

## **FOXD1-ALDH1A3 signaling is a determinant for the self-renewal and tumorigenicity of mesenchymal glioma stem cells**

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No potential conflicts of interest were disclosed by the authors.

**Running Title:** FOXD1-ALDH1A3 Axis in Mesenchymal Glioma Stem-like Cells

## ABSTRACT

Glioma stem-like cells (GSC) with tumor initiating activity orchestrate the cellular hierarchy in glioblastoma (GBM) and engender therapeutic resistance. Recent work has divided GSC into two subtypes with a mesenchymal (MES) GSC population as the more malignant subtype. In this study, we identify the FOXD1-ALDH1A3 signaling axis as a determinant of the MES GSC phenotype. The transcription factor FOXD1 is expressed predominantly in patient-derived cultures enriched with MES, but not with the proneural (PN) GSC subtype. shRNA-mediated attenuation of FOXD1 in MES GSC ablates their clonogenicity *in vitro* and *in vivo*. Mechanistically, FOXD1 regulates the transcriptional activity of ALDH1A3, an established functional marker for MES GSC. Indeed, the functional roles of FOXD1 and ALDH1A3 are likely evolutionally conserved, insofar as RNAi-mediated attenuation of their orthologous genes in *Drosophila* blocks formation of brain tumors engineered in that species. In clinical specimens of high-grade glioma, the levels of expression of both FOXD1 and ALDH1A3 are inversely correlated with patient prognosis. Lastly, a novel small molecule inhibitor of ALDH we developed, termed GA11, displays potent *in vivo* efficacy when administered systemically in a murine GSC-derived xenograft model of GBM. Collectively, our findings define a FOXD1-ALDH1A3 pathway in controlling the clonogenic and tumorigenic potential of MES GSC in GBM tumors.

## Introduction

Glioblastoma (GBM) is the most common and fatal primary brain tumor in adults. GBM tumors are resistant to conventional radiation therapy and chemotherapies, making the current available treatments ineffective (1). Intra-tumoral cellular heterogeneity in GBM contributes to tumor aggressiveness and therapy resistance, with glioma stem-like cells (GSCs) at the apex of the hierarchy (1,2). GSCs are poorly differentiated tumor cells with stem cell properties including self-renewal, and are responsible for tumor initiation (3-5). Recently, we and others established patient-derived GSC lines from GBM patients, which contain two distinct and mutually-exclusive GSC subtypes termed Proneural (PN) and Mesenchymal (MES) (4,6). MES GSCs, the more aggressive and radio-resistant subtype, express higher levels of ALDH1A3 than PN GSCs *in vitro* (6), suggesting that ALDH1A3 is a potential marker of MES GSCs. Therefore, understanding the regulatory pathway(s) controlling ALDH1A3 expression in this cell type would be expected to identify new and relevant therapeutic targets.

The Forkhead family of transcription factors (TFs) regulate a wide variety of cellular functions during development and many are implicated in cancers (7,8). As a member of this family, *FOXD1* is preferentially expressed in human embryonic tissues, including kidney and testis, but not in adult tissues (9). Moreover, *FOXD1* regulates organogenesis (10-12), especially the commitment to a mesenchymal lineage during organogenesis (13-15). *FOXD1*'s regulatory role in stemness is further demonstrated by facilitating the reprogramming of mouse embryonic fibroblasts into induced pluripotent stem cells (16). Recent studies have suggested parallels between reprogramming and tumorigenesis, and highlighted the shared transcription factors involved. Similarly, the deregulation of *FOXD1* is implicated in the tumorigenesis of cancers of prostate, breast, and clear cell sarcoma of the kidney (17-19). Nonetheless, the physiological roles of *FOXD1* in brain cancers and GSCs remain unknown.

In this study, we demonstrate that *FOXD1* is critical for the maintenance of MES GSCs, and thus, the tumorigenicity of this subtype of GBM tumors. By exploring our genome-wide expression

profiling data, we identified FOXD1 as the most up-regulated Forkhead TF in the patient-derived MES GSC enriched cultures. We found that FOXD1 promotes clonogenicity and tumorigenicity of MES GSCs both *in vitro* and *in vivo* by the direct transcriptional regulation of the key molecule ALDH1A3. Subsequently, we verified that the tumorigenicity of FOXD1 is mediated by ALDH1A3. We also proved that FOXD1 and ALDH1A3 are prognostic factors in glioma clinical samples. Finally, we developed novel anti-ALDH small molecule inhibitors and demonstrated effectiveness *in vitro* and *in vivo*.

## **Materials and Methods**

### **Ethics**

This study was performed under the supervision of the respective Institutional Animal Care and Use Committees, and the Human Subjects Research protocols were approved by the Institutional Review Board at the University of Alabama at Birmingham (UAB), MD Anderson Cancer Center (MDA) and/or Ohio State University (OSU) as described previously (6,20).

### **GSC cultures**

The glioma (neuro)spheres used in this study were generated at OSU and MDA. Neurosphere cultures from clinical samples were established and characterized as described previously (Supplementary Table S1) (6,20). The detailed source, year of receipt, and culture methods are described in Supplementary information. The unique identities of each glioma neurosphere line were confirmed by short tandem repeat (STR) analysis as described in Supplementary Table S2 (20).

### **Mouse intracranial xenograft tumor models**

The GSC suspension ( $1 \times 10^4$  cells for MES83 and  $2.5 \times 10^5$  cells for MES267) was injected into the brains of nude mice (6-week-old) as previously described (20,21). When neurological symptoms

observed, mice were sacrificed and mouse brains were collected for analysis.

### **Lentivirus transduction**

Two independent lentiviral shRNA constructs for knocking down *FOXD1* were purchased from Sigma (TRCN0000013970 and TRCN0000230322). For overexpression, cDNAs of *FOXD1* (RC220504, Origene), and *FOXG1* (RC207964, Origene) were subcloned into a lentiviral vector (Origene, PS100064) according to the manufacturer's protocol. Lentiviruses were packaged in 293FT cells (from Invitrogen at 2013). The lentivirus transduction was performed as previously described (20).

### **Neurosphere formation assay**

MES83 and MES28 GSCs infected with lentivirus were seeded into 96 well plates at 1, 10, 20, 30, 40, and 50 cells per well. After 7 days for MES83 GSCs and 10 days for MES28 GSCs, the numbers of spheres with diameters greater than 60 $\mu$ m were counted. Data were analyzed as described previously (<http://bioinf.wehi.edu.au/software/elda/>) (22).

### **Immunohistochemistry scoring**

German immunohistochemical score (GIS) was used to evaluate the expression of *FOXD1* and *ALDH1A3* (23,24). The detailed procedure is provided in the supplementary information.

### **Western blot**

The detailed procedure is provided in the supplementary information. Original film scans of western blots were shown in Supplementary Fig. S1.

### **GEO accession numbers**

The accession numbers of GEO datasets used in this study are GSE67089, GSE4290, GSE4536,

and GSE2223.

### ***Drosophila* stock**

The following transgenic *Drosophila* flies were used: *repoGAL4 UAS-GFP/TM3, Sb, UAS-pten<sup>RNAi</sup>, UAS-Ras<sup>V12</sup>/Cyo, UAS-aldh<sup>RNAi</sup>/Cyo, ptcGAL4 UAS-GFP/Cyo, UAS-fd59A<sup>RNAi</sup>, and UAS-fd59A.*

The *Drosophilas* for all experiments were incubated at 25°C.

### **Immunofluorescence, imaging, and quantification in *Drosophila* samples**

Immunofluorescence was performed as described (25) and the images were captured using the Olympus Fluoview 1000 confocal microscope.

### **Statistical analysis**

Data are presented as mean  $\pm$  SD. The number of replicates for each experiment is stated in the figure legend. Statistical differences between and among groups were determined by two tailed *t*-test and one-way analysis of variance (ANOVA) followed by Dunnett's post-test, respectively. The statistical significance of Kaplan–Meier survival plot was determined by log-rank analysis. Statistical analysis was performed by Microsoft Excel 2013 and Graphpad Prism 6.0, unless mentioned otherwise in the figure legend.  $P < 0.05$  was considered as statistically significant.

Additional details about the materials and methods are available in the supplementary information.

## **Results**

### ***FOXD1* and *FOXG1* exhibit inverse expression pattern in GSCs.**

To identify the TFs critical for the GSC phenotype, we explored our dataset (GSE67089 (6)) with 30 patient-derived glioma sphere cultures and 3 human fetal brain-derived sphere cultures

(normal spheres) for the expression levels of all TFs (1,988 genes (26)). Twenty eight TFs were found up-regulated in MES glioma spheres by more than 10 fold compared to normal neural progenitor cells. Ten TFs were at higher levels in MES glioma spheres by more than 11 fold than the levels of these TFs in PN glioma spheres. Among them, seven TFs were overlapped, including *FOSL1*, *FOXD1*, *PLAGL1*, *STAT6*, *ARNTL2*, *BNC1*, and *HTAIP2* (Fig.1A).

Forkhead TFs are involved in deciding cell fates during development and tumorigenesis (7,16). Our previous study demonstrated the requirement of one Forkhead TF, *FOXM1*, for the survival and proliferation of oncogenic but not normal neural stem cells (27-29). Therefore, we focused on the Forkhead TFs. *FOXD1* was the most up-regulated MES-associated gene in the Forkhead family, whereas *FOXG1* was the most up-regulated gene in PN glioma spheres (Fig. 1B and Supplementary Fig. S2A, B). This was validated by RT-qPCR (Fig. 1C and D) and western blot (Fig. 1E) with six patient-derived GSC-enriched cultures. In western blot assays, *ALDH1A3*, *CD44*, and *AXL* were included as MES markers while *OLIG2* as a PN marker. Similarly, immunocytochemistry exhibited that glioma sphere line MES83 has a higher expression of nuclear *FOXD1* than PN84 and PN157 (Fig. 1F). We then investigated whether the stem cell fraction in MES and PN glioma spheres express *FOXD1* and *FOXG1*, respectively. Our previous studies identified *CD133* as a PN GSC marker while *ALDH1A3* as MES GSC marker (4,6,27). As expected, *FOXD1* was almost exclusively expressed in the *ALDH<sup>high</sup>* subfraction of MES83 cells, but not in *ALDH<sup>low</sup>* subpopulations (Fig. 1G and Supplementary Fig. S2C). In contrast, the *CD133<sup>high</sup>* subpopulation had significantly higher expression of *FOXG1* than *CD133<sup>low</sup>* subpopulations in the PN157 glioma spheres (Fig. 1H and Supplementary Fig. S2D). To extend this observation, we performed bioinformatics analysis using another clinical data (IVY GBM Atlas Project database) (<http://glioblastoma.alleninstitute.org/>). GBM is known to display intra-tumoral cellular heterogeneity. We investigated RNAseq data that was collected from different regions of GBM tumor tissues that exhibit distinct cellular subtypes including PN and MES tumor cells. This analysis showed an inverse pattern of the expression levels of *FOXG1* and *FOXD1* in different

regions (Supplementary Fig. S2E and F). In contrast, there were no significant differences in either *FOXD1* or *FOXG1* among the GBM subtypes in the TCGA dataset (Supplementary Fig. S2G). The TCGA dataset measures the average expression levels of genes. This maybe the possible reason why the expression level of either *FOXG1* or *FOXD1* failed to show a significant difference among the four subtypes of GBM. Collectively, these data suggest that *FOXD1* and *FOXG1* exhibit inverse expression profiles *in vitro*: *FOXD1* is elevated in MES, while *FOXG1* is elevated in PN GSCs.

### **FOXD1 expression is associated with poorer prognosis in glioma patients.**

We then examined whether *FOXD1* expression is associated with the histopathological grade of glioma and patient prognosis. With immunohistochemistry, 44 glioma tumor tissues with varying grades and nine adjacent normal brain tissues were analyzed. Intense immunostaining, indicating *FOXD1* expression, was observed in the nuclei of high-grade glioma tissues (Grade II: 2 of 4; Grade III: 12 of 16; Grade IV: 10 of 24) but rarely in normal brain tissues (1 of 9) (Fig. 2A and B). The survival periods of patients with high levels of *FOXD1* were significantly shorter than those with *FOXD1* intermediate expression (Fig. 2C,  $P=0.0039$ ). Inversely, patients with low *FOXD1* expression exhibited better prognosis than those with high expression (Fig. 2C,  $P=0.0324$ ). Consistently, GBM-derived spheres expressed higher *FOXD1* than normal brain-derived spheres (GSE4536, Fig. 2D (30)). Similar results were obtained from two other datasets (GSE2223, Fig. 2E (31); and GSE4290, Fig. 2F (32)), and from the Rembrandt database (Fig. 2G). The elevated expression of *FOXD1* was also associated with poorer survival in Rembrandt database (Fig. 2H). Altogether, these data suggest that the expression of *FOXD1* is elevated in high-grade glioma and is a clinically-relevant target in GBM.

### **FOXD1 is required for the clonogenicity of MES GBM *in vitro* and *in vivo*.**

To investigate the physiological role of *FOXD1* in MES GSCs, we knocked down the expression



of *FOXD1* using two different lentiviral shRNA vectors in MES glioma sphere lines (MES83 and MES28) (4,6); a non-targeting shRNA (shNT) was used as a negative control. Western blotting showed that both shRNA clones were capable of knocking down *FOXD1*, with clone #1 having higher efficiency (Fig. 3A). As a result, MES glioma spheres with *FOXD1* knocked-down (KD) grew significantly slower (33) than control cells (Fig. 3B). Moreover, the sphere forming capacity of these cells was dramatically decreased (Fig. 3C and D). Of note, the extent to which cell growth and clonogenicity were inhibited was more prominent with shFOXD1#1 than shFOXD1#2, which was consistent with their effects on *FOXD1* KD. Our previous study demonstrated that MES, not PN GSCs depended more on glycolysis (6). As expected, lactic acid levels as a measure of glycolysis were largely reduced in MES83 cells transduced with shFOXD1#1, indicating that *FOXD1* may be involved in the regulation of glycolysis of MES GSCs (Supplementary Fig. S3). To determine whether *FOXD1* is essential for tumorigenicity in MES glioma spheres *in vivo*, we used orthotopic xenografts into mouse brains. Injection of MES83 spheres into the striatum of immunocompromised mouse brains resulted in lethal tumors within 30 days (6,34). Although the cells transduced with the lentiviral shNT construct did not show altered tumorigenesis or subsequent mouse survival, xenografting of the *FOXD1* silenced MES glioma spheres diminished the proportion of tumor formation (3 of 5 mice) and prolonged survival periods (Fig.3E). Histologically, the tumors in the control mice were highly vascularized GBM-like brain tumors with central necrosis, and developed by day 18 after transplantation (Fig. 3F and G).

### **FOXD1 regulates ALDH1A3 transcription in MES glioma spheres.**

Because *FOXD1* is almost exclusively expressed in ALDH<sup>high</sup> MES GBM cells, not in ALDH<sup>low</sup> cells (Fig 1G), we examined whether *FOXD1* transcriptionally regulates the *ALDH1A3* gene, thereby orchestrating the stem cell properties in MES GSCs. Indeed, *FOXD1* silencing in the MES83 glioma spheres significantly decreased the *ALDH1A3* mRNA and protein levels (Fig. 4A and B). Since there is a common Forkhead TF binding motif in the promoter region of the

*ALDH1A3* gene (Supplementary Fig.S4A), we hypothesized that *FOXD1* activated *ALDH1A3* transcription. Thus, we performed a luciferase assay to measure *ALDH1A3* promoter activity upon exogenous expression of *FOXD1* in 293T cells and MES83 spheres (Fig. 4C and D). As expected, ectopically expressed *FOXD1* increased *ALDH1A3* reporter activity. Since *FOXD1* and *FOXG1* exhibit mutually-exclusive expression patterns (Fig. 1B-D), we assumed that *FOXG1* may counteract *FOXD1* activity in MES GSCs. Intriguingly, co-expression of *FOXG1* and *FOXD1* in MES83 spheres counter-acted *ALDH1A3* reporter activities driven by *FOXD1* alone (Fig. 4C and D). Further, the transcriptional regulation of *ALDH1A3* by *FOXD1* was confirmed by chromatin immunoprecipitation PCR, which indicated that *FOXD1* directly binds to the promoter region of the *ALDH1A3* gene in MES28 glioma spheres (Fig. 4E). In addition, the overexpression of *FOXD1* in MES83 increased the expression of *ALDH1A3* (Fig. 4F). To investigate the physiological role of the *FOXD1*-*ALDH1A3* axis in MES GSCs, we evaluated whether *ALDH1A3* overexpression rescues the phenotypes of MES glioma spheres induced by *FOXD1* KD. The reduced *in vitro* cell growth and neurosphere formation by *FOXD1* KD were partially, yet not completely, restored by the overexpression of *ALDH1A3*, but not by the control vector (Fig. 4G, H and Supplementary Fig. S4B). On the other hand, *FOXD1* overexpression alone did not induce any noticeable changes in the PN spheres, at least in the expressions of representative markers (*AXL*, *CD44*, and *Olig2*) (Supplementary Fig. S4C). We also analyzed dataset (GSE67089) in our previous publication (6) for the expression levels of *FOXD1* with all the members of *ALDH* family. We consistently found that *FOXD1* is co-expressed with *ALDH1A3*, but not other *ALDH* members, in MES but not in PN subtype spheres (Supplementary Fig. S4D). Collectively, these data suggest that *FOXD1* is required, but not sufficient, for the establishment of the MES phenotype in GSCs.

**FOXD1 and ALDH1A3 are evolutionarily conserved genes that contribute to glial neoplasms.**

Previously, we reported that  $ALDH^{\text{high}}$  MES glioma sphere cells have higher clonogenic potential

*in vitro* than ALDH<sup>low</sup> cells in MES GBM (6). To compare the *in vivo* tumorigenic abilities of ALDH<sup>high</sup> and ALDH<sup>low</sup> cells in MES glioma spheres, we injected ALDH<sup>high</sup> or ALDH<sup>low</sup> MES83 cells into mouse brains at two different cell numbers (100 and 1,000 cells). When 100 ALDH<sup>low</sup> or ALDH<sup>high</sup> cells were injected into mouse brains, only one of six mice injected with ALDH<sup>low</sup> cells died by 24<sup>th</sup> day after transplantation. In contrast, four of six mice in the ALDH<sup>high</sup> group died due to tumor burden. Similar results were observed when 1,000 tumor cells were injected (Fig. 5A), indicating that the tumor initiating cells reside in the minor subset of MES GBM cells with elevated ALDH1 activity (approximately 7% of the MES83 cells).

Next, we examined the functional role of FOXD1 and ALDH1A3 in *Drosophila*. In flies, the orthologs of FOXD1 and ALDH1A3 are *fd59A* (35) and *DmALDH* (36), respectively. *fd59A* is highly expressed in the *Drosophila* larval (embryonic) Central Nervous System (CNS) (35). We used recently established *Drosophila* glioma model involving co-activation of oncogenic Ras and PI3K pathways by the GAL4 UAS system (*repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>V12</sup>*), which causes the formation of invasive glial neoplasms that mimic human gliomas (37). In the larval glial neoplasms derived from the *repoGAL4 UASPTEN<sup>RNAi</sup>; UASRas<sup>V12</sup>* larvae, Fd59A and ALDH levels were substantially upregulated compared to the normal CNS (*repoGAL4 UASGFP*) (Fig. 5B and C). To investigate if the formation of the glial neoplasms in *Drosophila* requires ALDH, we transduced *UASALDH<sup>RNAi</sup>* into *Drosophila* glioma tumors. Elimination of ALDH resulted in reduction in glioma growth by 1.7-fold (Fig. 5D and E,  $P=0.008$ ). This anti-tumor effect of ALDH silencing was also observed in the mosaic models of *Drosophila* eye cancer (Supplementary Fig. S5). Next, we investigated the effects of downregulation of Fd59A in these cancers. As shown in Fig. 5D and E, downregulation of Fd59A resulted in a reduction in glioma growth ( $P=0.007$ ) with a concomitant downregulation of ALDH levels (Fig. 5C). Taken together, these data suggest that FOXD1 and ALDH1A3 are evolutionarily conserved genes that contribute to CNS tumorigenesis (Fig. 5F).

### **ALDH1A3 expression indicates poor prognosis of post-surgical glioma patients.**

To interrogate whether ALDH1A3 is a clinically relevant biomarker, we analyzed 40 high-grade glioma patient samples (Fig. 6A). The log rank test showed that the glioma patients with higher ALDH1A3 protein expression has a significantly shorter post-surgical survival periods compared to either the intermediate or low ALDH1A3 protein expression groups (Fig. 6B,  $P=0.0285$ , ALDH1A3<sup>high</sup> vs. ALDH1A3<sup>intermediate</sup>, and  $P=0.0016$ , ALDH1A3<sup>high</sup> vs. ALDH1A3<sup>low</sup>). Additionally, the data from Rembrandt database demonstrates a similar pattern (Supplementary Fig. S6). These data indicate the clinical significance of ALDH1A3.

### **The novel ALDH1 inhibitor GA11 has anti-GBM effects *in vitro* and *in vivo*.**

Based on the inhibitory effects of *FOXD1* silencing on the MES GSC-derived mouse brain tumors and of *ALDH1A3* silencing on the *Drosophila* brain cancer model, we sought to design novel, clinically efficacious small molecule inhibitors selectively targeting the ALDH1 activity for GBM therapies. The natural product daidzin and its congeners have been reported to inhibit ALDH1 (38). To design clinically applicable analogs with better pharmacokinetic properties (39), we identified the imidazo [1,2-*a*] pyrimidine heterocyclic core as the essential scaffold. We added two planar, aromatic and lipophilic areas to this scaffold in positions two and six of the nucleus, thereby generating the novel small molecules GA11 and GA23 (Fig. 6C and Supplementary Fig. S7A). The structural assessment confirmed that the replacement of glucopyranose portion of daidzin with an aromatic ring reduces both hydrogen bond forming potential and rotatable bonds, resulting in smaller molecules with a lower polar surface area and limited flexibility. This modification retained the core structure of daidzin essential for inhibiting ALDH1 activity, while establishing a drug-like profile, i.e. a more favorable prediction of the blood-brain barrier (BBB) penetration. Indeed, an *in silico* evaluation confirmed that the physical-chemical properties of these novel compounds were fully consistent with those required for BBB penetration (Supplementary Table S3) (40). In addition, the molecular weights of GA11 and GA23 (close to

310, the mean value of marketed CNS drugs) are significantly lower than that of daidzin. Moreover, the H-bonding potential of these novel compounds is commensurate to that of successful CNS drug candidates. Indeed, the sum of heteroatoms capable of hydrogen bonding, like nitrogen (N) and oxygen (O), is less than five, conferring on the molecules a high probability of entering the CNS. Additionally, the rotatable bond count is less than eight, and the limited flexibility of the molecules should promote passive permeation through BBB. Lowering both molecular weight and H-bonding potential have a significant effect on the polar surface area (PSA) of the compounds, which is a key factor in determining the extent of BBB penetration. Unlike daidzin, the novel compounds have PSA values lower than the stringent cut-off 60-70 Å, which characterizes commercial CNS drugs (40).

To validate the inhibitory effects, we first determined the enzymatic activity of yeast ALDH incubated with GA11 and GA23 in an *in vitro* enzymatic assay (30% of the *ALDH* sequences in yeast and eukaryotes are conserved (41)). As expected, both GA11 and GA23 inhibited the ALDH enzymatic activity with IC<sub>50</sub> values in the micro molar range (Fig. 6D). GA11 was more potent. Further, both GA11 and GA23 inhibited human ALDH1 demonstrated by a marked reduction of ALDH<sup>high</sup> cellular populations in MES83 glioma spheres treated with GA11 and GA23 (Fig. 6E). As a result, both GA11 and GA23 inhibited the growth of MES glioma spheres. In contrast, PN glioma spheres were relatively more resistant to these two compounds (Fig. 6F and Supplementary Fig. S7B-D). More importantly, systemic treatment of MES83 and MES267-based mouse brain tumors with GA11 significantly attenuated tumor growth, thereby extending the survival of tumor bearing mice compared to the vehicle treated counterparts (Fig. 6G, H and Supplementary Fig. S7E).

## Discussion

GBMs display intra-tumoral cellular heterogeneity; within the same tumor different cell populations respond differently to therapies (3,42,43). GSCs are at the apex of the cellular hierarchy (3,42). Thus, understanding how GSCs are maintained may improve the efficacies of

current therapeutic strategies. Recent evidence suggests that GSCs are subclassified into two subtypes with MES GSCs being more therapy-resistant (4,6). Therefore, identification of MES GSC regulatory molecules has the potential to lead to novel and efficacious GBM therapeutics. Our study (Fig. 5A) is the first demonstrating that ALDH1<sup>high</sup> GBM cells are more tumorigenic *in vivo* than the ALDH1<sup>low</sup> counterparts, indicating that ALDH1 is a specific marker for MES GSCs. This is further supported by analyses of clinical glioma samples (Fig. 6B). To develop chemotherapeutics targeting MES GSC, we synthesized a novel class of imidazo [1,2-*a*] pyridine derivatives called GA11 and GA23 as ALDH1 inhibitors. These compounds were designed based on the conserved structural traits of the known natural occurring inhibitors including daidzin. In addition to fulfilling pharmacophore needs, these novel compounds possess a good hydrophilic-lipophilic balance, which allows for better penetration of the BBB. In principle, both these features make GA11, in particular, an attractive drug candidate to target GSCs in GBM tumors. This structural prediction was validated in a cell-free kinase assay, which proved the ability of GA11 to inhibit the target enzyme ALDH in yeast (Fig. 6D) and further, an *in vitro* ALDEFLUOR assay showed the substantial decline of human ALDH1 activity in GA11-treated MES glioma spheres (Fig. 6E). Consistently, GA11 inhibited *in vitro* glioma sphere proliferation and *in vivo* xenograft growth in mouse brains (Fig 6F and G, H, respectively). Further pre-clinical evaluation of GA11 and its analogs is currently underway for clinical development of anti-ALDH1 therapeutics for GBM.

Another novel set of findings in this study is that *ALDH1A3* is transcriptionally regulated by FOXD1 (Fig. 4E). The ALDH1A3 signaling in cancers is likely evolutionally conserved based on the fact that ALDH1A3 silencing *in vivo* displayed substantial suppression of the genetically-engineered *Drosophila* brain cancers (Fig. 5D, E). Interestingly, this FOXD1-mediated *ALDH1A3* transcriptional activation was counter-acted by another Forkhead family member, FOXG1 in the MES GSC-enriched cultures (Fig. 4C, D). This data is supported by the presence of a Forkhead TF consensus sequence in the *ALDH1A3* promoter region. These data suggest that

MES GSCs hijack the molecular mechanism for normal development (e.g. mouse retina) to promote their tumor growth (44). It is not clear, however, whether these two Forkhead TFs compete for the DNA binding in the *ALDH1A3* promoter or if *FOXG1* indirectly influences *FOXD1* signaling in MES GSCs. Additionally, the restoration of *ALDH1A3* by exogenous expression did not fully rescue the defects in MES glioma sphere growth caused by *FOXD1* silencing (Fig. 4G), suggesting that additional undetermined oncogenic mechanisms are likely involved in MES GBM. Further studies are needed to fully clarify the mechanisms by which *FOXD1* maintains the MES GSCs phenotype and thus, GBM tumorigenesis and therapy-resistance.

In conclusion, this study describes the upregulation of *ALDH1A3* and *FOXD1* in clinical glioma samples and establishes their functional roles in the maintenance of MES GSCs, and therefore MES GBM tumorigenesis. Furthermore, this study provided the first evidence supporting the fact that elevated *FOXD1* expression is a negative prognostic factor in glioma, and establishes a role for *FOXD1* directly regulating *ALDH1A3* transcription in MES GSCs. Taken together, the *FOXD1*-*ALDH1A3* axis is critical for tumor initiation in MES GSCs, therefore providing possible new molecular targets for the treatment of GBM and other *ALDH1*-activated cancers.

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## Figure Legends

### Figure 1. *FOXD1* is a key MES GSC transcription factor.

A. Genome-wide transcriptome microarray analysis (GSE67089) shows that *FOXD1* is one of seven upregulated transcription factors in MES gliomaspheres when compared to Neural Progenitors (NPs) (>10 fold) and PN glioma spheres (>11 fold).

B. mRNA expression levels of the Forkhead TF family members in the GSE67089 dataset reveal that *FOXD1* and *FOXG1* are the highest expressed genes in MES and PN glioma spheres, respectively.

C, D. RT-qPCR analyses of *FOXD1* (C) (MES vs. PN,  $P < 0.001$ ,  $n = 3$ ; MES vs. mixed,  $P < 0.001$ ,  $n = 3$ , one way ANOVA) and *FOXG1* (D) (MES vs. PN,  $P = 0.0025$ ,  $n = 3$ ; MES vs. mixed,  $P = 0.2537$ ,  $n = 3$ , one way ANOVA) mRNA in the indicated glioma spheres.

E. Western blot analyses of ALDH1A3, *FOXD1*, *FOXG1*, CD44, AXL and Olig2 expression in the indicated glioma spheres.  $\beta$ -actin serves as a loading control.

F. Immunocytochemistry analyses of *FOXD1* in MES83, PN84, and PN157 glioma spheres. Hoechst is used for nuclear staining. Bar, 50 $\mu$ m.

G. RT-qPCR analyses of *FOXD1* mRNA in ALDH<sup>high</sup> and ALDH<sup>low</sup> cells derived from MES83 glioma spheres. ( $P < 0.001$ ,  $n = 3$ , *t*-test)

H. RT-qPCR analyses of *FOXG1* mRNA in CD133<sup>high</sup> and CD133<sup>low</sup> cells derived from PN157

glioma spheres. ( $P=0.0017$ ,  $n=3$ ,  $t$ -test)

**Figure 2. FOXD1 expression is clinically relevant in high-grade gliomas.**

A, B. Representative immunohistochemical images (A) and analyses (B) of FOXD1 in WHO grade IV (Glioblastoma), grade III glioma, grade II glioma, and non-tumor brain samples. Bar, 50 $\mu$ m. (Non-tumor  $n=9$ , grade II  $n=4$ , grade III  $n=16$ , grade IV  $n=24$ ).

C. Kaplan-Meier analyses evaluating the correlation between FOXD1 protein expression and survival of 40 high grade glioma patients (FOXD1 high vs. low,  $P=0.0324$ ; FOXD1 high vs. intermediate,  $P=0.0039$ ; FOXD1 intermediate vs. low,  $P=0.2896$ , log rank test).

D-F. Analyses of the indicated GEO datasets show a higher expression of FOXD1 in glioma than in Neural Stem Cell (NSC) samples and non-tumor tissues. D. Lee dataset (GSE4536; NSCs  $n=3$ , GBM  $n=22$ , GSCs  $n=20$ ;  $P<0.001$ , one way ANOVA, probe set 206307\_s\_at). E. Bredel dataset (GSE2223; Non-tumor  $n=4$ , GBM  $n=29$ ;  $P<0.0001$ ,  $t$  test, probe set 1876). F. Sun dataset (GSE4290, Non-tumor  $n=23$ , grade II  $n=45$ , grade III  $n=31$ , GBM  $n=81$ ;  $P<0.0001$ , one-way ANOVA, probe set 206307\_s\_at).

G. Analysis of the Rembrandt data shows a higher FOXD1 mRNA expression in astrocytoma ( $n=148$ ), oligodendroglioma ( $n=67$ ), mixed groups ( $n=11$ ), and in GBM samples ( $n=228$ ) than non-tumor samples ( $n=28$ ) (probe set 206307\_s\_at).

H. Analysis of the Rembrandt database indicates the inverse correlation between FOXD1 mRNA expression and post-surgical survival of glioma patients ( $P=0.0171$ , FOXD1 Up-Regulated > 1.3-Fold,  $n=29$  vs. FOXD1 Down-Regulated < -1.3-Fold,  $n=42$ ;  $P=0.0243$ , Down-Regulated < -1.3-Fold,  $n=42$  vs. Intermediate  $n=470$ , probe set: 206307\_s\_at).

**Figure 3. FOXD1 regulates MES GSC growth both *in vitro* and *in vivo*.**

A. Western blot analyses of MES83 and MES28 glioma spheres transduced with shRNA targeting FOXD1 (shFOXD1#1 or shFOXD1#2) or a non-targeting control (shNT).

B. *In vitro* growth assay shows that shRNAs targeting *FOXD1* (shFOXD1#1 and shFOXD1#2) inhibit cell proliferation of MES83 and MES28 glioma spheres ( $P < 0.0001$ ,  $n = 6$ , one-way ANOVA).

C. Representative images of MES83 and MES28 glioma spheres transduced with shRNA targeting *FOXD1*. shNT serves as a control. Bar, 60  $\mu\text{m}$ .

D. *In vitro* clonogenicity assays (limiting dilution neurosphere formation assays) indicate that *FOXD1* shRNA decreases clonogenicity of MES83 and MES28 cells (MES83  $P < 0.001$ , and MES28  $P < 0.001$ , ELDA analyses).

E. Kaplan-Meier analysis of nude mice harboring intracranial tumors derived from MES83 GSCs transduced with shNT ( $n = 6$ ) or shFOXD1#1 ( $n = 5$ ). ( $P = 0.0014$ , with log-rank test)

F, G. Representative images of brains (F) and H&E stained brain sections (G) of mice after intracranial transplantation of MES83 glioma spheres transduced with shNT or shFOXD1#1. Bar, 1 mm (G, upper panel) and 100  $\mu\text{m}$  (G, lower panel).

**Figure 4. *ALDH1A3* is a functional MES GSC marker and is transcriptionally regulated by *FOXD1*.**

A. RT-qPCR analyses of *ALDH1A3* and *FOXD1* mRNA in MES83 glioma spheres transduced with shFOXD1#1 or shNT ( $P < 0.001$ ,  $n = 3$ , with *t*-test).

B. Western blot analyses of *ALDH1A3* in MES83 and MES28 glioma spheres transduced with shFOXD1#1, shFOXD1#2 or shNT.  $\beta$ -actin serves as a loading control.

C, D. Luciferase assays with 293T cells (C) and MES83 glioma spheres (D) co-transfected with an *ALDH1A3* promoter reporter plasmid together with overexpression vectors for the indicated genes ( $n = 3$ ).

E. ChIP-qPCR assay using Myc antibody or control IgG in MES28 glioma spheres transfected with a *FOXD1* (Myc-DDK-tagged) plasmid shows the binding of *FOXD1* on the *ALDH1A3* promoter ( $P < 0.001$ ,  $n = 3$ , *t*-test).

F. Western blot analyses of the indicated proteins in MES83 glioma spheres transduced with the

overexpression plasmids encoding *FOXD1*, *FOXG1*, or empty vector.

G, H. *ALDH1A3* overexpression partially restores the *in vitro* proliferation (G,  $P < 0.001$ , one way ANOVA) and neurosphere formation capacities (H,  $P < 0.001$ , ELDA analysis) which are inhibited by shFOX1#1 or #2 in MES83 glioma spheres.

**Figure 5. RNA interference-mediated silencing of *FD59A* and *ALDH* attenuates growth of *Drosophila* glial neoplasia.**

A. Upper panel, ALDEFUOR assay in MES83 glioma spheres with or without ALDH1 inhibitor DEAB. Lower panel, frequencies of tumor formation of ALDH1<sup>high</sup> and ALDH1<sup>low</sup> cell populations of MES83 glioma spheres in mice.

B. Expression of *Fd59A* (*Drosophila* ortholog of *FOXD1*) (red, grey) in the *Drosophila* CNS derived from larvae of *repoGAL4 UASGFP* and *repoGAL4 UASGFP UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup>*. Glial cells are marked by GFP (green).

C. Expression levels of *ALDH* (red, grey) in the larval CNS of *repoGAL4 UASGFP* (Wild type), *repoGAL4 UASGFP UASPTEN<sup>RNAi</sup>*, *repoGAL4 UASGFP UASRas<sup>v12</sup>*, *repoGAL4 UASGFP UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup>* and *repoGAL4 UASGFP UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup> fd59A<sup>RNAi</sup>*.

D. The effects of *ALDH<sup>RNAi</sup>* and *fd59A<sup>RNAi</sup>* on the growth of glial neoplasms of *repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup>* larvae. Both *RepoGAL4 UASGFP* (Wild-type) and *repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup>* samples are included for comparison.

E. The quantification of brain tumor volume (brain lobe size in pixels) from the indicated larvae (*repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup> ALDH<sup>RNAi</sup>* vs. *repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup>*,  $P = 0.008$ ,  $n = 3$ , one way ANOVA; *repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup> fd59A<sup>RNAi</sup>* vs. *repoGAL4 UASPTEN<sup>RNAi</sup> UASRas<sup>v12</sup>*,  $P = 0.007$ ,  $n = 3$ , one way ANOVA).

F. The schematic diagram depicts that *ALDH* and *fd59A* (*dFOXD1*) are evolutionarily conserved genes contributing tumorigenesis of glial neoplasms.

**Figure 6. The novel *ALDH* small molecule inhibitor GA11 attenuates MES GSC growth both *in vitro* and *in vivo*.**

A. Representative immunofluorescence images of ALDH1A3 in 40 high grade glioma samples. DAPI is used for nuclear labeling. Bar, 50  $\mu$ m.

B. Kaplan-Meier analysis of ALDH1A3 expression indicates the negative correlation between ALDH1A3 protein expression and survival in high grade glioma patients. (ALDH1A3 high vs. ALDH1A3 intermediate,  $P=0.0285$ , ALDH1A3 high vs. ALDH1A3 low,  $P=0.0016$ , and ALDH1A3 intermediate vs. ALDH1A3 low,  $P=0.1769$ , with log rank test).

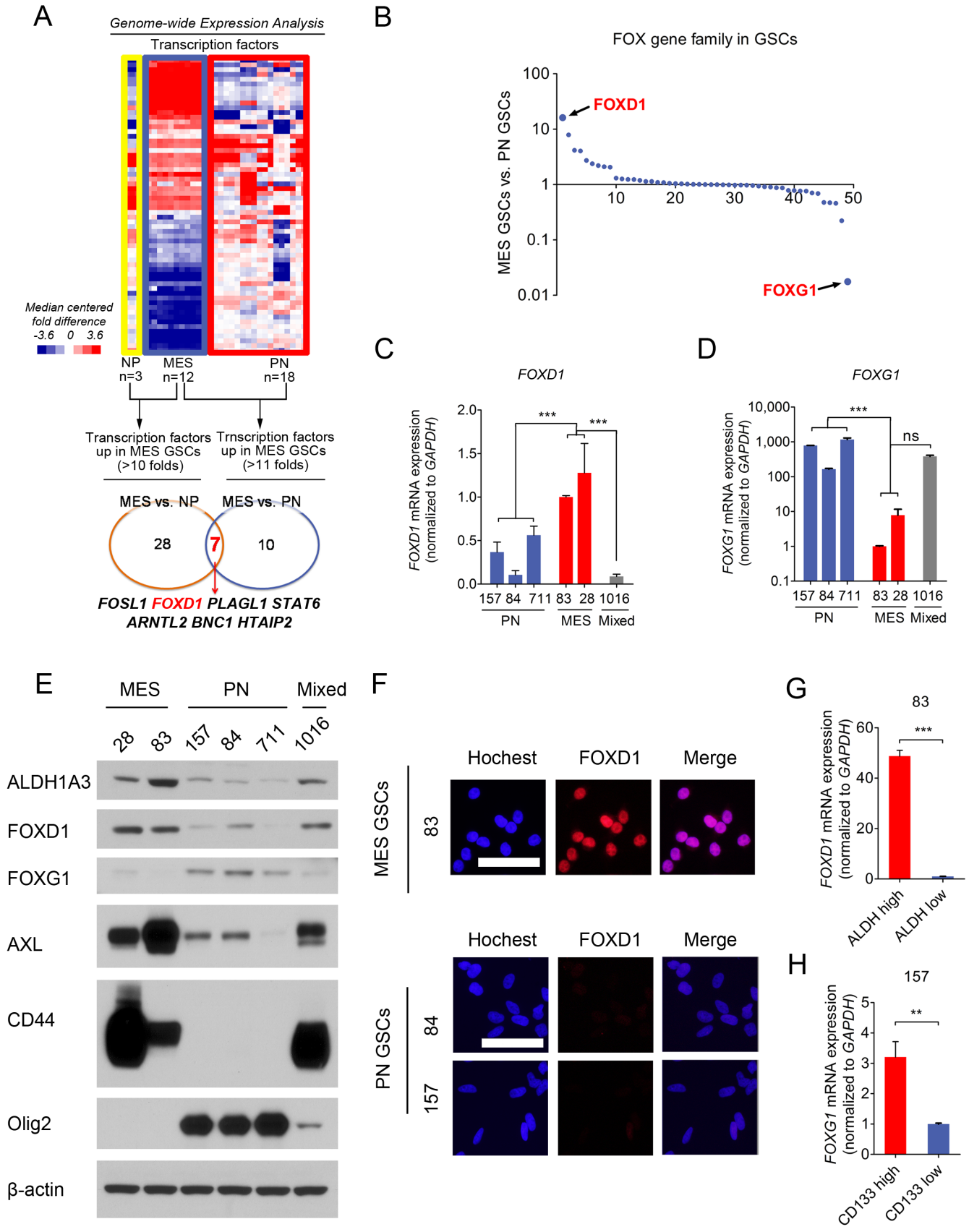
C. The comparison of the essential core structure of the naturally occurring ALDH inhibitor, daidzin, and the structures of synthesized novel imidazo [1,2-*a*] pyrimidine ALDH inhibitors, GA11 and GA23.

D. Log-dose response analysis of GA11 (upper panel) and GA23 (lower panel) in yeast.

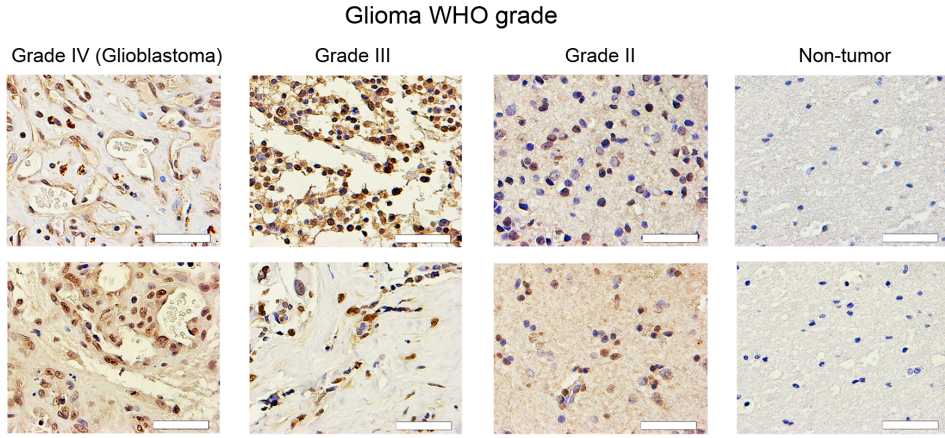
E. Flow cytometry analyses using ALDEFLUOR indicate that both GA11 and GA23 (5 $\mu$ M, 30 min) inhibit ALDH activity in MES83 glioma spheres.

F. Log-dose response analyses of the effects of GA11 on the viabilities of MES83, MES267, PN157, PN711, glioma spheres and NHA cells.

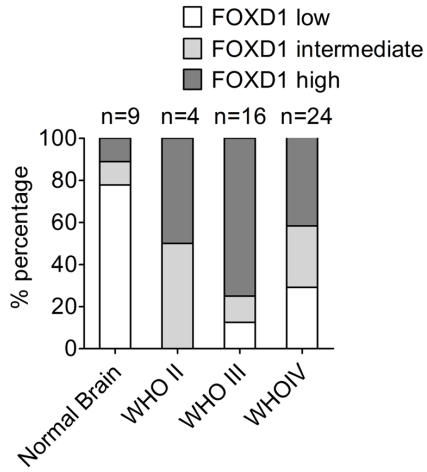
G, H. Treatment with GA11 (intraperitoneal injection, 20mg/kg for 7 days from day seven) prolongs survival periods of mice bearing MES83-derived intracranial tumors (G) ( $P=0.0096$ , with log rank test) and those of mice with MES267-derived intracranial tumors (H) ( $P=0.0262$ , with log rank test).



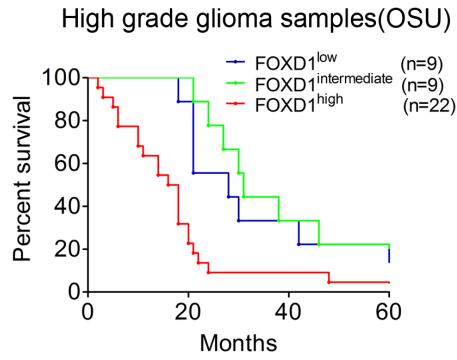
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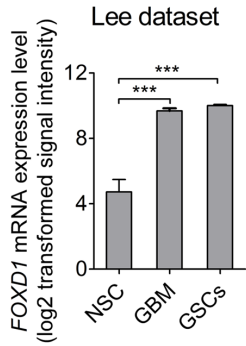
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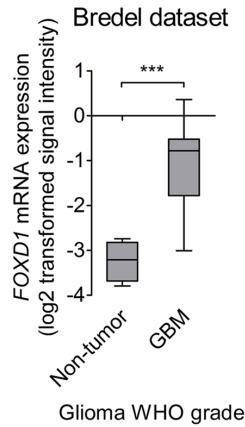
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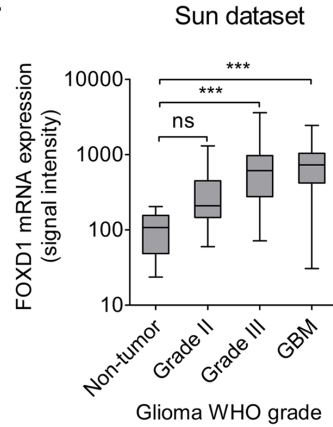
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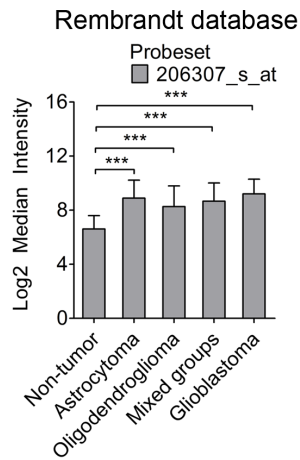
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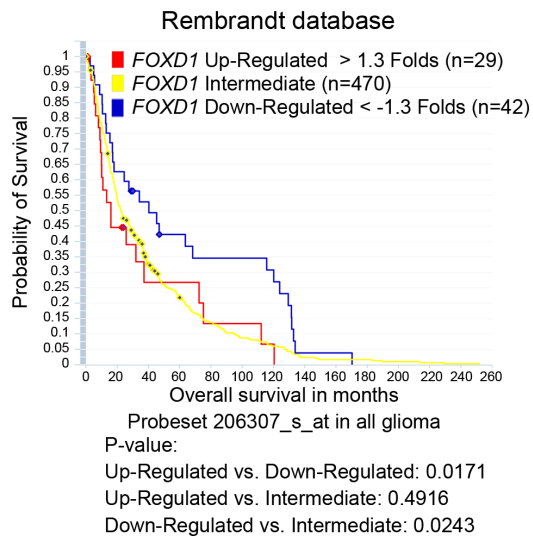
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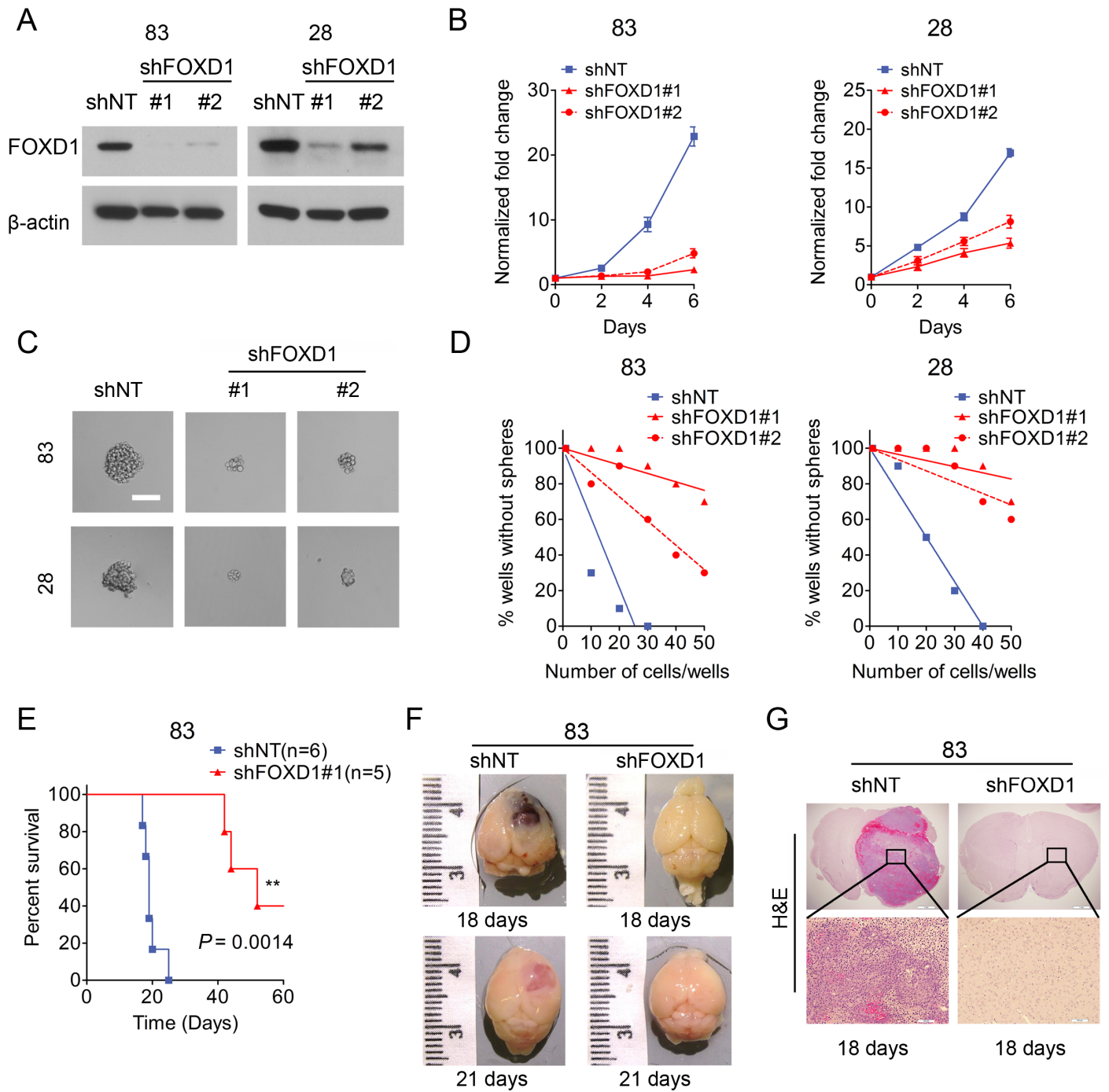
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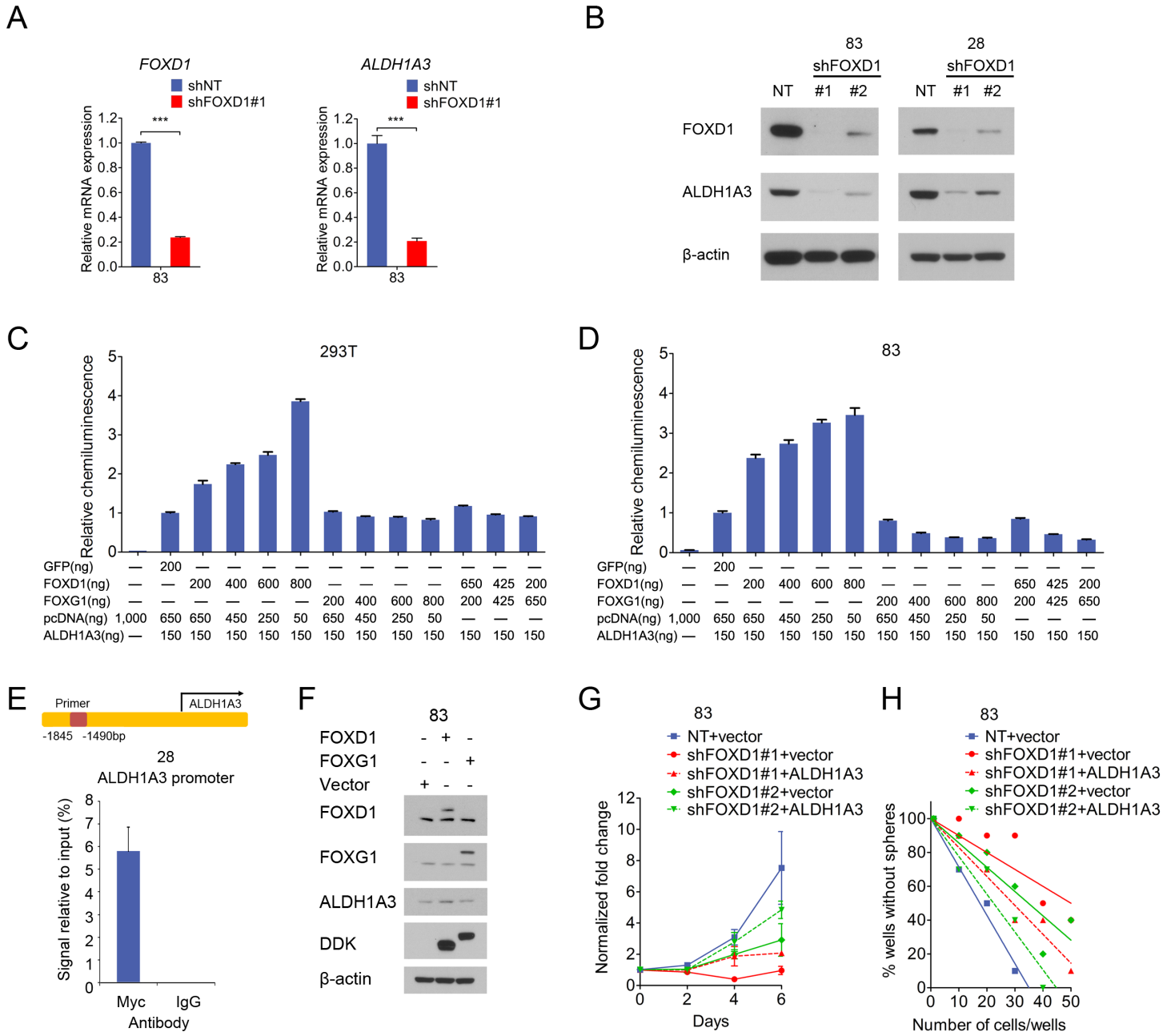


Figure 5

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