

Retinoic-Acid-Resistant Neuroblastoma Cell Lines Show Altered MYC Regulation and High Sensitivity to Fenretinide

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Background. High-dose, pulse-13-*cis*-retinoic acid (13-*cis*-RA) given after intensive cytotoxic therapy improves event-free survival for high-risk neuroblastoma (NB), but more than 50% of patients have tumor recurrence. **Procedure.** We conducted multistep selection for resistance to all-trans-retinoic acid (ATRA) in NB cell lines with (SMS-KCNR and LA-N-5) or without (SMS-LHN) MYCN genomic amplification. **Results.** After 12 exposures to 10 μ M ATRA, the two MYCN-amplified cell lines (KCNR 12X RR and LA-N-5 12X RR) showed partial resistance to the cytostatic/differentiation effects of ATRA; complete resistance was seen in LHN 12X RR. ATRA-selected cells showed general RA resistance (cross-resistance to 13-*cis*-RA). Transient (KCNR 12X RR, LA-N-5 12X RR) or sustained (LHN 12X RR) novel overexpression of *c-myc* was associated with RA

resistance. RA-insensitive overexpression of MYCN by transduction in SMS-LHN also conferred RA resistance. Both parental and RA-resistant lines showed 2–4 logs of cell kill in response to *N*-(4-hydroxyphenyl)retinamide (4-HPR, fenretinide). Compared to parental lines, 4-HPR achieved 1–3 log greater cell kills in RA-resistant LHN 12X RR, LA-N-5 12X RR, KCNR 12X RR, and MYCN-transduced SMS-LHN or SK-N-RA. NB cell lines ($n = 26$) from 21 different patients showed that 16 of 26 (62%) were sensitive to 4-HPR ($LC_{90} < 10 \mu$ M), including lines established at relapse after myeloablative and/or 13-*cis*-RA therapy. **Conclusion.** Thus, RA-resistant NB cell lines can be sensitive (and in some cases collaterally hypersensitive) to 4-HPR. Med. Pediatr. Oncol. 35:597–602, 2000. © 2000 Wiley-Liss, Inc.

Key words: neuroblastoma; retinoic acid; fenretinide; MYCN; *c-myc*

INTRODUCTION

Neuroblastoma is an aggressive childhood neoplasm of the sympathetic nervous system. Intensive chemoradiotherapy supported with bone marrow transplantation has improved survival for high-risk neuroblastoma, especially if followed by 13-*cis*-retinoic acid (13-*cis*-RA) [1]. Clinical use of 13-*cis*-RA, which achieves higher drug levels [2,3] than all-trans-retinoic acid (ATRA), was based on studies with neuroblastoma cell lines. Treatment of both MYCN-gene amplified and nonamplified human neuroblastoma cell lines with either of the retinoic acids (RA), ATRA or 13-*cis*-RA, caused a marked decrease in MYCN RNA expression and arrest of cell proliferation [4–6]. In some cell lines, 10 days of 5–10 μ M RA treatment caused a prolonged growth arrest that persisted for >60 days after drug removal, and the growth arrest correlated with decreased MYCN RNA and protein expression [4]. The few cells that re-proliferated after the sustained growth arrest responded again to 5–10 μ M RA with decreased MYCN expression and arrested cell proliferation [4]. These data suggested that RA causes growth arrest of neuroblastoma by downregulation of MYCN expression and that RA resistance could be caused by a failure of MYCN downregulation. If the latter is true, new agents targeted at overcoming RA resistance would need either to downregulate MYCN ex-

pression via a mechanism that overcomes resistance to RA, or alternatively to achieve cytotoxicity and/or sustained growth arrest of neuroblastoma cells by other mechanisms.

N-(4-hydroxyphenyl)retinamide (fenretinide, 4-HPR) is a synthetic retinoid made in the late 1960s that has been reported to be cytotoxic for neuroblastoma cell lines [7–9] via generation of reactive oxygen species and ceramide [10]. Here we show that RA resistance in neuroblastoma cell lines is associated with a lack of downregulation of total *myc* (MYCN and/or *c-myc*) gene expression by RA. We also show that many neuroblastoma cell lines are sensitive to 4-HPR, and that neuroblastoma cell lines selected for resistance to RA are collaterally hypersensitive to 4-HPR.

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MATERIALS AND METHODS

Cell Lines

We studied 26 neuroblastoma cell lines [11–15]. SMS-SAN, SMS-LHN, SMS-KAN, SMS-KANR, SMS-KCNR, LA-N-5, LA-N-6, SK-N BE(2), SK-N-SH, SK-N-FI, SK-N-RA, LHN 12X RR, KCNR 12X, RR, and LA-N-5 12X RR were cultured in complete medium made from RPMI-1640 (Irvine Scientific, Santa Ana, CA) supplemented with 10% heat-inactivated fetal bovine serum (FBS) (Gemini BioProducts, Inc., Calabasas, CA). CHLA-11, CHLA-15, CHLA-20, CHLA-51, CHLA-60, CHLA-70, CHLA-79, CHLA-90, CHLA-134, CHLA-136, CHLA-140, and CHLA-150 were cultured in complete medium made from Iscove's Modified Dulbecco's Medium (BioWhittaker, Walkersville, MD) supplemented with ≈ 3 mM L-glutamine (Gemini BioProducts, Inc.) insulin and transferrin 5 $\mu\text{g}/\text{ml}$ each, and 5 ng/ml of selenious acid (ITS Culture Supplement; Collaborative Biomedical Products, Bedford, MA) and 20% heat-inactivated FBS. Cell lines were free of mycoplasma and were subcultured using Pucks saline A + 1 mM EDTA [13].

Gene Expression and Transduction

Expression of MYCN and c-myc were measured using Northern and Western blotting as previously described [15,16]. A MYCN cDNA spanning exons 2 and 3 was inserted into the EcoR I site of the LXSXN retroviral vector [17], which also contained the neo resistance gene. The LXSXN retroviral vector alone (empty vector) or LXSXN containing MYCN was used to infect the SMS-LHN and SK-N-RA cell lines and clones were selected using G418 (GibcoBRL Products, Gaithersburg, MD) [18].

Cytotoxicity Assay

Cytotoxicity of fenretinide for neuroblastoma cell lines was determined over a range of concentrations from 0.5 to 12 μM using the DIMSCAN assay system [19,20]. Cytotoxicity relative to vehicle-treated controls was measured 5 to 7 days after initiating drug exposure, depending on doubling time of cells being tested. LC_{90} values (i.e., the drug concentration that was cytotoxic for 90% of a cell population) were calculated using the software Dose-Effect Analysis with Microcomputers [11,12]. Cell lines with an LC_{90} value ≥ 10 μM were considered resistant to 4-HPR.

Apoptosis Assay

Apoptosis was detected by TUNEL assay, using the ApopTag kit (Oncor, Gaithersburg, MD). Cells were fixed in 1% paraformaldehyde, and terminal DNA fragments were identified by two-color flow cytometry using fluorescein-labeled anti-digoxigenin antibodies against

digoxigenin-nucleotide conjugates that were catalytically added by terminal deoxynucleotidyl transferase; DNA counterstaining used propidium iodide [21]. Analysis was carried out on a Becton Dickinson FACScan flow cytometer with a 488 nm argon laser.

RESULTS

Resistance to RA and myc Expression

To explore the mechanism of RA resistance in neuroblastoma, we exposed SMS-LHN (MYCN nonamplified) LA-N-5, and SMS-KCNR (MYCN gene-amplified) to 10 μM ATRA for 10 days, allowed the cells to re-establish a proliferating cell population, and re-treated cells with 10 μM ATRA. We repeated these steps 12 times. Initial recovery of proliferating cells in SMS-LHN required > 60 days, with a faster recovery (~ 10 days) of proliferation after the second RA exposure, and no growth arrest observed with the fourth ATRA treatment, or with subsequent RA treatments. Only transient growth arrest (<10 days after removal of ATRA) was seen at any selection point for SMS-KCNR or LA-N-5. Cell lines resistant to ATRA were cross-resistant to 13-*cis*-RA and are considered generally RA resistant.

MYCN RNA and protein expression was only minimally downregulated in SMS-KCNR and LA-N-5 selected for RA resistance, with rapid recovery of MYCN expression after removal of ATRA. SMS-LHN showed diminished downregulation of MYCN after recovery from the first exposure to ATRA, but continued to show measurably decreased MYCN expression in response to ATRA. However, SMS-LHN RA-resistant cells showed overexpression of c-myc that was not downregulated by ATRA. After 12 exposures of SMS-LHN to ATRA (cells designated as LHN 12X RR), no MYCN expression was detectable, and very high expression of c-myc was observed. Transient expression of c-myc was seen in SMS-KCNR and LA-N-5 during selection for RA resistance, but c-myc expression was lost after several passages of RA-resistant cell lines in RA-free medium, accompanied by only minimal downregulation of MYCN expression if subsequently challenged with ATRA.

To determine whether a failure to downregulate MYCN expression was responsible for RA resistance in neuroblastoma, we transfected the MYCN gene into SMS-LHN so that it was expressed constitutively and not downregulated by ATRA. This was done using a cDNA for MYCN covering exons 2 and 3 that was inserted into the EcoR I site of the LXSXN retroviral vector, with the Moloney murine leukemia virus (Mo-MuLV) long terminal repeats serving as a transcriptional regulator. SMS-LHN clones transduced with LXSXN-MYCN expressed an exogenous 2.2 kb MYCN RNA and showed an approximately fivefold increase in MYCN protein by immunoblotting relative to parental SMS-LHN or empty vector

controls. MYCN expression in transduced cells showed no downregulation of MYCN RNA or protein when treated with 10 μ M ATRA. LXS (empty-vector)-transduced SMS-LHN showed MYCN downregulation by ATRA and sustained growth arrest (>20 days) after ATRA withdrawal, whereas MYCN-transduced SMS-LHN cells showed only transient growth arrest during RA exposure, and proliferated at the rate of control cells immediately after ATRA withdrawal. Thus, downregulation of MYCN is a key event in the induction of sustained growth arrest of neuroblastoma by ATRA.

Cytotoxicity of 4-HPR

We determined whether 4-HPR was active against neuroblastoma cell lines that were selected for resistance to RA. As shown in Figure 1, a high degree of apoptosis was seen in LHN 12X RR cells (93% in 4-HPR-treated cells versus 11% seen in control cells treated with ethanol vehicle only). The LHN 12X RR cells were resistant to growth inhibition by ATRA or 13-*cis*-RA (see above), and LHN 12X RR treated with ATRA showed 13% apoptotic cells, relative to 11% in the vehicle-treated control (Fig. 1).

We determined the activity of 4-HPR (using the DIMSCAN assay, which can measure up to 4 logs of cytotoxicity) against a panel of 23 neuroblastoma cell lines, which were established from 21 different patients after various phases of therapy, as well as the three cell lines selected in vitro for RA resistance. The cell line panel included the parental (preselection) cell lines of the RA-resistant lines (Table I). Of the 26 cell lines tested, 16 were sensitive to 4-HPR (LC_{90} values < 10 μ M, range from < 0.5 to 9.2 μ M), and 13 of 26 cell lines had an LC_{90} < 4 μ M. Although 4-HPR resistance was common in those lines established at the time of progressive disease, some cell lines established after myeloablative therapy and/or 13-*cis*-RA therapy remained sensitive to 4-HPR.

All three cell lines selected in vitro for resistance to RA were collaterally hypersensitive to the cytotoxic effects of 4-HPR. In response to 3 μ M 4-HPR, cell kills were 4 logs for LHN 12 X RR vs 1.5 logs for SMS-LHN; 2.5 logs for KCNR 12X RR vs 0.7 logs for SMS-KCNR; and 4 logs for LA-N-5 12X RR vs 2.5 logs for LA-N-5. Thus, all three RA-resistant cell lines showed decreased 4-HPR LC_{90} values relative to the non-RA-selected parental cell lines (Table I). A similar collateral hypersensitivity was seen when MYCN was overexpressed by transduction with LXS in SMS-LHN or SK-N-RA. Both MYCN-transduced cell lines had a greater sensitivity to 4-HPR (LC_{90} < 0.5 μ M for SMS-LHN; LC_{90} = 4.4 μ M for SK-N-RA), compared to the parental cell lines (LC_{90} = 2.5 μ M for SMS-LHN; LC_{90} > 15 μ M for

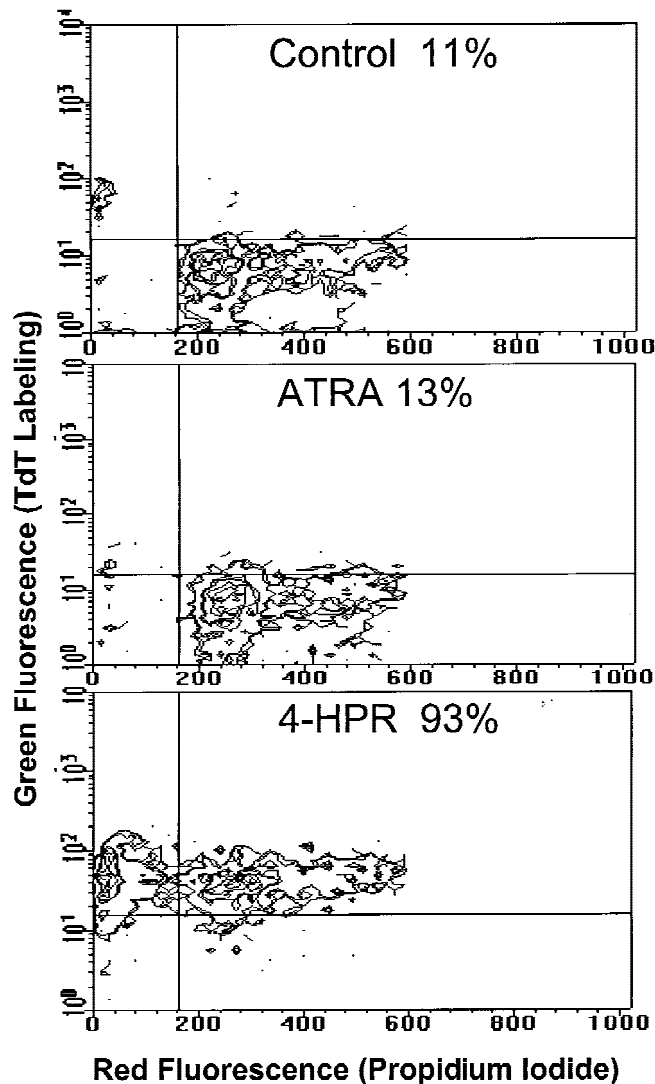


Fig. 1. Apoptosis was quantified by flow cytometry for the LHN 12X RR cell line (a retinoic-acid-resistant variant of SMS-LHN) using terminal deoxynucleotidyl transferase (TdT)-mediated labeling of DNA fragments with digoxigenin-dUTP followed by fluorescein-labeled antidigoxigenin (Y axis, green fluorescence) and DNA content by propidium iodide (PI) staining (X axis, red fluorescence). Gated quadrants and percent apoptotic cells were based on staining of control (viable) LHN 12X RR cells with a nonbinding antibody and PI. **Top panel** shows control cells, treated with vehicle (ethanol) for 36 hs. **Middle panel** shows cells treated with 10 μ M all-trans-retinoic acid (ATRA) for 36 hs. **Bottom panel** shows cells treated with 10 μ M *N*-(4-hydroxyphenyl)retinamide (4-HPR) for 36 hs. Note that the majority of 4-HPR-treated cells show TdT labeling of DNA fragments. A portion of the cells showed a sub- G_0 DNA staining. Both are indicators of apoptosis.

SK-N-RA), or the empty vector controls (LC_{90} = 1.75 μ M for SMS-LHN; LC_{90} > 15 μ M for SK-N-RA).

DISCUSSION

The improvement in event-free survival seen in high-risk neuroblastoma patients treated with 13-*cis*-RA after

TABLE I. The 26 Cell Lines Studied for Sensitivity to *N*-(4-hydroxyphenyl)Retinamide (4-HPR) and the 4-HPR LC₉₀ Values (in μ M) for each*

Phase of therapy	Cell line	4-HPR LC ₉₀ (μ M)
DX	CHLA-15	6.2
	SMS-KAN	2.3
	SMS-SAN	0.1
	LA-N-5	1.3
PD	CHLA-20	>15
	CHLA-60	9.2
	LA-N-6	1.9
	SK-N-BE(2)	15.7
	SK-N-SH	>15
	SK-N-FI	>15
	SK-N-RA	>15
	SMS-KANR	3.0
	SMS-KCNR	3.8
	SMS-LHN	2.5
PD-BMT	CHLA-51	6.1
	CHLA-79	>15
	CHLA-134	>15
	CHLA-136	14.0
Post 13- <i>cis</i> -RA	CHLA-70	>15
	CHLA-140	1.2
	CHLA-150	>10
Post PD-BMT + 13- <i>cis</i> -RA	CHLA-11	3.7
	CHLA-90	2.6
Selected for RA resistance	LHN 12X RR	0.03
	KCNR 12X RR	1.65
	LA-N-5 12X RR	0.05

*Lines in the panel included those established at diagnosis before therapy (DX), at time of progressive disease during or after nonmyeloablative therapy (PD), after myeloablative therapy (PD-BMT), after therapy with 13-*cis*-retinoic acid (Post 13-*cis*-RA), and after myeloablative therapy followed by 13-*cis*-RA (Post PD-BMT + 13-*cis*-RA). Also shown are the three cell lines (LHN 12X RR, KCNR 12X RR, and LA-N-5 12X RR) selected for RA resistance from the RA-sensitive cell lines, SMS-LHN, SMS-KCNR, and LA-N-5. 4-HPR LC₉₀ values were derived from dose-response curves using DIMSCAN to measure the cytotoxic response.

completion of cytotoxic therapy [1] suggests that further improvements in outcome can be achieved by developing agents effective against minimal residual disease (MRD) that are tolerable soon after completion of myeloablative therapy [22]. However, to be successful, new therapies for MRD in neuroblastoma must be effective against tumor cells resistant to 13-*cis*-RA. We have approached the development of such new agents by the *in vitro* selection of RA-resistant cell lines from *MYCN*-amplified and nonamplified lines that were initially RA sensitive. We have also established a panel of cell lines from patients who developed progressive disease after various therapies, including myeloablative and/or 13-*cis*-RA therapy.

Neuroblastoma cell lines selected for RA resistance appear to mediate resistance primarily by failing to

downregulate *myc* expression. In the SMS-LHN cell line, which lacks genomic amplification of *MYCN*, we observed that selection for RA resistance initially resulted in a diminished downregulation of *MYCN* expression and a shorter period of arrested cell proliferation. On the fourth and subsequent ATRA exposures, we observed no arrest of proliferation, yet there was still *MYCN* downregulation; however, the RA-resistant SMS-LHN cells showed novel overexpression of *c-myc*. Further RA selection led to a complete replacement of *MYCN* expression by *c-myc* in SMS-LHN, even after removal of ATRA.

The two *MYCN*-amplified lines (LA-N-5 and SMS-KCNR) also showed increased *c-myc* expression when selected for RA resistance, but this effect was transient. Presumably the *c-myc* expression was replaced (in terms of total *myc* expression) by the development of high-level *MYCN* expression that showed minimal downregulation by ATRA after several exposures. It is likely that the ability of *MYCN*-amplified cell lines to develop RA-insensitive *MYCN* expression was facilitated by the multiple copies of the *MYCN* genome and associated promoters that are present in these cell lines. The role of non-RA-downregulated *myc* expression in conferring RA resistance was confirmed by transduction of an RA-insensitive *MYCN* cDNA, which conferred RA resistance in SMS-LHN. Taken together, these data imply that RA-insensitive *myc* expression (*MYCN* and/or *c-myc*) is required by neuroblastomas to overcome the antiproliferative effects of RA.

Fenretinide (4-HPR) has been reported to be cytotoxic for neuroblastoma cell lines *in vitro* at 1–10 μ M concentrations in a dose-dependent manner [7–9]. In contrast to 13-*cis*-RA and ATRA, 4-HPR does not induce maturational changes, but is cytotoxic, causing both apoptosis [7,23–25] and necrosis [10,26]. 4-HPR has shown activity against non-neuroblastoma cell lines known to be resistant to ATRA [27–30], suggesting that it could have activity against RA-resistant neuroblastomas.

We found that not only were those cell lines selected for RA resistance sensitive to 4-HPR, but they were also collaterally hypersensitive, showing a higher degree of cell kill and lower 4-HPR LC₉₀ values than did the non-selected cell lines. In one of these cell lines (LHN 12X RR), we observed a high degree of apoptosis induced by 4-HPR, suggesting that an increased apoptotic response to 4-HPR may be one mechanism of collateral hypersensitivity in the RA-resistant cell lines. Because all three RA-resistant cell lines have a high degree of total *myc* expression (*MYCN* or *c-myc*), and because increasing *myc* expression by *MYCN*-transduction also increased 4-HPR sensitivity, the level of total *myc* expression may relate to the sensitivity of neuroblastoma cells to 4-HPR-mediated apoptosis. This would be consistent with the observation that 4-HPR sensitivity in small-cell lung can-

cer cell lines related to c-myc expression [24]. However, 4-HPR also mediates death via a p53- and caspase-independent pathway (especially at concentrations ~ 10 μ M), which causes necrosis rather than apoptosis, likely via production of large amounts of ceramide [10]. Studies in progress are addressing the relationship of myc expression to 4-HPR sensitivity.

Toxicity of 4-HPR in chemoprevention clinical trials (with chronic low dosing) has been minimal and no hematologic toxicity has been reported, with the major clinical toxicity of 4-HPR being decreased night vision because of decreased plasma retinol levels [31]. A similar lack of toxicity has been seen with pulse (1 week of 4-HPR, 2 weeks rest) dose escalation in a pediatric phase I trial, which is achieving plasma levels > 8 μ M, with dose escalation still in progress [32]. We have found that 16 of the 26 cell lines tested had a 4-HPR LC₉₀ value within the clinically achievable range for the drug, including 3 of the 5 cell lines that were established at time of relapse after 13-*cis*-RA therapy. This, combined with the collateral hypersensitivity demonstrated in three cell lines selected for RA resistance in vitro, suggests that following 13-*cis*-RA therapy with 4-HPR could decrease tumor recurrence. Therapy with 4-HPR could be especially effective if used against MRD that has been selected for RA resistance because such tumor cells may have collateral hypersensitivity to 4-HPR.

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