-octamethyl-2,2'-bi(1,3,2-dioxaborolane) (1.6 g, 6.4 mmol), and Pd(dppf)Cl₂ (0.2 g, 0.25 mmol). Potassium acetate (1.5 g, 15 mmol) was weighed directly into the flask. The flask was then evacuated and back filled with N₂. Anhydrous *N,N*-dimethylformamide (30 mL) was added and the reaction was heated at 80 °C in an oil bath overnight. The reaction mixture was evaporated to dryness. The residue was dissolved in ethyl acetate (20 mL) and washed with water (20 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting material was purified by silica gel chromatography (eluting with 0-50% ethyl acetate in hexane) to yield the product (0.8 g, 60%). ESI-MS *m/z* calc. 269.10, found 270.3 (MW+1)⁺. Retention time 1.95 minutes.

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[00609] AL. *N*-(5-Chloro-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00610] *Step a: N*-(3-Chloro-6'-methoxy-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide

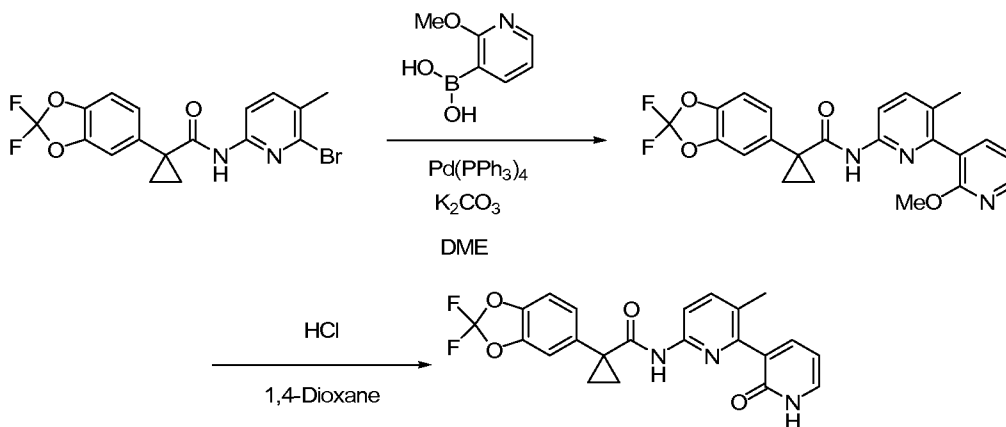
[00611] *N*-(6-Bromo-5-chloropyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (259 mg, 0.600 mmol) was dissolved in 6 mL of 1,2-dimethoxyethane (DME) in a microwave reactor tube. 6-Methoxypyridin-3-ylboronic acid (138 mg, 0.900 mmol), 0.6 mL of an aqueous 2 M potassium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (Pd(PPh₃)₄, 34.7 mg, 0.0300 mmol) were added and the reaction mixture was heated at 120 °C in a microwave reactor for 20 minutes. The resulting material was cooled to room temperature, filtered, and the layers were separated. The crude product was evaporated to dryness and then purified on 40 g of silica gel utilizing a gradient of 0-100% ethyl acetate in hexanes to yield *N*-(3-chloro-6'-methoxy-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropane carboxamide (141 mg, 51%) as a colorless oil. ESI-MS *m/z* calc. 459.1, found; 459.9 (M+1)⁺ Retention time 2.26 minutes.

[00612] *Step b: N*-(5-Chloro-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide

[00613] *N*-(3-Chloro-6'-methoxy-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (124 mg, 0.270 mmol) was dissolved in a mixture of 1.2 mL of 1,4-dioxane and 0.6 mL of 4M aqueous hydrochloric acid. This solution was heated at 90 °C for 5 hours. The crude reaction mixture was quenched with triethylamine and then evaporated to dryness. The crude product was then partitioned between dichloromethane and water. The organic layer was separated, dried over sodium sulfate, and then purified on 4 g of silica gel utilizing a gradient of 0-5% methanol in dichloromethane to yield *N*-(5-chloro-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-

yl)cyclopropanecarboxamide as a white solid (27 mg, 22%). ESI-MS m/z calc. 445.1, found 445.9 (M+1)⁺. Retention time 1.62 minutes.

[00614] AM. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00615] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

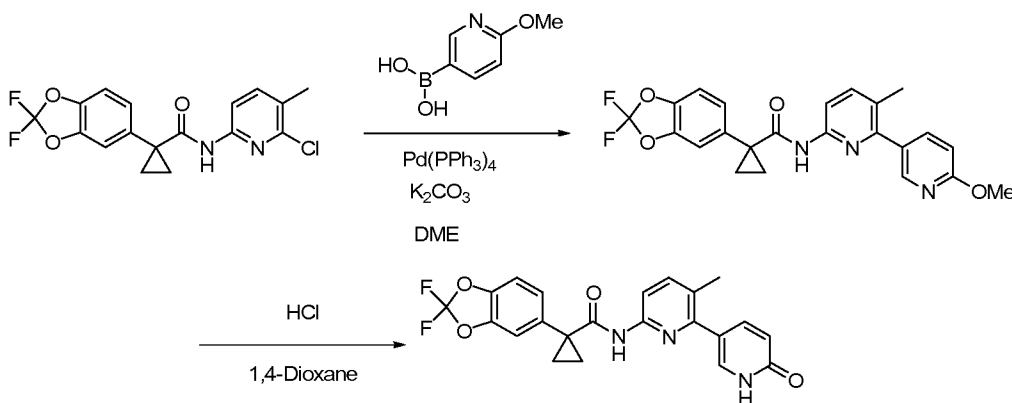
[00616] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (110 mg, 0.300 mmol) was dissolved in 3 mL of 1,2-dimethoxyethane (DME) in a microwave reactor tube. 2-Methoxypyridin-3-ylboronic acid (59.6 mg, 0.390 mmol), 0.4 mL of an aqueous 2 M potassium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (Pd(PPh₃)₄, 34.7 mg, 0.0300 mmol) were added and the reaction mixture was heated at 120 °C in a microwave reactor for 20 minutes. The resulting material was cooled to room temperature, filtered, and the layers were separated. The crude product was evaporated to dryness, dissolved in 1 mL of *N,N*-dimethylformamide, and purified by reverse-phase preparative liquid chromatography utilizing a gradient of 0-99% acetonitrile in water containing 0.05% trifluoroacetic acid to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide. ESI-MS m/z calc. 439.1, found 440.1 (M+1)⁺. Retention time 1.94 minutes.

[00617] *Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00618] 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (66 mg, 0.15 mmol) was dissolved in a mixture of 1 mL of 1,4-dioxane and 0.5 mL of 4M aqueous hydrochloric acid. This solution was heated at 90 °C for 3 hours. The crude product was then purified by reverse-phase preparative liquid

chromatography utilizing a gradient of 0-99% acetonitrile in water containing 0.05% trifluoroacetic acid to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide. ESI-MS *m/z* calc. 425.1, found 426.0 (M+1)⁺. Retention time 1.33 minutes.

[00619] AN. 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00620] *Step a: 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

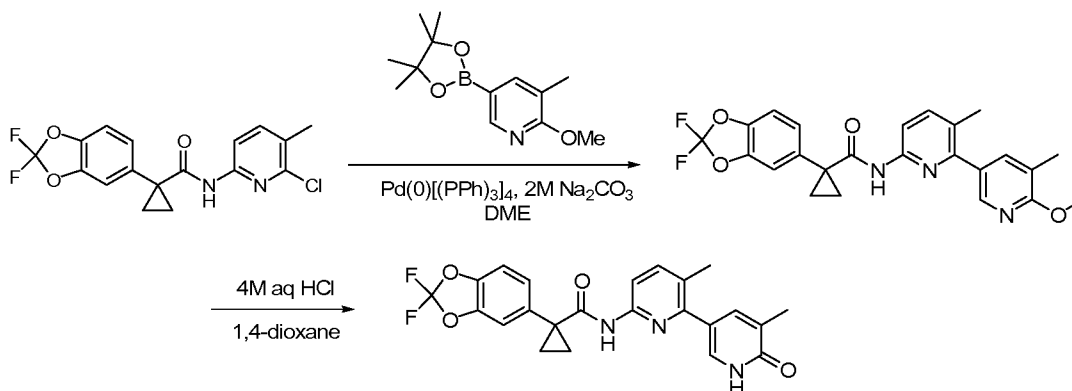
[00621] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (660 mg, 1.80 mmol) was dissolved in 18 mL of 1,2-dimethoxyethane (DME) in a microwave reactor tube. 6-Methoxypyridin-3-ylboronic acid (358 mg, 2.34 mmol), 2.4 mL of an aqueous 2 M potassium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (Pd(PPh₃)₄, 102 mg, 0.0882 mmol) were added and the reaction mixture was heated at 120 °C in a microwave reactor for 20 minutes. The resulting material was cooled to room temperature, filtered, and the layers were separated. The crude product was evaporated to dryness and then purified on 40 g of silica gel utilizing a gradient of 0-100% ethyl acetate in hexanes to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (482 mg, 61%). ESI-MS *m/z* calc. 439.1, found 440.1 (M+1)⁺ Retention time 1.95 minutes.

[00622] *Step b: 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00623] 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (482 mg, 1.10 mmol) was dissolved in a mixture of 6 mL of 1,4-dioxane and 3 mL of 4M aqueous hydrochloric acid. This solution was heated at 90 °C for 1.5 hours. The crude reaction mixture was quenched with one equivalent of

triethylamine and then evaporated to dryness. The crude product was then partitioned between dichloromethane and water. The organic layer was separated, dried over sodium sulfate, and then purified on 12 g of silica gel utilizing a gradient of 0-10% methanol in dichloromethane to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (189 mg, 40%). ESI-MS m/z calc. 425.1, found 426.3 (M+1)⁺. Retention time 1.53 minutes. ¹H NMR (400 MHz, DMSO-*d*₆) δ 11.78 (s, 1H), 8.91 (s, 1H), 7.81 (d, $J = 8.3$ Hz, 1H), 7.66 - 7.64 (m, 2H), 7.56 - 7.55 (m, 2H), 7.41 (d, $J = 8.3$ Hz, 1H), 7.34 (dd, $J = 1.7, 8.3$ Hz, 1H), 6.36 (d, $J = 9.5$ Hz, 1H), 2.28 (s, 3H), 1.52 - 1.49 (m, 2H), 1.18 - 1.15 (m, 2H).

[00624] AO. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00625] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

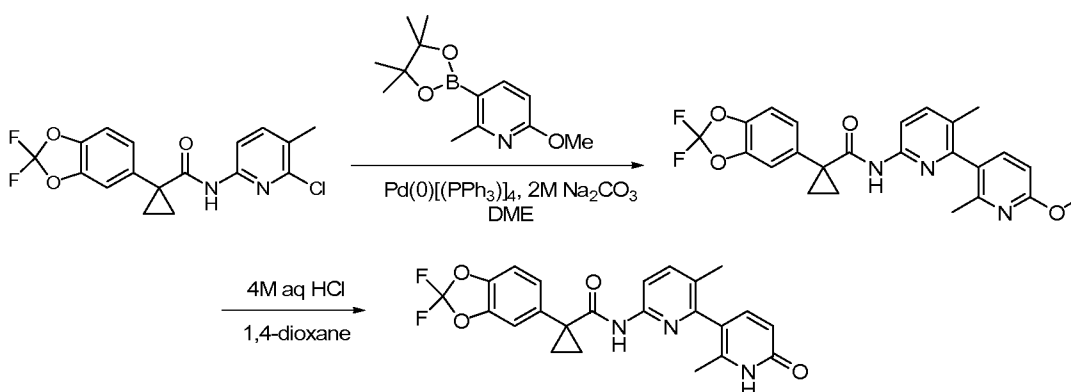
[00626] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (73 mg, 0.20 mmol) was dissolved in 2 mL of 1,2-dimethoxyethane in a reaction tube. 2-Methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (65 mg, 0.26 mmol), 0.2 mL of an aqueous 2 M sodium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (12 mg, 0.010 mmol) were added and the reaction mixture was heated at 80 °C overnight. The reaction was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting residue was purified by silica gel chromatography eluting with 0-100% ethyl acetate in hexane to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (46 mg, 51%). ESI-MS m/z calc. 453.4, found 454.3 (M+1)⁺. Retention time 2.16 minutes.

[00627] *Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(5-methyl-6-*

oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide

[00628] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (46 mg, 0.11 mmol) in 1,4-dioxane (1 mL) was added 0.5 mL of an aqueous 4 M hydrochloric acid solution. The reaction mixture was heated at 90 °C for 2 hours before being quenched with triethylamine (0.5 mL). The reaction mixture was diluted with dichloromethane (3 mL) and washed with water (3 mL). The organics were dried over sodium sulfate and evaporated to dryness. The residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropane carboxamide as a trifluoroacetic acid salt. ESI-MS *m/z* calc. 439.4, found 440.3 (M+1)⁺. Retention time 1.64 minutes. ¹H NMR (parent) (400 MHz, DMSO-d₆) δ 11.68 (s, 1H), 8.93 (s, 1H), 7.80 (d, J = 8.3 Hz, 1H), 7.64 (d, J = 8.4 Hz, 1H), 7.55-7.54 (m, 1H), 7.52-7.51 (m, 1H), 7.41-7.39 (m, 2H), 7.34-7.31 (m, 1H), 2.27 (s, 3H), 1.98 (s, 3H), 1.51-1.48 (m, 2H), 1.17-1.15 (m, 2H).

[00629] AP. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00630] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2',3'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

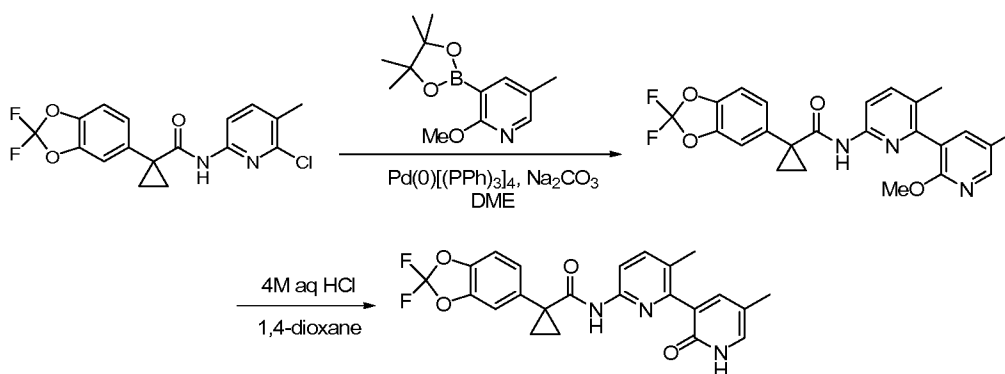
[00631] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (73 mg, 0.20 mmol) was dissolved in 2 mL of 1,2-dimethoxyethane in a reaction tube. 6-Methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (65 mg, 0.26 mmol), 0.2 mL of an aqueous 2 M sodium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (12 mg, 0.010 mmol) were added and the reaction mixture was heated at 80 °C overnight. The reaction was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The organics were dried over sodium sulfate and

evaporated to dryness. The resulting residue was purified by silica gel chromatography eluting with 0-100% ethyl acetate in hexane to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2',3'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (69 mg, 76%). ESI-MS *m/z* calc. 453.4, found 454.3 (M+1)⁺. Retention time 1.98 minutes.

[00632] *Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00633] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2',3'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (69 mg, 0.15 mmol) in 1,4-dioxane (1 mL) was added 0.5 mL of an aqueous 4 M hydrochloric acid solution. The reaction mixture was heated at 90 °C for 2 hours before being quenched with triethylamine (0.5 mL). The reaction mixture was diluted with dichloromethane (3 mL) and washed with water (3 mL). The organics were dried over sodium sulfate and evaporated to dryness. The residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropane carboxamide as a trifluoroacetic acid salt. ESI-MS *m/z* calc. 439.4, found 440.3 (M+1)⁺. Retention time 1.56 minutes. ¹H NMR (parent) (400 MHz, DMSO) δ 11.69 (s, 1H), 8.91 (s, 1H), 7.88 (d, J = 8.4 Hz, 1H), 7.68 (d, J = 8.5 Hz, 1H), 7.55 (d, J = 1.5 Hz, 1H), 7.39 (d, J = 8.3 Hz, 1H), 7.33 (dd, J = 1.7, 8.3 Hz, 1H), 7.22 (d, J = 9.3 Hz, 1H), 6.17 (d, J = 9.3 Hz, 1H), 2.05 (s, 3H), 1.90 (s, 3H), 1.51 - 1.48 (m, 2H), 1.17 - 1.14 (m, 2H).

[00634] AQ. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(5-methyl-2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00635] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

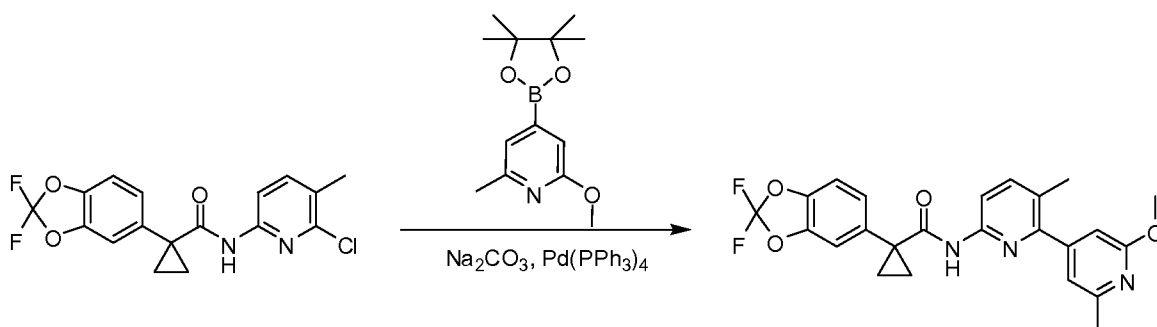
[00636] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-

yl)cyclopropanecarboxamide (73 mg, 0.20 mmol) was dissolved in 2 mL of 1,2-dimethoxyethane in a reaction tube. 2-Methoxy-5-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (65 mg, 0.26 mmol), 0.2 mL of an aqueous 2 M sodium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (12 mg, 0.010 mmol) were added and the reaction mixture was heated at 120 °C for 20 minutes under microwave irradiation. The reaction mixture was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting residue was purified by silica gel chromatography eluting with 0-100% ethyl acetate in hexane to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (49 mg, 72%). ESI-MS m/z calc. 453.4, found 454.3 (M+1)⁺. Retention time 2.10 minutes.

[00637] *Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(5-methyl-2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00638] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (49 mg, 0.11 mmol) in 1,4-dioxane (0.5 mL) was added 0.5 mL of an aqueous 4 M hydrochloric acid solution. The reaction mixture was heated at 90 °C for 2 hours before being quenched with triethylamine (0.5 mL). The reaction mixture was diluted with dichloromethane (3 mL) and washed with water (3 mL). The organics were dried over sodium sulfate and evaporated to dryness. The residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(5-methyl-2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropane carboxamide as a trifluoroacetic acid salt. ESI-MS m/z calc. 439.4, found 440.3 (M+1)⁺. Retention time 1.55 minutes.

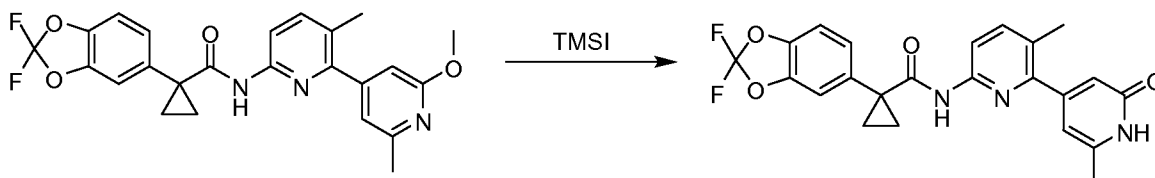
[00639] AR. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,6'-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide



[00640] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (200 mg, 0.54 mmol), 2-methoxy-6-methyl-4-(4,4,5,5-

tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (408 mg, 1.64 mmol) and tetrakis(triphenylphosphine)palladium (0) (64 mg, 0.055 mmol) in 1,2-dimethoxyethane (3.3 mL), 2 M Na₂CO₃ (818.0 μL, 1.636 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 68 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-15% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,6'-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (0.214 g, 86.5%). ESI-MS *m/z* calc. 453.4, found 454.5 (M+1)⁺. Retention time 1.81 minutes.

[00641] AS. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(6-methyl-2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide

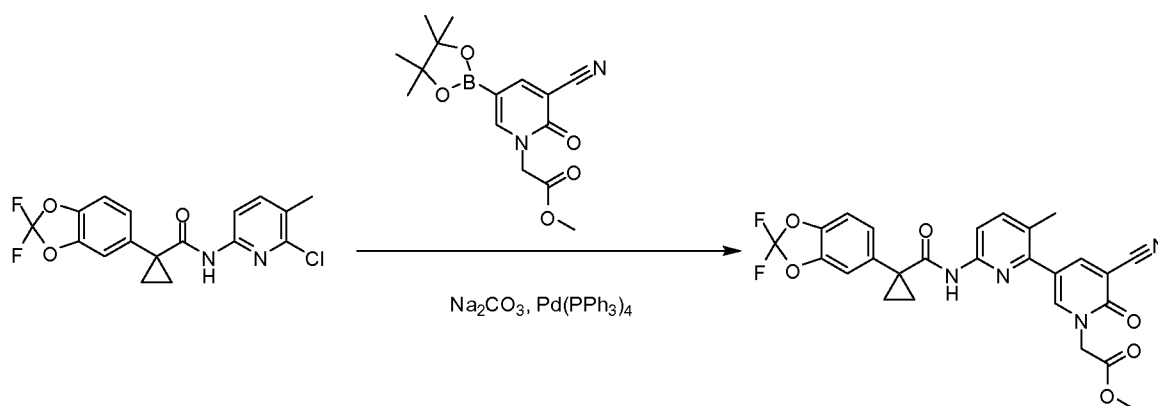


[00642] To a suspension of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,6'-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (12 mg, 26.5 μmol) in CH₃CN (0.5 mL) was added TMSI (7.5 μL, 52.9 μmol) drop wise. The reaction was stirred at 55 °C for 1 hour. MeOH (1.0 mL) was added followed by ethyl acetate (3 mL) and water (1 mL). The organic layer was separated and washed with NaHSO₃ (2x), and brine (1x). The organic layer was then dried over Na₂SO₄, filtered and evaporated under reduced pressure to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(6-methyl-2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (9.5 g, 81.7%); ESI-MS *m/z* calc. 439.4, found 440.5 (M+1)⁺. Retention time 1.60 minutes.

[00643] AT. Methyl 2-(3-cyano-5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-

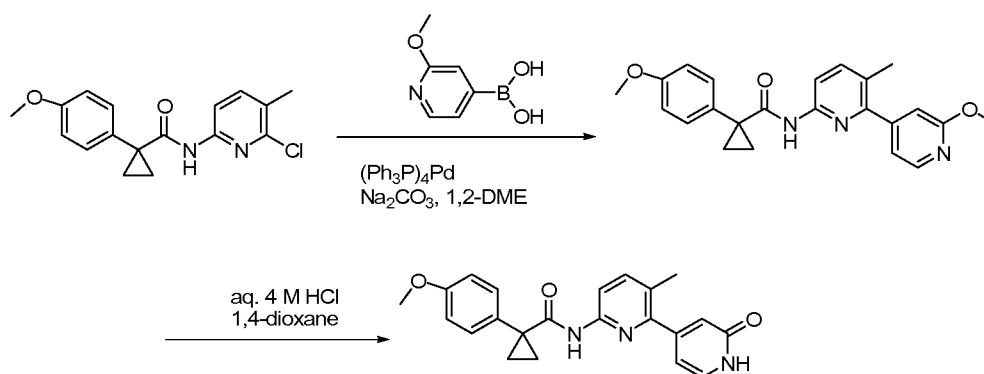
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yl)acetate



[00644] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (150 mg, 0.41 mmol), methyl 2-(3-cyano-2-oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-1(*2H*)-yl)acetate (244 mg, 0.61 mmol) and tetrakis(triphenylphosphine)palladium (0) (47 mg, 0.041 mmol) in 1,2-dimethoxyethane (4.5 mL), 2 M Na₂CO₃ (613.5 μL, 1.23 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 22 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield methyl 2-(3-cyano-5-(6-(1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(*2H*)-yl)acetate (100 mg, 46.8%). ESI-MS *m/z* calc. 522.5, found 532.5 (M+1)⁺. Retention time 1.86 minutes.

[00645] AQ. 1-(4-Methoxyphenyl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



[00646] *Step a: N*-(2'-Methoxy-3-methyl-2,4'-bipyridin-6-yl)-1-(4-methoxyphenyl)-cyclopropanecarboxamide

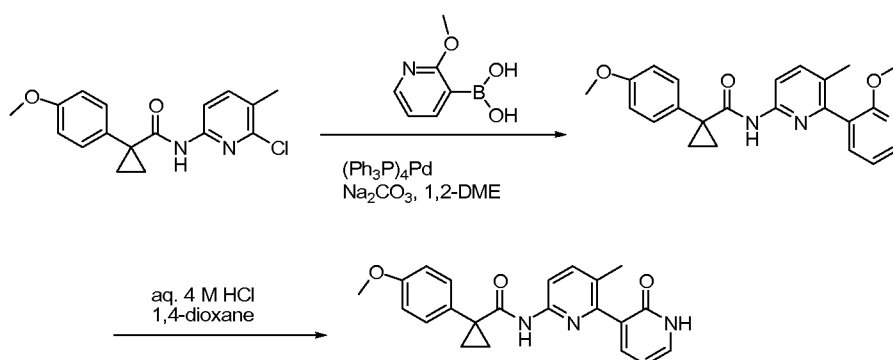
[00647] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(4-methoxyphenyl)cyclopropanecarboxamide (63 mg, 0.20 mmol) was dissolved in 1,2-dimethoxyethane (2.0 mL) in a reaction

tube. 2-Methoxypyridin-4-ylboronic acid (46 mg, 0.30 mmol), aqueous 2 M sodium carbonate (0.20 mL), and $(\text{Ph}_3\text{P})_4\text{Pd}$ (12 mg, 0.010 mmol) were added and the reaction mixture was heated at 80 °C under N_2 atmosphere for 18 hours. Since the reaction was incomplete, it was re-treated with same amount of boronic acid, base and Pd catalyst and heated at 80 °C for 18 hours. The resulting material was cooled to room temperature, filtered, and evaporated under reduced pressure. The crude product was dissolved in DMSO (2 mL), filtered, and purified by reverse phase preparative HPLC to yield *N*-(2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)-1-(4-methoxyphenyl)cyclopropane carboxamide. ESI-MS *m/z* calc. 389.2, found 390.5 ($\text{M}+1$)⁺. Retention time 1.84 minutes.

[00648] *Step b: 1-(4-Methoxyphenyl)-N-(5-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00649] *N*-(2'-Methoxy-3-methyl-2,4'-bipyridin-6-yl)-1-(4-methoxyphenyl)cyclopropanecarboxamide (TFA salt) (~39 mg, ~0.10 mmol) was dissolved in chloroform (1 mL) in a reaction tube. Trimethylsilyliodide (56 μL , 0.40 mmol) was added and the reaction mixture was stirred at room temperature for 4 hours. The resulting material was filtered and evaporated under reduced pressure. The crude product was dissolved in DMSO (1 mL), filtered, and purified by reverse phase preparative HPLC to yield 1-(4-methoxyphenyl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide. ESI-MS *m/z* calc. 375.2, found 376.5 ($\text{M}+1$)⁺. Retention time 1.45 minutes.

[00650] AR. 1-(4-Methoxyphenyl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00651] *Step a: N-(2'-Methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(4-methoxyphenyl)cyclopropanecarboxamide*

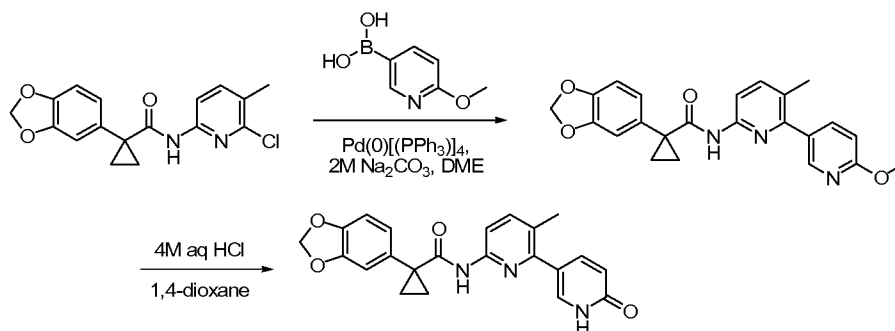
[00652] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(4-methoxyphenyl)cyclopropane carboxamide (63 mg, 0.20 mmol) was dissolved in 1,2-dimethoxyethane (2.0 mL) in a reaction tube. 2-Methoxypyridin-3-ylboronic acid (46 mg, 0.30 mmol), aqueous 2 M sodium carbonate

(0.20 mL), and $(\text{Ph}_3\text{P})_4\text{Pd}$ (12 mg, 0.010 mmol) were added and the reaction mixture was heated at 80 °C under N_2 atmosphere for 18 hours. Since the reaction was incomplete, it was re-treated with same amount of boronic acid, base and Pd catalyst and was heated at 80 °C for 18 hours. The resulting material was cooled to room temperature, filtered, and evaporated under reduced pressure. The crude product was dissolved in DMSO (2 mL), filtered and purified by reverse phase preparative HPLC to yield *N*-(2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(4-methoxyphenyl)cyclopropane carboxamide. ESI-MS m/z calc. 389.2, found 390.5 ($\text{M}+1$)⁺. Retention time 1.76 minutes.

[00653] *Step b: 1-(4-Methoxyphenyl)-N-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00654] *N*-(2'-Methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(4-methoxyphenyl)cyclopropane carboxamide (TFA salt) (~39 mg, ~0.10 mmol) was dissolved in 1,4-dioxane (0.6 mL) in a reaction tube. An aqueous 4M HCl (0.27 mL, 1.1 mmol) was added and the reaction mixture was stirred at 90 °C for 1 hour. The resulting material was cooled to room temperature, filtered, and purified by reverse phase preparative HPLC to yield 1-(4-methoxyphenyl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclo-propanecarboxamide. ESI-MS m/z calc. 375.2, found 376.7 ($\text{M}+1$)⁺. Retention time 1.26 minutes. ¹H NMR (400 MHz, DMSO- d_6) δ 8.14 (s, 1H), 7.94 (d, $J = 8.4$ Hz, 1H), 7.66 (d, $J = 8.4$ Hz, 1H), 7.47-7.42 (m, 3H), 7.38 (dd, $J = 6.8, 2.1$ Hz, 1H), 6.98 (d, $J = 8.7$ Hz, 2H), 6.25 (t, $J = 6.6$ Hz, 1H), 3.77 (s, 3H), 2.08 (s, 3H), 1.52-1.49 (m, 2H), 1.13-1.11 (m, 2H).

[00655] AM. 1-(Benzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00656] *Step a: 1-(Benzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

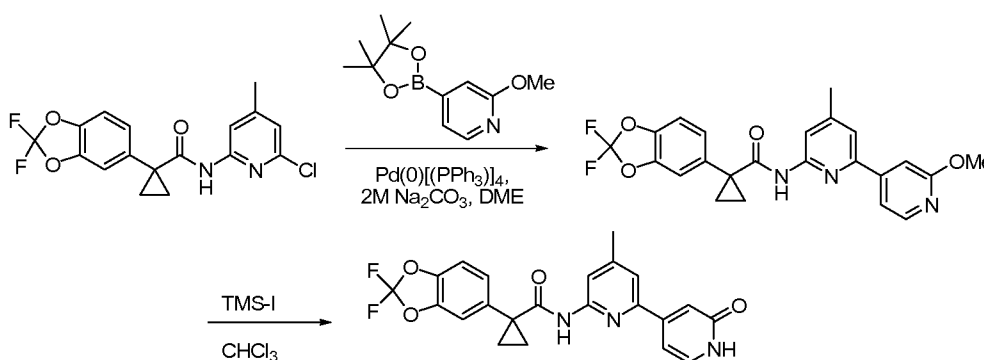
[00657] 1-(Benzo[d][1,3]dioxol-5-yl)-*N*-(6-chloro-5-methylpyridin-2-yl)cyclopropanecarboxamide (66 mg, 0.20 mmol) was dissolved in 2 mL of 1,2-

dimethoxyethane in a reaction tube. 6-Methoxypyridin-3-ylboronic acid (37 mg, 0.24 mmol), 0.2 mL of an aqueous 2 M sodium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (12 mg, 0.010 mmol) were added and the reaction mixture was heated at 80 °C overnight. The reaction was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting residue was purified by silica gel chromatography eluting with a gradient of 0-100% ethyl acetate in hexane to yield 1-(benzo[d][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclo-propanecarboxamide (34 mg, 51%). ESI-MS *m/z* calc. 403.2, found 404.7 (M+1)⁺. Retention time 1.84 minutes.

[00658] *Step b: 1-(Benzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00659] To 1-(benzo[d][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (34 mg, 0.080 mmol) in 1,4-dioxane (1 mL) was added 0.5 mL of an aqueous 4 M hydrochloric acid solution. The reaction mixture was heated at 90 °C for 4 hours before being quenched with triethylamine (0.5 mL) and evaporated to dryness. The residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography to yield 1-(benzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a trifluoroacetic acid salt. ESI-MS *m/z* calc. 389.1, found 390.3 (M+1)⁺. Retention time 2.00 minutes.

[00660] AN. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(4-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



[00661] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-4-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide*

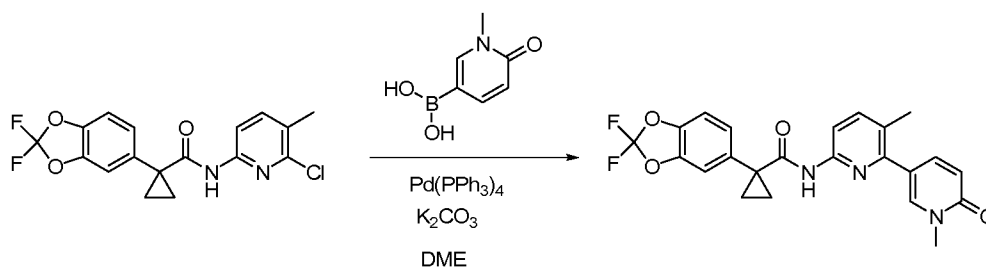
[00662] *N*-(6-Chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (73 mg, 0.20 mmol) was dissolved in 2 mL of 1,2-dimethoxyethane in a reaction tube. 2-Methoxy-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-

yl)pyridine (55 mg, 0.36 mmol), 0.3 mL of an aqueous 2 M sodium carbonate solution, and tetrakis(triphenylphosphine)palladium(0) (18 mg, 0.015 mmol) were added and the reaction mixture was heated at 80 °C overnight. The reaction mixture was diluted with dichloromethane (5 mL) and washed with water (5 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting residue was purified by silica gel chromatography eluting with a gradient of 0-100% ethyl acetate in hexane to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-4-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (31 mg, 35%). ESI-MS *m/z* calc. 439.1, found 440.3 (M+1)⁺. Retention time 2.12 minutes.

[00663] *Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00664] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-4-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (31 mg, 0.070 mmol) in chloroform (1 mL) was added iodotrimethylsilane (30 μL, 0.21 mmol). The reaction mixture was stirred at room temperature overnight. The reaction mixture was evaporated to dryness and the residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(4-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide as the trifluoroacetic acid salt. ESI-MS *m/z* calc. 425.1, found 426.3 (M+1)⁺. Retention time 1.70 minutes.

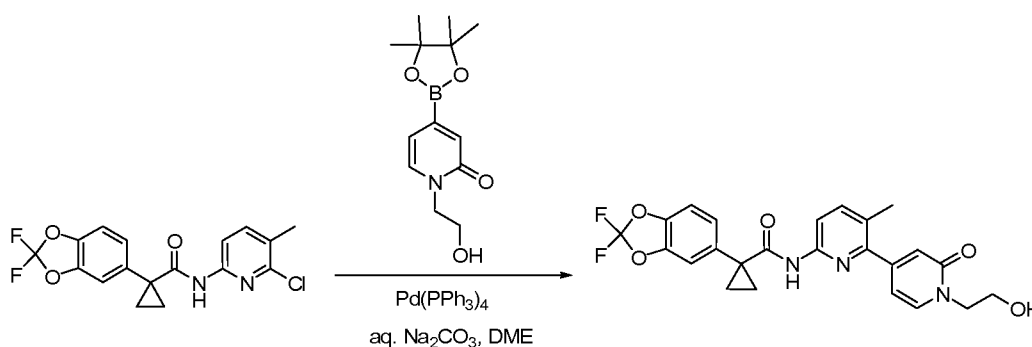
[00665] AO. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(1-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00666] To a mixture of 1-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one (68 mg, 0.30 mmol), *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (88 mg, 0.24 mmol) in DME (1.5 mL) and 2 M Na₂CO₃ (0.24 mL) was added Pd(PPh₃)₄ (14 mg, 0.0030 mmol). The mixture was heated in microwave oven at 120°C for 30 min. The mixture was partitioned between ethyl acetate and H₂O before the aqueous layer was extracted with ethyl acetate (3x). The combined

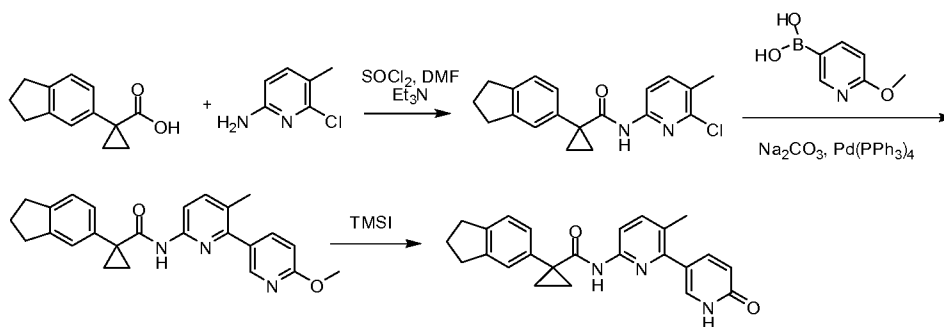
organic layers were washed with brine and dried over MgSO_4 . After the removal solvent, the residue was purified by column chromatography (10-20% EtOAc-Hexane) to afford 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(1-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide (67 mg, 72%). $^1\text{H-NMR}$ (400 MHz, CDCl_3) δ 8.06 (d, $J = 8.4$ Hz, 1H), 7.63 (s, 1H), 7.57 (d, $J = 8.4$ Hz, 1H), 7.53-7.48 (m, 2H), 7.24 (td, $J = 10.0$, 1.7 Hz, 2H), 7.12 (d, $J = 8.2$ Hz, 1H), 6.61 (d, $J = 9.2$ Hz, 1H), 3.60 (s, 3H), 2.33 (s, 3H), 1.77 (q, $J = 3.6$ Hz, 2H), 1.19 (q, $J = 3.6$ Hz, 2H). MS (ESI) m/e ($\text{M}+\text{H}^+$) 440.2.

[00667] AP. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6-(1-(2-hydroxyethyl)-2-oxo-1,2-dihydropyridin-4-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide



[00668] 1-(2-Hydroxyethyl)-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one (0.14 mmol) was added to a microwave vial containing *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (51 mg, 0.14 mmol) and $\text{Pd}(\text{PPh}_3)_4$ (8.0 mg, 0.0070 mmol). Saturated aqueous Na_2CO_3 (70 μL) was added and the reaction vial was flushed with N_2 (g) and sealed. The reaction was heated in the microwave at 120 $^\circ\text{C}$ for 20 minutes before being filtered and concentrated. The residue was dissolved in DMSO and purified by reverse-phase HPLC to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6-(1-(2-hydroxyethyl)-2-oxo-1,2-dihydropyridin-4-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide. ESI-MS m/z calc. 469.1, found 470.5 ($\text{M}+1$) $^+$. Retention time 1.58 minutes. $^1\text{H NMR}$ (400 MHz, $\text{DMSO}-d_6$) δ 8.87 (s, 1H), 7.91 (d, $J = 8.4$ Hz, 1H), 7.73 (d, $J = 8.5$ Hz, 1H), 7.63 (d, $J = 6.9$ Hz, 1H), 7.56 (d, $J = 1.6$ Hz, 1H), 7.41 (d, $J = 8.3$ Hz, 1H), 7.34 (dd, $J = 1.7$, 8.3 Hz, 1H), 6.39 (d, $J = 1.8$ Hz, 1H), 6.26 (dd, $J = 1.9$, 6.9 Hz, 1H), 3.96 (t, $J = 5.4$ Hz, 2H), 3.63 (t, $J = 5.5$ Hz, 2H), 2.26 (s, 3H), 1.52 - 1.50 (m, 2H), 1.19 - 1.16 (m, 2H).

[00669] AQ. 1-(2,3-dihydro-1H-inden-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00670] Step a: *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydro-1*H*-inden-5-yl)cyclopropanecarboxamide

[00671] To 1-(2,3-dihydro-1*H*-inden-5-yl)cyclopropanecarboxylic acid (0.2 g, 0.9889 mmol) in thionyl chloride (215.9 μ L, 2.967 mmol) was added *N,N*-dimethyl formamide (21.79 μ L, 0.2826 mmol). The reaction mixture was stirred at room temperature for 30 minutes before excess thionyl chloride and *N,N*-dimethyl formamide were removed *in vacuo* to yield the acid chloride. The acid chloride was then dissolved in dichloromethane (3 mL) and added slowly to a solution of 6-chloro-5-methylpyridin-2-amine (0.169 g, 1.187 mmol) and triethylamine (413.5 μ L, 2.967 mmol) in dichloromethane (3 mL). The resulting reaction mixture was stirred at room temperature for 17.5 hours. The reaction mixture was diluted with dichloromethane (10 mL) and washed first with 1N aqueous HCl (10 mL) and then with a saturated aqueous NaHCO₃ solution (10 mL). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydro-1*H*-inden-5-yl)cyclopropanecarboxamide (0.135 g, 41.77%). ESI-MS *m/z* calc. 326.12, found 327.5 (M+1)⁺. Retention time 2.33 minutes.

[00672] Step b: 1-(2,3-Dihydro-1*H*-inden-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide

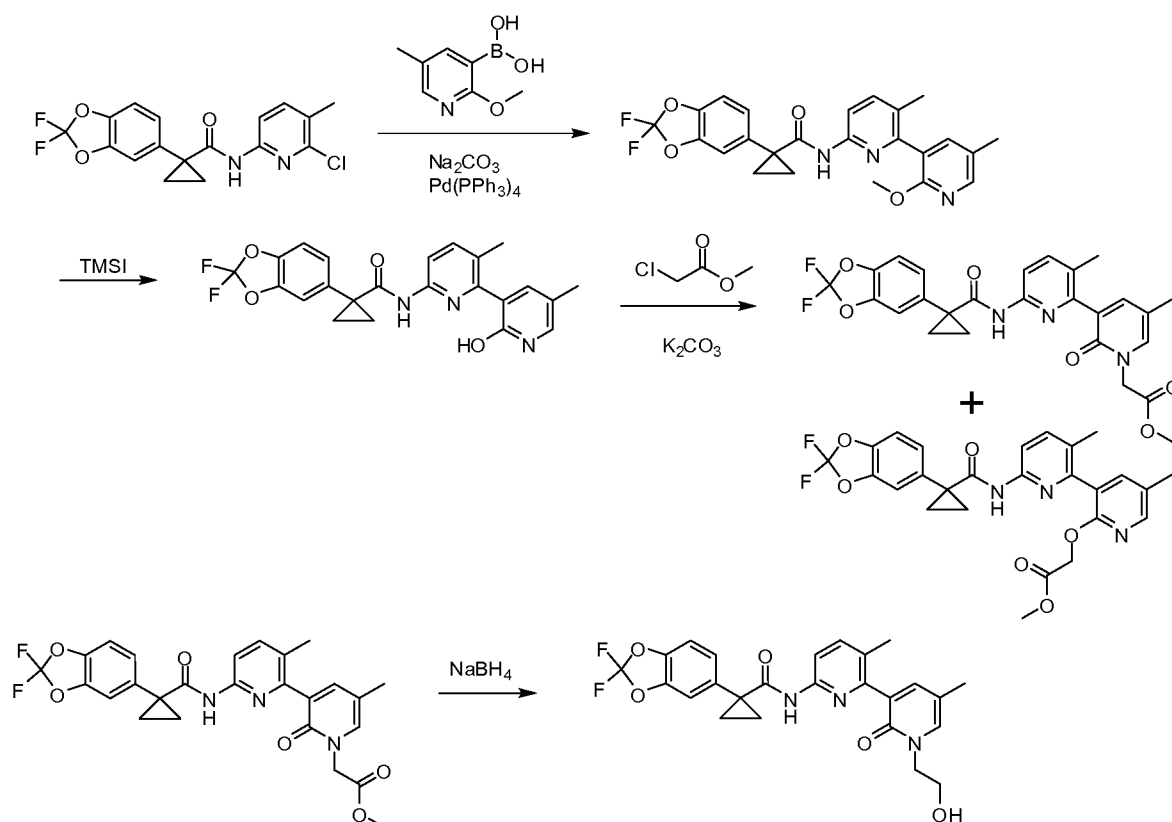
[00673] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydro-1*H*-inden-5-yl)cyclopropanecarboxamide (0.132 g, 0.4030 mmol), 6-methoxypyridin-3-ylboronic acid (0.092 g, 0.6045 mmol) and tetrakis(triphenylphosphine)palladium (0) (0.046 g, 0.04030 mmol) in 1,2-dimethoxyethane (4.4 mL), 2 M Na₂CO₃ (600 μ L) was added. The reaction mixture was stirred and heated at 80 °C for 22 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,3-dihydro-1*H*-inden-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide as a white solid (0.150 g, 93.17%). ESI-MS *m/z* calc. 399.48,

found 400.5 (M+1)⁺. Retention time 2.17 minutes.

[00674] *Step c: 1-(2,3-dihydro-1H-inden-5-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00675] To a suspension of 1-(2,3-dihydro-1H-inden-5-yl)-N-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (0.127 g, 0.3172 mmol) in CH₃CN (6.7 mL) was added TMSI (254 mg, 180.5 μL, 1.27 mmol) drop-wise. The suspension became a clear solution upon TMSI addition. The reaction was stirred at 55 °C for 6.5 hours. The reaction was allowed to cool down to room temperature. Methanol (2.0 mL) was added followed by ethyl acetate (6 mL). The organic layer was washed with NaHSO₃ (2x), and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,3-dihydro-1H-inden-5-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a yellow solid (0.096 g, 78.5%) . ESI-MS *m/z* calc. 385.46, found 386.5 (M+1)⁺. Retention time 1.58 minutes.

[00676] AR. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(1-(2-hydroxyethyl)-5-methyl-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide



[00677] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00678] To a mixture of *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.550 g, 1.5 mmol) and 6-methoxy-4-methylpyridin-3-ylboronic acid (0.376 g, 2.25 mmol) in DME (10 mL) and Na₂CO₃ (2 M, 1.5 mL, 3.0 mmol) was added Pd(PPh₃)₄ (0.087 g, 0.075 mmol). The mixture was heated in microwave oven at 120 °C for 30 minutes. The reaction was partitioned between ethyl acetate and water and the aqueous layer was extracted with ethyl acetate twice. The combined organic layers were washed with brine and dried over MgSO₄. After the removal of solvent, the residue was purified by column chromatography (0-20% EtOAc-Hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (0.554 g, 81%). ESI-MS *m/z* calc. 453.44, found 454.2 (M+1)⁺. Retention time 2.08 minutes.

[00679] *Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-hydroxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00680] To a mixture of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (0.181 g, 0.05 mmol) in CH₃CN (0.5 mL) was added TMSI (114, 0.80 mmol) drop wise at 0 °C. The reaction was stirred at 50 °C for 3 hours. The reaction was partitioned between ethyl acetate and H₂O and the aqueous layer was extracted with ethyl acetate. The combined organic layers were washed with brine and dried over MgSO₄. After the removal of solvent, the residue was purified by column chromatography (0-10% MeOH-EtOAc) to yield a yellow solid. The solid was re-dissolved in DCM-EtOAc, washed with NaHSO₃ (2x), brine, dried over MgSO₄ and evaporated to dryness to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-hydroxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide as a white solid (0.148 g, 84%). ESI-MS *m/z* calc. 439.41, found 440.2 (M+1)⁺. Retention time 1.51 minutes.

[00681] *Step c: Methyl 2-(3-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-5-methyl-2-oxopyridin-1(2H)-yl)acetate*

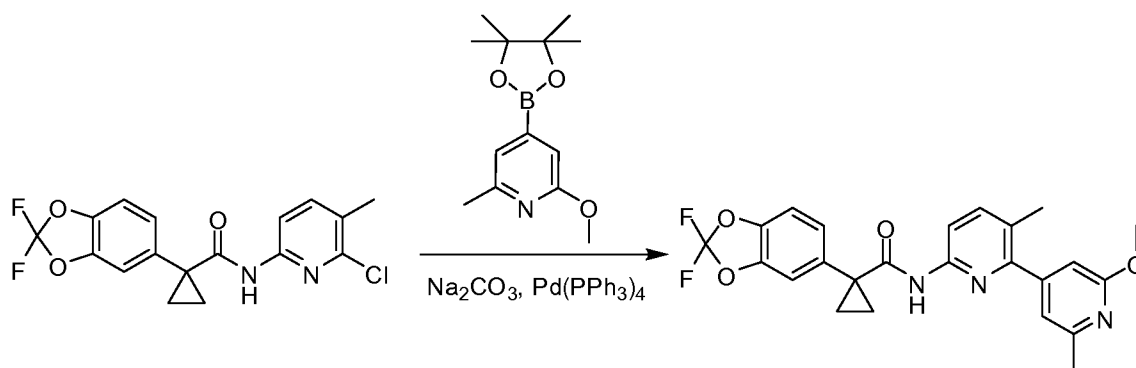
[00682] To a solution of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-hydroxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (0.029 g, 0.06556 mmol) in DMF (1 mL) was added K₂CO₃ (0.091 mg, 0.6556 mmol) and methyl chloroacetate (28.82 μL, 0.3278 mmol). The reaction was stirred at 80 °C for 21 hours to yield a mixture of *N*-alkylated product and *O*-alkylated product. The reaction was filtered using ethyl acetate and the solvent

was evaporated under reduced pressure. The crude products were separated by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield methyl 2-(3-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-5-methyl-2-oxopyridin-1(2*H*)-yl)acetate [20 mg, 59.3%; ESI-MS m/z calc. 511.47, found 512.5 (M+1)⁺, retention time 1.74 minutes] and methyl 2-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3,5'-dimethyl-2,3'-bipyridin-2'-yloxy)acetate [8 mg, 24 %; ESI-MS m/z calc. 511.47, found 512.5 (M+1)⁺, retention time 2.13 minutes].

[00683] *Step d: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(1-(2-hydroxyethyl)-5-methyl-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide*

[00684] To a solution of methyl 2-(3-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-5-methyl-2-oxopyridin-1(2*H*)-yl)acetate (17 mg, 0.034 mmol) in THF (1.6 mL) was added NaBH₄ (7 mg, 0.17 mmol) and stirred at 50 °C for 3 hours and 15 minutes. The reaction was filtered using ethyl acetate and the solvent was evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(1-(2-hydroxyethyl)-5-methyl-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide as a white solid (5.5 g, 33.6%). ESI-MS m/z calc. 483.46, found 484.5 (M+1)⁺, retention time 1.49 minutes

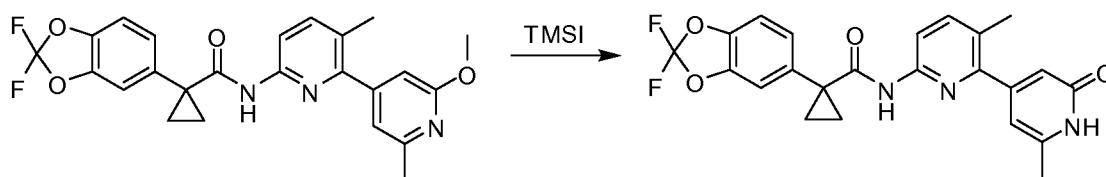
[00685] AS. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,6'-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide



[00686] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (200 mg, 0.545 mmol), 2-methoxy-6-methyl-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (408 mg, 1.636 mmol) and tetrakis(triphenylphosphine)palladium (0) (64 mg, 0.055 mmol) in 1,2-dimethoxyethane (3.3 mL), 2 M Na₂CO₃ (818.0 μL, 1.63 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 68 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl

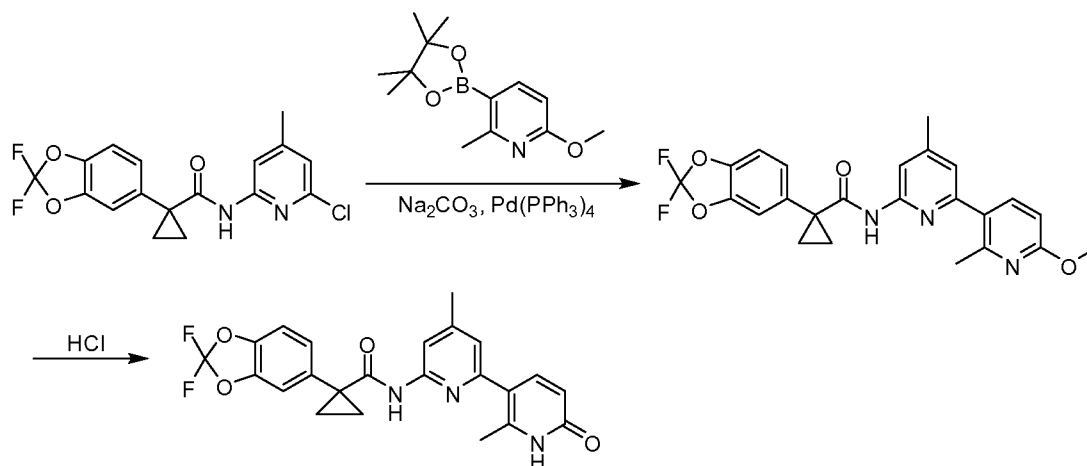
acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-15% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,6'-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (214 mg, 86.5%). ESI-MS *m/z* calc. 453.4, found 454.5 (M+1)⁺, retention time 1.81 minutes.

[00687] AT. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(6-methyl-2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



[00688] To a suspension of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,6'-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (0.012 g, 26.46 μmol) in CH₃CN (0.5 mL) was added TMSI (7.5 μL, 52.9 μmol) drop wise. The reaction was stirred at 55 °C for 1 hour. MeOH (1.0 mL) was added followed by ethyl acetate (3 mL) and water (1 mL). The organic layer was separated and washed with NaHSO₃ (2x) and brine (1x). The organic layer was then dried over Na₂SO₄, filtered and evaporated under reduced pressure to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(5-methyl-6-(6-methyl-2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (9.5 mg, 81.7%). ESI-MS *m/z* calc. 439.4, found 440.5 (M+1)⁺, retention time 1.60 minutes

[00689] AU. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4-methyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00690] Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-2',4'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide

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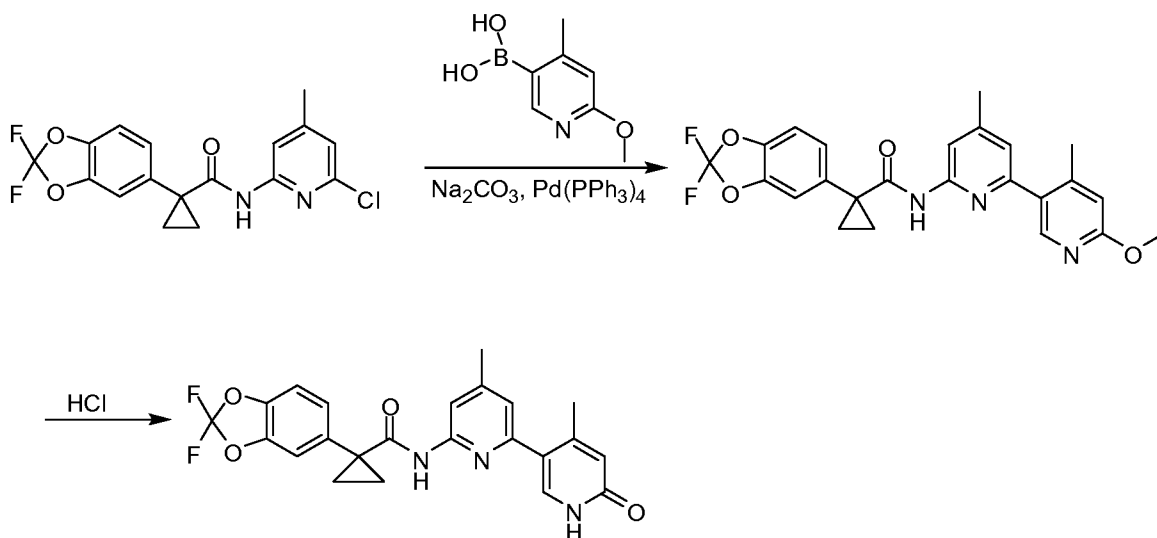
[00691] To *N*-(6-chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (88 mg, 0.24 mmol) in 1,2-dimethoxyethane (2.5 mL) was added 6-methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (144 mg, 0.29 mmol), tetrakis(triphenylphosphine)palladium (0) (28 mg, 0.024 mmol), and 2 M Na₂CO₃ (361.2 μL, 0.72 mmol). The reaction mixture was irradiated in the microwave at 120 °C for 20 minutes. The reaction mixture was evaporated to dryness and purified by silica gel chromatography eluting with (0-20% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2',4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (70 mg, 61%). ESI-MS *m/z* calc. 453.44, found 454.3 (M+1)⁺. Retention time 1.89 minutes.

[00692] *Step b: 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-N-(4-methyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00693] To 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2',4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (70 mg, 0.154 mmol) in 1,4-dioxane (1.9 mL) was added aqueous 4 M HCl (417 μL, 1.67 mmol) drop-wise. The reaction was stirred at 90 °C for 1.5 hours. The reaction was allowed to cool down to room temperature and then quenched with Et₃N. The solvent was evaporated under reduced pressure. The crude compound was dissolved in ethyl acetate and washed with water (2x) and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4-methyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a yellow solid (13 mg, 20%); ESI-MS *m/z* calc. 439.41, found 440.5 (M+1)⁺. Retention time 1.58 minutes.

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[00694] AV. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4-methyl-6-(4-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00695] Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-4,4'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide

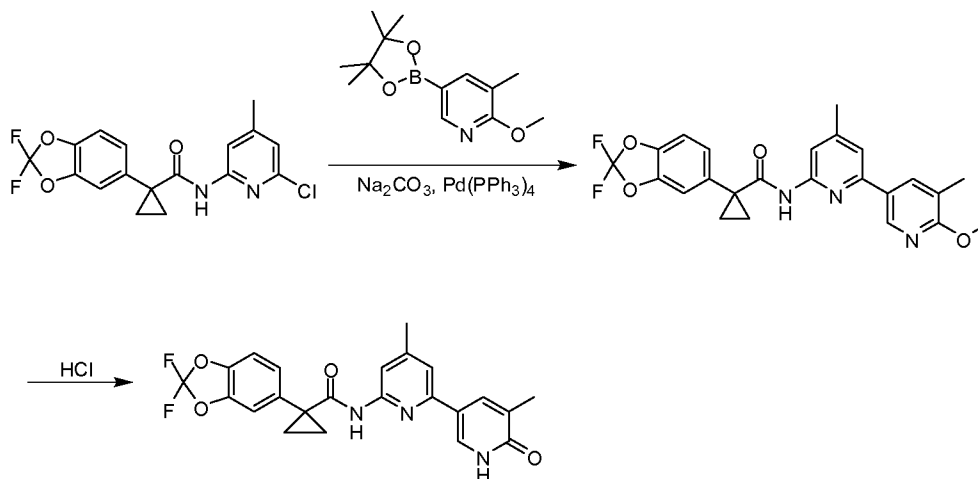
[00696] To N-(6-chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (59 mg, 0.16 mmol), 6-methoxy-4-methylpyridin-3-ylboronic acid (40 mg, 0.24 mmol) and tetrakis(triphenylphosphine)palladium (0) (9 mg, 0.008 mmol) in 1,2-dimethoxyethane (1.63 mL), aqueous saturated Na₂CO₃ (163 uL) was added. The reaction mixture was stirred and heated at 80 °C for 18 hours under N₂ atmosphere. The reaction mixture was diluted with 1,2-dimethoxyethane, dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-4,4'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (38 mg, 52%). ESI-MS *m/z* calc. 453.44, found 454.5 (M+1)⁺. Retention time 2.01 minutes.

[00697] Step b: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4-methyl-6-(4-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide

[00698] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-4,4'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (38 mg, 0.083 mmol) in 1,4-dioxane (1.5 mL) was added aqueous 4 M HCl (225 μL, 0.899 mmol) drop-wise. The reaction was stirred at 90 °C for 1.5 hours. The reaction was allowed to cool down to room temperature and then quenched with Et₃N. The solvent was evaporated under reduced pressure. The crude compound was dissolved in ethyl acetate and washed with water (2x) and brine (1x). The organic layer was dried over

Na_2SO_4 , filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4-methyl-6-(4-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (7 mg, 19%). ESI-MS *m/z* calc. 439.41, found 440.5 ($\text{M}+1$)⁺. Retention time 1.60 minutes.

[00699] AW. 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00700] *Step a: 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

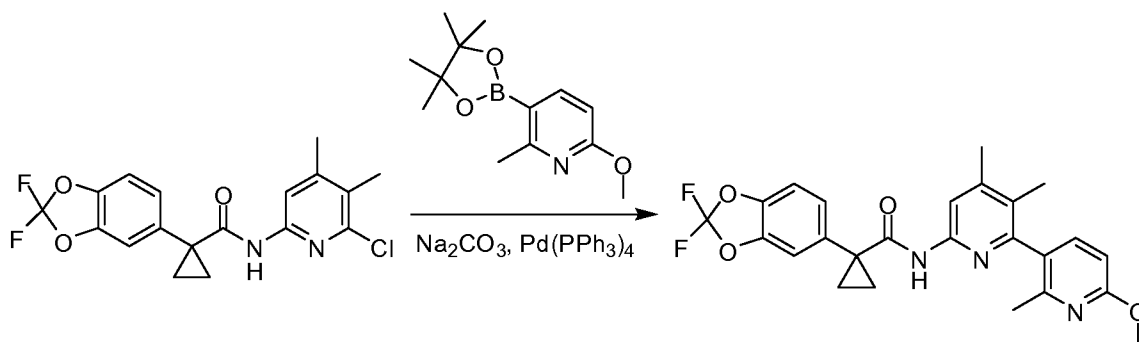
[00701] To *N*-(6-chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.15 g, 0.41 mmol), 2-methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (0.15 g, 0.61 mmol) and tetrakis(triphenylphosphine)palladium (0) (0.024 g, 0.02 mmol) in 1,2-dimethoxyethane (2.46 mL), aqueous saturated Na_2CO_3 (410 μL) was added. The reaction mixture was stirred and heated at 80 °C for 18 hours under N_2 atmosphere. The reaction mixture was diluted with 1,2-dimethoxyethane, dried over Na_2SO_4 , filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (0.075g, 40%). ESI-MS *m/z* calc. 453.44, found 454.5 ($\text{M}+1$)⁺. Retention time 2.24 minutes.

[00702] *Step b: 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00703] To 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-4,5'-dimethyl-2,3'-

bipyridin-6-yl)cyclopropanecarboxamide (0.075 g, 0.165 mmol) in 1,4-dioxane (2 mL) was added aqueous 4 M HCl (447 μ L, 1.79 mmol) drop-wise. The reaction was stirred at 90 °C for 1.5 hours. The reaction was allowed to cool down to room temperature and then quenched with Et₃N. The solvent was evaporated under reduced pressure. The crude compound was dissolved in ethyl acetate and washed with water (2x) and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-100% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(4-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (33 mg, 46%); ESI-MS *m/z* calc. 439.41, found 440.5 (M+1)⁺. Retention time 1.72 minutes.

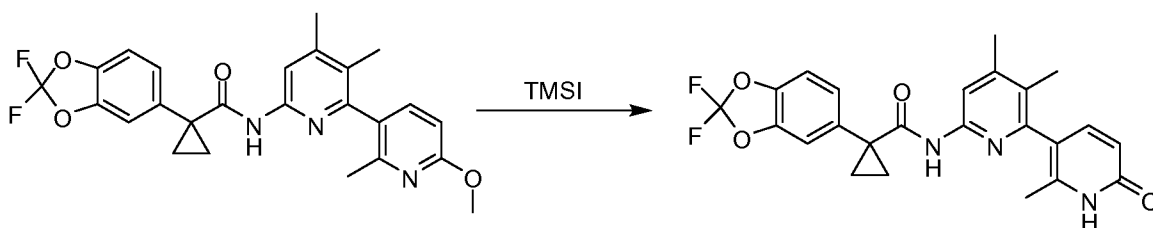
[00704] AX. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-2',3,4-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00705] To *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (70 mg, 0.18 mmol), 6-methoxy-2-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (69 mg, 0.27 mmol) and tetrakis(triphenylphosphine)-palladium (0) (21 mg, 0.018 mmol) in 1,2-dimethoxyethane (2.0 mL), 2 M Na₂CO₃ (276 μ L, 0.55 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 20 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-2',3,4-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (45 mg, 52%). ESI-MS *m/z* calc. 467.5, found 468.3 (M+1)⁺. Retention time 1.80 minutes.

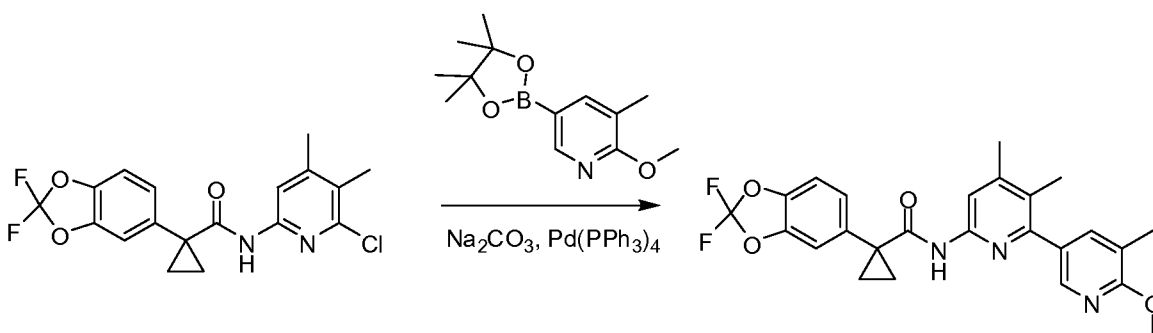
[00706] AY. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4,5-dimethyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide

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[00707] To a suspension of 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2',3,4-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (41.6 mg, 0.09 mmol) in CH₃CN (1.8 mL) was added TMSI (25.3 μL, 0.18 mmol) drop wise. The suspension became clear solution on TMSI addition. The reaction was stirred at 55 °C for 2 hours and 30 minutes. The reaction was allowed to cool down to room temperature. Methanol (1.0 mL) was added followed by ethyl acetate (6 mL). The organic layer was washed with NaHSO₃ (2x), and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4,5-dimethyl-6-(2-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (30 mg, 74%). ESI-MS *m/z* calc. 453.4, found 454.3 (M+1)⁺. Retention time 1.50 minutes.

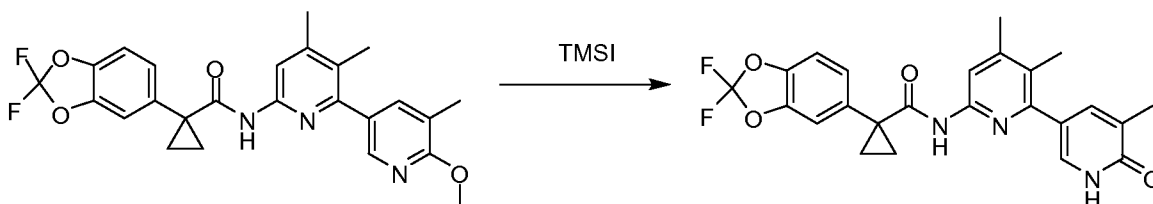
[00708] AZ. 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00709] To *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (70 mg, 0.18 mmol), 2-methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (69 mg, 0.27 mmol) and tetrakis(triphenylphosphine)palladium (0) (21 mg, 0.018 mmol) in 1,2-dimethoxyethane (2.0 mL), 2 M Na₂CO₃ (276 μL, 0.55 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 20 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3,4,5'-trimethyl-2,3'-bipyridin-

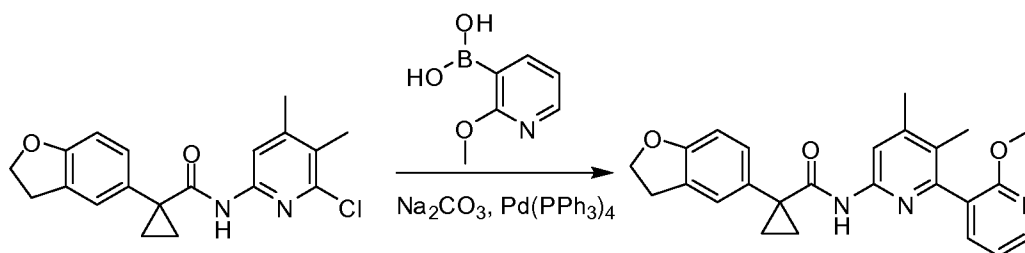
6-yl)cyclopropanecarboxamide (50 mg, 58%). ESI-MS m/z calc. 467.4, found 468.7 ($M+1$)⁺. Retention time 1.96 minutes.

[00710] BA. 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4,5-dimethyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00711] To a suspension of 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (44 mg, 0.09 mmol) in CH₃CN (2.0 mL) was added TMSI (27 μL, 0.19 mmol) drop wise. The reaction was stirred at 55 °C for 2 hours and 30 minutes. The reaction was allowed to cool down to room temperature. Methanol (1.0 mL) was added followed by ethyl acetate (6 mL). The organic layer was washed with NaHSO₃ (2x), and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(4,5-dimethyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (37 mg, 86%). ESI-MS m/z calc. 453.4, found 454.5 ($M+1$)⁺. Retention time 1.58 minutes.

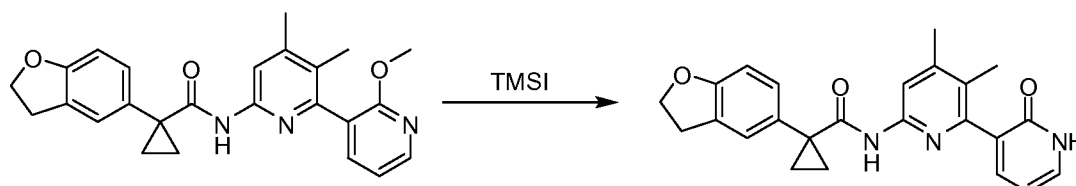
[00712] BB. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00713] To *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (100 mg, 0.29 mmol), 2-methoxypyridin-3-ylboronic acid (67 mg, 0.44 mmol) and tetrakis(triphenylphosphine)palladium (0) (34 mg, 0.029 mmol) in 1,2-dimethoxyethane (3.0 mL), 2 M Na₂CO₃ (438 μL, 0.88 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 68 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced

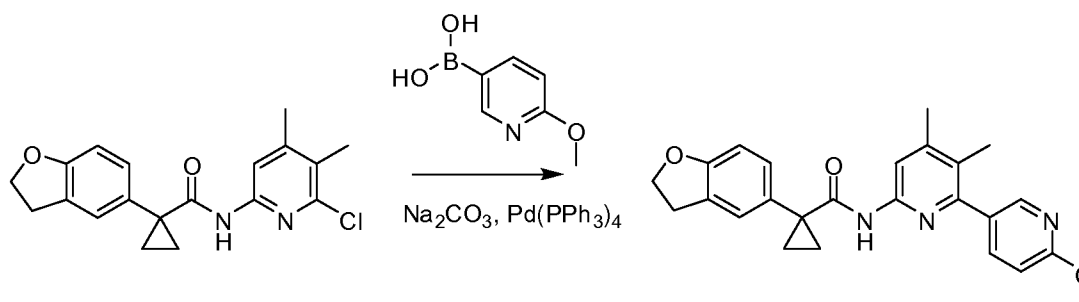
pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide as a pale yellow solid (112 mg, 92.4%). ESI-MS m/z calc. 415.5, found 416.5 (M+1)⁺. Retention time 1.68 minutes.

[00714] BC. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(4,5-dimethyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00715] To a suspension of 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (105 mg, 0.25 mmol) in CH₃CN (5.0 mL) was added TMSI (71.7 μL, 0.50 mmol) drop wise. The reaction was stirred at 55 °C for 1 hour. Methanol (1.0 mL) was added followed by ethyl acetate (6 mL). The organic layer was washed with NaHSO₃ (2x), and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(4,5-dimethyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (82 mg, 81%). ESI-MS m/z calc. 401.5, found 402.5 (M+1)⁺. Retention time 1.18 minutes.

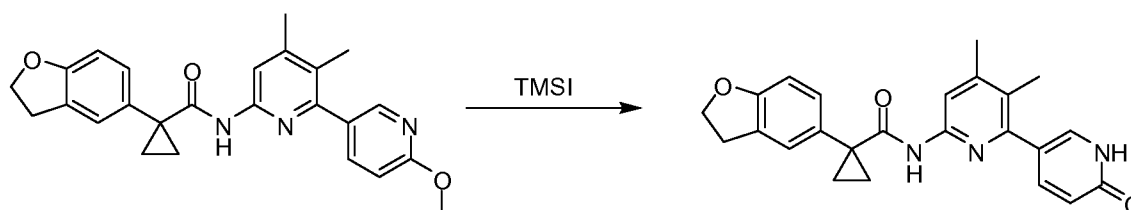
[00716] BD. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(6'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00717] To *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (100 mg, 0.29 mmol), 6-methoxy-3-ylboronic acid (67 mg, 0.44 mmol) and tetrakis(triphenylphosphine)palladium (0) (34 mg, 0.029 mmol) in 1,2-dimethoxyethane (3.0 mL), 2 M Na₂CO₃ (438 μL, 0.87 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 15 hours under N₂ atmosphere. The reaction mixture was

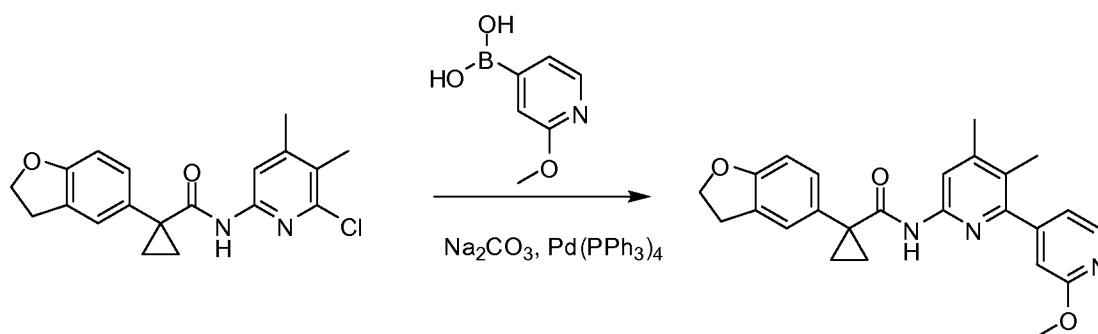
diluted with ethyl acetate (5 mL), dried over Na_2SO_4 , filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(6'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide as a white solid (105 mg, 86.6%). ESI-MS m/z calc. 415.5, found 416.5 ($\text{M}+1$)⁺. Retention time 1.66 minutes.

[00718] BE. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(4,5-dimethyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



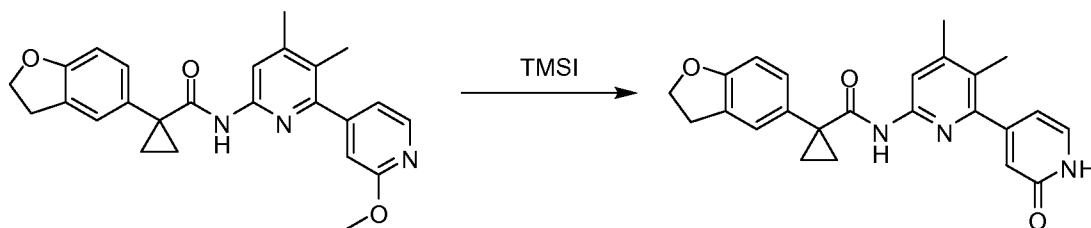
[00719] To a suspension of 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(6'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (100 mg, 0.24 mmol) in CH_3CN (4.75 mL) was added TMSI (68.4 μL , 0.48 mmol) drop wise. The reaction was stirred at 55 °C. After 65 minutes, mainly starting material and some product observed. Two more equivalents of TMSI were added and the heating at 55 °C was continued for 3 hours 20 minutes. The reaction was allowed to cool down to room temperature. Methanol (1.0 mL) was added followed by ethyl acetate (6 mL). The organic layer was washed with NaHSO_3 (2x: until the yellow colour disappeared), and brine (1x). The organic layer was dried over Na_2SO_4 , filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(4,5-dimethyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (60 mg, 62%). ESI-MS m/z calc. 401.5, found 402.3 ($\text{M}+1$)⁺. Retention time 1.33 minutes.

[00720] BF. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,4-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide



[00721] To *N*-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (100 mg, 0.29 mmol), 2-methoxypyridin-4-ylboronic acid (67 mg, 0.44 mmol) and tetrakis(triphenylphosphine)palladium (0) (34 mg, 0.029 mmol) in 1,2-dimethoxyethane (3.0 mL), 2 M Na₂CO₃ (438 μL, 0.87 mmol) was added. The reaction mixture was stirred and heated at 80 °C for 16 hours under N₂ atmosphere. Product and starting material were observed. 0.5 Equivalents of 2-methoxypyridin-4-ylboronic acid and 0.05 equivalents of tetrakis(triphenylphosphine)palladium (0) were added and continued heating for 40 hours. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,4-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide as a yellow solid (107 mg, 88%). ESI-MS *m/z* calc. 415.5, found 416.7 (M+1)⁺. Retention time 1.74 minutes.

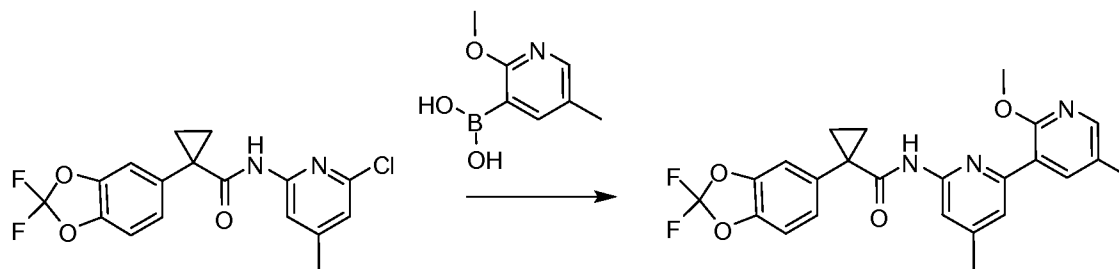
[00722] BG. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(4,5-dimethyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



[00723] To a suspension of 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,4-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (96 mg, 0.23 mmol) in CH₃CN (4.8 mL) was added TMSI (65.6 μL, 0.46 mmol) drop wise. The suspension became a clear solution on TMSI addition. The reaction was stirred at 55 °C for 5 hours. The reaction was allowed to cool down to room temperature. Methanol (1.0 mL) was added followed by ethyl acetate (6 mL). The organic layer was washed with NaHSO₃ (2x), and brine (1x). The organic layer was dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-10% methanol in dichloromethane) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(4,5-dimethyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide as a white solid (50 mg, 54%). ESI-MS *m/z* calc. 401.5, found 402.5 (M+1)⁺. Retention time 1.41 minutes.

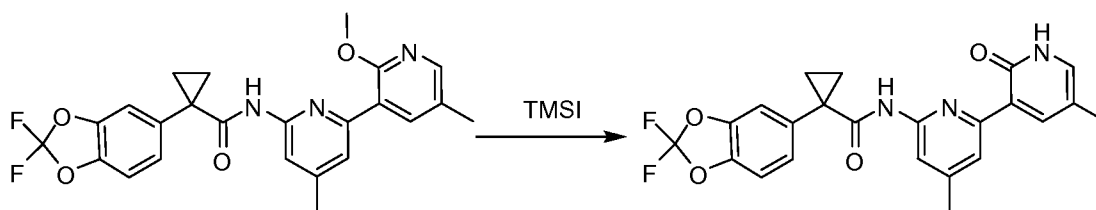
[00724] BH. 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(2'-methoxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide

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[00725] To a mixture of N-(6-chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (60 mg, 0.16 mmol) and 2-methoxy-5-methylpyridin-3-ylboronic acid (41 mg, 0.25 mmol) in DME (2 mL) and Na_2CO_3 (2M, 0.165 mL, 0.32 mmol) was added $\text{Pd}(\text{PPh}_3)_4$ (9.5 mg, 0.008 mmol). The mixture was heated in microwave oven at 120 ° C for 30 min. The reaction was re-partitioned between EtOAc and H_2O and the aqueous layer was extracted with ethyl acetate twice. The combined organic layers were washed with brine and dried over MgSO_4 . After the removal of solvent, the residue was purified by column chromatography (0-20% EtOAc-Hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (72 mg, 97%). ^1H NMR (400 MHz, CDCl_3) 7.98 (s, 1H), 7.96 (dd, $J = 0.7, 2.4$ Hz, 1H), 7.77 (d, $J = 2.3$ Hz, 1H), 7.68 (s, 1H), 7.48 (d, $J = 9.0$ Hz, 1H), 7.23 (dd, $J = 1.7, 9.4$ Hz, 2H), 7.10 (d, $J = 8.2$ Hz, 1H), 3.96 (s, 3H), 2.40 (s, 3H), 2.26 (s, 3H), 1.77 - 1.70 (m, 2H), 1.19 - 1.11 (m, 2H). Retention time: 2.01 min; ESI-MS m/z calc. 453.4, found 454.2 ($\text{M} + \text{H}$)⁺.

[00726] BI. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-hydroxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide.

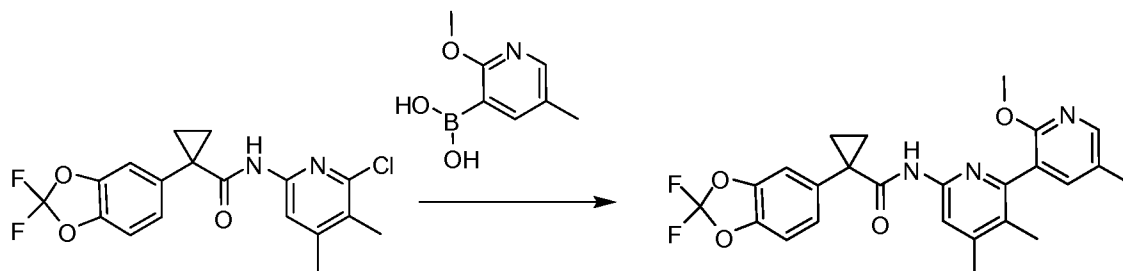


[00727] To a suspension of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (70 mg, 0.15 mmol) in CH_3CN (3 mL) was added TMSI (44 μL , 0.30 mmol) dropwise at 20 ° C. The reaction was stirred at 50 ° C for 30 min. MeOH (1.0 mL) was added and the solution was re-partitioned between EtOAc and H_2O , washed with NaHSO_3 (2x), brine, dried over MgSO_4 and evaporated to dryness to yield a white solid. The crude material was further purified by column chromatography (0-10% MeOH-EtOAc) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-hydroxy-4,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (62 mg, 91%). ^1H NMR (400 MHz, MeOD) 7.81 (s,

2H), 7.65 (s, 1H), 7.31 (d, $J = 1.5$ Hz, 1H), 7.25 (dd, $J = 1.7, 8.3$ Hz, 1H), 7.17 - 7.14 (m, 2H), 2.29 (s, 3H), 2.03 (s, 3H), 1.57 (dd, $J = 4.0, 7.0$ Hz, 2H), 1.15 (dd, $J = 4.0, 7.0$ Hz, 2H).

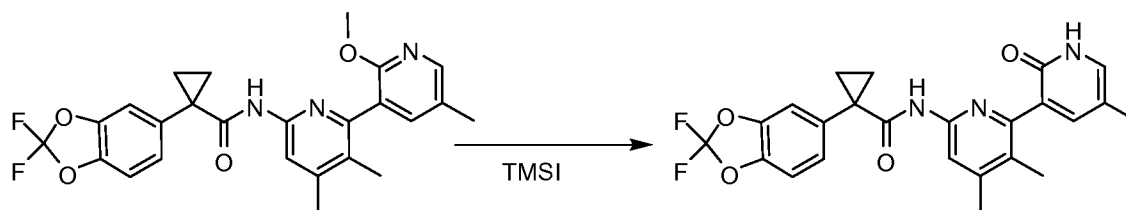
Retention time: 1.42 min; ESI-MS m/z calc. 439.4, found 440.5 ($M + H$)⁺.

[00728] BG. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00729] To a mixture of N-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (114 mg, 0.3 mmol) and 2-methoxy-5-methylpyridin-3-ylboronic acid (75 mg, 0.45 mmol) in DME (3 mL) and Na₂CO₃ (2M, 0.3 mL, 0.6 mmol) was added Pd(PPh₃)₄ (17 mg, 0.015 mmol). The mixture was heated in microwave oven at 120 °C for 30 min. The reaction was re-partitioned between EtOAc and H₂O and the aqueous layer was extracted with EtOAc twice. The combined organic layers were washed with brine and dried over MgSO₄. After the removal of solvent, the residue was purified by column chromatography (0-20% EtOAc-Hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (80 mg, 57%). ¹H NMR (400 MHz, CDCl₃) 8.02 (s, 1H), 7.99 (d, $J = 1.6$ Hz, 1H), 7.59 (s, 1H), 7.31 (d, $J = 2.1$ Hz, 1H), 7.20 - 7.16 (m, 2H), 7.04 (d, $J = 8.1$ Hz, 1H), 3.85 (s, 3H), 2.33 (s, 3H), 2.26 (s, 3H), 1.95 (s, 3H), 1.73 (dd, $J = 3.8, 6.9$ Hz, 2H), 1.14 (dd, $J = 3.9, 7.0$ Hz, 2H). Retention time: 2.02 min; ESI-MS m/z calc. 467.5, found 468.2 ($M + H$)⁺.

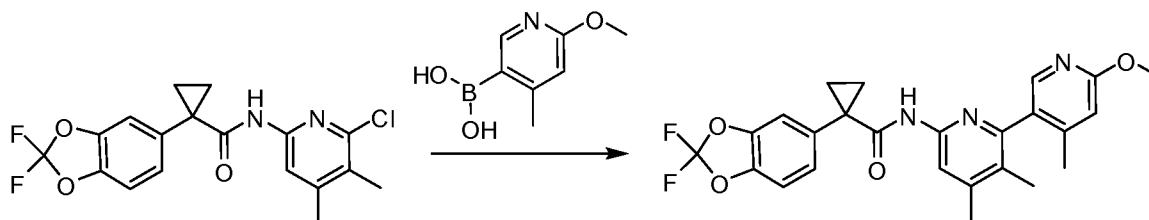
[00730] BK. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-hydroxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide.



[00731] To a suspension of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (75 mg, 0.16 mmol) in CH₃CN (3

mL) was added TMSI (46 uL, 0.30 mmol) dropwise at 20 °C. The reaction was stirred at 50 °C for 30 min). MeOH (1.0 mL) was added and the solution was re-partitioned between EtOAc and H₂O, washed with NaHSO₃ (2x), brine, dried over MgSO₄ and evaporated to dryness to yield a white solid. The crude material was further purified by column chromatography (0-10% MeOH-EtOAc) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-hydroxy-3,4,5'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (67 mg, 92%). ¹H NMR (400 MHz, MeOD) 7.89 (s, 1H), 7.31 - 7.27 (m, 2H), 7.23 - 7.19 (m, 2H), 7.12 (d, J = 8.3 Hz, 1H), 2.25 (s, 3H), 2.03 (s, 3H), 1.97 (s, 3H), 1.56 (dd, J = 3.9, 7.0 Hz, 2H), 1.13 (dd, J = 3.8, 6.9 Hz, 2H). Retention time: 1.52 min; ESI-MS *m/z* calc. 453.4, found 454.5 (M + H)⁺.

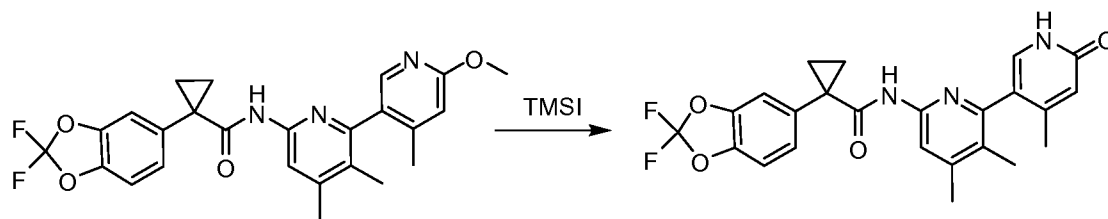
[00732] BL. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,4,4'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide.



[00733] To a mixture of N-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (25 mg, 0.067 mmol) and 2-methoxy-4-methylpyridin-5-ylboronic acid (21 mg, 0.1 mmol) in DME (0.7 mL) and Na₂CO₃ (2M, 0.065 mL, 0.13 mmol) was added Pd(PPh₃)₄ (4 mg, 0.003 mmol). The mixture was heated in microwave oven at 120 °C for 30 min. The reaction was re-partitioned between EtOAc and H₂O and the aqueous layer was extracted with EtOAc twice. The combined organic layers were washed with brine and dried over MgSO₄. After the removal of solvent, the residue was purified by column chromatography (0-20% EtOAc-Hexane) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,4,4'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (20 mg, 65%). ¹H NMR (400 MHz, CDCl₃) 8.05 (s, 1H), 7.86 (s, 1H), 7.59 (d, J = 1.5 Hz, 1H), 7.21 - 7.16 (m, 2H), 7.04 (d, J = 8.2 Hz, 1H), 6.62 (s, 1H), 3.92 (s, 3H), 2.34 (s, 3H), 2.00 (s, 3H), 1.96 (s, 3H), 1.74 (dd, J = 3.9, 6.9 Hz, 2H), 1.15 (dd, J = 3.9, 7.0 Hz, 2H). Retention time: 2.00 min; ESI-MS *m/z* calc. 467.5, found 468.2 (M + H)⁺.

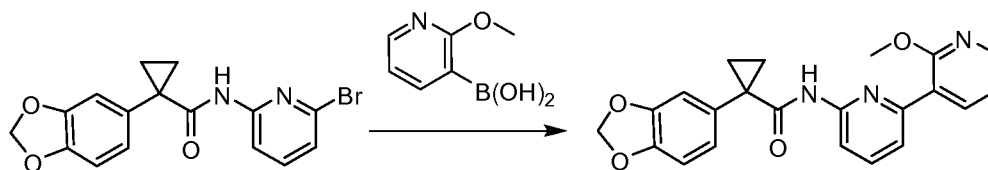
[00734] BM. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-hydroxy-3,4,4'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide.

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[00735] To a suspension of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,4,4'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (17 mg, 0.036 mmol) in CH₃CN (0.7 mL) was added TMSI (10 uL, 0.072 mmol) dropwise at 20 °C. The reaction was stirred at 50 °C for 30 min. Additional TMSI (10 uL, 0.072 mmol) was added and the reaction was heated at 50 °C for 2 h. Additional TMSI (10 uL, 0.072 mmol) was added and the reaction was heated at 70 °C for 2 h. MeOH (1.0 mL) was added and the solution was re-partitioned between EtOAc and H₂O. The organic layer was washed with NaHSO₃ (2x), brine, dried over MgSO₄ and evaporated to dryness to yield a white solid that was further purified by preparative TLC (10% MeOH-EtOAc) to yield 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-hydroxy-3,4,4'-trimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (8 mg, 49%). ¹H NMR (400 MHz, MeOD) 7.92 (s, 1H), 7.28 (d, J = 1.6 Hz, 1H), 7.22 (dd, J = 1.7, 8.3 Hz, 1H), 7.14 - 7.10 (m, 2H), 6.36 (s, 1H), 2.27 (s, 3H), 1.95 (s, 3H), 1.81 (d, J = 0.6 Hz, 3H), 1.56 (dd, J = 3.9, 7.0 Hz, 2H), 1.14 (dd, J = 3.9, 7.0 Hz, 2H). Retention time: 1.49 min; ESI-MS *m/z* calc. 453.4, found 454.2 (M + H)⁺.

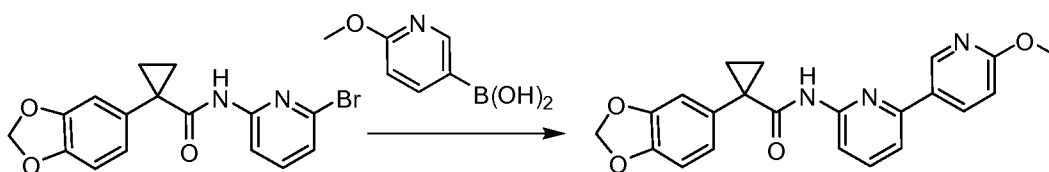
[00736] BN. 1-(Benzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-2,3'-bipyridin-6-yl)cyclopropanecarboxamide.



[00737] 1-(Benzo[d][1,3]dioxol-5-yl)-N-(6-bromopyridin-2-yl)cyclopropanecarboxamide (36 mg, 0.10 mmol) was dissolved in 1 mL of ethanol containing 0.12 mL of a 2 M aqueous solution of potassium carbonate, 2-methoxypyridin-3-ylboronic acid (18 mg, 0.12 mmol) and 6 mg of Fibre-Cat 1007. The reaction mixture was then heated to 110 °C for 10 minutes in a microwave reactor. The resulting material was cooled to room temperature, filtered, and purified by reverse-phase preparative liquid chromatography utilizing a gradient of 0-99% acetonitrile in water containing 0.05% trifluoroacetic acid to yield the pure product. ESI-MS *m/z* calc. 389.1, found 390.1 (M+1)⁺. Retention time 3.09 minutes.

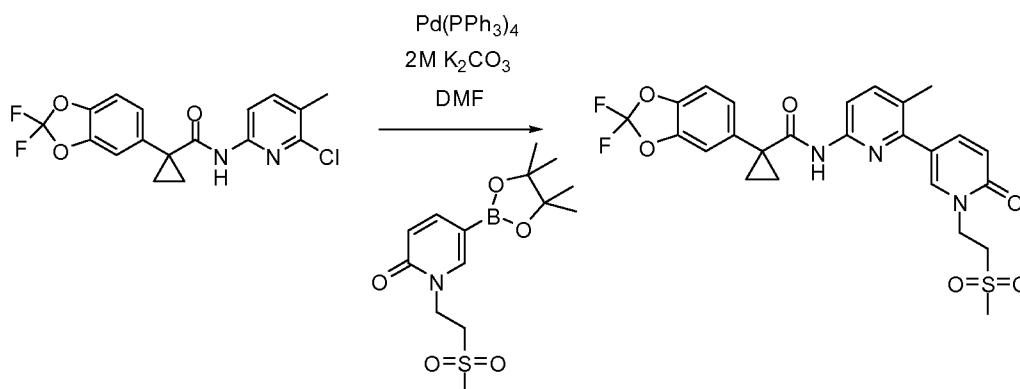
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[00738] BO.1-(Benzo[*d*][1,3]dioxol-5-yl)-*N*-(6'-methoxy-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00739] 1-(Benzo[*d*][1,3]dioxol-5-yl)-*N*-(6-bromopyridin-2-yl)cyclopropanecarboxamide (36 mg, 0.10 mmol) and 6-methoxypyridin-3-ylboronic acid (19 mg, 0.12 mmol) were dissolved in 1 mL of *N,N*-dimethylformamide (DMF) containing 0.2 mL of a 2M aqueous solution of potassium carbonate potassium carbonate and dichloro[1,1'-bis(diphenylphosphino)ferrocene]palladium (II) dichloromethane adduct (Pd(dppf)Cl₂, 7.1 mg, 0.010 mmol). The resulting solution was stirred and heated to 80 °C for 16 hours. The resulting material was cooled to room temperature, filtered, and purified by reverse-phase preparative liquid chromatography utilizing a gradient of 0-99% acetonitrile in water containing 0.05% trifluoroacetic acid to yield the pure product. ESI-MS *m/z* calc. 389.1, found 390.1 (M+1)⁺. Retention time 3.57 minutes

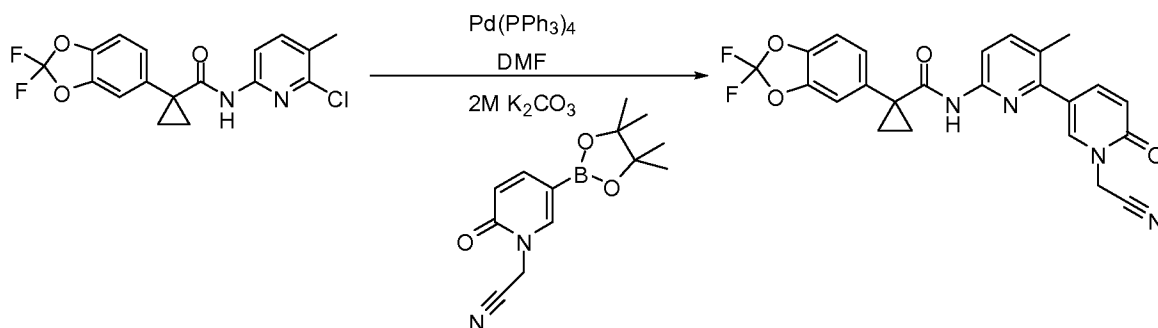
[00740] BP. 1-(2,2-Difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(1-(2-(methylsulfonyl)ethyl)-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00741] *N*-(6-Chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (325 mg, 0.886 mmol), tetrakis(triphenylphosphine)palladium (0) (51.20 mg, 0.044 mmol), potassium carbonate (1.1 mL of 2 M, 2.21 mmol), and 1-(2-(methylsulfonyl)ethyl)-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1*H*)-one (377 mg, 1.15 mmol) were combined in a scintillation vial containing 1,2-dimethoxyethane (8 mL). The reaction mixture was then stirred and heated to 80 degrees C for 16 hours. The reaction

was then allowed to cool to room temperature. The layers were then separated and the organic layer was evaporated to dryness, re-dissolved in 1 mL of *N,N*-dimethylformamide, and purified by reverse-phase preparative liquid chromatography utilizing a gradient of 0-99% acetonitrile (containing 0.035% trifluoroacetic acid (v/v)) in water (containing 0.05% trifluoroacetic acid (v/v)) to yield the product. The resulting trifluoroacetic acid salt was then dissolved in a minimum of dichloromethane (5 mL). This solution was then washed two times with a saturated aqueous solution of sodium bicarbonate, followed by two washes of a saturated aqueous solution of sodium chloride, followed by two washes of water. The organic layer was dried over sodium sulfate and then evaporated to dryness. The product was then further purified on 4 g of silica utilizing a gradient of 0-10% methanol in dichloromethane to yield the pure product (16.7 mg, 3.5%). ESI-MS *m/z* calc. 531.1, found 532.1 (M+1)⁺. Retention time 1.52 minutes. ¹H NMR (400 MHz, CD₃CN) δ 7.94 (d, *J* = 8.4 Hz, 1H), 7.77 (s, 1H), 7.65 (d, *J* = 2.3 Hz, 1H), 7.62-7.55 (m, 2H), 7.36 - 7.32 (m, 2H), 7.22 (d, *J* = 8.2 Hz, 1H), 6.42 (d, *J* = 9.4 Hz, 1H), 4.29 (t, *J* = 6.7 Hz, 2H), 3.49 (t, *J* = 6.7 Hz, 2H), 2.90 (s, 3H), 2.32 (s, 3H), 1.62-1.58 (m, 2H), 1.19-1.15 (m, 2H).

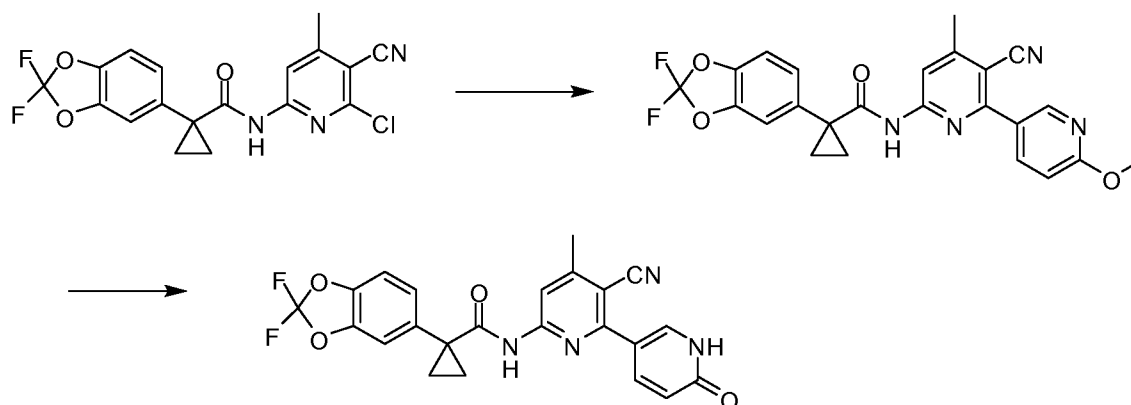
[00742] BQ. *N*-(6-(1-(cyanomethyl)-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00743] *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (325.2 mg, 0.89 mmol), 2-(2-oxo-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-1(2*H*)-yl)acetonitrile (0.300 g, 1.15 mmol), tetrakis(triphenylphosphine)palladium (0) (51 mg, 0.044 mmol) and potassium carbonate (1.71 g, 1.11 mL of 2 M, 2.21 mmol) were combined in a scintillation vial containing 1,2-dimethoxyethane (8 mL). The reaction mixture was then stirred and heated to 80 °C overnight. The crude reaction mixture was purified by reverse-phase preparative liquid chromatography to yield the product (25.3 mg, 6.1%) as a trifluoroacetic acid salt. ESI-MS *m/z* calc. 464.1, found 465.1 (M+1)⁺. Retention time 2.00 minutes.

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[00744] BR. *N*-(5-Cyano-4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00745] Step a: *N*-(3-Cyano-6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide

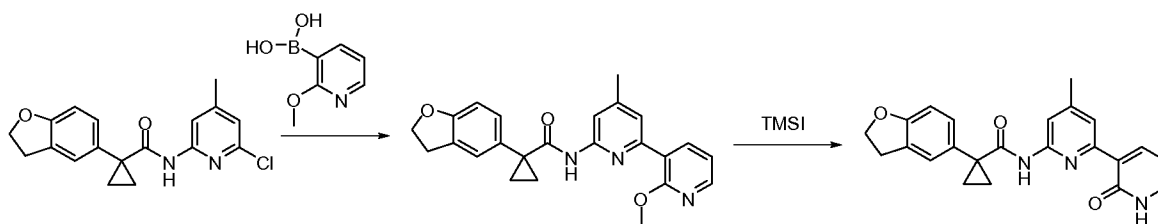
[00746] *N*-(6-chloro-5-cyano-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (369 mg, 0.94 mmol), potassium carbonate (1.45 g, 942.0 μ L of 2 M, 1.88 mmol), tetrakis(triphenylphosphine)palladium (0) (54 mg, 0.047 mmol), 1,2-dimethoxyethane (9 mL), and 2-methoxypyridine-5-boronic acid (230.5 mg, 1.51 mmol) were combined in a 40 mL scintillation vial. The reaction mixture was heated to 80 °C for 6 hours. The reaction mixture was allowed to cool to room temperature, the layers were separated, and the crude material was purified on 40 g of silica gel utilizing a gradient of 0-80% ethyl acetate in hexanes to yield the pure product (0.437 g, 71%). ESI-MS *m/z* calc. 464.1, found 465.1 ($M+1$)⁺. Retention time 2.08 minutes.

[00747] Step b: *N*-(5-Cyano-4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide

[00748] *N*-(3-cyano-6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.150 g, 0.323 mmol) was dissolved in acetonitrile (7.2 mL). Iodotrimethylsilane (129.3 mg, 92 μ L, 0.65 mmol) was added and the reaction mixture was heated to 55 °C for 5 hours. The crude reaction mixture was then evaporated to dryness, re-dissolved in a minimum of dichloromethane and purified on 12 g of silica gel utilizing a gradient of 0-100% ethyl acetate in hexanes (0.125 g, 86%). ESI-MS *m/z* calc. 450.1, found 451.1 ($M+1$)⁺. Retention time 1.60 minutes. ¹H NMR (400 MHz, CDCl₃) 8.17 (s, 1H), 8.07-8.03 (m, 2H), 7.82 (s, 1H), 7.26 (dd, *J* = 1.7, 8.2 Hz, 1H), 7.19 - 7.16 (m, 2H), 6.69 (d, *J* = 10.4 Hz, 1H), 2.58 (s, 3H), 1.80-1.75 (m, 2 H), 1.27-1.22 (m, 2H).

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[00749] BS. 1-(2,3-Dihydrobenzofuran-5-yl)-N-(4-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



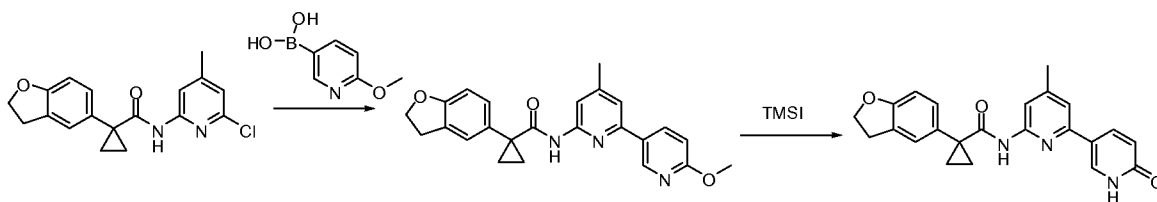
[00750] *Step a: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(2'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00751] To *N*-(6-chloro-4-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (150 mg, 0.46 mmol) in 1,2-dimethoxyethane (4 mL) was added 2-methoxypyridin-3-ylboronic acid (84 mg, 0.55 mmol), tetrakis(triphenylphosphine)palladium (0) (53 mg, 0.046 mmol), and 2 M Na₂CO₃ (680 μL, 1.4 mmol). The reaction mixture was irradiated in the microwave at 120 °C for 20 minutes. The reaction mixture was evaporated to dryness and the residue was purified by silica gel chromatography eluting with (0-20% ethyl acetate/hexanes) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (69 mg, 38%).

[00752] *Step b: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(4-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00753] To a suspension of 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (69 mg, 0.17 mmol) in CH₃CN (2.5 mL) was added TMSI (49 μL, 0.34 mmol) dropwise at 20 °C. The reaction was stirred at 50 °C for 30 min. MeOH (1.0 mL) was added and the solution was evaporated to dryness. The residue was re-dissolved in DCM-EtOAc (1:3) before it was washed with NaHSO₃ (2x) and brine. The organics were dried over MgSO₄ and evaporated to dryness. The crude material was purified by column chromatography (0-10% MeOH-EtOAc) to yield 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(4-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide. ESI-MS *m/z* calc. 387.2, found 388.1 (M+1)⁺. Retention time 1.38 minutes.

[00754] BT. 1-(2,3-Dihydrobenzofuran-5-yl)-N-(4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



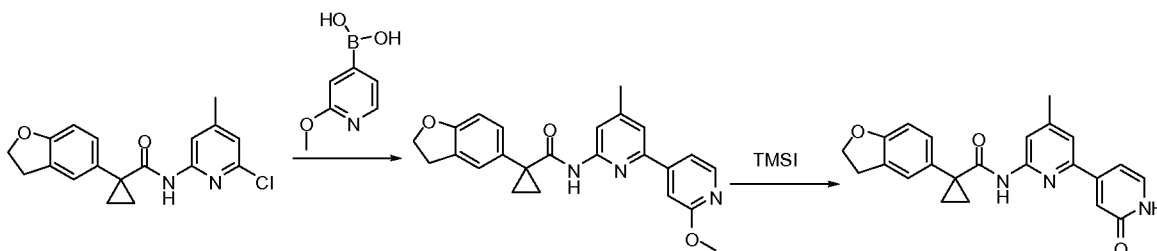
[00755] Step a: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide

[00756] To N-(6-chloro-4-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (200 mg, 0.61 mmol) in 1,2-dimethoxyethane (3 mL) was added 6-methoxypyridin-3-ylboronic acid (110 mg, 0.73 mmol), tetrakis(triphenylphosphine)palladium (0) (70 mg, 0.061 mmol), and 2 M Na₂CO₃ (910 μL, 1.8 mmol). The reaction mixture was irradiated in the microwave at 120 °C for 20 minutes. The reaction mixture was evaporated to dryness and the residue was purified by silica gel chromatography eluting with (0-20% ethyl acetate/hexanes) to yield 1-(2,3-dihydrobenzofuran-5-yl)-N-(6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (147 mg, 60%). ESI-MS *m/z* calc. 401.2, found 402.3 (M+1)⁺. Retention time 1.90 minutes.

[00757] Step b: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide

[00758] To a suspension of 1-(2,3-dihydrobenzofuran-5-yl)-N-(6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (180 mg, 0.45 mmol) in CH₃CN (7 mL) was added TMSI (130 uL, 0.90 mmol) dropwise at 20 °C. The reaction was stirred at 50 °C for 30 min. MeOH (1.0 mL) was added and the solution was evaporated to dryness. The residue was re-dissolved in DCM-EtOAc (1:3) before it was washed with NaHSO₃ (2x) and brine. The organics were dried over MgSO₄ and evaporated to dryness. The crude material was purified by HPLC to yield 1-(2,3-dihydrobenzofuran-5-yl)-N-(4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide. ESI-MS *m/z* calc. 387.2, found 388.1 (M+1)⁺. Retention time 1.35 minutes.

[00759] BU. 1-(2,3-Dihydrobenzofuran-5-yl)-N-(4-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



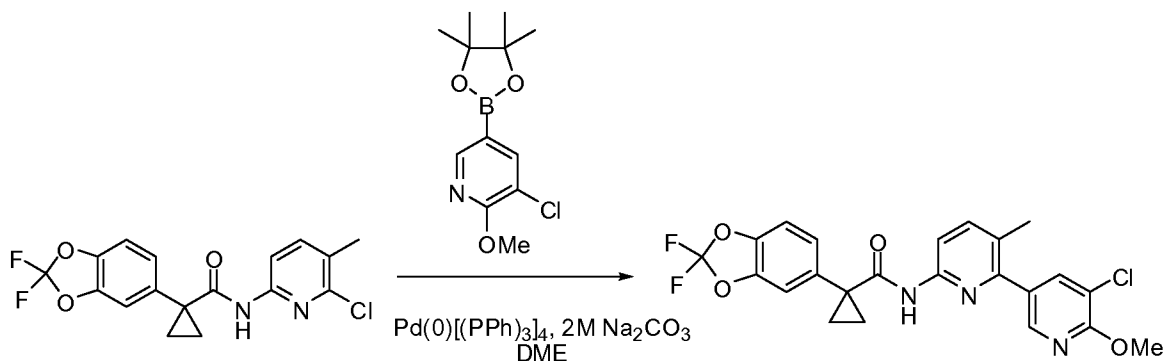
[00760] Step a: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(2'-methoxy-4-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide

[00761] To N-(6-chloro-4-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (150 mg, 0.46 mmol) in 1,2-dimethoxyethane (4 mL) was added 2-methoxypyridin-4-ylboronic acid (84 mg, 0.55 mmol), tetrakis(triphenylphosphine)palladium (0) (53 mg, 0.046 mmol), and 2 M Na₂CO₃ (680 μL, 1.4 mmol). The reaction mixture was irradiated in the microwave at 120 °C for 20 minutes. The reaction mixture was evaporated to dryness and the residue was purified by silica gel chromatography eluting with (0-20% ethyl acetate/hexanes) to yield 1-(2,3-dihydrobenzofuran-5-yl)-N-(2'-methoxy-4-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (76 mg, 42%). ESI-MS *m/z* calc. 401.2, found 402.3 (M+1)⁺. Retention time 1.88 minutes.

[00762] Step b: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(4-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide

[00763] To a suspension of 1-(2,3-dihydrobenzofuran-5-yl)-N-(2'-methoxy-4-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (78 mg, 0.19 mmol) in CH₃CN (3 mL) was added TMSI (55 μL, 0.39 mmol) dropwise at 20 °C. The reaction was stirred at 50 °C for 30 min. MeOH (1.0 mL) was added and the solution was evaporated to dryness. The residue was re-dissolved in DCM-EtOAc (1:3) before it was washed with NaHSO₃ (2x) and brine. The organics were dried over MgSO₄ and evaporated to dryness. The crude material was purified by column chromatography (0-10% MeOH-EtOAc) to yield 1-(2,3-dihydrobenzofuran-5-yl)-N-(4-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide. ESI-MS *m/z* calc. 387.2, found 388.3 (M+1)⁺. Retention time 1.36 minutes.

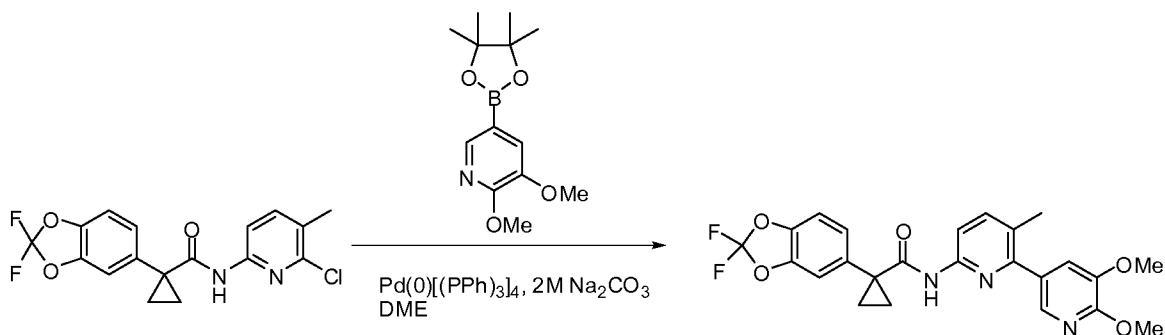
[00764] BV. N-(5'-chloro-6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00765] To N-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (73 mg, 0.2 mmol) in 1,2-dimethoxyethane (2 mL) was added 3-

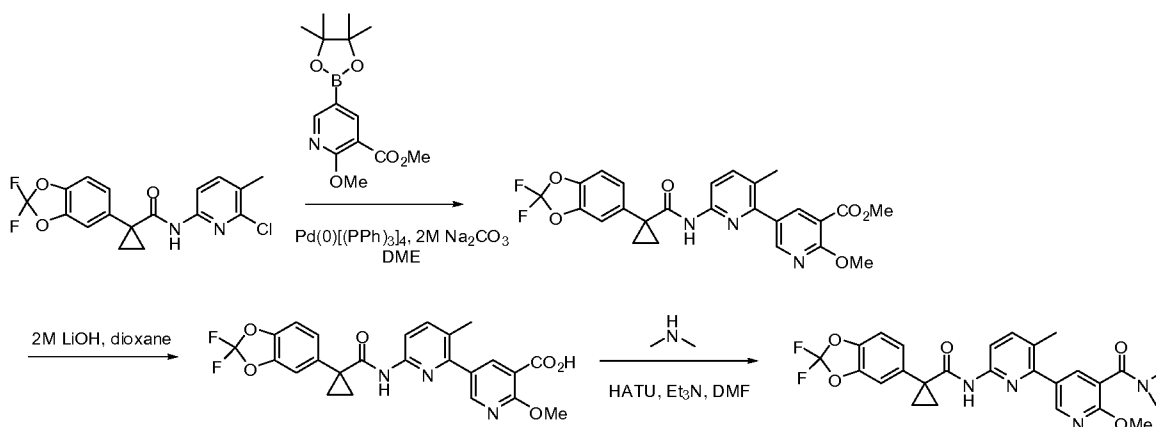
chloro-2-methoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (65 mg, 0.24 mmol), tetrakis(triphenylphosphine)palladium (0) (12 mg, 0.01 mmol), and 2 M sodium carbonate (0.20 mL, 0.4 mmol). The reaction mixture was heated to 80 °C in an oil bath overnight. The reaction mixture was diluted with dichloromethane (5mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (26 mg, 27%). ESI-MS m/z calc. 473.86, found 474.3 (M+1)⁺. Retention time 2.27 minutes.

[00766] BW. 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(5',6'-dimethoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00767] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (73 mg, 0.2 mmol) in 1,2-dimethoxyethane (2 mL) was added 2,3-dimethoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (63 mg, 0.24 mmol), tetrakis(triphenylphosphine)palladium (0) (12 mg, 0.01 mmol), and 2 M sodium carbonate (0.20 mL, 0.4 mmol). The reaction mixture was irradiated in the microwave at 120 °C for twenty minutes. The reaction mixture was diluted with ethyl acetate (5mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (51 mg, 55%). ESI-MS m/z calc. 469.44, found 470.5 (M+1)⁺. Retention time 2.03 minutes.

[00768] BX. 6-(1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamido)-6'-methoxy-*N,N*,3-trimethyl-2,3'-bipyridine-5'-carboxamide

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[00769] *Step a: Methyl 6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-6'-methoxy-3-methyl-2,3'-bipyridine-5'-carboxylate*

[00770] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.26 g, 0.7 mmol) in 1,2-dimethoxyethane (7 mL) was added methyl 2-methoxy-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)nicotinate (0.25 g, 0.86 mmol), tetrakis(triphenylphosphine)palladium (0) (42 mg, 0.04 mmol), and 2 M sodium carbonate (0.70 mL, 1.4 mmol). The reaction mixture was irradiated in the microwave at 120 °C for twenty minutes. The reaction mixture was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (0.29 g, 81%). ESI-MS *m/z* calc. 497.45, found 498.3 (M+1)⁺. Retention time 2.14 minutes.

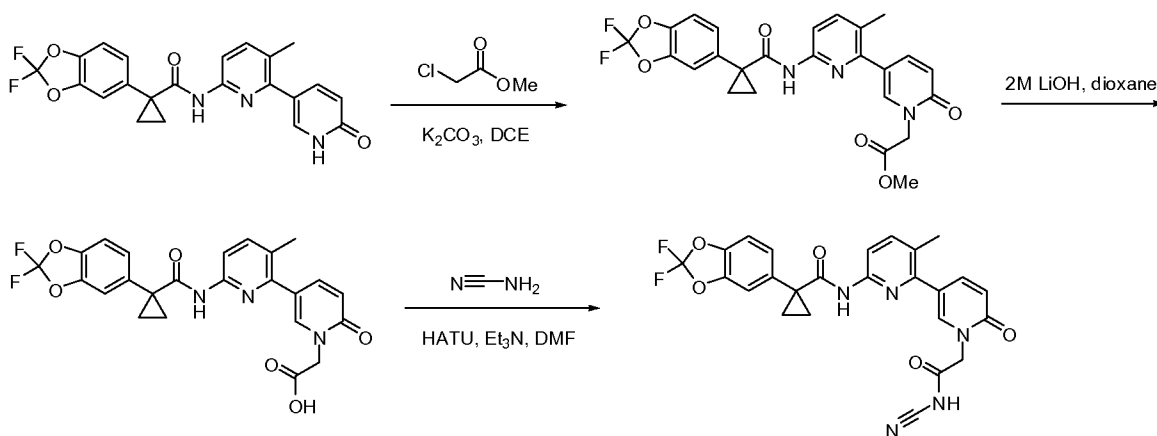
[00771] *Step b: 6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-6'-methoxy-3-methyl-2,3'-bipyridine-5'-carboxylic acid*

[00772] To a flask containing methyl 6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-6'-methoxy-3-methyl-2,3'-bipyridine-5'-carboxylate (0.22 g, 0.45 mmol) was added a mixture of 2M Lithium hydroxide (2.5 mL of 2 M, 5.0 mmol) and 1,4-dioxane (2.5 mL) and the reaction mixture was stirred at room temperature for two hours. The reaction mixture was evaporated and residue was suspended between dichloromethane (10 mL) and 1 N hydrochloric acid (10 mL). The organics were dried over sodium sulfate and evaporated to give the product (0.20 g, 95%). ESI-MS *m/z* calc. 483.12, found 484.5 (M+1)⁺. Retention time 1.85 minutes.

[00773] *Step c: 6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-6'-methoxy-N,N,3-trimethyl-2,3'-bipyridine-5'-carboxamide*

[00774] To a solution of 6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-6'-methoxy-3-methyl-2,3'-bipyridine-5'-carboxylic acid (72 mg, 0.15 mmol), dimethyl amine (10 mg, 0.23 mmol), and triethylamine (42 μ L, 0.30 mmol) in *N,N*-dimethylformamide (1 mL) was added *O*-(7-azabenzotriazol-1-yl)-*N,N,N',N'*-tetramethyluronium hexafluorophosphate (68 mg, 0.18 mmol) and the reaction mixture was stirred at 80 °C overnight. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (51 mg, 67%). ESI-MS *m/z* calc. 510.49, found 511.5 (M+1)⁺. Retention time 1.81 minutes.

[00775] BY. *N*-(6-(1-(2-cyanamido-2-oxoethyl)-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00776] *Step a: Methyl 2-(5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-yl)acetate*

[00777] To a flask containing 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide (0.15 g, 0.35 mmol), methyl chloroacetate (0.19 g, 1.8 mmol), and potassium carbonate (0.5 g, 3.5 mmol) was added dichloroethane (7 mL) and the reaction mixture was heated to 100 °C in a sealed tube overnight. The reaction was diluted with dichloromethane (15 mL) and washed with water (10 mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction was purified by silica gel chromatography (eluting with 0-10% methanol in dichloromethane) to give the product (0.13 g, 76%). ESI-MS *m/z* calc. 497.14, found 498.3 (M+1)⁺. Retention time 1.73 minutes.

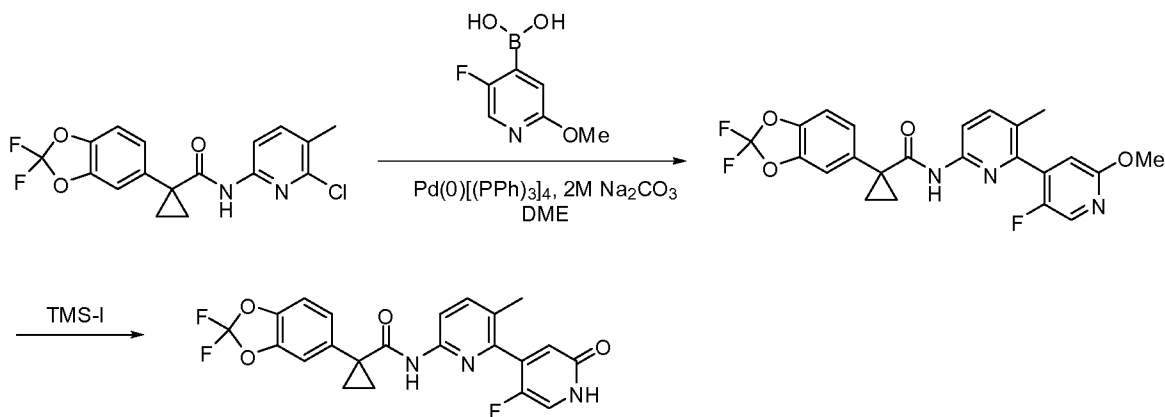
[00778] Step b: 2-(5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-yl)acetic acid

[00779] To a flask containing methyl 2-(5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-yl)acetate (0.13 g, 0.27 mmol) was added a mixture of 2M Lithium hydroxide (1 mL of 2 M, 2.0 mmol) and 1,4-dioxane (4 mL) and the reaction mixture was heated to 60 °C for 2 hrs. The reaction mixture was evaporated and the resulting residue was suspended between ethyl acetate (10 mL) and 1 N hydrochloric acid (10 mL). The organics were dried over sodium sulfate and evaporated to give the product (0.13 g, 98%). ESI-MS *m/z* calc. 483.12, found 484.5 (M+1)⁺. Retention time 1.59 minutes.

[00780] Step c: *N*-(6-(1-(2-cyanamido-2-oxoethyl)-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide

[00781] To 2-(5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-yl)acetic acid (0.13 g, 0.27 mmol), cyanamide (27 μL, 0.32 mmol), and triethylamine (75 μL, 0.54 mmol) in *N,N*-dimethylformamide (3 mL) was added *O*-(7-azabenzotriazol-1-yl)-*N,N,N',N'*-tetramethyluronium hexafluorophosphate (0.12 g, 0.33 mmol) and the reaction mixture was stirred at room temperature for 1 hour. At this point the reaction mixture was filtered and purified by reverse-phase HPLC. The resulting trifluoroacetic acid salt was dissolved in dichloromethane and washed with a saturated sodium bicarbonate solution and 1 N Hydrochloric acid. The organics were dried over sodium sulfate and evaporated to dryness to give the product (45 mg, 31%). ESI-MS *m/z* calc. 507.14, found 508.4 (M+1)⁺. Retention time 1.63 minutes.

[00782] BZ. 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(6-(5-fluoro-2-oxo-1,2-dihydropyridin-4-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide



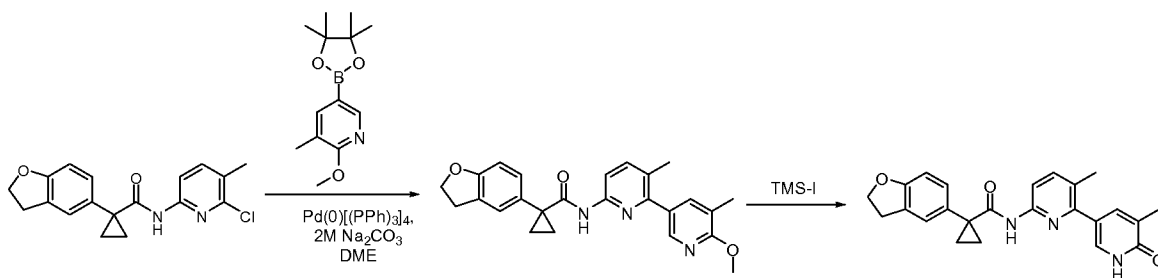
[00783] *Step a: 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(5'-fluoro-2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide*

[00784] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (73 mg, 0.2 mmol) in 1,2-dimethoxyethane (2 mL) was added 5-fluoro-2-methoxypyridin-4-ylboronic acid (44 mg, 0.26 mmol), tetrakis(triphenylphosphine)palladium (0) (12 mg, 0.01 mmol), and 2 M sodium carbonate (0.20 mL, 0.4 mmol). The reaction mixture was irradiated in the microwave at 120 °C for twenty minutes. The reaction mixture was diluted with ethyl acetate (5mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-100% ethyl acetate in hexanes) to yield the product (19 mg, 20%). ESI-MS *m/z* calc. 457.12, found 458.3 (M+1)⁺. Retention time 2.17 minutes.

[00785] *Step b: 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(5-fluoro-2-oxo-1,2-dihydropyridin-4-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide*

[00786] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5'-fluoro-2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (19 mg, 0.04 mmol) in chloroform (0.5 mL) was added iodotrimethylsilane (32 mg, 0.16 mmol). The reaction mixture was stirred at room temperature for three hours. At this point the reaction mixture was purified directly by silica gel chromatography (eluting with 0-100 % ethyl acetate in hexanes) to yield the product (5.1 mg, 47%). ESI-MS *m/z* calc. 443.38, found 444.3 (M+1)⁺. Retention time 1.63 minutes.

[00787] CA. 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00788] *Step a: 1-(2,3-dihydrobenzofuran-5-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

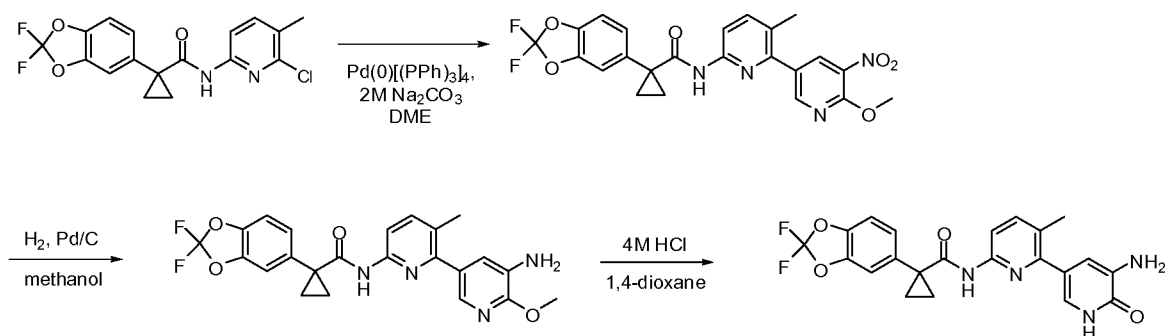
[00789] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (0.1 g, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 2-methoxy-3-methyl-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (98 mg, 0.4 mmol),

tetrakis(triphenylphosphine)palladium (0) (35 mg, 0.03 mmol), and 2 M sodium carbonate (0.45 mL, 0.9 mmol) and the reaction mixture was heated to 80 °C overnight. The reaction was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The aqueous layer was back extracted with ethyl acetate (5 mL). The organics were dried over sodium sulfate and evaporated. The resulting crude material was purified by silica gel chromatography (eluting with 0-30% ethyl acetate in hexanes) to yield the product (0.1 g, 84%). ESI-MS m/z calc. 415.48, found 416.1 (M+1)⁺. Retention time 2.03 minutes.

[00790] *Step b: 1-(2,3-dihydrobenzofuran-5-yl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00791] To 1-(2,3-dihydrobenzofuran-5-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (98 mg, 0.24 mmol) in acetonitrile (4 mL) at 50 °C was added iodotrimethylsilane (95 mg, 0.5 mmol). The reaction was heated for one hour before being quenched with methanol (1 mL). The reaction was diluted with dichloromethane (15 mL) and washed with an aqueous saturated sodium bisulfite solution (2 x 15 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting white solid was purified by silica gel chromatography (eluting with 0-10 % methanol in ethyl acetate) to yield the product (74 mg, 76%) as a white solid. ESI-MS m/z calc. 401.46, found 402.5 (M+1)⁺. Retention time 1.47 minutes.

[00792] CB. N-(6-(5-amino-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00793] *Step a: 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3-methyl-5'-nitro-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00794] To N-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.11 g, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 2-methoxy-3-nitro-5-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (0.11 g, 0.39 mmol), tetrakis(triphenylphosphine)palladium (0) (17 mg, 0.015 mmol), and 2 M sodium carbonate (0.3

mL, 0.6 mmol) and the reaction mixture was heated to 80 °C overnight. The crude material was purified by silica gel chromatography (eluting with 0-35% ethyl acetate in hexanes) to yield the product (71 mg, 50%). ESI-MS m/z calc. 484.12, found 485.0 (M+1)⁺. Retention time 2.17 minutes.

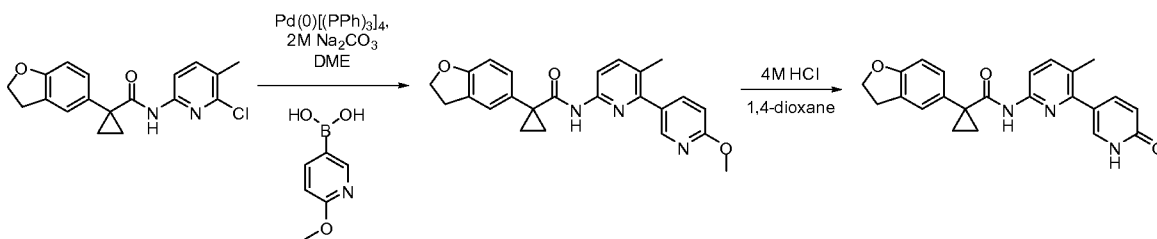
[00795] *Step b: N-(5'-amino-6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00796] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3-methyl-5'-nitro-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (71 mg, 0.15 mmol) in methanol (10 mL) was added Pd/C (15 mg, 0.015 mmol) The reaction was stirred at room temperature under a balloon of hydrogen for one hour before being filtered and evaporated to yield the product (53 mg, 77%). ESI-MS m/z calc. 454.15, found 455.1 (M+1)⁺. Retention time 1.75 minutes.

[00797] *Step c: N-(6-(5-amino-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00798] To N-(5'-amino-6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (53 mg, 0.1166 mmol) in 1,4-dioxane (2 mL) was added 4M aq hydrochloric acid (0.5 mL, 2.0 mmol) and the reaction mixture was heated to 90 °C. After one hour the reaction was quenched with triethylamine (0.5 mL). The reaction mixture was evaporated to dryness and the residue was dissolved in *N,N*-dimethylformamide (2 mL) and purified by reverse phase HPLC. The fractions from the HPLC purification were neutralized with saturated sodium bicarbonate and extracted with ethyl acetate (3 x 10 mL). The organics were dried over sodium sulfate and evaporated to yield the product (26 mg, 48%). ESI-MS m/z calc. 440.4, found 441.3 (M+1)⁺. Retention time 1.39 minutes.

[00799] CC. 1-(2,3-dihydrobenzofuran-5-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



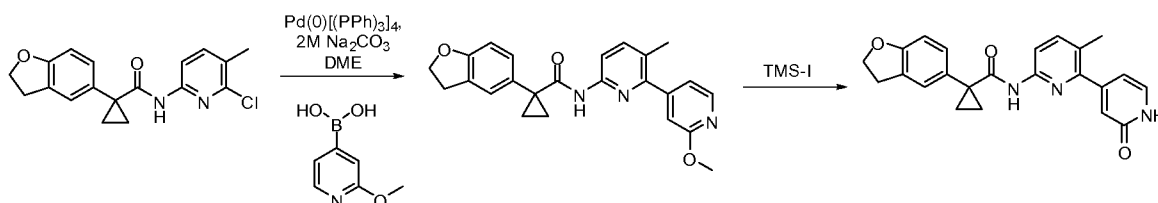
[00800] *Step a: 1-(2,3-dihydrobenzofuran-5-yl)-N-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00801] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (95 mg, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 6-methoxypyridin-3-ylboronic acid (66 mg, 0.4 mmol), tetrakis(triphenylphosphine)palladium (0) (33 mg, 0.03 mmol), and 2 M sodium carbonate (0.45 mL, 0.9 mmol). The reaction mixture was irradiated in the microwave at 120 °C for twenty minutes. The reaction mixture was diluted with ethyl acetate (5mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-50% ethyl acetate in hexanes) to yield the product (72 mg, 62%). ESI-MS *m/z* calc. 401.17, found 402.5 (M+1)⁺. Retention time 1.86 minutes.

[00802] *Step b: 1-(2,3-dihydrobenzofuran-5-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00803] To 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(6'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (72 mg, 0.18 mmol) in 1,4-dioxane (2mL) was added 0.5 mL of an aqueous 4 M hydrochloric acid solution. The reaction mixture was heated to 90 °C for 30 minutes before being quenched with triethylamine (0.5 mL) and evaporated to dryness. The residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography. The resulting trifluoroacetic acid salt was dissolved in dichloromethane (5 mL) and washed with a saturated sodium bicarbonate solution (5 mL). The organics were dried over sodium sulfate and evaporated to dryness to yield the product (30 mg, 44%) ESI-MS *m/z* calc. 387.43, found 388.3 (M+1)⁺. Retention time 1.39 minutes. ¹H NMR (400 MHz, DMSO-d₆) δ 11.75 (s, 1H), 8.18 (s, 1H), 7.89 (d, J = 8.3 Hz, 1H), 7.67 (d, J = 8.4 Hz, 1H), 7.61-7.58 (m, 1H), 7.51 (m, 1H), 7.37 (m, 1H), 7.26-7.23 (m, 1H), 6.81 (d, J = 8.2 Hz, 1H), 6.36 (d, J = 9.5 Hz, 1H), 4.55 (t, J = 8.7 Hz, 2H), 3.19 (t, J = 8.7 Hz, 2H), 2.27 (s, 3H), 1.49-1.46 (m, 2H), 1.11-1.09 (m, 2H).

[00804] CC. 1-(2,3-Dihydrobenzofuran-5-yl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



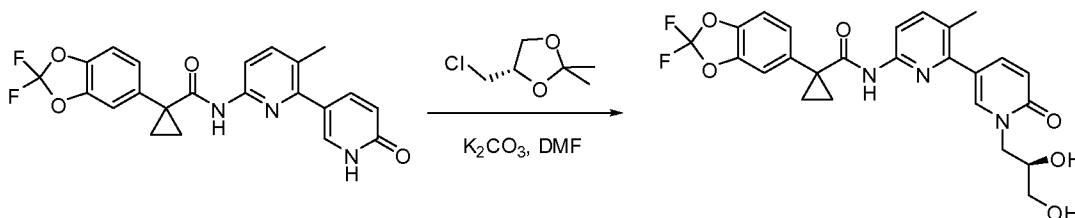
[00805] *Step a: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide*

[00806] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (95 mg, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 2-methoxypyridin-4-ylboronic acid (66 mg, 0.4 mmol), tetrakis(triphenylphosphine)palladium (0) (33 mg, 0.03 mmol), and 2 M sodium carbonate (0.45 mL, 0.9 mmol). The reaction mixture was irradiated in the microwave at 120 °C for twenty minutes. The reaction mixture was diluted with ethyl acetate (5mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography eluting with (0-50% ethyl acetate/hexanes) to yield the product (42 mg, 34%). ESI-MS *m/z* calc. 401.17, found 402.5 (M+1)⁺. Retention time 1.88 minutes.

[00807] *Step b: 1-(2,3-Dihydrobenzofuran-5-yl)-N-(5-methyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00808] To 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (42 mg, 0.1 mmol) in chloroform (2 mL) was added iodotrimethylsilane (63 mg, 0.3 mmol). The reaction mixture was heated to 60 °C for one hour. The reaction was evaporated to dryness and the residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography. The resulting trifluoroacetic acid salt was dissolved in dichloromethane (5 mL) and washed with a saturated sodium bicarbonate solution (5 mL). The organics were dried over sodium sulfate and evaporated to dryness to yield the product (14 mg, 36%) ESI-MS *m/z* calc. 387.43, found 388.5 (M+1)⁺. Retention time 1.41 minutes. ¹H NMR (400 MHz, DMSO-*d*₆) δ 11.66 (s, 1H), 8.19 (s, 1H), 7.99 (d, *J* = 8.4 Hz, 1H), 7.73 (d, *J* = 8.5 Hz, 1H), 7.40-7.37 (m, 2H), 7.26-7.24 (m, 1H), 6.80 (d, *J* = 8.2 Hz, 1H), 6.28 (m, 1H), 6.18-6.15 (m, 1H), 4.55 (t, *J* = 8.7 Hz, 2H), 3.19 (t, *J* = 8.6 Hz, 2H), 2.22 (s, 3H), 1.49-1.47 (m, 2H), 1.11-1.09 (m, 2H)

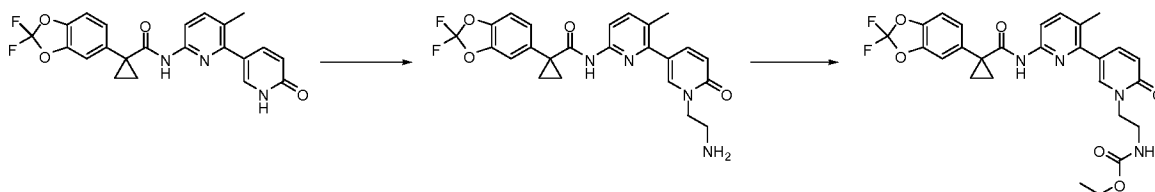
[00809] CD. (R)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(6-(1-(2,3-dihydroxypropyl)-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide



[00810] To 1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide (0.15 g, 0.35 mmol), (*S*)-4-(chloromethyl)-2,2-dimethyl-1,3-dioxolane (0.27 g, 1.8 mmol), and potassium carbonate (0.5 g,

3.5 mmol) was added *N,N*-dimethylformamide and the reaction mixture was heated to 100 °C overnight. The reaction was diluted with dichloromethane (20 mL) and washed with 1N hydrochloric acid (10 mL) and a saturated aqueous sodium bicarbonate solution (10 mL). The organics were dried over sodium sulfate and evaporated. The crude residue was purified by silica gel chromatography (eluting with 0-10% methanol in dichloromethane) to yield the product (47 mg, 27%). ESI-MS *m/z* calc. 499.16, found 500.2 (M+1)⁺. Retention time 1.53 minutes.

[00811] CE. Ethyl 2-(5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-yl)ethylcarbamate



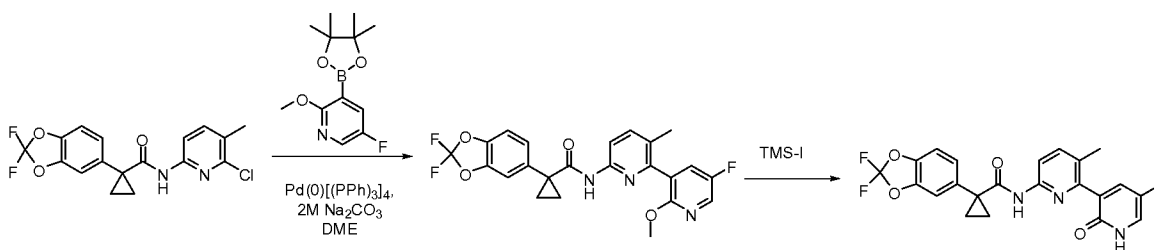
[00812] *Step a: N-(6-(1-(2-aminoethyl)-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00813] To a flask containing 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide (0.13 g, 0.3 mmol), *tert*-butyl 2-bromoethylcarbamate (0.35 g, 1.6 mmol), and potassium carbonate (0.5 g, 3.1 mmol) was added *N,N*-dimethylformamide (5 mL) and the reaction mixture was heated to 100 °C for 2 hours. The reaction was purified by reverse-phase preparative liquid chromatography to give the product (24 mg, 17%). ESI-MS *m/z* calc. 468.16, found 469.5 (M+1)⁺. Retention time 1.37 minutes.

[00814] *Step b: Ethyl 2-(5-(6-(1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamido)-3-methylpyridin-2-yl)-2-oxopyridin-1(2H)-yl)ethylcarbamate*

[00815] To a flask containing *N*-(6-(1-(2-aminoethyl)-6-oxo-1,6-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (36 mg, 0.08 mmol), ethyl chloroformate (10 mg, 0.09 mmol), and triethylamine (32 μL, 0.23 mmol) was added *N,N*-dimethyl formamide (1 mL) and the reaction mixture was stirred at room temperature overnight. The reaction mixture was filtered and purified by reverse-phase preparative liquid chromatography to give the product (11 mg, 25%). ESI-MS *m/z* calc. 540.18, found 541.7 (M+1)⁺. Retention time 1.72 minutes.

[00816] CF. 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(5-fluoro-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide



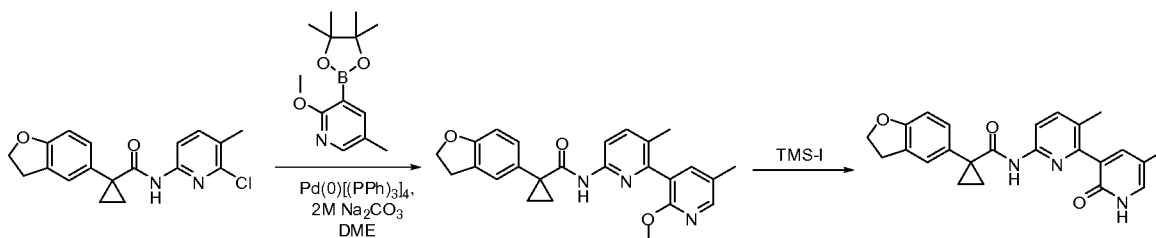
[00817] *Step a: 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(5'-fluoro-2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00818] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.1 g, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 5-fluoro-2-methoxy-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (0.1 g, 0.39 mmol), tetrakis(triphenylphosphine)palladium (0) (17 mg, 0.015 mmol), and 2 M sodium carbonate (0.3 mL, 0.6 mmol) and the reaction mixture was heated to 80 °C overnight. The crude material was purified by silica gel chromatography (eluting with 0-35% ethyl acetate in hexanes) to yield the product (42 mg, 31%). ESI-MS *m/z* calc. 457.4, found 458.3 (M+1)⁺. Retention time 2.20 minutes.

[00819] *Step b: 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(5-fluoro-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)cyclopropanecarboxamide*

[00820] To 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-*N*-(5'-fluoro-2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (42 mg, 0.09 mmol) in chloroform (1 mL) was added iodotrimethylsilane (55 mg, 0.3 mmol). The reaction mixture was stirred at room temperature for three hours. At this point the reaction mixture was purified directly by silica gel chromatography (eluting with 0-100 % ethyl acetate in hexanes) to yield the product (19 mg, 47%). ESI-MS *m/z* calc. 443.38, found 443.96 (M+1)⁺. Retention time 1.56 minutes.

[00821] CG. 1-(2,3-dihydrobenzofuran-5-yl)-N-(5-methyl-6-(5-methyl-2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



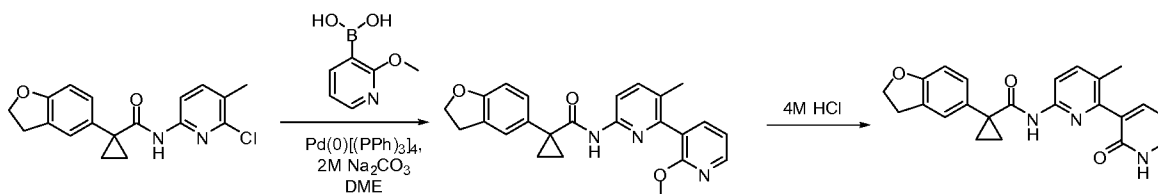
[00822] *Step a: 1-(2,3-dihydrobenzofuran-5-yl)-N-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00823] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (0.1 g, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 2-methoxy-5-methyl-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (98 mg, 0.4 mmol), tetrakis(triphenylphosphine)palladium (0) (35 mg, 0.03 mmol), and 2 M sodium carbonate (0.45 mL, 0.9 mmol) and the reaction mixture was heated to 80 °C overnight. The reaction was diluted with ethyl acetate (5 mL) and washed with water (5 mL). The aqueous layer was back extracted with ethyl acetate (5 mL). The organics were dried over sodium sulfate and evaporated. The resulting crude material was purified by silica gel chromatography (eluting with 0-30% ethyl acetate in hexanes) to yield the product (95 mg, 76%). ESI-MS *m/z* calc. 415.48, found 416.1 (M+1)⁺. Retention time 1.92 minutes.

[00824] *Step b: 1-(2,3-dihydrobenzofuran-5-yl)-N-(5-methyl-6-(5-methyl-2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00825] To 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(2'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (90 mg, 0.2 mmol) in acetonitrile (4 mL) at 50 °C was added iodotrimethylsilane (87 mg, 0.4 mmol). The reaction was heated for one hour before being quenched with methanol (1 mL). The reaction was diluted with dichloromethane (15 mL) and washed with an aqueous saturated sodium bisulfite solution (2 x 15 mL). The organics were dried over sodium sulfate and evaporated to dryness. The resulting white solid was purified by silica gel chromatography (eluting with 0-10 % methanol in ethyl acetate) to yield the product (49 mg, 55%) as a white solid. ESI-MS *m/z* calc. 401.46, found 402.5 (M+1)⁺. Retention time 1.32 minutes.

[00826] CH. 1-(2,3-dihydrobenzofuran-5-yl)-*N*-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00827] *Step a: 1-(2,3-dihydrobenzofuran-5-yl)-N-(2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

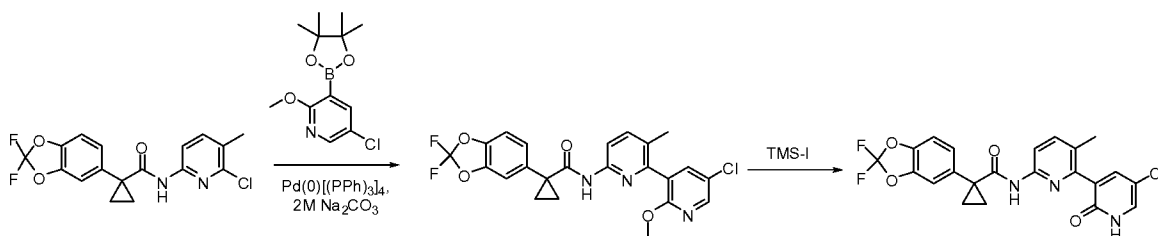
[00828] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-5-yl)cyclopropanecarboxamide (95 mg, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 2-

methoxypyridin-3-ylboronic acid (66 mg, 0.4 mmol), tetrakis(triphenylphosphine)palladium (0) (33 mg, 0.03 mmol), and 2 M sodium carbonate (0.45 mL, 0.9 mmol). The reaction mixture was irradiated in the microwave at 120 °C for twenty minutes. The reaction mixture was diluted with ethyl acetate (5mL) and washed with water (5mL). The organics were dried over sodium sulfate and evaporated to dryness. The crude reaction mixture was purified by silica gel chromatography (eluting with 0-50% ethyl acetate in hexanes) to yield the product (87 mg, 75%). ESI-MS m/z calc. 401.17, found 402.1 (M+1)⁺. Retention time 1.79 minutes.

[00829] *Step b: 1-(2,3-dihydrobenzofuran-5-yl)-N-(5-methyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00830] To 1-(2,3-dihydrobenzofuran-5-yl)-N-(2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (87 mg, 0.2 mmol) in 1,4-dioxane (1mL) was added 0.5 mL of an aqueous 4 M hydrochloric acid solution. The reaction mixture was heated to 90 °C for 30 minutes before being quenched with triethylamine (0.5 mL) and evaporated to dryness. The residue was dissolved in *N,N*-dimethylformamide (1 mL) and purified by reverse-phase preparative liquid chromatography. The resulting trifluoroacetic acid salt was dissolved in dichloromethane (5 mL) and washed with a saturated sodium bicarbonate solution. The organics were dried over sodium sulfate and evaporated to dryness to yield the product (27 mg, 32%) ESI-MS m/z calc. 387.43, found 388.5 (M+1)⁺. Retention time 1.23 minutes. ¹H NMR (400 MHz, DMSO-*d*₆) δ 11.81 (s, 1H), 8.02 (s, 1H), 7.94 (d, *J* = 8.3 Hz, 1H), 7.62 (d, *J* = 8.4 Hz, 1H), 7.45 (m, 1H), 7.37-7.35 (m, 2H), 7.24 (m, 1H), 6.80 (d, *J* = 8.2 Hz, 1H), , 6.24 (m, 1H), 4.54 (t, *J* = 8.7 Hz, 2H), 3.19 (t, *J* = 8.7 Hz, 2H), 2.07 (s, 3H), 1.50-1.47 (m, 2H), 1.11-1.08 (m, 2H).

[00831] Cl. *N*-(6-(5-chloro-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide



[00832] *Step a: N-(5'-chloro-2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide*

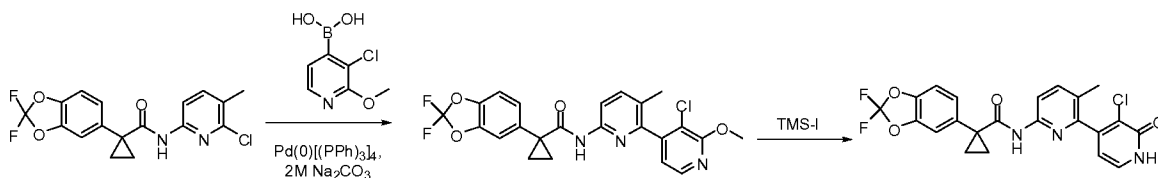
[00833] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.11 g, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 5-

chloro-2-methoxy-3-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridine (0.11 g, 0.39 mmol), tetrakis(triphenylphosphine)palladium (0) (17 mg, 0.015 mmol), and 2 M sodium carbonate (0.3 mL, 0.6 mmol) and the reaction mixture was heated to 80 °C overnight. The crude material was purified by silica gel chromatography (eluting with 0-35% ethyl acetate in hexanes) to yield the product (55 mg, 39%). ESI-MS m/z calc. 473.1, found 474.0 (M+1)⁺. Retention time 2.33 minutes.

[00834] *Step b: N-(6-(5-chloro-2-oxo-1,2-dihydropyridin-3-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00835] To *N*-(5'-chloro-2'-methoxy-3-methyl-2,3'-bipyridin-6-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (55 mg, 0.12 mmol) in chloroform (1 mL) was added iodotrimethylsilane (70 mg, 0.35 mmol). The reaction mixture was stirred at room temperature overnight. At this point the reaction mixture was purified directly by silica gel chromatography (eluting with a gradient of 0-5% methanol in dichloromethane) to yield the product (24 mg, 41%). ESI-MS m/z calc. 459.08, found 459.95 (MW+1)⁺. Retention time 1.62 minutes.

[00836] CJ. *N*-(6-(3-chloro-2-oxo-1,2-dihydropyridin-4-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide



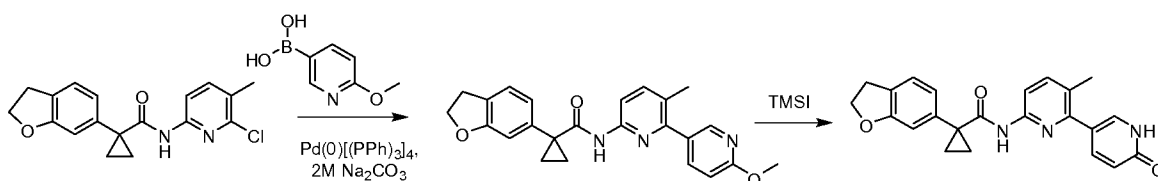
[00837] *Step a: N-(3'-chloro-2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00838] To *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (0.11 g, 0.3 mmol) in 1,2-dimethoxyethane (3 mL) was added 3-chloro-2-methoxypyridin-4-ylboronic acid (73 mg, 0.39 mmol), tetrakis(triphenylphosphine)-palladium (0) (17 mg, 0.015 mmol), and 2 M sodium carbonate (0.3 mL, 0.6 mmol) and the reaction mixture was heated to 80 °C overnight. The crude material was purified by silica gel chromatography (eluting with 0-20% ethyl acetate in hexanes) to yield the product (72 mg, 50%). ESI-MS m/z calc. 473.10, found 474.3 (M+1)⁺. Retention time 2.19 minutes.

[00839] *Step b: N-(6-(3-chloro-2-oxo-1,2-dihydropyridin-4-yl)-5-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide*

[00840] To *N*-(3'-chloro-2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)-1-(2,2-difluorobenzo[*d*][1,3]dioxol-5-yl)cyclopropanecarboxamide (71 mg, 0.15 mmol) in chloroform (2 mL) was added iodotrimethylsilane (90 mg, 0.45 mmol). The reaction mixture was stirred at room temperature for six hours. The reaction mixture was evaporated to dryness and purified by reverse phase preparative liquid chromatography to yield the product as a trifluoroacetic acid salt. The salt was dissolved in dichloromethane (5 mL) and washed with a saturated sodium bicarbonate solution (2x5 mL). The organics were dried over sodium sulfate and evaporated to yield the product (23 mg, 33 %). ESI-MS *m/z* calc. 459.08, found 460.3 (M+1)⁺. Retention time 1.11 minutes. ¹H NMR (400 MHz, DMSO-*d*₆) δ 12.26 (s, 1H), 9.11 (s, 1H), 7.97 (d, J = 8.5 Hz, 1H), 7.75 (d, J = 8.6 Hz, 1H), 7.55 (m, 1H), 7.44 (d, J = 6.6 Hz, 1H), 7.40-7.38 (m, 1H), 7.35-7.32 (m, 1H), 6.11 (d, J = 6.6 Hz, 1H), 2.06 (s, 3H), 1.51-1.50 (m, 2H), 1.17-1.15 (m, 2H).

[00841] CK. 1-(2,3-dihydrobenzofuran-6-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00842] *Step a: 1-(2,3-dihydrobenzofuran-6-yl)-N-(2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide*

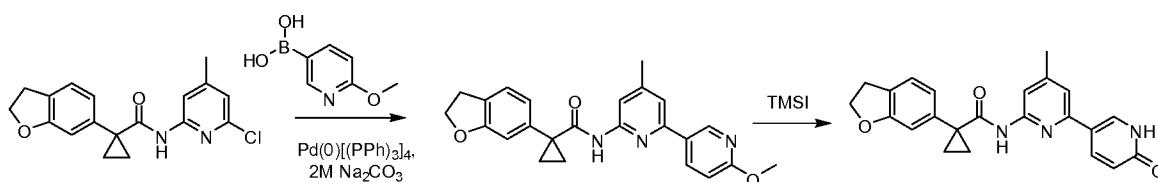
[00843] A mixture of *N*-(6-chloro-5-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-6-yl)cyclopropanecarboxamide (50.0 mg, 0.15 mmol), 2-methoxypyridine-5-boronic acid (23.26 mg, 0.15 mmol), and tetrakis(triphenylphosphine)palladium (0) (9.0 mg, 0.0076 mmol) in 1,2-dimethoxyethane (1.5 mL) and 2 M Na₂CO₃ (0.3 mL) was stirred at 80 °C for 16 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 30 mg (49 %) of 1-(2,3-dihydrobenzofuran-6-yl)-*N*-(2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide. ESI-MS *m/z* calc. 401.2, found 402.0 (M+1)⁺. Retention time 1.83 minutes.

[00844] *Step b: 1-(2,3-dihydrobenzofuran-6-yl)-N-(5-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00845] To a slurry of 1-(2,3-dihydrobenzofuran-6-yl)-*N*-(2'-methoxy-3-methyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (25 mg, 0.062 mmol) in AcCN (1.5 mL) was added

TMS-I (35.45 μ L, 0.24 mmol) and stirred at 55 °C for 7 h. The reaction was diluted with methanol (1.0 mL) and stirred at room temperature for 2 h. The resulting mixture was concentrated under vacuum, and taken into ethyl acetate (10 mL). The organic solution washed with sodium bisulphate (2x 2 ml) water (2x3 mL), dried over sodium sulphate and concentrated under vacuum. The solid was stirred with methanol (1.0 mL) at 40 °C for 10 min and collected by filtration, washed with methanol (1.0 mL) and dried under vacuum to yield 18.0 mg (74 %) of the desired product. ESI-MS m/z calc. 387.4, found 388.2 (M+1)⁺. Retention time 1.32 minutes.

[00846] CL. 1-(2,3-dihydrobenzofuran-6-yl)-N-(4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00847] *Step a: 1-(2,3-Dihydrobenzofuran-6-yl)-N-(6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

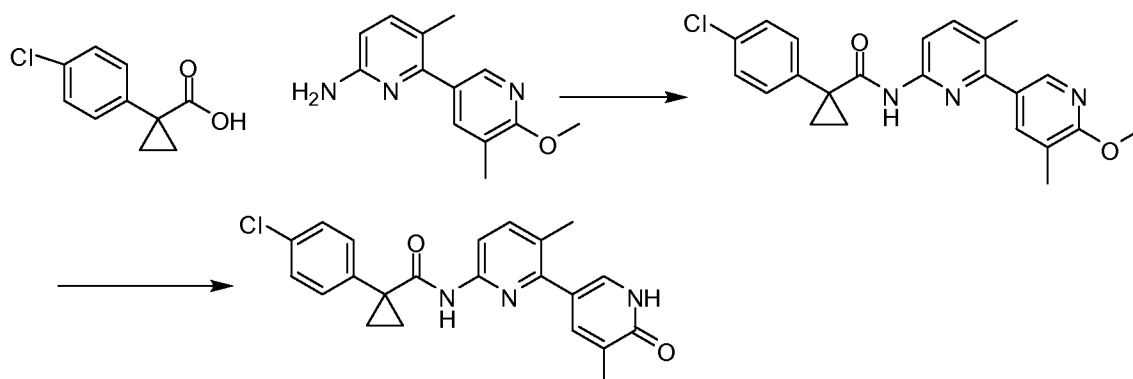
[00848] A mixture of N-(6-chloro-4-methylpyridin-2-yl)-1-(2,3-dihydrobenzofuran-6-yl)cyclopropanecarboxamide (50.0 mg, 0.15 mmol), 2-methoxy-5-(4-methylpyridin-2-yl)pyridine-5-boronic acid (23.0 mg, 0.15 mmol), and tetrakis(triphenylphosphine)palladium (0) (8.8 mg, 0.0076 mmol) in 1,2-dimethoxyethane (1.0 mL) and 2 M Na₂CO₃ (0.2 mL) was stirred at 80 °C for 16 hours under N₂ atmosphere. The reaction mixture was diluted with ethyl acetate (5 mL), dried over Na₂SO₄, filtered and evaporated under reduced pressure. The crude product was purified by column chromatography on silica gel (0-30% ethyl acetate in hexane) to yield 20 mg (32 %) of 1-(2,3-dihydrobenzofuran-6-yl)-N-(6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide. ESI-MS m/z calc. 401.2, found 402.0 (M+1)⁺. Retention time 1.94 minutes.

[00849] *Step b: 1-(2,3-dihydrobenzofuran-6-yl)-N-(4-methyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00850] To a slurry of 1-(2,3-dihydrobenzofuran-6-yl)-N-(6'-methoxy-4-methyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (20 mg, 0.049 mmol) in acetonitrile (1.5 mL) was added TMS-I (28.4 μ L, 0.19 mmol) and the mixture was stirred at 55 °C for 7 h. The reaction was diluted with methanol (1.0 mL) and stirred at room temperature for 2 h. The resulting mixture was concentrated under vacuum, and taken into ethyl acetate (10 mL). The organic

solution was washed with sodium bisulphate (2x 2 ml), water (2x3 mL), dried over sodium sulphate and concentrated under vacuum. The solid was stirred with methanol (1.0 mL) at 40 °C for 10 min and collected by filtration, washed with methanol (1.0 mL) and dried under vacuum to yield the product (8.0 mg, 41 %). ESI-MS m/z calc. 387.4, found 388.2 (M+1)⁺. Retention time 1.44 minutes.

[00851] CM. 1-(4-chlorophenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00852] *Step a: 1-(4-chlorophenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

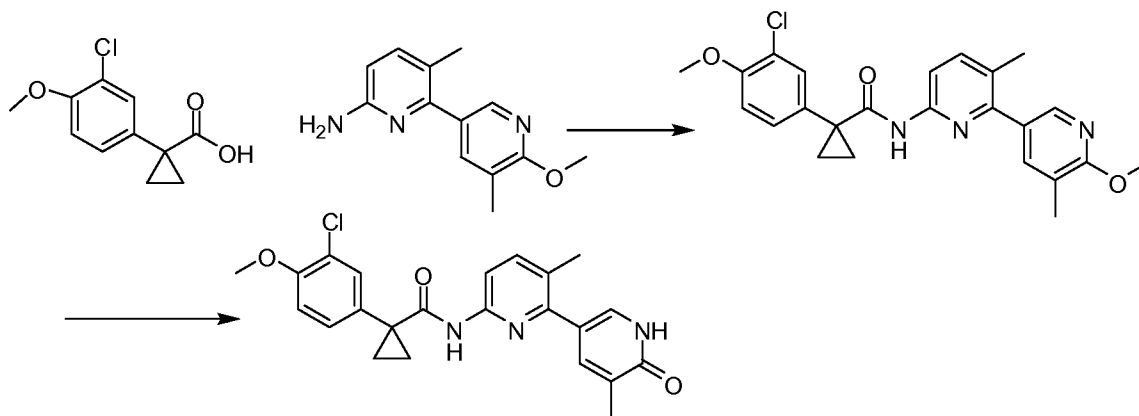
[00853] To a solution of 1-(4-chlorophenyl)cyclopropanecarboxylic acid (39.3 mg, 0.2 mmol) in dichloromethane (2 mL) was added thionyl chloride (43.8 μ L, 0.6 mmol) followed by DMF (1 drop) and the reaction was stirred at room temperature for 30 minutes and then the solvent was removed. Toluene (~ 1mL) was added, mixed with the residue and then removed by evaporation. The residue was then dissolved in dichloromethane (1 mL) and a solution of 6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-amine (46mg, 0.2 mmol) and triethyl amine (83.6 μ L, 0.60 mmol) in dichloromethane (1 mL) was added. The reaction was stirred at room temperature for 12 hours. The reaction was then concentrated. The residue was dissolved in DMSO and purified by reverse phase HPLC (10-99% acetonitrile/water) to yield 62mg of the product. ESI-MS m/z calc. 407.1, found 408.2 (M+1)⁺. Retention time 2.07 minutes.

[00854] *Step b: 1-(4-chlorophenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00855] To a solution of 1-(4-chlorophenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide (62 mg, 0.15 mmol) in acetonitrile (3 mL) was added TMS-Iodide (86.6 μ L, 0.61 mmol) . The reaction was stirred at 50 °C for 2 hours. The reaction solution was diluted with dichloromethane and washed with saturated

NaHSO₃ (2x), brine, dried over MgSO₄ and concentrated. The crude product was dissolved in DMSO (2 mL) and purified by HPLC ((10-99% acetonitrile/water). ESI-MS *m/z* calc. 393.1, found 394.3 (M+1)⁺. Retention time 1.55 minutes. ¹H NMR (400.0 MHz, DMSO-d₆) δ 8.87 (s, 1H), 7.85 (d, J = 8.3 Hz, 1H), 7.66 (d, J = 8.4 Hz, 1H), 7.51 - 7.44 (m, 5H), 7.40 (d, J = 2.4 Hz, 1H), 2.28 (s, 3H), 2.00 (s, 3H), 1.51 - 1.49 (m, 2H) and 1.16 - 1.13 (m, 2H) ppm

[00856] CN. 1-(3-chloro-4-methoxyphenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00857] *Step a: 1-(3-chloro-4-methoxyphenyl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

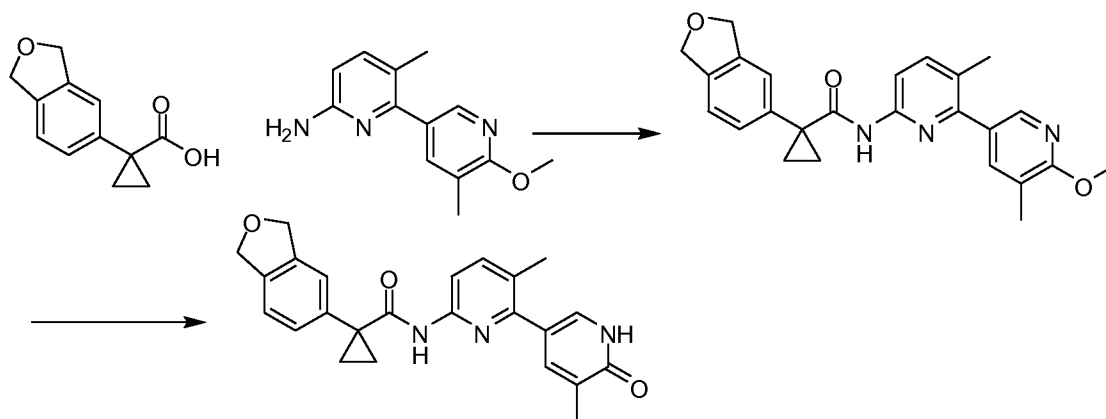
[00858] To a solution of 1-(3-chloro-4-methoxyphenyl)cyclopropanecarboxylic acid (45.3 mg, 0.2 mmol) in dichloromethane (2 mL) was added thionyl chloride (43.8 μL, 0.60 mmol) followed by DMF (1 drop) and the reaction was stirred at room temperature for 30 minutes and then the solvent was evaporated. Toluene (~ 1mL) was added and mixed with the residue and then evaporated. The residue was then dissolved in dichloromethane (1 mL) and a solution of 6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-amine (45.9 mg, 0.20 mmol) and Et₃N (83.6 μL, 0.60 mmol) in dichloromethane (1 mL) was added. The reaction was stirred at room temperature for 12 hours and then the reaction was then concentrated. The residue was dissolved in DMSO and purified by HPLC (10-99% acetonitrile in water) to yield 44 mg of the product. ESI-MS *m/z* calc. 437.1, found 438.1 (M+1)⁺. Retention time 2.10 minutes.

[00859] *Step b: 1-(3-Chloro-4-methoxyphenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00860] To a solution of 1-(3-chloro-4-methoxyphenyl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (44 mg, 0.10 mmol) in acetonitrile (2 mL) was added TMS-Iodide (57.2 μL, 0.40 mmol). The reaction was stirred at 50 °C for 20 min. The

reaction solution was diluted with dichloromethane and washed with saturated NaHSO₃ (2x), brine, dried over MgSO₄ and concentrated. The crude product was dissolved in DMSO (1 mL) and purified by reverse phase HPLC (10-99% CH₃CN in water). ESI-MS *m/z* calc. 423.1, found 424.3 (M+1)⁺. Retention time 1.52 minutes.

[00861] CO. 1-(1,3-dihydroisobenzofuran-5-yl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00862] *Step a: 1-(1,3-Dihydroisobenzofuran-5-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

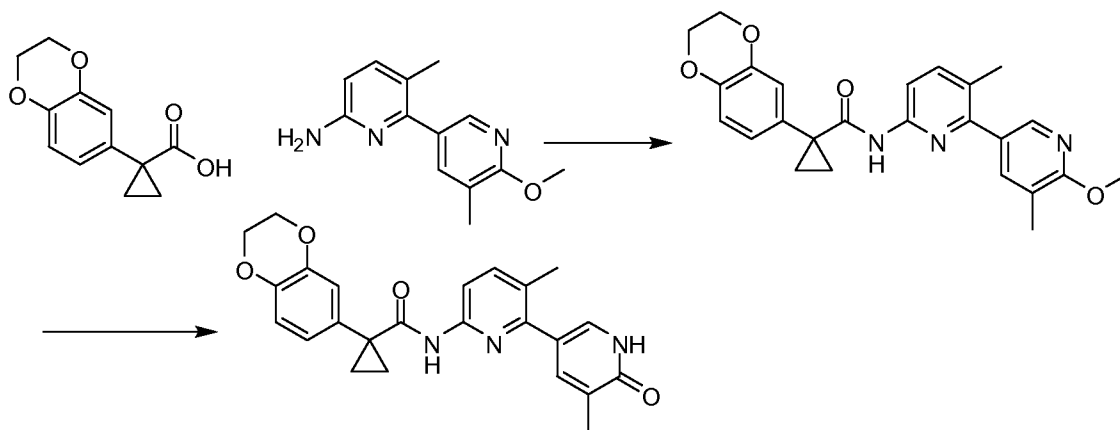
[00863] To a solution of 1-(1,3-dihydroisobenzofuran-5-yl)cyclopropanecarboxylic acid (40.8 mg, 0.2 mmol) in dichloromethane (2 mL) was added thionyl chloride (43.8 μL, 0.60 mmol) followed by DMF (1 drop) and the reaction was stirred at room temperature for 30 minutes and then the solvent was evaporated. Toluene (~ 1mL) was added and mixed with the residue and then removed by rotovap. The residue was then dissolved in dichloromethane (1 mL) and a solution of 6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-amine (45.8 mg, 0.20 mmol) and Et₃N (83.6 μL, 0.60 mmol) in dichloromethane (1 mL) was added. The reaction was stirred at room temperature for 12 hours. The reaction was then concentrated. The residue was dissolved in DMSO and purified by reverse phase HPLC (10-99% CH₃CN in water) to yield 40 mg of the desired product. ESI-MS *m/z* calc. 415.2, found 416.5 (M+1)⁺. Retention time 1.87 minutes.

[00864] *Step b: 1-(1,3-dihydroisobenzofuran-5-yl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00865] To a solution of 1-(1,3-dihydroisobenzofuran-5-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (40 mg, 0.1 mmol) in acetonitrile (2 mL) was added TMS-Iodide (54.8 μL, 0.39 mmol). The reaction was stirred at 50 °C for 20 min. The

reaction solution was diluted with CH_2Cl_2 and washed with saturated NaHSO_3 (2x), brine, dried over MgSO_4 and concentrated. The crude product was dissolved in DMSO (1 mL) and purified by reverse phase HPLC (10-99% CH_3CN /water). ESI-MS m/z calc. 401.1, found 402.5 ($\text{M}+1$)⁺. Retention time 1.29 minutes.

[00866] CP. 1-(2,3-Dihydrobenzo[b][1,4]dioxin-6-yl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00867] Step a: *1-(2,3-dihydrobenzo[b][1,4]dioxin-6-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide*

[00868] To a solution of 1-(2,3-dihydrobenzo[b][1,4]dioxin-6-yl)cyclopropanecarboxylic acid (44.04 mg, 0.2 mmol) in dichloromethane (2 mL) was added thionyl chloride (14.6 μL , 0.20 mmol) followed by DMF (1 drop) and the reaction was stirred at room temperature for 30 minutes. The solvent was removed by rotovap. Toluene (~1 mL) was added and mixed with the residue and then removed by rotovap. The toluene step was repeated once more and then the residue was placed under high vacuum for 10 minutes. It was then dissolved in dichloromethane (1 mL) and a solution of 6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-amine (46 mg, 0.20 mmol) and triethylamine (83.6 μL , 0.60 mmol) in dichloromethane (1 mL) was added. The reaction was stirred at room temperature for 12 hours. The reaction was then concentrated. The residue was dissolved in DMSO and purified by reverse phase HPLC (10-99% CH_3CN in water) to yield 16 mg of the product. ESI-MS m/z calc. 431.2, found 432.5 ($\text{M}+1$)⁺. Retention time 1.98 minutes.

[00869] Step b: *1-(2,3-dihydrobenzo[b][1,4]dioxin-6-yl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00870] To a solution of 1-(2,3-dihydrobenzo[b][1,4]dioxin-6-yl)-N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (16 mg, 0.037 mmol) in acetonitrile (1

mL) was added TMS-Iodide (21.10 μ L, 0.148 mmol). The reaction was stirred at 50 °C for 20 minutes. The reaction solution was diluted with dichloromethane and washed with saturated NaHSO₃ (2x), brine, dried over MgSO₄ and concentrated. The crude product was dissolved in DMSO (1 mL) and purified by reverse phase HPLC (10-99% CH₃CN in water). ESI-MS *m/z* calc. 417.5, found 418.3 (M+1)⁺. Retention time 1.40 minutes.

[00871] CQ. 1-(3-methoxyphenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide

[00872] *Step a: N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)-1-(3-methoxyphenyl)cyclopropanecarboxamide*

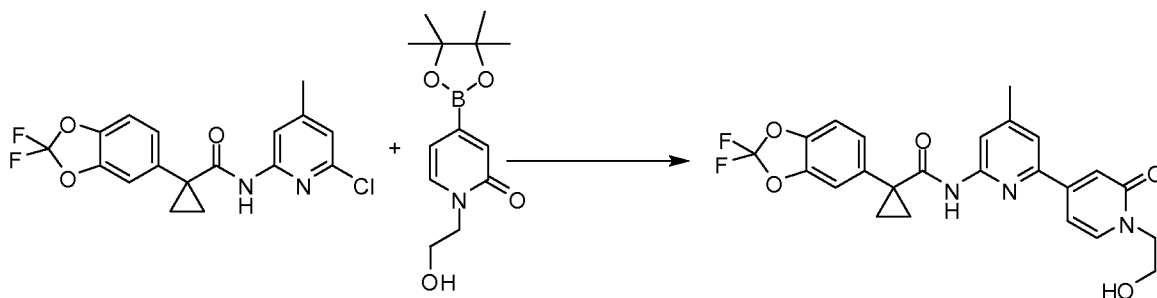
[00873] 1-(3-Methoxyphenyl)cyclopropanecarboxylic acid (38.4 mg, 0.2 mmol) was dissolved in dichloromethane (2 mL) and thionyl chloride (43.8 μ L, 0.60 mmol) was added followed by DMF (1 drop) and the reaction was stirred at room temperature for 30 minutes. Then the solvent was removed by evaporation, toluene (~ 1mL) was added twice, mixed with the residue and removed by evaporation and then the residue was placed under high vacuum for 10 minutes. It was then dissolved in dichloromethane (1 mL) and a solution of 6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-amine (45.9 mg, 0.20 mmol) and triethyl amine (83.6 μ L, 0.60 mmol) in dichloromethane (1 mL) was added. The reaction was stirred at room temperature for 12 hours. The reaction was then concentrated. The residue was dissolved in DMSO and purified by reverse phase HPLC (10-99% CH₃CN in water) to yield 41 mg (50% yield) of the product. ESI-MS *m/z* calc. 403.5, found 404.5 (M+1)⁺. Retention time 2.03 minutes.

[00874] *Step b: 1-(3-Methoxyphenyl)-N-(5-methyl-6-(5-methyl-6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide*

[00875] To a solution of N-(6'-methoxy-3,5'-dimethyl-2,3'-bipyridin-6-yl)-1-(3-methoxyphenyl)cyclopropanecarboxamide (41 mg, 0.10 mmol) in acetonitrile (2 mL) was added TMS-Iodide (28.0 μ L, 0.20 mmol). The reaction was stirred at 50 °C for 20 min. The reaction solution was diluted with dichloromethane and washed with saturated NaHSO₃ (2x), brine, dried over MgSO₄ and concentrated. The crude product was dissolved in DMSO (1 mL) and purified by reverse phase HPLC (Gilson, 10-99% CH₃ CN in water) to yield the desired product. ESI-MS *m/z* calc. 389.4, found 390.5 (M+1)⁺. Retention time 1.41 minutes.

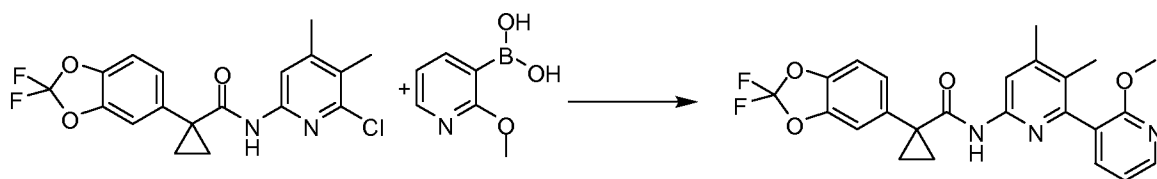
[00876] CR. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6-(1-(2-hydroxyethyl)-2-oxo-1,2-dihydropyridin-4-yl)-4-methylpyridin-2-yl)cyclopropanecarboxamide

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[00877] A solution of N-(6-chloro-4-methylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (217 mg, 409.0 μmol) in DME (4 mL) was added to a reaction tube containing 1-(2-hydroxyethyl)-4-(4,4,5,5-tetramethyl-1,3,2-dioxaborolan-2-yl)pyridin-2(1H)-one (150 mg, 409.0 μmol) and $\text{Pd}(\text{PPh}_3)_4$ (24 mg, 20.5 μmol). Saturated Na_2CO_3 solution was added (400 μL) and the reaction was stirred at 80 $^\circ\text{C}$ overnight. The reaction was filtered and concentrated and purified twice by column chromatography (first column: 0-5% MeOH - CH_2Cl_2 ; second column: 75-100 % Ethyl acetate - hexanes then 0-20% EtOH - ethyl acetate) to obtain the product as a brown oil (12mg) that was redissolved in DMSO and further purified by reverse phase HPLC (10-99% CH_3CN in water) to obtain 4 mg of clean product as a white solid. ESI-MS m/z calc. 469.4, found 470.5 ($\text{M}+1$)⁺. Retention time 1.66 minutes. H NMR (400 MHz, CD_3CN) 8.02 (s, 1H), 7.87 (s, 1H), 7.47 - 7.43 (m, 2H), 7.39 - 7.35 (m, 2H), 7.26 (d, $J = 8.2$ Hz, 1H), 6.94 (d, $J = 1.7$ Hz, 1H), 6.69 (dd, $J = 1.9, 7.1$ Hz, 1H), 3.99 (t, $J = 5.2$ Hz, 2H), 3.74 (q, $J = 5.2$ Hz, 2H), 3.29 (t, $J = 5.6$ Hz, 1H), 2.39 (s, 3H), 1.62 (dd, $J = 3.9, 7.0$ Hz, 2H), 1.20 (dd, $J = 4.0, 7.0$ Hz, 2H).

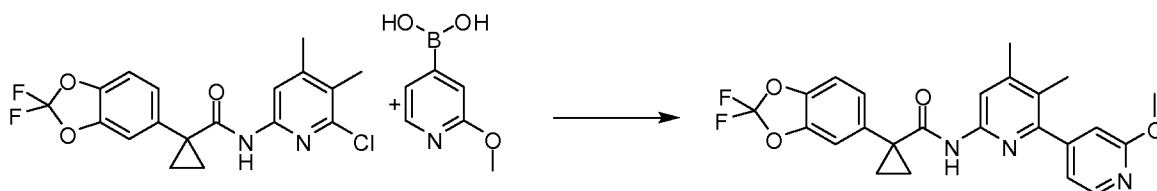
[00878] CS. 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00879] A solution of N-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (38 mg, 0.1 mmol) in DME (1 mL) was added to a reaction tube containing 2-methoxypyridin-3-ylboronic acid (46 mg, 0.15 mmol) and $\text{Pd}(\text{PPh}_3)_4$ (6 mg, 0.005 mmol). Saturated Na_2CO_3 solution was added (100 μL) and the reaction was stirred at 80 $^\circ\text{C}$ overnight. The reaction was filtered, concentrated and purified by column chromatography (0-50% ethyl acetate in hexanes) to obtain 50 mg (55%) of a clear oil. ESI-MS m/z calc. 453.4, found 454.5 ($\text{M}+1$)⁺. Retention times: 1.9 minutes. H NMR (400 MHz, DMSO) 8.81 (s, 1H), 8.22 (dd, $J = 1.9, 5.0$ Hz, 1H), 7.84 (s, 1H), 7.57 - 7.53 (m, 2H),

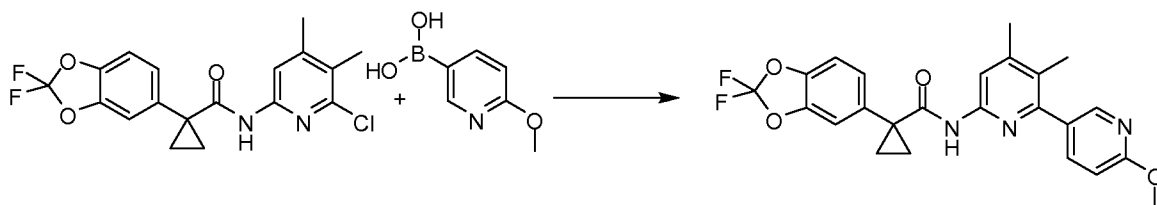
7.38 - 7.31 (m, 2H), 7.05 (dd, J = 5.0, 7.2 Hz, 1H), 3.78 (s, 3H), 2.29 (s, 3H), 1.89 (s, 3H), 1.50 - 1.47 (m, 2H), 1.16 - 1.13 (m, 2H)

[00880] CT. 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide



[00881] A solution of N-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (38 mg, 0.1 mmol) in DME (1 mL) was added to a reaction tube containing 2-methoxypyridin-4-ylboronic acid (46 mg, 0.15 mmol) and Pd(PPh₃)₄ (6 mg, 0.005 mmol). Saturated Na₂CO₃ solution was added (100 μL) and the reaction was stirred at 80 °C overnight. The reaction was filtered, concentrated and purified by column chromatography (0-50% ethyl acetate in hexanes) to obtain 40 mg (44%) of a clear oil. ESI-MS *m/z* calc. 453.4, found 454.3 (M+1)⁺. Retention times: 2.06 minutes. H NMR (400 MHz, DMSO) 8.85 (s, 1H), 8.20 (d, J = 5.2 Hz, 1H), 7.86 (s, 1H), 7.54 (d, J = 1.5 Hz, 1H), 7.39 (d, J = 8.3 Hz, 1H), 7.32 (dd, J = 1.6, 8.3 Hz, 1H), 6.97 (dd, J = 1.2, 5.2 Hz, 1H), 6.77 (s, 1H), 3.87 (s, 3H), 2.31 (s, 3H), 2.09 (s, 3H), 1.51 - 1.48 (m, 2H), 1.17 - 1.15 (m, 2H).

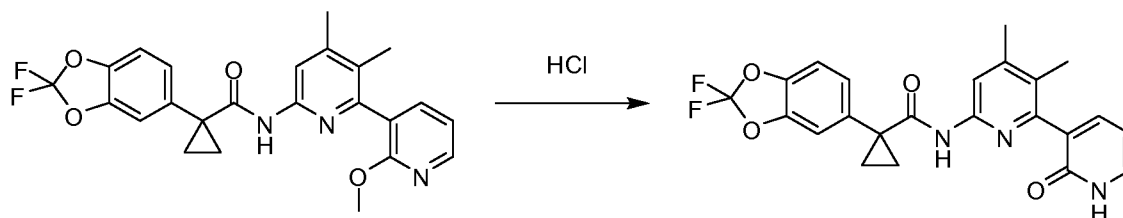
[00882] CU. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide



[00883] A solution of N-(6-chloro-4,5-dimethylpyridin-2-yl)-1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)cyclopropanecarboxamide (38 mg, 0.1 mmol) in DME (1 mL) was added to a reaction tube containing 6-methoxypyridin-3-ylboronic acid (46 mg, 0.15 mmol) and Pd(PPh₃)₄ (6 mg, 0.005 mmol). Saturated Na₂CO₃ solution was added (100 μL) and the reaction was stirred at 80 °C overnight. The reaction was filtered, concentrated and purified by column chromatography (0-50% ethyl acetate in hexanes) to obtain 40 mg (44%) of a clear oil. ESI-MS *m/z* calc. 453.4, found 454.3 (M+1)⁺. Retention times: 2.06 minutes. H NMR (400 MHz, DMSO) 8.76 (s, 1H), 8.19 (d, J = 2.4 Hz, 1H), 7.82 (s, 1H), 7.74 (dd, J = 2.4, 8.5 Hz, 1H),

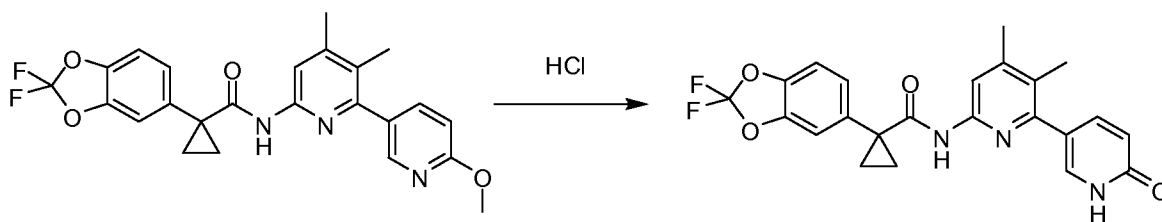
7.55 (d, $J = 1.3$ Hz, 1H), 7.40 (d, $J = 8.3$ Hz, 1H), 7.33 (dd, $J = 1.5, 8.3$ Hz, 1H), 6.87 (d, $J = 8.5$ Hz, 1H), 3.88 (s, 3H), 2.31 (s, 3H), 2.13 (s, 3H), 1.51 - 1.49 (m, 2H), 1.18 - 1.15 (m, 2H).

[00884] CV. 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(4,5-dimethyl-6-(2-oxo-1,2-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00885] To a solution of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (40 mg, 0.09 mmol) in dioxane (1 mL) was added 4M HCl and the reaction was stirred at 90° C for 3 hours. To the mixture at room temperature, 0.5 mL of triethyl amine was added and the reaction was concentrated under reduced pressure. The crude residue was purified by column chromatography using a gradient of ethyl acetate in hexanes (50-100%). ESI-MS m/z calc. 439.4, found 440.3 ($M+1$)⁺. Retention times: 1.39 minutes. H NMR (400 MHz, DMSO) 8.67 (s, 1H), 7.80 (s, 1H), 7.55 (d, $J = 1.5$ Hz, 1H), 7.44 - 7.32 (m, 4H), 6.23 (t, $J = 6.6$ Hz, 1H), 2.27 (s, 3H), 1.96 (s, 3H), 1.51 - 1.48 (m, 2H), 1.16 - 1.14 (m, 2H).

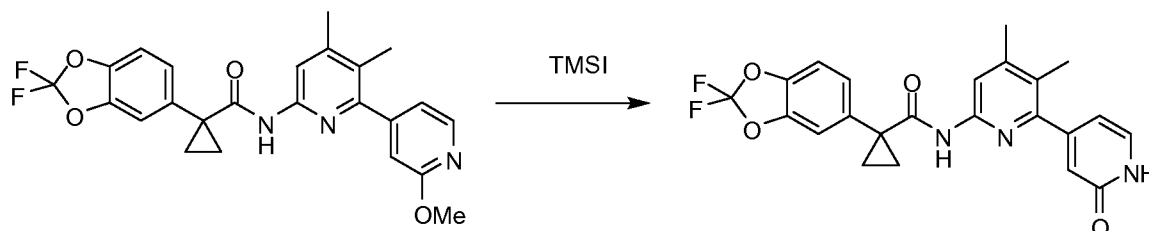
[00886] CW. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4,5-dimethyl-6-(6-oxo-1,6-dihydropyridin-3-yl)pyridin-2-yl)cyclopropanecarboxamide



[00887] To a solution of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(6'-methoxy-3,4-dimethyl-2,3'-bipyridin-6-yl)cyclopropanecarboxamide (40 mg, 0.09 mmol) in dioxane (1 mL) was added 4M HCl and the reaction was stirred at 90° C for 3 hours. To the mixture at room temperature, 0.5 mL of triethyl amine was added and the reaction was concentrated under reduced pressure. The crude residue was purified by column chromatography using a gradient of ethyl acetate in hexanes (50-100%). ESI-MS m/z calc. 439.4, found 440.3 ($M+1$)⁺. Retention times: 1.53 minutes. H NMR (400 MHz, DMSO) 8.79 (s, 1H), 7.76 (s, 1H), 7.56 - 7.53 (m, 2H),

7.44 - 7.32 (m, 3H), 6.35 (d, J = 9.4 Hz, 1H), 2.28 (s, 3H), 2.15 (s, 3H), 1.50 - 1.48 (m, 2H), 1.17 - 1.15 (m, 2H).

[00888] CX. 1-(2,2-Difluorobenzo[d][1,3]dioxol-5-yl)-N-(4,5-dimethyl-6-(2-oxo-1,2-dihydropyridin-4-yl)pyridin-2-yl)cyclopropanecarboxamide



[00889] To a solution of 1-(2,2-difluorobenzo[d][1,3]dioxol-5-yl)-N-(2'-methoxy-3,4-dimethyl-2,4'-bipyridin-6-yl)cyclopropanecarboxamide (20 mg, 0.044 mmol) in chloroform (1 mL) was added TMS-Iodide (25.6 μ L, 0.18 mmol). The reaction was stirred at 55 °C for one hour. The reaction solution was diluted with dichloromethane and washed with saturated NaHSO₃ (2x), brine, dried over MgSO₄ and concentrated. The crude product purified by reverse phase HPLC (10-99% CH₃CN in water) to yield the desired product. ESI-MS *m/z* calc. 439.4, found 440.5 (M+1)⁺. Retention time 1.61 minutes.

[00890] The analytical data for the compounds of Table 1 are shown below in Table 2:

[00891] **Table 2.**

Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
1	456.5	1.44	
2	390.5	1.8	
3	440.3	2.19	
4	483.3	1.58	
5	440	1.79	
6	440.3	1.64	H NMR (400 MHz, DMSO) 11.67 (s, 1H), 8.93 (s, 1H), 7.80 (d, J = 8.3 Hz, 1H), 7.64 (d, J = 8.4 Hz, 1H), 7.57-7.48 (m, 2H), 7.41 - 7.39 (m, 2H), 7.43-7.31 (m, 1H), 2.27 (s, 3H), 1.98 (s, 3H), 1.51-1.47 (m, 2H), 1.17 - 1.14 (m, 2H)
7	390.5	1.76	
8	454.3	2.12	

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
9	455.5	1.76	
10	376.7	1.26	
11	440	1.95	
12	426	1.45	H NMR (400 MHz, DMSO) 11.78 (s, 1H), 8.91 (s, 1H), 7.81 (d, J = 8.3 Hz, 1H), 7.66 - 7.64 (m, 2H), 7.56 - 7.55 (m, 2H), 7.41 (d, J = 8.3 Hz, 1H), 7.34 (dd, J = 1.7, 8.3 Hz, 1H), 6.36 (d, J = 9.5 Hz, 1H), 2.28 (s, 3H), 1.52 - 1.49 (m, 2H), 1.18 - 1.15 (m, 2H)
13	484.5	1.62	
14	440	1.41	
15	440.1	1.94	
16	498.3	1.76	H NMR (400 MHz, DMSO) 9.01 (s, 1H), 7.92 (d, J = 8.4 Hz, 1H), 7.75 - 7.70 (m, 2H), 7.55 (d, J = 1.6 Hz, 1H), 7.40 (d, J = 8.3 Hz, 1H), 7.34 (dd, J = 1.7, 8.3 Hz, 1H), 6.44 (d, J = 1.6 Hz, 1H), 6.35 (dd, J = 1.9, 7.0 Hz, 1H), 4.74 (s, 2H), 3.69 (s, 3H), 2.26 (s, 3H), 1.52 - 1.50 (m, 2H), 1.19 - 1.16 (m, 2H)
17	426.3	1.32	
18	454	1.9	
19	426.3	1.7	
20	470.5	1.66	
21	456.3	1.54	
22	446.3	1.62	
23	470.3	1.72	
24	459.9	2.26	
25	460.3	1.74	
26	376.5	1.45	
27	426.3	1.68	
28	442.3	1.42	

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
29	470.5	1.58	H NMR (400 MHz, DMSO-d6) 8.87 (s, 1H), 7.91 (d, J = 8.4 Hz, 1H), 7.73 (d, J = 8.5 Hz, 1H), 7.63 (d, J = 6.9 Hz, 1H), 7.56 (d, J = 1.6 Hz, 1H), 7.41 (d, J = 8.3 Hz, 1H), 7.34 (dd, J = 1.7, 8.3 Hz, 1H), 6.39 (d, J = 1.8 Hz, 1H), 6.26 (dd, J = 1.9, 6.9 Hz, 1H), 3.96 (t, J = 5.4 Hz, 2H), 3.63 (t, J = 5.5 Hz, 2H), 2.26 (s, 3H), 1.52 - 1.50 (m, 2H), 1.19 - 1.16 (m, 2H).
30	454	2.12	
31	440.3	1.55	
32	483.5	1.57	
33	497.5	1.83	
34	469.3	1.5	
35	440	1.75	
36	454.3	1.97	
37	440	2	
38	440.3	2.21	
39	444	1.58	
40	440.3	1.56	H NMR (400 MHz, DMSO) 11.69 (s, 1H), 8.91 (s, 1H), 7.88 (d, J = 8.4 Hz, 1H), 7.68 (d, J = 8.5 Hz, 1H), 7.55 (d, J = 1.5 Hz, 1H), 7.39 (d, J = 8.3 Hz, 1H), 7.33 (dd, J = 1.7, 8.3 Hz, 1H), 7.22 (d, J = 9.3 Hz, 1H), 6.17 (d, J = 9.3 Hz, 1H), 2.05 (s, 3H), 1.90 (s, 3H), 1.51 - 1.48 (m, 2H), 1.17 - 1.14 (m, 2H)
41	440.5	1.65	H NMR (400 MHz, DMSO) 8.92 (s, 1H), 7.91 (d, J = 8.4 Hz, 1H), 7.73 - 7.71 (m, 2H), 7.56 (d, J = 1.5 Hz, 1H), 7.41 (d, J = 8.3 Hz, 1H), 7.34 (dd, J = 1.7, 8.3 Hz, 1H), 6.40 (d, J = 1.6 Hz, 1H), 6.27 (dd, J = 1.9, 6.9 Hz, 1H), 3.45 (s, 3H), 2.24 (s, 3H), 1.52 - 1.49 (m, 2H), 1.19 - 1.16 (m, 2H)
42	451.3	1.7	
43	458.5	2.25	
44	426.3	1.57	
45	390.5	1.84	
46	426	1.33	

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
47	484.5	1.62	H NMR (400 MHz, DMSO) 8.98 (s, 1H), 7.92 (d, J = 8.4 Hz, 1H), 7.74 - 7.68 (m, 2H), 7.55 (d, J = 1.6 Hz, 1H), 7.41 - 7.32 (m, 2H), 6.43 (d, J = 1.7 Hz, 1H), 6.32 (dd, J = 1.9, 7.0 Hz, 1H), 4.64 (s, 2H), 2.26 (s, 3H), 1.52 - 1.50 (m, 2H), 1.18 - 1.16 (m, 2H)
48	440.3	1.91	
49	390.3	2.02	
50	426.3	1.67	
51	412.5	1.31	
52	440.5	1.61	
53	484.5	1.84	
54	427.5	1.48	H NMR (400 MHz, DMSO) 9.37 (s, 1H), 9.02 (s, 1H), 7.55 - 7.51 (m, 3H), 7.38 (d, J = 8.3 Hz, 1H), 7.32 (dd, J = 1.7, 8.3 Hz, 1H), 6.30 (t, J = 6.6 Hz, 1H), 2.33 (s, 3H), 1.55 - 1.52 (m, 2H), 1.21 - 1.18 (m, 2H)
55	427.5	1.49	H NMR (400 MHz, DMSO) 9.44 (s, 1H), 8.97 (s, 1H), 7.75 - 7.70 (m, 2H), 7.54 (d, J = 1.6 Hz, 1H), 7.39 (d, J = 8.3 Hz, 1H), 7.32 (dd, J = 1.7, 8.3 Hz, 1H), 6.41 (d, J = 9.4 Hz, 1H), 2.52 (s, 3H), 1.55 - 1.52 (m, 2H), 1.22 - 1.19 (m, 2H)
56	454.5	1.9	H NMR (400 MHz, DMSO) 8.81 (s, 1H), 8.22 (dd, J = 1.9, 5.0 Hz, 1H), 7.84 (s, 1H), 7.57 - 7.53 (m, 2H), 7.38 - 7.31 (m, 2H), 7.05 (dd, J = 5.0, 7.2 Hz, 1H), 3.78 (s, 3H), 2.29 (s, 3H), 1.89 (s, 3H), 1.50 - 1.47 (m, 2H), 1.16 - 1.13 (m, 2H)
57	454.3	2.06	H NMR (400 MHz, DMSO) 8.76 (s, 1H), 8.19 (d, J = 2.4 Hz, 1H), 7.82 (s, 1H), 7.74 (dd, J = 2.4, 8.5 Hz, 1H), 7.55 (d, J = 1.3 Hz, 1H), 7.40 (d, J = 8.3 Hz, 1H), 7.33 (dd, J = 1.5, 8.3 Hz, 1H), 6.87 (d, J = 8.5 Hz, 1H), 3.88 (s, 3H), 2.31 (s, 3H), 2.13 (s, 3H), 1.51 - 1.49 (m, 2H), 1.18 - 1.15 (m, 2H)
58	454.3	2.06	H NMR (400 MHz, DMSO) 8.85 (s, 1H), 8.20 (d, J = 5.2 Hz, 1H), 7.86 (s, 1H), 7.54 (d, J = 1.5 Hz, 1H), 7.39 (d, J = 8.3 Hz, 1H), 7.32 (dd, J = 1.6, 8.3 Hz, 1H), 6.97 (dd, J = 1.2, 5.2 Hz, 1H), 6.77 (s, 1H), 3.87 (s, 3H), 2.31 (s, 3H), 2.09 (s, 3H), 1.51 - 1.48 (m, 2H), 1.17 - 1.15 (m, 2H)
59	402.5	1.32	
60	418.3	1.42	
61	394.3	1.57	

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
62	424.3	1.54	
63	390.5	1.44	
64	470.5	1.66	H NMR (400 MHz, CD3CN) 8.02 (s, 1H), 7.87 (s, 1H), 7.47 - 7.43 (m, 2H), 7.39 - 7.35 (m, 2H), 7.26 (d, J = 8.2 Hz, 1H), 6.94 (d, J = 1.7 Hz, 1H), 6.69 (dd, J = 1.9, 7.1 Hz, 1H), 3.99 (t, J = 5.2 Hz, 2H), 3.74 (q, J = 5.2 Hz, 2H), 3.29 (t, J = 5.6 Hz, 1H), 2.39 (s, 3H), 1.62 (dd, J = 3.9, 7.0 Hz, 2H), 1.20 (dd, J = 4.0, 7.0 Hz, 2H)
65	440.3	1.53	H NMR (400 MHz, DMSO) 8.79 (s, 1H), 7.76 (s, 1H), 7.56 - 7.53 (m, 2H), 7.44 - 7.32 (m, 3H), 6.35 (d, J = 9.4 Hz, 1H), 2.28 (s, 3H), 2.15 (s, 3H), 1.50 - 1.48 (m, 2H), 1.17 - 1.15 (m, 2H)
66	440.3	1.39	H NMR (400 MHz, DMSO) 8.67 (s, 1H), 7.80 (s, 1H), 7.55 (d, J = 1.5 Hz, 1H), 7.44 - 7.32 (m, 4H), 6.23 (t, J = 6.6 Hz, 1H), 2.27 (s, 3H), 1.96 (s, 3H), 1.51 - 1.48 (m, 2H), 1.16 - 1.14 (m, 2H)
67	440.5	1.61	
68	388.1	1.35	
69	388.3	1.38	
70	388.3	1.36	
71	474.3	2.35	
72	470.5	1.97	
73	511.5	1.82	
74	508.5	1.6	
75	440	1.56	
76	402.5	1.47	
77	441.3	1.39	
78	388.3	1.39	H NMR (400 MHz, DMSO-d6) 11.75 (s, 1H), 8.18 (s, 1H), 7.89 (d, J = 8.3 Hz, 1H), 7.67 (d, J = 8.4 Hz, 1H), 7.61-7.58 (m, 1H), 7.51 (m, 1H), 7.37 (m, 1H), 7.26-7.23 (m, 1H), 6.81 (d, J = 8.2 Hz, 1H), 6.36 (d, J = 9.5 Hz, 1H), 4.55 (t, J = 8.7 Hz, 2H), 3.19 (t, J = 8.7 Hz, 2H), 2.27 (s, 3H), 1.49-1.46 (m, 2H), 1.11-1.09 (m, 2H)
79	500.3	1.46	
80	388.5	1.41	H NMR (400 MHz, DMSO-d6) 11.66 (s, 1H), 8.19 (s, 1H), 7.99 (d, J = 8.4 Hz, 1H), 7.73 (d, J = 8.5 Hz, 1H), 7.40-

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
			7.37 (m, 2H), 7.26-7.24 (m, 1H), 6.80 (d, J = 8.2 Hz, 1H), 6.28 (m, 1H), 6.18-6.15 (m, 1H), 4.55 (t, J = 8.7 Hz, 2H), 3.19 (t, J = 8.6 Hz, 2H), 2.22 (s, 3H), 1.49-1.47 (m, 2H), 1.11-1.09 (m, 2H)
81	541.7	1.69	
82	443.96	1.52	
83	402.5	1.32	
84	388.5	1.23	H NMR (400 MHz, DMSO-d6) 11.81 (s, 1H), 8.02 (s, 1H), 7.94 (d, J = 8.3 Hz, 1H), 7.62 (d, J = 8.4 Hz, 1H), 7.45 (m, 1H), 7.37-7.35 (m, 2H), 7.24 (m, 1H), 6.80 (d, J = 8.2 Hz, 1H), , 6.24 (m, 1H), 4.54 (t, J = 8.7 Hz, 2H), 3.19 (t, J = 8.7 Hz, 2H), 2.07 (s, 3H), 1.50-1.47 (m, 2H), 1.11-1.08 (m, 2H)
85	459.9	1.69	
86	460.3	1.68	H NMR (400 MHz, DMSO-d6) 12.26 (s, 1H), 9.11 (s, 1H), 7.97 (d, J = 8.5 Hz, 1H), 7.75 (d, J = 8.6 Hz, 1H), 7.55 (m, 1H), 7.44 (d, J = 6.6 Hz, 1H), 7.40-7.38 (m, 1H), 7.35-7.32 (m, 1H), 6.11 (d, J = 6.6 Hz, 1H), 2.06 (s, 3H), 1.51-1.50 (m, 2H), 1.17-1.15 (m, 2H)
87	454.2	1.96	
88	468.2	2.02	
89	468.2	1.94	
90	454.2	1.49	
91	454.5	1.52	
92	440.5	1.43	
93	390.1	3.09	
94	390.1	3.57	
95	532.1	1.52	H NMR (400 MHz, CD3CN) 7.94 (d, J = 8.4 Hz, 1H), 7.77 (s, 1H), 7.65 (d, J = 2.3 Hz, 1H), 7.62-7.55 (m, 2H), 7.36 - 7.32 (m, 2H), 7.22 (d, J = 8.2 Hz, 1H), 6.42 (d, J = 9.4 Hz, 1H), 4.29 (t, J = 6.7 Hz, 2H), 3.49 (t, J = 6.7 Hz, 2H), 2.90 (s, 3H), 2.32 (s, 3H), 1.62-1.58 (m, 2H), 1.19-1.15 (m, 2H)
96	451.1	1.6	H NMR (400 MHz, CDCl3) 8.17 (s, 1H), 8.07-8.03 (m, 2H), 7.82 (s, 1H), 7.26 (dd, J = 1.7, 8.2 Hz, 1H), 7.19 - 7.16 (m, 2H), 6.69 (d, J = 10.4 Hz, 1H), 2.58 (s, 3H), 1.80-1.75 (m, 2H), 1.27-1.22 (m, 2H).
97	465.1	2	

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
98	388.2	1.44	
99	388.2	1.32	1H NMR, DMSO-d6: 1.11 (ABq, 2H, J = 3.0, 6.0 Hz), 1.46 (ABq, 2H, J = 3.0, 6.0 Hz), 2.26 (s, 3H), 3.18 (t, 2H, J = 6.0 Hz), 4.55 (t, 2H, J = 6.0 Hz), 6.35 (d, 1H, J = 9.0 Hz), 6.89 (d, 1H, J = 3.0 Hz), 6.96 (dd, 1H, J = 3.0, 6.0 Hz), 7.26 (d, 1H, J = 6.0 Hz), 7.50 (d, 1H, J = 3.0 Hz), 7.59 (dd, 1H, 3.0, 6.0 Hz), 7.66(d, 1H, J = 6.0 Hz), 7.89 (d, 1H, J = 6.0 Hz), 8.27 (s, 1H), 11.76 (s, 1H).
100	416.5	1.68	1H NMR (400.0 MHz, DMSO-d6) d 8.22 (dd, J = 1.9, 5.0 Hz, 1H), 8.01 (s, 1H), 7.92 (s, 1H), 7.52 (dd, J = 1.9, 7.2 Hz, 1H), 7.35 (s, 1H), 7.22 (d, J = 8.2 Hz, 1H), 7.07 - 7.03 (m, 1H), 6.77 (d, J = 8.2 Hz, 1H), 4.50 (t, J = 8.8 Hz, 2H), 3.80 (s, 3H), 3.15 (t, J = 8.7 Hz, 2H), 2.30 (s, 3H), 1.90 (s, 3H), 1.48 - 1.40 (m, 2H) and 1.10 - 1.05 (m, 2H) ppm
101	416.5	1.66	1H NMR (400.0 MHz, DMSO-d6) d 8.16 (d, J = 2.4 Hz, 1H), 8.03 (s, 1H), 7.91 (s, 1H), 7.71 (dd, J = 2.5, 8.5 Hz, 1H), 7.36 (s, 1H), 7.23 (d, J = 8.2 Hz, 1H), 6.86 (d, J = 8.5 Hz, 1H), 6.79 (d, J = 8.2 Hz, 1H), 4.55 (t, J = 8.8 Hz, 2H), 3.90 (s, 3H), 3.15 (t, J = 8.7 Hz, 2H), 2.30 (s, 3H), 2.10 (s, 3H), 1.48 - 1.45 (m, 2H) and 1.10 - 1.08 (m, 2H) ppm
102	416.7	1.74	1H NMR (400.0 MHz, DMSO-d6) d 8.20 (d, J = 5.2 Hz, 1H), 8.07 (s, 1H), 7.95 (s, 1H), 7.36 (s, 1H), 7.23 (d, J = 8.2 Hz, 1H), 6.94 (d, J = 5.2 Hz, 1H), 6.79 (d, J = 8.2 Hz, 1H), 6.74 (s, 1H), 4.53 (t, J = 8.8 Hz, 2H), 3.87 (s, 3H), 3.17 (t, J = 8.7 Hz, 2H), 2.31 (s, 3H), 2.08 (s, 3H), 1.48 - 1.46 (m, 2H) and 1.11 - 1.09 (m, 2H) ppm
103	468.3	1.8	1H NMR (400.0 MHz, DMSO-d6) d 8.81 (s, 1H), 7.85 (s, 1H), 7.54 (s, 1H), 7.42 - 7.31 (m, 3H), 6.67 (d, J = 8.4 Hz, 1H), 3.86 (s, 3H), 2.30 (s, 3H), 2.08 (s, 3H), 1.92 (s, 3H), 1.51 - 1.48 (m, 2H) and 1.17 - 1.15 (m, 2H) ppm
104	468.7	1.96	1H NMR (400.0 MHz, DMSO-d6) d 8.78 (s, 1H), 8.01 (s, 1H), 7.81 (s, 1H), 7.58 - 7.56 (m, 2H), 7.41 - 7.34 (m, 2H), 3.91 (s, 3H), 2.30 (s, 3H), 2.17 (s, 3H), 2.13 (s, 3H), 1.50 - 1.48 (m, 2H) and 1.18 - 1.16 (m, 2H) ppm
105	454.5	1.81	1H NMR (400.0 MHz, DMSO-d6) d 8.98 (s, 1H), 7.92 (d, J = 8.4 Hz, 1H), 7.73 (d, J = 8.5 Hz, 1H), 7.55 (s, 1H), 7.40 (d, J = 8.3 Hz, 1H), 7.34 (d, J = 8.3 Hz, 1H), 6.88 (s, 1H), 6.64 (s, 1H), 3.85 (s, 3H), 2.42 (s, 3H), 2.21 (s, 3H), 1.52 - 1.49 (m, 2H) and 1.18 - 1.16 (m, 2H) ppm
106	440.5	1.6	1H NMR (400.0 MHz, DMSO-d6) d 11.66 (s, 1H), 8.96 (s, 1H), 7.90 (d, J = 8.4 Hz, 1H), 7.71 (d, J = 8.5 Hz, 1H), 7.56 (s, 1H), 7.41 (d, J = 8.3 Hz, 1H), 7.34 (d, J = 8.3 Hz, 1H), 6.10 (s, 1H), 6.01 (s, 1H), 2.22 (s, 3H), 2.18 (s, 3H), 1.52 - 1.49 (m, 2H) and 1.18 - 1.15 (m, 2H) ppm
107	440.5	1.72	1H NMR (400.0 MHz, DMSO-d6) d 11.78 (s, 1H), 8.84 (s, 1H), 7.97 (s, 1H), 7.91 (s, 1H), 7.69 (s, 1H), 7.58 (s, 1H), 7.44 (d, J = 8.3 Hz, 1H), 7.38 (s, 1H), 7.36 (d, J = 8.4 Hz,

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
			1H), 2.32 (s, 3H), 2.02 (s, 3H), 1.53 - 1.50 (m, 2H) and 1.20 - 1.18 (m, 2H) ppm
108	454.3	1.5	1H NMR (400.0 MHz, DMSO-d6) d 11.66 (s, 1H), 8.81 (s, 1H), 7.81 (s, 1H), 7.54 (s, 1H), 7.39 (d, J = 8.3 Hz, 1H), 7.33 (d, J = 8.3 Hz, 1H), 7.19 (d, J = 9.3 Hz, 1H), 6.17 (d, J = 9.3 Hz, 1H), 2.28 (s, 3H), 1.98 (s, 3H), 1.89 (s, 3H), 1.50 - 1.48 (m, 2H) and 1.17 - 1.14 (m, 2H) ppm
109	402.5	1.41	1H NMR (400.0 MHz, DMSO-d6) d 11.66 (s, 1H), 8.06 (s, 1H), 7.93 (s, 1H), 7.39 (d, J = 6.6 Hz, 1H), 7.36 (s, 1H), 7.23 (d, J = 8.2 Hz, 1H), 6.80 (d, J = 8.2 Hz, 1H), 6.19 (s, 1H), 6.10 (d, J = 6.6 Hz, 1H), 4.55 (t, J = 8.8 Hz, 2H), 3.19 (t, J = 8.7 Hz, 2H), 2.30 (s, 3H), 2.10 (s, 3H), 1.49 - 1.46 (m, 2H) and 1.11 - 1.08 (m, 2H) ppm
110	523.5	1.86	1H NMR (400.0 MHz, DMSO-d6) d 9.13 (s, 1H), 8.46 (s, 1H), 8.34 (s, 1H), 7.89 (d, J = 8.4 Hz, 1H), 7.72 (d, J = 8.5 Hz, 1H), 7.54 (s, 1H), 7.41 (d, J = 8.3 Hz, 1H), 7.32 (d, J = 8.3 Hz, 1H), 4.88 (s, 2H), 3.71 (s, 3H), 2.30 (s, 3H), 1.52 - 1.49 (m, 2H) and 1.19 - 1.16 (m, 2H) ppm
111	454.5	1.58	1H NMR (400.0 MHz, DMSO-d6) d 11.60 (s, 1H), 8.82 (s, 1H), 7.75 (s, 1H), 7.55 (s, 1H), 7.42 - 7.29 (m, 4H), 2.28 (s, 3H), 2.16 (s, 3H), 1.99 (s, 3H), 1.49 - 1.48 (m, 2H) and 1.17 - 1.16 (m, 2H) ppm
112	402.3	1.33	1H NMR (400.0 MHz, DMSO-d6) d 11.72 (s, 1H), 8.06 (s, 1H), 7.85 (s, 1H), 7.50 (d, J = 9.4 Hz, 1H), 7.41 (s, 1H), 7.36 (s, 1H), 7.24 (d, J = 8.2 Hz, 1H), 6.80 (d, J = 8.2 Hz, 1H), 6.35 (d, J = 9.4 Hz, 1H), 4.55 (t, J = 8.8 Hz, 2H), 3.21 - 3.17 (m, 2H), 2.28 (s, 3H), 2.14 (s, 3H), 1.48 - 1.45 (m, 2H) and 1.10 - 1.08 (m, 2H) ppm
113	440.5	1.6	
114	402.5	1.18	1H NMR (400.0 MHz, DMSO-d6) d 11.78 (s, 1H), 7.91 (s, 1H), 7.88 (s, 1H), 7.43 (d, J = 6.3 Hz, 1H), 7.36 (s, 1H), 7.32 (d, J = 6.7 Hz, 1H), 7.23 (d, J = 8.1 Hz, 1H), 6.79 (d, J = 8.2 Hz, 1H), 6.23 (t, J = 6.6 Hz, 1H), 4.54 (t, J = 8.7 Hz, 2H), 3.19 (t, J = 8.7 Hz, 2H), 2.27 (s, 3H), 1.95 (s, 3H), 1.48-1.47 (m, 2H) and 1.09 - 1.08 (m, 2H) ppm
115	386.5	1.58	1H NMR (400.0 MHz, DMSO-d6) d 11.76 (s, 1H), 8.24 (s, 1H), 7.89 (d, J = 8.3 Hz, 1H), 7.67 (d, J = 8.5 Hz, 1H), 7.58 (d, J = 9.5 Hz, 1H), 7.50 (s, 1H), 7.36 (s, 1H), 7.27 (s, 2H), 6.35 (d, J = 9.5 Hz, 1H), 2.87 (t, J = 7.4 Hz, 4H), 2.26 (s, 3H), 2.03 (qn, J = 7.4 Hz, 2H), 1.49 - 1.47 (m, 2H) and 1.13 - 1.12 (m, 2H) ppm
116	484.5	1.49	1H NMR (400.0 MHz, DMSO-d6) d 8.76 (s, 1H), 7.86 (d, J = 8.3 Hz, 1H), 7.61 (d, J = 8.4 Hz, 1H), 7.56 (s, 1H), 7.49 (s, 1H), 7.40 (d, J = 8.3 Hz, 1H), 7.34 (d, J = 8.3 Hz, 1H), 7.26 (s, 1H), 4.88 (t, J = 5.3 Hz, 1H), 3.95 - 3.92 (m, 2H), 3.62 - 3.58 (m, 2H), 2.06 (s, 3H), 2.04 (s, 3H), 1.51 - 1.48 (m, 2H), and 1.17 - 1.14 (m, 2H) ppm

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Cmpd #	LC/MS M+1	LC/RT min	NMR (¹ H) δ
117	440.5	1.58	¹ H NMR (400.0 MHz, DMSO-d ₆) δ 11.68 (s, 1H), 8.75 (s, 1H), 7.74 (s, 1H), 7.58 (s, 1H), 7.51 (d, J = 9.4 Hz, 1H), 7.43 (d, J = 8.3 Hz, 1H), 7.35 (d, J = 8.3 Hz, 1H), 7.04 (s, 1H), 6.20 (d, J = 9.5 Hz, 1H), 2.33 (s, 3H), 2.24 (s, 3H), 1.52 - 1.50 (m, 2H) and 1.21 - 1.18 (m, 2H) ppm

[00892] ASSAYS

[00893] Assays for Detecting and Measuring ΔF508-CFTR Correction Properties of Compounds

[00894] Membrane potential optical methods for assaying ΔF508-CFTR modulation properties of compounds

[00895] The optical membrane potential assay utilized voltage-sensitive FRET sensors described by Gonzalez and Tsien (See, Gonzalez, J. E. and R. Y. Tsien (1995) "Voltage sensing by fluorescence resonance energy transfer in single cells" *Biophys J* 69(4): 1272-80, and Gonzalez, J. E. and R. Y. Tsien (1997) "Improved indicators of cell membrane potential that use fluorescence resonance energy transfer" *Chem Biol* 4(4): 269-77) in combination with instrumentation for measuring fluorescence changes such as the Voltage/Ion Probe Reader (VIPR) (See, Gonzalez, J. E., K. Oades, et al. (1999) "Cell-based assays and instrumentation for screening ion-channel targets" *Drug Discov Today* 4(9): 431-439).

[00896] These voltage sensitive assays are based on the change in fluorescence resonant energy transfer (FRET) between the membrane-soluble, voltage-sensitive dye, DiSBAC₂(3), and a fluorescent phospholipid, CC2-DMPE, which is attached to the outer leaflet of the plasma membrane and acts as a FRET donor. Changes in membrane potential (V_m) cause the negatively charged DiSBAC₂(3) to redistribute across the plasma membrane and the amount of energy transfer from CC2-DMPE changes accordingly. The changes in fluorescence emission were monitored using VIPRTM II, which is an integrated liquid handler and fluorescent detector designed to conduct cell-based screens in 96- or 384-well microtiter plates.

1. Identification of Correction Compounds

[00897] To identify small molecules that correct the trafficking defect associated with ΔF508-CFTR; a single-addition HTS assay format was developed. The cells were incubated in serum-free medium for 16 hrs at 37 °C in the presence or absence (negative control) of test compound. As a positive control, cells plated in 384-well plates were incubated for 16 hrs at 27

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°C to “temperature-correct” $\Delta F508$ -CFTR. The cells were subsequently rinsed 3X with Krebs Ringers solution and loaded with the voltage-sensitive dyes. To activate $\Delta F508$ -CFTR, 10 μM forskolin and the CFTR potentiator, genistein (20 μM), were added along with Cl^- -free medium to each well. The addition of Cl^- -free medium promoted Cl^- efflux in response to $\Delta F508$ -CFTR activation and the resulting membrane depolarization was optically monitored using the FRET-based voltage-sensor dyes.

2. Identification of Potentiator Compounds

[00898] To identify potentiators of $\Delta F508$ -CFTR, a double-addition HTS assay format was developed. During the first addition, a Cl^- -free medium with or without test compound was added to each well. After 22 sec, a second addition of Cl^- -free medium containing 2 - 10 μM forskolin was added to activate $\Delta F508$ -CFTR. The extracellular Cl^- concentration following both additions was 28 mM, which promoted Cl^- efflux in response to $\Delta F508$ -CFTR activation and the resulting membrane depolarization was optically monitored using the FRET-based voltage-sensor dyes. Solutions Bath Solution #1: (in mM) NaCl 160, KCl 4.5, $CaCl_2$ 2, $MgCl_2$ 1, HEPES 10, pH 7.4 with NaOH.

- [00900]** Chloride-free bath solution: Chloride salts in Bath Solution #1 are substituted with gluconate salts.
- [00901]** CC2-DMPE: Prepared as a 10 mM stock solution in DMSO and stored at $-20^\circ C$.
- [00902]** DiSBAC₂(3): Prepared as a 10 mM stock in DMSO and stored at $-20^\circ C$.

4. Cell Culture

[00903] NIH3T3 mouse fibroblasts stably expressing $\Delta F508$ -CFTR are used for optical measurements of membrane potential. The cells are maintained at 37 °C in 5% CO₂ and 90 % humidity in Dulbecco’s modified Eagle’s medium supplemented with 2 mM glutamine, 10 % fetal bovine serum, 1 X NEAA, β -ME, 1 X pen/strep, and 25 mM HEPES in 175 cm² culture flasks. For all optical assays, the cells were seeded at 30,000/well in 384-well matrigel-coated plates and cultured for 2 hrs at 37 °C before culturing at 27 °C for 24 hrs for the potentiator assay. For the correction assays, the cells are cultured at 27 °C or 37 °C with and without compounds for 16 - 24 hours Electrophysiological Assays for assaying $\Delta F508$ -CFTR modulation properties of compounds

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2. Using Chamber Assay

[00905] Using chamber experiments were performed on polarized epithelial cells expressing $\Delta F508$ -CFTR to further characterize the $\Delta F508$ -CFTR modulators identified in the optical assays. FRT ^{$\Delta F508$ -CFTR} epithelial cells grown on Costar Snapwell cell culture inserts were mounted in an Ussing chamber (Physiologic Instruments, Inc., San Diego, CA), and the monolayers were continuously short-circuited using a Voltage-clamp System (Department of Bioengineering, University of Iowa, IA, and, Physiologic Instruments, Inc., San Diego, CA). Transepithelial resistance was measured by applying a 2-mV pulse. Under these conditions, the FRT epithelia demonstrated resistances of 4 K Ω /cm² or more. The solutions were maintained at 27 °C and bubbled with air. The electrode offset potential and fluid resistance were corrected using a cell-free insert. Under these conditions, the current reflects the flow of Cl⁻ through $\Delta F508$ -CFTR expressed in the apical membrane. The I_{SC} was digitally acquired using an MP100A-CE interface and AcqKnowledge software (v3.2.6; BIOPAC Systems, Santa Barbara, CA).

2. Identification of Correction Compounds

[00906] Typical protocol utilized a basolateral to apical membrane Cl⁻ concentration gradient. To set up this gradient, normal ringer was used on the basolateral membrane, whereas apical NaCl was replaced by equimolar sodium gluconate (titrated to pH 7.4 with NaOH) to give a large Cl⁻ concentration gradient across the epithelium. All experiments were performed with intact monolayers. To fully activate $\Delta F508$ -CFTR, forskolin (10 μ M) and the PDE inhibitor, IBMX (100 μ M), were applied followed by the addition of the CFTR potentiator, genistein (50 μ M).

[00907] As observed in other cell types, incubation at low temperatures of FRT cells stably expressing $\Delta F508$ -CFTR increases the functional density of CFTR in the plasma membrane. To determine the activity of correction compounds, the cells were incubated with 10 μ M of the test compound for 24 hours at 37°C and were subsequently washed 3X prior to recording. The cAMP- and genistein-mediated I_{SC} in compound-treated cells was normalized to the 27°C and 37°C controls and expressed as percentage activity. Preincubation of the cells with the correction compound significantly increased the cAMP- and genistein-mediated I_{SC} compared to the 37°C controls.

3. Identification of Potentiator Compounds

[00908] Typical protocol utilized a basolateral to apical membrane Cl⁻ concentration

gradient. To set up this gradient, normal ringers was used on the basolateral membrane and was permeabilized with nystatin (360 $\mu\text{g/ml}$), whereas apical NaCl was replaced by equimolar sodium gluconate (titrated to pH 7.4 with NaOH) to give a large Cl⁻ concentration gradient across the epithelium. All experiments were performed 30 min after nystatin permeabilization. Forskolin (10 μM) and all test compounds were added to both sides of the cell culture inserts. The efficacy of the putative $\Delta\text{F508-CFTR}$ potentiators was compared to that of the known potentiator, genistein.

4. Solutions

[00909] Basolateral solution (in mM): NaCl (135), CaCl₂ (1.2), MgCl₂ (1.2), K₂HPO₄ (2.4), KHPO₄ (0.6), N-2-hydroxyethylpiperazine-N'-2-ethanesulfonic acid (HEPES) (10), and dextrose (10). The solution was titrated to pH 7.4 with NaOH.

[00910] Apical solution (in mM): Same as basolateral solution with NaCl replaced with Na Gluconate (135).

5. Cell Culture

[00911] Fisher rat epithelial (FRT) cells expressing $\Delta\text{F508-CFTR}$ (FRT ^{$\Delta\text{F508-CFTR}$}) were used for Ussing chamber experiments for the putative $\Delta\text{F508-CFTR}$ modulators identified from our optical assays. The cells were cultured on Costar Snapwell cell culture inserts and cultured for five days at 37 °C and 5% CO₂ in Coon's modified Ham's F-12 medium supplemented with 5% fetal calf serum, 100 U/ml penicillin, and 100 $\mu\text{g/ml}$ streptomycin. Prior to use for characterizing the potentiator activity of compounds, the cells were incubated at 27 °C for 16 - 48 hrs to correct for the $\Delta\text{F508-CFTR}$. To determine the activity of corrections compounds, the cells were incubated at 27 °C or 37 °C with and without the compounds for 24 hours.

6. Whole-cell recordings

[00912] The macroscopic $\Delta\text{F508-CFTR}$ current ($I_{\Delta\text{F508}}$) in temperature- and test compound-corrected NIH3T3 cells stably expressing $\Delta\text{F508-CFTR}$ were monitored using the perforated-patch, whole-cell recording. Briefly, voltage-clamp recordings of $I_{\Delta\text{F508}}$ were performed at room temperature using an Axopatch 200B patch-clamp amplifier (Axon Instruments Inc., Foster City, CA). All recordings were acquired at a sampling frequency of 10 kHz and low-pass filtered at 1 kHz. Pipettes had a resistance of 5 – 6 M Ω when filled with the intracellular solution. Under these recording conditions, the calculated reversal potential for Cl⁻ (E_{Cl}) at room temperature was -28 mV. All recordings had a seal resistance > 20 G Ω and a series resistance < 15 M Ω . Pulse generation, data acquisition, and analysis were performed

using a PC equipped with a Digidata 1320 A/D interface in conjunction with Clampex 8 (Axon Instruments Inc.). The bath contained < 250 μ l of saline and was continuously perfused at a rate of 2 ml/min using a gravity-driven perfusion system.

7. Identification of Correction Compounds

[00913] To determine the activity of correction compounds for increasing the density of functional Δ F508-CFTR in the plasma membrane, we used the above-described perforated-patch-recording techniques to measure the current density following 24-hr treatment with the correction compounds. To fully activate Δ F508-CFTR, 10 μ M forskolin and 20 μ M genistein were added to the cells. Under our recording conditions, the current density following 24-hr incubation at 27°C was higher than that observed following 24-hr incubation at 37 °C. These results are consistent with the known effects of low-temperature incubation on the density of Δ F508-CFTR in the plasma membrane. To determine the effects of correction compounds on CFTR current density, the cells were incubated with 10 μ M of the test compound for 24 hours at 37°C and the current density was compared to the 27°C and 37°C controls (% activity). Prior to recording, the cells were washed 3X with extracellular recording medium to remove any remaining test compound. Preincubation with 10 μ M of correction compounds significantly increased the cAMP- and genistein-dependent current compared to the 37°C controls.

8. Identification of Potentiator Compounds

[00914] The ability of Δ F508-CFTR potentiators to increase the macroscopic Δ F508-CFTR Cl⁻ current ($I_{\Delta F508}$) in NIH3T3 cells stably expressing Δ F508-CFTR was also investigated using perforated-patch-recording techniques. The potentiators identified from the optical assays evoked a dose-dependent increase in $I_{\Delta F508}$ with similar potency and efficacy observed in the optical assays. In all cells examined, the reversal potential before and during potentiator application was around -30 mV, which is the calculated E_{Cl} (-28 mV).

9. Solutions

[00915] Intracellular solution (in mM): Cs-aspartate (90), CsCl (50), MgCl₂ (1), HEPES (10), and 240 μ g/ml amphotericin-B (pH adjusted to 7.35 with CsOH).

[00916] Extracellular solution (in mM): N-methyl-D-glucamine (NMDG)-Cl (150), MgCl₂ (2), CaCl₂ (2), HEPES (10) (pH adjusted to 7.35 with HCl).

10. Cell Culture

[00917] NIH3T3 mouse fibroblasts stably expressing Δ F508-CFTR are used for whole-

cell recordings. The cells are maintained at 37 °C in 5% CO₂ and 90 % humidity in Dulbecco's modified Eagle's medium supplemented with 2 mM glutamine, 10 % fetal bovine serum, 1 X NEAA, β-ME, 1 X pen/strep, and 25 mM HEPES in 175 cm² culture flasks. For whole-cell recordings, 2,500 - 5,000 cells were seeded on poly-L-lysine-coated glass coverslips and cultured for 24 - 48 hrs at 27 °C before use to test the activity of potentiators; and incubated with or without the correction compound at 37 °C for measuring the activity of correctors.

11. Single-channel recordings

[00918] The single-channel activities of temperature-corrected ΔF508-CFTR stably expressed in NIH3T3 cells and activities of potentiator compounds were observed using excised inside-out membrane patch. Briefly, voltage-clamp recordings of single-channel activity were performed at room temperature with an Axopatch 200B patch-clamp amplifier (Axon Instruments Inc.). All recordings were acquired at a sampling frequency of 10 kHz and low-pass filtered at 400 Hz. Patch pipettes were fabricated from Corning Kovar Sealing #7052 glass (World Precision Instruments, Inc., Sarasota, FL) and had a resistance of 5 - 8 MΩ when filled with the extracellular solution. The ΔF508-CFTR was activated after excision, by adding 1 mM Mg-ATP, and 75 nM of the cAMP-dependent protein kinase, catalytic subunit (PKA; Promega Corp. Madison, WI). After channel activity stabilized, the patch was perfused using a gravity-driven microperfusion system. The inflow was placed adjacent to the patch, resulting in complete solution exchange within 1 - 2 sec. To maintain ΔF508-CFTR activity during the rapid perfusion, the nonspecific phosphatase inhibitor F⁻ (10 mM NaF) was added to the bath solution. Under these recording conditions, channel activity remained constant throughout the duration of the patch recording (up to 60 min). Currents produced by positive charge moving from the intra- to extracellular solutions (anions moving in the opposite direction) are shown as positive currents. The pipette potential (V_p) was maintained at 80 mV.

[00919] Channel activity was analyzed from membrane patches containing ≤ 2 active channels. The maximum number of simultaneous openings determined the number of active channels during the course of an experiment. To determine the single-channel current amplitude, the data recorded from 120 sec of ΔF508-CFTR activity was filtered "off-line" at 100 Hz and then used to construct all-point amplitude histograms that were fitted with multigaussian functions using Bio-Patch Analysis software (Bio-Logic Comp. France). The total microscopic current and open probability (P_o) were determined from 120 sec of channel activity. The P_o was determined using the Bio-Patch software or from the relationship P_o = I/i(N), where I = mean current, i = single-channel current amplitude, and N = number of active

channels in patch.

12. Solutions

[00920] Extracellular solution (in mM): NMDG (150), aspartic acid (150), CaCl₂ (5), MgCl₂ (2), and HEPES (10) (pH adjusted to 7.35 with Tris base).

[00921] Intracellular solution (in mM): NMDG-Cl (150), MgCl₂ (2), EGTA (5), TES (10), and Tris base (14) (pH adjusted to 7.35 with HCl).

13. Cell Culture

[00922] NIH3T3 mouse fibroblasts stably expressing ΔF508-CFTR are used for excised-membrane patch-clamp recordings. The cells are maintained at 37 °C in 5% CO₂ and 90 % humidity in Dulbecco's modified Eagle's medium supplemented with 2 mM glutamine, 10 % fetal bovine serum, 1 X NEAA, β-ME, 1 X pen/strep, and 25 mM HEPES in 175 cm² culture flasks. For single channel recordings, 2,500 - 5,000 cells were seeded on poly-L-lysine-coated glass coverslips and cultured for 24 - 48 hrs at 27 °C before use.

[00923] The exemplified compounds of Table 3 have an activity as shown below in Table 3.

[00924] **Table 3.**

EC50:+++ <= 2.0 μM < ++ <= 5.0 μM < +

Percent Efficacy: + <= 50.0 % < ++ <= 100.0% < +++

Cmpd #	EC50	% Efficacy
1	+++	++
2	+++	++
3	+++	+++
4	+++	++
5	+++	++
6	+++	+++
7	+++	++
8	+++	++
9	+++	+++

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Cmpd #	EC50	% Efficacy
10	+++	++
11	+++	+++
12	+++	++
13	+	++
14	+++	++
15	+++	+++
16	+++	++
17	+++	+++
18	+++	+++
19	+++	+++
20	+++	+++
21	+++	++
22	+++	++
23	++	++
24	+++	+++
25	+++	+++
26	+++	++
27	+++	+++
28	+++	++
29	+++	+++
30	+++	++
31	+++	++
32	++	++
33	+++	+++
34	++	++
35	+++	++
36	+++	+++
37	+++	+++

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Cmpd #	EC50	% Efficacy
38	+++	+++
39	+++	++
40	+++	+++
41	+++	+++
42	+++	++
43	+++	+++
44	+++	++
45	+++	+++
46	+++	++
47	+++	+
48	+++	+++
49	+++	++
50	+++	++
51	+++	+++
52	+++	++
53	+++	+++
54	+++	++
55	+++	++
56	+++	+++
57	+++	+++
58	+++	+++
59	++	++
60	+++	++
61	+++	++
62	+++	++
63	+++	++
64	+++	+++
65	+++	++

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Cmpd #	EC50	% Efficacy
66	+++	+++
67	+++	+++
68	+++	++
69	+++	++
70	+++	++
71	+++	+++
72	+++	+++
73	+++	++
74	++	+
75	+++	+++
76	+++	++
77	+++	+++
78	+++	++
79	+++	+++
80	+++	++
81	+++	+++
82	+++	+++
83	+++	++
84	+++	++
85	+++	+++
86	+++	+++
87	+++	+++
88	+++	+++
89	+++	+++
90	+++	+++
91	+++	+++
92	+++	++
93	+++	+++

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Cmpd #	EC50	% Efficacy
94	++	+++
95	+++	+++
96	+++	+++
97	+++	++
98	+++	++
99	+++	+++
100	+++	+++
101	+++	+++
102	+++	++
103	+++	+++
104	+++	++
105	+++	++
106	+++	+++
107	+++	+++
108	+++	+++
109	+++	++
110	+++	++
111	+++	+++
112	+++	++
113	+++	+++
114	+++	++
115	+++	++
116	+++	+++
117	+++	+++

[00925] OTHER EMBODIMENTS

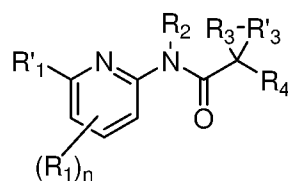
[00926] It is to be understood that while the invention has been described in conjunction with the detailed description thereof, the foregoing description is intended to illustrate and not

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limit the scope of the invention, which is defined by the scope of the appended claims. Other aspects, advantages, and modifications are within the scope of the following claims.

We claim:

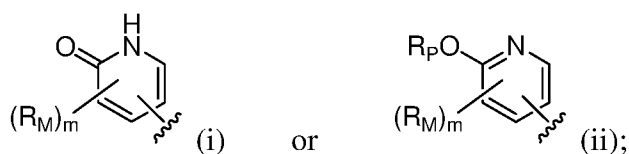
1. A compound of formula I:



I

or a pharmaceutically acceptable salt thereof, wherein:

each R'1 is:



wherein:

m is 1-3;

R_P is optionally substituted C1-C6 aliphatic, wherein up to two carbon units therein are optionally and independently replaced by -CO-, -CONR^N-, -CO₂-, -OCO-, -NR^NCO₂-, -O-, -OCONR^N-, -NR^NCO-, -S-, -SO-, -SO₂-, -NR^N-;

R_M is independently -Z^MR₁₁, wherein each Z^M is independently a bond or an optionally substituted branched or straight C1-C6 aliphatic chain wherein up to two carbon units of Z^M are optionally and independently replaced by -CO-, -CONR^N-, -CHR^N-, -CO₂-, -OCO-, -NR^NCO₂-, -O-, -OCONR^N-, -NR^NCO-, -S-, -SO-, -SO₂-, -NR^N-;

R₁₁ is independently an optionally substituted C1-C8 aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, an optionally substituted heteroaryl, halo, -OH, -NH₂, -CN, -CF₃, or -OCF₃;

R^N is independently hydrogen, an optionally substituted C1-C8 aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl;

R₁ is an optionally substituted C1-C6 aliphatic, an optionally substituted C1-C6 alkoxy, an optionally substituted C3-C10 cycloaliphatic, halo, -CN, or hydroxy;

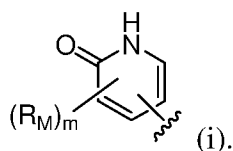
R₂ is hydrogen or an optionally substituted C1-C6 aliphatic;

R_3 and R'_3 together with the carbon atom to which they are attached form an optionally substituted C3-C7 cycloaliphatic or an optionally substituted heterocycloaliphatic;

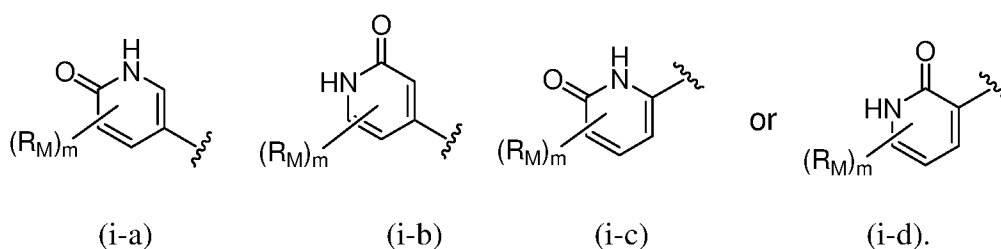
R_4 is an optionally substituted aryl; and

n is 0-4.

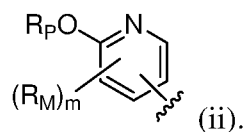
2. The compound according to claim 1, wherein R'_1 is:



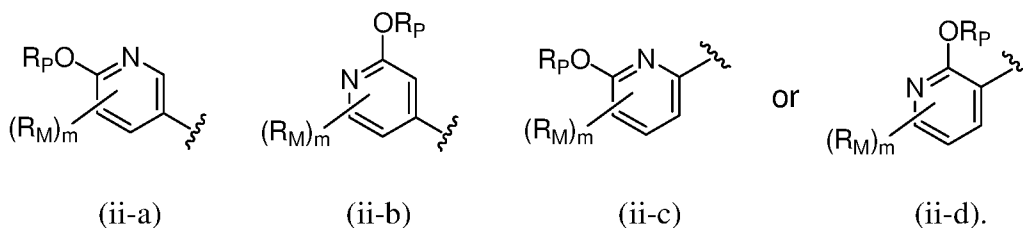
3. The compound according to claim 2, wherein R'_1 is:



4. The compound according to claim 1, wherein R'_1 is:



5. The compound according to claim 4, wherein R'_1 is:



6. The compound according to any one of claims 1 to 5, wherein R_M is independently $-Z^M R_{11}$, wherein each Z^M is independently a bond or C_{1-4} alkyl chain wherein up to two carbon units of Z^M are optionally and independently replaced by $-CO-$, $-CONR^N-$, $-CHR^N-$, $-CO_2-$, $-OCO-$, $-NR^N CO_2-$, $-O-$, $-OCONR^N-$, $-NR^N CO-$, $-S-$, $-SO-$, $-SO_2-$, or $-NR^N-$.

7. The compound according to claim 6, wherein R_M is independently $-Z^M R_{11}$, wherein each Z^M is independently a bond or C_{1-4} alkyl chain wherein up to two carbon units of Z^M are optionally and independently replaced by $-\text{CONR}^N$ -, $-\text{CO}_2$ -, $-\text{O}$ -, $-\text{CHR}^N$ -, or $-\text{NR}^N$ -.

8. The compound according to any one of claims 1 to 7, wherein R_{11} is independently an optionally substituted $C1-C8$ aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl, halo, $-\text{OH}$, $-\text{NH}_2$, or $-\text{CN}$.

9. The compound according to any one of claims 1 to 8, wherein R^N is independently hydrogen, $C1-C6$ aliphatic, or $C3-C6$ cycloaliphatic.

10. The compound according to any one of claims 1 to 5, wherein R^M is selected from

$-\text{CH}_2\text{OH}$, NHC(O)Me , Et , Me , $-\text{CH}_2\text{C(O)OH}$, $-\text{CH}_2\text{C(O)OMe}$, $-\text{CH}_2\text{CH}_2\text{OH}$, $-\text{C(O)OH}$, halo, OH , C(O)NHMe , C(O)NH_2 , $-\text{CH}_2\text{CH(OH)CH}_2\text{OH}$, NH_2 , OMe , CH_2CN , $\text{CH}_2\text{CH}_2\text{SO}_2\text{CH}_3$, CH_2CONHCN , CONMe_2 , or CN .

11. The compound according to any one of claims 1 to 10, wherein R^P is $C1-C6$ aliphatic, wherein up to two carbon units therein are optionally and independently replaced by $-\text{CO}$ -, $-\text{CONR}^N$ -, $-\text{CO}_2$ -, $-\text{NR}^N\text{CO}_2$ -, $-\text{O}$ -, $-\text{S}$ -, $-\text{SO}$ -, $-\text{SO}_2$ -, or $-\text{NR}^N$ -.

12. The compound according to any one of claims 1 to 11, wherein R_1 is an optionally substituted $C1-C6$ aliphatic.

13. The compound according to claim 12, wherein R_1 is $C1-C6$ aliphatic.

14. The compound according to claim 12, wherein R_1 is Me .

15. The compound according to any one of claims 1 to 11, wherein R_1 is $-\text{CN}$.

16. The compound according to any one of claims 1 to 15, wherein R_2 is hydrogen or $C1-C6$ alkyl.

17. The compound according to any one of claims 1 to 15, wherein R_2 is hydrogen.

18. The compound according to any one of claims 1 to 17, wherein R_3 and R'_3 together with the carbon atom to which they are attached form a 3, 4, 5, or 6 membered cycloalkyl that is optionally substituted with 1, 2, or 3 substituents.

19. The compound according to claim 18, wherein R_3 , R'_3 , and the carbon atom to which they are attached form an optionally substituted cyclopropyl or cyclopentyl group.

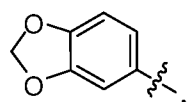
20. The compound according to claim 18, wherein R_3 , R'_3 , and the carbon atom to which they are attached form a cyclopropyl or cyclopentyl group.

21. The compound according to any one of claims 1 to 17, wherein R_3 , R'_3 , and the carbon atom to which they are attached form a cyclopropyl group.

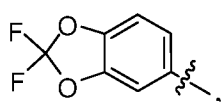
22. The compound according to any one of claims 1 to 21, wherein R_4 is phenyl optionally substituted with 1, 2, or 3 of $-Z^C R_8$, wherein each Z^C is independently a bond or an optionally substituted branched or straight C1-C6 aliphatic chain wherein up to two carbon units of Z^C are optionally and independently replaced by $-CO-$, $-CONR^C-$, $-CO_2-$, $-O-$, $-S-$, $-SO-$, $-SO_2-$, or $-NR^C-$; each R_8 is independently R^C , halo, $-OH$, $-NH_2$, $-NO_2$, $-CN$, $-CF_3$, or $-OCF_3$; and each R^C is independently hydrogen, an optionally substituted C1-C8 aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl.

23. The compound according to claim 22, wherein two occurrences of $-Z^C R_8$, taken together with the carbons to which they are attached, form a 4-8 membered saturated, partially saturated, or aromatic ring with up to 3 ring atoms independently selected from the group consisting of O, NH, NR^C , and S.

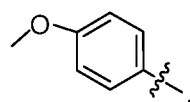
24. The compound according to any one of claims 1 to 21, wherein R_4 is selected from:



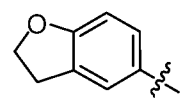
(a)



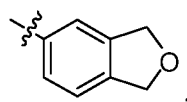
(b)



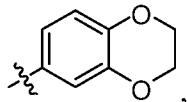
(c)



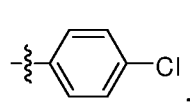
(d)



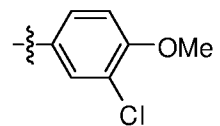
(e)



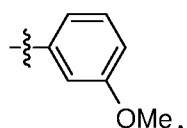
(f)



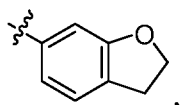
(g)



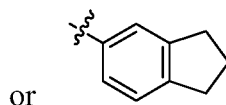
(h)



(i)

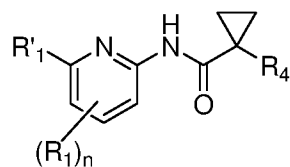


(j)



(k).

25. The compound according to claim 1, having formula II:

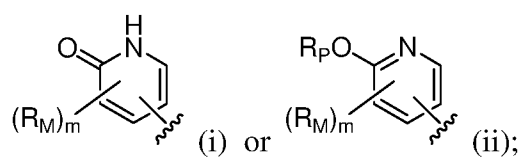


II

or a pharmaceutically acceptable salt thereof,

wherein:

R'_1 is selected from:

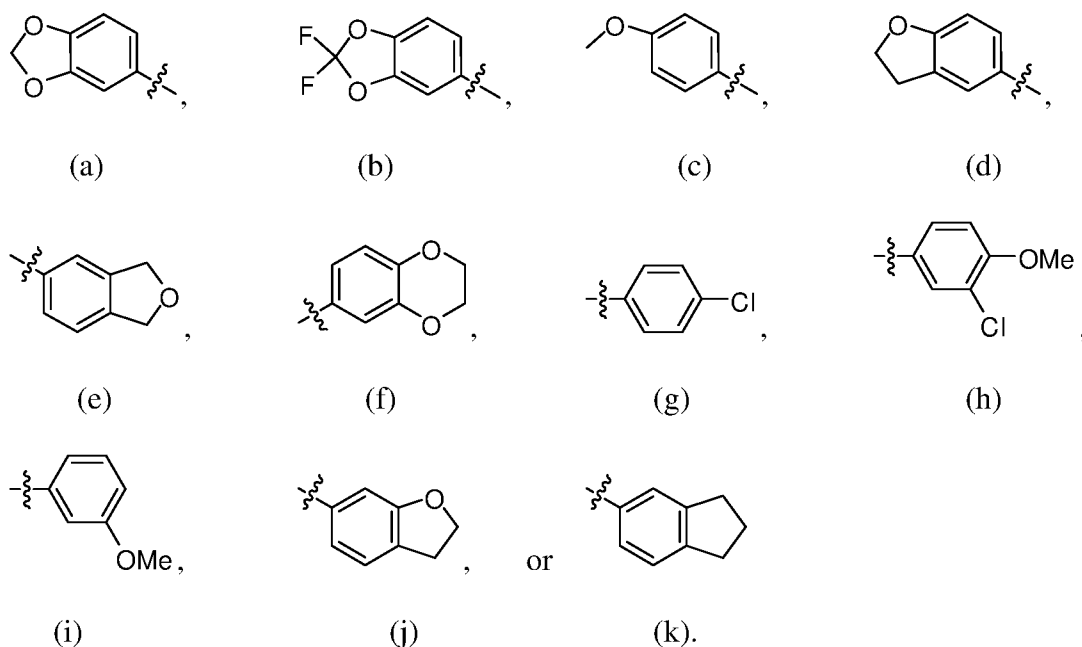


n is 0-2;

m is 1-3;

R_1 is C1-C6 aliphatic, halo, or -CN; and

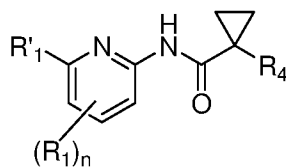
R_4 is selected from:



26. The compound according to claim 25, wherein R_1 is selected from the group consisting of H, methyl, ethyl, *i*-propyl, *t*-butyl, -CN, F, or Cl.

27. The compound according to claim 26, wherein R_1 is methyl.

28. The compound according to claim 26, wherein R_1 is Cl.
29. The compound according to claim 26, wherein R_1 is $-CN$.
30. The compound according to claim 25, wherein said compound has formula IIA:

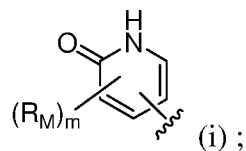


IIA

or a pharmaceutically acceptable salt thereof,

wherein:

R'_1 is:

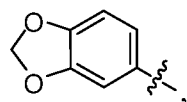


n is 0-2;

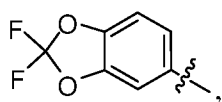
m is 1-3;

R_1 is C1-C6 aliphatic, halo, or $-CN$; and

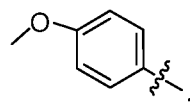
R_4 is selected from:



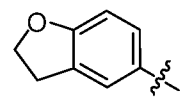
(a)



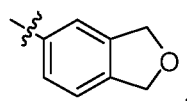
(b)



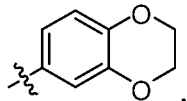
(c)



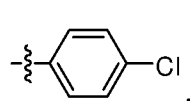
(d)



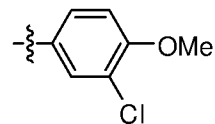
(e)



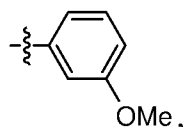
(f)



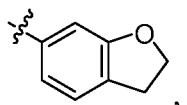
(g)



(h)

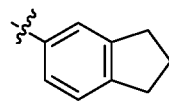


(i)



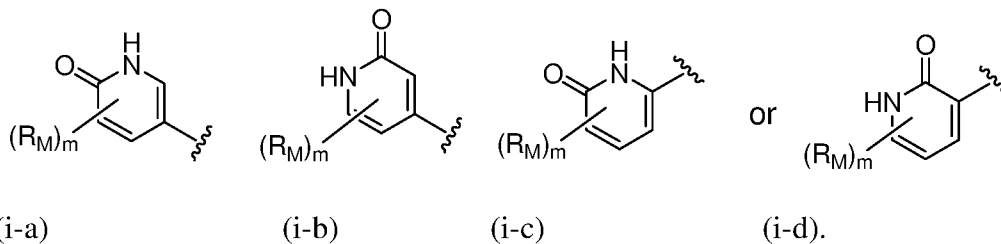
(j)

or

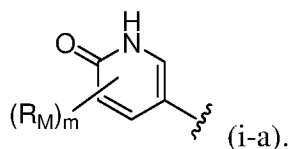


(k).

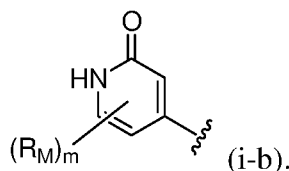
31. The compound according to claim 30, wherein R₁' is selected from:



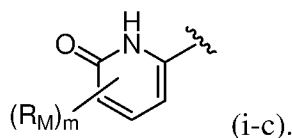
32. The compound according to claim 31, wherein R₁' is



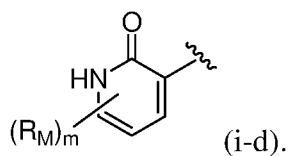
33. The compound according to claim 31, wherein R₁' is



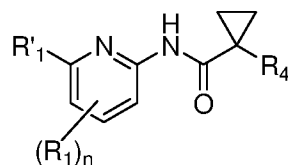
34. The compound according to claim 31, wherein R₁' is



35. The compound according to claim 31, wherein R₁' is



36. The compound according to claim 25, wherein said compound has formula IIB:

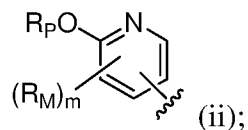


IIB

or a pharmaceutically acceptable salt thereof,

wherein:

R'₁ is:

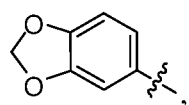


n is 1-2;

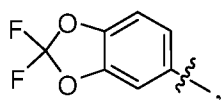
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

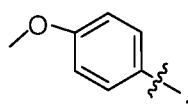
R₄ is selected from:



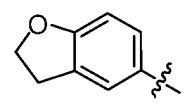
(a)



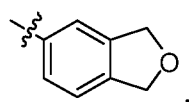
(b)



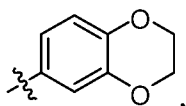
(c)



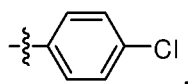
(d)



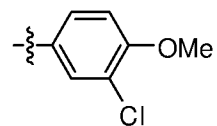
(e)



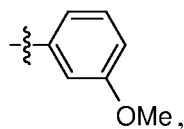
(f)



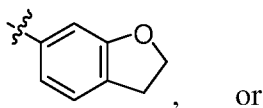
(g)



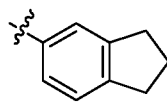
(h)



(i)

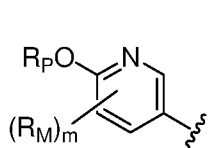


(j)

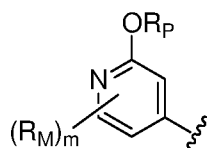


(k).

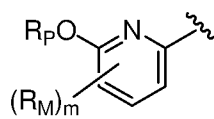
37. The compound according to claim 36, wherein R'₁ is selected from:



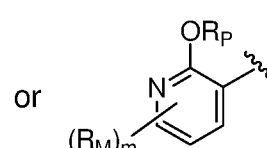
(ii-a)



(ii-b)

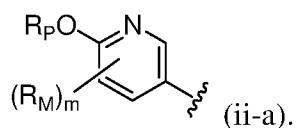


(ii-c)

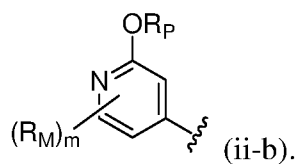


(ii-d).

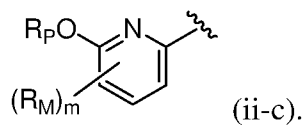
38. The compound according to claim 37, wherein R'₁ is:



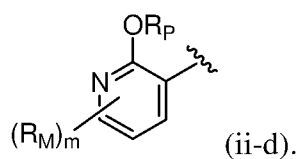
39. The compound according to claim 37, wherein R'₁ is:



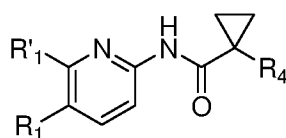
40. The compound according to claim 37, wherein R'1 is:



41. The compound according to claim 37, wherein R'1 is:



42. The compound according to claim 1, wherein said compound has formula III:

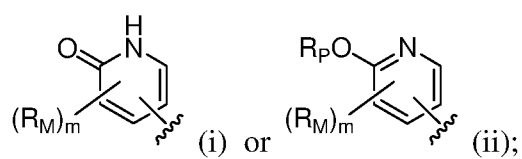


III

or a pharmaceutically acceptable salt thereof,

wherein:

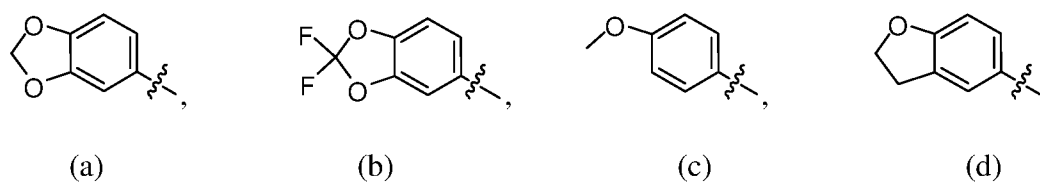
R'1 is selected from:

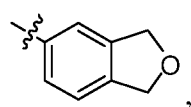


m is 1-3;

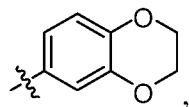
R1 is C1-C6 aliphatic, halo, or -CN; and

R4 is selected from:

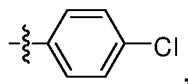




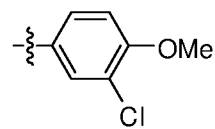
(e)



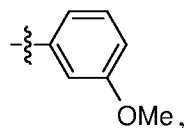
(f)



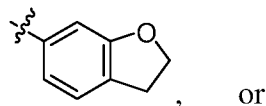
(g)



(h)

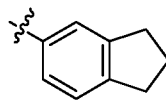


(i)



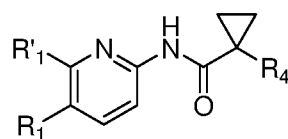
(j)

or



(k).

43. The compound according to claim 42, wherein said compound has formula IIIA:

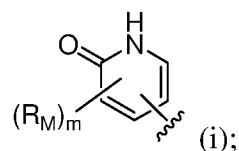


IIIA

or a pharmaceutically acceptable salt thereof,

wherein:

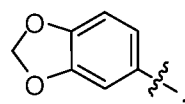
R₁ is:



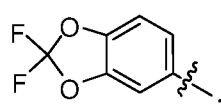
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

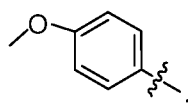
R₄ is selected from:



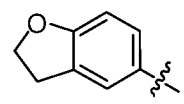
(a)



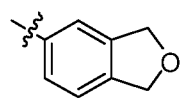
(b)



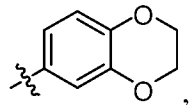
(c)



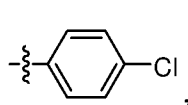
(d)



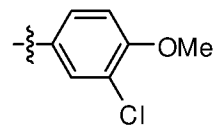
(e)



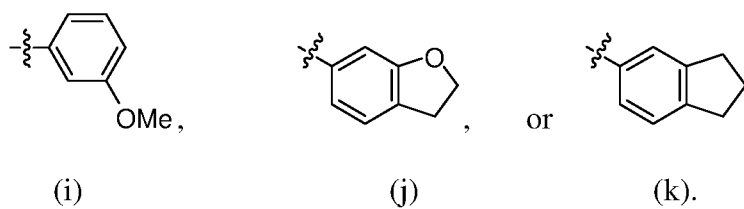
(f)



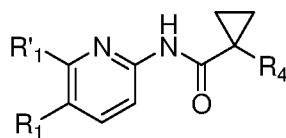
(g)



(h)



44. The compound according to claim 42, wherein said compound has formula IIIB:

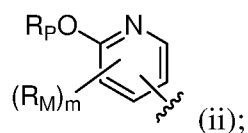


IIIB

or a pharmaceutically acceptable salt thereof,

wherein:

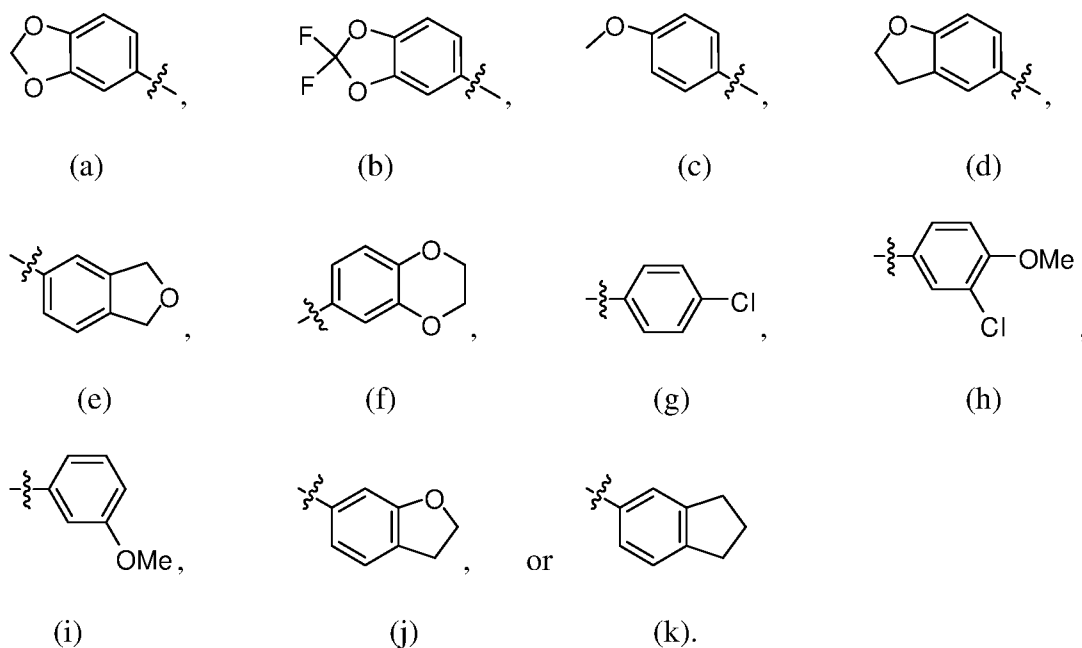
R₁' is:



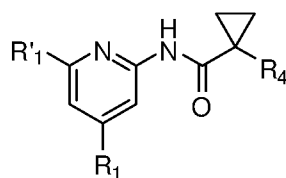
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

R₄ is selected from:



45. The compound according to claim 1, wherein said compound has formula IV:

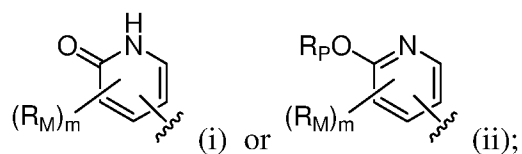


IV

or a pharmaceutically acceptable salt thereof,

wherein:

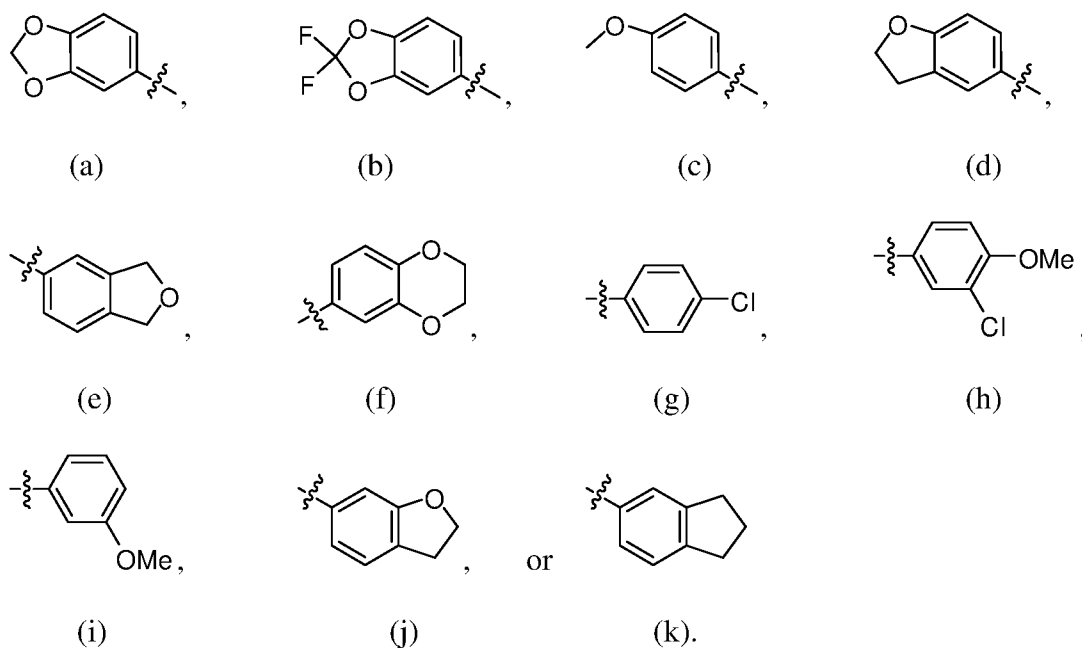
R₁' is selected from:



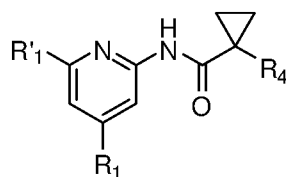
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

R₄ is selected from:



46. The compound according to claim 45, wherein said compound has formula IVA:

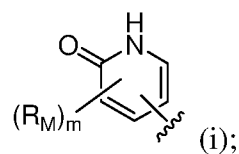


IVA

or a pharmaceutically acceptable salt thereof,

wherein:

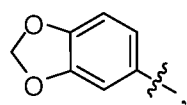
R₁' is:



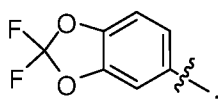
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

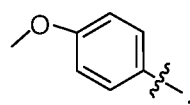
R₄ is selected from:



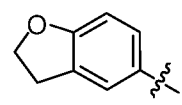
(a)



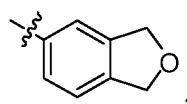
(b)



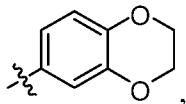
(c)



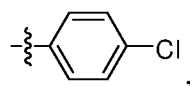
(d)



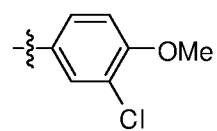
(e)



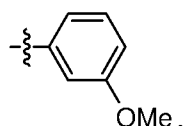
(f)



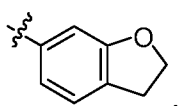
(g)



(h)

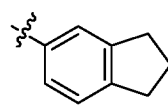


(i)



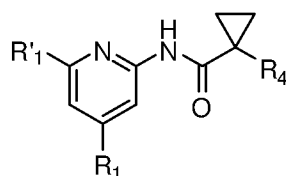
(j)

or



(k).

47. The compound according to claim 45, wherein said compound has formula IVB:

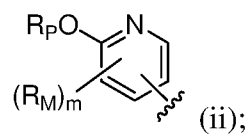


IVB

or a pharmaceutically acceptable salt thereof,

wherein:

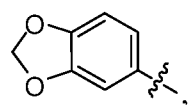
R'₁ is:



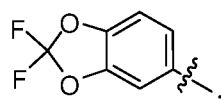
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

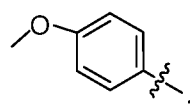
R₄ is selected from:



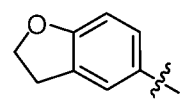
(a)



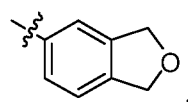
(b)



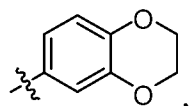
(c)



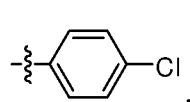
(d)



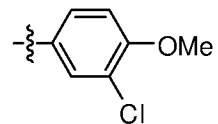
(e)



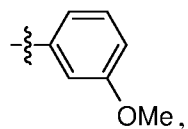
(f)



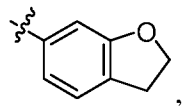
(g)



(h)

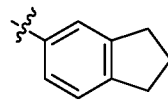


(i)



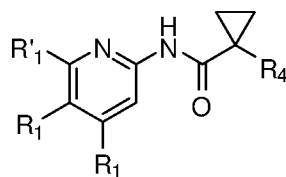
(j)

or



(k).

48. The compound according to claim 1, wherein said compound has formula V:

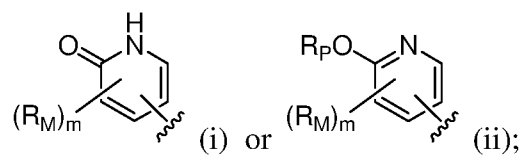


V

or a pharmaceutically acceptable salt thereof,

wherein:

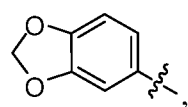
R'₁ is selected from:



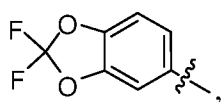
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

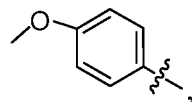
R₄ is selected from:



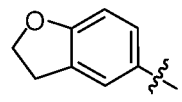
(a)



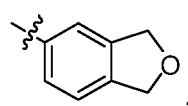
(b)



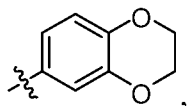
(c)



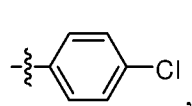
(d)



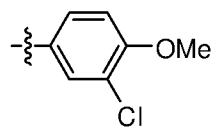
(e)



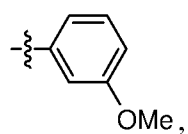
(f)



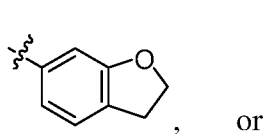
(g)



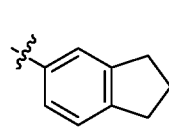
(h)



(i)

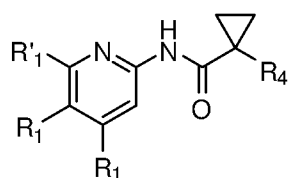


(j)



(k).

49. The compound according to claim 48, wherein said compound has formula VA:

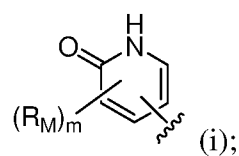


VA

or a pharmaceutically acceptable salt thereof,

wherein:

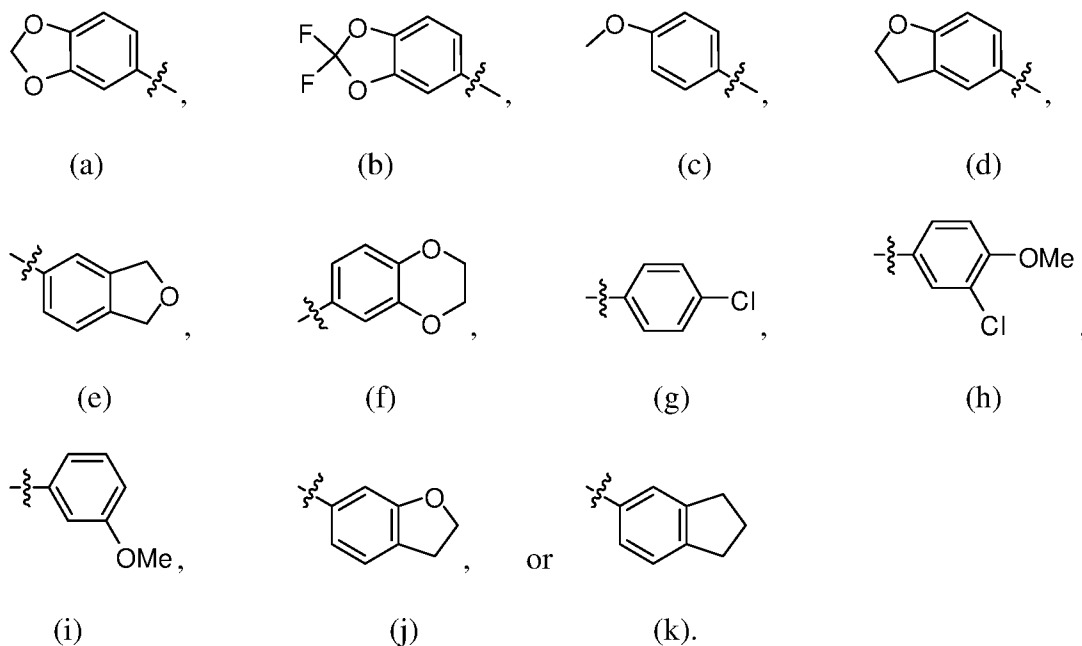
R'₁ is:



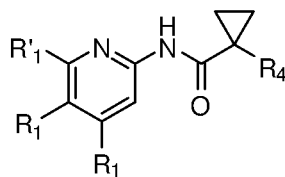
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

R₄ is selected from:



50. The compound according to claim 48, wherein said compound has formula VB:

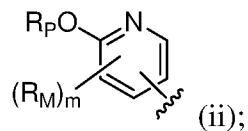


VB

or a pharmaceutically acceptable salt thereof,

wherein:

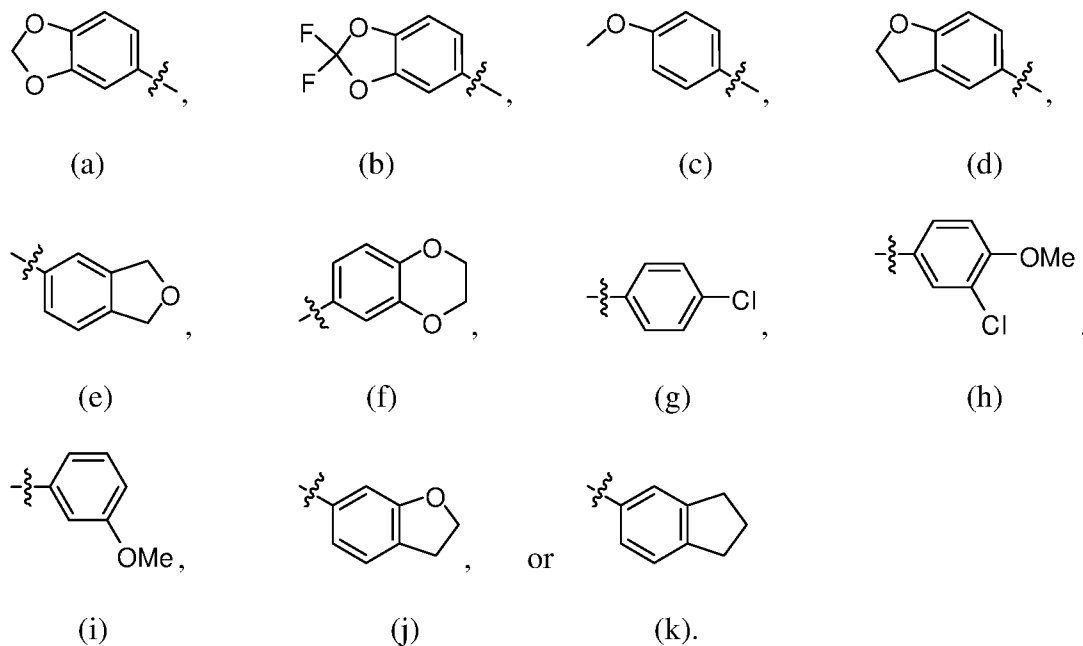
R'₁ is:



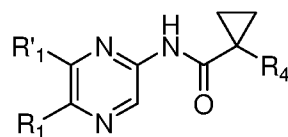
m is 1-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

R₄ is selected from:



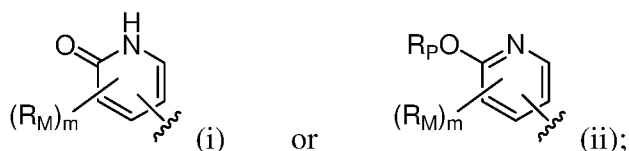
51. A compound of formula VI:



VI

or a pharmaceutically acceptable salt thereof, wherein:

each R'_1 is:



m is 0-3;

R_P is optionally substituted C1-C6 aliphatic, wherein up to two carbon units therein are optionally and independently replaced by $-CO-$, $-CONR^N-$, $-CO_2-$, $-OCO-$, $-NR^NCO_2-$, $-O-$, $-OCONR^N-$, $-NR^NCO-$, $-S-$, $-SO-$, $-SO_2-$, $-NR^N-$;

R_M is independently $-Z^M R_{11}$, wherein each Z^M is independently a bond or an optionally substituted branched or straight C1-C6 aliphatic chain wherein up to two carbon units of Z^M are optionally and independently replaced by $-CO-$, $-CONR^N-$, $-CO_2-$, $-OCO-$, $-CHR^N-$, $-NR^NCO_2-$, $-O-$, $-OCONR^N-$, $-NR^NCO-$, $-S-$, $-SO-$, $-SO_2-$, $-NR^N-$;

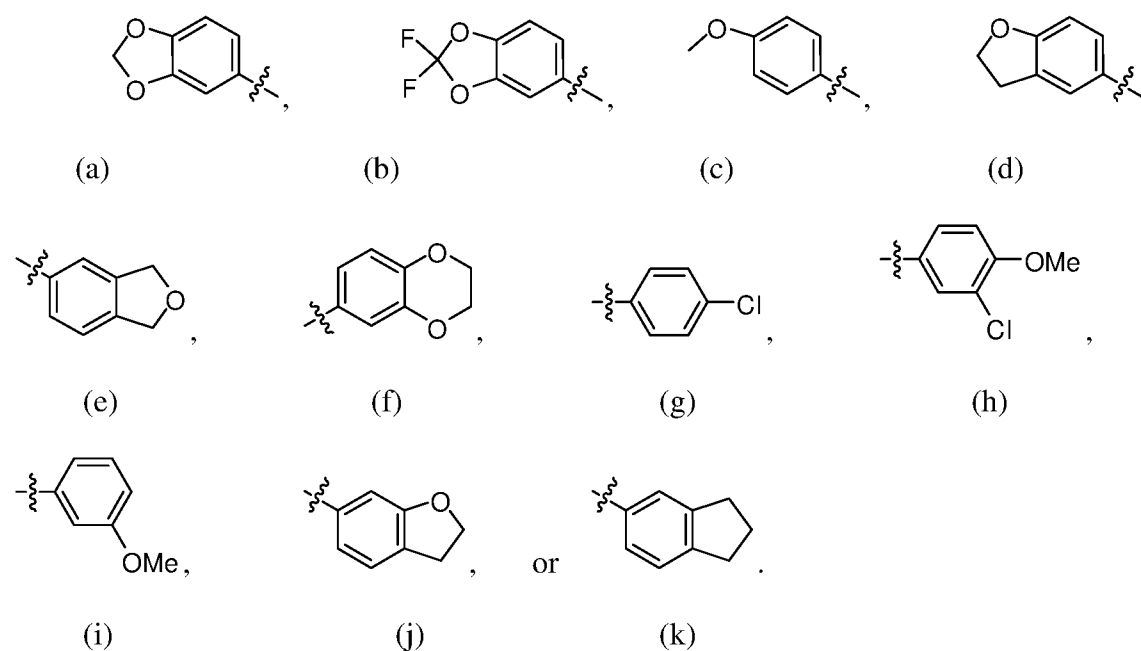
R_{11} is independently R^N , halo, -OH, -NH₂, -CN, -CF₃, or -OCF₃;

R^N is independently hydrogen, an optionally substituted C1-C8 aliphatic group, an optionally substituted cycloaliphatic, an optionally substituted heterocycloaliphatic, an optionally substituted aryl, or an optionally substituted heteroaryl;

R_1 is an optionally substituted C1-C6 aliphatic, an optionally substituted C₁₋₆ alkoxy, an optionally substituted C3-C10 cycloaliphatic, -CN, halo, or hydroxy; and

R_4 is an optionally substituted aryl.

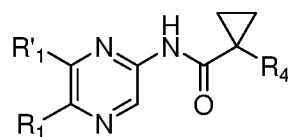
52. The compound according to claim 51, wherein R_4 is selected from:



53. The compound according to claim 52, wherein R_4 is (b).

54. The compound according to any one of claims 51 to 53, wherein R_1 is methyl.

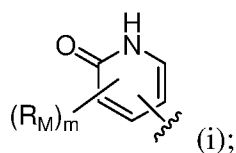
55. The compound according to claim 51, wherein said compound has formula VIA:



VIA

or a pharmaceutically acceptable salt thereof, wherein:

R'_1 is

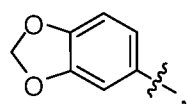


wherein

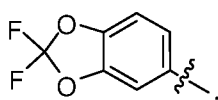
m is 0-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

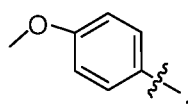
R₄ is selected from:



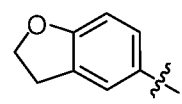
(a)



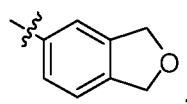
(b)



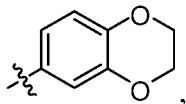
(c)



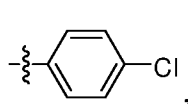
(d)



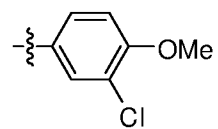
(e)



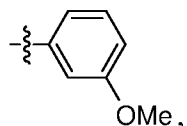
(f)



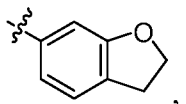
(g)



(h)

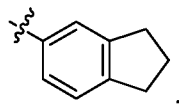


(i)



(j)

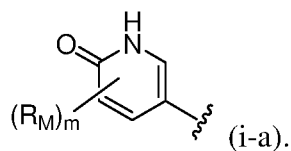
or



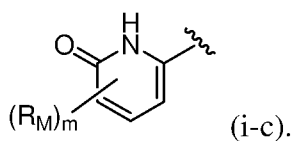
(k)

56. The compound according to claim 55, wherein R₁ is methyl.

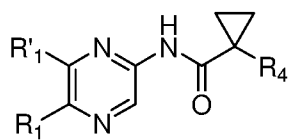
57. The compound according to claim 55 or claim 56, wherein R'₁ is:



58. The compound according to claim 55 or claim 56, wherein R'₁ is:



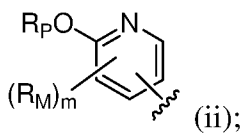
59. The compound according to claim 51, wherein said compound has formula VIB:



VIB

or a pharmaceutically acceptable salt thereof, wherein:

R₁' is

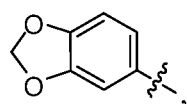


wherein:

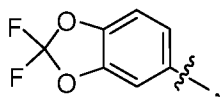
m is 0-3;

R₁ is C1-C6 aliphatic, halo, or -CN; and

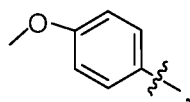
R₄ is selected from:



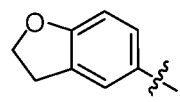
(a)



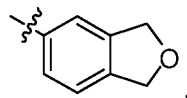
(b)



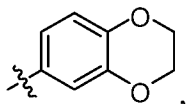
(c)



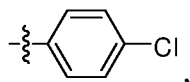
(d)



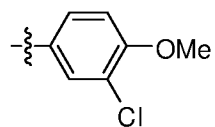
(e)



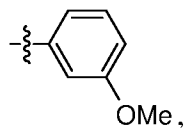
(f)



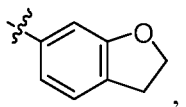
(g)



(h)

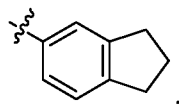


(i)



(j)

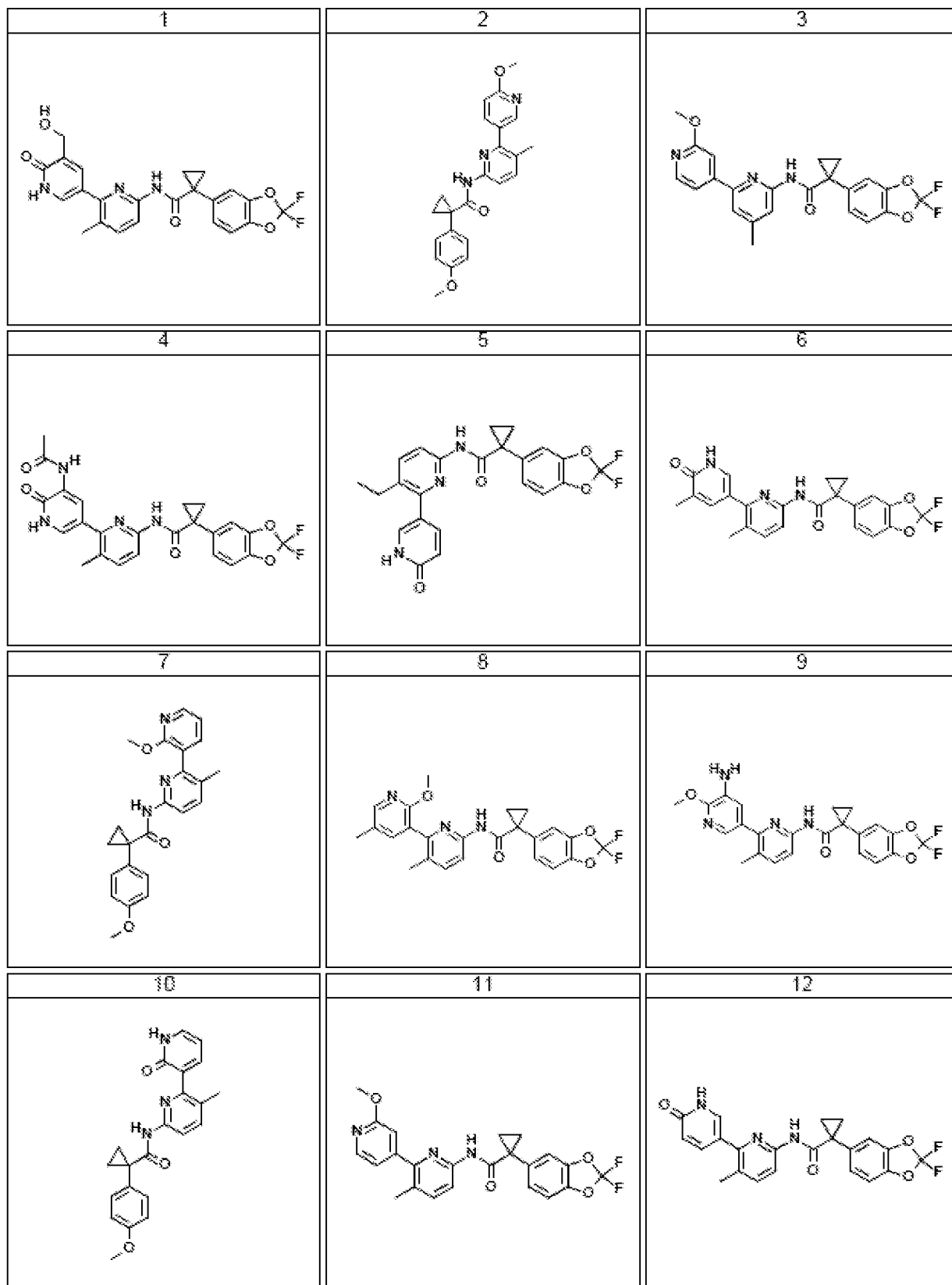
or

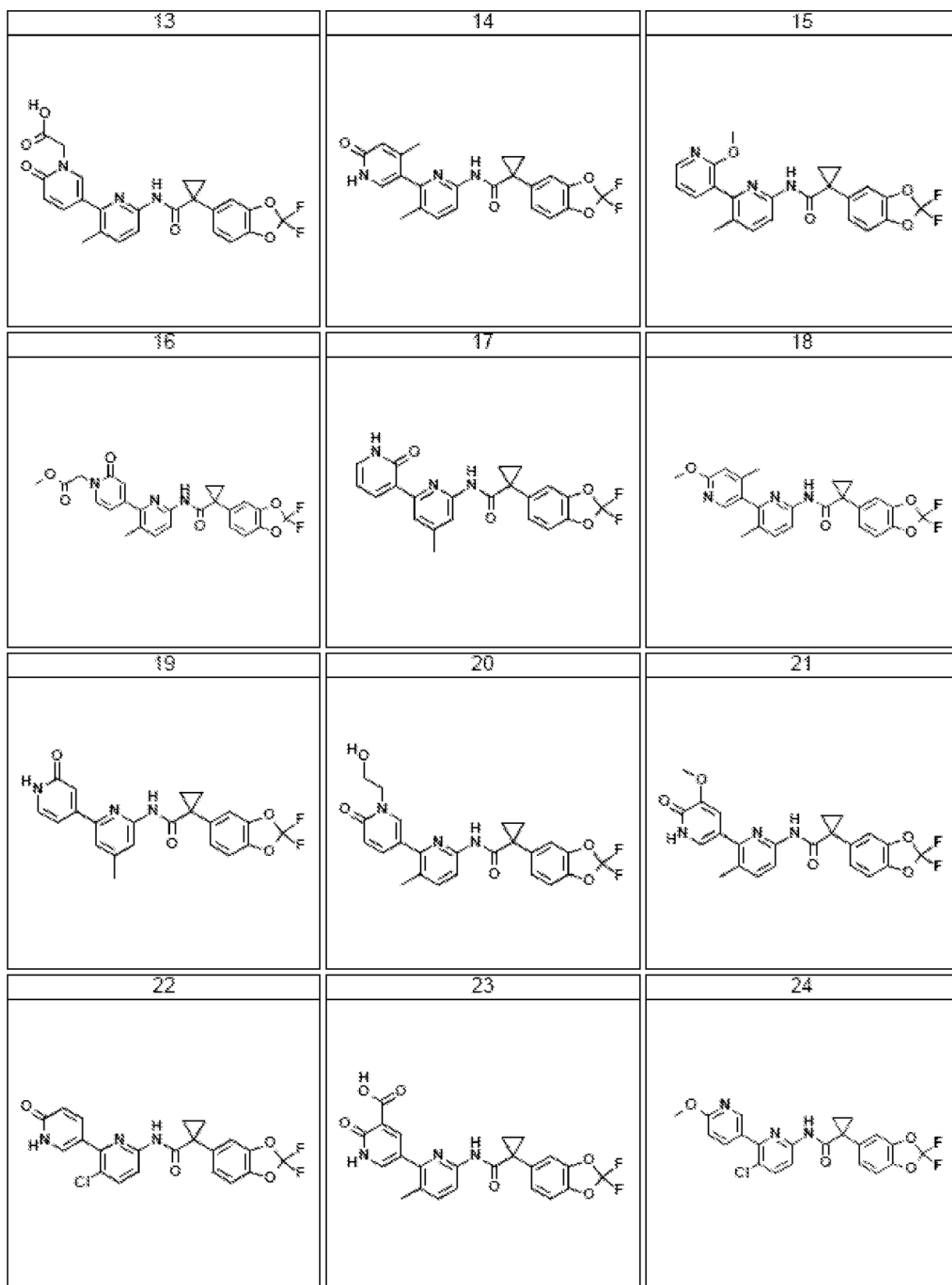


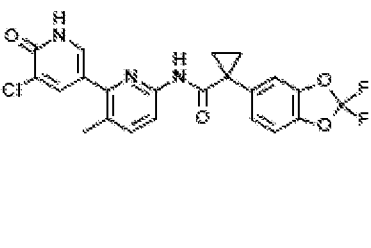
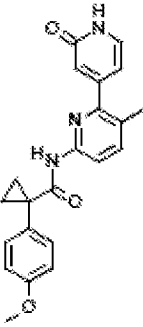
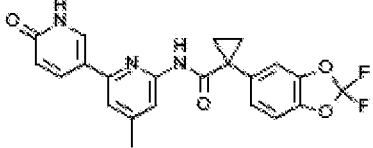
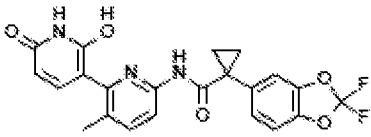
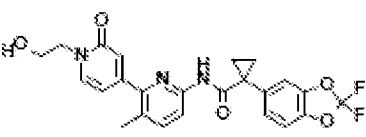
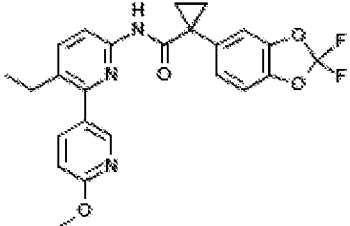
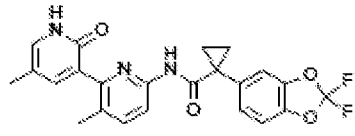
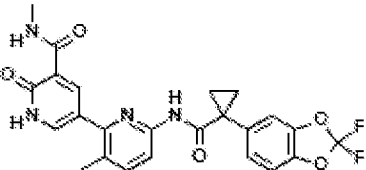
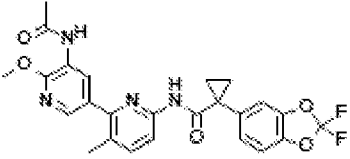
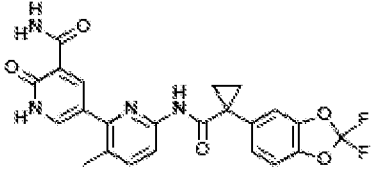
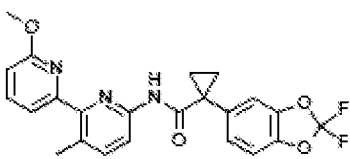
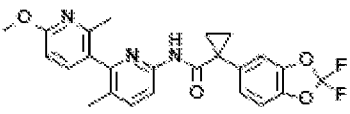
(k)

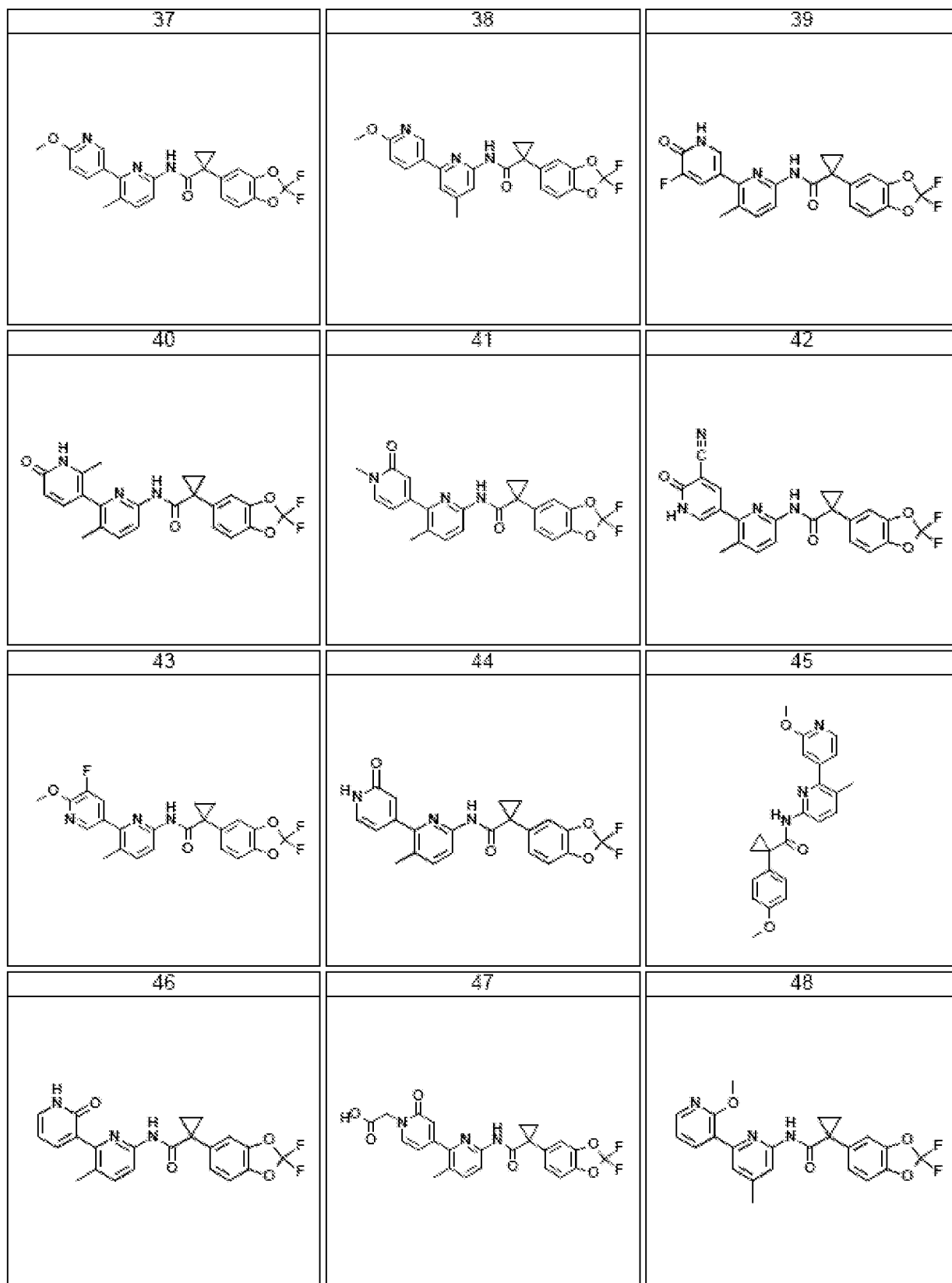
60. The compound of claim 59, wherein R₁ is methyl.

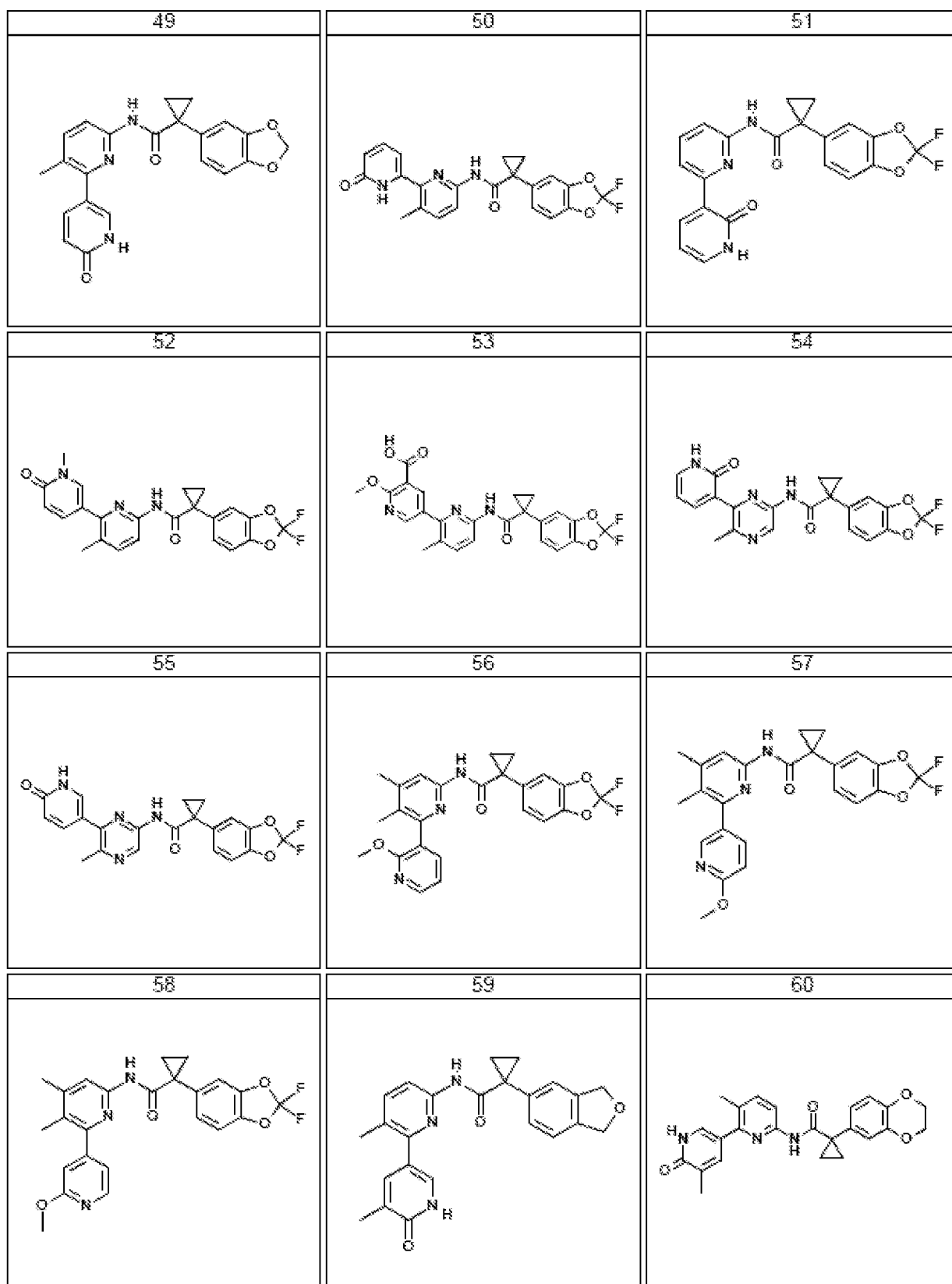
61. A compound selected from

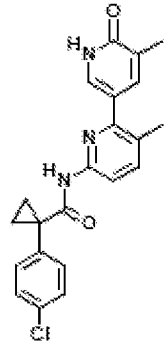
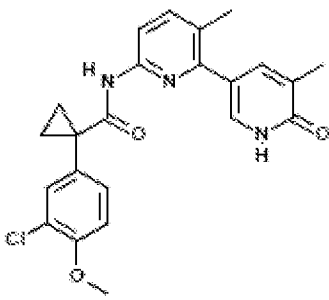
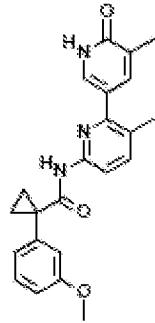
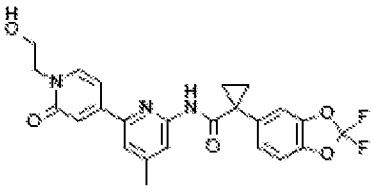
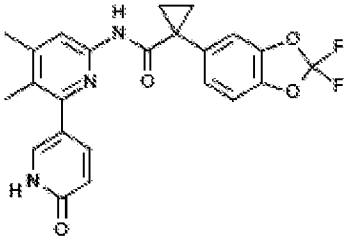
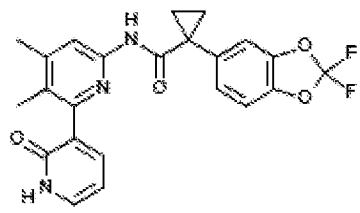
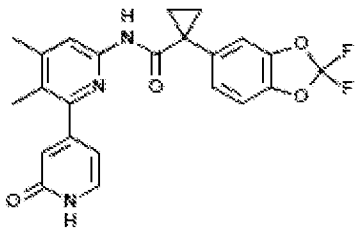
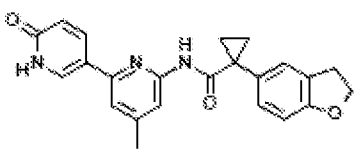
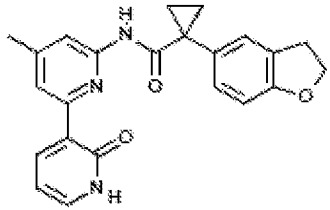
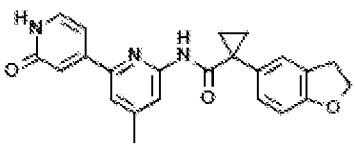
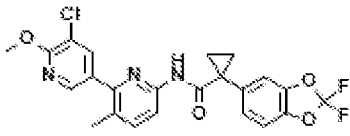
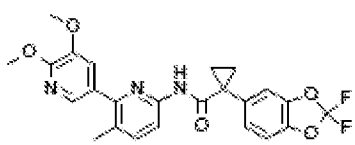


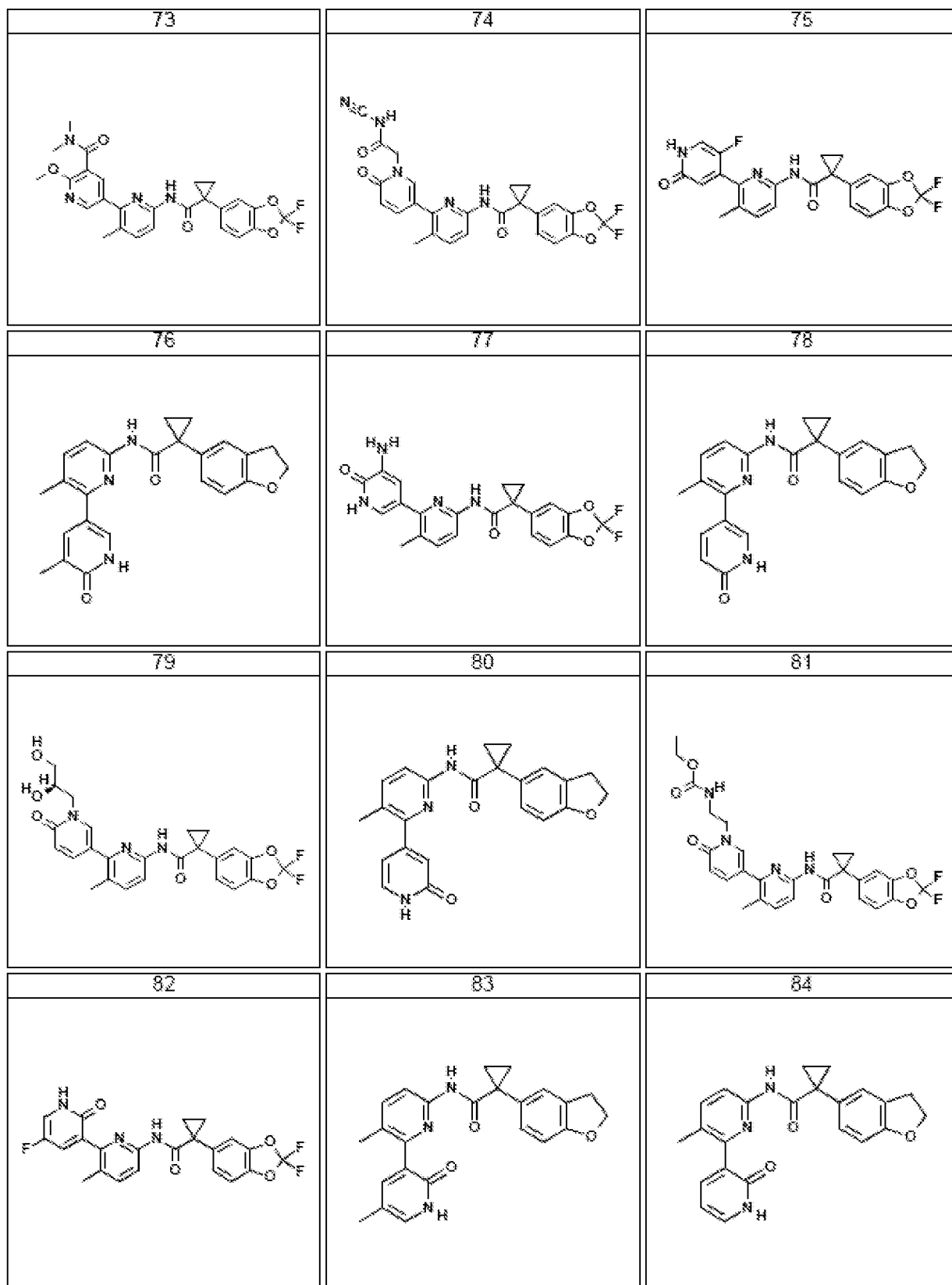


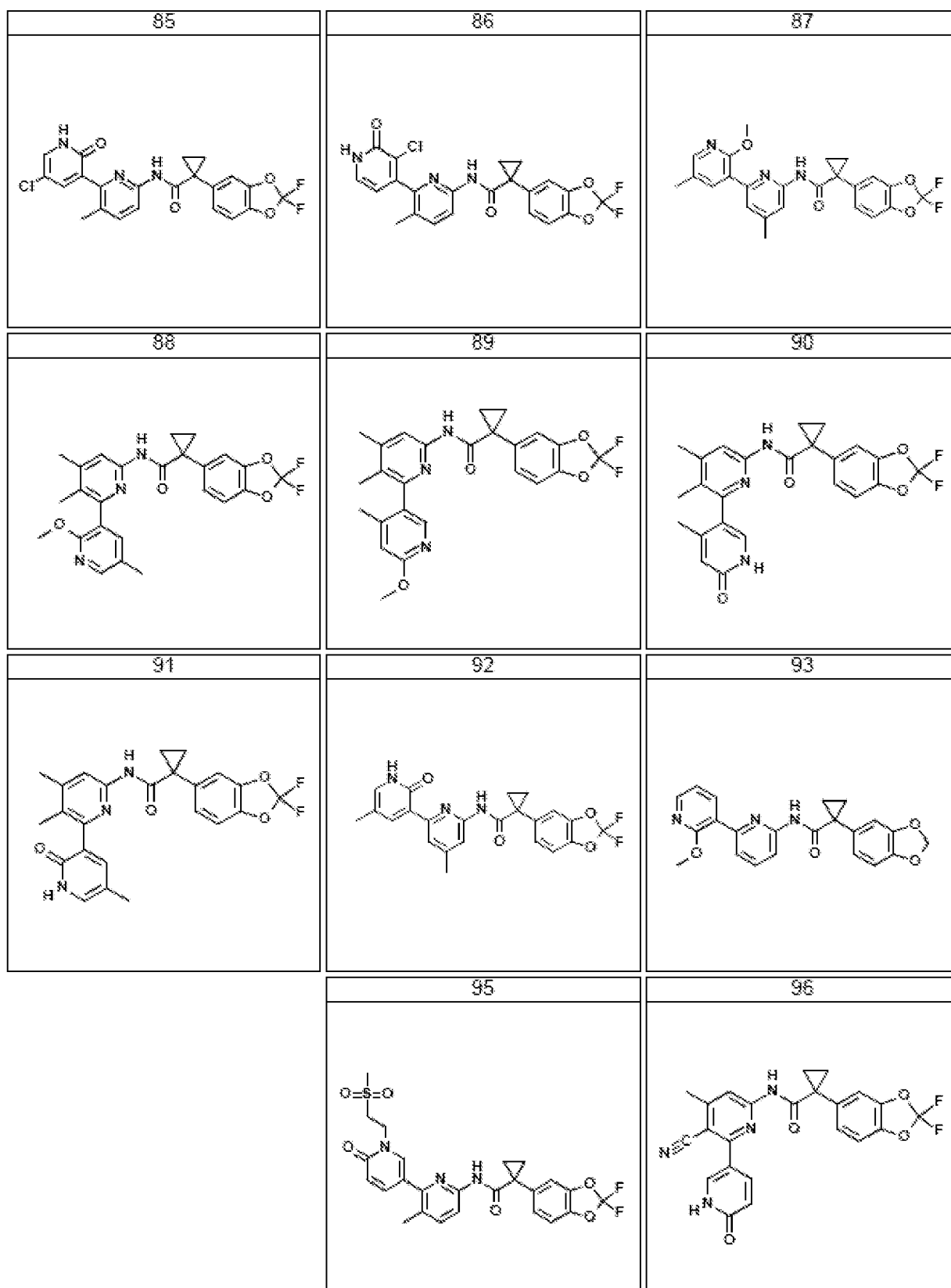
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<p>28</p> 	<p>29</p> 	<p>30</p> 
<p>31</p> 	<p>32</p> 	<p>33</p> 
<p>34</p> 	<p>35</p> 	<p>36</p> 

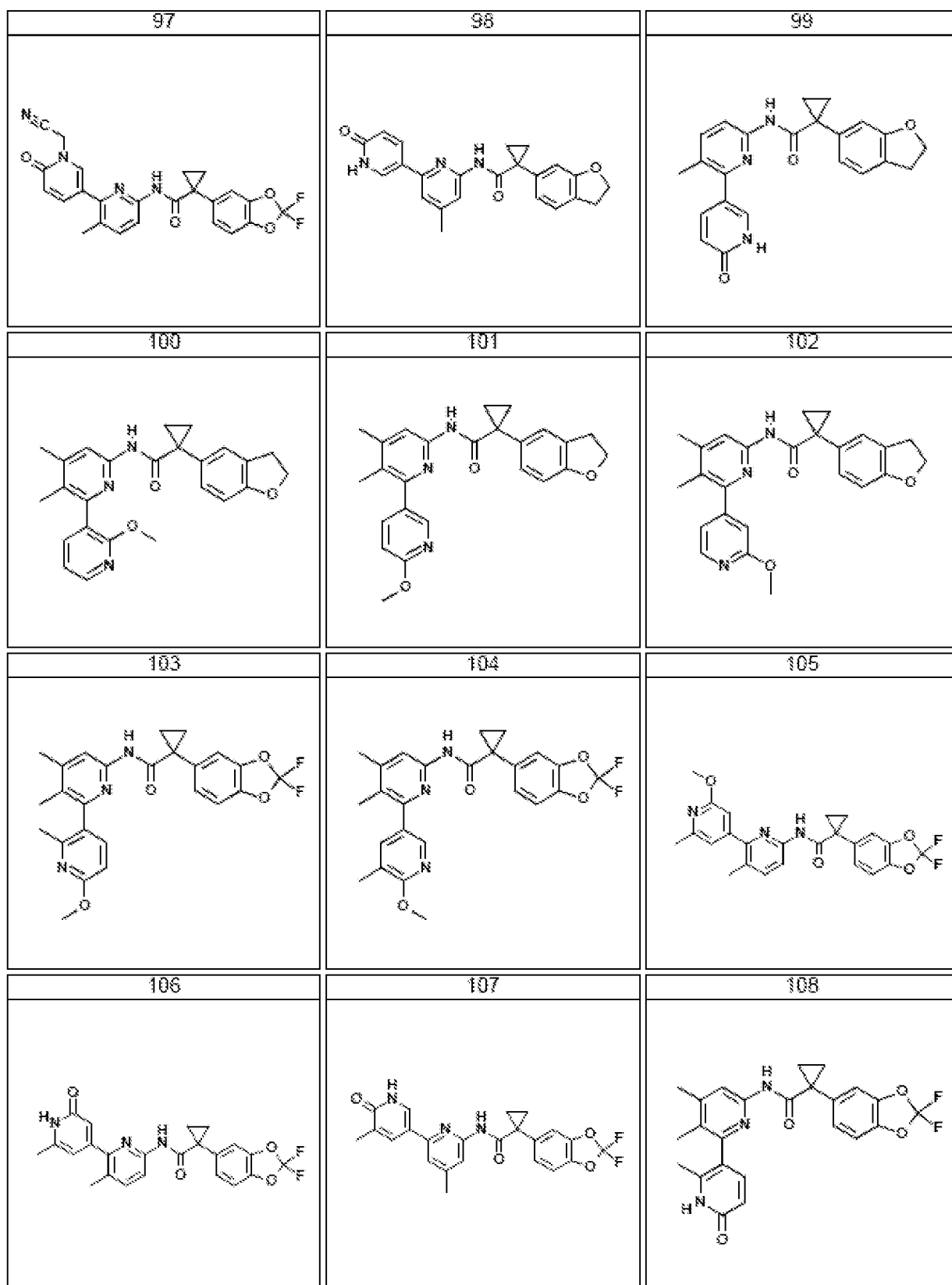


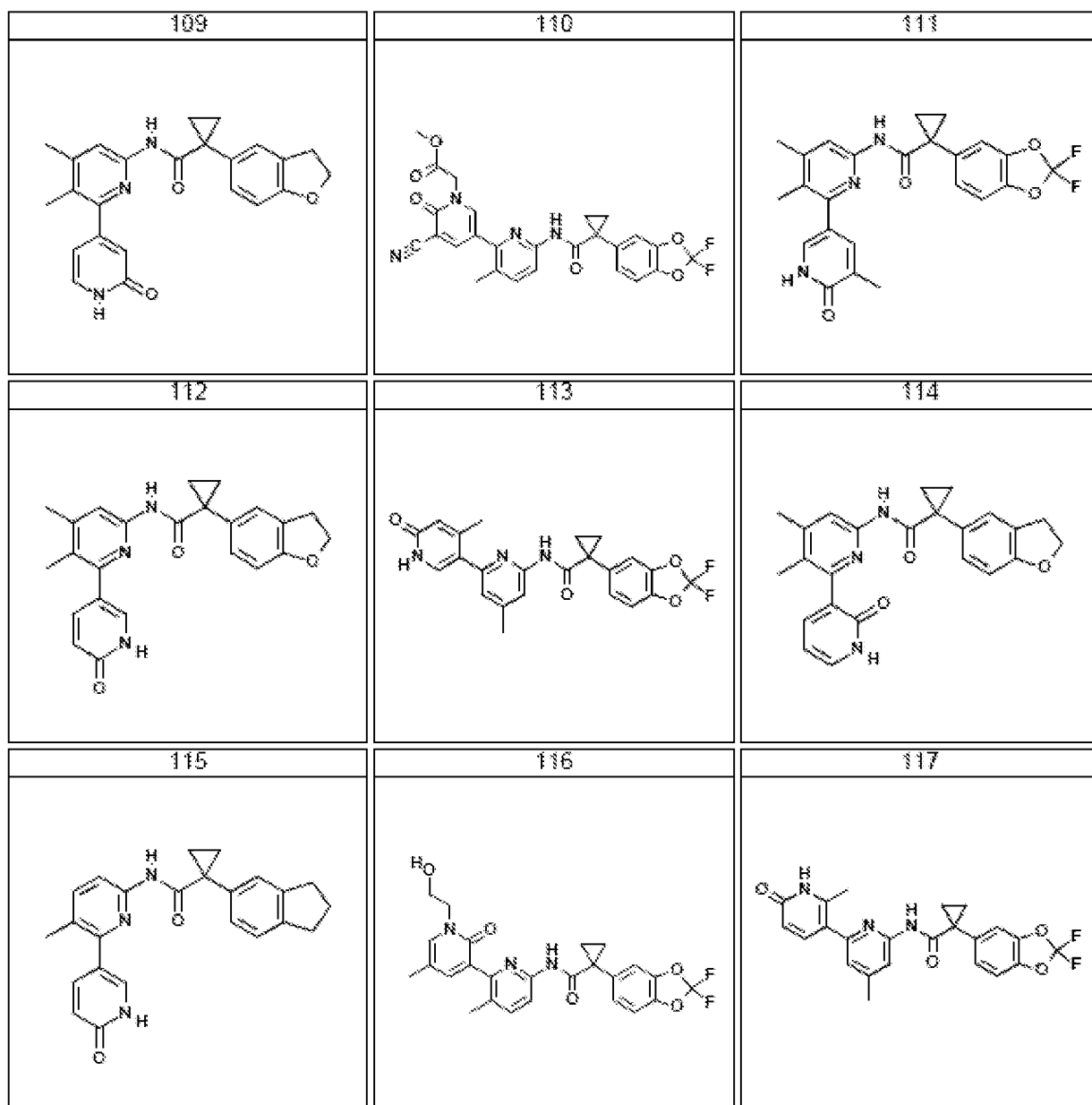


<p>61</p> 	<p>62</p> 	<p>63</p> 
<p>64</p> 	<p>65</p> 	<p>66</p> 
<p>67</p> 	<p>68</p> 	<p>69</p> 
<p>70</p> 	<p>71</p> 	<p>72</p> 









62. A pharmaceutical composition comprising:

- (i) a compound according to any one of claims 1 to 61; and
- (ii) a pharmaceutically acceptable carrier.

63. The composition according to claim 62, further comprising a mucolytic agent, a bronchodilator, an antibiotic, an anti-infective agent, an anti-inflammatory agent, a CFTR modulator, or a nutritional agent.

64. A method according to modulating CFTR activity comprising the step of contacting said CFTR with a compound according to any one of claims 1 to 61.

65. A method of treating or lessening the severity of a disease in a patient, wherein said disease is selected from cystic fibrosis, hereditary emphysema, hereditary hemochromatosis, coagulation-fibrinolysis deficiencies, such as protein C deficiency, Type 1 hereditary angioedema, lipid processing deficiencies, such as familial hypercholesterolemia, Type 1 chylomicronemia, abetalipoproteinemia, lysosomal storage diseases, such as I-cell disease/pseudo-Hurler, mucopolysaccharidoses, Sandhof/Tay-Sachs, Crigler-Najjar type II, polyendocrinopathy/hyperinsulemia, Diabetes mellitus, Laron dwarfism, myeloperoxidase deficiency, primary hypoparathyroidism, melanoma, glycanosis CDG type 1, congenital hyperthyroidism, osteogenesis imperfecta, hereditary hypofibrinogenemia, ACT deficiency, Diabetes insipidus (DI), neurophyseal DI, neprogenic DI, Charcot-Marie Tooth syndrome, Perlizaeus-Merzbacher disease, neurodegenerative diseases such as Alzheimer's disease, Parkinson's disease, amyotrophic lateral sclerosis, progressive supranuclear plasy, Pick's disease, several polyglutamine neurological disorders such as Huntington, spinocerebellar ataxia type I, spinal and bulbar muscular atrophy, dentatorubal pallidoluisian, and myotonic dystrophy, as well as spongiform encephalopathies, such as hereditary Creutzfeldt-Jakob disease (due to prion protein processing defect), Fabry disease, Straussler-Scheinker syndrome, COPD, dry-eye disease, or Sjogren's disease, said method comprising the step of administering to said patient an effective amount of a compound according to any one of claims 1 to 61.

66. A kit for use in measuring the activity of CFTR or a fragment thereof in a biological sample *in vitro* or *in vivo*, comprising:

- (i) a composition comprising a compound according any one of claims 1 to 61; and
- (ii) instructions for:
 - a) contacting the composition with the biological sample; and
 - b) measuring activity of said CFTR or a fragment thereof.

67. The kit according to claim 66, further comprising instructions for

- a) contacting an additional composition with the biological sample;
- b) measuring the activity of said CFTR or a fragment thereof in the presence of said additional compound, and
- c) comparing the activity of said CFTR in the presence of the additional compound with the activity of said CFTR in the presence of a compound according to any one of claims 1 to 61.