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6 **Drug resistance mechanisms create targetable proteostatic vulnerabilities in Her2+ breast**
7 **cancers**

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Abstract

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29 Oncogenic kinase inhibitors show short-lived responses in the clinic due to high rate of acquired
30 resistance. We previously showed that pharmacologically exploiting oncogene-induced
31 proteotoxic stress can be a viable alternative to oncogene-targeted therapy. Here, we performed
32 extensive analyses of the transcriptomic, metabolomic and proteostatic perturbations during the
33 course of treatment of Her2+ breast cancer cells with a Her2 inhibitor covering the drug response,
34 resistance, relapse and drug withdrawal phases. We found that acute Her2 inhibition, in addition
35 to blocking mitogenic signaling, leads to significant decline in the glucose uptake, and shutdown
36 of glycolysis and of global protein synthesis. During prolonged therapy, compensatory
37 overexpression of Her3 allows for the reactivation of mitogenic signaling pathways, but fails to re-
38 engage the glucose uptake and glycolysis, resulting in proteotoxic ER stress, which maintains the
39 protein synthesis block and growth inhibition. Her3-mediated cell proliferation under ER stress
40 during prolonged Her2 inhibition is enabled due to the overexpression of the eIF2 phosphatase
41 GADD34, which uncouples protein synthesis block from the ER stress response to allow for active
42 cell growth. We show that this imbalance in the mitogenic and proteostatic signaling created
43 during the acquired resistance to anti-Her2 therapy imposes a specific vulnerability to the
44 inhibition of the endoplasmic reticulum quality control machinery. The latter is more pronounced
45 in the drug withdrawal phase, where the de-inhibition of Her2 creates an acute surge in the
46 downstream signaling pathways and exacerbates the proteostatic imbalance. Therefore, the
47 acquired resistance mechanisms to oncogenic kinase inhibitors may create secondary
48 vulnerabilities that could be exploited in the clinic.

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Introduction

The Her2 (*ERBB2*) receptor tyrosine kinase is amplified in 15-20% of breast cancers, and historically has correlated with poor prognosis. Her2 is a member of the EGFR (epidermal growth factor receptor) family of receptor tyrosine kinases, which also includes EGFR (ErbB1), Her3 (ErbB3), and Her4 (ErbB4) [1]. The EGFR family of receptors is activated by ligand binding and subsequent dimerization, which leads to the activation of downstream pathways most often associated with mitogenic and pro-survival signaling. Some of the best-characterized of these signaling pathways include the PI3K/AKT/mTOR cascade, which promotes pro-survival signaling and protein synthesis, and the Ras/MAPK pathway that promotes cellular migration and cell cycle progression [2-4]. As such, this family of receptors is often the target of genetic alterations in cancers that result in their constitutive activation: e.g. *EGFR* is frequently mutated in lung cancers and amplified in gliomas, while *ERBB2* (Her2) is frequently amplified in breast cancers.

Clinical management of Her2+ breast cancers includes Her2-targeted monoclonal antibody (mAb) trastuzumab combined with chemotherapy, followed by, or lately in combination with, the newer generation of Her2-targeted mAb pertuzumab. These are followed by trastuzumab-emtansine, an antibody-drug conjugate, at later treatment stages, or small molecule inhibitors of EGFR/Her2, such as lapatinib. These Her2-targeted therapies have dramatically altered the outcomes for Her2+ breast cancer patients, especially in early disease. However, the metastatic Her2+ breast cancer is still an incurable disease, and all of these patients inevitably relapse on anti-Her2 therapies [5]. Therefore, identifying the mechanisms of acquired resistance to anti-Her2 therapy, and developing novel therapeutic targeting strategies within the relapsed setting is a high priority goal.

The bulk of research effort in the acquired drug resistance field has focused on the alternative oncogenic bypass mechanisms and their potential targeting to prevent resistance. However, oncogenic hyperactivation, in addition to forcing cell growth and division, also triggers multiple homeostatic stress checkpoints such as DNA damage response, metabolic stress and proteotoxic stress, which could present opportunities for therapeutic exploitation [6, 7]. Although the traditional approach to cancer targeted therapy focused on inhibiting the driver oncogene, pharmacological forcing of irremediable oncogenic stress has been suggested as a viable alternative, especially in the cancers where oncogene-targeted therapy is not feasible (e.g. *MYC*-driven cancers) or where tumors have gained resistance to the oncogene-targeting agent [8-11]. We have previously shown that strong oncogenic signaling through Her2 amplification imposes a proteotoxic stress on the mammary epithelial cell that has to be mitigated by the activation of compensatory stress relief systems to allow for the tumor cell to survive [12]. Her2+ breast cancer cells are characterized by increased protein synthesis load due to chromosomal amplifications and hyperactive Her2/mTOR signaling, which creates dependence on the endoplasmic reticulum (ER)-associated degradation (ERAD) pathway to maintain protein homeostasis and prevent proteotoxic stress [12]. Thus, pharmacologic inhibition of ERAD through targeting of its central player, the p97 VCP ATPase, led to oncogenic Her2-dependent proteotoxic stress and cell death [12]. Although our study provided strong rationale for targeting of ERAD in Her2+ breast cancers, it is unknown how protein homeostasis and the associated dependencies change after prolonged anti-Her2 therapies. Since new treatment modalities, such as ERAD targeting, for Her2+ breast cancer patients are likely to enter the clinic in the heavily pre-treated patient populations, it is important that we understand the signaling and proteostasis dynamics during the process of cellular adaptation to anti-Her2 therapy.

To address this goal, in this study, we developed a model of acquired resistance to anti-Her2 therapy in Her2+ breast cancer cells by employing a frequently used strategy of *in vitro* dose escalation. In line with previous reports, we found that the resistance to Her2 inhibition is

98 associated with the compensatory overexpression of Her3 and the Her2-independent re-
99 activation of downstream mitogenic pathways. However, acute Her2 inhibition leads to the
100 metabolic and proteotoxic stress, and subsequent protein synthesis block due to PERK-mediated
101 phosphorylation of the translation initiation factor eIF2α. Interestingly, the compensatory
102 overexpression of Her3 is unable to mitigate the ER stress due to Her2 inhibition, and therefore
103 necessitates the overexpression of the protein phosphatase 1 subunit GADD34 (*PPP1R15A*) to
104 relieve the ER stress-induced block to protein synthesis and promote Her2-independent cell
105 proliferation. Strikingly, while GADD34-mediated uncoupling of ER stress from protein synthesis
106 block allows for active cell growth under Her2 inhibition, it also imposes greater dependence on
107 the ER quality control machinery to clear the proteotoxic aggregates and promote cell survival.
108 Accordingly, Her2+ cells at the acquired resistance stage to Her2 inhibition are hypersensitive to
109 the pharmacologic and genetic targeting of ERAD due to unresolved ER stress and proteotoxic
110 load. Our studies provide strong rationale for the consideration of ERAD-targeted therapies in
111 Her2+ breast cancer patients who have progressed on prior Her2-targeted therapies. More
112 generally, this study also supports the notion of identifying and targeting the secondary
113 vulnerabilities (i.e. collateral sensitivities) imposed by the drug resistant state in cancers [13-16].

114 **Materials and Methods**

115 *Cell culture*

116 Human HER2+ breast cancer SKBR3 cells were cultured in RPMI 1640 (Gibco) containing 10%
117 fetal bovine serum with 0.1% antibiotic and antimycotic (Gibco). Human mammary epithelial
118 MCF10A cells were cultured in Dulbecco's modified Eagle's medium/F12 containing 10% horse
119 serum with 0.1% antibiotic and antimycotic (Gibco), hydrocortisone, cholera toxin, insulin (all from
120 Sigma) and EGF (PeproTech Inc.). For drug treatments, cells were incubated with lapatinib was
121 from (Selleck Chemicals, S1028), 250nM CB-5083 (Cayman Chemicals, 19311), and 15μM
122 guanabenz (Tocris, 0885).

123 *Lapatinib drug treatment*

124 Lapatinib-resistant cell lines were generated by chronic exposure of 250nM lapatinib. Media was
125 refreshed every two days with fresh lapatinib. Every two months, lapatinib concentration was
126 increased from 250nm to 500nM, followed by 500nM to 1uM, then the cells were maintained in
127 1uM lapatinib. Viability analyses (growth rates) and western blotting assays were performed every
128 two months before increasing the concentration of lapatinib. Lapatinib resistance was confirmed
129 by inhibition of phosphorylation of HER2 expression in western blot.

130 *Lentiviral constructs and transfections*

131 HER2 and HER3 expression plasmids were purchased from Addgene. The shVCP
132 (TRC0000004249) and shHER3 (TRCN0000218392) pLKO.1 constructs were from the Mission
133 shRNA collection from Sigma-Aldrich. Lentivirus particles expressing shRNA against the gene of
134 interest were generated by co-transfection with the VSV-G packaging and CDNL envelope
135 plasmids (courtesy of Biplab Dasgupta, Cincinnati Children's Hospital Medical Center, Cincinnati,
136 OH) into HEK-293T cells using jetPRIME transfection reagent. Lentiviral supernatant was
137 collected every 24 hours after transfection for 3 days. Cells were infected with lentiviral
138 supernatant in the presence of polybrene (Sigma). shHER3 cells were selected in puromycin
139 before analysis.

140 *Western Blotting*

141 Total cellular proteins were extracted using RIPA buffer, separated on an SDS-PAGE gel, and
142 electrophoretically transferred onto PVDF membrane. The membranes were blocked in 5% dry
143 milk in tris-buffered saline-Tween 20 for 1 hour. Blocked membrane were probed with primary
144 antibodies (1:1000) overnight (Supplementary table 1) in 5% bovine serum albumin. B-actin was
145 used as a loading control. Membranes were incubated with secondary antibody (1:5000) and
146 visualized using a gel imager (Azure Biosystems).

147 *Cell viability analyses*

148 Equal number of cells were seeded into 96 –well culture plates and incubated overnight then
149 treated with drugs or lentivirus as indicated. After 72 hours, dead cells were removed from the
150 plates by washing with PBS buffer and the attached cells were stained and fixed with crystal violet
151 (sigma) for 30 min at room temperature. After 30 min, excess stains was removed with tap water
152 and the plates were dried at room temperature. Once dried, crystal violet crystals were re-
153 dissolved in triton (Amresco), and cell density was determined by measuring the absorbance at
154 570nM in a microplate reader (Bio-tek Instruments).

155 *Glucose uptake kit*

156 The glucose uptake colorimetric assay kit (K676-100, Biovision, CA) was used according to the
157 manufacturer's instructions. Briefly, 10^4 cells were seeded into a 96-well plate overnight. Cells
158 were washed twice with PBS and starved in 100ul of serum free medium for 2 hours (to increase
159 glucose uptake), then rewashed three times with PBS. The cells were starved or not starved for
160 glucose by preincubating with 100 µL Krebs Ringer Phosphate HEPES (KRPH) buffer containing
161 2% BSA for 40 min. Cells were stimulated with or without insulin (1 µM) for 20 min to activate
162 glucose transporter, and 10 µL of 10 mM 2-deoxyglucose (2-DG) was added and incubated for
163 20 min. The glucose uptake was measured by the cellular fluorescence (Ex/Em = 535/587 nm) in
164 a microplate reader (BioTake, USA)

165 *Click it (Protein synthesis assay)*

166 Newly synthesized proteins were detected and measured with the click-it HPG kit (C10428
167 Thermo fisher Scientific; C10428*)* according to the manufacturer's instructions. Briefly, equal
168 number of cells (50,000) were seeded on coverslips (for microscopy) and in 6 well plates (for flow
169 cytometry) overnight. Media was removed and 250 µl of 50uM of click–it HPG solution were added
170 per well. Cells were incubated in 5% CO_2 humidified incubator for 30 minutes then cells were
171 washed with PBS. For flow cytometry analysis, cells were trypsinized pelleted. For microscopy,
172 cells remained on coverslips and were fixed with 4% formaldehyde at room temperature for 30
173 minutes then permeabilized with methanol for 1 hour at room temperature. All samples were then
174 washed twice with PBS then 500 µL of click-iT reaction cocktail was added and incubated for 30
175 minutes in dark. Excess staining solution was removed and cells were washed with click-iT
176 reaction rinse buffer. Finally, coverslips were mounted and analyzed using a Nikon A1R
177 microscope wavelength or resuspended in PBS for flow cytometry analysis with a FACS Aria (BD
178 Biosciences).

179 *Metabolomics*

180 Cell extraction: The cell pellets were resuspended in 1.5mL ice-cold 80% methanol, vortex for 1
181 min and incubated on ice for 10min. The samples were centrifuged at 10,000x g_n for 10 min at
182 4ºC. The supernatant, i.e. the polar extract, was dried in a SpeedVac centrifuge for 4-6 h and
183 stored at -20ºC until further preparation for NMR data collection. On the day of the data collection,
184 the dried hydrophilic cell extract samples are resuspended in 220 µL of NMR buffer (100 mM

185   potassium phosphate (pH 7.3), 0.1% sodium azide, 1mM trimethylsilylproprionate (TSP) in 100%
186   D_2O). The protein pellets were rinsed with 0.5 mL 80% methanol, centrifuged for 20min at 10,000x
187   g_n and dried in SpeedVac centrifuge for 1 h before stored in -80C freezer.

188   Media sample processing: On the day of the data collection, samples were thawed on ice and
189   centrifuged 4000x g_n for 5 min at 4 ºC. The 550 µL supernatant of media samples were aliquoted
190   onto pre-washed 3 kDa spin filters (NANOSEP 3K, Pall Life Sciences), and centrifuged 10000x
191   g_n for 90 min at 4 ºC. The 500 µL of plasma filtrate was mixed with NMR buffer up to 600 uL.

192   NMR Spectroscopy acquisition and processing: The experiments are conducted using 200 µL cell
193   and 550 µL media samples in 103.5 mm x 3 mm and 103.5 mm x 5 mm NMR tubes (Bruker). All
194   the data collection and processing were performed using Topspin 3.6 software (Bruker Analytik,
195   Rheinstetten, Germany).One-dimensional ¹H NMR spectra are acquired on a Bruker Avance II
196   600 MHz spectrometer using Prodigy BBO cryoprobe at 298 K using the noesygppr1d pulse
197   sequence (Ref1). For a representative sample, two dimensional data ¹H-¹H total correlation
198   spectroscopy (TOCSY, mlevphpr.2) and 2D ¹H-¹³C heteronuclear single quantum coherence
199   (HSQC, hsqcedetgpsisp2.2) were collected for metabolites assignment.

200   Metabolites assignments and quantification: Metabolites found in cell extract are assigned based
201   on 1D ¹H and 2D NMR experiments. Peaks are assigned by comparing the chemical shifts and
202   spin-spin couplings with reference spectra found in databases, such as the Human Metabolome
203   Database (HMDB) (Ref2), and Chenomx® NMR Suite profiling software (Chenomx Inc. version
204   8.1). The concentrations of the metabolites are calculated using Chenomx software based on the
205   internal standard, TMSP.

206

Results

208   To study the kinetics of proteostatic perturbations during the cellular adaptation to chronic Her2
209   inhibition, we followed a frequently employed *in vitro* approach to the modeling of acquired
210   resistance by prolonged incubation of Her2-amplified SKBR3 breast cancer cells in increasing
211   doses of lapatinib (Fig.1A). After an initial period of drug-induced cytotoxicity, cells reach stasis
212   (resistance phase) after 2 weeks of drug exposure, and start active growth in drug after about 2
213   months (relapse phase), at which point we repeated the cycle with a higher drug dose, until cells
214   were actively growing in 1µM lapatinib (Fig.1A-B). As expected, resistance and relapse on
215   lapatinib were associated with the activation of the Akt, MAP and mTOR kinases during chronic
216   lapatinib treatment (Fig.1C).

217   RNAseq-based transcriptomic profiling of cells at each stage of tumor cell growth under 1µM
218   lapatinib, followed by gene set enrichment analysis of corresponding signatures, revealed that
219   the resistance and relapse phases display a signature consistent with the activation of neuregulin
220   (NRG1) and EGF signaling (Fig.1D-E). Neuregulin is a ligand for Her3 receptor tyrosine kinase,
221   which dimerizes with Her2 to promote mitogenic signaling, and whose overexpression mediates
222   acquired resistance to Her2 inhibition [17-20]. Accordingly, total and phosphorylated forms of
223   Her3 levels were dramatically induced shortly after lapatinib treatment (Fig.2A). Consistent with
224   its central role in the acquired resistance to Her2 inhibition, the activation of the downstream
225   pathways, and hence survival under lapatinib, were strongly dependent on Her3 (Fig.2B-D).
226   Accordingly, while the knock-down of Her3 prevented, its overexpression facilitated, the acquired
227   resistance to lapatinib (Fig.2E), confirming the previously established role of Her3 as a substitute
228   oncogenic kinase for Her2. Interestingly, this oncogene switch was highly dynamic, as release of
229   cells from lapatinib at the relapse phase (drug release phase: 48 hours in drug-free media)

230   restored total and phosphorylated Her2 levels and reversed the upregulation of phospho-, but not
231   total, levels of Her3 in a few days, and reversed most of the gene expression changes associated
232   with chronic lapatinib treatment, with little effect on the downstream signaling pathways (Figs. 1C,
233   2A-C).

234   We previously showed that the survival of Her2+ breast cancer cells is critically dependent on
235   balancing the cell's protein folding capacity with its protein synthesis load [12]. To study how
236   cellular protein homeostasis is modulated during chronic Her2 inhibition, we measured the protein
237   synthesis rates during each phase of drug inhibition. Not surprisingly, protein synthesis rates
238   closely followed cell growth kinetics, with a dramatic acute inhibition of protein synthesis in the
239   initial phase, followed by stasis in the resistance, and complete recovery in the relapse phase
240   (Fig.3A-B). The recovery of protein synthesis during the relapse phase was dependent on Her3,
241   but this dependence on Her3 diminished shortly after release from lapatinib (Fig.3C). As we
242   showed previously, Her2 inhibition in the acute phase resulted in ER stress characterized by
243   phosphorylation of PERK, and of its target eIF2-α on Ser51, a hallmark of ER stress-induced
244   inhibition of protein synthesis (Fig.3D). Interestingly, activation of Her3 and of downstream
245   signaling pathways in the resistance phase did not alleviate, but further exacerbate, the ER stress
246   phenotype (Fig.3D), suggesting that Her3 activation is unable to suppress the ER stress
247   phenotype induced by Her2 inhibition. However intriguingly, the relapse phase and the recovery
248   of Her3-mediated protein synthesis and growth was characterized by the alleviation of eIF2
249   inhibitory phosphorylation on Ser51, despite the strong persistence of high levels of
250   phosphorylated PERK (Fig.3D), indicating an uncoupling of PERK from eIF2 phosphorylation.
251   Interestingly, the drug release phase was characterized by an even higher protein synthesis load
252   (Fig.3A), indicating a surge in the protein synthesis rates caused by Her2 de-inhibition. Moreover,
253   despite Her2 re-activation, the increased XBP1s and reduced p-eIF2 levels persisted at the drug
254   release stage (Fig.3D).

255   Next, we sought to gain insight into the mechanisms of ER stress during the different phases of
256   Her2 inhibition. We and others have reported that acute Her2 inhibition impairs glucose uptake,
257   which contributes to ER stress [21]. To analyze the dynamics of metabolic pathway activity
258   changes during the acute and chronic drug response in Her2+ cells, we performed NMR-based
259   intracellular (Fig.4A) and extracellular (Supp.Fig.3) metabolomics profiling of cells at each phase
260   of the drug response cycle. As expected, the remission phase was characterized by the increases
261   in glucose and amino acid levels intracellularly (see Fig.4A), consistent with their reduced
262   breakdown, as well as extracellularly (see Supp.Fig.3), consistent with the drop in their cellular
263   uptake. In addition, there was a significant reduction in the intracellular (Fig.4A) and extracellular
264   lactate levels (Supp.Fig.3), along with a drop in ATP and an increase in ADP levels, consistent
265   with a global reduction in glycolysis and energy metabolism. Significant increases in the
266   intracellular and extracellular amino acid pools, in turn, is consistent with the global reduction in
267   the protein synthesis (see Fig.3), leading to reduced uptake and utilization of amino acids in
268   protein synthesis.

269   Interestingly, the resistance and the relapse phases had highly similar profiles to each other, with
270   significant increase in ATP generation and intracellular glucose, and a decrease in the lactate and
271   amino acid levels, as well as in the citric acid (TCA) cycle intermediates such as citrate, succinate
272   and fumarate. These observations suggest that, despite resumption of ATP generation at an even
273   higher rate compared to the basal state of these cells (see Fig.4A), and resumption of protein
274   synthesis (i.e. consumption of intracellular amino acid pools), flux through glycolysis remains low.
275   However, there may be a switch towards the increased utilization of TCA cycle and mitochondrial
276   oxidative phosphorylation for ATP generation as the cells reprogram their metabolism during

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277 adaptation to chronic Her2 inhibition (Fig.4B), similar to what has been reported previously in
278 other contexts of acquired drug resistance [22-26].

279 The inhibition of glucose uptake during acute and chronic Her2 inhibition was accompanied by
280 reduced flux through the nucleotide and amino-sugar pathway, as evidenced by reduced levels
281 of UDP-glucose (see Fig.4A) and O-linked acetyl-glucosamine, despite their slight restoration at
282 the relapse stage (Fig.4C). These observations suggest that the compensatory activation of Her3,
283 while sufficient to reactivate the downstream signaling pathways and protein synthesis, is not
284 sufficient to rescue the metabolic defects of Her2 inhibition, which probably culminates in ER
285 stress. Accordingly, the overexpression of Her3 was not able to restore glucose uptake defects in
286 lapatinib-treated SKBR3 cells (Fig.4D), and was less efficient in triggering glucose uptake in non-
287 transformed mammary epithelial cells (MCF10A) compared to Her2, despite being equally
288 capable of activating the downstream Akt phosphorylation (Fig.4E-F). Interestingly, release of
289 cells from lapatinib at the relapse stage leads to the partial resumption of glycolysis (evidenced
290 by lactate production) and a partial shut-down of TCA (evidenced by increased citrate and
291 reduced ATP). The levels of free amino acids are even further reduced, consistent with a surge
292 in the protein synthesis rates upon de-inhibition of Her2 (see Fig.4A). These observations suggest
293 that while Her3 activation during chronic Her2 inhibition is able to restore mitogenic signaling, it
294 is not able to sustain a glycolytic phenotype in the absence of Her2, forcing cells to utilize
295 mitochondrial OXPHOS.

296 To identify the factors that mediate tumor cell growth during glucose starvation and subsequent
297 ER stress under chronic lapatinib treatment, we analyzed the genes that were specifically
298 overexpressed (z-score of > 1) in the relapse, but not any other, condition. Interestingly, applying
299 this filter only revealed several genes, one of which was *PPP1R15A*, a gene that encodes the
300 GADD34 subunit of the protein phosphatase 1 (PP1) (Supp.Fig.1). Importantly, one of the best-
301 characterized functions of GADD34 is to mediate the dephosphorylation of Ser51 on eIF2α by
302 PP1, reversing PERK-mediated phosphorylation and inhibition of eIF2α activity [27].

303 Phosphorylation of eIF2α on Ser51 by PERK is an essential step to inhibit protein synthesis during
304 ER stress to prevent the accumulation of misfolded proteins [28, 29]. Recovery of protein
305 synthesis and cell growth during the resistance phase of chronic Her2 inhibition is accompanied
306 by the loss of Ser51 phosphorylated eIF2α despite the persistence of active ER stress response
307 and active PERK (see Fig.3D). GADD34 is one of the PP1 subunits that mediate eIF2α
308 dephosphorylation, and is known to be responsive to ER stress [27, 30]. Indeed, GADD34
309 expression is dramatically induced at both mRNA and protein levels starting in the resistance
310 phase and reaching peak levels during the relapse and drug release phases, where eIF2α
311 dephosphorylation takes place (Fig.5A). Importantly, inhibiting GADD34 by treatment with
312 guanabenz, a specific inhibitor of GADD34 [31], or by GADD34-targeting shRNA restored eIF2α
313 phosphorylation, protein synthesis block and growth inhibition at the relapse-stage cells (Fig.5B-
314 G), suggesting that GADD34 overexpression during the resistance and relapse phases allows
315 cells to uncouple the metabolic ER stress response from protein synthesis to permit active growth
316 (Fig.5H).

317 To test if *PPP1R15A*/GADD34 expression correlates with anti-Her2 therapy response in human
318 patients, we analyzed the transcriptomic data from the Long-HER study, which obtained whole-
319 genome gene expression measurements in advanced Her2+ breast cancer patients who had long
320 (>3 years) durable response to first-line trastuzumab therapy, relative to the group who had a
321 poor response (<1 year response) [32]. Importantly, in this cohort, high expression of PPP1R15A
322 significantly correlated with the shorter duration of response (Fig.5I), strongly suggesting a role
323 for the GADD34 – eIF2 axis in the resistance to anti-Her2 therapy in the clinic.

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324   We have shown that increased proteotoxic load in Her2+ breast cancer cells creates a
325   dependency on the ER-associated degradation (ERAD) pathway to prevent cytotoxic ER stress
326   [12]. We asked if the proteotoxic state induced by the oncogenic switch from Her2 to Her3 during
327   chronic Her2 inhibition and later drug release creates a similar, or more pronounced, dependence
328   on ERAD for survival. Intriguingly, ablation of expression of Valosin-containing Protein (VCP), the
329   core ATPase of the VCP/UFD1L/NPL complex responsible for the extraction and the delivery of
330   the misfolded proteins to the proteasome [33], has significantly higher toxicity to cells in the
331   relapse phase, and even higher toxicity at the drug release phase (Fig.6A-C). This was
332   accompanied by significant accumulation of poly-ubiquitinated proteins in these phases of drug
333   response, indicating a heightened proteotoxic state. The use of a recently developed specific VCP
334   inhibitor [34] resulted in a similar phenotype (Fig.6D-E), especially more evident at a higher dose,
335   suggesting that the vulnerability of the relapse and drug release phases of chronic Her2 inhibition
336   is pharmacologically exploitable.

337   In order to test if the mechanisms of resistance to Her2-targeted therapy and the molecular
338   vulnerabilities thereof presented above are applicable to other models, we carried out a similar
339   approach using another Her2+ breast cancer cell line model, BT474. Interestingly, continuous
340   incubation of BT474 cells in increasing doses of lapatinib allowed them to actively grow in 400nM
341   of the drug (Supp.Fig.2A), associated with concomitant activation of Her3 and the downstream
342   pathways (Supp.Fig.2B). In addition, similar to the SKBR3 model, active growth in lapatinib in
343   BT474 cells was associated with the ER stress, a dramatic increase in GADD34 levels, and the
344   corresponding decrease in eIF2 phosphorylation (Supp.Fig.2C). While acute lapatinib treatment
345   was associated with decreased protein synthesis, the relapse phase was associated with a
346   significantly increased protein synthesis, which was reversible with guanabenz treatment
347   (Supp.Fig.2D). Finally, cells at the relapse phase were more sensitive to the VCP inhibitor CB-
348   5083 (Supp.Fig.2E). The results from our orthogonal BT474 model, therefore, support the notion
349   that the GADD34-eIF2 axis plays an important role in Her3-mediated growth during chronic Her2
350   inhibition, and that the resulting imbalance in the ER proteotoxic load sensitizes cells to the
351   inhibitors of the ER protein clearance pathways.

352   **Discussion**

353   Targeted inhibition of oncogenic kinases is a promising therapeutic option in several molecularly
354   defined contexts, and mAb-based targeting of the Her2 oncogene in breast cancers has
355   dramatically changed the outcome of this subclass of the disease. However, *de novo* and
356   acquired resistance to kinase inhibitors is a major barrier to therapeutic success, especially in the
357   advanced setting [5]. Transcriptional and post-transcriptional overexpression of the pseudo-
358   kinase Her3 and subsequent hetero-dimerization with Her2 has been consistently shown as a
359   major mediator of acquired resistance to Her2 inhibition, driving Her2-independent activation of
360   the downstream mitogenic pathways [17-20]. Several other mechanisms, most involving
361   alternative receptor tyrosine kinases, have been proposed as mechanisms of acquired resistance
362   to Her2 inhibition in different cell models [35], underscoring the multitude of "bypass" options [36]
363   that are available for the tumor cell to evade therapy. Indeed, widespread "adaptive kinome
364   reprogramming" in response to chronic Her2 inhibition has been reported to upregulate a variety
365   of compensatory receptor tyrosine kinases, each with the demonstrated ability to independently
366   activate the downstream oncogenic pathways (mainly PI3K/mTOR) and tumor growth [37].
367   Unfortunately, clinical trials for combination treatments with Her2 and mTOR pathways in
368   advanced Her2+ breast cancers, despite evidence for prolonged progression-free survival [38,
369   39], have not yielded changes to the standard treatment due to significant toxicity associated with
370   the combination [5], underscoring the need for alternative targeting strategies.

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371 A relatively understudied concept in the field is exploiting the therapeutically targetable
372 vulnerabilities imposed on the cell by oncogenic activation, or oncogenic stress. The central
373 theme in this concept is that the functional state of the tumor cell gained through evolutionary
374 adaptation to the oncogenic burden or chronic drug treatment is highly fragile and can be targeted
375 by identifying these vulnerability points. These so-called non-oncogene addictions [6] or collateral
376 sensitivities [40] in cancer cells have been shown to be viable therapeutic strategies for the killing
377 of tumor cells with non-targetable oncogenes (e.g. *MYC*) [10] or those that have gained resistance
378 to targeted therapy [13, 40]. For example, MYC- and KRAS-driven cancers have been reported
379 to be particularly sensitive to the inhibitors of the key players of lipid and glucose metabolism due
380 to the oncogenic reprogramming of the cellular metabolic pathways [41-45]. Similarly, the
381 proteostatic imbalance created by oncogenic transformation has also been shown to create
382 vulnerabilities within the adaptive proteotoxic stress response pathways, presenting further
383 opportunities for therapeutic exploitation [11, 46].

384 Along this line, we previously reported that Her2+ breast cancer cells have an acute dependence
385 on the ER-associated degradation pathway for survival, due to the severe proteotoxic stress
386 imposed by the genomic amplification and hyper-active signaling by the Her2 oncogene [12]. In
387 the present study, we asked if a similar dependency exists in Her2+ breast cancer cells within the
388 context of acquired resistance to Her2 inhibition, as this is the most likely clinical context where
389 ERAD-targeted therapy might be considered in this group of patients. Moreover, it is not clear
390 how the signaling and protein homeostasis dynamics change during the course of chronic anti-
391 Her2 therapy, and what alternative vulnerabilities might be imposed by the very mechanisms that
392 confer resistance to Her2 inhibition.

393 Our study using the *in vitro* drug dosing approach of acquired resistance to Her2 inhibition
394 reproduces the central role of Her3 in taking over the mitogenic signaling in Her2+ breast cancer
395 cells (Fig.1-2). However, intriguingly, the overexpression of Her3 is unable to compensate for the
396 glucose uptake and ER proteostasis defects of chronic Her2 inhibition (Figs.3-4), thus resulting in
397 major metabolic remodeling in the resistant cells (Fig.4). The uncoupling of the ER stress
398 response from the regulation of protein synthesis is accomplished by the dramatic overexpression
399 of GADD34, a subunit of PP1 complex, which mediates the dephosphorylation of the Ser51 on
400 eIF2α, allowing cells to resume protein synthesis and growth despite the active ER stress
401 response (Fig.5). Intriguingly, active protein synthesis and cell growth under such unresolved ER
402 stress further strains the protein homeostasis machinery, creating a hyper-dependence on the ER
403 quality control system, which includes ERAD, to mitigate the proteotoxic imbalance and sustained
404 viability (Fig.6). It is important to note that the high expression of GADD34 correlates with a shorter
405 duration of response to anti-Her2 therapy in breast cancer patients in the clinic (Fig.5H),
406 suggesting that our findings from our *in vitro* model reveal clinically relevant mechanisms, and
407 that targeting of the ER quality control system might be a viable therapeutic option post-
408 progression on Her2 inhibitors.

409 **Acknowledgements**

415 **Conflicts of Interest**

416   KK is currently an employee of Champions Oncology Inc.

417

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519

520

Figure legends

Figure 1. Developing a model of acquired resistance to anti-Her2 therapy *in vitro*. A) SKBR3 breast cancer cells were cultured in lapatinib till they gained resistance and started active growth under drug (typically ~ 2 months), when the lapatinib concentration was increased as shown. B) Growth rate (difference in relative viability between days 1 and 3 of seeding divided by 2, see Methods) at the various stages of chronic lapatinib treatment. C) Western blot of the indicated phospho- and total proteins for key mitogenic signaling pathways downstream of Her2 at the indicated time points after the start of lapatinib treatment. The "Drug release" time point indicates 48 hours after the removal of the drug from the media after the 2 months in lapatinib. D) Whole-transcriptome analyses of cells at the indicated stages of 1μM lapatinib treatment. Coloring reflects z-score of normalization across the conditions for each gene. The highlighted portion of the heatmap shows genes that are selectively upregulated at the resistance (2W: 2 weeks) and relapse (2M: 2 months) phases. E) The signatures that were most enriched for the highlighted genes in (D) based on GSEA analysis. Statistics: In (B), error bars show standard deviation of 3 replicates, and is representative of multiple (>2) independent experiments. Densitometric quantitation of the immunoblotting data are provided in Supp. Table 1.

Figure 2. Her3 overexpression confers tumor cell growth under lapatinib. A) Total and phospho-Her3 levels at the indicated stages of lapatinib (1μM) treatment. B) Western blot of the indicated signaling proteins with and without shRNA-mediated knock-down of Her3 at the indicated stages of lapatinib treatment. C) Relative viability under the same conditions. D) Her3 was stably silenced or overexpressed in SKBR3 cells, and E) the relative cell growth was calculated after 1μM lapatinib treatment for the indicated time period. Statistics: error bars show standard deviations of 6 (C) or 3 (E) replicate experiments. ***: $P < 0.01$ with student's t-test. Densitometric quantitation of the immunoblotting data are provided in Supp. Table 1.

Figure 3. Protein homeostasis dynamics during the course of chronic lapatinib treatment. A) Immunofluorescence images of at the indicated stages of 1μM lapatinib treatment stained for newly synthesized proteins within a 30 min window using the Click-iT Protein Synthesis assay. B) Flow cytometry-based measurement of protein synthesis using the same conditions as in A using the Click-iT assay. Data is presented as mean fluorescence intensity (MFI).C) Protein synthesis rate measurement as in (B) in the indicated conditions with and without Her3 silencing. D) Western blots of the indicated ER stress response markers in the indicated conditions. Statistics: error bars show standard deviations of 2 (B-C) replicates. The data are representative of at least 2 independent experiments. ***: $P < 0.01$ with student's t-test. Densitometric quantitation of the immunoblotting data are provided in Supp. Table 1.
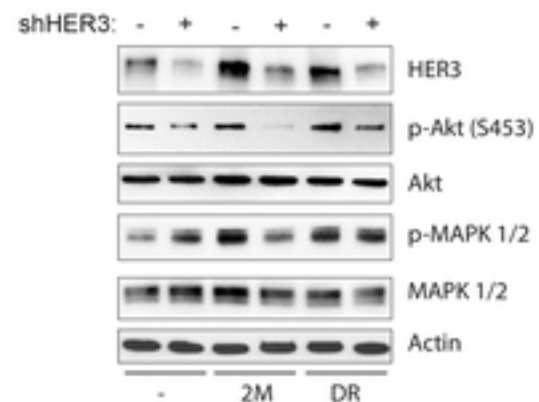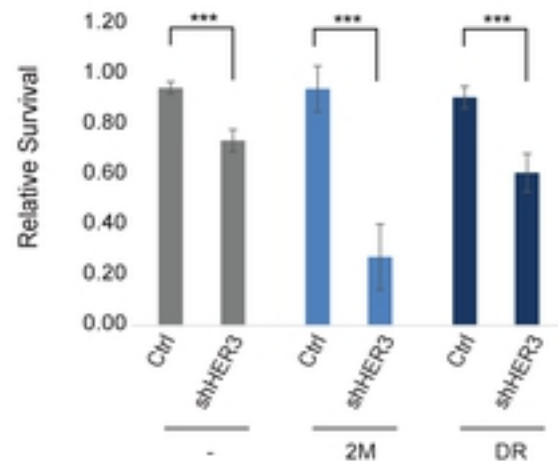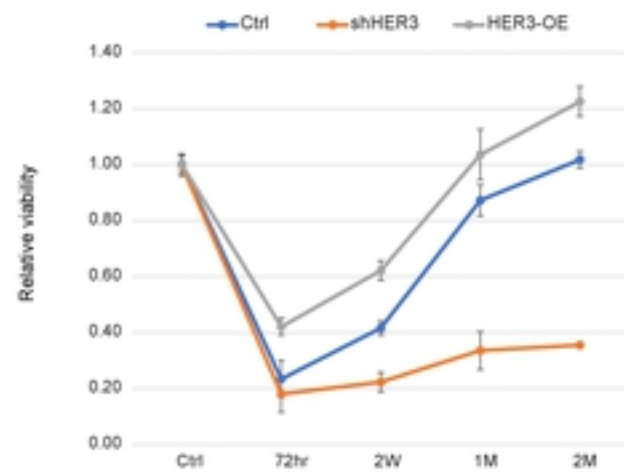
Figure 4. Metabolomic reprogramming during chronic lapatinib treatment. A) Heatmap of the most notable altered intracellular metabolites between the different stages of 1μM lapatinib treatment, measured by NMR mass spectrometry. B) A model summarizing the effect of chronic lapatinib treatment on the glucose, energy and amino acid metabolism. Blue lines: reduced flux, red lines: increased flux at the relapse stage (2M). C) Western blot of O-GlcNAc-conjugated protein levels in the indicated conditions. O-GlcNAc levels may serve as a readout of the N-linked hexosamine (GlcNAc) levels. D) Intracellular glucose uptake assay measuring 2-deoxyglucose uptake with and without insulin after lapatinib treatment in SKBR3 cells. Her3 overexpression is unable to rescue the glucose uptake inhibition of lapatinib treatment. E) Overexpression of Her2 or Her3 in the non-transformed MCF10A cells induces similar activation of downstream pathways (p-Akt). F) Glucose uptake rates with control, Her2 or Her3 overexpression in MCF10A cells. Statistics: error bars show standard deviations from 2 replicate samples. Data are representative of 2 independent experiments. ***: $P < 0.01$ with student's t-test. Densitometric quantitation of the immunoblotting data are provided in Supp. Table 1.
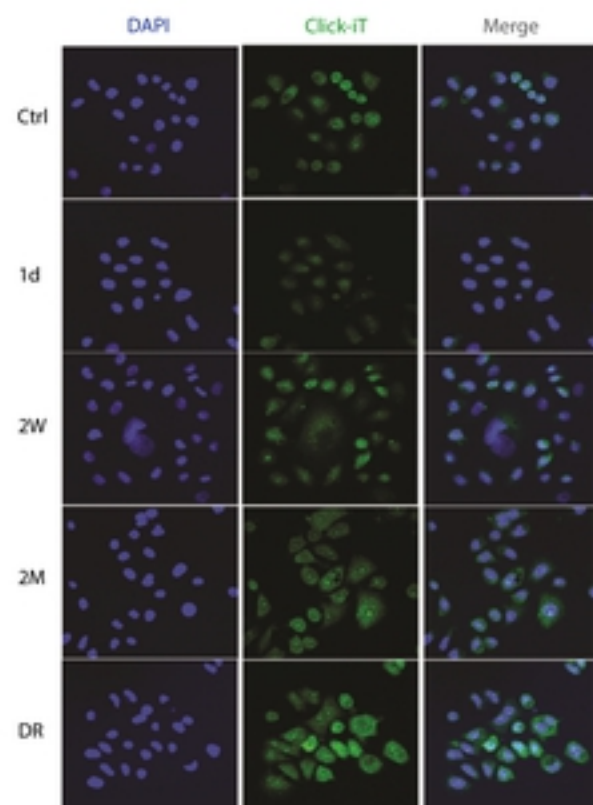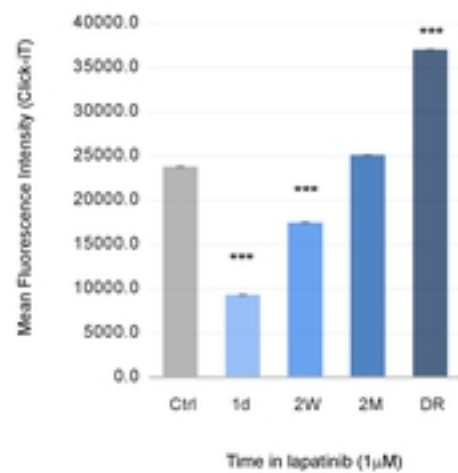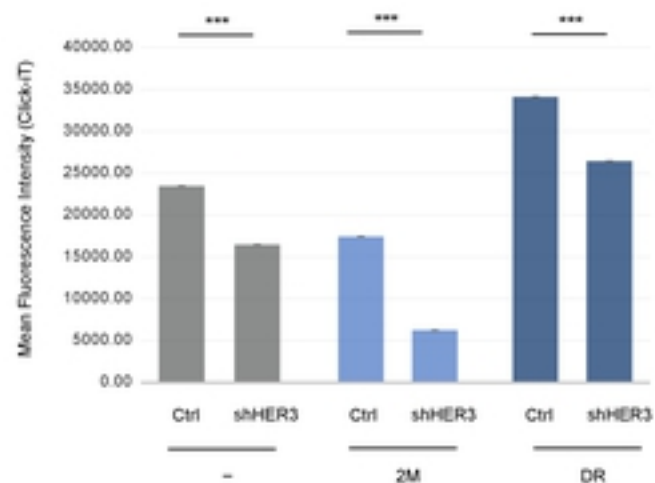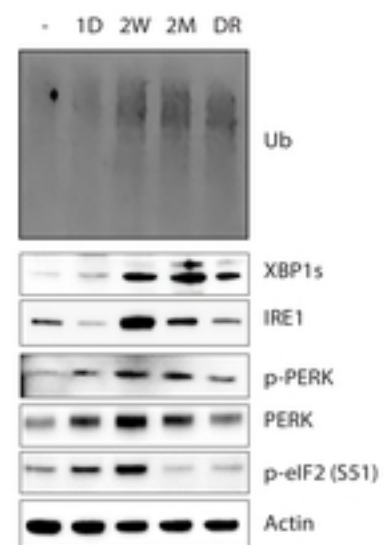
Figure 5. GADD34 overexpression during prolonged lapatinib treatment allows to overcome ER stress response-mediated inhibition of protein synthesis. A) Protein levels of GADD34 (PPP1R15A) in the indicated conditions. B-C) Western blot of p-eIF2 (S51) under indicated conditions with and without treatment with guanabenz (GADD34 inhibitor) (B) or GADD34-targeting shRNA (C). D-E) Relative viability of cells at the control (parental) and relapse (2M) stages in response to 72hr treatment with guanabenz (D) or shRNA against GADD34 (E). F-G) Protein synthesis rate measurement with Click-iT Protein synthesis kit in the indicated stages of lapatinib treatment with and without guanabenz (F) or shRNA targeting GADD34 (G). Data is presented as mean fluorescence intensity (MFI). H) A model summarizing the signaling, metabolic and proteostatic changes during the acquisition of resistance to lapatinib in SKBR3 cells. I) mRNA levels of PPP1R15A in the cohort of advanced Her2+ breast cancer patients with short (<1 year) or long (>3 years) duration of response to first-line trastuzumab therapy, from the Long-HER study [32]. Statistics: Error bars show standard deviations of 2 (D-E) or 3 (F-G) replicate samples. Data are representative of at least 2 independent experiments (D,F). ***: $P <$ 0.01 with student's t-test. Densitometric quantitation of the immunoblotting data are provided in Supp. Table 1.

Figure 6. Acquired resistance to lapatinib creates hyper-dependence on ERAD for survival. A) Western of Ub (for poly-ubiquitinated proteins) and BiP (ER stress response marker) after silencing of p97 VCP in the indicated stages of lapatinib treatment. B) Images of Crystal Violet stained wells of 96-well plate after 72hrs of silencing of VCP in cells of the indicated stages of lapatinib exposure. C) Quantitation of the relative intensities of readings in (B). D-E) Similar to A,C but using 0.1 and 0.2μM treatment with CB-5083, a highly selective clinical grade inhibitor of VCP. Statistics: error bars show standard deviations from 6 replicate samples. Data are representative of at least 2 independent experiments. ***: $P <$ 0.01 with student's t-test.

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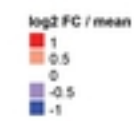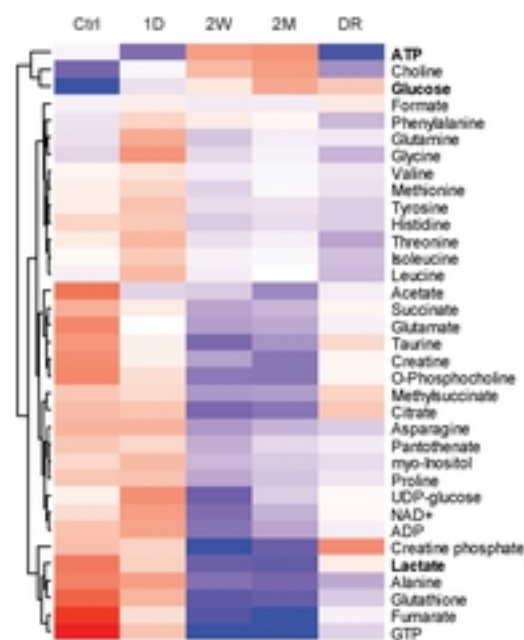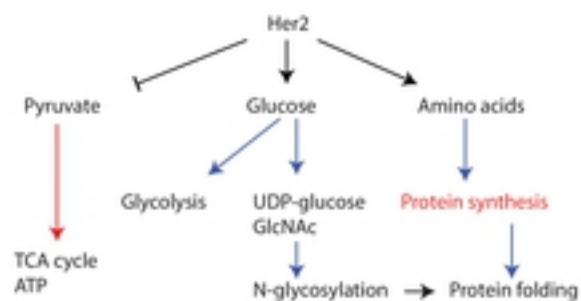**A**

250nM → 500nM → 1000nM

24hr / 1 month / 2 months / 24hr / 1 month / 2 months / 24hr / 1 month / 2 months

B

250nM 500nM 1μM

Growth rate

time post-lapatinib: 0 48h 1m 2m 48h 1m 2m 48h 1m 2m

C

250nM 500nM 1μM Drug release

0 1d 1m 2m 1d 1m 2m 1d 1m 2m

p-Her2
Her2
p-MAPK
MAPK
p-AKT
AKT
p-S6
S6
p-4EBP1
4EBP1
Actin

D

0 48h 2w 2m DR

3809 genes

ERBB3

Relative gene expression
low ___ high

E

-log *P* of enrichment

12
10
8
6
4
2
0

NAGASHIMA_NRG1_SIGNALING_UP
NAGASHIMA_EGF_SIGNALING_UP
DOANE_BREAST_CANCER_CLASSES_UP
LIEN_BREAST_CARCINOMA_METAPLASTIC_VS_DUCTAL_DN
HALLMARK_TNFA_SIGNALING_VIA_NF-kB

A

	Ctrl	1D	2W	2M	DR
ATP					
Choline					
Glucose					
Formate					
Phenylalanine					
Glutamine					
Glycine					
Valine					
Methionine					
Tyrosine					
Histidine					
Threonine					
Isoleucine					
Leucine					
Acetate					
Succinate					
Glutamate					
Taurine					
Creatine					
O-Phosphocholine					
Methylsuccinate					
Citrate					
Asparagine					
Pantothenate					
myo-Inositol					
Proline					
UDP-glucose					
NAD+					
ADP					
Creatine phosphate					
Lactate					
Alanine					
Glutathione					
Fumarate					
GTP					

log2 FC / mean
1
0.5
0
-0.5
-1

B

Her2 → Pyruvate ⊣, Glucose, Amino acids

Pyruvate → TCA cycle ATP

Glucose → Glycolysis, UDP-glucose GlcNAc

Amino acids → Protein synthesis

UDP-glucose GlcNAc → N-glycosylation → Protein folding

Protein synthesis → Protein folding

C

Ctrl	1D	2W	2M	DR	
					O-GlcNAc-proteins
					Actin

D

E

	Ctrl	Her2	Her3	
				p-AKT
				AKT
				Actin

F

MCF10A cells

A

- 1D 2W 2M DR

GADD34 (PPP1R15A)

Actin

B

Guanabenz: - + - + - +

p-eIF2

eIF2

Actin

- 2M DR

C

shGADD34: - + - + - +

GADD34

p-eIF2

eIF2

Actin

- 2M DR

D

Protein synthesis rates (MFI)

Mean Fluorescence Intensity

Guanabenz: - + - + - +

- 2M DR

E

Protein synthesis rates (MFI)

Mean Fluorescence Intensity

shGADD34: - + - + - +

- 2M DR

F

Relative viability

Guanabenz: - + - +

- 2M

G

Relative viability

shGADD34: - + - +

- 2M

H

Glucose ← Her2   Her3

Glycolysis   UDP-Glucose   mTOR / MAPK

ER stress / PERK ⊣ Protein synthesis

GADD34

Cell Growth / Survival

I

PPP1R15A expression

$P = 0.002$

Short response   Long response

Patient group