

26 **Abstract**

27 During HTLV-1 infection, the virus integrates into the host cell genome as a provirus with a
28 single CCCTC binding protein (CTCF) binding site (vCTCF-BS), which acts as an insulator
29 between transcriptionally active and inactive regions. Previous studies have shown that the
30 vCTCF-BS is important for maintenance of chromatin structure, regulation of viral expression, and
31 DNA and histone methylation. Here, we show that the vCTCF-BS also regulates viral infection
32 and pathogenesis *in vivo* in a humanized (Hu) mouse model of adult T-cell leukemia/lymphoma.
33 Three cell lines were used to initiate infection of the Hu-mice, i) HTLV-1-WT which carries an
34 intact HTLV-1 provirus genome, ii) HTLV-1-CTCF, which contains a provirus with a mutated
35 vCTCF-BS which abolishes CTCF binding, and a stop codon immediate upstream of the mutated
36 vCTCF-BS which deletes the last 23 amino acids of p12, and iii) HTLV-1-p12stop that contains
37 the intact vCTCF-BS, but retains the same stop codon in p12 as in the HTLV-1-CTCF cell line.
38 Hu-mice were infected with mitomycin treated or irradiated HTLV-1 producing cell lines. There
39 was a delay in pathogenicity when Hu-mice were infected with the CTCF virus compared to mice
40 infected with either p12 stop or WT virus. Proviral load (PVL), spleen weights, and CD4 T cell
41 counts were significantly lower in HTLV-1-CTCF infected mice compared to HTLV-1-p12stop
42 infected mice. Furthermore, we found a direct correlation between the PVL in peripheral blood
43 and death of HTLV-1-CTCF infected mice. In cell lines, we found that the vCTCF-BS regulates
44 Tax expression in a time-dependent manner. The scRNAseq analysis of splenocytes from
45 infected mice suggests that the vCTCF-BS plays an important role in activation and expansion of
46 T lymphocytes *in vivo*. Overall, these findings indicate that the vCTCF-BS regulates Tax
47 expression, proviral load, and HTLV pathogenicity *in vivo*.

48 **Author Summary**

49 Human T-cell leukemia virus type 1 (HTLV-1) is a cause of leukemia and lymphoma, and
50 several inflammatory medical disorders. The virus integrates in the host cell DNA, and it includes
51 a single binding site for a cellular protein designated CTCF. This protein is important in regulation
52 of many viruses, as well as properties of normal and malignant cells. In order to define the role of
53 CTCF in HTLV-1 pathogenesis *in vivo*, we analyzed a mutant virus lacking the binding site in
54 humanized mice. We found that this mutation slowed virus spread and attenuated the
55 development of disease. Gene expression studies demonstrated a dynamic role of CTCF in
56 regulating viral gene expression and T lymphocyte activation.

57 Introduction

58 Human T-cell leukemia virus type-1 (HTLV-1) is the cause of adult T-cell leukemia/lymphoma
59 (ATLL) [1]. HTLV-1 is a delta-retrovirus which encodes plus (+) strand classical retrovirus genes,
60 *gag*, *pol*, *pr*, *env*, as well as regulatory genes, *tax* and *rex*, auxillary genes, *p12*, *p30*, and *p13*,
61 and minus (-) strand gene, *hbz*. The *tax* and *hbz* gene products both have oncogenic activity in
62 tissue culture and mouse models [2, 3]. The Tax protein enhances viral and cellular gene
63 transcription, and it has post-transcriptional roles inhibiting apoptosis and DNA repair, and
64 promoting cellular proliferation [3]. Tax is expressed intermittently in a small proportion of ATLL
65 cells at any given time [4, 5]. The Hbz protein represses multiple transcriptional pathways,
66 whereas the *hbz* RNA promotes T-cell proliferation [2]. Hbz is expressed continuously by most
67 ATLL cells, and the Hbz protein is critical for viral persistence and disease development [6].

68 Most ATLL cells have a single copy of the provirus integrated at a wide variety of different
69 chromosomal sites [7]. The 5'portion of the integrated provirus is heavily DNA methylated with
70 histone post-translational modifications consistent with epigenetic silencing [8]. In contrast, the
71 3'portion of the provirus exhibits little DNA methylation and has characteristic histone
72 modifications of open chromatin. At the border is a binding site for the chromatin barrier element
73 known as 11-zinc finger protein or CCCTC-binding factor (CTCF). There is a single viral CTCF-
74 binding site (vCTCF-BS) in HTLV-1, which is conserved in other delta-retroviruses. In contrast,
75 there are about 55,000 CTCF-binding sites in the cellular genome [9]. CTCF has been shown to
76 have transcriptional suppression and DNA looping activity [10]. The latter is mediated through
77 binding to the cohesin complex [11]. CTCF is important for regulation of latency, replication, and
78 pathogenicity of many DNA viruses, including Kaposi sarcoma herpes virus (KSHV), Epstein-Barr
79 virus (EBV), cytomegalovirus (CMV), herpes simplex virus (HSV), and adenovirus [12].

80 Studies of cell lines and primary cells infected with HTLV-1 *ex vivo* showed that the vCTCF-
81 BS modulates transcription of the viral genome and cellular genes within several hundred bases
82 of the provirus [8, 13, 14]. In order to assess the role of the vCTCF-BS in HTLV-1 replication and

83 pathogenesis, we examined the effect of vCTCF-BS mutation *in vivo*, using a humanized mouse
84 model (Hu-mice). For this purpose, we used non-obese diabetic *scid* IL2 receptor gamma c null
85 kit (NBSGW) mice injected intrahepatic with human cord blood CD34+ hematopoietic stem cells
86 within the first three days of life, and allowed to engraft without irradiation [15]. Infection of these
87 mice at 13-16 weeks of age perturbs human thymic alpha-beta T-cell development, resulting in
88 expansion in the thymus of mature single-positive CD4+ and CD8+ lymphocytes at the expense
89 of immature and double-positive (DP) thymocytes (Fig 1A) [16]. Human lymphocytes from the
90 thymus, spleen, and lymph nodes are activated in this model, with increased expression of
91 nuclear factor kappa-B (NF- κ B)-dependent genes. These mice manifest hepatosplenomegaly,
92 lymphadenopathy, and lymphoma.

93

94 **Results**

95 **Role of vCTCF-BS in HTLV-1 Replication in Humanized Mice**

96 Hu-mice, 13-16 weeks of age, were assessed for levels of human leukocytes in the peripheral
97 blood by FACS analysis with an antibody to human CD45. Mice from each litter with at least 5%
98 human CD45+ cells, were separated into equal groups based on sex and levels of human CD45+
99 cells. Mice were then inoculated intraperitoneally with lethally mitomycin-treated human 729B
100 lymphoid cells infected with either wild type HTLV-1 (HTLV-1-WT) or an HTLV-1 mutant with a
101 premature stop codon in the p12-coding gene that does not affect known function of p12, 24
102 codons from the 3'end of the 297 nucleotide long gene (HTLV-1-p12stop) [14]. An equal number
103 of mice were also infected with HTLV-1 with the same mutation found in the HTLV-1-p12stop
104 virus, as well as an additional mutation that abrogates the vCTCF-BS (HTLV-1-CTCF) [14]. Use
105 of the p12stop mutant virus was a necessary control since the vCTCF-BS overlaps the p12 coding
106 sequence, and mutation of the vCTCF-BS would also produce a mutation in the p12 protein if it
107 had not been truncated. Mice were monitored clinically for up to 12.5 weeks after infection, with
108 analysis of blood samples obtained every 2.5 weeks. Eight litters of mice were used to obtain a

109 sufficient number of mice for statistically valid results, with similar numbers, sexes, and levels of
110 CD34+ cells in mice within each litter allocated for infection with HTLV-1-WT, HTLV-1-p12stop,
111 or HTLV-1-CTCF.

112 Hu-mice infected with WT or p12 stop HTLV-1 showed disease development with a median
113 survival of 5.0 and 4.3 weeks, respectively, whereas only 35% of the HTLV-1-CTCF mice
114 developed disease within 12.5 weeks of infection (Figure 1B). Mice infected with HTLV-1-CTCF
115 had lower mean spleen weights (162 vs 302 mg, $P=0.0074$; Figure 1C) and lower absolute
116 lymphocyte counts at the time of necropsy (1038 vs 7600 cell/ul, $P=0.03$; Figure 1D) than those
117 infected with HTLV-1-p12stop. In addition, the percent of CD4+ per CD45+ cells in the spleen,
118 liver, and bone marrow were significantly lower in HTLV-1-CTCF infected than HTLV-1-p12stop
119 infected mice (Figure 1E). No significant differences were seen in the proportion of CD4+ per
120 CD45+ cells in the blood and tissues in comparison of HTLV-1-WT and HTLV-1-p12stop infected
121 mice (Figure 1E).

122 Mice were also humanized via intratibial injection of CD133 hematopoietic progenitor cells,
123 and infected 13-16 weeks later (Figure 1A). Infection with HTLV-1-CTCF ($n=6$) resulted in delayed
124 onset of lymphoproliferative disease compared to mice infected with HTLV-1-WT ($n=7$) or HTLV-
125 1-p12stop ($n=3$) (Figure S1A). At the time of necropsy there were no significant differences in
126 spleen weight (Figure S1B), absolute lymphocyte counts (Figure S1C), or percentages of CD4+
127 lymphocytes in the liver in HTLV-1-CTCF compared to HTLV-1-WT infected mice (Figure S1D).
128 However, significant differences in CD4+ lymphocytes were found in the blood, spleen, and bone
129 marrow when compared to combined HTLV-1-WT and -p12stop infected CD133 humanized mice
130 as compared to HTLV-1-CTCF infected mice. Differences in lymphocyte and neutrophil
131 percentages were seen at necropsy in HTLV-1-CTCF compared to HTLV-1-WT infected mice
132 (Figures S2A, B). There were insufficient mice infected with HTLV-p12stop for statistical analysis
133 in these experiments. An example of a HTLV-1-WT infected Hu-mouse with ATLL-like flower cells
134 and dramatic leukocytosis is shown in Figure S2C.

135 Proviral load (PVL) in CD34+ cell humanized mouse PBMCs were assessed by digital droplet
136 PCR every 2.5 wks [17]. The assay measures the number of copies of provirus using primers
137 within the *tax* gene, normalized to number of copies of human ribosomal P subunit p30 gene
138 (Figure 2). At 2.5 wks post-infection, PVL levels in HTLV-1-WT and HTLV-1-p12stop infected
139 mice varied between 0.1 and 1.8 copies/cell, with average levels of 0.43 and 0.78 copies/cell that
140 were not significantly different (Figure 2A, B). However, in HTLV-1-CTCF mice, levels were
141 between 0 and 0.02 copies/cell, with average level 0.02 copies/cell that was significantly lower
142 than that in the HTLV-1-WT and HTLV-1-p12stop infected mice ($P=0.0002$). PVL was also
143 measured at the time of necropsy in blood, spleen, liver, and bone marrow samples (Figure 2C).
144 In each case, PVL was lower in HTLV-1-CTCF than HTLV-1-p12stop and HTLV-1-WT infected
145 mice. The one exception was that the PVL was lower in HTLV-1-WT than HTLV-1-p12stop
146 infected mouse liver, but the number of animals available for this analysis were small, and this
147 may have been due to a sampling error as a result of heterogeneous levels of virus infected cells
148 within the liver. Similarly, in CD133+ cell humanized mice, lower proviral loads were seen in
149 HTLV-1-CTCF infected mice compared to HTLV-1-WT infected mice (Figure S3).

150 Viral gene expression was observed in infected splenocytes from 7 animals with
151 lymphoproliferative disease submitted for single cell (sc) RNAseq (Figure S4). Although 10X
152 scRNAseq reads are not strand specific, splice donor and splice acceptor sites for single-spliced
153 and double-spliced, sense-strand transcripts and for spliced anti-sense transcripts enabled
154 delineation and quantitation of *tax* and *hbz* transcripts in a subset of 4 representative samples
155 (Figure S4A) compared to spliced transcripts of human actin in each sample (Figure S4B).
156 Interestingly, unlike in infected cells in tissue culture [14], *hbz* transcripts were the most abundant
157 viral mRNAs in infected splenocytes *in vivo* (Figure S4C) for both HTLV-1-CTCF ($n=3$) and HTLV-
158 1-p12stop infected Hu-mice ($n=4$). There were no significant differences in the percent of TCR+
159 cells that are *hbz*+ in HTLV-1-CTCF compared HTLV-1-p12stop infected splenocytes (6.4 ± 3.3 vs
160 $4.6\pm 1.6\%$, respectively, $P=0.36$). The sequence reads also provided confirmation that the

161 nucleotide substitutions used to create the HTLV-1-CTCF and HTLV-1-p12stop viruses were
162 present in 100% of viral transcripts, and that reversion back to the WT sequence did not occur
163 (Figure S4D).

164

165 **Role of vCTCF-BS in HTLV-1 Pathogenesis**

166 Pathological analysis of infected mice that succumbed from infection demonstrated a
167 lymphoproliferative disorder, with diffuse infiltration in the spleen, liver, and lungs (Figures 3A,
168 S5). The infiltrating cells were found to be predominantly CD4⁺ lymphocytes, as demonstrated by
169 immunohistochemistry (Figure 3B). In comparison, control human tissues are shown highlighting
170 CD4⁺ lymphocytes in normal tonsil, and in biopsies from lymphomatous tissues from two different
171 HTLV-positive patients with ATLL.

172 The results for HTLV-1-CTCF mice were stratified into two groups, depending upon whether
173 the blood absolute lymphocyte count at time of necropsy was greater than (HTLV-1-CTCF-1; n=8)
174 or less than 400 cells/ μ l (HTLV-1-CTCF-2; n=7; Figure 4A). Levels of total lymphocytes at
175 necropsy were higher in the blood of HTLV-1-CTCF-1 than HTLV-1-CTCF-2 infected mice, and
176 similar to those seen in HTLV-1-WT and HTLV-1-p12 infected mice at the time of necropsy (Figure
177 S6). In contrast, the number of neutrophils in the blood were higher at necropsy in HTLV-1-CTCF-
178 2 than HTLV-1-CTCF-1 infected mice. Thirty eight percent of the HTLV-1-CTCF-1 infected mice
179 died by 7.5 weeks post-infection, whereas no disease was seen in HTLV-1-CTCF-2 infected mice
180 (Figure 4B). Furthermore, no pathological abnormalities were seen in HTLV-1-CTCF-2 infected
181 mouse tissues. Spleen weight at necropsy (Figure 4C) and PVL was higher at 2.5 and 5 weeks
182 post-infection in HTLV-1-CTCF-1 compared to HTLV-1-CTCF-2 infected mice (Figure 4D). The
183 ratio CD4⁺ to CD45⁺ cells at necropsy in the blood, spleen, liver, and bone marrow were higher
184 in HTLV-1-CTCF-1 than HTLV-1-CTCF-2 infected mice (Figure 4E). There was an inverse
185 correlation between PVL at 5 wks and survival in HTLV-1-CTCF infected mice ($p=0.0005$; Figure
186 4F).

187

188 **Effects of vCTCF-BS on Transcriptomic Profiles**

189 In order to assess the effect of the vCTCF-BS on transcription *in vivo*, we performed single
190 cell RNA-seq on splenocytes from 4 HTLV-1-p12stop and 3 HTLV-1-CTCF-2 humanized mice
191 (Figure 5A). We focused our analysis on human transcripts, which were clearly separated from
192 murine transcripts [18]. Although the 729B cells, used as a donor in humanized mice for HTLV-1
193 infection, contain the EBV genome [19], no EBV transcripts were detectable in the HTLV-1
194 infected humanized mice at the time of necropsy (data not shown). Human cells in the spleen of
195 the hematopoietic stem cell transplanted NBSGW mice were exclusively lymphoid cells. They
196 included clusters of CD4+, CD8+, CD25+, TCR+, and more rarely, NKT, and B lymphocytes
197 (Figure 5B). Interestingly, the TCR+ cells of each T cell subset were enriched in T cell activation
198 factors, protein tyrosine phosphatase receptor type C-associated protein (PTPRCAP) and
199 interferon-induced transmembrane protein 1 (IFITM1) (Figure S7).

200 At the time of necropsy, reads corresponding to HTLV-1 transcripts were detected in a small
201 subset of splenocytes (Figure 5B). Characteristics of predominant T cell clones, including CD4+,
202 CD8+, Treg, and double CD4+CD8+ clones, varied in each sample, and detection of viral
203 transcripts was not restricted to a single T cell clone. T cell clonality was high for all samples, with
204 the Gini coefficient ranging from 0.54 to 0.67, and the Shannon Diversity Index ranging from 3.7
205 to 5.2 (Figure S8). There were no significant differences in clonality indices in HTLV-1-p12stop
206 and HTLV-1-CTCF-2 infected humanized mouse splenocytes.

207 String network analysis of genes significantly upregulated in CD4+ T cells demonstrated
208 expanded lymphocyte populations in both HTLV-1-CTCF and HTLV-1-p12stop infected mice
209 (Figure 5C). The cells expressed genes previously associated with ATLL, including CADM1,
210 IL2RA, FOXP3, BATF3, CD28, and CTLA4.

211 When comparing HTLV-1-CTCF-2 infected mice to control HTLV-1-p12stop infected mice,
212 several patterns emerged. First, activated CD8+ T cells were much more abundant in the spleen

213 of HTLV-1-p12stop infected mice (Figure 5D). Granzyme B (GZMB) expressing CD8⁺ cells were
214 enriched in transcripts for natural killer cell granule protein 7 (NKG7) and granulysin (GNLY),
215 indicating these cells were cytotoxic effector T cells or cytotoxic vesicle releasing cells (Figure S9)
216 [20]. Second, the expression of 5-lipoxygenase activating protein (ALOX5AP), a regulator of
217 tumor immunity associated with “hot” tumors [21], was a distinguishing characteristic between
218 mice infected HTLV-1-CTCF-2 and HTLV-1-p12stop (Figures 5E, S10). Third, double negative
219 CD4-CD8-TCR⁺ T cells were more abundant in the spleens of HTLV-1-CTCF-2 mice (Figure
220 S11). Although these cells lacked transcripts for CD4 or CD8, they were enriched in transcripts
221 for calcium-binding helix-loop-helix S100A protein family members (including S100A4, A6, A10,
222 and A11) and interferon-induced transmembrane protein (IFITM) family members (IFITM1 and
223 M2) [22]. Finally, the number of cells in T cell clones carrying a glycine-leucine-alanine-glycine
224 (GLAG) motif in CDR3 of T-cell receptor (TCR) β , previously identified as a Tax-specific epitope
225 [23] was more abundant in HTLV-1-CTCF-2 than HTLV-1-p12stop infected mice (Figure 5F, Table
226 S1). These data suggest that loss of the vCTCF-BS results in significant effects on gene
227 expression and expansion of human T cell populations *in vivo*.

228

229 **Effects of vCTCF-BS on Temporal Viral Gene Expression**

230 In order to examine the effect of vCTCF-BS on the temporal expression of Tax, we transfected
231 293T cells with the molecular clones expressing HTLV-1-WT, HTLV-1-p12stop, or HTLV-1-CTCF
232 (Figure 6A). After 48 hrs, these cells were producing equivalent quantities of HTLV-1 p19 antigen
233 (5.6 ± 1.2 and 5.4 ± 1.0 ng/ml, in HTLV-1-p12stop and -CTCF expressing 293T cells, respectively).
234 The transfected 293T cells were co-cultivated with Jurkat cells carrying a Tax-responsive red
235 fluorescent protein (RFP) indicator (JET cells). IncuCyte analysis was performed to assess
236 temporal changes in Tax expression, as measured by RFP fluorescence (Figure 6B, C). The
237 number of RFP-positive cells was significantly higher in HTLV-1-p12stop than HTLV-1-CTCF
238 infected cultures from 1-3.5 days of culture, but similar thereafter (Figure 6B). The total RFP

239 intensity was greater in HTLV-1-p12 stop than HTLV-1-CTCF infected cultures from 0-2.5 days
240 of infection, but lower during 2.5-5 days of infection (Figure 6C). Cell viability was assessed using
241 Cytolight rapid dye, and no differences were detected. Similar results were obtained after
242 cocultivation of HTLV-1 infected 729B cells with JET cells (Figure S12). These results suggest
243 that the vCTCF-BS has dynamic regulation of HTLV-1 gene expression.

244

245 **Discussion**

246 Our previous studies of the role of the vCTCF-BS examined in Jurkat cells and PBMCs, the
247 role of mutation of the vCTCF-BS on virus gene expression [14]. We found that mutation of the
248 vCTCF-BS did not disrupt the kinetics and levels of virus gene expression. Furthermore, there
249 was no effect on the establishment of or reactivation from latency. Nevertheless, the mutation
250 disrupted the epigenetic barrier function, resulting in enhanced DNA CpG methylation
251 downstream of the vCTCF-BS on both strands of the integrated provirus. We also found enhanced
252 methylation of histones H3 K4, K27, and K36 bound to the provirus.

253 In our previous study, we also examined the role of CTCF in clonal latently infected Jurkat cell
254 lines carrying the HTLV-1 provirus at different integration sites [14]. For this purpose, we induced
255 viral gene expression with phorbol ester and ionomycin in the presence of a shRNA to repress
256 CTCF expression or a control shRNA. In the majority of these cell lines, knockdown of CTCF
257 resulted in enhanced plus strand gene expression. However in a minority of cell lines, knockdown
258 of CTCF had no effect on plus strand gene expression. We did not identify cell lines in which
259 knockdown of CTCF decreased virus gene expression. Knockdown of CTCF had no effect on
260 virus gene expression from cell lines with mutation of the vCTCF-BS. Moreover, no effects on
261 minus strand gene expression were seen in any of these cell lines. We found that cell lines
262 manifesting enhanced plus gene expression with CTCF knockdown also exhibited decreased
263 DNA CpG methylation downstream of the CTCF binding site. However, no significant changes

264 were seen in DNA CpG methylation in cell lines not exhibiting alterations of gene expression with
265 CTCF knockdown.

266 In the current work, we examined the effects of vCTCF-BS mutation *in vivo* in a humanized
267 mouse model [16]. In this model, human CD34+ cells were injected into the liver of newborn mice.
268 After 13-16 weeks, sufficient lymphoid reconstitution occurred to allow HTLV-1 infection,
269 replication, and lymphoproliferative disease. However, we have not detected HTLV-1 antibodies
270 in this model system, suggesting at least partially compromised immune responses to viral
271 infection (not shown).

272 The vCTCF-BS overlaps with the p12 and Hbz coding genes. Mutation of the vCTCF-BS to
273 abrogate binding of CTCF required conservative mutations in these overlapping genes. The p12
274 mutation truncates the predicted protein product from 99 to 76 amino acids. This truncated protein
275 is similar to that expressed from simian T cell leukemia virus type 1 [24]. Previously, we
276 demonstrated that deletion of the C-terminus of p12 did not affect its ability to functionally enhance
277 nuclear factor of activated T cells (NFAT) [14]. We also showed that the conservative mutation in
278 Hbz had no effect on its ability to repress Tax-mediated viral *trans*-activation or canonical NFκB
279 activity. The mutations in p12 and Hbz used in this study did not have a significant effect on HTLV-
280 1 replication and pathogenicity in Hu-mice, based on similar results with HTLV-1-WT and HTLV-
281 1-p12stop infected animals.

282 Mutation of the vCTCF-BS delayed virus spread and delayed or abrogated lymphoproliferative
283 disease in infected Hu-mice (Figure 1). However, the lymphoproliferative disease occurring at late
284 time points in the minority of HTLV-1-CTCF infected Hu-mice were derived from CD4+
285 lymphocytes as in the case of HTLV-1-WT and HTLV-1-p12stop mice (Figure 3). There was no
286 qualitative change in the characteristics of the lymphoproliferative disease occurring in HTLV-1-
287 CTCF-1 infected Hu-mice compared to that present in HTLV-1-WT and HTLV-1-p12stop infected
288 mice.

289 Single cell RNAseq is a powerful tool for evaluating human lymphocytes within the spleen of
290 infected Hu-mice. The presence of human T cell subsets confirmed that CD34+ hematopoietic
291 stem cells were capable of differentiating into CD4+ and CD8+ T cells *in vivo*. Mature (TCR+)
292 cells were consistently enriched in T cell activation factors PTPRCAP and IFITM1. PTPRCAP is
293 a transmembrane phosphoprotein specifically associated with CD45, a key regulator of T cell
294 activation and differentiation. Along with CD45, CD71, and lymphocyte-specific protein tyrosine
295 kinase (LCK), PTPRCAP (also known as lymphocyte phosphatase-associated phosphoprotein,
296 LPAP) is known to be a major component of the CD4 receptor complex [25]. IFITM1 is a member
297 of a family of interferon-inducible transmembrane proteins that can confer resistance to viral
298 infections, regulate adaptive immunity, and regulate T cell differentiation [22]. Multi-omic
299 evaluation of TCR sequences offered clear evidence of extensive clonal T cell expansion in this
300 model, established that viral gene expression could be detected in expanded clones, and
301 confirmed that the expanded CD4+ T cells were enriched in genes frequently expressed in ATLL
302 cells, including CD25 and cell adhesion molecular 1 (CADM1).

303 Surprisingly, the most significant difference in the spleens of Hu-mice infected with virus
304 carrying the vCTCF-BS mutation was discovered in the CD8+ T cell population in which the
305 abundance and activity of CD8+ T cells was suppressed relative to control. There were fewer
306 CD8+ T cells and the CD8+ T cells expressed less Granzyme B and less ALOX5AP. Granzyme
307 B is a serine protease and abundant component of cytotoxic granules which when released
308 results in caspase-independent pyroptosis or caspase-dependent apoptosis [26]. Granzyme B is
309 an essential component of immunity and wound healing, and it is also capable of causing injury
310 to healthy tissue or even elevated risk of death [27]. ALOX5AP (aka FLAP) is required for
311 leukotriene synthesis; it has been implicated in inflammatory responses, stroke, and myocardial
312 infarction; and it is an indicator for predicting high CD8+ tumor infiltration and a “hot” tumor
313 microenvironment [21]. These data establish that scRNAseq can effectively detect human and
314 viral gene expression in mouse spleen in infected Hu-mice, confirm that the expanded lymphocyte

315 populations in this model retain characteristics similar to those described in ATLL, and supports
316 the hypothesis that the vCTCF-BS is involved in viral regulation of immunity and pathogenesis in
317 vivo.

318 The results of the current study suggest that CTCF binding to the HTLV-1 provirus regulates
319 Tax expression in a time-dependent manner (Figure 6, 7). Initially, CTCF promotes higher levels
320 of Tax, which results in enhanced plus strand gene transcription, antigen expression, virus
321 production, and enhanced clonal expansion of lymphocytes. However, high levels of Tax and
322 other plus strand genes are associated with enhanced senescence, apoptosis, and immune-
323 mediated responses to virus-infected cells. We conjecture that this results in rapid onset of acute
324 disease in Hu-mice infected with HTLV-1 possessing the vCTCF-BS. In the absence of the
325 vCTCF-BS, there are lower levels of Tax, plus strand gene expression, and virus production,
326 diminished senescence and cytotoxicity, and more gradual lymphocyte expansion resulting in
327 slower development of disease, if disease develops at all.

328 The mechanism for the effects of CTCF on HTLV-1 transcription could be related to its known
329 silencer effects on initiation or elongation of RNA. This may be a result of monomeric CTCF
330 binding to the provirus or dimeric CTCF-cohesin complexes promoting chromatin looping. High
331 levels of Tax and plus strand transcription at early time points after infection, promote clonal
332 expansion of infected lymphocytes and enhanced viral particle and viral antigen production. Under
333 these conditions, Tax has been shown to induce cellular senescence [28], whereas the viral
334 envelope may induce fusion [29], and multiple viral proteins can induce cell death through direct
335 effects or through immune-mediated cytotoxicity [30]. In contrast, in the absence of CTCF binding
336 to the provirus, there is a more gradual level of Tax expression, resulting in delayed onset or
337 smoldering disease, or asymptomatic infection. It is possible that CTCF activity may contribute to
338 differences in disease subtypes seen in infected patients.

339 Previous studies by Bangham and colleagues, reported that removal of the vCTCF-BS had no
340 discernible impact on virus transcription or epigenetic modifications in 2 different cell clones of

341 HTLV-1 infected lymphocytes [31]. However, mutation of the vCTCF-BS resulted in altered clone-
342 specific transcription in *cis* at non-contiguous loci up to more than 300 kb from the integration site,
343 suggested to be due to disruption of chromatin loops [13]. Our previous studies contrast with
344 those of Miura *et al*, in that we examined the effects on viral transcription with loss of vCTCF-BS
345 in a large number of cells *ex vivo* and *in vivo*. In our previous studies with infected rabbits, mutation
346 of the vCTCF-BS did not affect virus replication or spread [32]. However, it is notable that there
347 was a decreased HTLV-1-specific antibody response in this model. Perhaps HTLV-1-specific
348 antibody responses reflect the peak levels of plus strand transcription after infection. It is notable
349 that lymphoproliferative disease does not occur in the rabbit model.

350 These data suggest a working model in which CTCF regulates Tax, that assimilates the *in vivo*
351 survival data, and that HTLV-1-CTCF is much less pathogenic than HTLV-1-WT or HTLV-1-
352 p12stop. The scRNAseq gene expression data of 12.5 week old diseased HTLV-1-CTCF-2
353 infected mice look very similar to 2.5 week old diseased HTLV-1-p12stop mice. The IncuCyte
354 data showed that Tax activity per infected cell is elevated on day 1 and depressed on day 3 in
355 pHTLV-1-p12stop but not HTLV-1-CTCF infected cells, and the number of Tax-positive cells
356 shows rapid expansion in HTLV-1-p12stop but not HTLV-1-CTCF infected mice. Previously
357 published data on latent cell lines show that CTCF is a suppressor of Tax in latent or already
358 suppressed cell clones. This model also explains the observation that although HTLV-1-CTCF
359 and HTLV-1p12stop virus particles are equally infectious, HTLV-1-p12stop infected Hu-mice
360 develop much higher viral loads in the peripheral blood at an accelerated rate compared to HTLV-
361 1-CTCF infected Hu-mice, because the vCTCF-BS present in HTLV-1p12stop infected Hu-mice
362 is an enhancer of Tax and virus production.

363 In summary, our results demonstrate an important role of CTCF binding to the HTLV-1 provirus
364 in dynamic regulation of virus replication and pathogenicity, and support a potentially new
365 discovery that CTCF regulates TAX *in vivo*.

366

367 **Materials and Methods**

368 **Plasmids and Sources of Cells**

369 The infectious HTLV-1 ACH wild type and mutant clones pHTLV-1(WT), pHTLV-1(p12stop)
370 and pHTLV-1(CTCF) were used in this study [14]. JET cells (JET WT35) and stable 729B HTLV-1
371 producer cell lines, 729B-HTLV-1(WT), 729B-HTLV-1(p12stop) and 729B-HTLV-1(CTCF) were
372 described in our previous study [14].

373 Mononuclear cells were isolated by density gradient centrifugation using Ficoll-Paque
374 premium (Sigma Aldrich) and 50 ml SepMate tubes (STEM CELL Technologies) according to the
375 manufacturer's protocol, and CD34+ hematopoietic stem cells (HSCs) were isolated from these
376 mononuclear cells using CD34 microbead kit (Miltenyi Biotec CD34 MicroBead Kit, Human). The
377 purity of isolated CD34+ cells were accessed by flow cytometry using mouse anti human CD34
378 (BD Bioscience).

379

380 **Ethics statement**

381 All the experiments in mice were performed in accordance with ethical and regulatory
382 standards set by NIH for animal experimentation. The animal use protocol (20180321) was
383 approved by Washington University Department of Comparative Medicine. Cord blood samples
384 obtained in this study were obtained from Cleveland Cord Blood Center (CCBC). Informed
385 consent was obtained from all the donors.

386

387 **Generation of CD34+ humanized mice (HuMice)**

388 NBSGW (NOD.Cg-KitW-41J Tyr + Prkdcscid Il2rgtm1Wjl/ThomJ), hereafter referred as
389 NSGBW mice were purchased from Jackson laboratories. All mice were kept in animal housing
390 in a pathogen-free environment with ambient temperature, humidity and controlled light cycles.
391 The NSGBW mice breeding colonies were produced in house. After birth, 0-3 day old pups were
392 injected, using a 27 gauge insulin syringe, intra-hepatically with 5×10^4 CD 34+ hematopoietic stem

393 cells (HSCs); which were isolated from cord samples collected from full term deliveries (Miltenyi
394 Biotec CD34 MicroBead Kit, Human). Human CD45⁺ levels were assessed at 13-16 weeks post
395 transplantation (wpt) by flow cytometry analysis.

396

397 **Generation of CD133+ humanized mice (HuMice)**

398 After birth, 4- 5 weeks old pups were anesthetized and each mouse was injected with 5×10^4
399 CD 133+ hematopoietic stem cells (HSCs), by intra tibial injection, which were isolated from cord
400 samples collected from full term deliveries (Miltenyi Biotec CD133 MicroBead Kit, Human).
401 Human CD45⁺ levels were assessed at 13-16 weeks post transplantation (wpt) by flow cytometry
402 analysis.

403

404 **Cell culture and infection with HTLV-1**

405 Stable 729B HTLV-1 producer cell lines: WT HTLV-1(WT), HTLV-1(CTCF), or HTLV-
406 1(p12stop), which were generated previously [14], were used in this study. Cell lines were
407 maintained in RPMI media (Sigma) supplemented with 10% Fetal Bovine Serum ,100 u/ml
408 Penicillin and Streptomycin (Gibco). One million cells/ml were plated in 12 well plates and HTLV-1
409 p19 antigen in the supernatant was assessed (ZeptoMetrix HTLV p19 Antigen ELISA kit) after 24
410 hrs. of culture according to the manufacture's protocol. Based on p19 values, cell numbers
411 corresponding to 70 ng p19 /mice were used for infection. Before infection HTLV -1 producing cell
412 lines were treated for 90 min with 20 ug/ml of mitomycin C (Sigma Aldrich) to inhibit
413 replication/proliferation of producer cells. Mice were monitored for a period of 12.5 weeks post
414 infection (wpi) for signs of disease. Mice were anesthetized and necropsied when the body weight
415 dropped by 20% or more of their initial body mass prior to infection. Blood, bone marrow, spleen,
416 liver, tumors, and enlarged lymph nodes were collected at the time of necropsy. Complete blood
417 counts (CBC) and Giemsa staining was performed on the peripheral blood smears at the time of
418 necropsy.

419

420 **Flow Cytometry**

421 Peripheral blood was collected by mandibular cheek bleed every 2.5 weeks post infection and
422 at time of necropsy by cardiac puncture after anesthesia with 100mg/kg ketamine and 20mg/kg
423 xylazine). Single cell suspensions were made from spleen and liver by, crushing the organs using
424 a wide 1ml tip and then passing the cell suspension through a sterile 100µm mesh. PBS
425 supplemented with 2% FBS was used as media. Bone marrow was collected from both femurs
426 by dissection, and then flushing the bones with PBS. All the collected cells were treated with RBC
427 lysis buffer (Sigma-Aldrich) and stained using PE mouse anti-human 45 (BD bioscience) and APC
428 mouse anti-human CD4 antibodies (BD Bioscience). Flow cytometry was performed using BD
429 FACScan (BD Biosciences) and data was analyzed using FlowJo software.

430

431 **DNA isolation and proviral load analysis**

432 DNA was extracted from peripheral blood and bone marrow by conventional phenol-chloroform
433 method and Blood and Tissue kit (Qiagen) was used to extract DNA from spleen and liver. A
434 minimum of 50ng of DNA was used to quantify proviral load. Proviral loads were measured by
435 digital droplet PCR as previously described [14, 17].

436

437 **Histopathologic analysis**

438 Tissue samples were fixed using neutral buffered formalin (Fisher Scientific) for 24 hours,
439 parafilm embedded and stained with Hematoxylin and Eosin (H&E) solution To detect the
440 presence of human CD4+ cells, immunohistochemistry was performed using anti-CD4 (SP35)
441 rabbit monoclonal primary antibody (Ventana Medical systems) according to manufacturer's
442 instruction with slight modification in cell conditioning for 64 min followed by antibody incubation
443 for 40 min at 36 °C. CD4 staining was performed using BenchMark Ultra staining module. Stained

444 sections were observed under a light microscope, and images of whole sections were captured
445 (Nanozoomer) and viewed using the NDP 2.00 viewer (Hamamatsu, Japan).

446

447 **JET cell infection, imaging and analysis using IncuCyte system**

448 HEK293T cells were transfected with 2µg of either pHTLV-1(p12stop) or pHTLV-1(CTCF)
449 using 1mg/ml polyetheliamine (PEI40K, Polyscience) by a ratio of 3:1 plasmid concentration. After
450 48 hrs, cells were irradiated (30 Gy) and co-cultured with JET cells [33] and placed in an IncuCyte
451 live cell S3 analysis system (Sartorius). The cells were then continuously imaged for RFP every
452 3 hrs for 5 days. The IncuCyte software was used to calculate the read mean intensity and total
453 red object count.

454

455 **Single cell RNAseq and analysis**

456 Samples of viably cryopreserved mouse splenocytes stored in liquid nitrogen were retrieved
457 immediately before sample processing and submission. Cells were thawed partially in a 37°C
458 water bath and then placed on ice immediately. Single cell suspensions were revived in ice cold
459 medium by gently adding the cell suspension to 10 ml of RPMI medium supplemented with 10%
460 FBS. Cells were centrifuged and gently washed with PBS with 2% FBS and passed through a 70
461 µM cell strainer to avoid clumps while processing samples. Cells were stained with 0.4% trypan
462 blue to quantify viability and submitted to the McDonnell Genome Institute for processing for
463 scRNAseq using the 10X Genomics 5' GEX plus TCR V(D)J enrichment. Reads were mapped to
464 the human genome, the HTLV-1 genome, and the EBV genome and data files obtained included
465 10x Cell Ranger scRNAseq-FASTQ files, Cell Ranger output, and matrix files. Custom analysis,
466 differential expression, and creation of feature plots was performed using Loupe Browser.

467

468 **Statistics**

469 P values were determined by unpaired t tests. using GraphPad Prism version 10.0.0 for
470 Windows, GraphPad Software (Boston, Massachusetts). The correlation method
471 (www.graphpad.com. Spearman) was used to determine statistically significant correlation
472 between proviral load and survival curve. Results were considered to be significant if the p value
473 was ≤ 0.05 (* indicates p value ≤ 0.05 , ** for ≤ 0.01 , *** for ≤ 0.001 , **** for ≤ 0.0001).

474

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485

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489

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- 578

579 **Figure Legends**

580

581 **Figure 1. Infection of CD 34+ humanized mice resulted in decrease in pathogenicity in**

582 **CTCF Infected mice.** A. Schematic representation of CD34+ and CD133+ hematopoietic stem
583 cell humanization and experimental flow. B. Survival curve of HTLV-1-WT, HTLV-1-p12stop, and
584 HTLV-1-CTCF infected CD34+ Hu-mice. C. Spleen weights at time of necropsy/death were
585 significantly lower in HTLV-1-CTCF compared to HTLV-1-p12stop infected mice. D. Absolute
586 lymphocyte counts at time of necropsy in peripheral blood. E. Percentage of CD4+ T cells among
587 total CD45+ cells in blood, spleen, and bone marrow cells (* indicates p value lower than 0.05; **
588 lower than 0.01; *** lower than 0.001).

589

590 **Figure 2. Repressed proviral loads in Hu-mice infected with HTLV-1-CTCF.** A. Individual Hu-

591 mice infected with HTLV-1-WT or HTLV-1-p12stop had a high PVL at 2.5 wpi, whereas most mice
592 infected with HTLV-1-CTCF had low PVL at all time points up to 10 wpi. B. Comparison of average
593 PVL in HTLV-1-WT, HTLV-1-p12stop and HTLV-1-CTCF infected mice at 2.5 wpi. C. PVLs in
594 blood, spleen, liver, and bone marrow cells of infected mice at time of necropsy. (* indicates p
595 value lower than 0.05 ; ** lower than 0.01; *** lower than 0.001).

596

597

598 **Figure 3. Histopathological changes in spleen and liver of infected Hu-mice.** A. Hematoxylin

599 and Eosin staining (original magnification 10 X) of spleen showing infiltrating lymphocytes in
600 spleen (top panel), and liver showing lymphoid infiltration into the periportal, midzonal and
601 centrilobular region in the liver (lower panel) Infiltration of lymphoid cells are marked with arrow.
602 B. IHC stain for human CD4 inpatient samples as well as humanized mice infected with HTLV-
603 1(original magnification 20 X). Controls for IHC include human tonsil, and samples from two
604 patients who had HTLV-1-associated lymphoma, including a paratracheal lymph node (HTLV-

605 patient 1) and spleoid mass (HTLV-patient 2). The lower panel shows CD4 staining in HTLV-1-
606 WT, HTLV-1-p12stop, and HTLV-1-CTCF infected Hu-mice.

607

608 **Figure 4. Comparison of pathogenicity in HTLV-1-CTCF Hu-mice based on absolute**

609 **lymphocyte count.** A. HTLV-1-CTCF infected Hu-mice were separated into two groups based

610 on absolute lymphocyte count at time of necropsy (Group 1 > 400 cells/ μ l; Group 2 < 400 cells/ μ l).

611 B. The mice in Group 2 survived until the end point of the experiment. C. Spleen weights were

612 significantly lower in HTLV-1-CTCF-2 than HTLV-1-CTCF-1 infected mice. D. Proviral load in

613 blood was significantly lower in HTLV-1-CTCF-2 than HTLV-1-CTCF-1 infected mice at 2.5 and

614 5 wpi. E. Total CD4+ T cell counts in blood and spleen were significantly lower in HTLV-1-CTCF-2

615 than HTLV-1-CTCF-1 infected Hu-mice. F. Correlation of peripheral blood PVL and survival in

616 HTLV-1-CTCF infected Hu-mice. (* indicates p value lower than 0.05 ; ** lower than 0.01; *** lower

617 than 0.001).

618

619 **Figure 5. vCTCF-BS determines the effect of HTLV-1 on survival and expansion of**

620 **lymphocytes *in vivo*.**

621 A. Single cell RNAseq was performed on splenocytes harvested from Hu-mice infected with

622 HTLV-1-CTCF or HTLV-1-p12stop. B. TSNE plots of a representative data set confirm that TCR+

623 clusters overlap with T cell markers and viral gene expression, and that human CD4+ and CD8+

624 T cells clusters can be readily identified. C. String network (string-db.org) of genes significantly

625 upregulated in CD4+ T cells confirm that expanded lymphocyte populations in both HTLV-1-CTCF

626 and HTLV-1-p12stop infected Hu-mice express genes associated with ATLL, including IL2RA,

627 FOXP3, BATF3, CD28, and CTLA4. Symbols within circles represent schematic protein

628 structures. D. Heatmap comparing the relative abundance of CD4+ and CD8+ T cells in each

629 sample, normalized against total TCR+ cells in each sample. E. Expression of ALOX5AP shown

630 as the ratio of ALOX5AP+/ALOX5AP- in CD8 vs. CD4 in each sample. F. Number of cells with
631 GLAG peptide in TRB CDR3 of T cell clones.

632

633 **Figure 6. Temporal expression of Tax in JET cells infected with HTLV-1-CTCF and HTLV-1-**

634 **p12stop.** A. Schematic flow of the experiment, shows transfection of 293T cells with pHTLV-

635 1(WT), pHTLV-1(p12stop), or pHTLV-1(CTCF) plasmid. Transfected cells were co-cultured with

636 JET cells, carrying a Tax-dependent td tomato (RFP) indicator. After 72 hrs of infection the total

637 number of td tomato+ cells in HTLV-1-CTCF infected cells was lower when compared to HTLV-

638 1-p12stop infected cells. B. In order to examine the time course of infection, co-cultured cells were

639 placed in the IncuCyte and were observed for 5 days. The total red object count is shown for

640 duplicate samples of cells infected with HTLV-1-p12stop or HTLV-1-CTCF. C. The total red

641 intensity in infected cells is shown. (** indicates p value lower than 0.01).

642

643 **Figure 7. Working Hypothesis.** A. Schematic depiction of the HTLV-1 genome indicating the

644 location of the vCTCF-BS and major transcripts. B. Working model of the role of the vCTCF-BS

645 in viral gene expression and pathogenesis. Early infection, before methylation of the integrated

646 provirus and suppression of (+) strand transcription from the 5'LTR promoter, the vCTCF-BS acts

647 as an enhancer, Tax expression is elevated, and the effects of TAX protein (virus production,

648 lymphocyte expansion, Tax antigen presentation, cytotoxicity) are elevated. Cytotoxicity resulting

649 from virus production and Tax expression applies selective pressure for (+) sense-strand

650 suppression (DNA hypermethylation) that converts the CTCF binding site from an enhancer to a

651 barrier element and suppresses Tax expression and activity. This rhythm maximizes virus

652 production early followed by entrance into latency to preserve cellular viability, and leads to a

653 burst of initial viremia *in vivo* followed by lymphocyte expansion and death in the infected Hu-

654 mouse with no adaptive immunity (rapid onset acute disease) or a low-level / undetectable steady

655 state plateau in an infected immunocompetent human (latency). The loss of the vCTCF-BS

656 dysregulates this rhythm, and leads to low level viremia, smoldering infection, and asymptomatic
657 or delayed pathogenesis in the humanized mouse.

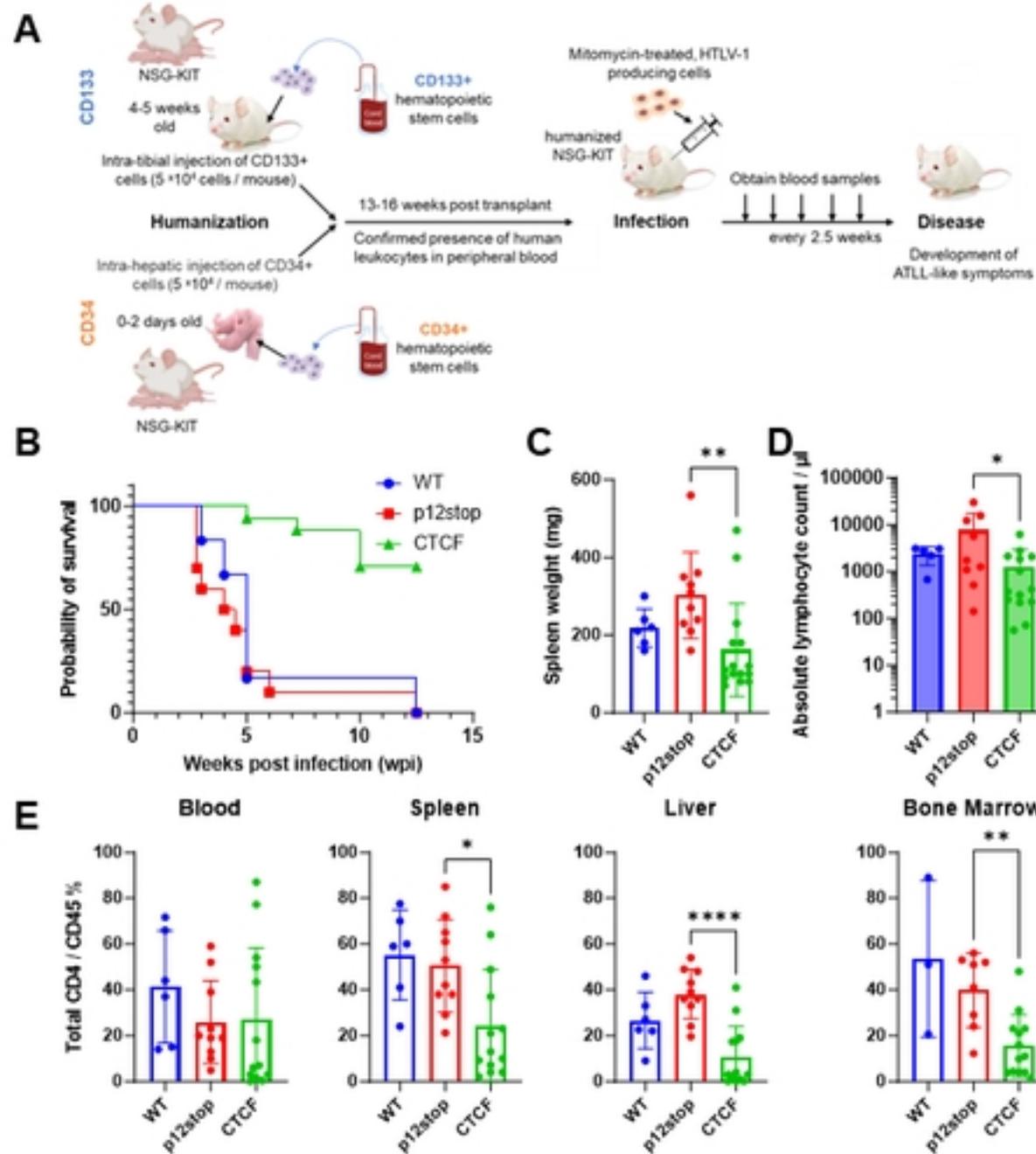


Figure 1

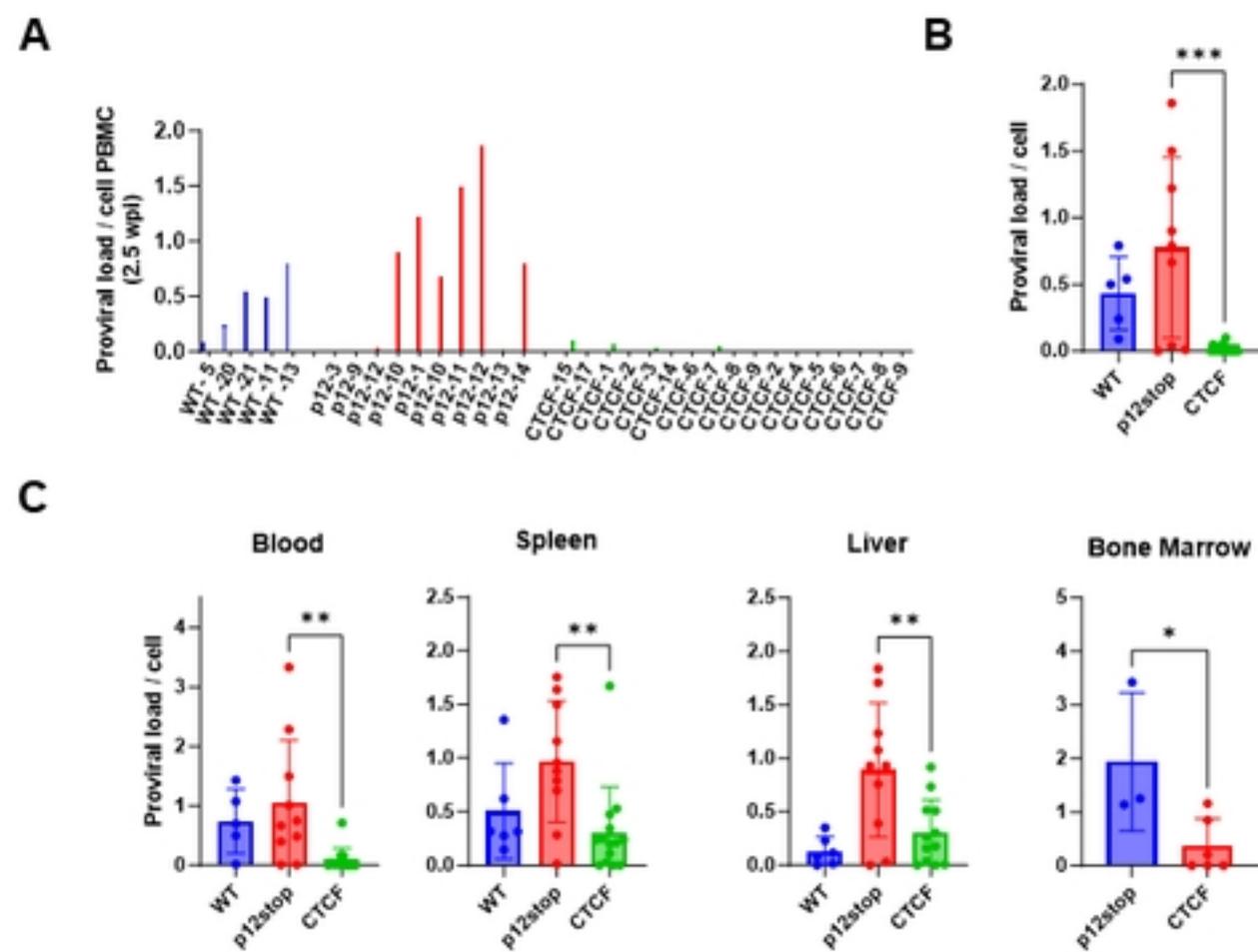


Figure 2

Fig 3

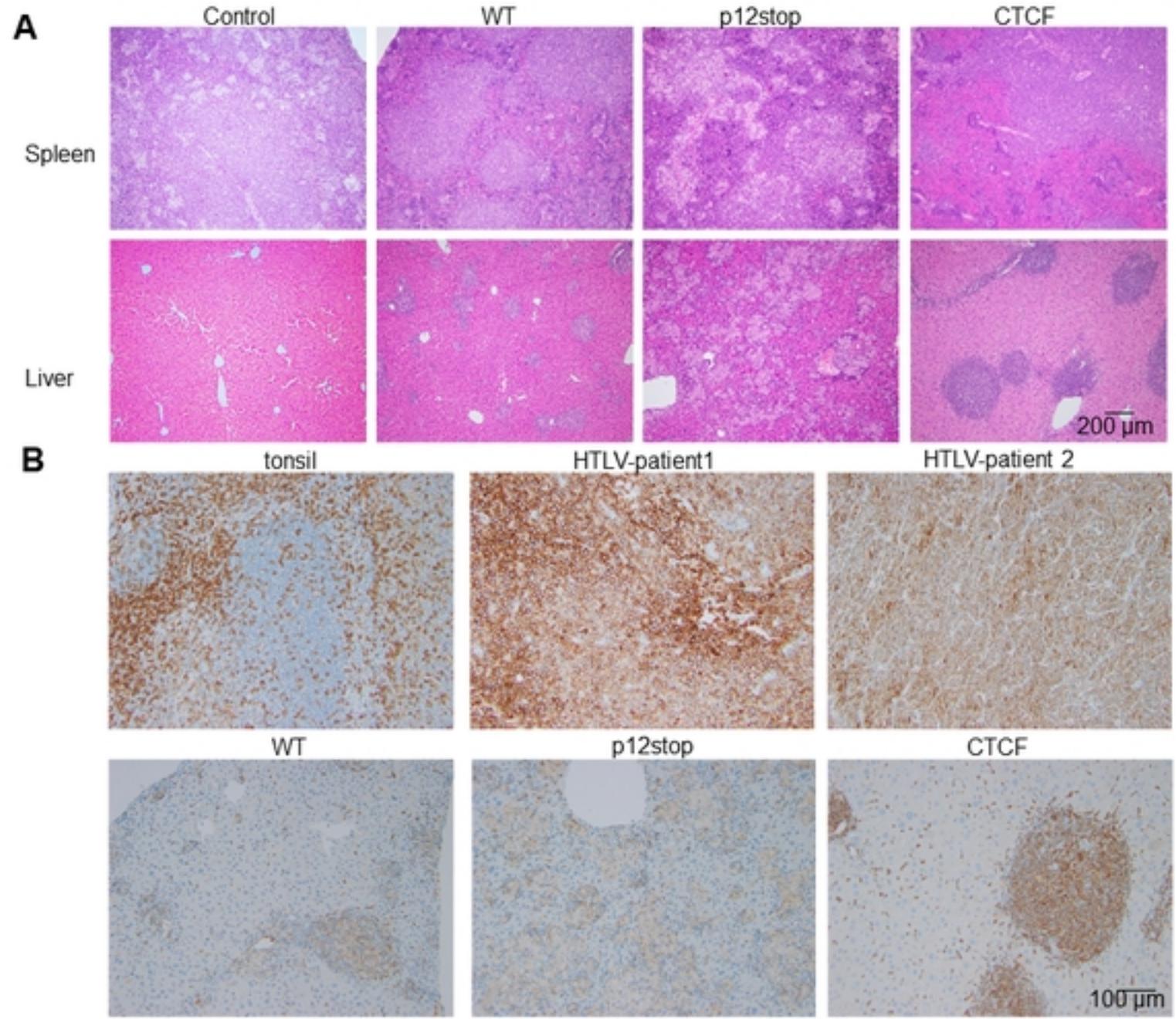


Figure 3

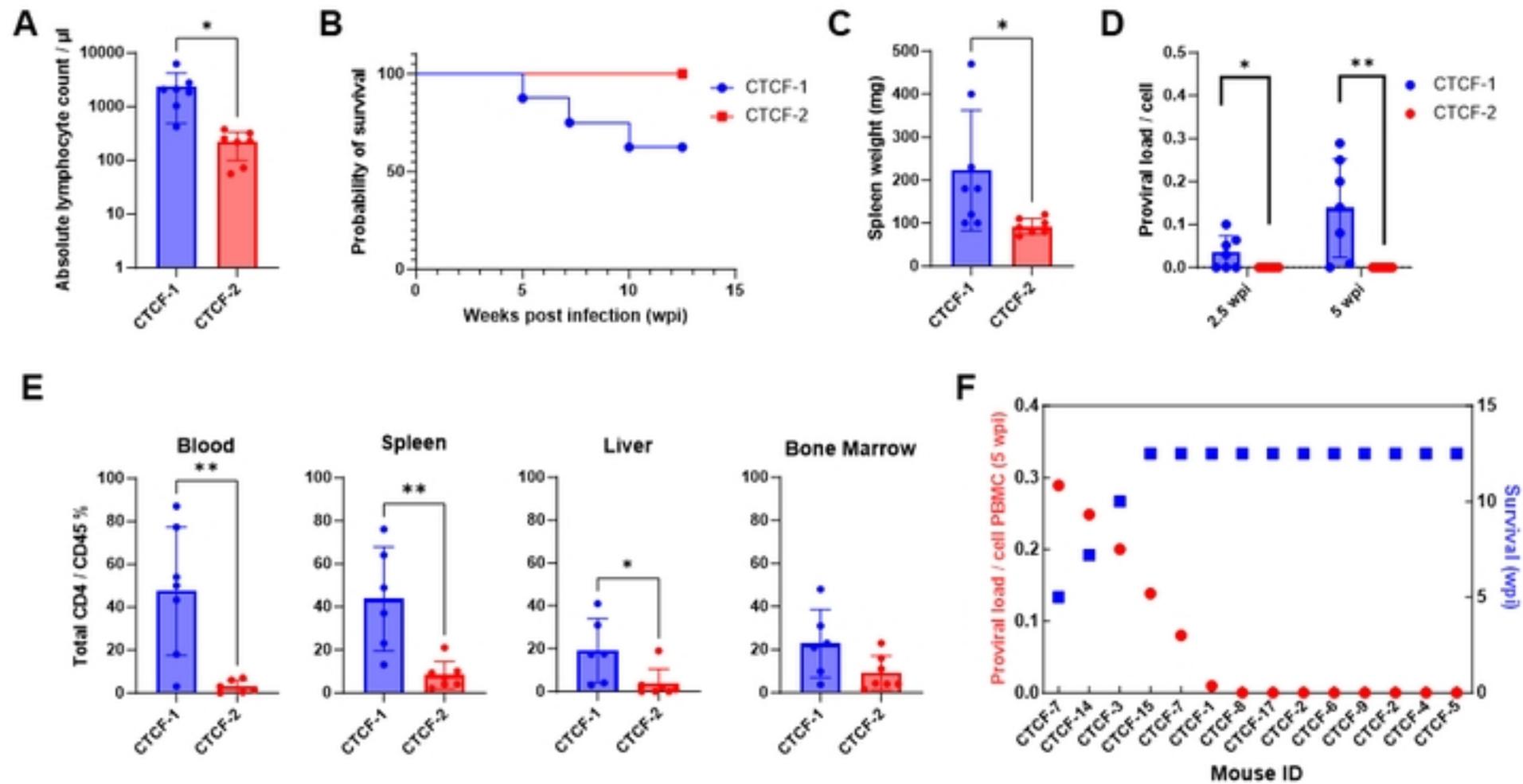


Figure 4

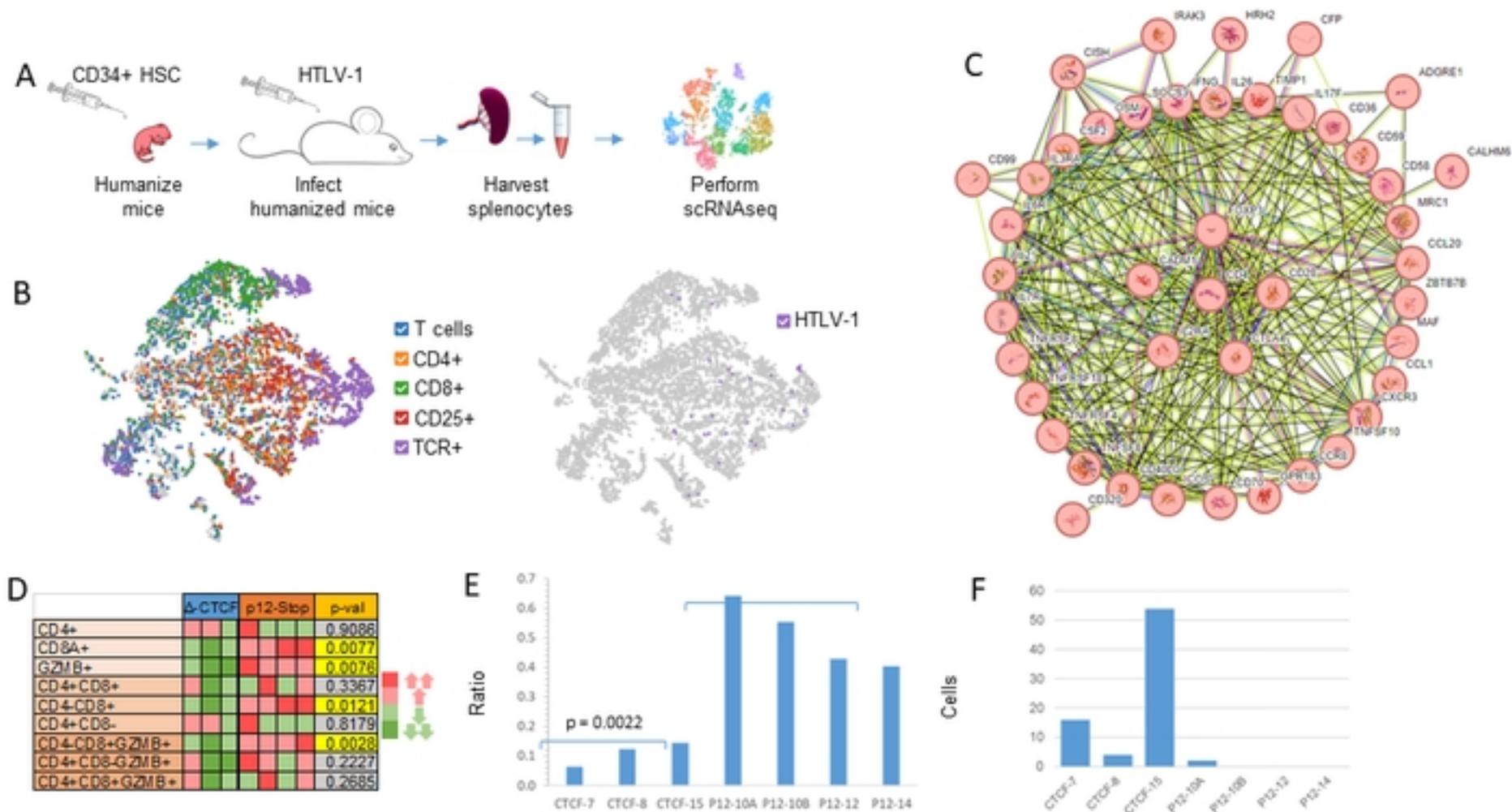


Figure 5

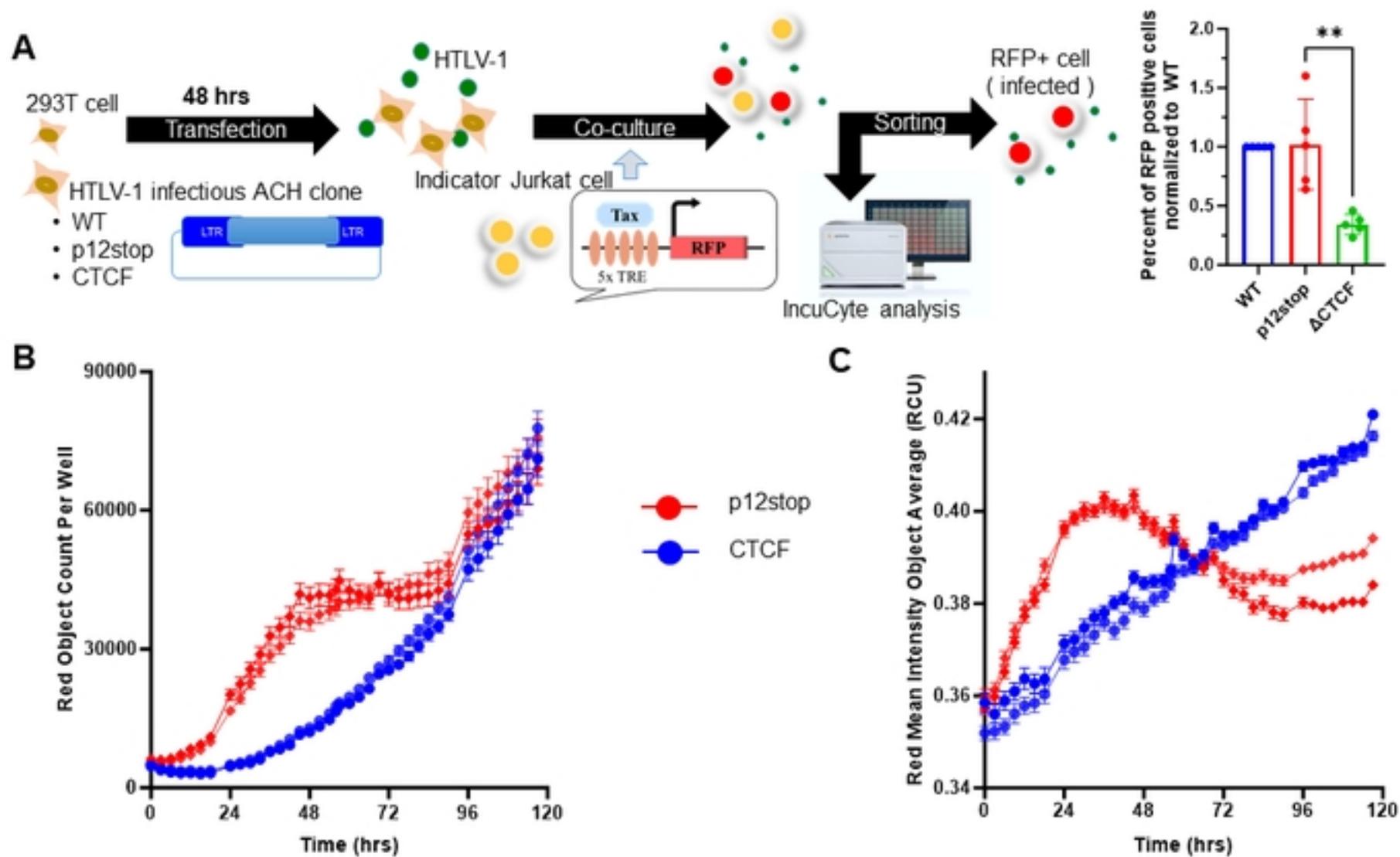


Figure 6

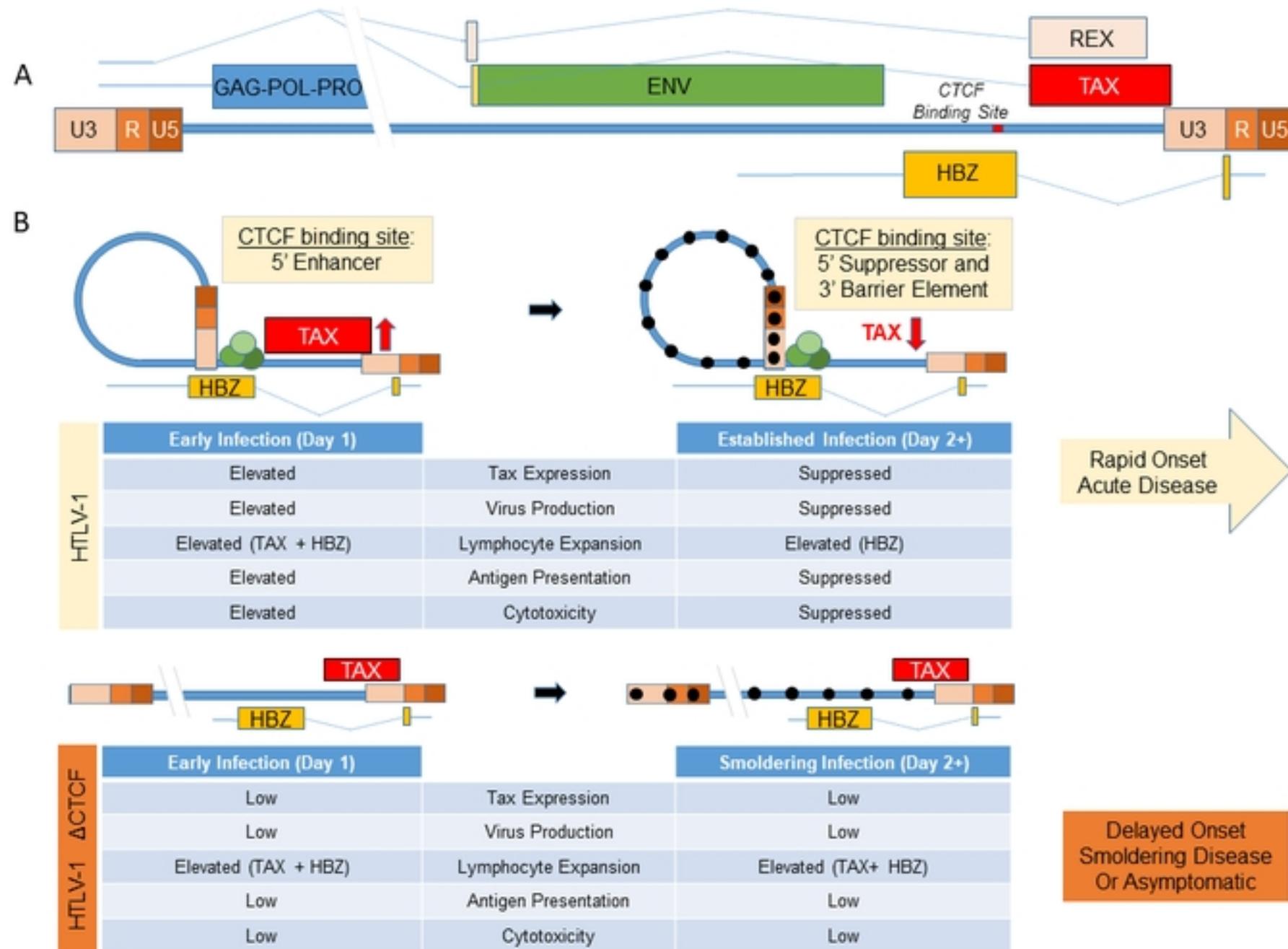


Figure 7