

# Human fetal liver MSCs are more effective than adult bone marrow MSCs for their immunosuppressive, immunomodulatory and Foxp3<sup>+</sup> T regs induction capacity

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## Research

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# Abstract

**Background:** Mesenchymal stem cells (MSCs) display active capacities of suppressing or modulating harmful immune responses through diverse molecular mechanisms. These cells are under extensive translational efforts as cell therapies for immune-mediated diseases and transplantations. A wide range of preclinical studies and limited number of clinical trials using MSCs have not only shown promising safety and efficacy profiles but have also revealed changes in regulatory T cell (T reg) frequency and function. However, the mechanisms underlying this important observation are not well understood. Cell-to-cell contact, production of soluble factors, reprogramming of antigen presenting cells to tolerogenic phenotypes have emerged as possible mechanisms by which MSCs produce an immunomodulatory environment for T reg expansion. We and others demonstrated that adult bone-marrow (BM)-MSCs suppress adaptive immune responses directly by inhibiting the proliferation of CD4<sup>+</sup> (“helper”) and CD8<sup>+</sup> (“cytotoxic”) T cells but also indirectly through induction of Tregs. In parallel we demonstrated that fetal liver (FL)-MSCs displays much longer-lasting immunomodulatory properties compared to BM-MSCs, by inhibiting directly the proliferation and activation of CD4<sup>+</sup> and CD8<sup>+</sup> T cells. Therefore, we investigated if FL-MSCs exert their strong immunosuppressive effect also indirectly through induction of T regs.

**Methods:** MSCs were obtained from FL and adult BM and characterized according to their surface antigen expression, their multilineage differentiation and their proliferation potential. Using different *in-vitro* combinations, we performed co-cultures of FL or BM-MSCs and murine CD3<sup>+</sup>CD25<sup>+</sup>T cells to investigate immunosuppressive effects of MSCs on T cells and to quantify their capacity to induce functional T regs.

**Results:** We demonstrated that although both types of MSC exhibit similar phenotypic profile and differentiation capacity, FL-MSCs have significantly higher proliferative capacity and ability to suppress both CD4<sup>+</sup> and CD8<sup>+</sup> murine T cell proliferation and to modulate them towards less active phenotypes than adult BM-MSCs. Moreover, their substantial suppressive effect was associated with an outstanding increase of functional CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> T regs compared to BM-MSCs.

**Conclusions:** These results highlight the immunosuppressive activity of FL-MSCs on T cells and show for the first time that one of the main immunoregulatory mechanisms of FL-MSCs passes through active and functional T reg induction.

## Background

Mesenchymal stem cells (MSCs) first identified by Friedenstein and colleagues,<sup>1</sup> are multipotent stromal cells that can self-renew and differentiate into a variety of mesodermal cell types including chondrocytes, osteocytes and adipocytes.<sup>2,3</sup> They can also differentiate into cell types of other germ layers, like neurons (ectoderm) and hepatocytes (endoderm).<sup>4,5</sup> The initial isolation of MSCs was from the bone marrow (BM) based on plastic adherence of the cells as opposed to BM hematopoietic cells which can be cultured in

suspension.<sup>6</sup> Furthermore, MSCs have been isolated from a number of other organs/tissues in adult,<sup>7,8</sup> neonatal<sup>9,10</sup> and fetal-stage tissues.<sup>11-13</sup>

MSCs represent one of the most promising stem cells for regenerative medicine due to their multipotency, their low immunogenicity, their ease of isolation from multiple accessible tissues and their amenability to large scale *ex-vivo* culture expansion.<sup>14-16</sup> In addition to their regenerative properties, MSCs also have significant immunosuppressive potential.<sup>17-21</sup> Regarding this property, MSCs are known to have a role in dampening the innate immune response, by inhibiting maturation and antigen-presenting capacity of dendritic cells,<sup>22,23</sup> and decreasing proliferation and cytotoxicity of natural killer (NK) cells.<sup>24-26</sup> MSCs also suppress the adaptive immune response, by modulating B cell functions<sup>27</sup> and by suppressing both CD4<sup>+</sup> helper and CD8<sup>+</sup> cytotoxic T cell proper functions.<sup>28-30</sup> An additional putative mechanism by which MSCs may exert influences on antigen-specific T cell responses is through induction of regulatory T cells (T regs).<sup>31,32</sup> In 2008, Di Ianni et al. demonstrated increased frequency of T regs and prolonged maintenance of T reg suppressive activities when T cell subpopulations were co-cultured with MSCs.<sup>33</sup> Experimental studies including ours has since been published to confirm this phenomenon and to provide mechanistic aspects.<sup>34-40</sup> Furthermore, *ex-vivo* expanded MSCs display potent immunomodulatory effects in a wide array of animal disease models and have been validated in clinical trials to represent safe, feasible, and potentially effective immunotherapies for human immune-related disorders including graft-versus-host disease (GVHD) as well as autoimmune diseases.<sup>41-44</sup> A large number of these animal model studies<sup>45-50</sup> and clinical trials<sup>51-58</sup> have also documented changes in T reg number and function after systemic or localized administration of either autologous or allogeneic MSCs.

However, to date, most data on immunosuppressive properties of MSCs is based on studies with BM-MSCs rather than neonatal or fetal-MSCs. Although there are fewer studies emerging from these later sources, umbilical cord blood, umbilical cord (Wharton's jelly), placenta membranes (Amnion and Chorion), amniotic fluid and fetal liver (FL)-MSCs have been shown to represent an intermediate between embryonic and adult cells, regarding proliferation rates, plasticity features and immunomodulatory properties.<sup>59-62</sup> Among these alternative sources of MSCs, FL-MSCs seem to be one of the most promising.<sup>63,64</sup> We and others demonstrated that FL-MSCs displays higher proliferative capacities and much longer-lasting immunomodulatory properties compared to BM-MSCs, by inhibiting directly the proliferation and activation of NK cells and also those of CD4<sup>+</sup> and CD8<sup>+</sup> T cells.<sup>65-67</sup> Notably, no information is currently available about the capacity of FL-MSCs to induce functional T regs from conventional T cells (T convs). As fetal secondary lymphoid organs have an increased frequency of T regs as compared to any other time in development<sup>68-71</sup> and since fetal naïve CD4<sup>+</sup> T cells exhibit a strong predisposition to differentiate into T regs when stimulated with alloantigen, as compared to adult naïve CD4<sup>+</sup> T cells,<sup>72,73</sup> it seemed important to us to check if FL-MSCs could exert their immunosuppressive effect also indirectly through induction of T regs.

We have thus isolated and compared MSCs from FL and adult BM sources to gain additional insight into their phenotype, their differentiation and proliferative potential. We compared these cells in order to identify if they display significant differences in their immunosuppressive efficacy, either directly on CD3/CD28-stimulated CD3<sup>+</sup>CD25<sup>-</sup> murine T convs or indirectly through T reg induction.

Although both types of MSCs demonstrated similar phenotypic profiles and differentiation capacity, FL-MSCs displayed greater *ex-vivo* expansion ability than adult BM-MSCs. Furthermore, after co-culturing with CD3/CD28-stimulated CD3<sup>+</sup>CD25<sup>-</sup> murine responder T cells, FL-MSCs decreased much more T cell proliferation and modulated them towards less active phenotypes than adult BM-MSCs. In addition to their substantial suppressive effect, we have revealed for the first time that FL-MSCs more effectively promoted the transformation of CD3/CD28-activated CD3<sup>+</sup>CD25<sup>-</sup> murine T convs into active and functional CD4<sup>+</sup>CD25<sup>+</sup> Foxp3<sup>+</sup> T regs. Because of their outstanding proliferative capacities and much stronger *in-vitro* immunosuppressive properties, FL-MSCs could be considered as a new and efficient source for MSC therapy of immune-mediated/inflammatory diseases or to prevent allograft rejection.

## Methods

### Human tissues

Human fetal livers (FL) (range 7–9 weeks of gestation) were obtained from voluntary abortions (Obstetrics and Gynecology Department, Rene Dubos Hospital, Pontoise, France). Developmental age was estimated based on several anatomic criteria according to the Carnegie classification for embryonic stages<sup>74</sup> and by ultrasonic measurements for fetal stages. Bone marrow (BM) aspirates were obtained from patients undergoing a total hip replacement surgery (HIA, Percy Hospital, Clamart, France and Orthopedic Service, Polyclinic of Blois, Blois France). Human adult peripheral blood from healthy adults was obtained from the French Establishment of Blood (EFS) (Rungis, France).

### MSC isolation and culture

FL samples were excised sterilely using microsurgery instruments and a dissecting microscope, in phosphate-buffered saline (PBS) containing 1% penicillin/streptomycin (P/S) (all from GIBCO). Tissues were dissociated for 1 hour at 37°C in  $\alpha$ -minimum essential medium ( $\alpha$ -MEM; GIBCO) containing 10% fetal calf serum (FCS; Eurobio), 0.1% type I/II/IV collagenase and type VIII hyaluronidase (Sigma-Aldrich). FLs were then disrupted mechanically through 18-, 23- and 26-gauge needles successively. BM cells were extracted and disrupted mechanically from hip surgery samples, in PBS containing 1% P/S (all from GIBCO). BM and FL mononuclear cells were then isolated using a density Ficoll gradient separation (Pan-Biotech) and plated at  $1.5 \times 10^5$  cells/cm<sup>2</sup> in  $\alpha$ -MEM medium supplemented with 1% GlutaMAX, 1% P/S solution (all from GIBCO), and 10% heat-inactivated FCS (Eurobio) at 37°C in 5% CO<sub>2</sub>. After three days, non-adherent cells were discarded and the medium was changed every week. When the adherent cells were 70–80% confluent, they were harvested by treating with trypsin-EDTA (GIBCO) and seeded at 4,000 per cm<sup>2</sup> in  $\alpha$  MEM complete medium. MSCs were amplified from passages 0 to 3. In all experiments

MSCs were used from passage 3 to 6. For morphology analysis images were acquired at 4x magnification at early, mid, and late passage numbers using the EVO XL Core Imaging System from Life technologies. For immune-phenotyping analysis MSCs were recovered and stained with fluorochrome-conjugated antibodies for MSC (APC-anti CD271 (LNGFR), PE-anti-CD166 (ALCAM), APC-anti-CD146 (MCAM), FITC-anti-CD90 (Thy-1), PE-anti-CD106 (VCAM-1), PE-anti-CD105 (Endoglin), PE-anti-CD73, APC-anti-CD54 (ICAM-1), APC-anti-CD51 (Integrin  $\alpha$ V), PE-anti-CD44 (HCAM), APC-anti-CD29 ( $\beta$ 1-integrin), hematopoietic (FITC-anti-CD45, PE-anti-CD14, and APC-anti-CD34), endothelial (PE-anti-CD144) markers and major histocompatibility (MHC) (FITC-anti-HLA-DR, FITC-anti-HLA ABC) antigens as described below.

### **MSC differentiation assay**

FL and BM-MSCs were tested for their ability to differentiate into adipocytes and osteocytes (R&D Systems). For osteogenic differentiation MSCs were seeded in 24-well plates at 3,000 per  $\text{cm}^2$  in  $\alpha$ -MEM supplemented with 10% FCS and 1% P/S. After cell adhesion, medium was removed and replaced by  $\alpha$ -MEM supplemented with 10% FCS, 1% P/S and 0.052  $\mu\text{g/ml}$  dexamethasone, 12.8  $\mu\text{g/ml}$  ascorbic acid, and 2.15  $\text{mg/ml}$   $\beta$ -glycerophosphate from Sigma-Aldrich. Cells were cultured for 12 days to 3 weeks at 37°C in 5%  $\text{CO}_2$  atmosphere, and medium was changed 2 times in a week. Quantification of mineralization was performed after fixation in 4% paraformaldehyde for 10 minutes and incubation in a solution of 2% Alizarin Red S (Sigma-Aldrich) for 5 minutes. Cells were then washed and dried. A buffer composed of 0.5N hydrochloric acid and 5% SDS was added for extraction of Alizarin Red S staining and read at 405 nm. For adipogenic differentiation, MSCs were seeded at 21,000 per  $\text{cm}^2$  in  $\alpha$ -MEM medium supplemented with 10% FCS and 1% antibiotics. After cells reached confluence, medium was removed and DMEM high glucose supplemented with 10% FCS, 1% antibiotics, 0.52  $\mu\text{g/mL}$  dexamethasone, 0.2 mM indomethacine, 0.01  $\text{mg/mL}$  insulin and 0.5 mM 3-isobutyl-1-methylxanthine (IBMX) (All from Sigma-Aldrich) were added for 3 days. Medium was removed and DMEM high glucose supplemented with 10% FCS, 1% antibiotics and 0.01  $\text{mg/mL}$  insulin were added for 1 day. Medium was removed for 2 additional cycles as previously and incubated in DMEM high glucose supplemented with 10% FCS, 1% antibiotics and 0.01  $\text{mg/mL}$  insulin for the last week. Cells were cultured for 3 weeks at 37°C in 5%  $\text{CO}_2$  atmosphere. Differentiation into adipocytes was evaluated after fixation in 4% paraformaldehyde for 10 minutes and incubation in a solution of 0.3% Oil Red O for 5 minutes.

### **MSC proliferation assay**

FL and BM-MSC proliferation potential was evaluated using the CellTiter 96® AQueous Non-Radioactive Cell Proliferation Assay (Cat. N° G3582, Promega) according to the manufacturer's instruction. The amount of soluble formazan product produced by the reduction of MTS by metabolically active cells was measured at the 490 nm absorbance using the microplate fluorometer Fluoroskan Ascent® from Thermo Fisher Scientific.

### **T cell isolation and culture**

Murine pan T cell isolation kit II (Miltenyi Biotec) was used to isolate total CD3<sup>+</sup> T cells from pooled spleens of 6 to 12 weeks-old WT C57BL/6 mice (Envigo and Charles River).

Human pan T cell isolation kit (Miltenyi Biotec) was used to isolate total CD3<sup>+</sup> T cells from MNCs of peripheral adult blood. Furthermore, CD25<sup>+</sup> cells were depleted from the mouse and the human CD3<sup>+</sup> T cell population using either anti-mouse CD25 biotin-conjugated antibody (BD biosciences) or anti-human CD25 biotin-conjugated antibody (Miltenyi Biotec), and anti-biotin microbeads (Miltenyi Biotec). The magnetic-activated cell sorting (MACS) method was used in all cell isolation steps. The resulting murine or human CD3<sup>+</sup>CD25<sup>-</sup> T cells,  $\geq 95\%$  pure, were cultured in the presence of BM and FL-MSCs.

### **MSCs/T cells co-culture**

$5 \times 10^4$  BM or FL-MSCs were seeded in 6-well plates and incubated for 24h in  $\alpha$ -MEM containing low glucose, 1% GlutaMAX, 1% P/S (all from Gibco) and 10% heat-inactivated FCS (Eurobio). Freshly isolated murine CD3<sup>+</sup>CD25<sup>-</sup>T cells were then added at different ratios to BM or FL-MSCs, depending on experimental conditions, in RPMI medium containing 1% P/S, 1% HEPES,  $5 \times 10^{-5}$  M  $\beta$ -mercaptoethanol (all from GIBCO) and 10% FCS (FCS; Eurobio). All co-cultures were performed in 50%  $\alpha$ -MEM-50% RPMI complete medium at 37°C in 5% CO<sub>2</sub>. For FACS analysis, T cells were removed by a gentle cell resuspension followed by a cell aspiration (T cells stay in suspension and MSCs adhere to the plastic). In order to avoid the integration of potentially contaminating MSCs to T cell results, cells were first gated on CD4<sup>+</sup> or CD8<sup>+</sup> T cell markers prior analysing any further markers.

### **T lymphocytes proliferation assay**

Freshly isolated CD3<sup>+</sup>CD25<sup>-</sup> murine or human T cells were labelled with carboxy fluorescein diacetate succinimidyl ester (CFSE) (Molecular Probes) and stimulated by Dynabeads mouse or human T-activator CD3/CD28 respectively (Gibco) according to the supplier's protocol.  $5 \times 10^4$  BM or FL-MSCs seeded in 6-well plates one day before, were then co-cultured with increasing numbers of CFSE labeled, activated CD3<sup>+</sup>CD25<sup>-</sup> murine or human responder T cells (MSC to T cell ratios used: 1:1, 1:2, 1:4, 1:6, 1:8 and 1:10) in a total volume of 3ml of 50% RPMI-50% MEM $\alpha$  medium.  $1 \times 10^5$  CFSE labeled, activated or non-activated murine or human CD3<sup>+</sup>CD25<sup>-</sup> T cells grown alone in 50% RPMI-50% MEM $\alpha$  medium were used as controls. After 3 days of co-culture, murine or human T cells were harvested by gentle aspiration and stained with Vioblue-anti-mouse CD4 and PE-Vio770-anti-mouse CD8 $\alpha$  antibodies or Vioblue-anti-human CD4 and PE-Vio770-anti-human CD8 antibodies respectively (Miltenyi Biotec). The percentage of proliferating cells among CD4<sup>+</sup> and CD8<sup>+</sup> T cells was analyzed by flow cytometry measurements of the dilution of CFSE using LSRFortessa flow cytometer (BD Biosciences) and the FlowJo v10 software's proliferation tool (FlowJo LLC). Cells undergoing division were identified by the decrease in CFSE resulting from dilution of the dye with each division. CFSE labeled, non-activated murine CD3<sup>+</sup>CD25<sup>-</sup> T cells grown alone consisted of non-proliferating cells (CFSE bright) with less than 5% CFSE dim proliferating cells.

## **T lymphocytes activation assay**

Freshly isolated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells were stimulated by Dynabeads mouse T-activator CD3/CD28 (Gibco) according to the supplier's protocol. 5x10<sup>4</sup> BM or FL -MSCs seeded in 6-well plates one day before, were then co-cultured with 25x10<sup>5</sup> activated CD3<sup>+</sup>CD25<sup>-</sup> murine responder T cells (MSC to T cell ratio used: 1:5) in a total volume of 3ml of 50% RPMI-50% MEMα media. 1x10<sup>5</sup> activated and non-activated murine CD3<sup>+</sup>CD25<sup>-</sup> T cells grown alone in 50% RPMI-50% MEMα medium were used as controls. After either 1 or 3 days, murine T cells were harvested by gentle aspiration and stained with either VIOBLUE-anti-CD4, VioBright FITC-anti-CD8α, PE-anti-GITR, PE-Cy7-anti-CD25 (all from Miltenyi Biotec) and PE-Cy5.5-anti-FoxP3 (eBioscience) or anti-CD4-VIOBLUE, FITC-anti-CD8α, PE-Vio770-anti-ICOS, APC-anti-TNFR2 (all from Miltenyi Biotec) and PE-Cy5.5-anti-FoxP3 (eBioscience) antibodies (Abs).

## **Regulatory T cell induction assay**

Freshly isolated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells were stimulated by Dynabeads mouse T-activator CD3/CD28 (Gibco) according to the supplier's protocol. 5x10<sup>4</sup> BM or FL -MSCs seeded in 6-well plates one day before, were then co-cultured with increasing numbers of, activated murine CD3<sup>+</sup>CD25<sup>-</sup> responder T cells (MSC to T cell ratios used: 1:1, 1:2, 1:4, 1: 6, 1:8 and 1:10) in a total volume of 3ml 50% RPMI-50% MEMα medium. 1x10<sup>5</sup> murine activated and non-activated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells grown alone in culture were used as controls. After 4 days, T cells are harvested and stained using the following Abs: VIOBLUE-anti-CD4, FITC-anti-CD8α, PE-Cy7-anti-CD25, PE-anti-CTLA4, APC-anti-TNFR2 (all from Miltenyi) and Foxp3-PE-Cy5.5 (eBioscience) or anti-CD4-VIOBLUE, FITC-anti-CD8α, PE-anti-GITR, PE-Vio770-anti-ICOS (all from Miltenyi Biotec) and PE-Cy5.5-anti-FoxP3 (eBioscience).

## **Induced T reg suppressive capacity assay**

The CD4<sup>+</sup>CD25<sup>+</sup> regulatory T cell isolation kit (Miltenyi Biotec) was used to isolate induced regulatory T cells (iT regs) following a 4 day co-culture of activated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells with FL or BM -MSCs. Briefly, CD4<sup>+</sup> T cells were first negatively selected on a separation column, then the CD4<sup>+</sup>CD25<sup>+</sup> subset was purified using CD25 microbeads (Miltenyi Biotech) according to the manufacturer's instructions. To determine the purity of the isolated iT regs, we performed a flow cytometry analysis using VIOBLUE-anti-CD4, FITC-anti-CD8α, PE-Cy7-anti-CD25 (all from Miltenyi) and Foxp3-PE-Cy5.5 (eBioscience) antibodies combination. The purity of CD4<sup>+</sup>CD25<sup>+</sup> iT regs was consistently higher than 90%, as confirmed by FACS. Isolated iT regs were then co-culture in 96-well round bottom plates with increasing number of freshly isolated, CFSE labeled and CD3/CD28 activated murine CD3<sup>+</sup>CD25<sup>-</sup> responder T cells using different iT reg to T cell ratios (1:1, 1:5, 1:10) in a total volume of 200 μl of RPMI medium containing 1% P/S, 1% HEPES, 5x10<sup>-5</sup> M β-mercaptoethanol (all from GIBCO) and 10% FBS (Pansera ES; PAN-Biotech) at 37°C in 5% CO<sub>2</sub> as previously described.<sup>75</sup> 1x10<sup>5</sup> CFSE labeled, activated and non-activated murine CD3<sup>+</sup>CD25<sup>-</sup> T cells grown alone in culture were used as controls. After 3 days of co-culture, cells were harvested and stained using VIOBLUE-anti-CD4 and FITC-anti-CD8α antibodies combination. The percentage of

proliferating cells among CD4<sup>+</sup> and CD8<sup>+</sup> T cells was analyzed by flow cytometry measurements of the dilution of CFSE using LSRFortessa flow cytometer (BD Biosciences) and the FlowJo v10 software's proliferation tool (FlowJo LLC). CFSE labeled, non-activated T cells cultured alone were used as non-proliferating cell control (CFSE bright) with less than 5% CFSE dim proliferating cells. CFSE negative cells corresponding to iT regs were gated out for the analysis. To ensure that only T conv cell proliferation was measured and that iT regs did not contribute to the proliferation observed wells containing only iT regs were included in all experiments.

### **MSC and T-cell cell analysis by flow cytometry**

Antibodies used for flow cytometry analysis are listed in Supplementary Table 1.

For MSC immune-phenotyping, cells developed in culture were harvested by non-enzymatic treatment (Cell dissociation solution; Sigma-Aldrich) and washed in complete medium and resuspended in PBS (GIBCO) 0.2% bovine serum albumin (BSA) (Sigma-Aldrich). For T cells immune-phenotyping, cells were recovered by gentle aspiration, washed in complete medium and washed and re-suspended in PBS (GIBCO) 0.2% bovine serum albumin (BSA) (Sigma-Aldrich). In all cases, 10<sup>5</sup> recovered cells were incubated for 30 min on ice with fluorochrome-conjugated antibodies, washed and re-suspended in PBS (GIBCO) 0.2% bovine serum albumin (BSA) (Sigma-Aldrich), for analysis

Intracellular Foxp3 staining was performed after cell surface antibodies staining, according to the manufacturer's instructions, using Foxp3 staining buffer set from eBioscience. Flow cytometric analysis was performed using LSRFORTESSA flow cytometer (BD Biosciences) and analyzed using FlowJo v10 software (FlowJo-LLC). Background staining was evaluated using isotype-matched control antibodies and 7-Amino-Actinomycine D (7AAD) (Sigma-Aldrich) was used to gate dead cells out.

### **Statistical analysis**

Prism software (GraphPad) was used for statistical analysis. Student t test or one-way ANOVA with post hoc analysis was performed depending on the number of comparatives. For cytometry analysis, we have normalized the MFI values with T-cell alone control group or BM-MSCs derived iT regs for T regs activation marker experiments. Then we used unpaired, two-tailed Student t tests or one-way ANOVA for P-value generation. The data are represented as mean ± SEM. ns, non-significant; \*P < .05, \*\*P < .01, \*\*\*P < .001. Correlation coefficient is significant at 0.8 < CC < 1, P\*\*\*, 0.8 < CC < 0.6 P\*\*, 0.6 < CC < 0.4 P\* and non-significant at CC > 0.4.

## **Results**

**FL-MSCs share several common characteristics with adult BM-MSCs and reveal a greater *Ex-vivo* expansion ability than adult BM-MSCs**

Cells isolated from FL or BM tissues were characterized by assessing their *in-vitro* adherence, cell surface marker expression, lineage differentiation and proliferation capacity. After 14 days of culture, both adult BM and FL-MSCs displayed a homogeneous spindle-shaped fibroblast-like morphology representative of MSCs (Figure 1A). They were defined positive for human MSC characteristic markers such as CD271 (LNGFR), CD166 (ALCAM), CD146 (MCAM), CD90, CD106 (VCAM-1), CD105 (Endoglin), CD73, CD54 (ICAM-1), CD51, CD44, and CD29, and negative for hematopoietic (CD45, CD14, CD34) and endothelial (CD144) markers (Figure 1B). They expressed human leukocyte antigen (HLA) class I molecules, but not HLA class II antigens (Figure 1B). Even if both cell types express typical MSC markers, the mean fluorescence intensity (MFI) of some markers was extremely different. FL-MSCs had a higher expression of ICAM-1 and CD146 while expression of VCAM-1 was increased in BM-MSCs. FL-MSCs contained two populations of CD271<sup>bright</sup> (which was demonstrated to have a much higher clonogenic capacity than CD271<sup>low</sup>),<sup>76-78</sup> and CD271<sup>low</sup> cells, while adult BM cultures contained only CD271<sup>low</sup> cells (Supplementary Figure 1). Both FL and adult BM-MSCs had the ability to differentiate into adipocytes and osteocytes (Supplementary Figure 2). Cell viability and proliferation, quantified by the MTS assay over a period of 8 days, were significantly different between FL and BM-MSCs. Over the course of 8 days, FL-MSCs proliferated significantly more than BM-MSCs. Additionally, cells from BM and FL did not proliferate equally over the same time period. There was an increase in proliferation for BM-MSCs only in the 2 beginning days while FL-MSCs were proliferating progressively until 8 day, showing that FL-MSCs proliferate faster and for a longer period of time than adult MSC (Figure 1C). **FL-MSCs exert more immunosuppressive function than BM-MSCs towards conventional T cells**

MSCs are able to hinder T cell proliferation in response to allogenic and polyclonal CD3/CD28 stimulation. Here, we investigated if the origin of MSCs either from fetal or adult tissues can alter the ability of MSCs to suppress T cell proliferation. FL or BM-MSCs were co-cultured with activated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells which were CFSE labelled, in 6 different MSC/T cells ratios. CD25<sup>+</sup> cells were removed from the primary pool of T cell population to avoid non-specific immunosuppression by CD25<sup>+</sup> T regs.<sup>79</sup> Three days after, we collected T cells, cells in suspension, and the proliferation capacity of both T helper (CD4<sup>+</sup>) and cytotoxic T cells (CD8<sup>+</sup>) subpopulations was evaluated. T cells and MSCs require different appropriate cell culture media (RPMI and MEM $\alpha$ , respectively), therefore, we used a 1:1 mix in co-culture conditions. No difference was observed between T cells cultured in 100% RPMI or in 50% MEM $\alpha$ -50% RPMI (data not shown). In all examined ratios, CD4<sup>+</sup>CD25<sup>-</sup> (Figure 2A) and CD8<sup>+</sup>CD25<sup>-</sup> (Figure 2B) T cells co-cultured with MSCs (regardless of their origin) proliferated less than activated T cells alone (TCs + Beads). However, we observed that FL-MSCs demonstrated a significantly more immunosuppressive effect than BM-MSCs towards both CD4<sup>+</sup> and CD8<sup>+</sup> T cells proliferation (Figure 2A, B and C). This remarkable difference between BM and FL-MSCs was obvious starting from 1:1 ratio for both CD4<sup>+</sup>T cells (13.03% and 6.86% of proliferation, respectively) and CD8<sup>+</sup> T cells (9.17% and 5.2% of proliferation, respectively). This difference was maintained until 1:10 ratio for CD4<sup>+</sup>T cells (28.58% and 22.88% of proliferation, respectively) and for CD8<sup>+</sup>T cells (20.65% and

16% of proliferation, respectively). These results clearly demonstrate the more powerful dose-dependent immunosuppressive effect of FL-MSCs compared to BM-MSCs towards T cells.

### **FL-MSCs are stronger immune-modulator of conventional T cells compared to BM-MSCs**

Having observed more powerful immunosuppression by FL-MSCs, we investigated if these MSCs exert stronger immunomodulatory effect against T convs. FL and BM-MSCs were co-cultured with anti-CD3/CD28 activated murine CD3<sup>+</sup>CD25<sup>-</sup>T cells at a fixed 1:5 MSC to T cell ratio. After 1 day, T cells were harvested and analyzed for the expression of different activation markers up-regulated by activated CD4<sup>+</sup>Foxp3<sup>-</sup> (CD4 T convs) or CD8<sup>+</sup>Foxp3<sup>-</sup> (CD8 T convs) T cells. At first, the expression of CD25, the  $\alpha$ -chain of the IL-2 receptor, was quantified. We observed a dramatic decrease of the percentage of CD25<sup>+</sup> cells and of the mean fluorescent intensity (MFI) of CD25 among CD4<sup>+</sup> and CD8<sup>+</sup>T convs when co-cultured with either FL or BM-MSCs in comparison to T cells alone (Figure 3). However, this reduction was significantly stronger for FL than BM-MSCs. Furthermore, we evaluated the expression of GITR (TNFRSF18) and TNFR2 (TNFRSF1B), two members of the TNF $\alpha$  receptor superfamily that are up-regulated in activated T cells.<sup>80-82</sup> Immediately after one day, although we observed a dramatic decrease in the percentage of GITR<sup>+</sup> cells among CD4<sup>+</sup> and CD8<sup>+</sup>T convs in both MSCs groups in comparison to T cells alone, this was more significant for T cells co-cultured with FL-MSCs. MFI of GITR on CD4<sup>+</sup>T and CD8<sup>+</sup>T convs was equally reduced after their co-culture with both MSC groups (Figure 3). We also observed a dramatic decrease in the percentage of TNFR2<sup>+</sup> cells among CD4<sup>+</sup> and CD8<sup>+</sup>T convs in both MSCs groups in comparison to T cells alone. However, not only the MFI of TNFR2 was not much down-modulated on CD8<sup>+</sup>T cells in FL-MSCs group compared to BM-MSCs, but also it was significantly increased on CD4<sup>+</sup>T cells in the presence of FL-MSCs- (Figure 3). ICOS co-stimulatory receptor is crucial for T cell activation and proliferation.<sup>83</sup> 24 hours later, we observed a significant decrease in both percentage and MFI of ICOS<sup>+</sup>CD4<sup>+</sup> and ICOS<sup>+</sup>CD8<sup>+</sup>T cells which was remarkably more down-modulated in FL-MSCs compared to BM-MSCs group (Figure 3). All the above mentioned activation markers were also quantified after 3 days of co-culture with both MSC groups. Once again, we have observed a more significant down-modulation in percentage of expression of CD25 and GITR in FL-MSCs group compared to BM-MSCs. ICOS was uniquely decreased by FL-MSCs and no significant difference was observed regarding TNFR2 expression level (Supplementary Figure 3). These results indicate that CD4<sup>+</sup>T conv activation profile starts to decrease as soon as day 1 and keep continuing even 3 days after co-culturing with MSCs. Interestingly, FL-MSCs demonstrated a more powerful and longer-lasting immunomodulatory effect compared to their BM counterpart.

### **FL-MSCs have higher capacity to convert Foxp3<sup>+</sup>T convs into Foxp3<sup>+</sup>iT regs than BM-MSCs**

Because, fetal secondary lymphoid organs have an increased frequency of T regs compared to any other period of development,<sup>72,73</sup> we hypothesized that FL-MSCs could enhance a more efficient conversion of CD3<sup>+</sup>CD25<sup>-</sup>T cells to CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> and CD8<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup>iT regs than adult BM-MSCs. To test this, freshly isolated murine CD3<sup>+</sup>CD25<sup>-</sup> T cells were activated with anti-CD3/CD28 beads and co-cultured in 6

different MSC to T cell ratios in the presence of either FL or BM-MSCs. CD25<sup>+</sup> cells were depleted from starting T cells to eliminate activated T cells and unspecific expansion of natural CD25<sup>+</sup> T regs. Four days later, cells in suspension were collected and analyzed by FACS for the presence of CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> and CD8<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup>iT regs. The percentage of iT regs was compared to that of activated CD4<sup>+</sup> or CD8<sup>+</sup>T cells alone (untreated control). For all MSC to T cell ratios, the induction of CD4<sup>+</sup>iT regs (Figure 4A and C) or CD8<sup>+</sup>iT regs (Figure 4B and D) were significantly higher in the FL-MSC-treated group than in the BM-MSC one. In FL-MSCs group Foxp3 induction was dose dependent and reached a maximum at ratios of 1:6 and 1:10 for CD4<sup>+</sup> iT regs and CD8<sup>+</sup>iT regs respectively (Figure 4A and B). In contrast, the increase in CD4<sup>+</sup> iT regs and CD8<sup>+</sup> iT regs in the BM-MSC-treated group was lower and steady and did not increase in a dose dependent manner (Figure 4A and B).

All together, these observations demonstrated that FL-MSCs induced more strongly the production of CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> and CD8<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> iT regs from T convs than BM-MSCs.

### **FL-MSCs induced iT regs display a more active phenotype than those induced by BM-MSCs**

Although FL-MSCs gave rise to more iT regs than BM-MSCs, both were able to induce Foxp3 expression. To better define iT regs induced in the presence of FL and BM-MSC, we characterized them and compared their activation/suppressive profile by FACS using different activation/suppressive markers, such as CTLA4, GITR and ICOS.<sup>84-86</sup> We focused our analysis on commonly accepted CD4<sup>+</sup>Foxp3<sup>+</sup>iT regs. For that purpose, FL and BM-MSCs were co-cultured with anti-CD3/CD28 activated murine CD3<sup>+</sup>CD25<sup>+</sup>T cells at a fixed MSC to T cell ratio (1:5) After 4 days (equal to T reg induction experiments) all cell in suspension were harvested and analyzed by FACS. As anticipated, both FL-MSCs and BM-MSCs derived Foxp3<sup>+</sup>CD4<sup>+</sup> iT reg populations were highly positive for CTL4. However, the MFI of this marker was significantly higher in FL-MSCs than BM-MSCs derived Foxp3<sup>+</sup>CD4<sup>+</sup>iT regs (Figure 5). We and others have shown that one of the most important regulators of T regs activity is TNFR2 which is directly related to their activation and immunosuppressive function.<sup>82,87-89</sup> Interestingly, we found that both the percentage and expression level of TNFR2 was significantly higher on Foxp3<sup>+</sup>CD4<sup>+</sup> iT regs after co-culture with FL-MSCs than with BM-MSCs (Figure 5). The same results were observed for CD25, GITR and ICOS markers demonstrating a higher global activation of iT regs derived from FL-MSCs than BM-MSCs (Figure5).

### **FL-MSCs derived iT regs have higher capacity to suppress activated conventional T cells than BM-MSCs derived iT regs**

Since we observed a higher activation profile in iT regs induced from FL-MSCs compared to BM-MSCs we sought to confirm that those iT regs were truly able to suppress activated responder T cells in a more efficient manner. To test this, *in-vitro* mixed lymphocyte reaction (MLR) assay was used to determine their suppressive capacity. Activated murine CD3<sup>+</sup>CD25<sup>+</sup>T cells were co-cultured with FL and BM-MSCs for 4 days. Then, CD4<sup>+</sup>CD25<sup>+</sup>iT regs generated in those co-cultures were isolated and co-cultured with freshly

isolated, CFSE labelled, activated murine CD3<sup>+</sup>CD25<sup>-</sup>T cells in 3 different iT reg to T cell ratios (1:1; 1:5 and 1:10). After 3 days of co-culture, the proliferative capacity of CD4<sup>+</sup> and CD8<sup>+</sup> T cells were analyzed by flow cytometry. We showed a clear dose dependent capacity of either FL- or BM-MSC derived iT regs to inhibit the proliferation of activated CD4<sup>+</sup> (Figure 6A and C) or CD8<sup>+</sup> responder T cells (Figure 6B and C). Very interestingly, FL-MSCs derived iT regs, at all ratios examined, were more efficient to inhibit either CD4<sup>+</sup> or CD8<sup>+</sup>T cell proliferation than BM-MSCs derived iT regs. For both FL and BM-MSCs derived iT regs the highest suppression rate observed for CD4<sup>+</sup> responder T cells was reached at 1:1 ratio (19.58% and 12.7% of proliferation respectively) and decrease to be the lowest at 1:10 ratio (47.67% and 36.85% of proliferation respectively) (Figure 6A). Accordingly, the same results were observed for CD8<sup>+</sup> responder T cells with the highest suppressive effect at 1:1 ration (16.97% and 10.85% of proliferation respectively) and the lowest suppressive effect at 1:10 ratio (75.87% and 67.22% of proliferation respectively) (Figure 6B).

We thus demonstrated for the first time that CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup>iT regs generated during the co-culture with the FL-MSCs have a remarkably higher capacity to suppress murine responder CD3<sup>+</sup>CD25<sup>-</sup>T cells than those generated during co-culture with BM-MSCs.

## Discussion

MSCs are multipotent cells that are being clinically exploited as a new therapeutic for treating a variety of immune-mediated diseases.<sup>17-19,44,90</sup> However, frequently used BM derived MSCs are short-living and cannot assure long lasting immunoregulatory function both *in-vitro* and *in-vivo*.<sup>91</sup> Consequently, several groups including ours have isolated MSCs from other sources with the hope that these cells could have prolonged lifespan and exert longer-lasting immunoregulatory properties.<sup>59-62</sup> Among these alternative sources of MSCs, FL-MSCs seem to be one of the most promising due to their proliferative and differentiation capacity, their low immunogenicity and their immunomodulatory properties.<sup>63,64,66,92</sup> We and others demonstrated that even though adult BM and FL-MSCs exhibit similar morphology and phenotypes, FL-MSCs demonstrate a faster growing kinetics, a higher number of cells produced over the same period of time, and a longer inhibition of NK and T cell proliferation compared to BM-MSCs.<sup>63,65,67</sup>

In this study, to go further in our investigations, we have isolated and compared MSCs from FL and adult BM sources to check which one displays the most efficient immunosuppressive effects on CD3/CD28-stimulated CD3<sup>+</sup>CD25<sup>-</sup> murine T convs either directly or indirectly through T reg induction. Before widespread clinical application of human MSCs, it is required to perform a variety of biological validation tests in murine models. Therefore, we chose to perform our investigations by studying the interaction between human MSCs and mice T cells in order to further test their immunological properties in xenogeneic mice model. Such human MSCs/murine LTs *in-vitro* studies are better mimicking *in-vivo* studies and help to better understand the reaction of the mouse immune system especially conventional T cells against xenogeneic human MSCs.

We first confirmed that although FL and BM-MSCs share several common characteristics, including a spindle-shaped fibroblast-like morphology, phenotype and differentiation capacities, FL-MSCs bore an outstanding *ex-vivo* expansion ability compared to adult BM-MSCs. Even if both cell types expressed typical MSC markers we observed a higher expression of ICAM-1 in FL-MSCs and conversely a lower VCAM-1 expression in BM-MSCs. Such differences were already observed between FL and adult BM-MSCs.<sup>93</sup> Whether they play an important role in MSC-mediated immunosuppression still remains to be investigated. We also observed a higher expression of CD146 in FL-MSCs than in BM-MSCs. This results match with a study showing that CD146<sup>+</sup> BM-MSCs showed greater immunomodulatory functions upon inflammatory priming compared to CD146<sup>-</sup> BM-MSCs.<sup>94</sup> We also noticed that FL-MSCs contained both CD271<sup>bright</sup>, and CD271<sup>low</sup> cells, while adult BM-MSCs cultures contained only CD271 low cells. This finding is consistent with previous studies demonstrating that CD271<sup>high</sup> cells have a much higher clonogenic capacity than CD271<sup>low</sup> cells,<sup>76-78</sup> and with our data showing that when seeded in a strictly identical initial number, FL-MSCs proliferate more than BM-MSCs with an effect discernible from day 2.

To investigate the immunomodulatory effects of FL or BM-MSCs toward activated murine T cells we then performed co-cultures assays. Addition of both FL and BM-MSCs to CD3/CD28 activated CD4<sup>+</sup>CD25<sup>-</sup> and CD8<sup>+</sup>CD25<sup>-</sup> T cells reduced their proliferation in a dose dependent manner. Interestingly, this immunosuppression was significantly higher when FL-MSCs were used compared to BM-MSCs. We then measured the ability of FL and BM-MSCs to modulate conventional murine T cell activation profile by quantifying the expression of CD25, GITR, ICOS and TNFR2 markers. While both MSC types were able to down-modulate CD4<sup>+</sup> Foxp3<sup>-</sup> and CD8<sup>+</sup> Foxp3<sup>-</sup> T cell activation rapidly after 1 day, this immunomodulatory effect was remarkably stronger with FL than BM-MSCs. Moreover, our results revealed a more effective down-modulation of different T cell activation markers by FL-MSCs even 3 days after their co-culture, meaning that FL-MSCs could potentially render a longer lasting immunomodulation in comparison to BM-MSCs. Due to the MSCs' property to reach rapidly the confluency, which restricts the windows of analysis to few days, further *in-vivo* experiments are necessary to evaluate properly the long term immunosuppressive effect of FL-MSCs.

Interestingly, the increase in TNFR2 expression on T cells in the FL-MSC group could reflect the conversion of T cells towards a more anti-inflammatory phenotype. We and others have already showed that many immunosuppressive cells including T regs, MSCs and recently endothelial cells derived from circulating endothelial progenitors are expressing TNFR2. This expression is directly related to their immunomodulatory functions.<sup>82,86,89,95,96</sup> Moreover, the elevated expression of TNFR2 activation marker has been directly correlated to increase IL-10 and TGFβ anti-inflammatory cytokines production.<sup>97,98</sup>

We next checked if FL-MSCs, could also exert their immunosuppressive effect indirectly through induction of T regs, as already demonstrated for BM-MSCs.<sup>33,34,99</sup> When CD3/CD28 activated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells were co-cultured in the presence of either FL or BM-MSCs we observed CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> and CD8<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> T regs induction with both MSC types. However, very interestingly, in all conditions tested, FL-MSCs induced a higher percentage of T regs than BM-MSCs.

To better define the phenotypic characteristic of the T reg population induced in the presence of FL or BM-MSCs, we showed that CTLA-4, ICOS, GITR and CD25, markers commonly used to evaluate T reg activation,<sup>84,85</sup> were higher expressed in the CD4<sup>+</sup>Foxp3<sup>+</sup> T reg population induced by FL than BM-MSCs. We also checked the expression of TNFR2, one of the most important regulators of T regs activity, that has been shown by us and others to be directly related to their activation and immunosuppressive function.<sup>82,87,88</sup> We found that the percentage and the expression level of TNFR2 was significantly higher on CD4<sup>+</sup>Foxp3<sup>+</sup> iT regs induced by FL-MSCs than with BM-MSCs, reflecting a global activation of the T reg induced population.

Finally, CD4<sup>+</sup>CD25<sup>+</sup> T reg populations acquired from cultures in the presence of the FL-MSCs or BM-MSCs were then assayed in a secondary MLR, to investigate their immune-modulatory effects on activated murine T cells. While both T reg populations induced from FL or BM-MSCs were able to inhibit the proliferation of activated responder T cells, FL-iT reg population were significantly more efficient to inhibit CD4<sup>+</sup> or CD8<sup>+</sup> T cell proliferation.

Altogether, these results demonstrated that FL-MSCs affected much more murine T cell proliferation and modulate them towards less active phenotypes than adult BM-MSCs. In addition to their substantial suppressive effect FL-MSCs promoted more effectively the transformation of CD3/CD28-activated CD3<sup>+</sup>CD25<sup>-</sup> murine T cells into active CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> or CD8<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> T regs and also to a more functional CD4<sup>+</sup>CD25<sup>+</sup>Foxp3<sup>+</sup> T regs. These results highlight the immunosuppressive activity of FL-MSCs on T cells and show for the first time that one of the main immune-regulatory mechanisms of FL-MSCs is through T regs induction.

To reinforce, validate and expand the message of this study, we have performed complementary experiments that measure the immunosuppressive effect of human FL and BM-MSCs against human T cells derived from adult peripheral blood (Supplementary Figure 4) We demonstrated that using such a human-human combination leads to the same observations that were acquired from the human-mouse combination and confirmed data already reported in the literature.<sup>63,65</sup>

The physiological more efficient growing advantage of FL-MSCs could potentially explain why FL-MSC show a higher capacity than BM-MSCs to suppress and modulate effector T cells (more cells, more immunosuppressive effects). This more powerful immunomodulatory effect could be through either cell to cell contact or via the secretion of anti-inflammatory mediators. The increase in anti-inflammatory cytokines production such as IL-10 and TGF- $\beta$  by FL-MSCs could also cause the induction of more CD4<sup>+</sup>Foxp3<sup>+</sup> and CD8<sup>+</sup>Foxp3<sup>+</sup> Tregs that indirectly leads to more immunosuppression of effector T cells. The other possibility is that when compared to a strictly similar number of BM-MSCs, FL-MSCs might have a stronger capacity to directly suppress effector T cells and/or to induce Tregs (one cell, more immunosuppressive capacity).

T reg induction by fetal MSCs not only highlights the existing relation between MSC and T regs<sup>31</sup> but also the role played by fetal T regs in tolerance to maternal antigens *in-utero*.<sup>100-104</sup> A key challenge of early

life is to balance the conflicting demands of generating appropriate, robust immune responses to pathogens and develop tolerance to innocuous and self-antigens. A number of pathways limiting T cell responsiveness in early life have been identified that are either specific or enhanced during early life. In particular, there are increased frequencies of T regs present in the blood and peripheral tissues during fetal life and the function of fetal T regs is enhanced relative to T regs derived from adults.<sup>68-71</sup> This abundance of T regs is not reflected in the thymus of equivalent gestational age, where the frequency of CD25<sup>+</sup>Foxp3<sup>+</sup> among CD4<sup>+</sup> thymocytes is comparable to the infant thymus.<sup>68</sup> This suggests that a significant portion of fetal T regs are derived from expansion of natural T regs or are generated from conventional CD4<sup>+</sup>Foxp3<sup>-</sup> T cells in response to antigen. In agreement with this hypothesis, authors demonstrated that when fetal naïve CD4<sup>+</sup> T cells are isolated and stimulated with alloantigen, they exhibit a strong predisposition to differentiate into T regs, as compared to adult naïve CD4<sup>+</sup> T cells, thereby biasing the immune system toward tolerance.<sup>72,73</sup> The data of Mold *et al.* suggest that hematopoiesis during fetal development occurs in waves, each generating distinct populations of T cells that may coexist for a period of time. CD4<sup>+</sup> T cells originating from FL hematopoietic stem and progenitors cells appear to have a propensity to adopt the fate of regulatory T cells. As the source of hematopoiesis switches to the fetal BM, the resulting effector T cell/regulatory T cell ratio gradually moves toward that found in adults.<sup>105-107</sup> Interplay between FL-MSC and T reg during fetal life may be a mechanism by which fetal naïve CD4<sup>+</sup> T cells preferentially differentiate into T reg. Whether FL-MSC influences T reg conversion and how this interaction contributes to sustained T reg expansion during fetal life warrant further investigation. These results are also in favor of the development of new tools and strategies based on the use of FL-MSCs cells and their derivatives for the induction of immune tolerance. The implications of these findings for clinical application could be especially important if the fetal T reg population induced by FL-MSCs is found to promote tolerance not only to self and non-inherited maternal antigens, but also to foreign antigens encountered. Further insights into the fetal liver-derived T regs, including their unique immunomodulatory properties, could result in novel strategies to regulate allo-immune and autoimmune responses.

## Conclusion

Here, we demonstrated that although both FL and BM-MSC exhibit similar phenotype profile and differentiation capacity, FL-MSCs have significantly higher capacity to suppress both CD4<sup>+</sup> and CD8<sup>+</sup> human and murine T cell proliferation and to modulate murine T cells towards less active phenotypes than adult BM-MSCs. Moreover, FL-MSCs enhance more efficiently the conversion of murine T cells to T regs than BM-MSCs. These results suggest that the FL microenvironment could play a role in controlling immune responses during development, either directly by immunomodulation fetal T cells or indirectly by generating iT reg from conventional T cells. Beside the fundamental importance of such study, the influences of MSC on T regs, represent an important component of the therapeutic effects of MSC-based investigational products. MSCs and T regs could complement each other's immunoregulatory functions,

and a combinatorial approach may exert synergistic effects for the treatment of immunological diseases to be further exploited for the treatment of autoimmune disorders and transplants.

## **Abbreviations**

BM: Bone Marrow

FL: Fetal Liver

GITR: Glucocorticoid-Induced TNF Receptor family related gene.

ICOS: Inducible Co-Stimulatory molecule

iT regs: induced Regulatory T cells

MFI: Mean Fluorescence Intensity

MHC: Major Histocompatibility Complex

MSCs: Mesenchymal Stem Cells

T conv: Conventional T cell

T eff: Effector T cell

TNFR2: Tumor Necrosis Factor Receptor 2

## **Declarations**

### **ETHICS APPROVAL AND CONSENT TO PARTICIPATE**

Fetal liver tissue collection and use were performed according to the guidelines and with the approval of the French National Ethic Committee (authorization N°PFS10\_011). BM samples were obtained according to good clinical practices with approval from the people protection committee (CPP 09025) and from the national commission for informatics and Liberties (CNIL Eyo1066211J). Human adult peripheral blood were obtained from the French Establishment of Blood (EFS, authorization 14/5/011). This activity was declared to and authorized by the French Ministry of Research under number AC- 2008-376, and to the French Organization for standardization under number 201/51848.1.

All fetal and adult samples were obtained with the written informed consents of subjects according to Helsinki declaration.

### **CONSENT FOR PUBLICATION**

Not applicable.

## **AVAILABILITY OF DATA AND MATERIALS**

The datasets used and/or analyzed during the current study are available from the corresponding author on reasonable request.

## **COMPETING INTERESTS**

Dr. Sina NASERIAN is the CEO of CellMedEx company. The rest of the authors declare no competing financial interests.

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## **AUTHOR CONTRIBUTIONS**

Contributions: S. N. and E.O. designed and supervised the study, contributes to experiments, analyzed data, and wrote the manuscript; Y.Y. performed most experiment and contributed to figure preparation; A. V. V. performed MSC differentiation experiments. H.B. provided human embryonic and fetal tissues. G.U. contributed to discussion of experimental design and results and reviewed the manuscript. Z. Han reviewed the manuscript.

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## Figures

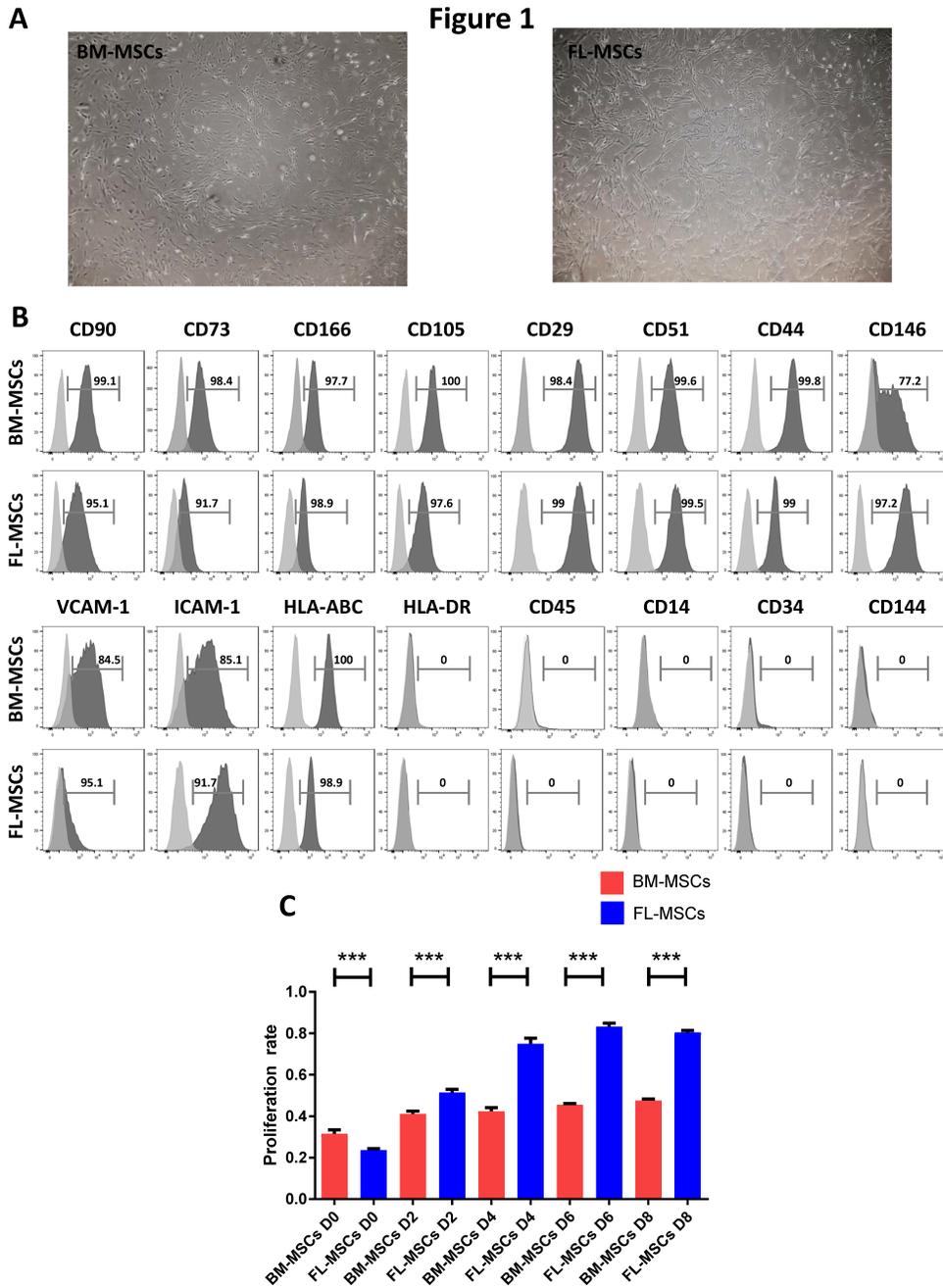
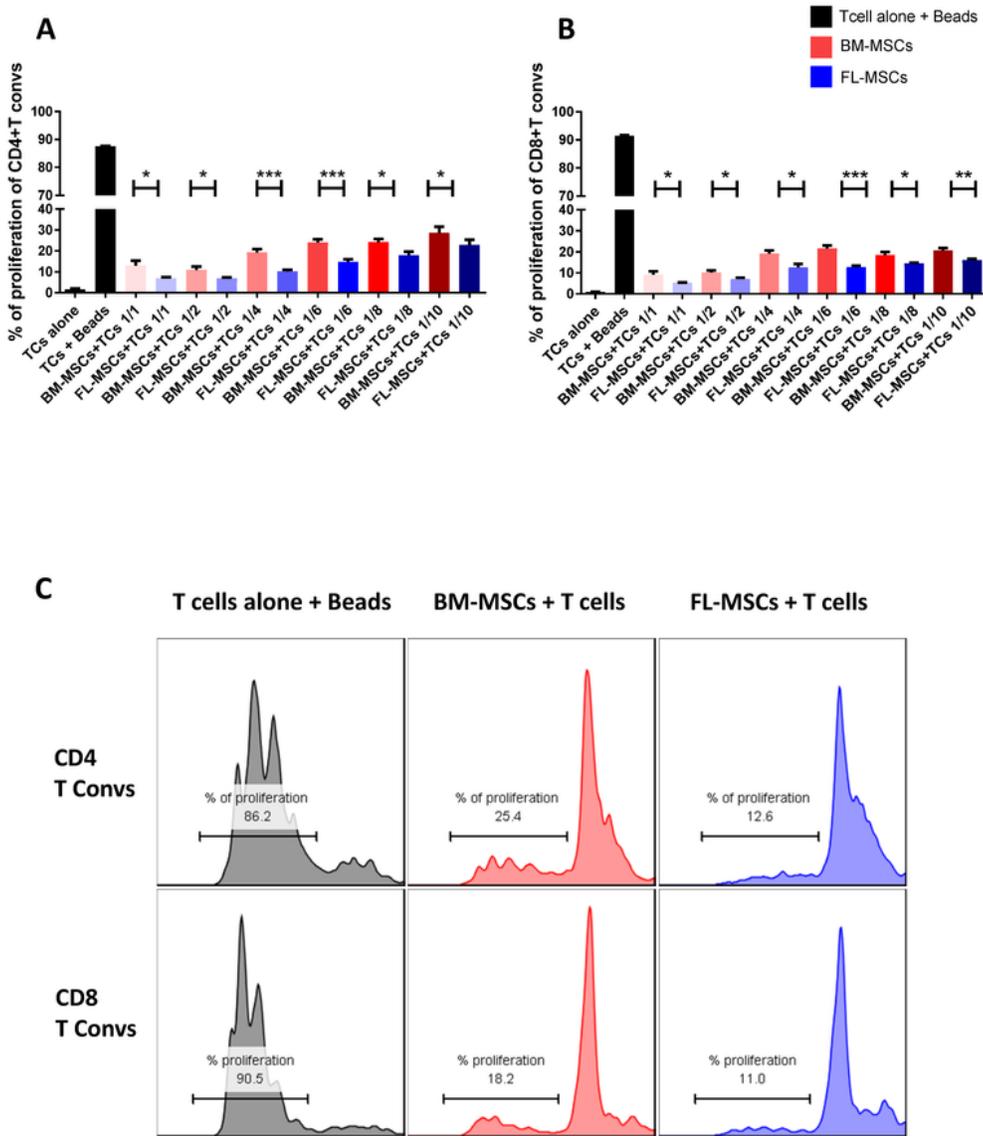


Figure 1

FL-MSCs share several common characteristics with adult BM-MSCs and reveal a greater Ex-vivo expansion ability than BM-MSCs. FL and BM MSCs cultured between passage 3 and 6, were characterized by their cell morphology, their cell surface marker expression and their differentiation and proliferative capacity. (A) After 14 days of culture, both FL (passage 3) and BM (passage 3) -MSCs showed a spindle shaped fibroblast like morphology representative of MSCs (original magnification 4X). Pictures are representative of 3 independent experiments (n=3). (B) Flow cytometry analysis showing relative expression of MSC (CD271, CD166, CD146, CD90, CD106, CD105, CD73, CD54, CD51, CD44, CD29), hematopoietic (CD45, CD14 and CD34) and MHC (HLA-DR and HLA ABC) markers in FL (passage 3) and BM (passage 3)-MSCs. The dark gray histograms represent specific antibodies and light gray histograms represent corresponding isotype controls. Data are representative of 3 independent experiments (n=6). (C) Comparison of proliferation of FL and BM-MSCs by MTS assay over a period of 8 days. Data are represented as mean value  $\pm$  SEM from 3 independent experiments (n=9). Unpaired Student t test was performed to generate P values. ns: non-significant, \*P<.05, \*\*P<.01, \*\*\*P<.001, \*\*\*\*P<.0001. D: Day

**Figure 2**



**Figure 2**

FL-MSCs are more immunosuppressive than BM-MSCs. CFSE labelled, CD3/CD28 activated CD3+CD25- effector T cells were co-cultured with FL-MSCs or BM-MSCs in 6 different MSC to T cell ratios. After 3 days, proliferation of CD4+ (A) and CD8+ T cells (B) was measured by flow cytometry based on CFSE dilution. Each histogram bar represents the percent of dividing cells. The first bar represents the unstimulated T cells alone (n=6), the second bar represents the CD3/CD28-stimulated T cells alone (n=6).

Further bars depict T cells co-cultured with either BM-MSCs in red (n=6) or FL-MSCs in blue (n=6). All data are collected from 2 different experiments. Data are represented as mean value  $\pm$  SEM. One way ANOVA analysis was performed to generate P values. ns: non-significant, \*P<.05, \*\*P<.01, \*\*\*P<.001, \*\*\*\*P<.0001. (C) A flow cytometry representative of proliferation assay at 1:6 MSC to T cell ratio. T cells co-cultured with BM-MSCs are depicted in red and their FL counterparts are depicted in blue. Each histogram bar represents the percent of dividing cells. Beads: Anti-CD3 and anti-CD28 activation Beads; TCs: T cells; T cons: Conventional T cells.

Figure 3

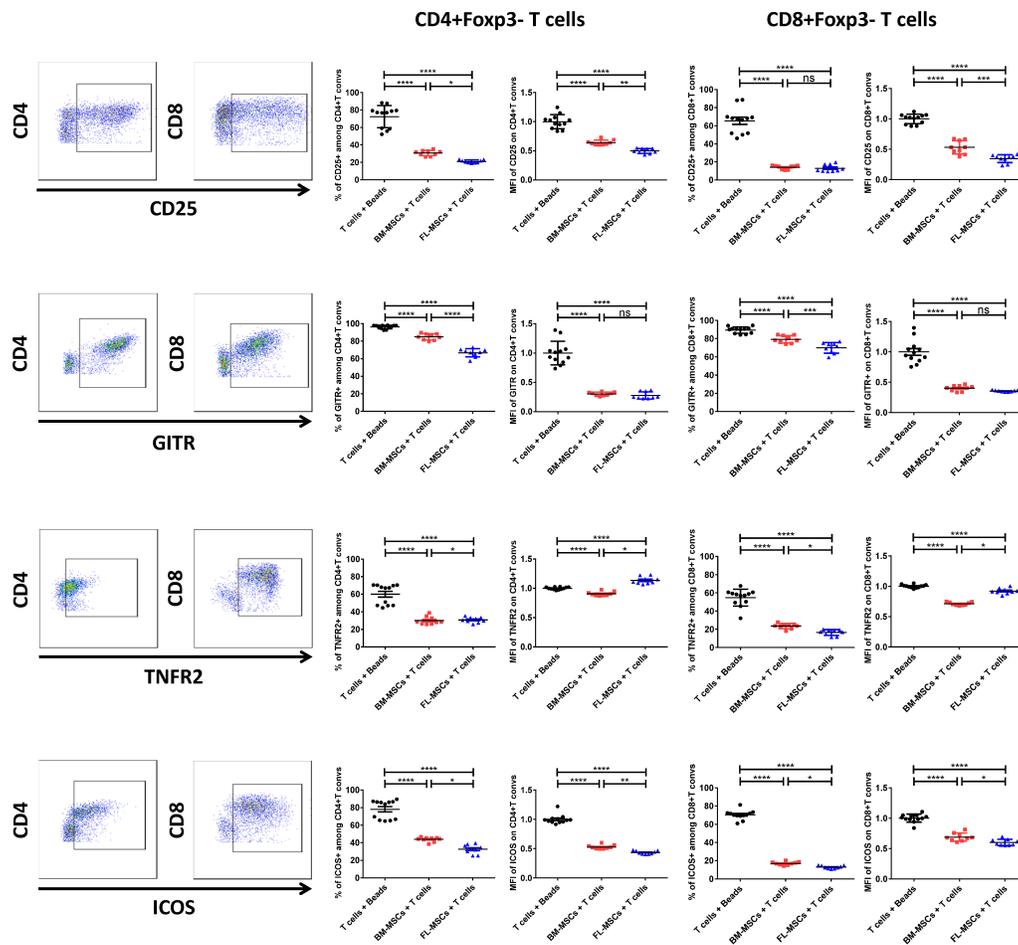
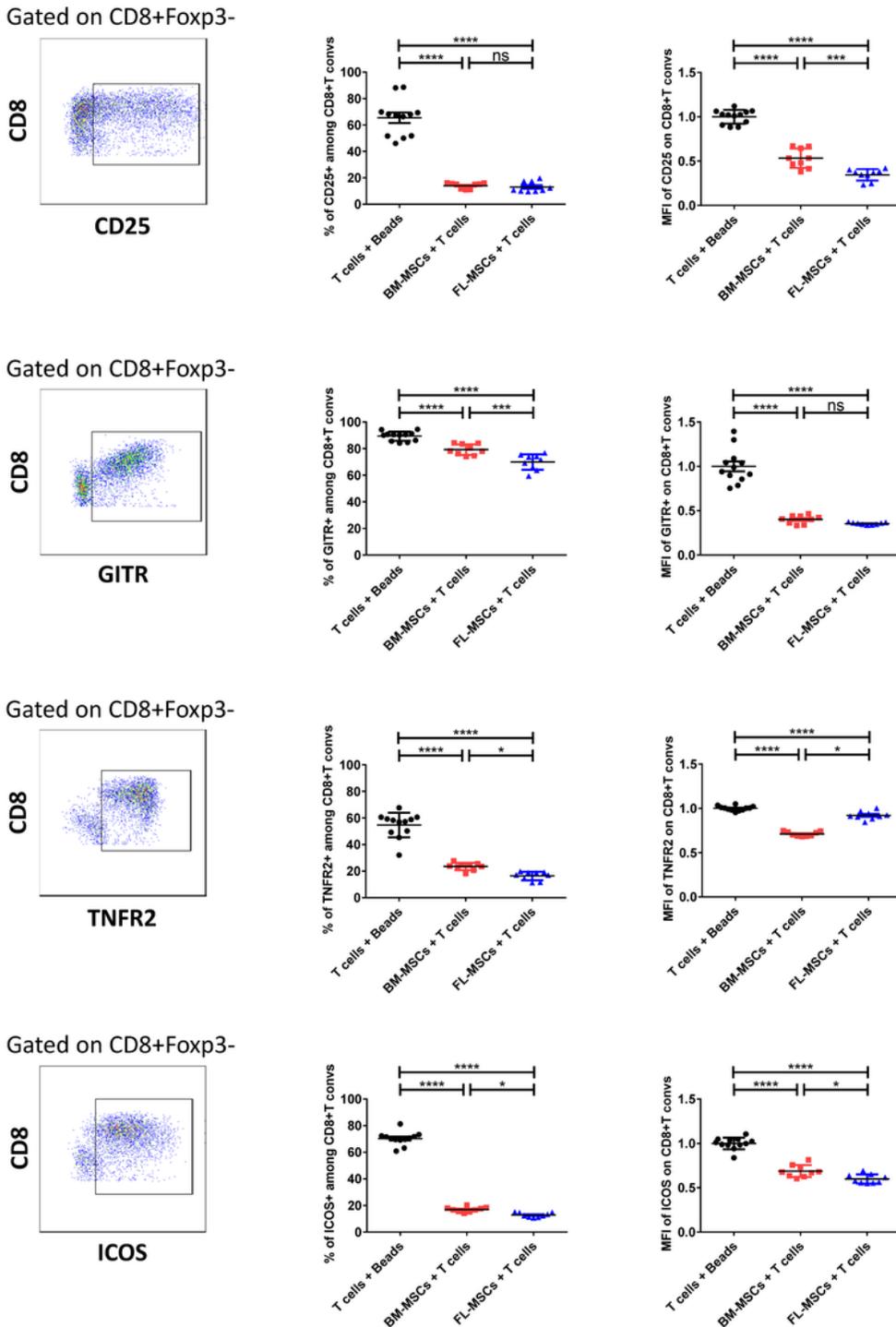


Figure 3

FL-MSCs down-modulate CD4+ and CD8+ T convs stronger than BM-MSCs. CD3/CD28 activated CD3+CD25- effector T cells were co-cultured with BM-MSCs or FL-MSCs in a fixed 1:5 MSC to T cell ratio. After 1 day, T cells were collected and activation markers (CD25, GITR, TNFR2 and ICOS) were analyzed by flow cytometry. Representative flow cytometry dot plots showing the percentage of CD25, GITR, TNFR2 and ICOS, among CD4+Foxp3- and CD8+Foxp3-T cells from the activated T cells control group (left panel). After delimitating the lymphocytes region by a forward-scatter-area (FSC-A) versus side-scatter area (SSC-A) plot a CD4 versus Foxp3 plot and a CD8 versus Foxp3 plot were used to gate on CD4+Foxp3-T convs and CD8+Foxp3- T cells respectively. Frames defined the positive subpopulations for

each marker analysis in the CD4+Foxp3<sup>-</sup> and CD8+Foxp3<sup>-</sup> populations. Statistical summary dot-plot graphs showing the percentage or the MFI value of each marker analyzed in CD4+Foxp3<sup>-</sup> and CD8+Foxp3<sup>-</sup> T cons (right panel). Each dot represents a measured value collected from 2 different experiments (n=12 for T cells + Beads (black) and n=9 for BM-MSCs + T cells (red) and FL-MSCs + T cells (blue) groups). For each group of values, horizontal lines represent mean value  $\pm$  SEM. MFI values have been normalized with T cells + Beads control group. One way ANOVA analysis was performed to generate P values. ns: non-significant, \*P<.05, \*\*P<.01, \*\*\*P<.001, \*\*\*\*P<.0001. Beads: Anti-CD3 and anti-CD28 activation Beads; T cons: Conventional T cells

**Figure 4**

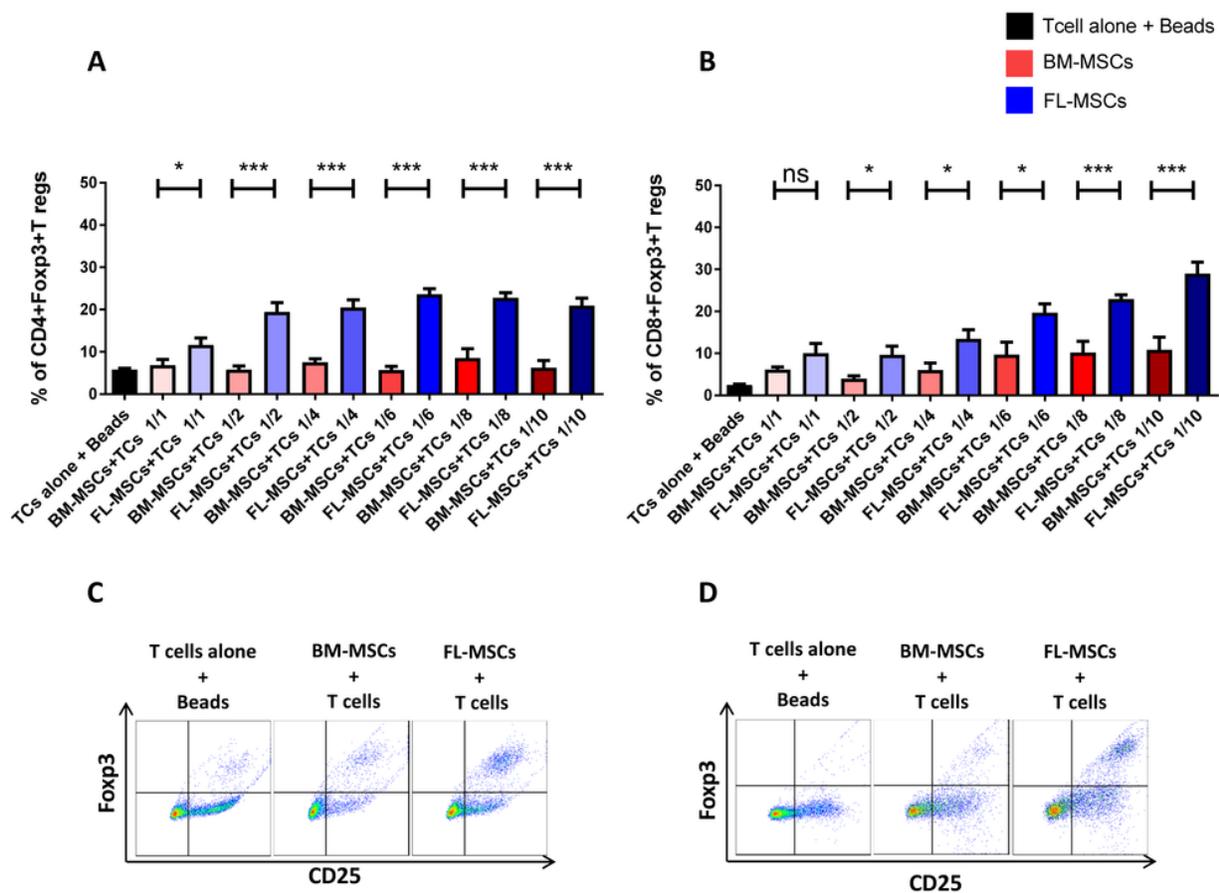


**Figure 4**

FL-MSCs demonstrate higher Foxp3+ T reg induction capacity in comparison to BM-MSCs. CD3/CD28 activated CD3+CD25- effector T cells were co-cultured with BM or FL-MSCs in 6 different ratios. After 4 days, T cells were collected and the expression of CD25 and Foxp3 was determined in CD4+ (A and C) and CD8+ (B and D) cells by flow cytometry measurements. Statistical summary dot-plot graphs showing the percentage of CD25+Foxp3+ iT regs in CD4+ (A) and CD8+ (B) cells. The first black bar represents the

percentage of CD25+Foxp3+ cells in the activated T cells control group (n=18 for CD4 and n=12 for CD8 group). Further bars depict the percentage of CD25+Foxp3+ cells in activated T cells co-cultures with either BM-MSCs (red) or FL-MSCs (blue) (n=13 for CD4 and n=9 for CD8 conditions). Representative FACS dot plots of CD25+Foxp3+ iT reg populations in activated T cells control group or in activated T cells co-cultures with either BM-MSCs or FL-MSCs (C and D). Cells were first gated on CD4+ (represented in C) or CD8+ (represented in D) cells and then the percentage of CD25+Foxp3+ double positive cells were determined. The flow cytometry representatives of T reg induction assay were selected from 1:6 MSC to T cell ratio. Data are represented as mean value  $\pm$  SEM collected from 3 different experiments. One way ANOVA analysis was performed to generate P values. ns: non-significant, \*P<.05, \*\*P<.01, \*\*\*P<.001, \*\*\*\*P<.0001. Beads: Anti-CD3 and anti-CD28 activation Beads; TCs: T cells; Tregs: regulatory T cells.

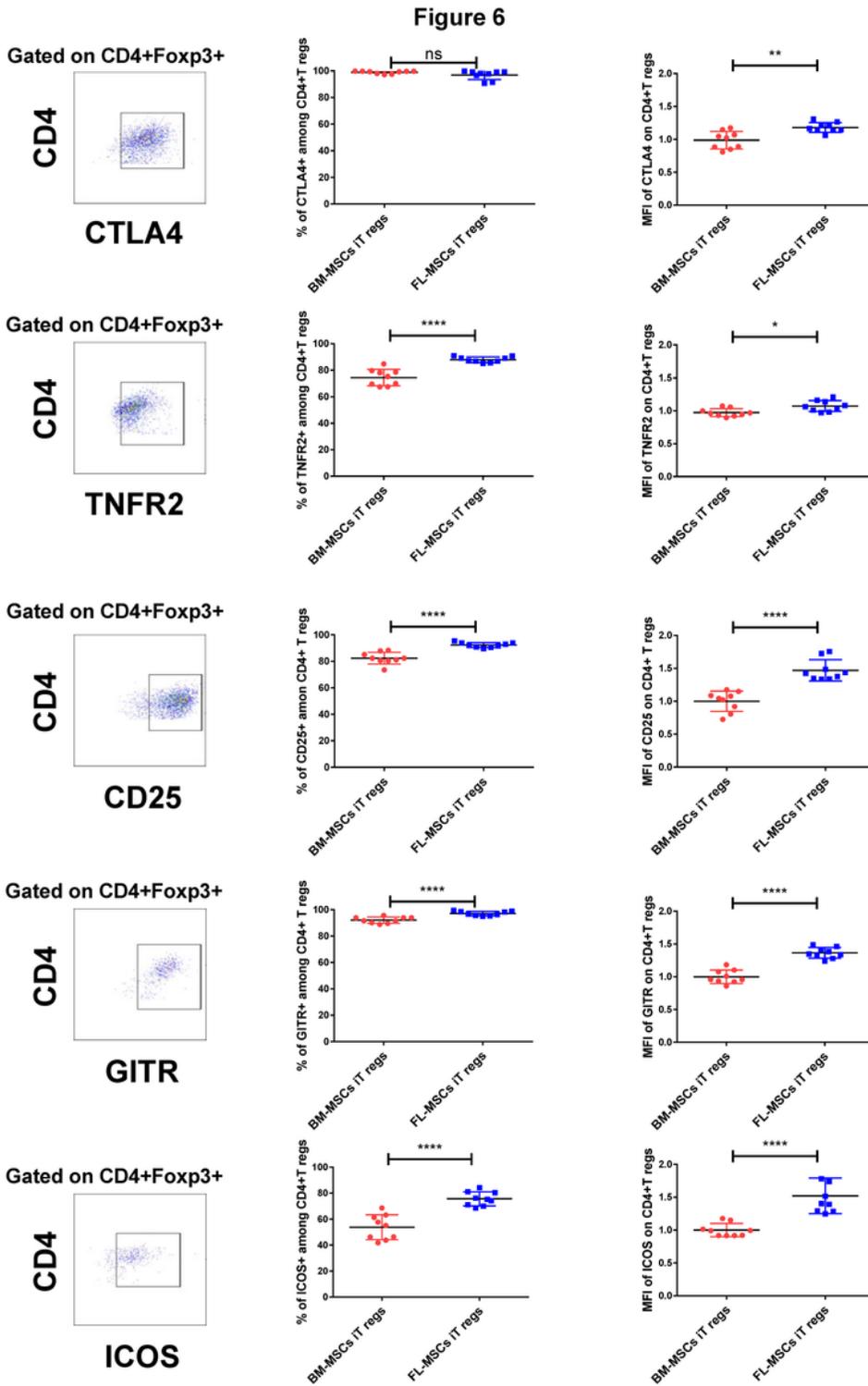
**Figure 5**



**Figure 5**

FL-MSCs are able to induce T regs with more activated phenotype in comparison to BM-MSCs. Activated CD3+ CD25- effector T cells were co-cultured with BM or FL-MSCs in a fixed 1:5 MSC to T cell ratio. After 4 days, T cells were collected and the expression of different activated markers (CD25, GITR, TNFR2 and ICOS) was determined in CD4+Foxp3+ T regs by flow cytometry measurements. Representative flow cytometry dot plots show the percentage of CD25, GITR, TNFR2 and ICOS, within CD4+Foxp3+ T regs

from the FL-MSCs group (left panel). After delimitating the lymphocytes region by a forward-scatter-area (FSC-A) versus side-scatter area (SSC-A) plot, a CD4 versus Foxp3 plot was used to gate on CD4+Foxp3+ T regs. Frames defined the positive subpopulations for each marker analysis in the CD4+FOXP3+ population. Statistical summary dot-plot graphs showing the percentage or the MFI value of each marker analyzed in CD4+Foxp3+ iT regs (right panel). Red dots stand for BM-MSCs iT regs (n=9) and blues stand for FL-MSCs iT regs conditions (n=9). All data are collected from 3 different experiments. MFI values have been normalized with BM-MSCs iT regs group. For each group of values, horizontal lines represent mean value  $\pm$  SEM. Unpaired Student t test analysis was performed to generate P values. ns: non-significant, \*P<.05, \*\*P<.01, \*\*\*P<.001, \*\*\*\*P<.0001. iTregs: induced regulatory T cells.



**Figure 6**

CD4+T regs induced from FL-MSCs are more immunosuppressive than those induced from BM-MSCs. Activated CD3+CD25- effector T cells were co-cultured with BM or FL-MSCs in a fixed 1:5 MSC to T cell ratio. After 4 days, CD4+CD25+ iT regs were selected and co-cultured with CFSE labelled, CD3/CD28 activated CD3+CD25- responder T cells for another 3 days. Then, the proliferation of CD4+ (A) and CD8+ (B) T cells was measured by flow cytometry based on CFSE dilution. Each histogram bar represents the

percent of dividing cells. The first white bar represents the unstimulated T cells group (n=6) while the second black bar represents the activated T cells group (n=6). T cells co-cultured with BM-MSCs iT regs are depicted in red (n=6) and their FL counterparts in blue (n=6). (C) Representative flow cytometry histogram of proliferation assay at 1:5 MSC to T cell ratio. Non-stimulated T cells are depicted in light gray and CD3/CD28 stimulated T cells are in dark grey. T cells co-cultured with BM-MSCs iT regs are depicted in red and their FL counterparts are depicted in blue. Each histogram bar represents the percent of dividing cells. Data are represented as mean value  $\pm$  SEM collected from 2 different experiments. One way ANOVA analysis was performed to generate P values. ns: non-significant, \*P<.05, \*\*P<.01, \*\*\*P<.001, \*\*\*\*P<.0001. TCs: T cells, iT regs: induced regulatory T cells; T convs: Conventional T cells; TCs: T cells; iT regs: induced regulatory T cells; Beads: Anti-CD3 and anti-CD28 activation Beads.

## Supplementary Files

This is a list of supplementary files associated with this preprint. Click to download.

- [SupplementaryFigure1.tiff](#)
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- [SupplementaryFigure3.tiff](#)
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