

**Kahalalide F induces necrosis-like cell death that involves depletion
of ErbB3 and inhibition of Akt signaling**

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ErbB3 and Akt as determinants of Kahalalide F cytotoxic activity.

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The abbreviations used are: EGFR, epidermal growth factor receptor; NSCLC, non-small cell lung cancer; TGF α , transforming growth factor α ; Erk, extracellular signal-regulated kinase; MAPK, mitogen activated protein kinase; PI3K, phosphatidylinositol 3-kinase; GSK-3 β , glycogen synthase kinase 3 β ; PARP, poly (ADP-ribose) polymerase.

ABSTRACT

Kahalalide F (KF) is a novel marine-derived antitumor agent that is currently undergoing phase II clinical trials. The mechanism of action of KF is not well understood. In line with previous reports, we show that KF caused rapid and potent cytotoxicity in the breast cancer cell lines SKBR3 and BT474, characterized by cytoplasmic swelling and DNA clumping. Several markers of caspase-dependent apoptosis, such as phosphatidyl-serine externalization, cytochrome C release, and caspase-3 and PARP cleavage were negative after KF exposure. Inhibitors of caspases or cathepsins failed to protect against KF-cytotoxicity. Altogether, these data indicate that KF-induced cell death is a necrosis-like process. The sensitivity to KF in a panel of human tumor cell lines derived from breast (SKBR3, BT474, MCF7), vulval (A431), non-small cell lung (H460, A549, SW1573, H292), and hepatic (Skhep1, HepG2, Hep3B) carcinoma, positively correlated with ErbB3 (HER3) protein levels. A KF-resistant subline of colon carcinoma cells, HT29/KF, expressed significantly reduced levels of all ErbB receptors, but short term KF exposure of sensitive cell lines such as SKBR3 selectively induced downregulation of ErbB3. Conversely, stable transfection of an ErbB3-expressing plasmid increased the KF sensitivity of H460 cells, the most resistant cell line in our panel. Finally, we found that KF efficiently inhibited the PI3K-Akt signaling pathway in sensitive cell lines and that ectopic expression of a constitutively active Akt mutant reduced KF cytotoxicity in this cell line. In summary, our results identify ErbB3 and the downstream PI3K-Akt pathway as important determinants of the cytotoxic activity of KF *in vitro*.

INTRODUCTION

Kahalalide F (KF) is a novel antitumor agent that was originally isolated from the Hawaiian marine mollusk *Elysia rufescens* (Hamann and Scheuer, 1993; Hamann et al., 1996). KF has high cytotoxic activity against cell lines and tumor specimens derived from various human solid tumors, including prostate, breast, NSCL, ovarian, and colon carcinomas (Faircloth et al., 2000; Faircloth et al., 2001; Jimeno et al., 1996; Medina et al., 2001; Shao et al., 2001). Moreover, KF has shown antitumor activity against human prostate cancer xenografts in mouse models (Faircloth et al., 2000). In contrast, non-tumoral cell lines were 5-40 times less sensitive to KF (Suarez et al., 2003) and bone marrow progenitors were not affected when treated with supra-pharmacological concentrations of KF (Gomez et al., 2003). In a phase I clinical trial in solid tumors antitumor activity has been noted in patients harboring hepatoma, melanoma, and breast and pancreatic carcinoma (Ciruelos et al., 2002). Currently, the activity of KF is being investigated in phase II clinical trials in patients with melanoma, hepatic carcinoma, an NSCLC (Jimeno et al., 2004).

The molecular mechanism of action of KF is largely unknown. Lysosomes appear to be an intracellular target of KF, as human cervical tumor cells and monkey fibroblasts treated with KF formed large vacuoles and became dramatically swollen due to changes in lysosomal membranes (Garcia-Rocha et al., 1996). Consistently, a recent report demonstrated the loss of lysosomal integrity and the induction of severe cytoplasmic swelling and vacuolization in breast and prostate cancer cells (Suarez et al., 2003). In the latter study, confocal laser and electron microscopy revealed that KF also induces damage of mitochondria, endoplasmic reticulum, and the plasma membrane. In contrast, the nuclear membrane was preserved and no DNA damage was detected, although the cell nucleus showed irregular clumping of chromatin. Ectopic overexpression of the multidrug resistance protein MDR1, inhibition of protein synthesis, or inhibition of caspase-dependent apoptosis did not significantly protect against KF cytotoxicity (Suarez et al., 2003).

Inhibition of ErbB signaling has been suggested to be part of the mechanism of KF action (Wosikowski et al., 1997; Faircloth et al., 2001), although ectopic overexpression of ErbB2 did not protect against KF-induced cell death (Suarez et al., 2003). Here we show that KF-induced cytotoxicity does not involve caspase-mediated apoptosis, but is a necrosis-like cell death process. KF-induced cell death was also independent from the activity of the lysosomal proteases cathepsin B and D. The sensitivity to KF in a panel of cell lines derived from several tumors types, including breast, vulval, NSCL, and hepatic carcinoma, significantly correlated with protein expression levels of the ErbB3 receptor. We show that KF exposure induced downregulation of ErbB3, while ectopic expression of ErbB3 increased the KF sensitivity of a resistant cell line. Finally, we found that KF efficiently inhibited the PI3K-Akt signaling pathway in sensitive cell lines, and that ectopic expression of a constitutively active Akt mutant reduced KF cytotoxicity. Altogether, our data identify ErbB3 and Akt as major determinants of the cytotoxic activity of KF *in vitro*.

MATERIALS AND METHODS

Chemicals.

KF (1-Oxa-4,7,10,13,16-pentaazacyclononadecane, cyclic peptide derivative) is manufactured by Pharmamar (Madrid, Spain) and was provided as a pure substance and diluted in dimethyl sulfoxide (DMSO): ethanol (1:1; v/v). Stock solutions of zVAD-fmk (Enzyme Systems Products, Livermore, CA), calpeptin (Calbiochem, Darmstadt, Germany), CA-074 Me (Peptides International, Osaka, Japan), zFA-fmk (Enzyme Systems Products), pepstatin A (Sigma Chemicals, St. Louis, MO), and LY294002 (Cell Signaling Technology) were made in DMSO.

Cell culture and KF selection.

SKBR3, BT474, MCF7 (breast carcinoma), A431 (vulval carcinoma), NCI-H460 (H460), A549, SW1573, NCI-H292 (H292) (NSCLC), SKhep1, HepG2, Hep3B (hepatic carcinoma), and HT29 (colon carcinoma) cell lines were grown at 37° C and 5% CO₂ in Dulbecco's modified Eagle's medium or RPMI-1640 (BioWhittaker) supplemented with 10% (v/v) fetal calf serum (Life Technologies, Breda, The Netherlands), 100 units/ml penicillin and 100 µg/ml streptomycin (Gibco BRL). Cells from exponentially growing cultures were used in all experiments. The KF-resistant HT29 cell line (HT29/KF) (supplied by Dr. Lola Garcia Grávalos, Pharmamar, Madrid, Spain) was obtained by treating parental HT29 cells with increasing concentrations of KF, from 0.15 µM KF to 1.3 µM KF, in which the cells grew well after 20 weeks of selection.

Flow cytometry.

Cells were plated at 40-60% confluency in 6- or 12-well plates. The following day, the medium was replaced with medium containing the drug(s), as indicated. Cells were treated for various times with 1 µM KF, unless otherwise indicated. Protease inhibitors were diluted in medium at final concentrations of 50 µM (zVAD-fmk), 100 µM (calpeptin, CA-074 Me,

pepstatin A) or 200 μ M (zFA-fmk), and added to the cells 1 hr prior to addition of KF. Cell cycle analysis and apoptosis measurement were performed as previously described (Janmaat et al., 2003). Briefly, the cell cycle distribution was determined by propidium iodide (PI) staining of cells, which were resuspended in Nicoletti buffer (Nicoletti et al., 1991) and analyzed by flow cytometry. The extent of cell death was determined by the analysis of hypodiploid DNA using PI-staining, or by annexin V-FITC and 7-amino-actinomycin D (7-AAD) double staining according to the manufacturer's protocol (Nexins Research, Kattendijk, The Netherlands). All analyses were performed on a FACScalibur instrument using the CellQuest software package (Becton Dickinson, Mount View, CA).

Western Blotting.

Whole cell lysates were denatured in sample buffer containing SDS and equal amounts of total protein were separated on 8-15 % SDS-poly-acrylamide gels and transferred to nitrocellulose membranes. After blocking with 5 % nonfat dry milk, the membranes were incubated O/N at 4° C with the first antibodies as indicated. The next day, the membranes were incubated with the appropriate horseradish peroxidase-conjugated secondary antibodies, and detection was performed using enhanced chemiluminescence reagent (Amersham). The antibodies used are: anti-caspase-3, anti-phospho-EGFR (Tyr1068), anti-Erk, anti-phospho-Erk, anti-Akt, anti-phospho-Akt (Ser473), anti-phospho-MDM2, anti-phospho-GSK-3 β (all from Cell Signaling Technology), anti-PARP (Roche), anti-EGFR (Ab-12, Neomarkers), anti-c-ErbB2 (C18, Santa Cruz), anti-phospho-c-ErbB2 (Tyr1248; Neomarkers), anti-c-ErbB3 (Ab-2, Neomarkers), anti-c-ErbB-4 (Ab-2, Neomarkers). Protein expression levels were quantified using Biorad software and normalized with β -actin expression levels.

MTT assays

5 x 10³ cells were plated into flat bottom 96-well plates (Costar, Corning, NY). After 24 h, various concentrations of KF were added and the cells were incubated for an additional 72

h. Subsequently, 10% (v/v) of a solution of 5 mg/ml 3-(4,5)-dimethylthiazol-2-yl)-2,5-diphenyltetrazolium bromide (MTT; Sigma) was added to each well and incubated for 3 h at 37° C. Plates were centrifuged for 5 min at 1200 rpm and the medium was carefully discarded. The formed formazan crystals were dissolved in 100 µl DMSO and absorbance was determined at 540 nm using a Spectra Fluorimeter (Tecan, Salzburg, Austria). Absorbance values were expressed as the percentage of the untreated controls to calculate the concentration of KF resulting in 50% growth inhibition (IC₅₀).

Immunocytochemistry, fluorescence microscopy analysis and quantification of subcellular distribution

Cells growing onto glass coverslips were fixed with 3.7% formaldehyde in PBS for 30 min, washed with PBS, permeabilized with 0.2% Triton in PBS for 10 min, and washed with PBS again. Following a blocking step with 3% bovine serum albumin in PBS for 1 h, primary antibodies against p27^{kip1} (BD Biosciences) or cytochrome c were diluted in blocking solution and applied for 1 h. After washing with PBS, cells were incubated with fluorescein isothiocyanate (FITC)- (Sigma) or Alexafluor Red- (Molecular Probes, Eugene, OR) conjugated secondary antibodies for 1 h. Finally, the coverslips were rinsed three times with PBS and mounted onto microscope slides with Vectashield (Vector). The chromosome dye Hoechst 33285 (Sigma) was used to counterstain the nuclei. The immunostaining procedure was carried out at room temperature. Fluorescence microscopy analysis was carried out using an inverted Leica DMIRB/E fluorescence microscope (Leica Heidelberg, Heidelberg, Germany). Images were collected using the Q500MC Quantimet software V01.01 (Leica Cambridge, Cambridge, U.K.). To quantify the subcellular distribution of p27^{kip1}, the localization of the protein was determined in at least 200 cells per treatment.

Transfections.

The mammalian expression vectors pBABE-ErbB3 (Holbro et al., 2003) and pSG5-gagPKB (Burgering and Coffey, 1995) were generously provided by Dr. N. Hynes (Friedrich

Miescher Institute, Basel, Switzerland) and Dr. P. Coffey (University Medical Center, Utrecht, The Netherlands), respectively. Cells were seeded in 6- or 12-well trays, and transfected with 0.5-2 μg of plasmid DNA using the FuGene6 transfection reagent (Roche Molecular Biochemicals), according to the manufacturer's protocol. For transient transfection experiments, cells were transfected with the YFP-expression plasmid pEYFP-C1 (Clontech, Palo Alto, CA, U.S.A.) alone or together with the pSG5-gagPKB vector. Using YFP expression as a marker of transfection, we determined the percentage of transfected cells that detached after treatment with KF. Expression of gag-PKB was confirmed by Western blotting in a parallel sample. Finally, to make stable ErbB3 expressing cells, H460 cells were transfected with 5-10 μg pBABE-ErbB3 cDNA or empty vector control vectors, using Superfect reagent (Gibco BRL) according to the manufacturer's protocol. Transfected cells were selected in puromycin-containing medium and the pooled population was used.

Statistics.

Correlation coefficients (r) and accompanying P -values were calculated using SPSS software. Quantitative experiments were analyzed by the Student's t -test and p -values resulted from the use of two-sided tests and were considered significant when ≤ 0.05 .

RESULTS

KF-induced cytotoxicity is mediated through a necrosis-like cell death process.

To investigate if KF induces the activation of caspase-dependent apoptosis, we examined several apoptotic markers after treatment with KF. First, cell cycle analysis revealed that KF induces a hypodiploid cell population in SKBR3 and BT474 cells, starting after 16 to 24 h exposure to KF and increasing to almost 100% after 72 h (Fig. 1A). Flow cytometric analysis after 7-AAD/Annexin-V double staining demonstrated that KF caused a rapid disruption of the cell membrane, as visualized by the increase of 7-AAD staining (Fig. 1B). However, Annexin-V staining remained negative after treatment (Fig. 1B), indicating that KF does not induce the externalization of phosphatidyl-serine (PS), which is characteristic of apoptotic cell death. KF-treatment resulted in DNA clumping, but cytochrome C remained within mitochondria even in cells clearly affected by KF-treatment (Fig. 1C, indicated by the arrow). The sensitivity to KF of A549 cells overexpressing the anti-apoptotic protein Bcl-2 was similar to that of non-transfected cells (data not shown), further indicating that apoptosis was not involved in the action of KF. Neither caspase-3 nor PARP were cleaved after up to 24 h exposure to KF (Fig. 1D; upper panel), and co-treatment with the broad caspase inhibitor zVAD-fmk did not prevent the hypodiploid cell population induced by KF (Fig. 1E). PARP was degraded after 16 h exposure to KF, but the 89 kD caspase-dependent cleavage product that appeared in control cells treated with cisplatin, was not observed (Fig. 1D; middle panel). This suggests that other proteases were involved in KF-induced degradation of PARP.

Previous reports that KF induces the loss of lysosomal integrity (Garcia-Rocha et al., 1996; Suarez et al., 2003) and that PARP can be degraded by lysosomal cathepsins during necrosis (Gobeil et al., 2001) raised the possibility that the observed KF-induced PARP degradation could be mediated by these proteases, and that cathepsins might be involved in the action of KF. To investigate this possibility, cells were co-treated with zFA-fmk or CA-074-ME, which are specific inhibitors of cathepsin B, or with the cathepsin D inhibitor pepstatin A. As shown in Figure 1E, inhibition of cathepsin B or D failed to protect from the

KF-induced sub-G1 population, demonstrating that the activity of cathepsin B or D is not required for KF-mediated cytotoxicity. Taken together, these data demonstrate that KF does not activate caspase-dependent apoptosis, but causes cell death that resembles necrosis.

ErbB3 expression levels correlate with KF sensitivity.

Using normal human skin fibroblasts, we confirmed previous reports (Gomez et al., 2003; Suarez et al., 2003) that non-tumoral cells have 5- to 40-times higher IC₅₀ values for KF compared to sensitive tumor cells (data not shown). Malignant cells commonly possess over-activated signal transduction cascades that provide potential selective targets of antitumor drugs (Blume-Jensen and Hunter, 2001). Since KF inhibits the EGFR and ErbB2 receptors and downregulates TGF α gene expression (Faircloth et al., 2001; Wosikowski et al., 1997), and high expression of the ErbB family of receptor tyrosine kinases is prevalent in tumor cells (Salomon et al., 1995), we investigated if protein expression levels of ErbB receptors (ErbB1-4) correlate with the sensitivity to KF in a panel of tumor cell lines with variable expression of each receptor. The IC₅₀ concentrations for KF, as measured in MTT assays, ranged from 0.1 μ M to 7 μ M within the panel of cell lines (Fig. 2A). The sensitivity of the cell lines to KF did not correlate with their EGFR (ErbB1), ErbB2, or ErbB4 protein expression levels (Fig. 2B). However, ErbB3 levels showed a significant inverse correlation ($r = -0.61$, $P = 0.0428$) with IC₅₀ concentrations of KF (Fig. 2B).

KF induces downregulation of ErbB3 protein.

Western blot analysis was carried out to investigate potential differences in the expression levels of ErbB receptors in the KF-sensitive HT29 colon carcinoma cell line compared to a KF-resistant sub-line (HT29/KF) generated by long term exposure to increasing concentrations of the drug, and is was capable of growing in the presence of 1.3 μ M KF (see Materials and Methods). The expression of all four ErbB receptors was downregulated in the KF-resistant sub-line compared to the parental cell line (Fig. 3A). In contrast to the general down-regulation of ErbB family members observed after long-term exposure to KF, a 4 h

treatment with KF resulted in the selective downregulation of ErbB3 in sensitive, high ErbB3-expressing SKBR3 cells (Fig. 3B).

Ectopic ErbB3 expression increases the sensitivity of H460 cells to KF.

To investigate if ectopic ErbB3 expression affects the sensitivity of low ErbB3 expressing cells to KF treatment, H460 cells were transiently co-transfected with cDNA, encoding ErbB3 (Holbro et al., 2003) and YFP as a marker of transfection. In comparison to control cells co-transfected with an empty vector and YFP, an increased percentage of YFP-positive, detached cells was noted in ErbB3 co-transfected cells upon KF treatment (data not shown). Next, H460 cells were stably transfected with an ErbB3-encoding cDNA. These cells showed increases of bands of about 125 and 30 kD, detected with an ErbB3-specific antibody, while no induction of full length ErbB3 was observed (Fig. 4A, the different isoforms are indicated by arrows). Treatment of the H460-pBABE-ErbB3 cells with 2 μ M KF resulted in decreased expression of the ErbB3-related 125 and 30 kD proteins (Fig 4A), similar to previously demonstrated KF-mediated depletion of full length ErbB3. In line with the results in transiently transfected cells, a higher fraction of the H460-pBABE-ErbB3 cell line exhibited morphological signs of KF-induced cell death compared to control cells transfected with an empty vector (Fig 4B). Moreover, H460-pBABE-ErbB3 cells showed a modest but significant ($p=0.026$) reduction of the IC_{50} concentration of KF compared to empty vector-transfected cells (Fig 4C). Altogether, the results suggest that ectopic ErbB3 expression sensitizes these cells for KF treatment.

KF depletes ErbB3 and inhibits Akt in KF-sensitive cells.

When a panel of other tumor cell lines was analyzed, we observed that KF induced ErbB3-downregulation specifically in sensitive cell lines (fig. 5A). All ErbB receptors couple to two major signaling cascades, the MAPK pathway involving Ras/Erk, and the PI3K/Akt cascade (Yarden and Sliwkowski, 2001), but ErbB3 is the most efficient activator of PI3K (Prigent and Gullick, 1994). Both kinase pathways are involved in the regulation of cell

proliferation and survival, and are often overactivated in tumor cells (Blume-Jensen and Hunter, 2001). Phosphorylated or total levels of Erk were not affected by exposure of the sensitive SKBR3 cells to KF up to 24 h (Fig. 5B). In contrast, phosphorylated but not total Akt levels decreased within only 30 min after addition of KF to SKBR3 cells with the maximal effect reached after 2 h, which was sustained up to at least 24 h (Fig. 5B). When the complete panel of cell lines was analyzed, we found a decrease of Akt phosphorylation only in those cell lines in which KF provoked downregulation of ErbB3 (Fig. 5A), suggesting that KF-mediated Akt inhibition was due to ErbB3 depletion. In contrast, like ErbB3 expression, Akt phosphorylation remained largely unaffected in the KF-resistant cell lines, including the acquired resistant subline HT29/KF (Fig. 5A). Interestingly, the basal levels of phosphorylated Akt were increased in the HT29/KF cell line compared to its parental cell line (Fig. 5A).

In a titration experiment in SKBR3 cells, the decrease of phosphorylated Akt started at concentrations of 0.25 μ M, having the largest effect at 1 μ M (Fig. 5C). Consistent with inhibition of Akt activity, the phosphorylation of the Akt substrates MDM2 as well as GSK-3 β decreased in cells exposed to KF (Fig. 5C). As an additional marker for Akt activity, the nuclear/cytoplasmic localization of p27^{kip1} was evaluated by immunofluorescence. Nuclear p27^{kip1} inhibits cyclin/CDK complexes resulting in an arrest of cells in the G1 phase of the cell cycle (Toyoshima and Hunter, 1994; Polyak et al., 1994). Phosphorylation of p27^{kip1} by Akt results in the confinement of p27^{kip1} in the cytoplasm, thus stimulating cell cycle progression (Viglietto et al., 2002; Liang et al., 2002; Shin et al., 2002). Treatment with KF induced redistribution of p27^{kip1} from the cytosol to the nucleus to a similar extent as the selective PI3K inhibitor LY294002, included as a control, further demonstrating that Akt activity was inhibited (Fig. 5D).

Cells treated with KF exhibited extensive cytoplasmic swelling cells and rapidly detached from the bottom of the tissue culture tray. After treatment with KF for 1 h, detached cells were separately harvested from attached cells. Downregulation of ErbB3 and inhibition of

Akt was only observed in detached cells (Fig. 5E), indicating that these events coincide with KF-induced cytotoxicity.

Constitutive activation of Akt protects SKBR3 cells from KF-induced cytotoxicity.

KF-mediated Akt dephosphorylation requires the activity of protein phosphatases PP2A and/or PP1, as pre-treatment with the phosphatase inhibitor okadaic acid (OA) prevented KF-induced Akt dephosphorylation (data not shown). However, OA failed to protect against KF-induced cytotoxicity (data not shown), probably due to additional toxic effects of PP1 and PP2A inhibition. Hence, as another approach to prevent KF-induced inactivation of Akt, cells were transfected with a plasmid encoding for gag-PKB, a constitutively active mutant of Akt (Burgering and Coffey, 1995). A smaller number of cells that were transiently co-transfected with gag-PKB and YFP exhibited morphological signs of KF-induced cell death compared to cells transfected with YFP alone (Fig. 6A). As shown in Fig. 6B, co-transfection with gag-PKB significantly reduced the percentage of YFP-positive detached cells upon KF treatment, indicating that constitutively active Akt protects against KF-cytotoxicity.

DISCUSSION

In the study presented here, we have investigated the molecular mechanism of action of the novel marine ant-cancer compound KF, which is currently being investigated in phase II clinical trials. In line with other studies (Garcia-Rocha et al., 1996; Suarez et al., 2003), we observed rapid and potent cytotoxic activity against ErbB2-overexpressing breast cancer cell lines, which was associated with the induction of a hypodiploid cell population, dramatic cytoplasmic swelling, and permeabilization of the plasma and lysosomal membranes. The cell death induced by KF cannot be classified as apoptosis, as several apoptotic markers were negative after KF exposure, and molecular and chemical inhibitors of caspase-dependent cell death failed to protect against KF. In addition to caspase-mediated apoptosis, cells can activate alternative types of programmed cell death mediated by other proteases, such as calpains and cathepsins (Leist and Jaättela, 2001). However, specific inhibitors of the lysosomal proteases cathepsin B or D (Fig. 1E) or of the protease calpain (data not shown) also failed to protect against KF-induced cytotoxicity. In line with a previous study in prostate and breast cancer cells (Suarez et al., 2003), our data indicate that KF induces a necrosis-like cell death process.

We provide several lines of evidence that point to ErbB3 as a major determinant of KF action. First, the inverse correlation between ErbB3 expression and KF IC₅₀ values within the panel of human tumor cell lines suggests ErbB3 as a marker for KF-sensitivity. Second, exposure to KF results in downregulation of ErbB3 protein expression, which was observed in cells exposed for a short time (4 h) to KF as well as in KF-resistant cells that were selected over a longer period of time in KF-containing medium. Third, KF treatment induced downregulation of ErbB3 primarily in the detached, dying cell fraction, but not in the attached cell fraction. Finally, H460 cells ectopically expressing ErbB3 were more sensitive for KF treatment than cells transfected with an empty vector. Together, this indicates that downregulation of ErbB3 in cells that depend on ErbB3 for their survival contributes to the cytotoxicity of KF.

Interestingly, H460 cells transfected with full length ErbB3 cDNA expressed a smaller, 125 kD protein. Others have demonstrated that ErbB3 exists in several isoforms of different sizes, including the truncated extracellular domain of about 30 kD in size, which is located as a 58 kD disulphide-linked dimer in vesicles in the cytoplasm (Srinivasan et al., 2001; Lee and Maihle, 1998). However, the 125 kD protein that we also observed has not been described. Under-glycosylation or proteolytic cleavage of the full-length protein may potentially account for the reduced ErbB3 protein size in H460 cells. In turn, low expression levels of full-length, functional ErbB3 is one of the factors that may account for the limited effect of ErbB3 transfection. Several other factors, however, might contribute to the relatively small differences between the IC₅₀ values of ErbB3- and empty vector-transfected H460 cells. On one hand, since ErbB3 lacks intrinsic kinase activity, functional ErbB3 also requires the expression of other ErbB receptors, which is poor in H460 cells (see Figure 2). On the other hand, the use of pooled transfectants may have masked larger cytotoxic effects induced by KF, as a subpopulation of the cells may express only small amounts of ErbB3.

KF-mediated depletion of ErbB3 was accompanied by a rapid decrease in Akt phosphorylation and inhibition of downstream signaling, an effect that was only observed in sensitive, ErbB3-expressing cells. This finding, together with our observation that blockage of the PI3K/Akt pathway with the PI3K inhibitor LY294002 did not affect ErbB3 expression (data not shown), suggests that inhibition of Akt signaling reflects KF-mediated ErbB3 depletion. This is also consistent with the notion that functional ErbB3 is required for Akt activity in cells that depend on ErbB2 and ErbB3 for their growth and survival, such as SKBR3 cells (Holbro et al., 2003).

Our data indicate that KF-mediated inhibition of the ErbB3-Akt pathway contributes to KF cytotoxicity, as cells transfected with a constitutively active mutant of Akt were largely protected against KF-cytotoxicity. Moreover, the KF-resistant cell line HT29/KF showed increased basal Akt phosphorylation compared to its parental, KF-sensitive cell line HT29, which was not decreased after KF exposure. However, no KF-mediated inhibition of Akt phosphorylation was observed in ErbB3-transfected H460 cells (data not shown). Akt activity

is partially uncoupled from growth factor receptor activity in H460 cells (Janmaat et al, 2003), providing a possible explanation for the observation that ErbB3 depletion does not affect Akt activity in these cells. Akt is a major downstream target of receptor tyrosine kinases that signal via PI3K (Burgering and Coffey, 1995), and possesses pro-survival and anti-apoptotic activities (Franke et al., 2003). Although the role of Akt in apoptosis suppression is well established (Franke et al., 2003), little is known about the involvement of Akt in necrosis-like cell death. Akt inactivation has been observed in multiple types of caspase-independent cell death induced by agents such as N-methyl-D-aspartate, nitric oxide, hydrogen peroxidase, and ansamycin antibiotics (Luo et al., 2003; Basso et al., 2002). Similar to our results with KF, the introduction of a constitutively active mutant of Akt suppressed N-methyl-D-aspartate toxicity (Luo et al., 2003). However, the exact underlying mechanism remains to be investigated.

The demonstration that ErbB3 expression levels correlated with KF sensitivity may explain the reported preferential effect of KF on tumor versus normal cells (Gomez et al., 2003; Suarez et al., 2003), as ErbB3 is commonly overexpressed in tumors (Salomon et al., 1995). However, the NSCLC cell line A549, with low ErbB3 levels, was highly sensitive for KF, suggesting that ErbB3 expression levels alone are not predictive of KF sensitivity in all cases. Although A549 cells show low ErbB3 expression, their survival is dependent on ErbB3 expression, as selective ErbB3 depletion using RNA interference has been shown to induce cell death in this cell line (Sithanandam et al., 2004).

In contrast to an earlier observation of KF-mediated inhibition of EGFR and ErbB2 (Faircloth et al., 2001; Wosikowski et al., 1997), we did not detect any significant, direct effect of KF treatment on EGFR or ErbB2 expression (Figure 3) or phosphorylation in A431 or SKBR3 cells, respectively (data not shown). However, the observation that besides ErbB3 other ErbB receptors were also downregulated to some extent during the selection process of the KF-resistant HT29 subline, might reflect an indirect effect of KF on the expression of other ErbB receptors, and suggests a potential role of multiple members of the ErbB family in KF-sensitivity.

The mechanism by which ErbB3 is downregulated by KF remains to be clarified. KF-induced downregulation of ErbB3 is not due to inhibited synthesis of the receptor, as treatment of SKBR3 cells with the protein synthesis inhibitor cyclohexamide (50 μ M) for 4h did not affect ErbB3 expression levels, while expression of p27^{kip1} was downregulated in these cells (data not shown). These data thus indicate that ErbB3 downregulation is due to degradation rather than inhibition of protein synthesis. ErbB3 protein can be ubiquitinated by the ubiquitin ligase Nrdp1 and subsequently degraded by proteasomes (Diamonti et al., 2002; Qiu and Goldberg, 2002). However, KF-induced ErbB3-degradation was not proteasome-mediated, as co-treatment of cells with the proteasome inhibitors MG-132 or PS-341 failed to protect from KF-induced ErbB3 depletion (data not shown). Alternatively, KF might mediate the internalization of ErbB3 and subsequently target it for degradation, similar to EGF-mediated internalization of the EGFR (French et al., 1995). However, it remains to be elucidated if and how KF binds ErbB3.

The data presented here may have important clinical relevance. We demonstrate that KF is active *in vitro* against cells derived from various tumor types, including breast, colon, NSCLC, and hepatic carcinomas at clinically relevant concentrations. Moreover, our finding that ErbB3 expression levels correlate with sensitivity of cell lines to KF suggests ErbB3 as a marker for KF sensitivity. Furthermore, downregulation of ErbB3 expression or inhibition of Akt or downstream events, such as the cellular localization of p27^{kip1}, could serve as surrogate markers for KF activity. Although these preclinical findings require confirmation in the clinic, our data further suggest that mutations leading to constitutive activation of the PI3K/Akt pathway, such as depletion of *PTEN* (Stambolic et al., 1998) or *PIK3CA* mutations (Samuels et al., 2004) that have been identified in several tumor types, may contribute to mechanisms of resistance to KF.

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FIGURE LEGENDS

Figure 1. KF induces necrosis-like cell death. *A*, flow cytometry analysis of the DNA content of BT474 and SKBR3 cells stained with propidium iodide (PI) after exposure to KF (1 μ M) for different times. Representative examples of the cell cycle distribution of SKBR3 cells untreated or treated for 24 or 48 h with KF are shown (left panels). The amount of cells with hypodiploid DNA content (M1) was measured and presented as percentage of total cell population (right panel). *B*, KF-treated SKBR3 cells (1 μ M for 4h) were double-stained with annexin-V/7-AAD and analyzed by flow cytometry. Gate-settings distinguish between living (lower left), necrotic (upper left), early apoptotic (lower right) and late apoptotic (upper right) cells. *C*, Cytochrome C is not released from mitochondria in cells affected by KF treatment. Representative examples of SKBR3 cells stained for Hoechst (left panels) and cytochrome C (Cyt C) (right panels) incubated without (UT) or with KF (1 μ M) for 2 h. The arrow in the bottom panels indicates a cell with clumped DNA but no cytochrome C release. *D*, Effect of KF on caspase-3 and PARP-cleavage. SKBR3 cells were incubated for the indicated period of time with KF and effects on caspase-3 and PARP was analysed by Western blotting. As a control, cells were treated with cisplatin (10 μ M) for 24 h (lane 6). The membranes were stripped and reprobed with anti- β -actin to verify equal protein loading. *E*, No effect of caspase or cathepsin B or D inhibition on KF-induced sub-G1 population. SKBR3 cells were pretreated with the pan-caspase inhibitor zVAD-fmk (50 μ M), the cathepsin B inhibitors zFA-fmk (ZFA) or CA-074 (CA), or the cathepsin D inhibitor pepstatin A (pepA) for 1 h before addition of KF (1 μ M). The sub-G1 population was measured after 24 h as in *A*. Values represent the mean and SD of three independent experiments.

Figure 2. ErbB3 protein expression levels correlate with KF sensitivity. Correlation of KF sensitivity with expression of the ErbB family of kinases. *A*, Basal ErbB expression levels were evaluated by western blotting. IC₅₀ values of KF represent the mean and SD of at least three independent MTT assays (see materials and methods). *B*, The ErbB protein expression

levels shown in fig A were quantified using Quantity One (Biorad) software, normalized with β -actin expression levels, and plotted against the mean IC₅₀ concentrations of KF. Pearson's correlation coefficients (*r*) and *P*-values were calculated using SPSS software.

Figure 3. KF induces downregulation of ErbB3 protein. Western blot analysis of protein expression levels of ErbB receptors in A, HT29 wild-type (HT29/wt) and KF-resistant HT29 (HT29/KF) cells that were exposed to KF for a long period of time, and in B, SKBR3 cells treated with KF (1 μ M) for a short period of time (4 h). The membranes were stripped and reprobed with anti- β -actin to verify equal protein loading.

Figure 4. Ectopic ErbB3 expression increases the sensitivity of H460 cells to KF. A, ErbB3 protein expression was analysed by Western blotting on total cell lysates of H460 cells that were stably transfected with the empty pBABE vector or the pBABE-ErbB3 vector. Effect of KF treatment on ErbB3 expression was analyzed on cells treated with 1 or 2 μ M KF for 4 h. A total cell lysate of H292 cells was included as a positive control. The arrows indicate the full length ErbB3 of 185 kD and truncated ErbB3 isoforms of about 125, 60 and 30 kD. Note the decrease of these proteins after KF treatment. B, Phase contrast pictures of H460 cells stably expressing the empty pBABE vector or the pBABE-ErbB3 vector, exposed to 0, 1, or 2 μ M of KF for 4 h. The arrows indicate cells that were visually affected by KF treatment. C, H460.ErbB3 cells are more sensitive for KF treatment than H460.pBABE cells. Growth inhibition induced by various concentrations of KF was determined in MTT assays at 72 h. The percentage of survival was expressed as the percentage of the untreated controls. Mean, SD, and IC₅₀ concentrations are shown from two independent experiments (*, *P* \leq 0.05, empty vector vs ErbB3, Student's *t* test).

Figure 5. KF depletes ErbB3 and inhibits Akt in sensitive cells. A, The indicated cell lines were left untreated (UT) or exposed to KF (1 μ M) for 4 h, and ErbB3 and p (phosphorylated)-

Akt expression levels were analyzed by Western blotting. The membrane was stripped and reprobed with anti- β -actin to verify equal protein loading. *B*, SKBR3 cells were exposed to KF (1 μ M) for different times and ErbB3 and total and phosphorylated (p) Erk and Akt were analysed by Western blotting. Protein expression levels of ErbB3, p-Akt, and p-Erk were quantified, normalized with β -actin, and calculated as percentage of untreated cells. *C*, SKBR3 cells were exposed to different concentrations of KF as indicated, and phosphorylated (p) Akt, mdm2, and GSK-3 β were analysed by Western blotting. The concentrations of KF resulting in 50% inhibition of protein expression (IC₅₀) were calculated after quantification of the Western blots. The lower panel shows the quantified and normalized protein expression levels of p-Akt, p-MDM2 and p-GSK3 β plotted against the KF concentration. The graph also shows the survival of SKBR3 cells after 72 h treatment plotted against the KF concentration as measured in MTT assays (see materials and methods). *D*, Representative examples of SKBR3 cells incubated without (UT) or with KF (1 μ M) for 4 h and stained for p27^{kip1} and Hoechst. The proportion of cells showing predominantly nuclear localization of p27^{kip1}, or predominant cytoplasmic p27^{kip1} localization is shown in the bottom panel, including of cells that were treated with the PI3K inhibitor LY294002, used as a control. The proportion of cells that had both nuclear and cytoplasmic p27^{kip1} localization is not shown. Values represent the mean and SD by counting at least 200 cells/treatment in two independent experiments (*, $P \leq 0.05$; **, $P \leq 0.01$, untreated *vs* treated, Student's *t* test). *E*, SKBR3 cells were exposed for 1 h with KF (1 μ M) and the attached and detached cell populations were separately harvested and analyzed for ErbB3 and phosphorylated Akt protein levels.

Figure 6. Constitutive activation of Akt protects SKBR3 cells from KF-induced cytotoxicity. *A*, Phase contrast pictures of cells transfected with YFP alone (YFP) or YFP and gag-PKB (YFP+gag-PKB), which were left untreated or exposed to KF (1 μ M) for 4 or 24 h. *B*, Fraction of YFP-positive cells that had detached from the bottom of the tissue culture tray after exposure to KF (1 μ M) for 4 or 24 h. Mean and SD are shown from two

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independent assays by counting at least 300 cells/treatment (*, $P \leq 0.05$, YFP vs YFP+gag-PKB, Student's *t* test).

Figure 1.

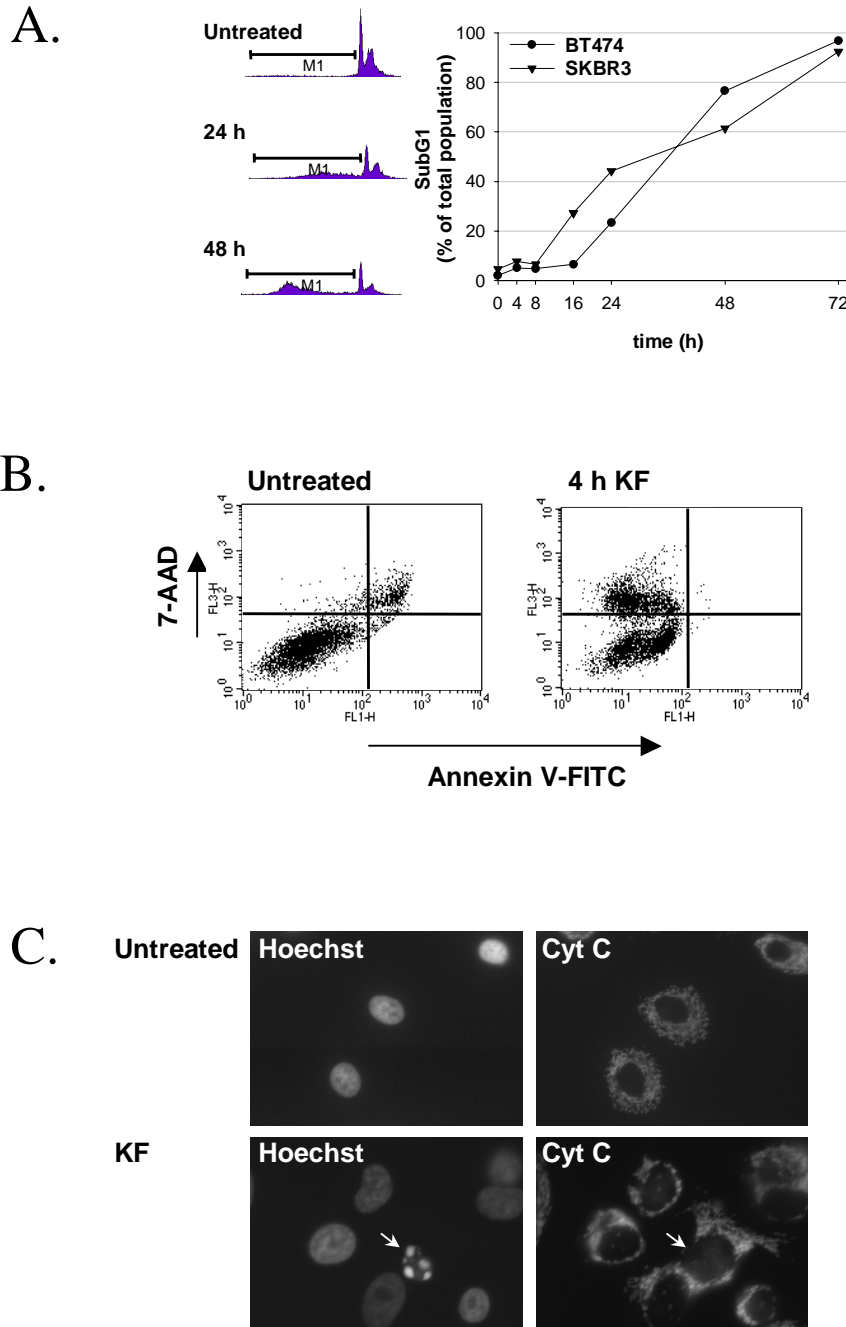


Figure 1.

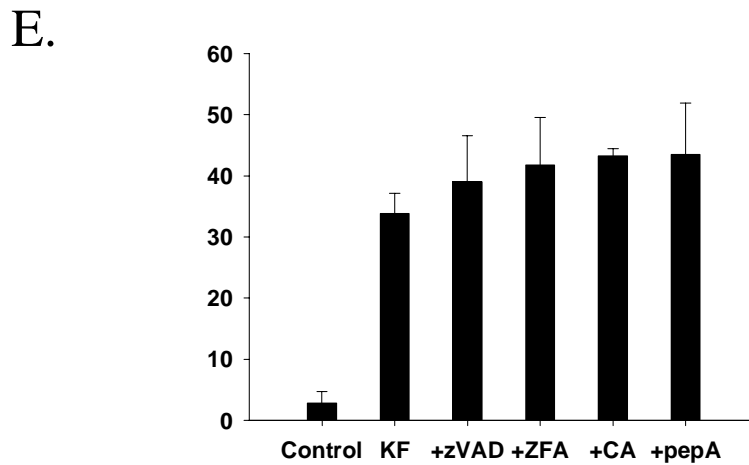
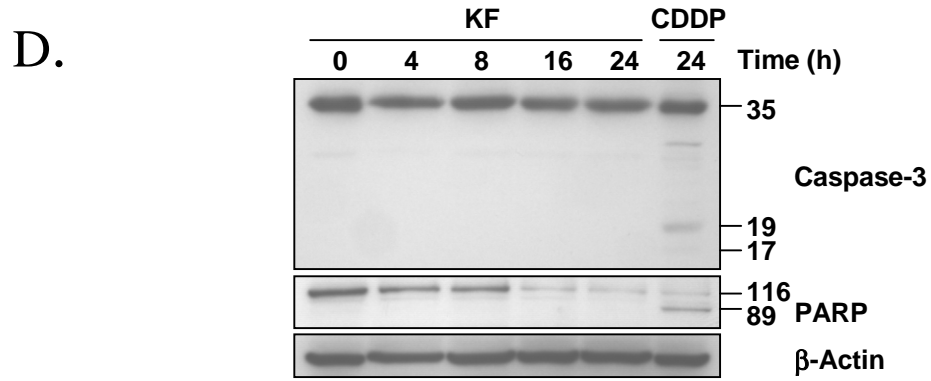
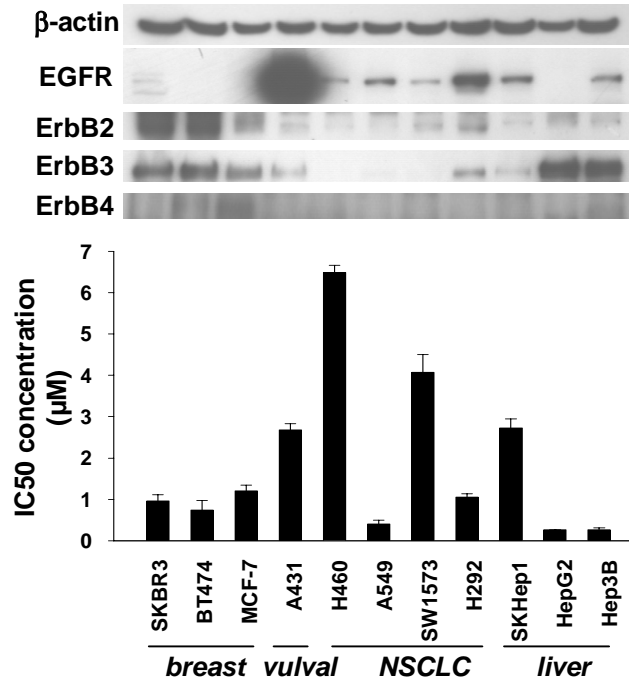


Figure 2.

A.



B.

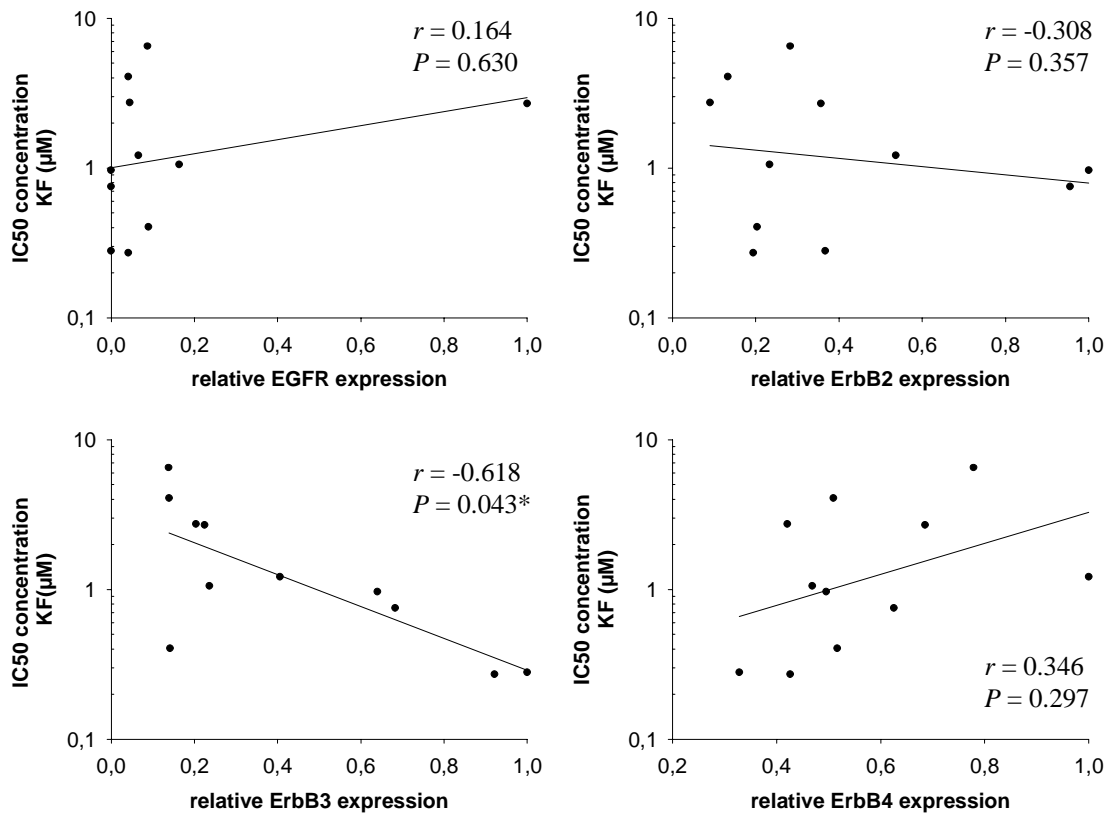
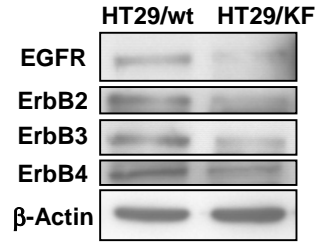


Figure 3.

A.



B.

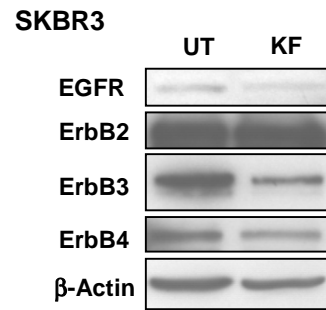


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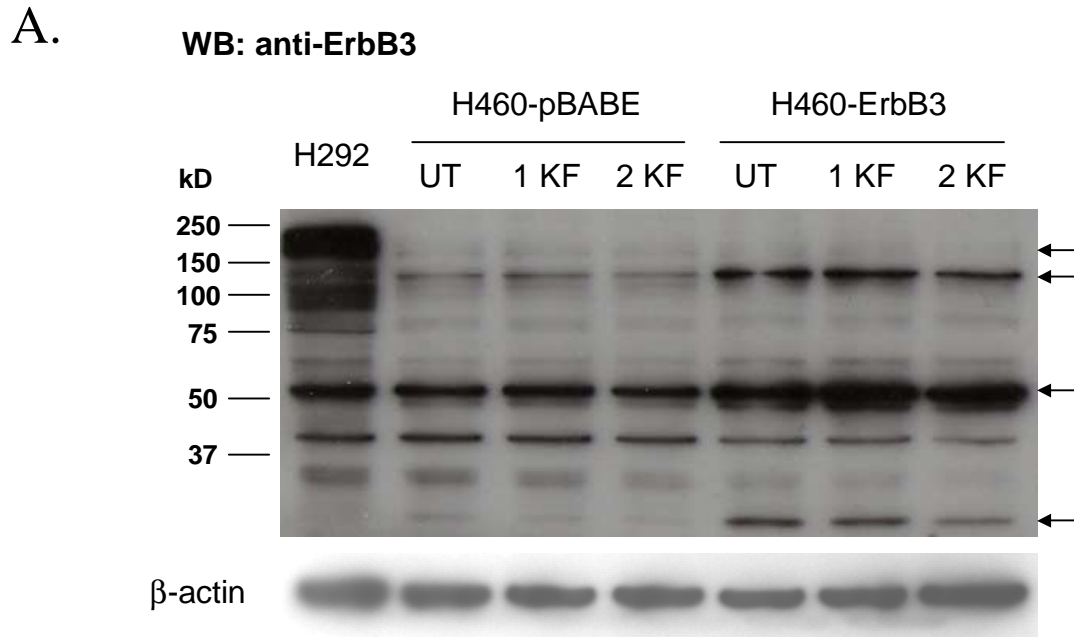
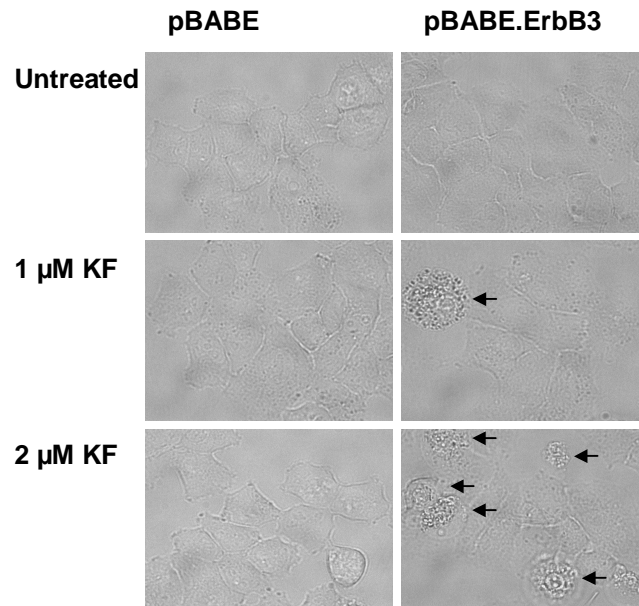


Figure 4.

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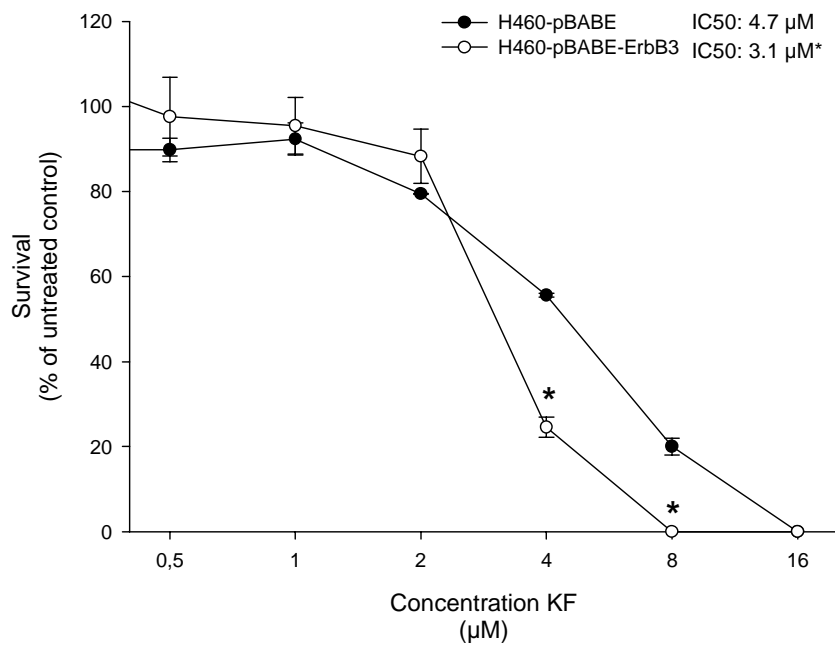
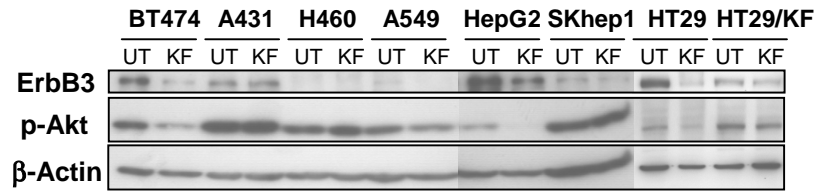
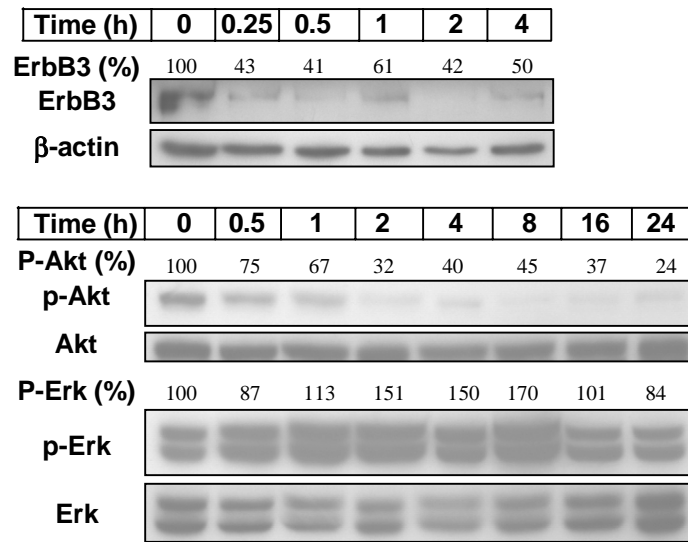


Figure 5.

A.



B.



C.

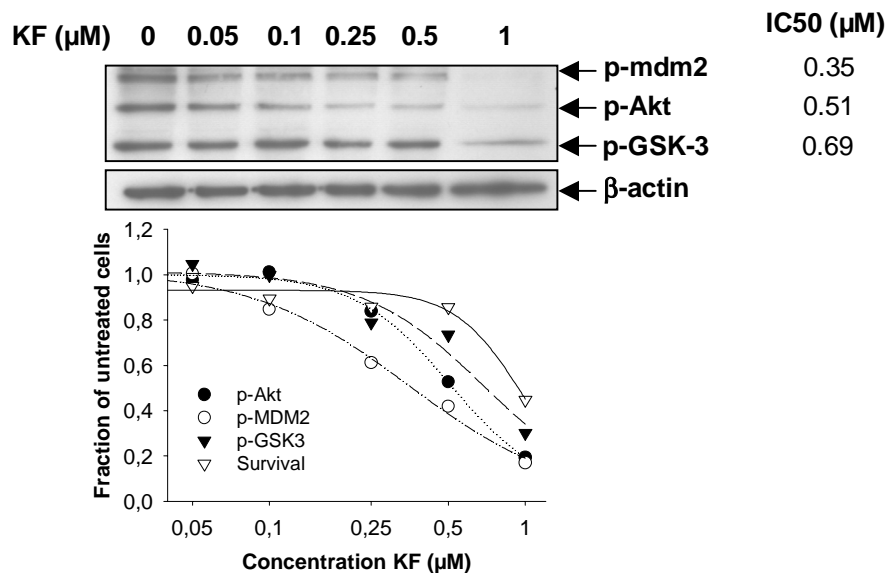
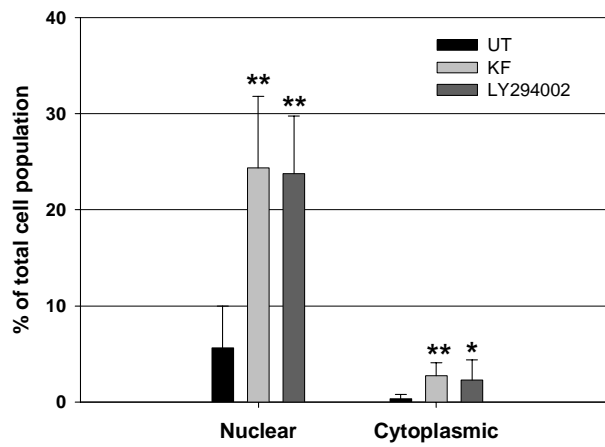
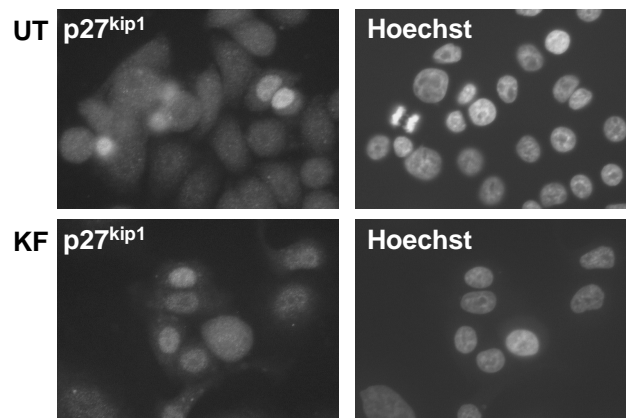


Figure 5.

D.



E.

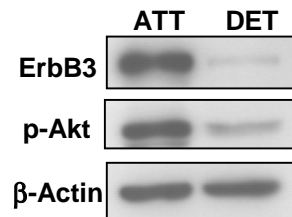
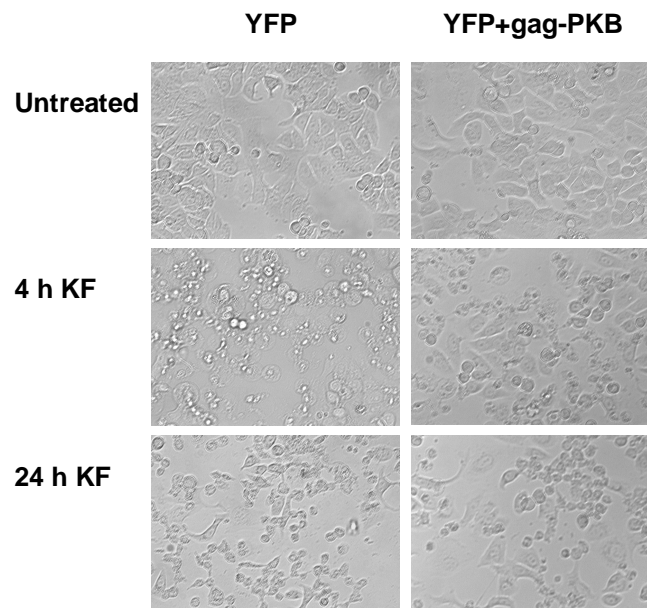


Figure 6.

A.



B.

