

research; S.M. conducted research; J.S. designed research and conducted research; O.U.K. conducted research; S.G. conducted research and edited the manuscript; S.M. conducted research; A.D.P. conducted research and edited manuscript; S.A. designed research and provided essential protocols and reagents; L.J.N.C. designed research and provided essential protocols and reagents; J.P. conducted research; F.B.J. designed research and conducted research; C.M.P. designed research, conducted research and edited the manuscript; YZ designed research, conducted research and edited the manuscript; M.K. conducted research; M.C.M. conceptualized idea, supervised research, and edited manuscript; C.H.J. conceptualized idea, supervised research, and wrote manuscript.

DISCLOSURE OF CONFLICTS OF INTEREST

M.J.F, Y.Z, J.S., M.K., M.C.M and C.H.J. have intellectual property rights, including patents, to some of the cell culture technologies and CARs described in the manuscript. A.P, M.C.M and C.H.J have sponsored research grants from Novartis. L.J.N.C received honoraria from Speakers Bureau from Miltenyi, and has ownership interests, including patents, with Targazyme, and is a consultant with Ferring Pharmaceuticals, Janssen Pharmaceuticals and Cellectis. All other authors declare no competing financial interests. Conflicts of interest are managed in accordance with University of Pennsylvania policy and oversight.

References

1. Jena B, Dotti G, Cooper L. Redirecting T-cell specificity by introducing a tumor-specific chimeric antigen receptor. *Blood*. 2010;116:1035-44.
2. Bonini C, Brenner MK, Heslop HE, Morgan RA. Genetic modification of T cells. *Biol Blood Marrow Transplant*. 2011;17:S15-20.
3. Ertl HC, Zaia J, Rosenberg SA, June CH, Dotti G, Kahn J, et al. Considerations for the Clinical Application of Chimeric Antigen Receptor (CAR) T Cells: Observations from a Recombinant DNA Advisory Committee (RAC) Symposium June 15, 2010. *Cancer Res*. 2011;71:3175-81.

4. Kohn DB, Dotti G, Brentjens R, Savoldo B, Jensen MC, Cooper LJ, et al. CARS on Track in the Clinic: Report of a Meeting Organized by the Blood and Marrow Transplant Clinical Trials Network (BMT CTN) Sub-Committee on Cell and Gene Therapy. Washington D.C., May 18, 2010. *Mol Ther*. 2011;19:432-8.
5. Savoldo B, Ramos CA, Liu E, Mims MP, Keating MJ, Carrum G, et al. CD28 costimulation improves expansion and persistence of chimeric antigen receptor–modified T cells in lymphoma patients. *J Clin Invest*. 2011;121:1822-5.
6. Restifo NP, Dudley ME, Rosenberg SA. Adoptive immunotherapy for cancer: harnessing the T cell response. *Nat Rev Immunol*. 2012;12:269-81.
7. Porter DL, Levine BL, Kalos M, Bagg A, June CH. Chimeric antigen receptor-modified T cells in chronic lymphoid leukemia. *N Engl J Med*. 2011;365:725-33.
8. Kalos M, Levine BL, Porter DL, Katz S, Grupp SA, Bagg A, et al. T cells with chimeric antigen receptors have potent antitumor effects and can establish memory in patients with advanced leukemia. *Sci Transl Med*. 2011;3:95ra73.
9. Finney HM, Lawson ADG, Bebbington CR, Weir ANC. Chimeric receptors providing both primary and costimulatory signaling in T cells from a single gene product. *J Immunol*. 1998;161:2791-7.
10. Alvarez-Vallina L, Hawkins RE. Antigen-specific targeting of CD28-mediated T cell co-stimulation using chimeric single-chain antibody variable fragment-CD28 receptors. *Eur J Immunol*. 1996;26:2304-9.
11. Feldhaus AL, Evans L, Sutherland RA, Jones LA. A CD2/CD28 chimeric receptor triggers the CD28 signaling pathway in CTLL.2 cells. *Gene Ther*. 1997;4:833-8.
12. Geiger TL, Nguyen P, Leitenberg D, Flavell RA. Integrated src kinase and costimulatory activity enhances signal transduction through single-chain chimeric receptors in T lymphocytes. *Blood*. 2001;98:2364-71.
13. Arakawa F, Shibaguchi H, Xu ZW, Kuroki M. Targeting of T cells to CEA-expressing tumor cells by chimeric immune receptors with a highly specific single-chain anti-CEA activity. *Anticancer Research* 2002;4285-9.
14. Haynes NM, Trapani JA, Teng MWL, Jackson JT, Cerruti L, Jane SM, et al. Rejection of syngeneic colon carcinoma by CTLs expressing single-chain antibody receptors codelivering CD28 costimulation. *J Immunol*. 2002;5780-6.
15. Maher J, Brentjens RJ, Gunset G, Riviere I, Sadelain M. Human T-lymphocyte cytotoxicity and proliferation directed by a single chimeric TCR zeta/CD28 receptor. *Nat Biotechnol*. 2002;20:70-5.
16. Finney HM, Akbar AN, Lawson ADG. Activation of resting human primary T cells with chimeric receptors: Costimulation from CD28, inducible costimulator, CD134, and CD137 in series with signals from the TCR zeta chain. *J Immunol*. 2004;172:104-13.
17. Gyobu H, Tsuji T, Suzuki Y, Ohkuri T, Chamoto K, Kuroki M, et al. Generation and targeting of human tumor-specific Tc1 and Th1 cells transduced with a lentivirus containing a chimeric immunoglobulin T-cell receptor. *Cancer Res*. 2004;64:1490-5.

18. Moeller M, Haynes NM, Trapani JA, Teng MW, Jackson JT, Tanner JE, et al. A functional role for CD28 costimulation in tumor recognition by single-chain receptor-modified T cells. *Cancer Gene Ther.* 2004;11:371-9.
19. Teng MW, Kershaw MH, Moeller M, Smyth MJ, Darcy PK. Immunotherapy of cancer using systemically delivered gene-modified human T lymphocytes. *HumGene Ther.* 2004;15:699-708.
20. Friedmann-Morvinski D, Bendavid A, Waks T, Schindler D, Eshhar Z. Redirected primary T cells harboring a chimeric receptor require costimulation for their antigen-specific activation. *Blood.* 2005;105:3087-93.
21. Pule MA, Straathof KC, Dotti G, Heslop HE, Rooney CM, Brenner MK. A chimeric T cell antigen receptor that augments cytokine release and supports clonal expansion of primary human T cells. *Mol Ther.* 2005;12:933-41.
22. Westwood JA, Smyth MJ, Teng MW, Moeller M, Trapani JA, Scott AM, et al. Adoptive transfer of T cells modified with a humanized chimeric receptor gene inhibits growth of Lewis-Y-expressing tumors in mice. *ProcNatlAcadSciUSA.* 2005;102:19051-6.
23. Willemsen RA, Ronteltap C, Chames P, Debets R, Bolhuis RLH. T cell retargeting with MHC class I-restricted antibodies: The CD28 costimulatory domain enhances antigen-specific cytotoxicity and cytokine production. *J Immunol.* 2005;174:7853-8.
24. Kowolik CM, Topp MS, Gonzalez S, Pfeiffer T, Olivares S, Gonzalez N, et al. CD28 costimulation provided through a CD19-specific chimeric antigen receptor enhances in vivo persistence and antitumor efficacy of adoptively transferred T cells. *Cancer Res.* 2006;66:10995-1004.
25. Loskog A, Giandomenico V, Rossig C, Pule M, Dotti G, Brenner MK. Addition of the CD28 signaling domain to chimeric T-cell receptors enhances chimeric T-cell resistance to T regulatory cells. *Leukemia.* 2006;20:1819-28.
26. Shibaguchi H, Luo NX, Kuroki M, Zhao J, Huang J, Hachimine K, et al. A fully human chimeric immune receptor for retargeting T-cells to CEA-expressing tumor cells. *Anticancer Res.* 2006;26:4067-72.
27. Teng MWL, Kershaw MH, Jackson JT, Smyth MJ, Darcy PK. Adoptive transfer of chimeric Fc(epsilon)RI gene-modified human T cells for cancer immunotherapy. *Human Gene Therapy.* 2006;17:1134-43.
28. Brentjens RJ, Santos E, Nikhamin Y, Yeh R, Matsushita M, La Perle K, et al. Genetically targeted T cells eradicate systemic acute lymphoblastic leukemia xenografts. *Clin Cancer Res.* 2007;13:5426-35.
29. Milone MC, Fish JD, Carpenito C, Carroll RG, Binder GK, Teachey D, et al. Chimeric Receptors Containing CD137 Signal Transduction Domains Mediate Enhanced Survival of T Cells and Increased Antileukemic Efficacy In Vivo. *Mol Ther.* 2009;17:1453-64.
30. Carpenito C, Milone MC, Hassan R, Simonet JC, Lakhal M, Suhoski MM, et al. Control of large, established tumor xenografts with genetically retargeted human T cells containing CD28 and CD137 domains. *Proc Natl Acad Sci U S A.* 2009;106:3360-5.

31. Lukens JN, Van Deerlin V, Clark CM, Xie SX, Johnson FB. Comparisons of telomere lengths in peripheral blood and cerebellum in Alzheimer's disease. *Alzheimer's and Dementia*. 2009;5:463-9.
32. Hombach A, Wiczarkowicz A, Marquardt T, Heuser C, Usai L, Pohl C, et al. Tumor-specific T cell activation by recombinant immunoreceptors: CD3 zeta signaling and CD28 costimulation are simultaneously required for efficient IL-2 secretion and can be integrated into one combined CD28/CD3 zeta signaling receptor molecule. *J Immunol*. 2001;161:23-31.
33. Skibinski G, Skibinska A, James K. The role of hepatocyte growth factor and its receptor c-met in interactions between lymphocytes and stromal cells in secondary human lymphoid organs. *Immunology*. 2001;102:506-14.
34. Voehringer D, Koschella M, Pircher H. Lack of proliferative capacity of human effector and memory T cells expressing killer cell lectinlike receptor G1 (KLRG1). *Blood*. 2002;100:3698-702.
35. Yeh JH, Sidhu SS, Chan AC. Regulation of a late phase of T cell polarity and effector functions by Crtam. *Cell*. 2008;132:846-59.
36. Hsu C, Jones SA, Cohen CJ, Zheng Z, Kerstann K, Zhou J, et al. Cytokine-independent growth and clonal expansion of a primary human CD8+ T-cell clone following retroviral transduction with the IL-15 gene. *Blood*. 2007;109:5168-77.
37. Newrzela S, Cornils K, Heinrich T, Schlager J, Yi JH, Lysenko O, et al. Retroviral insertional mutagenesis can contribute to immortalization of mature T lymphocytes. *Mol Med*. 2011;17:1223-32.
38. Zhao Y, Moon E, Carpenito C, Paulos CM, Liu X, Brennan A, et al. Multiple injections of electroporated autologous T cells expressing a chimeric antigen receptor mediate regression of human disseminated tumor. *Cancer Res*. 2010;70:9062-72.
39. Huang X, Wilber AC, Bao L, Tuong D, Tolar J, Orchard PJ, et al. Stable gene transfer and expression in human primary T-cells by the Sleeping Beauty transposon system. *Blood*. 2006;107:483-91.
40. Singh H, Manuri PR, Olivares S, Dara N, Dawson MJ, Huls H, et al. Redirecting specificity of T-cell populations for CD19 using the Sleeping Beauty system. *Cancer Res*. 2008;68:2961-71.
41. McGuire KL, Curtiss VE, Larson EL, Haseltine WA. Influence of human T-cell leukemia virus type I tax and rex on interleukin-2 gene expression. *J Virol*. 1993;67:1590-9.
42. Good L, Maggirwar SB, Harhaj EW, Sun SC. Constitutive dephosphorylation and activation of a member of the nuclear factor of activated T cells, NF-AT1, in Tax-expressing and type I human T-cell leukemia virus-infected human T cells. *JBiolChem*. 1997;272:1425-8.
43. June CH, Ledbetter JA, Gillespie MM, Lindsten T, Thompson CB. T-cell proliferation involving the CD28 pathway is associated with cyclosporine-resistant interleukin 2 gene expression. *MolCell Biol*. 1987;7:4472-81.
44. Guedan S, Chen X, Madar A, Carpenito C, McGettigan SE, Frigault MJ, et al. ICOS-based chimeric antigen receptors program bipolar TH17/TH1 cells. *Blood*. 2014;124:1070-80.
45. Yu X, Fournier S, Allison JP, Sharpe AH, Hodes RJ. The role of B7 costimulation in CD4/CD8 T cell homeostasis. *J Immunol*. 2000;164:3543-53.

46. Goronzy JJ, Li G, Yu M, Weyand CM. Signaling pathways in aged T cells - A reflection of T cell differentiation, cell senescence and host environment. *Semin Immunol*. 2012.
47. Nguyen P, Moisini I, Geiger T. Identification of a murine CD28 dileucine motif that suppresses single-chain chimeric T-cell receptor expression and function. *Blood*. 2003;102:4320.
48. Hudecek M, Sommermeyer D, Kosasih PL, Silva-Benedict A, Liu L, Rader C, et al. The non-signaling extracellular spacer domain of chimeric antigen receptors is decisive for in vivo antitumor activity. *Cancer Immunol Res*. 2014 September 11, Epub ahead of print.
49. Brentjens RJ, Riviere I, Park JH, Davila ML, Wang X, Stefanski J, et al. Safety and persistence of adoptively transferred autologous CD19-targeted T cells in patients with relapsed or chemotherapy refractory B-cell leukemias. *Blood*. 2011;118:4817-28.
50. Kochenderfer J, Wilson W, Janik J, Dudley M, Stetler-Stevenson M, Feldman S, et al. Eradication of B-lineage cells and regression of lymphoma in a patient treated with autologous T cells genetically-engineered to recognize CD19. *Blood*. 2010;116:4099-102.
51. Till BG, Jensen MC, Wang J, Qian X, Gopal AK, Maloney DG, et al. CD20-specific adoptive immunotherapy for lymphoma using a chimeric antigen receptor with both CD28 and 4-1BB domains: pilot clinical trial results. *Blood*. 2012;119:3940-50.
52. Kochenderfer JN, Dudley ME, Feldman SA, Wilson WH, Spaner DE, Maric I, et al. B-cell depletion and remissions of malignancy along with cytokine-associated toxicity in a clinical trial of anti-CD19 chimeric-antigen-receptor-transduced T cells. *Blood*. 2012;119:2709-20.

FIGURE LEGENDS

Figure 1. Induction of constitutive, ligand-independent CAR T-cell proliferation.

A) *In vitro* proliferation of human CD4⁺ T cells following 5 days of α CD3/CD28-coated magnetic bead stimulation and lentiviral transduction with the indicated CAR constructs (left panel). No cytokines were added to culture media at any point during expansion. The CAR T cells with constitutive proliferation also maintain a larger mean cell volume (right panel). Results are representative of n>10 normal human donors. **B and C)** CD4⁺ and CD8⁺ T cells were stimulated as in (A), with or without exogenous IL2. *In vitro* proliferation of human CD4⁺ **(D)** T cells following lentiviral transduction with the indicated CAR constructs. No cytokines were added to culture media at any point during expansion for CD4⁺ T cells. Results are representative of n>4 normal human donors. **E)** CD4⁺ T cells from 3 healthy donors were isolated, stimulated and transduced with lentivirus encoding the c-Met IgG4, CD19 CD8- α , and CART19 CAR constructs or mock transduced, and cultured with addition of fresh media and no exogenous cytokines. Error bars denote standard deviation. The design of the various CAR constructs is shown in Supplemental Figure S1.

Figure 2. CAR T cells with continuous T-cell proliferation have constitutive cytokine secretion.

Serial measurements of cytokine production by various CAR constructs following α CD3/CD28 stimulation and expansion. At each noted time point c-Met IgG4, CD19 IgG4 CAR transduced, and untransduced CD4⁺ T cells were collected from culture, washed and re-plated at 1×10^6 /mL. Cells were kept in culture for 24 hrs at which time supernatant from each culture was collected. Supernatants were analyzed via luminex assay and values plotted as log(10) fold-change from the pre-stimulated cells (baseline). Baseline values (pg/mL) for each analyte were: IFN γ : 5 pg/mL; TNF α : 2 pg/mL; IL2: 1 pg/mL; GM-CSF: 15.25 pg/mL; IL13: 1 pg/mL; IL10: 1 pg/mL. The design of the CAR constructs is shown in Supplemental Figure S1.

Figure 3. CARs with a constitutive growth phenotype display a unique gene signature. Cytokines, perforin and granzyme expression. Microarray analysis comparing cytokine expression of c-Met IgG4 (green), CD19 CD8- α (red), CART19 (blue) CARs and untransduced (orange) T cells at baseline and on days 6, 22 and 24 of culture; only the c-Met IgG4 culture was analyzed on day 24 because the other cultures were terminated due to cell death. No exogenous cytokines were added to the culture media. Normalized absolute log₂ gene expression intensities are plotted for IFN γ , TNF α , IL17A, IL2, IL3, IL4,

GM-CSF, IL10, IL13, Granzyme B and Perforin, The design of the CAR constructs is shown in Supplemental Figure S1.

Figure 4. Constitutive activation of AKT, NF- κ B and MAPK signaling pathways is associated with the CAR T-cell proliferative phenotype. **A)** Representative FACS histograms displaying enrichment of c-Met IgG4 CAR⁺ T cells during culture from day 10 to day 30 of culture. **B)** PhosFlow plots of CD4⁺ T cells stimulated and transduced with the c-Met IgG4 constitutive or CD19 CD8 α non-constitutive CARs as previously described. On days 6, 10 and 25 cells were fixed, permeabilized and stained using PE anti-Erk1/2 (pT202/pY204), PE anti-Akt (pS473), PE anti-NF- κ B p65 (pS529) and PE anti-S6 (pS235/pS236); the CD19 CD8 α CAR culture did not continue to proliferate to day 25, and therefore is only analyzed on days 6 and 10. Positive controls were samples from each condition stimulated for 10 min using PMA/Ionomycin prior to fixation, while negative controls cells were fully stimulated T cells stained using PE-conjugated IgG2b κ isotype control. The design of the CAR constructs is shown in Supplemental Figure S1.

Figure 5. Heat map showing relative intensities of the differentially expressed genes in CD4⁺ T cells expressing continuous CARs or non-continuous CARs. The differentially expressed genes with a 5-fold cutoff in CD4⁺ cells from 3 healthy donors are shown for c-Met IgG4 CAR and CD19 CD8 α CAR on day 11. The expression level of each gene is represented by the number of standard deviations above (red) or below (blue) the average value for that gene across all samples. The list of the differentially expressed genes is shown in Supplemental Tables S2 and S3. The design of the CAR constructs is shown in Supplemental Figure S1.

Figure 6 A,B and C. Transgene expression levels are sufficient to convey the constitutive CAR growth phenotype. *In vitro* proliferation of human CD4⁺ T cells following 5 days of anti-CD3 plus anti-CD28 stimulation and lentiviral transduction with c-MET-expressing CARs under the control of the indicated promoter. CMV(1) and CMV (2) represent replications of lentiviral vector production in the same human donor. **A)** Population doublings were determined for both CMV and EF-1 α driven c-MET CAR cells. After ~12 days in culture, CMV-c-MET CAR cells were unable to sustain proliferation and died, while EF-1 α c-MET CAR T cells continue to proliferate. **B)** Mean cell volume (MCV) was also determined. The CMV-c-MET CAR T cells decreased in cell size after 10 days, indicative of the cells resting down. **C)** Comparison of the level of expression between CARs expressed with the CMV and EF-1 α promoters is shown at day 6 post-transduction. The mean fluorescence intensity is indicated. The design of the CAR constructs is shown in Supplemental Figure S1.

Figure 7A-C. *In vivo* efficacy of c-Met IgG4 28 ζ CAR T cells. CD4⁺ and CD8⁺ T cells transduced to express CD19 IgG4 28 ζ or c-Met IgG4 28 ζ CAR under the influence of either EF-1 α promoter or PGK100 promoter were infused (two administrations, 16 x 10⁶ cells in total) into mice (for no T cells n=2; for the rest n=8 per group) bearing intraperitoneal SKOV3 tumors pre-established for 16 days. (A) Bioluminescence signal was acquired every week as a surrogate for tumor growth. $p < 0.01$ EF-1 α vs PGK100 group. (B) Kaplan-Meier analysis. * indicates $p < 0.05$, EF-1 α vs PGK100, log-rank (Mantel-Cox) test was used for statistical analysis. (C) The absolute number of human CD45⁺ T cells was determined in the blood on days 37 (left panel) and 73 (right panel), respectively. Only 2 mice survived in the EF-1 α c-Met IgG4 28 ζ CAR group on d73. * indicates $p < 0.05$. Two-tailed student T-test was used for statistical analysis. The design of the CAR constructs is shown in Supplemental Figure S1.

Fig. 1

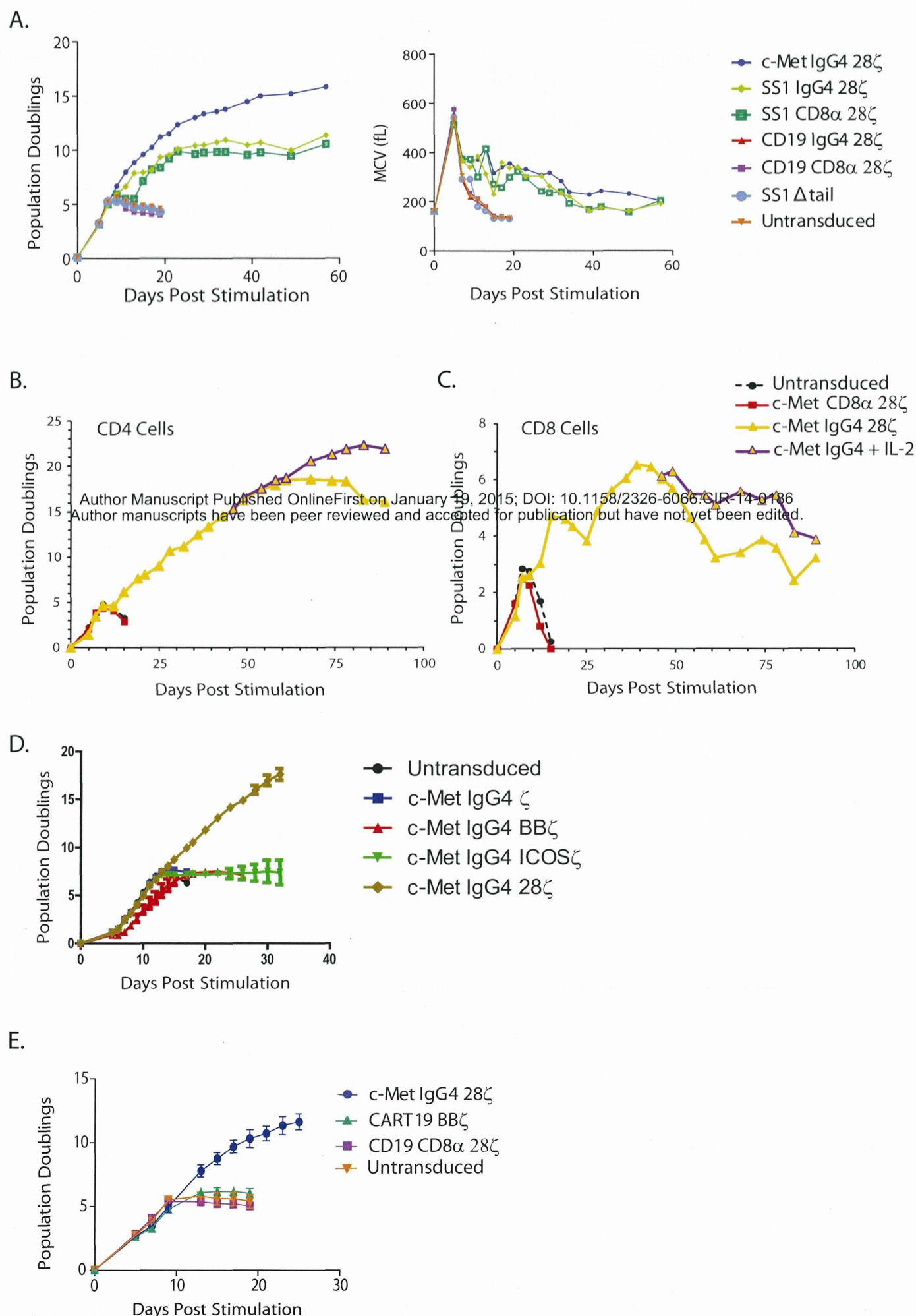


Fig 2

