

Tumor-Resident CD8⁺ T-cell: The Critical Catalyst in IL-12-Mediated Reversal of Tumor Immune Suppression

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Abstract Tumor-resident T cells display a functionally impaired effector/memory (Tem) phenotype. Sustained intratumoral administration of IL-12, on the other hand, can restore cytolytic function to pre-existing CD8⁺ Tem, resulting in effective tumor kill. Whereas cytotoxic T lymphocytes (CTL) are generally assumed to mediate tumor regression via direct tumor cytotoxicity, recent work revealed that activated CD8⁺ Tem mobilize a systemic, multi-component effector cascade that includes both innate and adaptive immune mechanisms. Here we summarize these mechanisms, review how tumor-resident CD8⁺ Tem orchestrate this cascade and discuss the potential clinical implications of these findings.

Keywords Tumor microenvironment · Immune therapy · CD8⁺ T cells · Immune suppression · IL-12

Tumor Immune Suppression and Tumor-Infiltrating Leukocytes

The critical role of innate and adaptive immune mechanisms in controlling tumor progression is now well established (Dunn et al. 2004; Koebel et al. 2007). These findings have provided renewed impetus for the clinical development of immune-based therapies of cancer (Dougan and Dranoff 2009). At the same time both pre-clinical and clinical studies have demonstrated that tumors

can continue to grow and metastasize in the presence of concomitant or induced immunity (Dunn et al. 2004; Koebel et al. 2007). Unchecked growth of tumors in the face of immune recognition has been attributed to multiple mechanisms including passive tumor immune evasion, active tumor immune suppression and/or immune exhaustion (Gajewski et al. 2006; Gajewski 2007; Whiteside 2008). In fact, tumors not only can neutralize antitumor immune effectors but also actively subvert inflammatory activity to their advantage (Johansson et al. 2008). The ability of tumors to grow despite florid leukocytic infiltration has prompted close scrutiny of the phenotype and functional properties of tumor-infiltrating leukocytes (TILs) in preclinical models and clinical samples (Lin and Pollard 2004; Mantovani et al. 2008; Oble et al. 2009; Talmadge et al. 2007). Such studies have demonstrated that these cells are either dysfunctional (Ahmadzadeh et al. 2009; Mantovani et al. 2008; Monsurro et al. 2004; Oble et al. 2009) or worse, display tumor-promoting inflammatory properties (Lin and Pollard 2004; Mantovani et al. 2008; Talmadge et al. 2007).

Tumor-Resident CD8⁺ T Cells

The overwhelming majority of immune therapy studies focus on the induction of antitumor CD8⁺ T cells due to their exquisite specificity and potent cytotoxicity (Mantovani et al. 2008). Yet, analysis of tumor-infiltrating T cells in murine tumor models and patient tumors has demonstrated that tumor-associated helper and cytotoxic T cells display a functionally impaired effector/memory phenotype (Ahmadzadeh et al. 2009; Mantovani et al. 2008; Monsurro et al. 2004). Monitoring of antitumor CD8⁺ T-cell kinetics during tumor growth revealed that

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cytotoxic T lymphocytes (CTL) can effectively infiltrate and eliminate their targets during early tumor growth but lose cytotoxic function upon chronic exposure to the tumor microenvironment (Frey and Monu 2006; Huang et al. 2005; Janicki et al. 2008; Radoja et al. 2001). Specifically, tumor-associated CD8⁺ T cells retained some ability to produce interleukin (IL)-2 and interferon (IFN)- γ but were completely defective in lytic function (Frey and Monu 2006; Huang et al. 2005; Janicki et al. 2008; Monsurró et al. 2004; Radoja et al. 2001). Loss of cytolytic ability was associated with a defective microtubule-organizing center, resulting in an inability to exocytose granules (Frey and Monu 2006; Radoja et al. 2001). These findings were consistent with the frequently observed lack of correlation between the post-therapy intensity of the antitumor CD8⁺ T-cell response and efficacy of tumor regression in clinical trials (Rosenberg et al. 2005).

Molecular analysis of tumor-resident T cells traced defective cytolytic function to impaired T-cell receptor (TCR)-signaling in both murine (Frey and Monu 2008; Jarnicki et al. 1996; Koneru et al. 2005; Mizoguchi et al. 1992; Monu and Frey 2007) and human tumors (Agrawal et al. 1998; Broderick et al. 2006; Simpson-Abelson and Bankert 2008; Uzzo et al. 1999). Early studies revealed reduced levels of TCR CD3 ζ chain and p56^{lck} kinase in tumor-resident and circulating T cells in tumor-bearing mice and patients, suggesting that downregulation or disassociation of these molecules was responsible for defective TCR-signaling (Jarnicki et al. 1996; Mizoguchi et al. 1992; Whiteside 2004). Other studies confirmed that T-cell dysfunction was associated with abortive proximal TCR-signaling but did not find significant deficits in the levels of the components of the signaling machinery (Frey and Monu 2008; Koneru et al. 2005). In these studies signaling deficiency was linked to the induction of Shp-1 phosphatase, activation of which resulted in dephosphorylation of p56^{lck} and loss of lytic function (Frey and Monu 2008; Monu and Frey 2007). Further studies revealed that Shp-1 was activated by a tumor-dependent signal (Frey and Monu 2008). The exact nature of the tumor microenvironment-associated factor(s) that govern loss of proximal TCR-signaling and cytotoxic function in T cells is yet to be elucidated fully. Potential mechanisms include signaling via co-inhibitory molecules CTLA-4, PD-1 and BTLA (Peggs et al. 2008), which are upregulated on chronically stimulated T effectors (Mueller and Ahmed 2009; Peggs et al. 2008); the accumulation and persistence of suppressor cells (Treg and myeloid-derived suppressor cells, MDSC) and their byproducts such as immune suppressive cytokines transforming growth factor (TGF)- β and IL-10 plus the catabolic enzymes iNOS, arginase, and ectonucleotidase (Gajewski et al. 2006; Gajewski 2007;

Whiteside 2008); and tumor-produced immune suppressive molecules including PD-L1, TGF- β , IL-10 and indoleamine 2,3 dioxygenase (IDO) among others (Gajewski et al. 2006; Gajewski 2007; Whiteside 2008).

TGF- β , which is produced by both tumors and tumor-infiltrating T-regulatory cells (Thomas and Massagué 2005; Shevach 2009), can have profound effects on TCR-signaling (Jarnicki et al. 1996; Li et al. 2006), including the induction of Shp-1 activity (Park et al. 2005). A critical role for TGF- β in defective T-cell signaling in human tumors was recently highlighted in *ex vivo* studies performed with T cells isolated from patient tumor samples (Broderick and Bankert 2006a; Simpson-Abelson and Bankert 2008). These studies demonstrated that acid elution of TGF- β from T cells resulted in rescue of TCR-signaling, whereas addition of TGF- β back to these cells restored signaling deficiency (Broderick and Bankert 2006a). Collectively, these findings point to an important role for the TGF- β -Shp-1-p56^{lck} pathway in tumor-mediated T-cell dysfunction. It is however unlikely that TGF- β is the only factor that influences T-cell signaling in tumors. For example, intrinsic T-cell regulation via CTLA-4 (Peggs et al. 2008) or PD-1 (Blank and Mackensen 2007; Parry et al. 2005) as well as TCR nitrosylation by tumor-infiltrating MDSC (Bronte et al. 2003; Nagaraj et al. 2010) can result in downregulation of TCR-signaling. To this end, it should be noted that co-inhibitory molecule signaling via CTLA-4 and PD-1 involves Shp-1 activity (Peggs et al. 2008) and that TGF- β synergizes with these molecules in inhibiting TCR-signaling and promoting a regulatory phenotype in T cells (Francisco et al. 2009; Peggs et al. 2008). The specific contributions of these factors to T-cell dysfunction in the tumor microenvironment, and whether additional as yet unidentified factors are also involved, remains to be determined.

An important caveat to the above observations, particularly in the context of this article, is the nearly universal observation that tumor-associated T-cell dysfunction is reversible (Frey and Monu 2008; Mantovani et al. 2008; Monsurró et al. 2004). Indeed, when purified away from the tumor and incubated in culture both CD4⁺ and CD8⁺ T cells rapidly regain effector function (Frey and Monu 2008). To this end, tumor-infiltrating CD8⁺ T cells are now routinely isolated and expanded *ex vivo* for adoptive cell transfer therapy (ACT) in melanoma patients (Rosenberg and Dudley 2009). While highly successful when combined with non-myelodepleting chemotherapy, the ACT approach has largely been limited to melanoma patients due to the relative ease of TIL isolation from these tumors but not others (Rosenberg and Dudley 2009). Moreover, the logistically challenging nature of this approach, including the need for the establishment of specialized facilities, has so far limited its clinical utility. In contrast,

a more clinically feasible approach may be offered by strategies that are designed to induce the activation and expansion of tumor-specific CTL in situ.

Restoration of Cytotoxic Function to CD8⁺ Tem In Situ

Is it possible to overcome immune suppression in the tumor microenvironment and restore cytotoxic function to tumor-resident CTL in situ? At first look this is a daunting endeavor due to the multiplicity and potency of the suppressive mechanisms found in tumors. On the other hand, a number of studies have convincingly demonstrated that rescue of tumor-associated T-effector cytotoxicity is not only possible but in fact can lead to effective tumor eradication (Currie et al. 2008; Epardaud et al. 2008; Kilinc et al. 2006; Yu et al. 2005; Zang and Allison 2007). Two broad approaches have been evaluated. First, blocking or eliminating suppressor cells/co-inhibitory molecules has been used to rescue CTL activity (Dougan and Dranoff 2009; Peggs et al. 2008; Webster et al. 2007; Yu et al. 2005; Zang and Allison 2007). Second, direct activation of tumor-resident CTL with pro-inflammatory molecules such as TLR-ligands or cytokines has been employed to bypass immune suppression (Broderick et al. 2006; Currie et al. 2008; Dougan and Dranoff 2009; Epardaud et al. 2008; Kilinc et al. 2006). Whereas abrogation of suppressive mechanisms can result in CTL-mediated tumor regression, these strategies suffer from several drawbacks. For example, selective blocking of a single suppressor mechanism may be partially effective as suppressive pathways are numerous and redundant (Gajewski et al. 2006). Moreover, in many cases depletion of suppressors is non-specific and can also result in elimination of activated effectors (Dannull et al. 2005). Finally, complete and persistent blocking of soluble inhibitors may not be technically possible. In contrast, direct activation of effector T cells represents a more targeted and potentially feasible approach. Indeed, intratumoral delivery of pro-inflammatory molecules such as TLR ligands leading to pro-inflammatory cytokine release or direct delivery of such cytokines can rescue T-cell function independently of the existing suppressive mechanisms (Broderick et al. 2006; Currie et al. 2008; Epardaud et al. 2008; Kilinc et al. 2006).

Cytokine therapy of cancer has been evaluated extensively in the past three decades (Dranoff 2004). The early encouraging results obtained in preclinical models failed to translate to the clinical setting due primarily to the severe side effects associated with systemic delivery (Dranoff 2004). As a result, only two cytokines, IL-2 and IFN- α , have been approved for cancer therapy in metastatic melanoma and renal cancer (Dougan and Dranoff 2009). Intra- or peri-tumoral delivery of cytokines can circumvent the

toxicity associated with systemic bolus delivery while maintaining efficacy (Brunda et al. 1993; Forni et al. 1985; Rook et al. 1999). However, this approach is not feasible for tumors that are difficult to reach as soluble cytokines require repeated injections due to rapid turnover (in the order of minutes). To this end, we have been testing the therapeutic potential of injectable sustained release cytokine formulations in the treatment of cancer (Egilmez et al. 2007). Our work has specifically focused on the antitumor potential of IL-12, a pro-inflammatory cytokine with potent NK and T-cell activating properties (Trinchieri 2003), which arguably represents the most effective cytokine for the treatment of advanced tumors (Cavallo et al. 1997). The therapeutic potential of IL-12 has been tested extensively in the clinic in the past 15 years (Del Vecchio et al. 2007). These studies have met with modest success due primarily to the severe side effects that are associated with bolus administration (Del Vecchio et al. 2007). In an attempt to circumvent systemic toxicity while maintaining efficacy, we have been evaluating the antitumor efficacy of intratumoral IL-12-encapsulated biodegradable micro/nanoparticles. These studies demonstrated that controlled-release IL-12 adjuvants were superior to soluble cytokine in eradicating established tumors in syngeneic murine and human/SCID mouse xenograft tumor models (Egilmez et al. 2000, 2002; Hill et al. 2002; Nair et al. 2006a; Sugiyama et al. 2001). Importantly, restoration of pre-existing tumor-resident Tem function was found to be central to the therapeutic efficacy of controlled-release intratumoral IL-12 adjuvants (Gu et al. 2008; Kilinc et al. 2006, 2009a, b).

Whereas the biology of IL-12, including the signaling pathways that mediate the T- and NK-cell proliferation and cytotoxic function, is well defined (Trinchieri 2003), how IL-12 overcomes impaired TCR-signaling in tumor-associated T cells has not been elucidated. The recent findings that IL-12 can override TGF- β signaling (Yu et al. 2006), particularly in the tumor microenvironment where defective TCR-signaling has been associated with TGF- β (Broderick et al. 2006; Broderick and Bankert 2006a; Park et al. 2005; Simpson-Abelson and Bankert 2008; Thomas and Massagué 2005), have shed light on this process. Moreover, IFN- γ , which is the primary downstream cytokine induced by IL-12, also inhibits TGF- β signaling, providing an additional mechanism for reversing TGF- β -mediated T-cell dysfunction (Higashi et al. 2003; Ulloa et al. 1999). Therefore, concurrent inhibition of TGF- β signaling and stimulation of cytotoxic mechanisms by the IL-12-IFN- γ axis likely underlies, at least in part, the IL-12-mediated rescue of tumor-resident T-cell function (Fig. 1). How IL-12 overcomes co-inhibitory molecule signaling in the tumor microenvironment, on the other hand, remains to be defined.

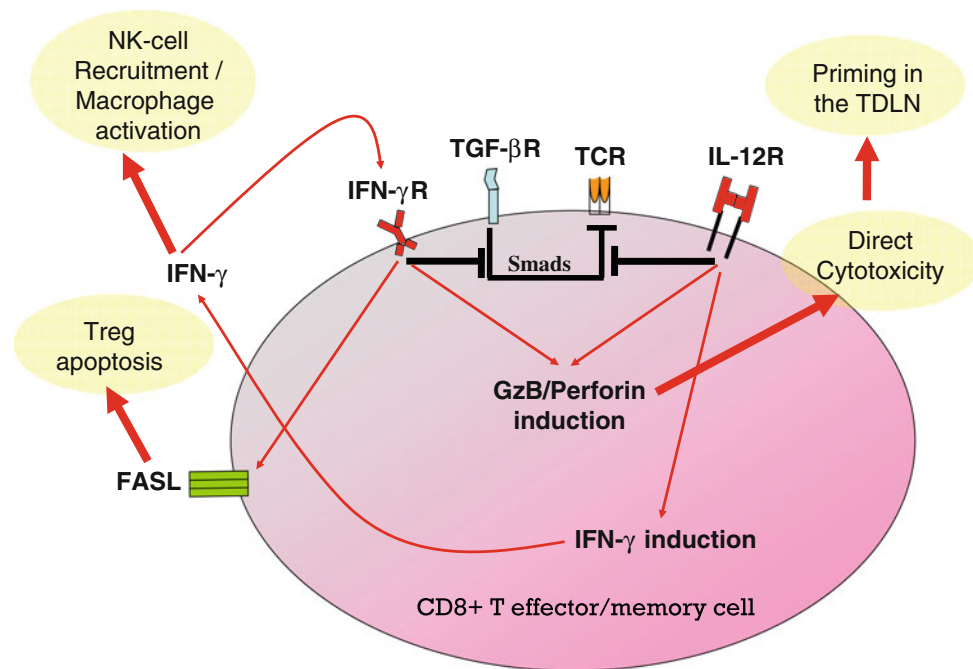


Fig. 1 IL-12-mediated rescue of tumor-resident CD8⁺ Tem cytotoxicity results in the mobilization of multiple innate and adaptive antitumor effector mechanisms. Tumor-produced immune-inhibitory molecules, e.g. TGF- β , block TCR-signaling, leading to CD8⁺ T-cell quiescence (*black lines*). Signaling through the IL-12 receptor inhibits Smads and restores TCR function. In addition, IL-12 induces IFN- γ and cytotoxic effector molecule production (*thin red arrows*). Autocrine IFN- γ further inhibits TGF- β signaling, promotes cytotoxic

molecule production and upregulates FasL on CD8⁺ Tem. Extrinsically, IFN- γ also promotes the activation and recruitment of innate effectors (NK cells and macrophages), while FasL mediates T-suppressor apoptosis (*thick red arrows*). Finally, local tumor kill and antigen release results in the priming of a secondary CD8⁺ T-effector response in the tumor-draining lymph node (TDLN), which leads to systemic tumor cytotoxicity (*thick red arrow*)

The mechanisms outlined in Fig. 1 apply to both CD4⁺ and CD8⁺ T cells as IL-12 promotes similar rescue of both helper and cytotoxic T-cell function in the tumor micro-environment. The antitumor effector mechanisms mobilized by activated CD4⁺ Tem have been described (Broderick and Bankert 2006b). The direct effects of IL-12 on intratumoral CD8⁺ Tem function and the specific antitumor mechanisms that are marshaled by activated CD8⁺ Tem are discussed below.

Effector Mechanisms Mobilized by Activated CD8⁺ Tem

The most immediate effect of intratumoral IL-12 on tumor-resident T cells is the induction of IFN- γ by CD4⁺ and CD8⁺ Tem and restoration of cytolytic function to CD8⁺ Tem (Kilinc et al. 2006). On the other hand, analysis of CD8⁺ T-cell functional kinetics revealed that their activity was transient as the cells failed to expand and apoptosed rapidly within 3 days of activation (Kilinc et al. 2006). These findings, coupled with the fact that CD8⁺ T cells comprise a very small proportion of TIL (Mantovani et al. 2008), suggest that IL-12-mediated restoration of lytic

function to pre-existing CD8⁺ Tem alone cannot explain the massive tumor destruction that occurs in post-therapy mice.

IL-12 also induces NK cell cytotoxicity and NK cells have been shown to play an important role in the eradication of both the primary and the metastatic tumors in IL-12 treated mice (Trinchieri 2003). Analysis of NK-cell infiltration and activation kinetics in tumors of post-IL-12 mice demonstrated that CD8⁺ Tem activation was followed by a 3- to 6-fold increase in the number of intratumoral NK cells within 3 days of treatment (Gu et al. 2008). Importantly, NK-cell infiltration was strictly dependent on activation of pre-existing Tem and IFN- γ (Gu et al. 2008). Separately, others have demonstrated an important role for CD8⁺ Tem in the activation of tumor-associated macrophages and macrophage-mediated killing of tumor in IL-12-treated mice (Tsung et al. 2002). These data establish that in addition to mediating direct cytotoxicity, tumor-resident T cells also promote the recruitment and activation of innate effectors in tumors.

The rescue of CD8⁺ Tem function by IL-12 occurs despite the florid presence of fully functional CD4⁺ CD25⁺ Foxp3⁺ T-suppressor cells in the tumor micro-environment (Kilinc et al. 2006). To determine whether IL-12

had an adverse effect on T-suppressor cell physiology, quantitative analysis of tumor-resident T-suppressors was performed (Kilinc et al. 2006). The results revealed a rapid sixfold drop in T-suppressor cell numbers concurrent with CD8⁺ Tem activation (Kilinc et al. 2006). This unexpected finding led to further investigation of the mechanisms underlying the IL-12-mediated T-suppressor cell purge. These studies revealed that elimination of T-suppressors was associated with apoptotic death, which was directly mediated by activated CD8⁺ Tem via the Fas/FasL extrinsic cell-death pathway (Kilinc et al. 2009b). Importantly, the upregulation of FasL on CD8⁺ T cells was strictly dependent on autocrine production of IFN- γ by CD8⁺ Tem, further clarifying the mechanism of IL-12-dependent elimination of T-suppressor cells from tumor (Kilinc et al. 2009b). These findings revealed a hitherto unknown role for CD8⁺ T cells in controlling T-suppressor cell activity in tumors.

As mentioned above, the effector as well as the anti-suppressor activities of CD8⁺ Tem were transient as these cells rapidly apoptosed (possibly via AICD) within 3 days of treatment (Kilinc et al. 2006). This represented a conundrum since tumor regression occurs primarily between days 7 and 14 post-treatment and thus one would expect antitumor cytotoxic activity to persist beyond the first 3–5 days. Long-term monitoring of intratumoral CD8⁺ T-cell kinetics revealed that activation and apoptotic death of pre-existing CD8⁺ Tem was followed by a second wave of CD8⁺ T-effector cells, which infiltrated the tumors during days 4–10 post-treatment (Kilinc et al. 2006, 2009a). Further investigation demonstrated that the secondary CD8⁺ T-effector response was primed *de novo* in the tumor-draining lymph node (TDLN) and, importantly, this priming was strictly dependent on the restoration of cytotoxic activity to pre-existing CD8⁺ Tem (Kilinc et al. 2009a). Moreover, the primed cells not only homed to the primary tumor but also targeted distant metastatic nodules (Hill et al. 2002). These findings reveal the complex multi-component nature of the antitumor effector response that is orchestrated by IL-12 and identify the central role of pre-existing CD8⁺ Tem in the initiation of this cascade.

Future Directions

The findings summarized above spotlight tumor-resident CD8⁺ Tem as a potent in situ resource which, when activated fully, can rapidly restore local as well as systemic antitumor immunity. The advantages of targeting this population to jump-start antitumor immune activity are numerous. First, CD8⁺ T-cell infiltrates are found in essentially all tumors. Second, this strategy involves

minimal manipulation of patient tumors with no requirement for specialized facilities. Third, it does not require any knowledge or identification of tumor-associated antigens. Finally, re-activation of Tem not only restores direct tumor cytotoxicity but also mobilizes a cascade of secondary innate and adaptive effector mechanisms, reducing the probability of tumor escape.

Whereas the effector cascade that is mobilized by the IL-12/CD8⁺ Tem axis promotes tumor regression, the overall window of antitumor cytotoxicity is still limited to 7–10 days. This interval appears to be sufficient to achieve complete eradication of small primary tumors (<4 mm) and micrometastatic disease in transplantable murine tumor models (Egilmez et al. 2000; Hill et al. 2002), but fails to achieve complete cure of advanced tumors in a spontaneous mammary tumor model (Nair et al. 2006a). Initial analysis of the mechanisms that impact the effector window revealed a dramatic rebound in intratumoral T-suppressor cell activity in post-therapy mice (Gu et al. 2010; Nair et al. 2006b). The counter-response was independent of tumor-immune suppression and intensified with repeated stimulation, ultimately resulting in a complete loss of therapeutic efficacy (Nair et al. 2006b). Further studies demonstrated that the regulatory rebound was associated with the IL-12-IFN- γ -indoleamine IDO axis (Gu et al. 2010). Specifically, IFN- γ -dependent upregulation of IDO in the tumors and the TDLN was found to be directly responsible for the post-therapy T-suppressor cell expansion (Gu et al. 2010).

The above studies identify treatment-induced feedback inhibition as a critical hurdle to tumor immune therapy. Therefore, T-cell based therapies, including those that aim to reactivate tumor-resident T cells, would be expected to benefit from concurrent administration of reagents that block counter-regulation. To this end, inhibition of IDO activity via administration of the IDO inhibitor 1-methyl tryptophan extended the CD8⁺ T-effector cell activity window, resulting in superior tumor regression in post-IL-12 mice (Gu et al. 2010). Similarly, antibody-mediated blocking of T-cell intrinsic regulatory mechanisms, i.e. the co-inhibitory molecules CTLA-4 and PD-1, in mice vaccinated with cytokine-secreting tumor cells achieved durable tumor regression (Curran et al. 2010). Whether such strategies will be similarly effective in patients remains to be determined.

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