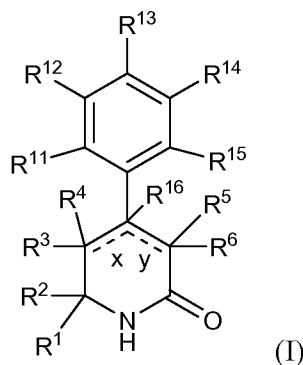


What is claimed is:

1. A compound of Formula (I):



5

or a stereoisomer, a tautomer, or a pharmaceutically acceptable salt thereof, wherein:

--- designates a single or double bond;

x and y can be both a single bond; when x is a double bond, then y is a single bond and R⁴ and R¹⁶ are absent; when y is a double bond, then x is a single bond and R⁵ and R¹⁶ are absent;

10

R¹ is independently selected from the group consisting of: -CONH(C₄₋₁₈ alkyl), -CONHC₂₋₈ haloalkyl, -CONH(CH₂)₁₋₈Ph, -CONHCH₂COC₂₋₈ alkyl, -(CH₂)_m-(C₃₋₁₀ carbocycle substituted with 0-2 R^b and 0-2 R_g), -(CH₂)_m-(5- to 6-membered heteroaryl comprising: carbon atoms and 1-4 heteroatoms selected from N, NR^e, O and S; wherein said heteroaryl is substituted with 0-1 R^b and 0-2 R_g), and a C₁₋₁₂ hydrocarbon chain substituted with 0-3 R^a; wherein said hydrocarbon chain may be straight or branched, saturated or unsaturated;

15

R² is independently selected from the group consisting of: C₁₋₄ alkyl, C₃₋₄ cycloalkyl, and C₁₋₄ haloalkyl;

20

R³ is independently selected from the group consisting of: H, F, Cl, C₁₋₄ alkyl and CN;

R⁴ and R⁵ are independently selected from the group consisting of: H, F, Cl, and C₁₋₄ alkyl;

25

when x is a single bond, R³ and R⁴ may be combined with the carbon atom to which they are attached to form a 3- to 6-membered carbocycle;

R⁶ is independently selected from the group consisting of: H, halo, C₁₋₄ alkyl, CN, N0₂, R^c, -(CH₂)_n-(X)_t-(CH₂)_mR^c, NH₂, -CONHCC[^] alkyl), -NHCOX₁S0₂R^j, -NHCOCH₂PO(OEt)₂, -NHCOCORⁱ, -NHCOCH(OH)R^j, -NHCOCH₂CORⁱ, -NHCONHRⁱ, and -OCONR^fR^j;

5 X is independently selected from the group consisting of: O, S, NH, CONH, and NHCO;

X₁ is independently C₁₋₄ hydrocarbon chain optionally substituted with C₁₋₄ alkyl or C₃₋₄ cycloalkyl;

10 when y is a single bond, R⁵ and R⁶ may be combined with the carbon atom to which they are attached to form a 3- to 6-membered carbocycle;

R¹¹, R¹², R¹³, R¹⁴ and R¹⁵ are independently selected from the group consisting of: H, halo, C₁₋₄ alkyl substituted with 0-2 R¹, C₁₋₄ alkoxy, C₁₋₄ haloalkyl, C₁₋₄ haloalkoxy, -(CH₂)_m-C₃₋₆ cycloalkyl, CN, NR^fR^j, OR^j, SR^j, NHC0₂(C₁₋₄ alkyl), NHS0₂(C₁₋₄ alkyl), and a 4- to 6-membered heterocycle comprising: carbon atoms and

15 1-4 heteroatoms selected from N, NR^e, O, and S;

alternatively, R¹¹ and R¹², together with the carbon atoms to which they are attached, combine to form a 5 to 6-membered carbocyclic ring or a 5 to 6-membered heterocyclic ring comprising: carbon atoms and 1-3 heteroatoms selected from N, NR^e, O, and S;

20 alternatively, R¹² and R¹³, together with the carbon atoms to which they are attached, combine to form a 5 to 6-membered carbocyclic ring or a 5 to 6-membered heterocyclic ring comprising: carbon atoms and 1-3 heteroatoms selected from N, NR^e, O, and S;

R¹⁶ is independently selected from the group consisting of: H and C₁₋₄ alkyl;

25 R^a is, at each occurrence, independently selected from the group consisting of: halo, OH, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₆ haloalkoxy, N(C₁₋₄ alkyl)₂, -(CH₂)_n-(X)_t-(CH₂)_mR^c, and -(CH₂)_n-(CH₂O)_m-(CH₂)_nR^f;

R^b is, at each occurrence, independently selected from the group consisting of: halo, OH, C₁₋₁₀ alkyl, C_{1-1Q} alkoxy, C_{1-1Q} haloalkyl, C_{1-1Q} haloalkoxy, C_{1-1Q} alkylthio,

C^o haloalkyltho, $N(C_{1-4} \text{ alkyl})_2$, $-\text{CONH}(\text{CH}_2)_{4-20}\text{H}$, $-\text{O}(\text{CH}_2)_s\text{O}(C_{1-6} \text{ alkyl})$, R^c ,
 $-(\text{CH}_2)_n-(X)_t-(\text{CH}_2)_m R^c$, and $-(\text{CH}_2)_n-(\text{CH}_2)_m-(\text{CH}_2)_n R^f$;

R^c is, at each occurrence, independently selected from the group consisting of:
 C_{3-6} cycloalkyl substituted with 0-2 R^d , C_{3-6} cycloalkenyl substituted with 0-2 R^d ,
 5 $-(\text{CH}_2)_m$ - (phenyl substituted with 0-3 R^d), and a 5- to 6-membered heterocycle
 comprising: carbon atoms and 1-4 heteroatoms selected from N, NR^e , O, and S; wherein
 said heterocycle is substituted with 0-2 R^d ;

R^d is, at each occurrence, independently selected from the group consisting of:
 halo, OH, CN, N_0 , C_{1-4} alkyl, C_{1-4} alkoxy, C_{1-4} haloalkyl, C_{1-4} haloalkoxy, tetrazolyl,
 10 OBn and phenyl substituted with 0-2 R^h ;

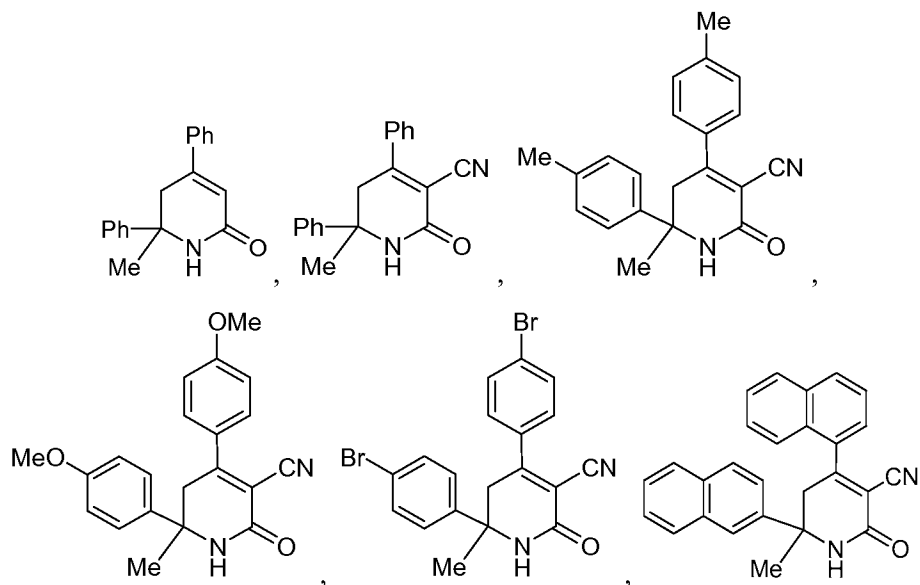
R^e is, at each occurrence, independently selected from the group consisting of: H,
 C_{1-8} alkyl, C_{1-8} haloalkyl, benzyl optionally substituted with C_{1-4} alkoxy, C_0 (C_{1-4} alkyl)
 and $COBn$;

R^f is, at each occurrence, independently selected from the group consisting of: H
 15 and C_{1-4} alkyl;

R^g , R^h and R^l are, at each occurrence, independently selected from the group
 consisting of: halo, C_{1-4} alkyl, C_{1-4} alkoxy, C_{1-4} haloalkyl, and C_{1-4} haloalkoxy;

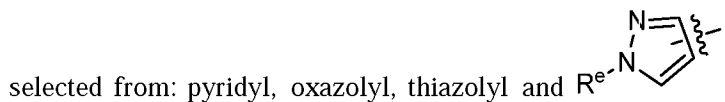
R^j is, at each occurrence, independently selected from the group consisting of:
 C_{1-4} alkyl, C_{3-4} cycloalkyl and phenyl;

20 n , at each occurrence, is independently 0 or 1;
 m , at each occurrence, is independently 0, 1, 2, 3, or 4
 s , at each occurrence, is independently 1, 2, or 3; and
 t , at each occurrence, is independently 0 or 1;
 provided that the following compounds are excluded:



5 2. A compound according to claim 1, wherein:

R¹ is independently selected from the group consisting of: -CONHC₄₋₁₈ alkyl, -CONH(CH₂)₁₋₈ Ph, C₁₋₁₂ alkyl substituted with 0-2 R^a, C₁₋₁₂ alkenyl substituted with 0-2 R^a, C₁₋₁₂ alkynyl substituted with 0-2 R^a, -(CH₂)_m-(phenyl substituted with 0-1 R^b and 0-2 R_g), -(CH₂)_m-(C₃₋₆ cycloalkyl substituted with 0-1 R^b), and -(CH₂)_m-(5- to 10 6-membered heteroaryl substituted with 0-1 R^b and 0-2 R_g), wherein said heteroaryl is



3. A compound according to claim 1 or claim 2, wherein:

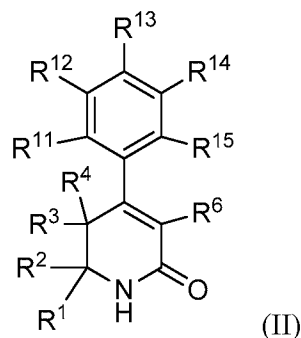
R¹¹ and R¹⁵ are independently selected from the group consisting of: H, C₁₋₄ alkyl and halo;

R¹² and R¹⁴ are independently selected from the group consisting of: H, halo, C₁₋₄ alkyl and C₁₋₄ alkoxy; and

R¹³ is independently selected from the group consisting of: H, halo, C₁₋₄ alkyl substituted with 0-1 R¹, C₁₋₄ alkoxy, C₁₋₄ haloalkyl, C₁₋₄ haloalkoxy, 20 -(CH₂)_m-C₃₋₄ cycloalkyl, CN, NR^fR^j, SR^j, NHC(=O)₂(C₁₋₄ alkyl), NHSO₂(C₁₋₄ alkyl), and

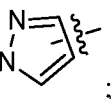
a 4- to 6-membered heterocycle comprising: carbon atoms and 1-4 heteroatoms selected from N, NR^e, O, and S.

4. A compound according to any one of claims 1 to 3, wherein the compound is of
5 Formula (II):



or a stereoisomer, a tautomer, or a pharmaceutically acceptable salt thereof.

5. A compound according to any one of claims 1 to 4, wherein:
10 R¹ is independently selected from the group consisting of: C₁₋₆ alkyl, C₃₋₆ cycloalkyl, -CONHC₄₋₁₈ alkyl, -CONHC₂₋₈ haloalkyl, -CONH(CH₂)_{1,8} Ph, -(CH₂)_m-(phenyl substituted with 1 R^b and 0-2 R_g), and a 5- to 6-membered heteroaryl substituted with 0-1 R^b and 0-2 R_g, wherein said heteroaryl is

selected from: pyridyl, oxazolyl, thiazolyl and  ;

- 15 R² is independently selected from the group consisting of: C₁₋₄ alkyl and C₁₋₄ haloalkyl;

R³ is independently selected from the group consisting of: H and F;

R⁴ is independently selected from the group consisting of: H and F;

- R⁶ is independently selected from the group consisting of: CN, NH₂,
20 -CONH(C₁₋₆ alkyl), R^c, -(CH₂)_n-(X)_t-(CH₂)_m R^c, -NHCO(CH₂)S₂(C_{1,4} alkyl), -NHCOCH₂PO(OEt)₂, -NHCOCO(C₁₋₄ alkyl), -NHCOCH(OH)(C₁₋₄ alkyl), -NHCOCH₂CO(C₁₋₄ alkyl), -NHCONH(C₁₋₄ alkyl), and -OCONH(C₁₋₄ alkyl);

R¹¹ and R¹⁵ are independently selected from the group consisting of: H, C₁₋₄ alkyl and halo;

R¹² and R¹⁴ are independently selected from the group consisting of: H, halo, C₁₋₄ alkyl and C₁₋₄ alkoxy;

R¹³ is independently selected from the group consisting of: H, halo, C₁₋₄ alkyl substituted with 0-1 C₁₋₄ alkoxy, C₁₋₄ alkoxy, C₁₋₄ haloalkyl, C₁₋₄ haloalkoxy,
 5 -(CH₂)_m-C₃₋₄ cycloalkyl, CN, N(C₁₋₄ alkyl)₂, NHC(O)₂(C₁₋₄ alkyl), NHS(O)₂(C₁₋₄ alkyl), pyrazolyl, and morpholinyl;

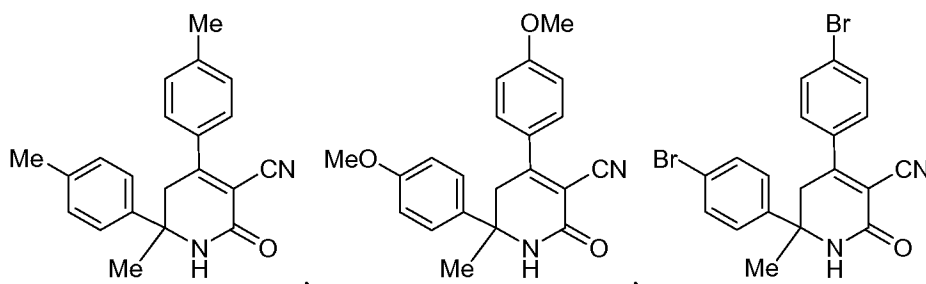
alternatively, R¹² and R¹³, together with the carbon atoms to which they are attached, combine to form a 5 to 6-membered carbocyclic ring or a 5 to 6-membered heterocyclic ring comprising: carbon atoms and 1-3 heteroatoms selected from N, NR^e,
 10 O, and S;

R^b is, at each occurrence, independently selected from the group consisting of: halo, OH, C₁₋₈ alkyl, C₁₋₈ alkoxy, C₁₋₈ haloalkyl, C₁₋₁₀ haloalkoxy,
 -O(CH₂)_sO(C₁₋₆ alkyl), N(C₁₋₄ alkyl)₂, -CONH(CH₂)₆₋₂₀H,
 -(CH₂)_m(C₃₋₆ cycloalkyl), -(CH₂)_m(C₄₋₆ cycloalkenyl), -O(CH₂)_m(C₃₋₆ cycloalkyl),
 15 4-C₁₋₄ alkoxy-Ph, -O(CH₂)_mPh, morpholinyl, pyridyl, 2-C₁₋₄ alkoxy-pyridin-5-yl, pyrimidinyl, pyrazinyl, and -O-pyrimidinyl;

R^g is, at each occurrence, independently selected from the group consisting of: halo, C₁₋₄ alkyl, C₁₋₄ alkoxy, C₁₋₄ haloalkyl, and C₁₋₄ haloalkoxy;

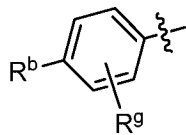
m, at each occurrence, is independently 0, 1, 2 or 3; and
 20 s, at each occurrence, is independently 1, 2, or 3;

provided that the following compounds are excluded:



6. A compound according to any one of claims 1 to 5, wherein:

R^1 is independently selected from the group consisting of: C_{1-6} alkyl,



-CONHC_{4,18} alkyl, -CONH(CH₂)_{1,8}Ph, and

R^6 is independently selected from the group consisting of: CN, NH₂,

5 -CONH(C₁₋₆ alkyl), -NHCOCH₂PO(OEt)₂, -NHCO(CH₂)₂SO₂(C_{1,4} alkyl), R^c, OR^c,

-CONHR^c, and -NHCOR^c;

R^{12} is independently selected from the group consisting of: H, halo, C₁₋₄ alkyl and C₁₋₄ alkoxy;

R^{13} is independently selected from the group consisting of: H, halo, C₁₋₄ alkyl
10 substituted with 0-1 C₁₋₄ alkoxy, C₁₋₄ alkoxy, C₁₋₄ haloalkyl, C₁₋₄ haloalkoxy,
-(CH₂)_m-C₃₋₄ cycloalkyl, CN, N(C₁₋₄ alkyl)₂, NHC(O)₂(C₁₋₄ alkyl), NHSO₂(C₁₋₄ alkyl),
pyrazolyl, and morpholinyl;

alternatively, R^{12} and R^{13} , together with the carbon atoms to which they are
attached, combine to form a 5 to 6-membered carbocyclic ring or a 5 to 6-membered
15 saturated heterocyclic ring comprising: carbon atoms and 1-2 oxygen atoms;

R^{14} is independently selected from the group consisting of: H and C₁₋₄ alkoxy;

R^b is, at each occurrence, independently selected from the group consisting of:
halo, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₁₀ haloalkoxy, -O(CH₂)₈(C₁₋₆ alkyl),
-CONH(CH₂)_{6,20}H, -(CH₂)_m(C_{3,6} cycloalkyl), -(CH₂)_m(C_{4,6} cycloalkenyl),

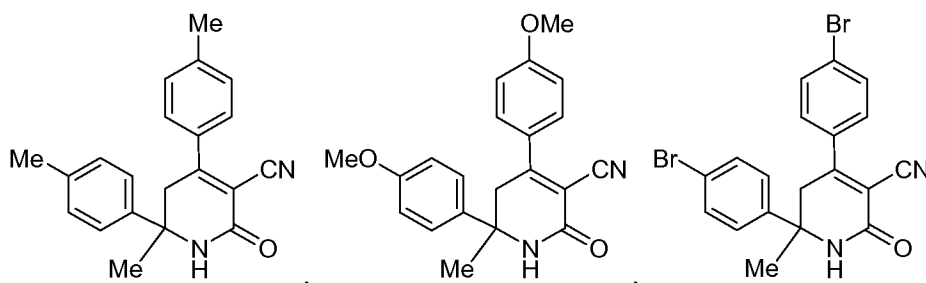
20 -O(CH₂)_m(C_{3,6} cycloalkyl), phenoxy, benzyloxy, morpholinyl, 2-C[^] alkoxy-pyridin-5-yl,
pyrimidin-5-yl, pyrazin-2-yl and -O-pyrimidinyl; and

R^c is, at each occurrence, independently selected from the group consisting of:

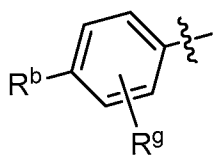
C₃₋₆ cycloalkyl substituted with 0-2 R^d, -(CH₂)_m-(phenyl substituted with 0-3 R^d), and a
heteroaryl selected from: oxazolyl, isoxazolyl, thiazolyl, pyrazolyl, imidazolyl,

25 oxadiazolyl, triazolyl, tetrazolyl, pyridyl, and pyrazinyl; wherein said heteroaryl is
substituted with 0-2 R^d; and

provided that the following compounds are excluded:



7. A compound according to any one of claims 1 to 6, wherein:



5 R¹ is ;

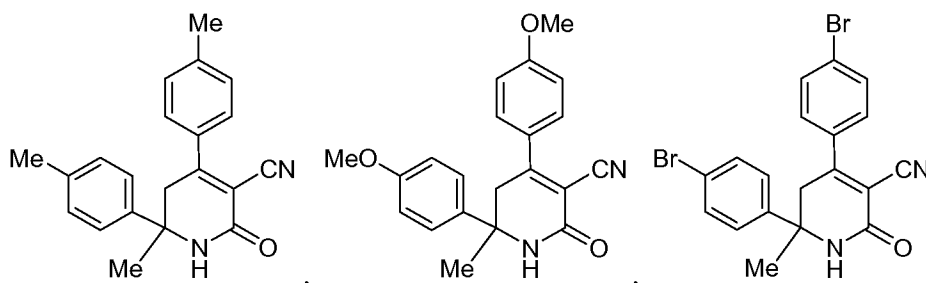
- R⁶ is independently selected from the group consisting of: NH₂, CN,
 -CONH(C₁₋₄ alkyl), OPh, -CONH(C₃₋₆ cycloalkyl), -CONHPh, -CONH-(2-halo-Ph),
 -CONH-(3-halo-Ph), -CONH-(4-halo-Ph), -CONH-(4-C₁₋₄ alkyl-Ph), -CONH(4-OH-Ph),
 -CONH-(3-C₁₋₄ alkoxy-Ph), -CONH-(4-C₁₋₄ alkoxy-Ph), -CONH-(4-C₁₋₄ haloalkyl-Ph),
 10 -CONH-(4-C₁₋₄ haloalkoxy-Ph), -CONH-(4-CN-Ph), -CONH-(4-tetrazolyl-Ph),
 -CONH-(3-halo-4-C₁₋₄ alkyl-Ph), -CONH-(3-halo-4-C₁₋₄ alkoxy-Ph), -CONH(CH₂)₂Ph,
 -CONH(4-(4-C₁₋₄ alkoxy-Ph)-thiazol-2-yl),
 -CONH(1-C₁₋₄ alkyl-pyrazol-3-yl), -CONH(5-C₁₋₄ alkoxy-pyrid-2-yl),
 -CONH(6-C₁₋₄ alkoxy-pyrid-3-yl), -CONH(5-C₁₋₄ alkoxy-pyrazin-2-yl),
 15 -CONH(6-C₁₋₄ alkoxy-pyridazin-3-yl), -NHCO(CH₂)S₀₋₂(C₁₋₄ alkyl), -NHCOPh,
 -NHCO(2-C₁₋₄ alkyl-Ph), -NHCO(3-C₁₋₄ alkyl-Ph), -NHCO(4-C₁₋₄ alkyl-Ph),
 -NHCO(2-halo-Ph), -NHCO(3-halo-Ph), -NHCO(2-C₁₋₄ haloalkyl-Ph),
 -NHCO(2-C₁₋₄ haloalkoxy-Ph), -NHCO(2-halo-4-halo-Ph), -NHCO(2-halo-5-halo-Ph),
 -NHCO(oxazolyl), -NHCO(isoxazolyl), -NHCO(3-C₁₋₄ alkyl-isoxazol-5-yl),
 20 -NHCO(4-C₁₋₄ alkyl-isoxazol-5-yl), -NHCO(3-C₁₋₄ alkoxy-isoxazol-5-yl),
 -NHCO(4-C₁₋₄ alkoxy-isoxazol-5-yl), -NHCO(3-halo-isoxazol-5-yl),
 -NHCO(3-OBn-isoxazol-5-yl), -NHCO(3-(2-halo-Ph)-isoxazol-5-yl),
 -NHCO(3-(3-halo-Ph)-isoxazol-5-yl), -NHCO(5-C₁₋₄ alkyl-1*H*-pyrazol-3-yl), imidazolyl,

-NHCO(5-C₁₋₄ alkyl-1,3,4-oxadiazol-2-yl), -NHCO(1-C₁₋₄ alkyl-1,2,3-triazol-4-yl),
-NHCO(6-C₁₋₄ alkoxy-pyrid-3-yl), -NHCO(pyrazinyl), -NHCO(6-halo-pyridazin-3-yl),
5-C₁₋₄ haloalkyl-1,3,4-oxadiazol-2-yl, 3-N02-1 *H*-1,2,4-triazol-1-yl, tetrazolyl and
5-C₁₋₄ alkyl-tetrazol-1-yl;

- 5 R^b is independently selected from the group consisting of: halo, C₁₋₆ alkyl, C₁₋₆ alkoxy, C₁₋₆ haloalkyl, C₁₋₈ haloalkoxy, -CONH(CH₂)₆₋₂₀H, C₃₋₆ cycloalkyl, C₄₋₆ cycloalkenyl, -O(CH₂)_m(C₃₋₆ cycloalkyl), phenoxy, benzyloxy, pyrimidinyl, pyrazinyl and -O-pyrimidinyl; and

R^g is independently selected from the group consisting of: halo and C₁₋₄ alkyl;

- 10 provided that the following compounds are excluded:



8. A compound according to any one of claims 1-7, wherein:

R² is independently selected from the group consisting of: CF₃ and Me;

- 15 R³ is independently selected from the group consisting of: H and F;

R⁴ is independently selected from the group consisting of: H and F;

R⁶ is independently selected from the group consisting of: NH₂, CN, -CONHMe,

OPh, -CONH(cyclopropyl), -CONH(cyclobutyl), -CONH(cyclopentyl),

-CONH(cyclohexyl), -CONHPh, -CONH(4-F-Ph), -CONH(2-Cl-Ph),

- 20 -CONH(4-Cl-Ph), -CONH(4-Me-Ph), -CONH(4-OH-Ph), -CONH(3-OMe-Ph),

-CONH(4-OMe-Ph), -CONH(4-CF₃-Ph), -CONH(4-OCF₃-Ph),

-CONH(1-Me-pyrazol-3-yl), -CONH(4-(1*H*-tetrazol-2-yl)-Ph),

-CONH(4-(2*H*-tetrazol-5-yl)-Ph), -CONH(3-F-4-Me-Ph), -CONH(3-F-4-OMe-Ph),

-CONH(CH₂)₂Ph, -CONH(5-OMe-pyrid-2-yl), -CONH(6-OMe-pyrid-3-yl),

- 25 -CONH(5-OMe-pyrazin-2-yl), -CONH(6-OMe-pyridazin-3-yl), -NHCO(CH₂)₅OMe,

-NHCOPh, -NHCO(2-Me-Ph), -NHCO(3-Me-Ph), -NHCO(4-Me-Ph), -NHCO(2-Cl-Ph),

- NHCO(3-Cl-Ph), -NHCO(2-Cl-4-F-Ph), -NHCO(2-Cl-5-F-Ph), -NHCO(isoxazol-5-yl),
 -NHCO(3-Me-isoxazol-5-yl), -NHCO(4-Me-isoxazol-5-yl),
 -NHCO(3-OMe-isoxazol-5-yl), -NHCO(3-Br-isoxazol-5-yl),
 -NHCO(3-(2-Cl-Ph)-isoxazol-5-yl), -NHCO(3-(3-F-Ph)-isoxazol-5-yl),
 5 -NHCO(3-OBn-isoxazol-5-yl), *1H*-imidazol-1-yl, -NHCO(5-Me-1,3,4-oxadiazol-2-yl),
 -NHCO(1-Me-1,2,3-triazol-4-yl), -NHCO(6-OMe-pyrid-3-yl),
 -NHCO(6-Cl-pyridazin-3-yl), 5-CF₃-1,3,4-oxadiazol-2-yl, *1H*-tetrazol-1-yl,
1H-tetrazol-3-yl, and *2H*-tetrazol-5-yl;

R¹¹ and R¹⁵ are independently selected from the group consisting of: H, Me, F,
 10 and Cl;

R¹² is independently selected from the group consisting of: H, F, Cl, Me and
 OMe;

R¹³ is independently selected from the group consisting of: H, F, Cl, Br, Me,
 OMe, OEt, CH₂OMe, CF₃, CH₂CF₃, OCHF₂, OCF₃, CN, N(Me)₂, cyclopropyl and
 15 cyclopropylmethyl;

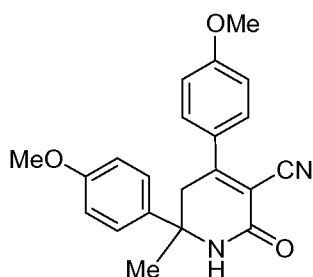
alternatively, R¹² and R¹³, together with the carbon atoms to which they are
 attached, combine to form a 5 to 6-membered carbocyclic ring or a 5 to 6-membered
 saturated heterocyclic ring comprising: carbon atoms and 1-2 oxygen atoms;

R¹⁴ is H;

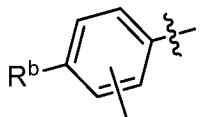
R^b is, at each occurrence, independently selected from the group consisting of:
 n-pentyl, methoxy, n-butoxy, i-butoxy, i-pentoxy, -O(CH₂)_{1,6}CF₃, -O(CH₂)_{1,4}CF₂CF₃,
 -CONH(CH₂)_{6,20}H, cyclopropyl, cyclopent-1-en-1-yl, cyclohex-1-en-1-yl,
 -O(CH₂)₂(cyclopentyl), phenoxy, benzyloxy, pyrimidin-5-yl, pyrazin-2-yl and
 -O-pyrimidin-2-yl; and

25 R_g is F;

provided that the following compound is excluded:



9. A compound according to Claim 4 or Claim 5, wherein:



R^1 is $(R^9)_{0-1}$;

R^2 is independently selected from CF_3 and CH_3 ;

- 5 R^6 is independently selected from: CN , R^c , $-CONHR^c$, $-NHCOR^c$, and $-NHCOCH_2SO_2(C_{1-4} \text{ alkyl})$;

R^b is independently selected from: $-0(CH_2)_{1,6}CF_3$, $-0(CH_2)_{1,4}CF_2CF_3$, $-CONH(CH_2)_{6,20}H$, cyclopent-1-en-1-yl, cyclohex-1-en-1-yl, $-0(CH_2)_2$ (cyclopentyl), phenoxy, benzoxy, pyrimidin-5-yl, pyrazin-2-yl and -O-pyrimidin-2-yl;

- 10 R^c is, at each occurrence, independently selected from the group consisting of: $-(CH_2)_m$ -(phenyl substituted with 0-3 R^d), and a heteroaryl selected from: oxazolyl, isoxazolyl, pyrazolyl, imidazolyl, oxadiazolyl, triazolyl, tetrazolyl, pyridyl, and pyrazinyl; wherein said heteroaryl is substituted with 0-2 R^d ; and

- 15 R^d is, at each occurrence, independently selected from the group consisting of: halo, OH, CN, C_{1-4} alkyl, C_{1-4} alkoxy, C_{1-4} haloalkyl, C_{1-4} haloalkoxy, tetrazolyl and OBn.

10. A compound according to claim 1, wherein the compound is selected from:

20 (5")-3-(1*H*-tetrazol-5-yl)-4-(*p*-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-5,6-dihydropyridin-2(1*H*)-one,

(5")-*N*-(4-methoxyphenyl)-2-oxo-4-(*p*-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carboxamide,

(5")-3-(2*H*-tetrazol-5-yl)-4-(*p*-tolyl)-6-(4-((6,6,6-trifluorohexyl)oxy)phenyl)-6-(trifluoromethyl)-5,6-dihydropyridin-2(1*H*)-one,

25 (5")-2-oxo-4-(*p*-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carbonitrile,

(5")-2-oxo-4-(*p*-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-*N*-(4-(trifluoromethoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carboxamide,

- (5)-N-(6-methoxypyridin-3-yl)-2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carboxamide,
- (5'-N-cyclopropyl-2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carboxamide,
- 5 (5'')-N-(4-hydroxyphenyl)-2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carboxamide,
- (5')-4-(4-(difluoromethoxy)phenyl)-2-oxo-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carbonitrile,
- (5')-2-oxo-4-(p-tolyl)-6-(trifluoromethyl)-6-(4-(3,3-trifluoropropoxy)phenyl)-1,2,5,6-tetrahydropyridine-3-carbonitrile,
- 10 (5)-4-(4-(difluoromethoxy)phenyl)-3-(1*H*-tetrazol-1-yl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-5,6-dihydropyridin-2(1*H*)-one,
- (5'')-3-methyl-N-(2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridin-3-yl)isoxazole-5-carboxamide,
- 15 (5'')-5-methyl-N-(2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridin-3-yl)-1,3,4-oxadiazole-2-carboxamide,
- N²-heptyl-N⁵-(4-methoxyphenyl)-2-methyl-6-oxo-4-(p-tolyl)-1,2,3,6-tetrahydropyridine-2,5-dicarboxamide,
- (5)-3-(1*H*-tetrazol-1-yl)-4-(p-tolyl)-6-(4-((6,6,6-trifluorohexyl)oxy)phenyl)-6-(trifluoromethyl)-5,6-dihydropyridin-2(1*H*)-one,
- 20 (5')-2-oxo-4-(p-tolyl)-6-(4-((6,6,6-trifluorohexyl)oxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carbonitrile,
- (5'')-4-(5,6,7,8-tetrahydronaphthalen-2-yl)-3-(1*H*-tetrazol-5-yl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-5,6-dihydropyridin-2(1*H*)-one,
- 25 (5'')-2-(methylsulfonyl)-N-(2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridin-3-yl)acetamide,
- (5'')-3-(1*H*-tetrazol-5-yl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-4-(4-(2,2,2-trifluoroethyl)phenyl)-6-(trifluoromethyl)-5,6-dihydropyridin-2(1*H*)-one, and
- (5'')-N-(5-methoxypyrazin-2-yl)-2-oxo-4-(p-tolyl)-6-(4-(4,4,4-trifluorobutoxy)phenyl)-6-(trifluoromethyl)-1,2,5,6-tetrahydropyridine-3-carboxamide;
- 30 or a pharmaceutically acceptable salt thereof.

11. A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a compound of any one of claims 1 to 10, or a stereoisomer, a tautomer, or a pharmaceutically acceptable salt thereof.
- 5 12. The pharmaceutical composition according to claim 11, further comprising one or more other suitable therapeutic agents useful in the treatment of the aforementioned disorders including: anti-diabetic agents, anti-hyperglycemic agents, anti-hyperinsulinemic agents, anti-retinopathic agents, anti-neuropathic agents, anti-nephropathic agents, anti-atherosclerotic agents, anti-ischemic agents, anti-hypertensive
10 agents, anti-obesity agents, anti-dyslipidemic agents, anti-dyslipidemic agents, anti-hyperlipidemic agents, anti-hypertriglyceridemic agents, anti-hypercholesterolemic agents, anti-restenotic agents, anti-pancreatic agents, lipid lowering agents, anorectic agents, memory enhancing agents, anti-dementia agents, or cognition promoting agents, appetite suppressants, treatments for heart failure, treatments for peripheral arterial
15 disease and anti-inflammatory agents.
13. The pharmaceutical composition according to claim 11, further comprising a dipeptidyl peptidase-IV inhibitor.
- 20 14. A compound of any one of claims 1 to 10 for use in preventing, modulating or treating diabetes, hyperglycemia, impaired glucose tolerance, gestational diabetes, insulin resistance, hyperinsulinemia, nonalcoholic fatty liver disease (NAFLD) including nonalcoholic steatohepatitis (NASH), retinopathy, neuropathy, nephropathy, delayed wound healing, atherosclerosis and its sequelae, abnormal heart function, myocardial
25 ischemia, stroke, Metabolic Syndrome, hypertension, obesity, dyslipidemia, dyslipidemia, hyperlipidemia, hypertriglyceridemia, hypercholesterolemia, low high-density lipoprotein (HDL), high low-density lipoprotein (LDL), non-cardiac ischemia, lipid disorders, and glaucoma.
- 30 15. A compound for use according to claim 14, wherein the compound of any one of of claims 1 to 10 is used simultaneously, separately or sequentially with an additional therapeutic agent.

