

Supporting Information

Impact of Structures of Macrocyclic Michael Acceptors on Covalent Proteasome Inhibition

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1) Abbreviations

Boc: *tert*-butoxycarbonyl group

DEAD: diethyl Azodicarboxylate

DMAP: *N,N*-dimethyl-4-aminopyridine

EDCI: 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide hydrochloride

HOAt: 1-hydroxy-7-azabenzotriazole

HOBt: 1-hydroxybenzotriazole monohydrate

KHMDS: potassium bis(trimethylsilyl)amide

NHS: *N*-hydroxysuccinimide

Pf: 9-phenyl-9-fluorenyl

Phe: phenylalanine

PyBOP: 1H-benzotriazol-1-yloxy-tri(pyrrolidino)phosphonium hexafluorophosphate

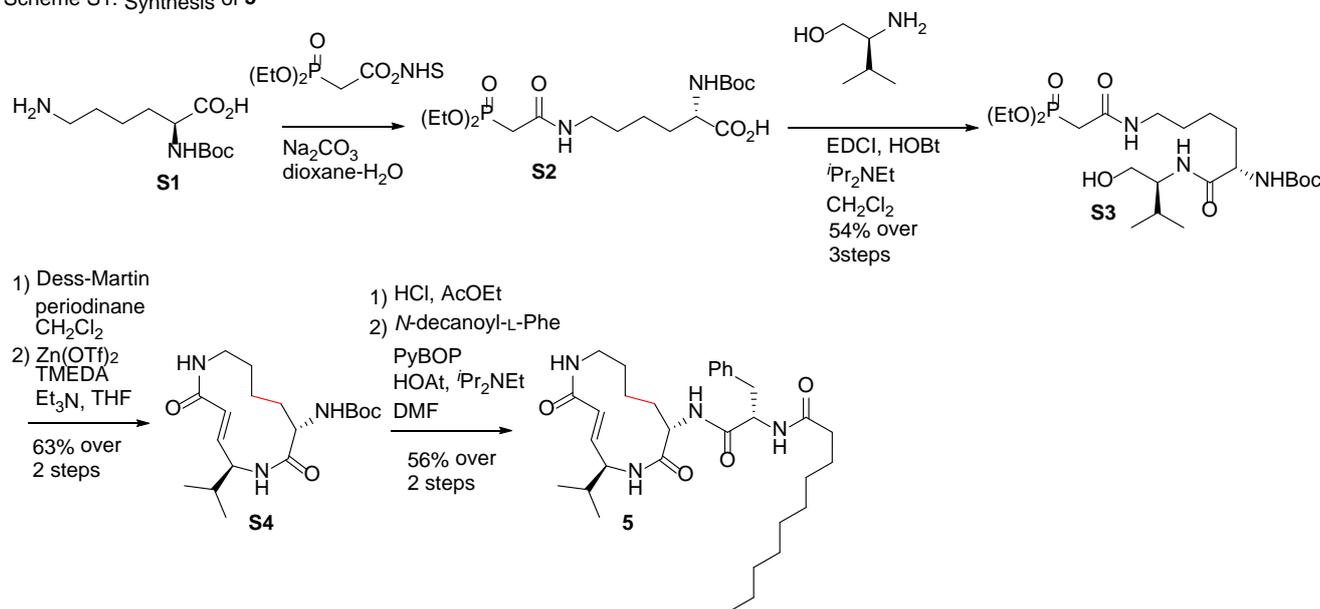
TMEDA: tetramethylethylenediamine

2) General experimental methods

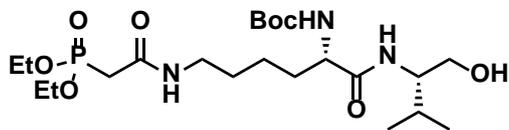
All reactions except those carried out in aqueous phase were performed under argon atmosphere, unless otherwise noted. Materials were purchased from commercial suppliers and used without further purification, unless otherwise noted. Solvents were distilled according to the standard protocol. Isolated yields were calculated by weighing products. The weight of the starting materials and the products were not calibrated. Analytical thin layer chromatography (TLC) was performed on Merck silica gel 60F₂₅₄ plates. Normal-phase column chromatography was performed on Merck silica gel 5715 or Wakogel 60N. Flash column chromatography was performed on Kanto Chemical Silica Gel 60N (spherical, neutral, 40-50 μm). High-flash column chromatography was performed on YAMAZEN Hi-FlashTM column silica gel (40 μm) or Fuji Silysia Chromatorex MB/PSQ (50-200 μm). ¹H NMR were measured in CDCl₃, DMSO-*d*₆ or methanol-*d*₄ solution, and reported in parts per million (δ) relative to tetramethylsilane (0.00 ppm) as internal standard using JEOL ECS400, ECX400, ECA500, unless otherwise noted. ¹³C NMR were measured in CDCl₃, DMSO-*d*₆ or methanol-*d*₄ solution, and referenced to residual solvent peaks of CDCl₃ (77.0 ppm), DMSO-*d*₆ (39.5 ppm) or methanol-*d*₄ (49.0 ppm) using JEOL ECS400, ECX400, ECA500. Coupling constant (*J*) was reported in hertz (Hz). Abbreviations of multiplicity were as follows; s: singlet, d: doublet, t: triplet, q: quartet, m: multiplet, br: broad. Data were presented as follows; chemical shift (multiplicity, integration, coupling constant). Assignment was based on ¹H-¹H COSY, HMBC and HMQC NMR spectra. Mass spectra were obtained on Waters MICRO MASS LCT-premier and the mass analyzer type used for the HRMS measurements was TOF. Optical rotation was measured on a Rudolph Research Analytical Autopol IV automatic polarimeter.

3) Experimental procedures and chemical data of compounds 5, 7, 8, 9, 10, 11, 12, 13, and 14

Scheme S1. Synthesis of 5

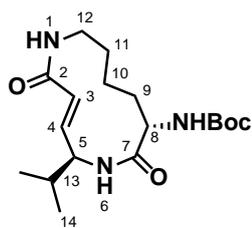


***tert*-Butyl** **{(S)-6-[2-(Diethoxyphosphoryl)acetamido]-1-[(R)-1-hydroxy-3-methylbutan-2-yl]amino}-1-oxohexan-2-yl}carbamate (S3)**



A solution of **S1** (710 mg, 2.9 mmol) and Na₂CO₃ (610 mg, 5.7 mmol) in dioxane (3 mL) and H₂O (5 mL) was added to a solution of diethylphosphonoacetic acid NHS ester (1.4 g, 5.8 mmol) in dioxane (2 mL) at 0 °C, and the mixture was stirred at room temperature for 16 h. The mixture was partitioned between Et₂O and *sat. aq.* NaHCO₃. The aqueous phase was acidified with 1 M *aq.* HCl, and extracted with AcOEt. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to give a crude **S2**. A solution of the crude **S2**, L-valinol (520 μL, 4.60 mmol), HOBt·H₂O (630 mg, 4.6 mmol) and ⁱPr₂NEt (1.30 mL, 9.3 mmol) in DMF (16 mL) was treated with EDCI (720 mg, 4.6 mmol) at room temperature for 11 h. The mixture was partitioned between with AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (φ 2.6 × 10 cm, 0→2% MeOH/CHCl₃) to afford **S3** (860 mg, 1.7 mmol, 54% over 2 steps) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 6.92 (m, 1H, H-7), 6.42 (d, 1H, H-5', *J*_{5',1'} = 8.7 Hz), 5.39 (d, 1H, NH, *J*_{NH,2} = 7.8 Hz), 4.15 (m, 4H, CH₃CH₂O), 4.05 (m, 1H, H-2), 3.82 (m, 2H, H-2'), 3.71 (m, 1H, H-1'), 3.30 (m, 2H, H-6), 2.84 (d, 2H, H-1'', *J* = 21.1 Hz), 1.86 (m, 1H, OH), 1.53-1.81 (m, 6H, H-3, H-4, H-5), 1.53 (m, 1H, H-3'), 1.43 (s, 9H, ^tBu), 1.33 (m, 6H, CH₃CH₂O), 0.95 (d, 3H, H-4', *J*_{4',3'} = 6.9 Hz), 0.94 (d, 3H, H-4', *J*_{4',3'} = 6.9 Hz). This is a known compound. ^{S3)}

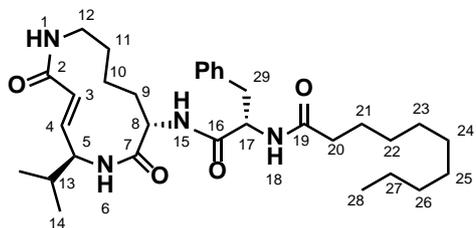
***tert*-Butyl [(5*S*,8*S*,*E*)-5-Isopropyl-2,7-dioxo-1,6-diazacyclododec-3-en-8-yl]carbamate (S4)**



A solution of **S3** (820 mg, 1.6 mmol) in CH_2Cl_2 (16 mL) was treated with Dess-Martin periodinane (750 mg, 1.8 mmol) at room temperature for 1 h. Ethyl acetate, *sat. aq.* NaHCO_3 , and *sat. aq.* $\text{Na}_2\text{S}_2\text{O}_3$ were added to the mixture, which was stirred for further 10 min. The organic phase was dried (Na_2SO_4), filtered, and concentrated *in vacuo* to afford a crude aldehyde. A solution of $\text{Zn}(\text{OTf})_2$ (1.28 mg, 3.54 mmol), TMEDA (287 μL , 3.54 mmol) in THF (222 mL) was treated with Et_3N (896 μL , 6.44 mmol) at room temperature for 15 min. A solution of the crude aldehyde in THF (100 mL) was added to the mixture, which was stirred for 22 h. The mixture was concentrated *in vacuo* and the residue was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 3 \times 10 cm, 1 \rightarrow 2% MeOH/ CHCl_3) to afford **S4** (360 mg, 1.0 mmol, 63% over 2 steps) as a white solid. ^1H NMR (CD_3OD , 500 MHz) δ 6.81 (dd, 1H, H-4, $J_{4,3} = 16$, $J_{4,5} = 5.2$ Hz), 6.13 (d, 1H, H-3, $J_{3,4} = 15.5$ Hz), 4.21 (br s, 1H, H-8), 4.01 (dd, 1H, H-5, $J_{5,4} = 5.2$, $J_{5,13} = 8.1$ Hz), 3.27 (dd, 1H, H-12, $J_{12,11} = 13.2$, $J_{gem} = 13.8$ Hz), 2.89 (dt, 1H, H-12, $J_{12,11} = 4.0$, $J_{gem} = 12.1$ Hz), 1.87 (m, 1H, H-9), 1.60 (m, 1H, H-9), 1.58 (m, 1H, H-13), 1.43 (m, 1H, H-11), 1.23 (s, 9H, tBu), 1.18 (m, 3H, H-10, H-11), 0.84 (d, 1H, H-14, $J_{14,13} = 6.9$ Hz), 0.81 (d, 1H, H-14, $J_{14,13} = 6.9$ Hz); ESIMS-LR m/z 376 [$(\text{M}+\text{Na})^+$]; ESIMS-HR calcd for $\text{C}_{18}\text{H}_{31}\text{O}_4\text{N}_3\text{Na}$ 376.2207, found 376.2210. This is a known compound.

S3)

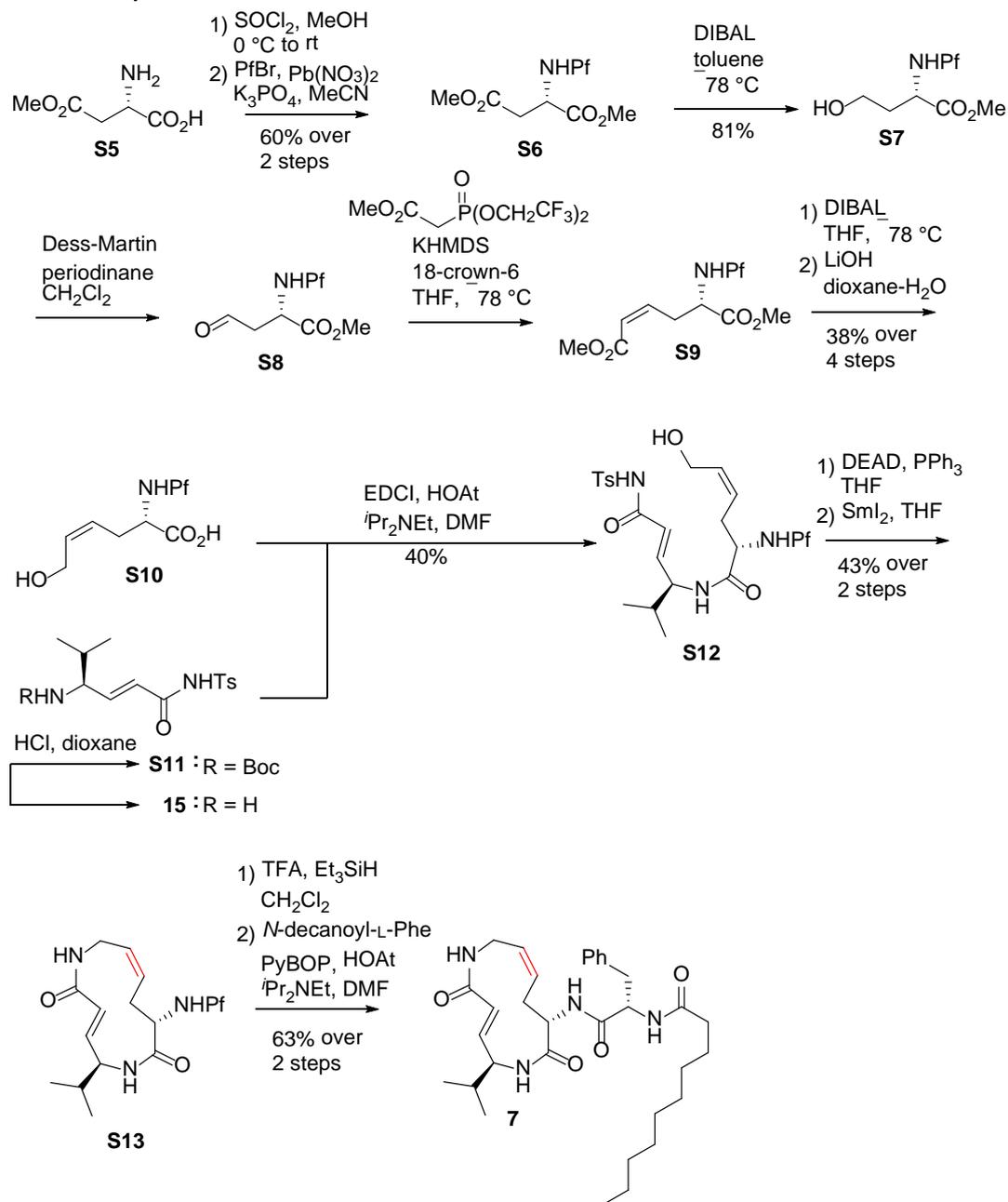
N*-{(*S*)-1-[[*(5*S*,8*S*,*E*)-5-Isopropyl-2,7-dioxo-1,6-diazacyclododec-3-en-8-yl]amino]-1-oxo-3-phenylpropan-2-yl}decanamide (**5**)



A solution of **S4** (39 mg, 0.11 mmol) was treated with 4 M HCl in AcOEt (1 mL) at room temperature for 1 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (39 mg, 120 μmol), $i\text{Pr}_2\text{NEt}$ (56 μL , 330 μmol), and HOAt (26 mg, 160 μmol) in DMF (1.2 mL) was treated with PyBOP (86 mg, 160 μmol) at 0 $^\circ\text{C}$, and the mixture was stirred at room temperature for

15 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The mixture was filtered, and the insoluble contents was washed with *sat. aq.* NaHCO_3 , H_2O , and AcOEt. The residue was purified by preparative-TLC (10% MeOH/ CHCl_3) to afford **5** (34 mg, 61 μmol , 56% over 2 steps) as a white solid. ^1H NMR ($\text{DMSO}-d_6$, 500 MHz) δ 8.45 (d, 1H, H-6, $J_{6,5} = 8.0$ Hz), 8.14 (d, 1H, H-18, $J_{18,17} = 8.1$ Hz), 7.66 (d, 1H, H-15, $J_{15,8} = 7.5$ Hz), 7.38 (t, 1H, H-1, $J_{1,12} = 6.3$ Hz), 7.15-7.23 (m, 5H, Ar), 6.77 (dd, 1H, H-4, $J_{4,3} = 15.5$, $J_{4,5} = 4.6$ Hz), 6.25 (d, 1H, H-3, $J_{3,4} = 14.9$ Hz), 4.61 (m, 1H, H-8), 4.50 (m, 1H, H-17), 4.11 (m, 1H, H-5), 3.27 (m, 1H, H-12), 3.01 (m, 1H, H-29), 2.93 (m, 1H, H-12), 2.73 (dd, 1H, H-29, $J_{gem} = 13.2$, $J_{29,17} = 11.5$ Hz), 2.13 (m, 1H, H-9), 1.98 (t, 2H, H-20, $J_{20,21} = 6.9$ Hz), 1.79 (m, 1H, H-13), 1.62 (m, 1H, H-12), 1.44 (m, 1H, H-11), 1.04-1.34 (m, 14H, H-21, H-22, H-23, H-24, H-25, H-26, H-27), 0.95 (d, 3H, H-14, $J_{14,13} = 6.3$ Hz), 0.91 (d, 3H, H-14, $J_{14,13} = 6.3$ Hz), 0.86 (t, 3H, H-28, $J_{28,27} = 6.3$ Hz); ^{13}C NMR ($\text{DMSO}-d_6$, 125 MHz) δ 172.3, 170.8, 170.5, 165.8, 144.9, 138.2, 129.1, 127.9, 126.1, 119.9, 56.1, 53.8, 51.3, 38.0, 37.0, 35.2, 31.4, 31.2, 30.7, 30.3, 29.9, 28.8, 28.7, 28.4, 25.2, 22.1, 20.0, 19.3, 17.2, 14.0); ESIMS-LR m/z 577 [$(\text{M}+\text{Na})^+$]; ESIMS-HR calcd for $\text{C}_{32}\text{H}_{50}\text{O}_4\text{N}_4\text{Na}$ 577.3724, found 577.3732.

Scheme S2. Synthesis of **7**

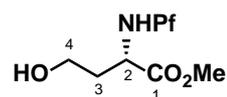


Methyl (S)-3-Methoxycarbonyl-2-[(9-phenyl-9H-fluoren-9-yl)amino]propanoate (S6)

A solution of **S5** (5.0 g, 27 mmol) in MeOH (14 mL) was treated with SOCl_2 (2.4 mL, 32 mmol) at 0 °C, and the mixture was stirred at room temperature for 72 h. The mixture was concentrated *in vacuo*. A mixture of the residue, $\text{Pb}(\text{NO}_3)_2$ (9.2 g, 28 mmol) and K_3PO_4 (12 g, 56 mmol) in MeCN (56 mL) was treated with PfBr (12 g, 36 mmol) at room temperature for 24 h. The insoluble contents were filtered off, and the filtrate was concentrated *in vacuo*. The residue was partitioned between AcOEt and H_2O . The organic phase was washed with *sat. aq.* NaHCO_3 , H_2O , and brine, dried (Na_2SO_4), filtered, and

concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 10 \times 25 cm, 13% AcOEt/hexane) to afford **S6** (6.4 g, 16 mmol, 60% over 2 steps) as a colorless oil. $^1\text{H NMR}$ (CDCl_3 , 400 MHz) δ 7.68 (m, 2H, Ar), 7.18-7.39 (m 11H, Ar), 3.65 (s, 3H, 1-OMe), 3.34 (s, 3H, 4-OMe), 3.21 (m, 1H, NH), 3.01 (m, 1H, H-2), 2.51 (dd, 1H, H-3, $J_{3,2} = 15.1$, $J_{gem} = 6.9$ Hz), 2.34 (dd, 1H, H-3, $J_{3,2} = 15.1$, $J_{gem} = 5.5$ Hz). This is a known compound. ^{S4)}

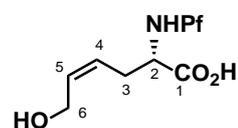
Methyl 4-Hydroxy-2-[(9-phenyl-9H-fluoren-9-yl)amino]butanoate (**S7**)



A solution of **S6** (1.2 g, 3.1 mmol) in toluene (31 mL) was treated with DIBAL (3.4 mL, 3.4 mmol, 1.0 M in toluene) at -78 $^\circ\text{C}$ for 30 min. DIBAL (0.61 mL, 0.61 mmol, 1.0 M in toluene)

was added to the mixture, which was stirred for 30 min. Acetone (1 mL), H_2O (1 mL), and NaHCO_3 were added to the mixture, which was stirred for 5 min, filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2.6 \times 10 cm, 17% AcOEt/hexane) to afford **S7** (920 mg, 2.5 mmol, 81%) as a colorless oil. $^1\text{H NMR}$ (CDCl_3 , 400 MHz) δ 7.20-7.70 (m, 13H, Ar), 3.72 (m, 1H, H-4), 3.56 (t, 1H, H-4, $J_{4,3} = 11$ Hz), 3.29 (s, 3H, CO_2Me), 2.77 (dd, 1H, H-2, $J_{2,3} = 8.2$, $J_{2,3} = 3.6$ Hz), 1.73 (m, 1H, H-3), 1.59 (br s, 1H, OH), 1.54 (m, 1H, H-3). This is a known compound. ^{S4)}

(*S,Z*)-6-Hydroxy-2-[(9-phenyl-9H-fluoren-9-yl)amino]hex-4-enoic acid (**S10**)

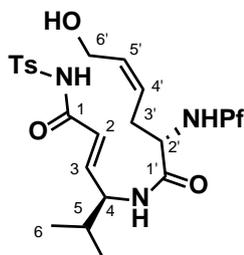


A solution of **S7** (2.2 g, 5.9 mmol) in CH_2Cl_2 (58 mL) was treated with Dess-Martin periodinane (2.7 g, 6.4 mmol) at room temperature for 2 h. Ethyl acetate, *sat. aq.* NaHCO_3 , and *sat. aq.* $\text{Na}_2\text{S}_2\text{O}_3$ were added to the mixture, which was partitioned between AcOEt and

H_2O . The organic phase was washed with *sat. aq.* NaHCO_3 , H_2O , and brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 5 \times 10 cm, 11% AcOEt/hexane) to afford a crude **S8** (2.0 g) as a colorless oil. A solution of $(\text{CF}_3\text{CH}_2\text{O})_2\text{P}(=\text{O})\text{CH}_2\text{CO}_2\text{Me}$ (530 mg, 1.7 mmol) and 18-crown-6 (2.2 g, 8.4 mmol) in THF (20 mL) was treated by KHMDs (3.4 mL, 1.7 mmol, 0.5 M in toluene) at -78 $^\circ\text{C}$ for 40 min. A solution of **S8** (420 mg, 1.1 mmol) in THF (5 mL) was added to the mixture at -78 $^\circ\text{C}$ for 2 h. The reaction was quenched by addition of *sat. aq.* NH_4Cl . The mixture was partitioned between AcOEt and H_2O , and the organic phase was washed with brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2 \times 6.5 cm, 0 \rightarrow 10 \rightarrow 20% AcOEt/hexane) to afford a crude **S9** (230 mg, 0.54 mmol) as a colorless oil. A solution of a crude **S9** (230 mg) in THF (5.4 mL) was treated with DIBAL (1.4 mL, 1.4 mmol, 1.0 M in toluene) at -78 $^\circ\text{C}$ for 2 h. Additional DIBAL (1.4 mL, 1.4 mmol, 1.0 M in toluene) was added to the mixture, which was stirred for further 1 h. Methanol and *sat. aq.* $\text{KNaC}_4\text{H}_4\text{O}_6$ were added to the mixture, which was stirred for 30 min. The mixture was diluted with AcOEt and washed with H_2O , 1 M *aq.* HCl , *sat. aq.* NaHCO_3 , H_2O , and brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. A solution of the residue (220 mg, 0.54 mmol)

in dioxane (4 mL) and H₂O (2 mL) was treated with LiOH·H₂O (140 mg, 3.2 mmol) for 2 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2 × 6.5 cm, 0→1→3% MeOH/CHCl₃) to afford **S10** (180 mg, 0.46 mmol, 38% over 4 steps) as a colorless oil. ¹H NMR (CD₃OD, 400 MHz) δ 7.79 (m, 2H, Ar), 7.33 (m, 11H, Ar), 5.74 (dt, 1H, H-5, $J_{5,4} = 11$, $J_{5,6} = 6.8$ Hz), 5.36 (dt, 1H, H-4, $J_{4,5} = 11$, $J_{4,3} = 7.8$ Hz), 4.02 (d, 2H, H-6, $J_{6,5} = 6.4$ Hz), 2.63 (t, 1H, H-2, $J_{2,3} = 6.0$ Hz), 2.32 (m, 1H, H-3) 2.18 (m, 1H, H-3); ¹³C NMR (DMSO-*d*₆, 100 MHz) δ 177.1, 148.2, 147.6, 143.9, 142.3, 142.2, 132.9, 130.4, 130.3, 129.6, 129.2, 129.0, 128.8, 128.4, 127.4, 127.0, 126.9, 121.3, 121.2, 74.4, 58.1, 57.5, 32.8, 30.2; ESIMS-LR (negative mode) m/z 384 [(M-H)⁻]; ESIMS-HR calcd for C₂₅H₂₂O₃N 384.1605, found 384.1607.; [α]_D²⁰ -16.4 (*c* 1.10, MeOH).

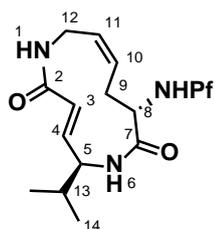
(4*S*,2*E*)-4-[(2*S*,4*Z*)-6-Hydroxy-2-[(9-phenyl-9H-fluoren-9-yl)amino]hex-4-enamido]-5-methyl-*N*-(*p*-toluenesulfonamide)hex-2-enamide (S12)



Compound **S11**^{S2}) (260 mg, 0.65 mmol) was treated with 4 M HCl in dioxane (6.5 mL) at room temperature for 40 min. The mixture was concentrated *in vacuo* to give **15**. A solution of **S10** (170 mg, 0.43 mmol), **15** (220 mg, 0.65 mmol), ^tPr₂NEt (360 μ L, 2.6 mmol), and HOAt (180 mg, 1.3 mmol) in DMF (6.5 mL) was treated with EDCI (200 mg, 1.3 mmol) at room temperature for 22 h. The mixture was partitioned between AcOEt and H₂O. The

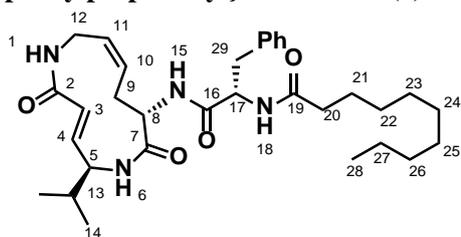
organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2 × 6.5 cm, 0→1→2% MeOH/CHCl₃) to afford **S12** (120 mg, 0.18 mmol, 40%) as a colorless oil. ¹H NMR (CD₃OD, 400 MHz) δ 7.91 (m, 2H, Ar), 7.70 (m, 2H, Ar), 6.92-7.38 (m, 15H, Ar), 6.63 (dd, 1H, H-3, $J_{3,2} = 15.6$, $J_{3,4} = 8.2$ Hz), 5.80 (d, 1H, H-2, $J_{2,3} = 15.6$ Hz), 5.66 (m, 1H, H-4'), 5.32 (m, 1H, H-5'), 4.02 (d, 2H, H-6', $J_{6',5'} = 4.6$ Hz), 3.89 (dd, 1H, H-4, $J_{4,3} = 6.9$, $J_{3,5} = 6.4$ Hz), 2.56 (m, 2H, H-2'), 2.41 (s, 3H, Ts-Me), 2.27 (m, 1H, H-3'), 2.17 (m, 1H, H-3'), 1.63 (m, 1H, H-5), 0.77 (d, 3H, H-6, $J_{6,5} = 6.4$ Hz), 0.72 (d, 3H, H-6, $J_{6,5} = 6.4$ Hz); ¹³C NMR (DMSO-*d*₆, 100 MHz) δ 176.6, 165.1, 150.6, 149.9, 147.4, 146.2, 145.8, 142.2, 141.7, 138.0, 132.7, 130.5, 129.7, 129.6, 129.3, 128.9, 128.7, 128.2, 127.3, 127.1, 126.6, 124.3, 121.0, 120.9, 74.3, 58.1, 57.6, 57.4, 34.4, 32.7, 21.6, 19.5, 19.1; ESIMS-LR m/z 664 [(M+H)⁺]; ESIMS-HR calcd for C₃₉H₄₂O₅N₃S 664.2840, found 664.2850. [α]_D²⁰ -123.4 (*c* 0.54, MeOH).

(3*E*,5*S*,8*S*,10*Z*)-5-Isopropyl-8-[(9-phenyl-9H-fluoren-9-yl)amino]-1,6-diazacyclododeca-3,10-diene-2,7-dione (S13)



A solution of **S12** (110 mg, 170 μmol) and PPh_3 (87 mg, 330 μmol) in THF (83 mL) was treated with DEAD (150 μL , 330 μmol , 2.2 M in toluene) at room temperature for 10 min. The mixture was concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2.6 \times 10 cm, 0 \rightarrow 1% MeOH/ CHCl_3) to afford a crude sulfonamide as a white solid. A solution of the crude sulfonamide in THF (1.6 mL) was treated with 0.1 M SmI_2 solution in THF (10 mL) at room temperature for 1 min. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2.6 \times 10 cm, 0 \rightarrow 1% MeOH/ CHCl_3) to afford **S13** (35 mg, 72 μmol , 43% over 2 steps) as a white solid. ^1H NMR ($\text{DMSO-}d_6$, 500 MHz) δ 7.84 (m, 2H, Ar), 7.46 (m, 1H, H-1), 7.41 (d, 1H, H-6, $J_{6,5} = 7.4$ Hz), 7.36 (m, 11H, Ar), 6.47 (dd, 1H, H-4, $J_{4,3} = 14.9$, $J_{4,5} = 3.4$ Hz), 5.82 (d, 1H, H-3, $J_{3,4} = 14.9$ Hz), 5.74 (dd, 1H, H-10, $J_{10,11} = J_{10,9a} = 11.5$ Hz), 5.20 (dd, 1H, H-11, $J_{11,12b} = 11.5$ Hz), 3.94 (br s, 1H, H-5), 3.81 (ddd, 1H, H-12b, $J_{12b,12a} = J_{12b,11} = 12$, $J_{12b,1} = 5.2$ Hz), 3.67 (br s, 1H, H-5), 3.16 (d, 1H, H-12a, $J_{12a,12b} = 12$ Hz), 2.86 (br s, 1H, H-8), 2.74 (dd, 1H, H-9a, $J_{9a,9b} = 13$, $J_{9a,8} = 12$ Hz), 1.87 (d, 1H, H-9b, $J_{9b,9a} = 13$ Hz), 0.76 (d, 3H, H-14, $J_{14,13} = 6.9$ Hz), 0.64 (d, 3H, H-14, $J_{14,13} = 6.9$ Hz); ^{13}C NMR ($\text{DMSO-}d_6$, 125 MHz) δ 172.9, 166.0, 149.6, 144.9, 142.3, 140.3, 139.7, 128.3, 128.2, 127.7, 127.6, 127.1, 125.8, 120.4, 120.2, 120.0, 72.9, 55.8, 53.9, 34.4, 30.5, 19.4, 19.0, 14.0; ESIMS-LR m/z 514 [$(\text{M}+\text{Na})^+$]; ESIMS-HR calcd for $\text{C}_{32}\text{H}_{33}\text{O}_2\text{N}_3\text{Na}$ 514.2465, found 514.2473.; $[\alpha]_D^{20} -167.0$ (c 1.10, MeOH).

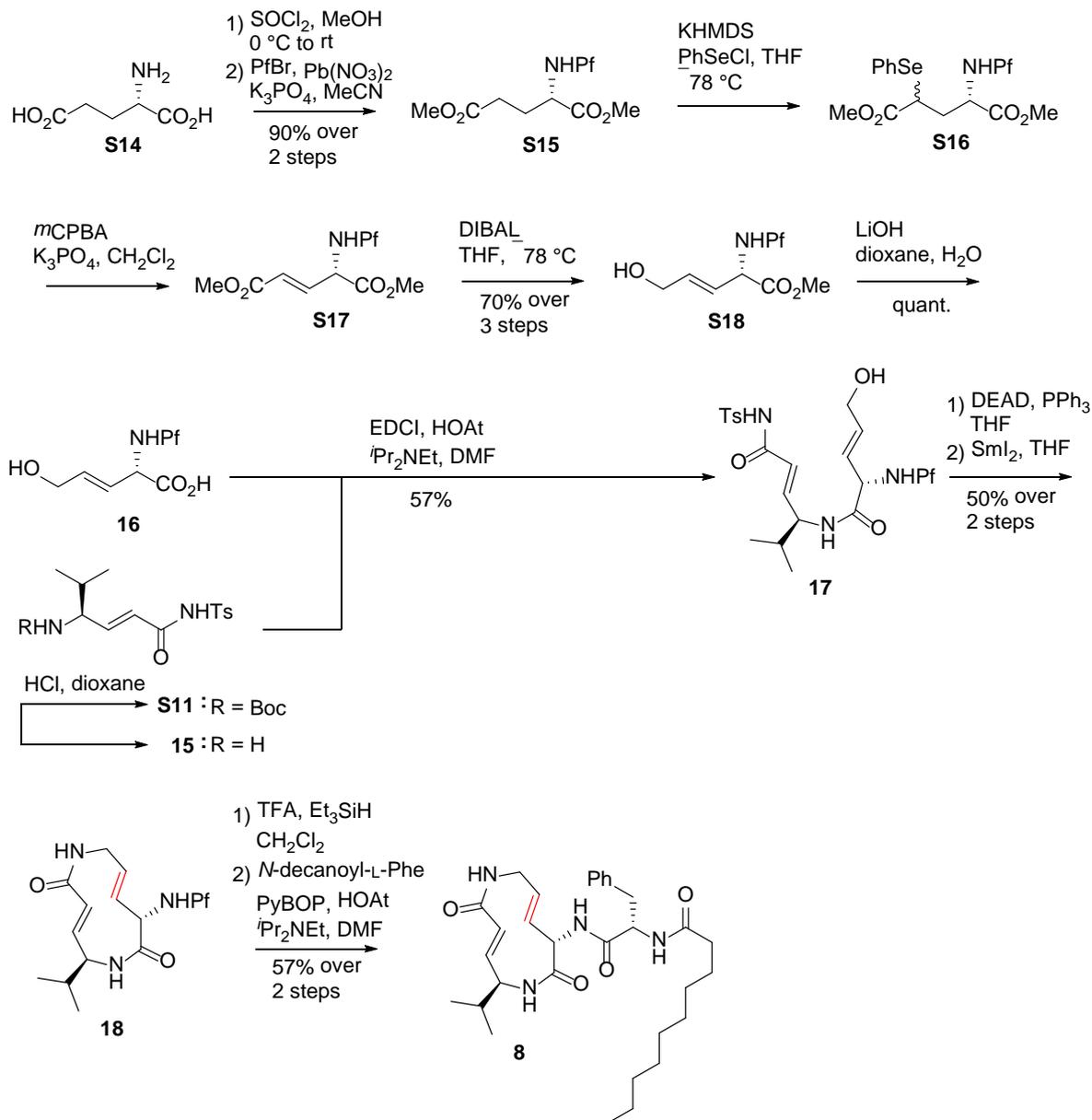
***N*-{[(*S*)-1-[[*(3E,5S,8S,10Z)*-5-Isopropyl-2,7-dioxo-1,6-diazacyclododeca-3,10-dien-8-yl]amino]-1-oxo-3-phenylpropan-2-yl]decanamide (7)}**



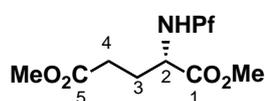
A solution of **S13** (21 mg, 43 μmol) and Et_3SiH (17 μL , 110 mmol) in CH_2Cl_2 (0.85 mL) was treated with TFA (0.85 mL) at 0 $^\circ\text{C}$, and the mixture was stirred at room temperature for 1 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (16 mg, 51 μmol), $i\text{Pr}_2\text{NEt}$ (15 μL , 85 mmol), and HOAt (10 mg, 64 mmol) in DMF (0.43 mL) was treated with PyBOP (33 mg, 64 mmol) at room temperature for 18 h. The mixture was partitioned between AcOEt and H_2O . The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO_3 , H_2O , and brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 1.6 \times 6 cm, 0 \rightarrow 1 \rightarrow 2% MeOH/ CHCl_3) followed by preparative-TLC (10% MeOH/ CHCl_3) to afford **7** (15 mg, 27 μmol , 63% over 2 steps) as a white solid. ^1H NMR ($\text{DMSO-}d_6$, 500 MHz) δ 8.12 (d, 1H, H-15, $J_{15,8} = 8.1$ Hz), 8.07 (d, 1H, H-6, $J_{6,5} = 8.6$ Hz), 7.92 (d, 1H, H-18, $J_{18,17} = 6.3$ Hz), 7.58 (br s, 1H, H-1), 7.23 (m, 4H, Ar), 7.16 (m, 1H, Ar), 5.58 (d, 1H, H-4, $J_{4,3} = 14.9$ Hz), 6.02 (d, 1H, H-3, $J_{3,4} = 14.9$ Hz), 5.51 (t, 1H, H-10, $J_{10,11} = 11.5$), 5.26 (m, 1H, H-11), 4.71 (br s, 1H, H-17), 4.56 (dt, 1H, H-8, $J_{8,15} = 14.9$, $J_{8,9} = 4.1$ Hz), 4.19 (br s, 1H, H-5), 3.99 (br s, 1H, H-12), 3.25 (br s, 1H, H-12), 3.08 (m, 1H, H-29), 3.03 (d, 1H, H-9, $J_{9,10} = 10.4$ Hz), 2.75 (dd, 1H, H-9, $J_{gem} = 10.9$, $J_{9,8} = 10.9$ Hz), 2.31 (d, 1H, H-29, $J_{29,17} = 14.4$ Hz), 2.00 (t, 2H, H-20, $J_{20,21} = 7.5$ Hz), 1.80 (dt, 1H, H-5, $J_{5,3} = 13$, $J_{5,4} = 6.3$ Hz), 1.35 (tt, 2H, H-21, $J_{21,20} = 7.5$, $J_{21,22} = 7.5$ Hz), 1.06-1.27 (m, 12H,

H-22, H-23, H-24, H-25, H-26, H-27), 0.93 (d, 6H, H-14, $J_{14,13} = 7.5$ Hz), 0.86 (t, 3H, H-28, $J_{28,27} = 7.5$ Hz); ^{13}C NMR (DMSO- d_6 , 125 MHz) δ 172.2, 170.7, 170.0, 166.0, 142.1, 138.1, 129.1, 128.4, 127.9, 126.1, 125.1, 120.4, 55.8, 53.8, 50.9, 37.0, 35.2, 31.3, 30.6, 30.3, 28.8, 28.7, 28.4, 25.2, 22.1, 19.3, 19.2, 15.8, 14.0; ESIMS -LR m/z 575 $[(\text{M}+\text{Na})^+]$; ESIMS-HR calcd for $\text{C}_{32}\text{H}_{48}\text{O}_4\text{N}_4\text{Na}$ 575.3568, found 575.3570.

Scheme S3. Synthesis of **8**



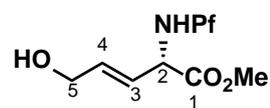
Methyl (S)-4-Methoxycarbonyl-2-[(9-phenyl-9H-fluoren-9-yl)amino]butanoate (S15)



A solution of **S14** (6.2 g, 42 mmol) in MeOH (20 mL) was treated with SOCl_2 (3.8 mL, 52 mmol) at 0 °C, and the mixture was stirred at room temperature for 68 h. The mixture was concentrated *in vacuo* to afford a crude dimethyl glutamate (9.2 g). A mixture of the dimethyl glutamate (8.0 g, 46 mmol), $\text{Pb}(\text{NO}_3)_2$ (15 g, 46 mmol) and K_3PO_4 (19 g, 91 mmol) in MeCN (91 mL) was treated with PfBr (15 g, 46 mmol) at room temperature for 48 h. The insoluble contents were filtered off, and the filtrate was concentrated *in vacuo*. The residue was partitioned between Et_2O and H_2O , and the organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO_3 , H_2O , and brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 10 × 15 cm, 11% AcOEt/hexane) to afford **S15** (14 g, 33 mmol, 90% over 2 steps) as a yellow oil. ^1H NMR (CDCl_3 , 400 MHz) δ 7.66 (m, 2H, Ar), 7.15-7.40 (m, 11H,

Ar), 3.63 (s, 3H, 1-OMe), 3.25 (s, 3H, 5-OMe), 2.95 (br s, 1H, H-2), 2.58 (br s, 1H, NH), 2.47 (ddd, 1H, H-4, $J_{gem} = 17$, $J_{4,3} = 8.3$, $J_{4,3} = 6.4$ Hz), 2.35 (ddd, 1H, H-4, $J_{gem} = 17$, $J_{4,3} = 7.8$ Hz). This is a known compound. ^{S1)}

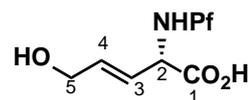
Methyl (*S,E*)-5-Hydroxy-2-[(9-phenyl-9H-fluoren-9-yl)amino]pent-3-enoate (**S18**)



A solution of **S15** (1.0 g, 2.4 mmol) in THF (8 mL) was treated with KHMDS (11 mL, 5.3 mmol, 0.5 M in toluene) at -78 °C for 30 min. A solution of PhSeCl (1.0 g, 5.3 mmol) in THF (2 mL) was added to the mixture, and the solution was stirred at the same temperature

for 3 h. The reaction was quenched by addition of AcOH (1 mL) at room temperature, and the mixture was partitioned between AcOEt and H₂O. The organic phase was washed with *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to give **S16**. A mixture of the crude **S16** and K₃PO₄ (1.5 g, 7.2 mmol) in CH₂Cl₂ (12 mL) was treated with *m*CPBA (1.0 g, 6.0 mmol) at 0 °C for 30 min. Saturated *aq.* Na₂S₂O₃ was added to the mixture and the resulting mixture was filtered. The filtrate was partitioned between AcOEt and H₂O, and the organic phase was washed with *sat. aq.* NaHCO₃, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to give **S17**. A solution of the crude **S17** in THF (24 mL) was treated with DIBAL (7.1 mL, 7.1 mmol, 1.0 M in toluene) at -40 °C for 1 h. Methanol and *sat. aq.* KNaC₄H₄O₆ were added to the mixture, which was stirred for 30 min. The mixture was partitioned between AcOEt and H₂O, and the organic phase was washed with 1 M *aq.* HCl, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by silica gel flash column chromatography (ϕ 4 × 13 cm, 25% AcOEt/hexane) to afford **S18** (650 mg, 1.7 mmol, 70% over 3 steps) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 7.70 (m, 2H, Ar), 7.20-7.45 (m, 11H, Ar), 5.58 (dt, 1H, H-4, $J_{4,3} = 15.6$, $J_{4,5} = 5.5$ Hz), 5.43 (dd, 1H, H-3, $J_{3,4} = 15.6$, $J_{3,2} = 6.4$ Hz), 3.93 (m, 2H, H-5), 3.43 (s, 3H, Me), 3.36 (d, 1H, H-2, $J_{2,3} = 6.9$ Hz). This is a known compound. ^{S1)}

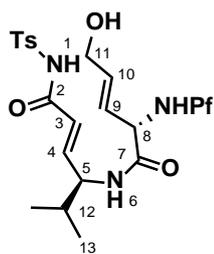
(*S,E*)-5-Hydroxy-2-[(9-phenyl-9H-fluoren-9-yl)amino]pent-3-enoic acid (**16**)



A solution of **S18** (190 mg, 0.50 mmol) in dioxane (4 mL) and H₂O (2 mL) was treated with LiOH·H₂O (130 mg, 3.0 mmol) for 2.5 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and

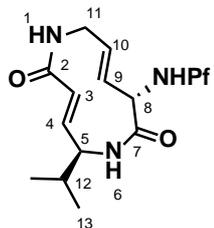
concentrated *in vacuo* to afford **16** (200 mg, quant.) as a yellow solid. ¹H NMR (CDCl₃, 400 MHz) δ 7.83 (m, 2H, Ar), 7.24-7.45 (m, 11H, Ar), 7.73 (m, 2H, Ar), 7.17-7.55 (m, 11H, Ar), 5.51 (m, 1H, H-4), 5.00 (d, 1H, H-3, $J_{3,4} = 12.4$ Hz), 3.71 (m, 2H, H-5), 3.20 (d, 1H, H-2, $J_{2,3} = 7.8$ Hz); [α]_D²⁷ -73.8 (c 1.01, CHCl₃). This is a known compound. ^{S1)}

(4*S*,2*E*)-4-[(2*S*,3*E*)-5-Hydroxy-2-[(9-phenyl-9H-fluoren-9-yl)amino]pent-3-enamido]-5-methyl-*N*-(*p*-toluenesulfonamido)hex-2-enamide (**17**)



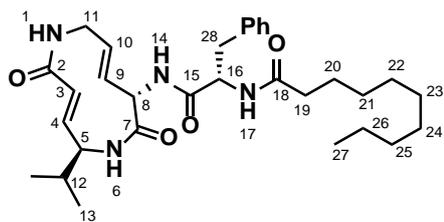
Compound **S11**^{S2} (150 mg, 0.38 mmol) was treated with 4 M HCl in dioxane (3.8 mL) at room temperature for 1 h. The mixture was concentrated *in vacuo* to give crude **15**. A solution of **15**, **16** (130 mg, 0.35 mmol), ⁱPr₂NEt (290 μL, 2.1 mmol), and HOAt (140 mg, 1.1 mmol) in DMF (3.5 mL) was treated with EDCI (160 mg, 1.1 mmol) at room temperature for 20 h. Additional EDCI (54 mg, 0.35 mmol), ⁱPr₂NEt (97 μL, 0.70 mmol), and HOAt (47 mg, 0.35 mmol) were added to the mixture, which was stirred for 2.5 h. The mixture was partitioned between AcOEt and *sat. aq.* NaHCO₃. The organic phase was washed with 1 M *aq.* HCl and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2 × 6.5 cm, 0→1% MeOH/CHCl₃) to afford **17** (130 mg, 0.20 mmol, 57% over 2 steps) as a colorless oil. ¹H NMR (CD₃OD, 500 MHz) δ 7.89 (m, 2H, Ar), 7.12-7.73 (m, 15H, Ar), 6.65 (dd, 1H, H-3, *J*_{3,2} = 12.4, *J*_{3,4} = 6.4 Hz), 5.78 (d, 1H, H-2, *J*_{2,3} = 12.4 Hz), 5.51 (m, 2H, H-3', H-4'), 4.13 (m, 1H, H-4), 3.90-3.95 (m, 2H, H-5'), 3.13 (m, 1H, H-2'), 2.41 (s, 3H, Ts-Me), 1.66 (m, 1H, H-5), 0.76 (m, 6H, H-6); ¹³C NMR (CD₃OD, 125 MHz) δ 187.9, 185.7, 172.1, 150.4, 145.9, 141.7, 133.1, 133.0, 132.9, 130.8, 130.5, 130.0, 129.6, 129.3, 128.8, 128.2, 127.1, 127.0, 126.5, 120.9, 74.3, 62.8, 62.7, 60.1, 57.4, 32.9, 21.4, 19.3, 14.8; ESIMS-LR *m/z* 650 [(M+H)⁺]; ESIMS-HR calcd for C₃₈H₄₀O₅N₃S 560.2683, found 560.2693; [α]_D²⁸ -55.2 (*c* 0.99, MeOH).

(3E,5S,8S,9E)-5-Isopropyl-8-[(9-phenyl-9H-fluoren-9-yl)amino]-1,6-diazacycloundeca-3,9-diene-2,7-dione (18)

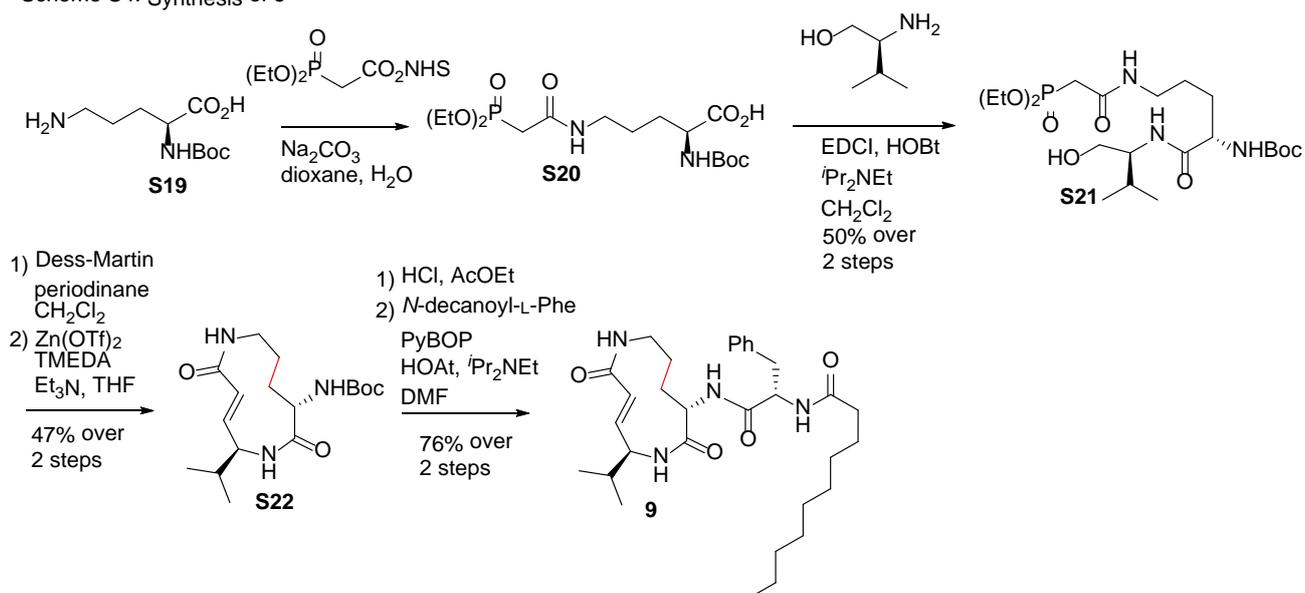


A solution of **17** (68 mg, 0.10 mmol) and PPh₃ (55 mg, 0.21 mmol) in THF (52 mL) was treated with DEAD (95 μL, 0.21 mmol) at room temperature for 1 h. The mixture was concentrated *in vacuo*, and the residue was purified by hi-flash silica gel column chromatography (ϕ 2 × 6.5 cm, 20→40% AcOEt/hexane) to afford a crude sulfonamide (100 mg) as a white solid. A solution of the sulfonamide in THF (1 mL) was treated with SmI₂ (10 mL, 10 mmol, 1.0 M in THF) at room temperature for 10 min. The mixture was partitioned between AcOEt and *sat. aq.* NH₄Cl. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 2 × 6.5 cm, 0→1% MeOH/CHCl₃) to afford **18** (25 mg, 52 μmol, 50% over 2 steps) as a white solid. ¹H NMR (CD₃OD, 500 MHz) δ 7.73 (m, 2H, Ar), 7.19-7.33 (m, 11H, Ar), 6.02 (m, 1H, H-4), 5.85 (d, 1H, H-3, *J*_{3,4} = 16.1 Hz), 5.20 (m, 1H, H-9), 5.15 (m, 1H, H-10), 3.79 (m, 1H, H-5), 3.70 (dd, 1H, H-11, *J*_{gem} = 15.5, *J*_{11,10} = 6.9 Hz), 3.64 (dd, 1H, H-11, *J*_{gem} = 15.5, *J*_{11,10} = 4.0 Hz), 3.26 (d, 1H, H-8, *J*_{8,9} = 8.0 Hz), 1.50 (m, 1H, H-12), 0.84 (d, 3H, H-13, *J*_{13,12} = 6.3 Hz), 0.76 (d, 3H, H-13, *J*_{13,12} = 6.3 Hz); ¹³C NMR (CD₃OD, 125 MHz) δ 174.1, 173.4, 151.1, 150.1, 145.9, 142.0, 141.0, 134.3, 131.0, 129.6, 129.5, 129.3, 128.8, 128.1, 127.3, 127.1, 126.6, 120.9, 120.8, 74.0, 59.3, 45.7, 39.9, 39.4, 32.8, 19.9, 19.7; ESIMS-LR *m/z* 500 [(M+Na)⁺]; ESIMS-HR calcd for C₃₁H₃₁O₂N₃Na 500.2309, found 500.2319; [α]_D²⁸ -26.2 (*c* 1.12, MeOH).

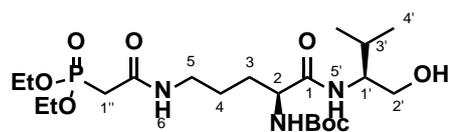
***N*-{[(S)-1-[(3E,5S,8S,9E)-5-Isopropyl-2,7-dioxo-1,6-diazacycloundeca-3,9-dien-8-yl]amino]-1-oxo-3-phenylpropan-2-yl}decanamide (8)**



A solution of **18** (51 mg, 0.11 mmol) and Et₃SiH (0.73 mL, 0.27 mmol) in CH₂Cl₂ (1.1 mL) was treated with TFA (1.1 mL) at 0 °C, and the mixture was stirred at room temperature for 4 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (45 mg, 0.14 mmol), ¹Pr₂NEt (36 μL, 0.21 mmol), and HOAt (25 mg, 0.16 mmol) in DMF (1.0 mL) was treated with PyBOP (83 mg, 0.16 mmol) at room temperature for 20 h. Additional PyBOP (83 mg, 0.16 mmol), ¹Pr₂NEt (150 μL, 0.88 mmol), and HOAt (25 mg, 0.16 mmol) was added to the mixture, and the whole mixture was stirred for 14 h. The mixture was partitioned between AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 1.6 × 6 cm, 1% MeOH/CHCl₃) to afford **8** (130 mg, 0.20 mmol, 57% over 2 steps) as a white solid. ¹H NMR (DMSO-*d*₆, 500 MHz) δ 8.06 (m, 1H, H-14), 7.87 (d, 1H, H-17, *J*_{17,16} = 8.0 Hz), 7.54 (br s, 1H, H-6), 7.41 (br s, 1H, H-1), 7.23 (m, 5H, Ar), 6.17 (dd, 1H, H-4, *J*_{4,3} = 16, *J*_{4,5} = 6.3 Hz), 5.99 (d, 1H, H-3, *J*_{3,4} = 16 Hz), 5.60 (br s, 1H, H-10), 5.53 (br s, 1H, H-11), 4.79 (br s, 1H, H-8), 4.58 (m, 1H, H-16), 3.89 (m, 1H, H-5), 3.71 (m, 2H, H-11), 3.03 (dd, 1H, H-28, *J*_{gem} = 11.5, *J*_{28,16} = 4.1 Hz), 2.74 (dd, 1H, H-28, *J*_{gem} = *J*_{28,16} = 11.5 Hz), 2.00 (t, 2H, H-19, *J*_{19,20} = 7.5 Hz), 1.73 (m, 1H, H-12), 1.09-1.37 (m, 14H, H-20, H-21, H-22, H-23, H-24, H-25, H-26), 0.88 (m, 9H, H-13, H-27); ¹³C NMR (DMSO-*d*₆, 125 MHz) δ 171.9, 170.9, 169.0, 168.7, 138.0, 129.1, 127.9, 126.1, 53.5, 43.8, 37.3, 35.0, 31.3, 28.8, 28.7, 28.4, 25.2, 22.1, 19.7, 19.3, 14.0; ESIMS-LR *m/z* 539 [(M+Na)⁺]; ESIMS-HR calcd for C₃₁H₄₇O₄N₄ 539.3592, found 539.3595.

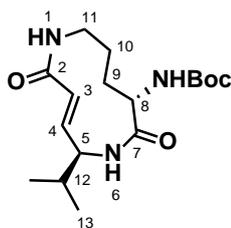
Scheme S4. Synthesis of **9**

tert-Butyl ((*S*)-5-[2-(Diethoxyphosphoryl)acetamido]-1-[(*S*)-1-hydroxy-3-methylbutan-2-yl]amino]-1-oxopentan-2-yl]carbamate (**S21**)



A mixture of **S19** (710 mg, 3.1 mmol) and Na₂CO₃ (640 mg, 6.1 mmol) in dioxane (3.0 mL) and H₂O (5 mL) was treated with a solution of (EtO)₂P(=O)CH₂CO₂NHS (1.5 g, 6.1 mmol) in dioxane (2 mL) at 0 °C, and the mixture was stirred at room temperature for 23 h. The mixture was partitioned between Et₂O and *sat. aq.* NaHCO₃. The aqueous phase was acidified with 1 M *aq.* HCl, and extracted with AcOEt. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to give **S20**. A solution of **S20**, L-valinol (670 μL, 6.0 mmol), HOBT·H₂O (810 mg, 6.0 mmol), and *i*Pr₂NEt (1.7 mL, 12 mmol) in DMF (20 mL) was treated with EDCI (930 mg, 6.0 mmol) at room temperature for 22 h. The mixture was partitioned between with AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 3 × 10 cm, 2% MeOH/CHCl₃) to afford **S21** (990 mg, 2.0 mmol, 50% over 3 steps) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 7.14 (m, 1H, H-6), 7.03 (d, 1H, H-5', *J*_{5',1'} = 8.3 Hz), 5.45 (d, 1H, BocNH, *J*_{NH,2} = 8.2 Hz), 4.37 (m, 1H, H-2), 4.15 (m, 4H, CH₃CH₂O), 3.80 (m, 2H, H-2'), 3.65 (m, 4H, OH, H-1', H-2'), 3.47 (m, 1H, H-5), 3.27 (m, 1H, H-5), 2.91 (d, 1H, H-1'', *J* = 15.1 Hz), 2.85 (d, 1H, H-1'', *J*_{1'',P} = 15.6 Hz), 1.88 (m, 1H, H-3'), 1.69 (m, 2H, H-3), 1.59 (m, 2H, H-4), 1.47 (s, 9H, ^tBu), 1.32 (m, 6H, CH₃CH₂O), 0.94 (m, 6H H-4'); ¹³C NMR (CDCl₃, 100 MHz) δ 172.6, 164.6, 156.2, 79.9, 63.6, 63.2, 57.9, 57.2, 53.5, 39.1, 36.1, 34.8, 30.7, 29.2, 29.0, 28.4, 24.4, 19.6, 19.2, 18.8, 16.5, 16.4; ESIMS-LR *m/z* 518 [(M+Na)⁺]; ESIMS-HR calcd for C₂₁H₄₂O₈N₃NaP 518.2602, found 518.2600. [α]_D²⁰ -14.4 (*c* 1.27, CHCl₃).

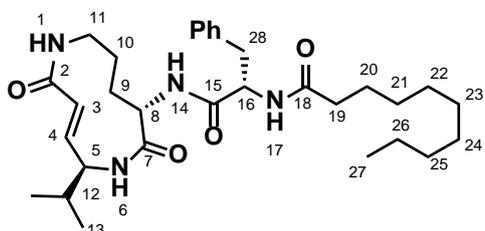
tert-Butyl [(*5S,8S,E*)-5-Isopropyl-2,7-dioxo-1,6-diazacycloundec-3-en-8-yl]carbamate (**S22**)



A solution of **S21** (970 mg, 2.0 mmol) in CH_2Cl_2 (20 mL) was treated with Dess-Martin periodinane (910 mg, 2.2 mmol) at room temperature for 1 h. Ethyl acetate, *sat. aq.* NaHCO_3 , and *sat. aq.* $\text{Na}_2\text{S}_2\text{O}_3$ were added to the mixture, which was stirred for further 10 min. The organic phase was dried (Na_2SO_4), filtered, and concentrated *in vacuo* to afford a crude aldehyde. A solution of $\text{Zn}(\text{OTf})_2$ (1.6 g, 4.3 mmol), TMEDA (350 μL , 2.4 mmol) in THF (260 mL) was treated with Et_3N (1.1 mL, 7.8 mmol) at room temperature for 15 min. A solution of

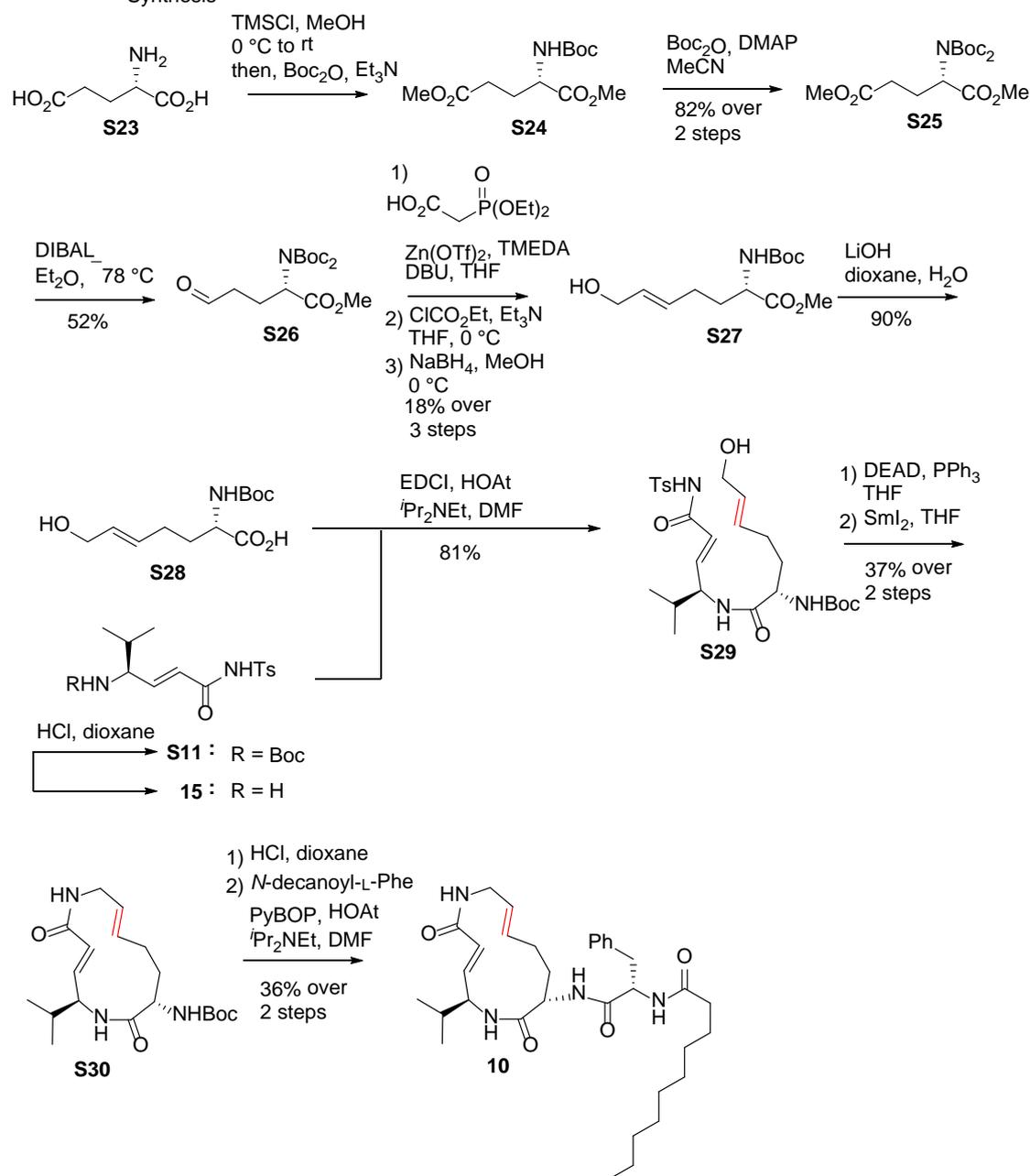
the crude aldehyde in THF (130 mL) was added to the mixture, which was stirred for further 19 h. The mixture was concentrated *in vacuo*, and the residue was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 3×11 cm, 1 \rightarrow 3% MeOH/ CHCl_3) to afford **S22** (310 mg, 0.91 mmol, 47% over 2 steps) as a white solid. ^1H NMR (CD_3OD , 500 MHz) δ 6.43 (d, 1H, H-3, $J_{3,4} = 16.6$ Hz), 6.00 (dd, 1H, H-4, $J_{4,3} = 16.6$, $J_{4,5} = 9.2$ Hz), 4.11 (dd, 1H, H-5, $J_{5,4} = 9.2$, $J_{5,12} = 9.8$ Hz), 4.00 (dd, 1H, H-8, $J = 5.2$, $J = 4.6$ Hz), 3.15 (ddd, 1H, H-11, $J_{11,10} = 11.5$, $J_{11,NH} = 3.5$, $J_{gem} = 14.9$ Hz), 2.92 (ddd, 1H, H-11, $J_{11,10} = 8.1$, $J_{11,NH} = 6.3$, $J_{gem} = 14.4$ Hz), 1.82 (m, 1H, H-12), 1.81 (m, 1H, H-9), 1.66 (m, 1H, H-9), 1.43 (s, 9H, ^tBu), 1.34 (m, 2H, H-10), 1.04 (d, 3H, H-13, $J_{13,12} = 6.3$ Hz), 0.98 (d, 3H, H-13, $J_{13,12} = 6.3$ Hz); ^{13}C NMR (CD_3OD , 100 MHz) δ 176.1, 174.1, 157.1, 141.8, 125.5, 80.4, 60.6, 55.4, 44.2, 31.6, 29.5, 28.7, 24.9, 20.0, 19.8; ESIMS-LR m/z 362 $[(\text{M}+\text{Na})^+]$; ESIMS-HR calcd for $\text{C}_{17}\text{H}_{29}\text{O}_4\text{N}_3\text{Na}$ 362.2050, found 362.2059. $[\alpha]_D^{20} -124.2$ (c 0.81, MeOH).

N*-{(*S*)-1-[[*(5*S*,8*S*,*E*)-5-Isopropyl-2,7-dioxo-1,6-diazacycloundec-3-en-8-yl]amino}-1-oxo-3-phenylpropan-2-yl]decanamide (**9**)



A solution of **S22** (37 mg, 0.11 mmol) was treated with 4 M HCl in AcOEt (1 mL) at room temperature for 1 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (39 mg, 120 μmol), $^i\text{Pr}_2\text{NEt}$ (56 μL , 330 μmol), and HOAt (26 mg, 160 μmol) in DMF (1.2 mL) was treated with PyBOP (86 mg, 164 μmol) at 0 $^\circ\text{C}$, and the mixture was stirred at room

temperature for 15 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The mixture was filtered, and the insoluble contents was washed with *sat. aq.* NaHCO_3 , H_2O , and AcOEt. The residue was purified by preparative-TLC (10% MeOH/ CHCl_3) to afford **9** (45 mg, 83 μmol , 76% over 2 steps) as a white solid. ^1H NMR ($\text{DMSO}-d_6$, 500 MHz) δ 8.42 (d, 1H, H-6, $J_{6,5} = 9.2$ Hz), 7.96 (d, 1H, H-14, $J_{14,8} = 6.9$ Hz), 7.93 (d, 1H, H-17, $J_{17,16} = 8.1$ Hz), 7.37 (m, 1H, H-11), 7.14-7.20 (m, 5H, Ar), 6.29 (d, 1H, H-3, $J_{3,4} = 16$ Hz), 5.84 (dd, 1H, H-4, $J_{4,3} = 16$, $J_{4,5} = 8.6$ Hz), 4.51 (m, 1H, H-16), 4.26 (m, 1H, H-8), 4.00 (ddd, 1H, H-5, $J_{5,4} = 8.6$, $J_{5,6} = J_{5,12} = 9.2$ Hz), 3.00 (m, 1H, H-11), 2.93 (m, 1H, H-28), 2.77 (m, 1H, H-11), 2.69 (dd, 1H, H-28, $J_{28,16} = 10.9$, $J_{gem} = 12.6$ Hz), 1.98 (t, 2H, H-19, $J_{19,20} = 6.3$ Hz), 1.76 (m, 1H, H-9), 1.73 (m, 1H, H-12), 0.84-1.43 (m, 27H, H-9, H-10, H-13, H-20, H-21, H-22, H-23, H-24, H-25, H-26, H-27); ^{13}C NMR ($\text{DMSO}-d_6$, 125 MHz) δ 172.7, 172.1, 170.7, 170.0, 138.9, 137.9, 129.2, 127.9, 126.1, 125.2, 58.4, 53.5, 52.2, 42.5, 37.5, 35.2, 31.3, 29.8, 28.9, 28.8, 28.7, 28.4, 25.2, 25.2, 22.1, 19.6, 19.3, 14.0; ESIMS-LR m/z 563 $[(\text{M}+\text{Na})^+]$; ESIMS-HR calcd for $\text{C}_{31}\text{H}_{48}\text{O}_4\text{N}_4\text{Na}$ 563.3568, found 563.3575.

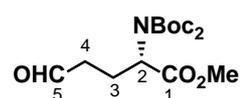
Scheme S5. Synthesis of **10**

Methyl (S)-4-Methoxycarbonyl-2-(di-tert-butoxycarbonylamino)butanoate (S25)

A solution of **S23** (2.9 g, 20 mmol) in MeOH (50 mL) was treated with TMSCl (11 mL, 88 mmol) at 0 °C, the mixture was stirred at room temperature for 19 h. Triethylamine (18 mL, 130 mmol) and Boc₂O (5.1 mL, 22 mmol) were added to the mixture at 0 °C. After stirring for 18 h at room temperature, the mixture was filtered, and partitioned between AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to give **S24**. A solution of **S24** and DMAP (480 mg, 4.0 mmol) in MeCN (58 mL) was treated with Boc₂O (5.6 mL, 22 mmol) at room temperature for 14 h. The mixture was partitioned between AcOEt and H₂O. The organic

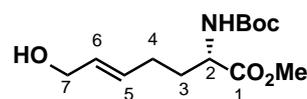
phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (ϕ 4.6 × 12 cm, 10→30% AcOEt/hexane) to afford **S25** (6.2 g, 16 mmol, 82% over 2 steps) as a yellow oil. ¹H NMR (CDCl₃, 400 MHz) δ 4.95 (dd, 1H, H-2, $J_{2,3a}$ = 9.6, $J_{2,3b}$ = 4.1 Hz), 3.73 (s, 3H, CO₂Me), 3.69 (s, 3H, CO₂Me), 2.46 (m, 2H, H-4), 2.41 (m, 1H, H-3), 2.18 (m, 1H, H-3), 1.52 (s, 18H, ^tBu). This is a known compound. ^{S5)}

Methyl 2-di-*tert*-butoxycarbonylamino-5-oxo-pentanoate (S26)



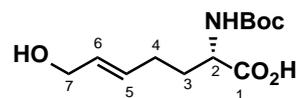
A solution of **S25** (6.2 g, 16 mmol) in Et₂O (150 mL) was treated with a solution of DIBAL (25 mL, 25 mmol, 1.0 M in toluene) in Et₂O (10 mL) at -78 °C for 1 h. Diisobutylaluminium hydride (4.9 mL) was further added to the mixture, which was stirred for 20 min. The reaction was quenched with Na₂SO₄·10 H₂O, and the mixture was stirred for 15 min, filtered, and the filtrate was concentrated *in vacuo*. The residue was purified by silica gel column chromatography (18→25% AcOEt/hexane) to afford **S26** (2.9 g, 8.5 mmol 52%) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 9.76 (s, 1H, CHO), 4.87 (dd, 1H, H-2, $J_{2,3a}$ = 9.2, $J_{2,3b}$ = 4.6 Hz), 3.71 (s, 3H, CO₂Me), 2.58 (m, 1H, H-3), 2.48 (m, 2H, H-4), 2.16 (m, 1H, H-3), 1.49 (s, 18 H, ^tBu). This is a known compound. ^{S5)}

Methyl (*S,E*)-2-[(*tert*-Butoxycarbonyl)amino]-7-hydroxyhept-5-enoate (S27)



A solution of diethylphosphonoacetic acid (1.7 g, 4.9 mmol), Zn(OTf)₂ (3.2 g, 8.9 mmol), TMEDA (0.72 mL, 4.9 mmol), and DBU (2.4 mL, 16 mmol) in THF (31 mL) was treated with a solution of **S26** (1.4 g, 4.1 mmol) in THF (10 mL) at room temperature for 16 h. The reaction was quenched with 1 M *aq.* HCl, and partitioned between AcOEt and H₂O. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. A solution of the residue and Et₃N (1.1 mL, 8.1 mmol) in THF (41 mL) was treated with ethyl chloroformate (770 μ L, 8.1 mmol) at 0 °C for 15 min. A solution of NaBH₄ (1.5 g, 41 mmol) in MeOH (13 mL) was added to the mixture, which was stirred for 2 h. The reaction was quenched with 1 M *aq.* HCl, and the mixture was partitioned between AcOEt and H₂O. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 3 × 10 cm, 50% AcOEt/hexane) to afford **S27** (200 mg, 0.73 mmol 18% over 3 steps) as a colorless oil. ¹H NMR (CD₃OD, 500 MHz) δ 5.65 (m, 2H, H-5, H-6), 4.11 (m, 1H, H-2), 4.00 (d, 2H, H-7, $J_{7,6}$ = 4.1 Hz), 3.71 (s, 3H, CO₂Me), 2.13 (m, 2H, H-4), 1.85 (m, 1H, H-3), 1.71 (m, 1H, H-3), 1.44 (s, 9H, ^tBu); ¹³C NMR (CD₃OD, 125 MHz) δ 174.6, 158.2, 131.9, 131.2, 80.6, 63.5, 54.4, 52.6, 32.2, 29.5, 28.7; ESIMS-LR m/z 296 [(M+Na)⁺]; ESIMS-HR calcd for C₁₃H₂₃O₅NNa 296.1468, found 296.1471. [α]_D¹⁹ -16.2 (*c* 0.42, MeOH).

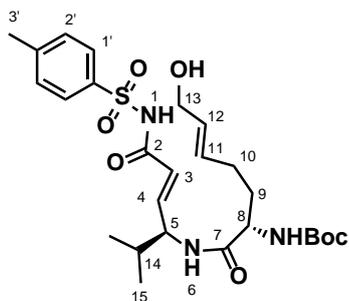
(*S,E*)-2-[(*tert*-Butoxycarbonyl)amino]-7-hydroxyhept-5-enoic acid (S28)



A solution of **S27** in dioxane (4 mL) and H₂O (2 mL) was treated with LiOH·H₂O (160 mg, 3.7 mmol) at room temperature for 3 h. The mixture was partitioned between AcOEt and 1M *aq.* HCl. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to afford **S28** (150 mg, 0.56 mmol, 90%) as a colorless oil. ¹H NMR (CD₃OD, 400 MHz) δ 5.66 (m, 2H, H-5, H-6), 4.07 (m, 1H, H-2), 4.01 (m, 2H, H-7), 2.14 (m, 2H, H-4), 1.87 (m, 1H, H-3), 1.69 (m, 1H,

H-3), 1.48 (s, 9H, ^tBu); ¹³C NMR (CD₃OD, 100 MHz) δ 131.7, 131.4, 101.0, 80.4, 63.6, 62.8, 32.4, 29.6, 28.7; ESIMS-LR (negative mode) *m/z* 258 [(M-H)⁻]; ESIMS-HR calcd for C₁₂H₂₀O₅N 258.1347, found 128.1349. [α]¹⁹_D -5.33 (*c* 0.30, MeOH).

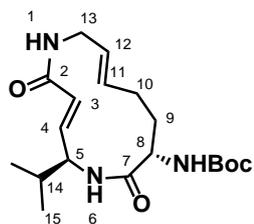
***tert*-Butyl [(2*S*,5*E*)-7-Hydroxy-1-[(3*S*,4*E*)-2-methyl-6-[(4-methylphenyl)sulfonamide]-6-oxohex-4-en-3-yl]amino]-1-oxohept-5-en-2-yl]carbamate (S29)**



Compound **S11**^{S2} (320 mg, 0.80 mmol) was treated with 4 M HCl in dioxane (8.0 mL) at room temperature for 30 min. The mixture was concentrated *in vacuo* to give **15**. A solution of **15**, **S28** (150 mg, 0.53 mmol), ^tPr₂NEt (450 μL, 3.2 mmol), and HOAt (220 mg, 1.6 mmol) in DMF (5.3 mL) was treated with EDCI (250 mg, 1.6 mmol) at room temperature for 21 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue

was purified by hi-flash silica gel column chromatography (φ 2.6 × 10 cm, 0 → 1 → 2% MeOH/CHCl₃) to afford **S29** (230 mg, 0.43 mmol, 81% over 2 steps) as a colorless oil. ¹H NMR (CD₃OD, 500 MHz) δ 7.92 (d, 1, H-6, *J*_{6,5} = 8.1 Hz), 7.88 (d, 2H, H-1', *J*_{1',2'} = 6.4 Hz), 7.38 (d, 2H, H-2', *J*_{2',1'} = 6.4 Hz), 6.78 (dd, 1H, H-4, *J*_{4,3} = 15.5, *J*_{4,5} = 6.9 Hz), 5.93 (d, 1H, H-3 *J*_{3,4} = 15.5 Hz), 5.64 (dt, 1H, H-11, *J*_{11,12} = 15.5, *J*_{11,10} = 5.7 Hz), 5.61 (dt, 1H, H-12, *J*_{12,11} = 15.5, *J*_{12,13} = 5.7 Hz), 4.25 (m, 1H, H-5), 4.00 (m, 1H, H-8), 3.99 (m, 2H, H-13), 2.43 (s, 3H, H-3'), 2.08 (m, 2H, H-10), 1.85 (m, 1H, H-14), 1.67-1.82 (m, 2H, H-9), 1.42 (s, 9H, ^tBu), 0.89 (t, 6H, H-15, *J*_{15,14} = 8.6 Hz); ¹³C NMR (CD₃OD, 100 MHz) δ 175.3, 165.8, 158.3, 148.5, 146.4, 138.4, 132.0, 130.9, 129.6, 124.2, 81.1, 80.0, 79.6, 79.3, 63.9, 57.7, 56.0, 33.7, 33.6, 33.1, 30.0, 29.1, 26.9, 22.0, 19.9, 19.2; ESIMS-LR *m/z* 560 [(M+Na)⁺]; ESIMS-HR calcd for C₂₆H₃₉O₇N₃NaS 560.2401, found 560.2405. [α]²⁰_D -9.3 (*c* 0.13, MeOH).

***tert*-Butyl [(3*E*,5*S*,8*S*,11*E*)-5-Isopropyl-2,7-dioxo-1,6-diazacyclotrideca-3,11-dien-8-yl]carbamate (S30)**

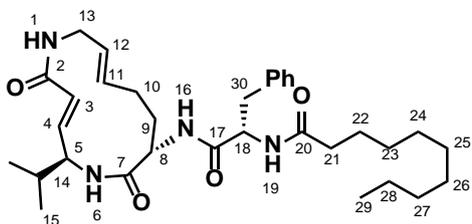


A solution of **S29** (200 mg, 0.37 mmol) and PPh₃ (200 mg, 0.74 mmol) in THF (180 mL) was treated with DEAD (340 μL, 0.74 mmol) for 30 min. The mixture was concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (φ 2.6 × 10 cm, 20 → 40% AcOEt/hexane) to afford a crude sulfonamide (220 mg) as a white solid. A solution of the crude sulfonamide in THF (3.7 mL) was treated with SmI₂ (10 mL, 1.0 mmol, 1.0 M in THF) at room temperature for 10 min. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified

by hi-flash silica gel column chromatography (φ 2 × 6.5 cm, 1% MeOH/CHCl₃) to afford **S30** (50 mg, 140 μmol, 37% over 2 steps) as a white solid. ¹H NMR (CD₃OD, 500 MHz) δ 6.48 (m, 2H, H-3, H-4), 5.50 (m, 1H, H-11), 5.34 (m, 1H, H-12), 4.25 (dd, 1H, H-5, *J* = 6.3, *J* = 2.9 Hz), 4.10 (d, 1H, H-8, *J* = 5.7 Hz), 3.75 (dd, 1H, H-13, *J*_{gem} = 16.6, *J*_{13,12} = 8.1 Hz), 3.64 (d, 1H, H-13, *J*_{gem} = 16.6 Hz), 2.32 (m, 1H, H-10), 2.12 (m, 1H, H-10), 2.09 (m, 1H, H-9), 1.85 (m, 1H, H-14), 1.74 (m, 1H, H-9), 1.44 (s, 9H, ^tBu), 0.94 (m, 6H, H-15); ¹³C NMR (CD₃OD, 125 MHz) δ 173.5, 172.5, 157.3, 145.5, 143.6, 134.1, 130.2, 126.1, 122.8, 80.5, 57.6, 57.3, 55.0, 45.3, 32.7, 32.6, 28.7, 28.4, 19.8, 19.3;

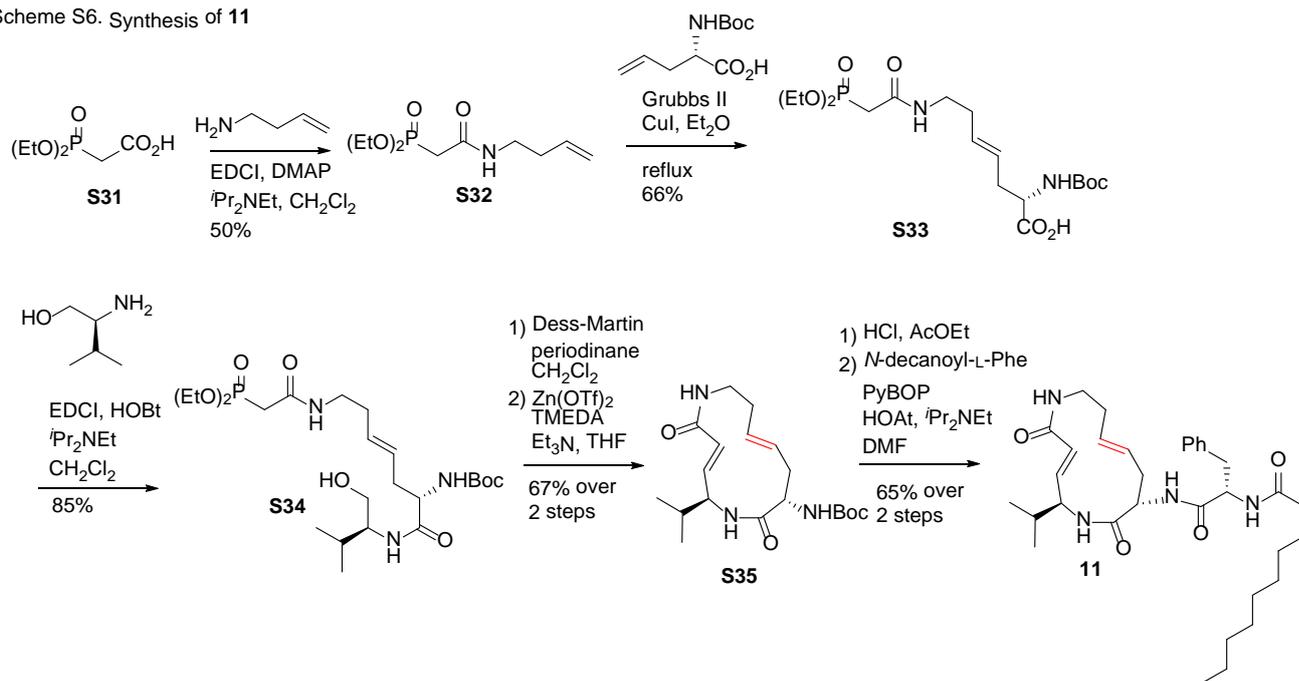
ESIMS-LR m/z 388 [(M+Na)⁺]; ESIMS-HR calcd for C₁₉H₃₁O₄N₃Na 388.2207, found 388.2212. [α]_D²⁰ -52.3 (*c* 0.69, MeOH).

***N*-{(*S*)-1-[(*3E,5S,8S,11E*)-5-Isopropyl-2,7-dioxo-1,6-diazacyclotrideca-3,11-dien-8-yl]amino}-1-oxo-3-phenylpropan-2-yl}decanamide (10)**

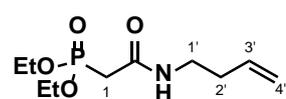


A solution of **S30** (25 mg, 68 μ mol) was treated with 4 M HCl in dioxane (0.68 mL) at room temperature for 20 min. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (43 mg, 140 μ mol), ^tPr₂NEt (46 μ L, 270 μ mol), and HOAt (21 mg, 140 μ mol) in DMF (0.68 mL) was treated with PyBOP (71 mg, 140 μ mol) at room temperature for 24 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The mixture was filtered, and the insoluble contents was washed with *sat. aq.* NaHCO₃, H₂O, and AcOEt. The residue was purified by hi-flash silica gel column chromatography (ϕ 1.6 \times 6 cm, 10% MeOH/CHCl₃) to afford **10** (14 mg, 250 μ mol, 36% over 2 steps) as a white solid. ¹H NMR (DMSO-*d*₆, 500 MHz) δ 8.06 (d, 1H, H-6, $J_{6,5}$ = 9.2 Hz), 8.06 (d, 1H, H-19, $J_{19,18}$ = 9.2 Hz), 7.96 (d, 1H, H-16, $J_{16,8}$ = 7.5 Hz), 7.42 (m, 1H, H-1), 7.23 (m, 5H, Ar), 6.36 (d, 1H, H-3, $J_{3,4}$ = 15.5 Hz), 6.28 (dd, 1H, H-4, $J_{4,3}$ = 15.5, $J_{4,5}$ = 6.3 Hz), 5.50 (dt, 1H, H-11, $J_{11,12}$ = 15.5, $J_{11,10}$ = 6.9 Hz), 5.25 (dt, 1H, H-12, $J_{12,11}$ = 14.9, $J_{12,13}$ = 5.8 Hz), 4.54 (ddd, 1H, H-18, $J_{18,19}$ = 8.6, $J_{18,30}$ = 4.1 Hz), 4.36 (t, 1H, H-8, $J_{8,16}$ = 7.5 Hz), 4.18 (ddd, 1H, H-5, $J_{5,4}$ = 6.3, $J_{5,6}$ = $J_{5,14}$ = 8.0 Hz), 3.58 (ddd, 1H, H-13, J_{gem} = 16, $J_{13,12}$ = 6.9, $J_{13,1}$ = 6.9 Hz), 3.48 (t, 1H, H-13, J_{gem} = 16 Hz), 2.98 (dd, 1H, H-30, J_{gem} = 13.8, $J_{30,18}$ = 4.0 Hz), 2.72 (dd, 1H, H-30, J_{gem} = 13.8, $J_{30,18}$ = 4.0 Hz), 2.15 (m, 2H, H-10), 1.99 (m, 3H, H-9, H-10), 1.72 (m, 1H, H-14), 0.86-1.34 (m, 27H, H-14, H-15, H-21, H-22, H-23, H-24, H-25, H-26, H-27, H-28, H-29); ¹³C NMR (DMSO-*d*₆, 125 MHz) δ 172.2, 170.7, 170.4, 168.7, 166.9, 142.6, 140.8, 138.0, 132.7, 129.1, 127.9, 126.1, 125.3, 122.1, 55.0, 53.7, 51.7, 51.4, 43.7, 35.2, 31.7, 31.3, 30.8, 28.8, 28.7, 28.4, 26.4, 25.2, 22.1, 19.2, 18.9, 13.9; ESIMS-LR m/z 589 [(M+Na)⁺]; ESIMS-HR calcd for C₃₃H₅₀O₄N₄Na 589.3724, found 589.3729.

Scheme S6. Synthesis of 11

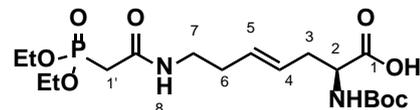


Diethyl [2-(But-3-en-1-ylamino)-2-oxoethyl]phosphonate (S32)



A solution of **S31** (1.6 g, 8.1 mmol), DMAP (300 mg, 2.4 mmol), homoallylamine hydrochloride (0.96 g, 8.9 mmol) and *i*Pr₂NEt (4.1 mL, 24 mmol) in CH₂Cl₂ (27 mL) was treated with EDCI (1.9 g, 12 mmol) at room temperature for 17 h. The mixture was partitioned between AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to afford **S32** (1.0 g, 4.0 mmol, 50%) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 6.78 (br s, 1H, NH), 5.77 (ddt, 1H, H-3', *J*_{3',4'b} = 17.4, *J*_{3',4'a} = 10.6, *J*_{3',2'} = 6.9 Hz), 5.12 (dd, 1H, H-4'b, *J*_{4'b,3'} = 17.4, *J*_{4'b,4'a} = 1.4 Hz), 5.10 (dd, 1H, H-4'a, *J*_{4'a,3'} = 10.6, *J*_{4'a,4'b} = 1.4 Hz), 4.14 (dt, 4H, CH₃CH₂O, *J*_{CH₃CH₂O,P} = *J*_{CH₃CH₂O,CH₃CH₂O} = 7.4 Hz), 3.36 (t, 2H, H-1', *J*_{1',2'} = 6.8 Hz), 2.86 (s, 1H, H-1), 2.80 (s, 1H, H-1), 2.26 (dt, 2H, H-2', *J*_{2',3'} = *J*_{2',1'} = 6.8 Hz), 1.34 (t, 6H, OCH₂CH₃, *J*_{OCH₂CH₃, OCH₂CH₃} = 6.9 Hz); ¹³C NMR (CDCl₃, 100 MHz) δ 164.0, 135.1, 117.4, 62.9, 62.8, 39.1, 35.8, 34.5, 33.7, 16.5; ESIMS-LR *m/z* 272 [(M+Na)⁺]; ESIMS-HR calcd for C₁₀H₂₀O₄NNaP 272.1022, found 272.1023.

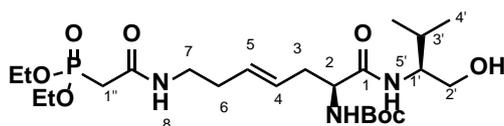
(*S,E*)-2-(*tert*-Butoxycarbonyl)amino-7-[2-(diethoxyphosphoryl)acetamido]hept-4-enoic acid (S33)



A solution of **S32** (830 mg, 3.3 mmol), Boc-allylGly-OH (790 mg, 3.7 mmol), and CuI (13 mg, 67 μmol) in Et₂O (33 mL) was treated with Grubbs II (85 mg, 0.10 mol) at room temperature, and the mixture was heated at under reflux temperature for 24 h^{S6}. The mixture was partitioned between Et₂O and *sat. aq.* NaHCO₃. The aqueous phase was acidified with 1 M *aq.* HCl and extracted with AcOEt. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (φ 3 × 12 cm, 10% MeOH/CHCl₃) to afford **S33** (970 mg, 2.2 mmol, 66%) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 6.09 (br s, 1H, H-8), 5.56 (m, 1H, H-4), 5.41 (m, 1H, H-5), 5.35 (m, 1H, BocNH), 4.46 (m, 1H, H-2), 4.14 (m, 4H, CH₃CH₂O),

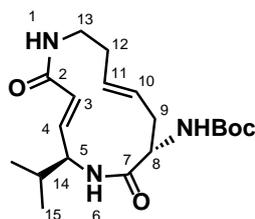
3.37 (m, 1H, H-7), 3.16 (m, 1H, H-7), 3.15 (dd, 1H, H-1', $J_{1',P} = 22.8$, $J_{gem} = 14.2$ Hz), 2.84 (dd, 1H, H-1', $J_{1',P} = 22.8$, $J_{gem} = 14.2$ Hz), 2.51 (m, 2H, H-3), 2.33 (m, 1H, H-6), 2.12 (m, 1H, H-6), 1.43 (s, 9H, 'Bu), 1.31 (t, 6H, CH_3CH_2O , $J = 6.8$ Hz); ^{13}C NMR ($CDCl_3$, 400 MHz) δ 174.9, 164.0, 154.9, 131.1, 128.2, 110.4, 79.9, 63.3, 54.4, 38.7, 36.5, 31.0, 28.5, 16.4; ESIMS-LR m/z 459 [(M+Na) $^+$]; ESIMS-HR calcd for $C_{18}H_{33}O_8N_2NaP$ 459.1867, found 459.1869. $[\alpha]_D^{18} +105.9$ (c 0.19, $CHCl_3$).

tert-Butyl **{(S,E)-7-[2-(Diethoxyphosphoryl)acetamido]-1-[(S)-1-hydroxy-3-methylbutan-2-yl]amino}-1-oxohept-4-en-2-yl}carbamate (S34)**



A solution of **S33** (370 mg, 0.84 mmol), L-valinol (140 μ L, 1.3 mmol), HOBT·H₂O (170 mg, 1.3 mmol), *i*Pr₂NEt (350 μ L, 2.5 mmol) in DMF (8.4 mL) was treated with EDCI (200 mg, 1.3 mmol) at room temperature for 24 h. *N,N*-Diisopropylethylamine (120 μ L, 0.84 mmol), HOBT·H₂O (57 μ g, 0.42 mmol) and EDCI (65 mg, 0.42 mmol) were further added to the mixture, which was stirred for further 11 h. The mixture was partitioned between with AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 4 \times 12 cm, 0 \rightarrow 2 \rightarrow 3% MeOH/ $CHCl_3$) to afford **S34** (370 mg, 0.71 mmol, 85%) as a colorless oil. 1H NMR ($CDCl_3$, 400 MHz) δ 7.01 (br s, 1H, H-7), 6.83 (d, 1H, H-5', $J_{5',1'} = 9.2$ Hz), 5.59 (d, 1H, BocNH, $J_{NH,1} = 6.9$ Hz), 5.47 (m, 2H, H-4, H-5), 4.16 (m, 1H, H-2), 4.13 (m, 4H, CH_3CH_2O), 3.74 (m, 1H, H-1'), 3.68 (m, 2H, H-2'), 3.29 (m, 2H, H-7), 2.98 (d, 2H, H-1'', $J_{1'',P} = 21.5$ Hz), 2.49 (m, 2H, H-3), 2.42 (m, 1H, H-6), 2.20 (br s, 1H, H-6), 1.89 (m, 1H, H-3'), 1.43 (s, 9H, 'Bu), 1.34 (t, 6H, CH_3CH_2O , $J = 6.9$ Hz), 0.94 (d, 6H, H-4', $J_{4',3'} = 6.9$ Hz); ^{13}C NMR ($CDCl_3$, 100 MHz) δ 172.1, 164.1, 155.7, 130.6, 128.1, 63.5, 63.2, 62.9, 57.2, 54.9, 38.8, 36.3, 35.7, 34.4, 32.0, 29.0, 28.5, 19.7, 18.9, 16.5, 16.4; ESIMS-LR m/z 544 [(M+Na) $^+$]; ESIMS-HR calcd for $C_{23}H_{44}O_8N_3NaP$ 544.2758, found 544.2757. $[\alpha]_D^{19} -12.0$ (c 0.88, $CHCl_3$).

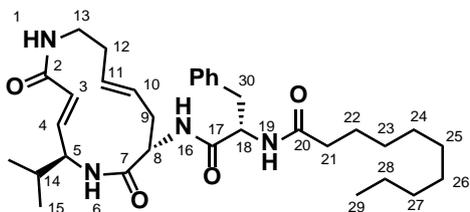
tert-Butyl [(3E,5S,8S,10E)-5-isopropyl-2,7-dioxo-1,6-diazacyclotrideca-3,10-dien-8-yl]carbamate (S35)



A solution of **S34** (310 mg, 0.59 mmol) in CH_2Cl_2 (5.9 mL) was treated with Dess-Martin periodinane (270 mg, 0.65 mmol) at room temperature for 1 h. Ethyl acetate, *sat. aq.* NaHCO₃ and *sat. aq.* Na₂S₂O₃ were added to the mixture, which was stirred for further 10 min. The organic phase was dried (Na₂SO₄), filtered, and concentrated *in vacuo* to afford a crude aldehyde. A solution of Zn(OTf)₂ (470 mg, 1.3 mmol), TMEDA (110 μ L, 0.71 mmol) in THF (78 mL) was treated with Et₃N (330 μ L, 2.4 mmol) at room temperature for 15 min. A solution of the crude aldehyde in THF (39 mL) was added to the mixture, which was further stirred for 20 h. The mixture was concentrated *in vacuo* and the residue was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 3 \times 10 cm, 1 \rightarrow 3% MeOH/ $CHCl_3$) to afford **S35** (150 mg, 0.40 mmol, 67% over 2 steps) as a white solid. 1H NMR (CD_3OD , 500 MHz) δ 6.56 (dd, 1H, H-4, $J_{4,3} = 15.5$, $J_{4,5} = 5.8$ Hz), 6.40 (d, 1H, H-3, $J_{3,4} = 15.5$ Hz), 5.43 (dt, 1H, H-10, $J_{10,11} = 15.5$, $J_{10,9} = 7.4$ Hz), 5.32 (dt, 1H, H-11, $J_{11,10} = 15.5$, $J_{11,12} = 6.9$ Hz), 4.05 (dd, 1H, H-5, $J_{5,4} = 5.8$, $J_{5,14} = 6.3$ Hz), 3.98 (dd, 1H, H-8, $J_{8,9} = 8.1$, $J_{8,NH} = 2.9$ Hz), 3.12 (m, 2H, H-13), 2.29 (ddd, 1H, H-9, $J_{9,10} = 7.5$, $J_{9,8} =$

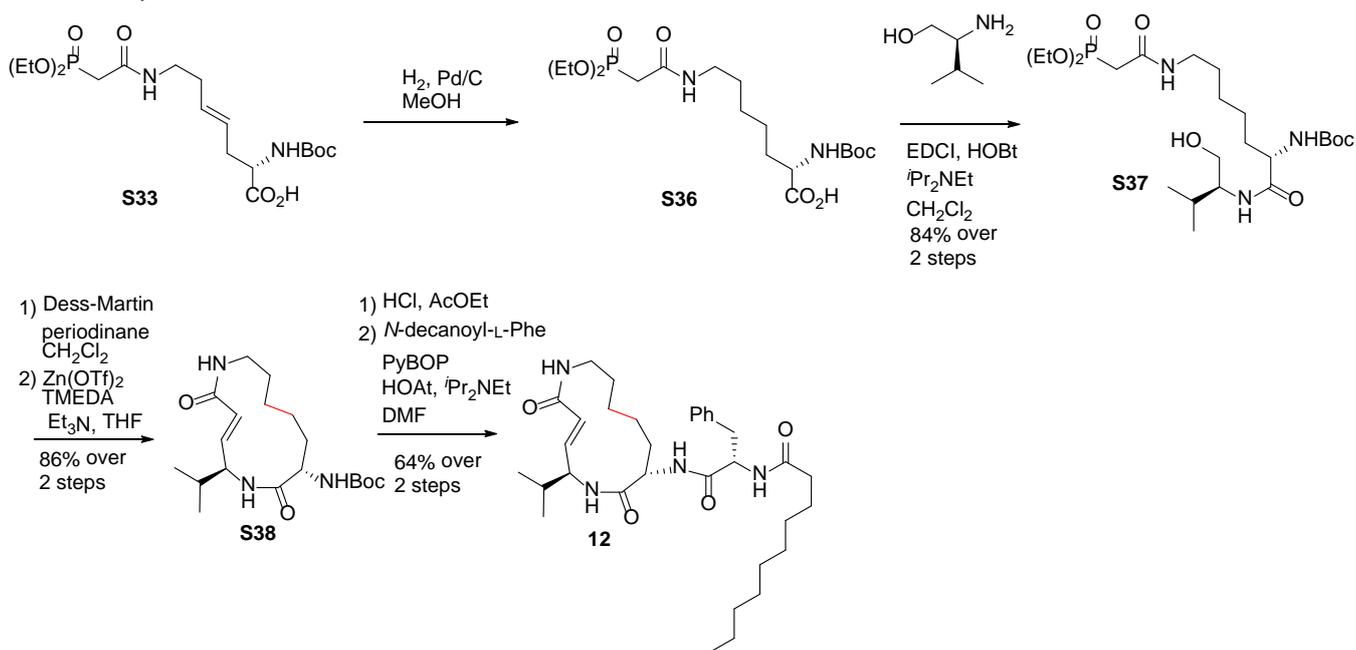
8.0, $J_{gem} = 14.3$ Hz), 2.14 (m, 1H, H-9), 1.98 (m, 2H, H-12), 1.23 (s, 9H, ^tBu), 0.80 (d, 6H, H-15, $J_{15,14} = 5.2$ Hz); ¹³C NMR (CD₃OD, 100 MHz) δ 174.0, 170.6, 157.3, 146.3, 133.0, 129.1, 123.5, 80.5, 57.8, 54.6, 44.2, 37.7, 35.5, 32.7, 30.7, 28.7, 19.7; ESIMS-LR m/z 388 [(M+Na)⁺]; ESIMS-HR calcd for C₁₉H₃₁O₄N₃Na 388.2207, found 388.2208.

***N*-{(*S*)-1-[[*(3E,5S,8S,10E)*-5-Isopropyl-2,7-dioxo-1,6-diazacyclotrideca-3,10-dien-8-yl]amino]-1-oxo-3-phenylpropan-2-yl}decanamide (**11**)**

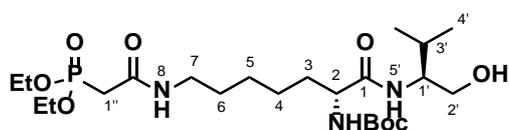


A solution of **S35** (40 mg, 0.11 mmol) was treated with 4 M HCl in AcOEt (1 mL) at room temperature for 1 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (38 mg, 120 μmol), ^tPr₂NEt (56 μL, 330 μmol), and HOAt (25 mg, 160 μmol) in DMF (1.2 mL) was treated with PyBOP (85 mg, 160 μmol) at 0 °C, and the mixture was stirred at room temperature for

14 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The mixture was filtered, and the insoluble contents was washed with *sat. aq.* NaHCO₃, H₂O, and AcOEt. The residue was purified by preparative-TLC (10% MeOH/CHCl₃) to afford **11** (37 mg, 65 μmol, 65% over 2 steps) as a white solid. ¹H NMR (DMSO-*d*₆, 500 MHz) δ 8.24 (m, 1H, H-6), 8.02 (m, 2H, H-16, H-19), 7.39 (m, 1H, H-1), 7.15-7.22 (m, 5H, Ar), 6.61 (m, 1H, H-4), 6.51 (m, 1H, H-3), 5.58 (m, 1H, H-10), 5.42 (m, 1H, H-11), 4.52 (m, 1H, H-18), 4.43 (m, 1H, H-8), 4.19 (m, 1H, H-5), 3.13 (m, 2H, H-13), 2.98 (m, 1H, H-30), 2.74 (m, 1H, H-30), 2.39 (m, 1H, H-9), 2.28 (m, 1H, H-9), 2.09 (m, 1H, H-12), 2.00 (m, 2H, H-21), 1.75 (m, 1H, H-14), 0.84-1.34 (m, H-10, 11, 22-29); ¹³C NMR (DMSO-*d*₆, 125 MHz) δ 171.2, 170.7, 167.4, 143.9, 142.4, 129.7, 128.7, 128.4, 126.8, 123.3, 55.7, 54.2, 52.1, 50.9, 42.8, 35.6, 32.0 31.2, 29.4, 29.2, 28.8, 25.7, 22.7, 19.8, 14.6; ESIMS-LR m/z 589 [(M+Na)⁺]; ESIMS-HR calcd for C₃₃H₅₀O₄N₄Na 589.3724, found 589.3727.

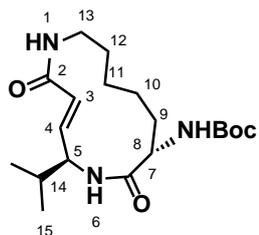
Scheme S7. Synthesis of **12**

tert-Butyl [(*R*)-7-[2-(Diethoxyphosphoryl)acetamido]-1-[(*S*)-1-hydroxy-3-methylbutan-2-yl]amino]-1-oxoheptan-2-yl]carbamate (**S37**)



A mixture of **S33** (500 mg, 1.1 mmol) and Pd/C (110 mg, 0.10 mmol) in MeOH (8.0 mL) was stirred at room temperature under H₂ atmosphere for 1.5 h. The catalyst was filtered off through a Cerite pad, and the filtrate was concentrated *in vacuo* to give **S36**. A solution of **S36** (500 mg), L-valinol (250 μL, 2.3 mmol), HOBt·H₂O (310 mg, 2.3 mmol), and *i*Pr₂NEt (640 μL, 4.6 mmol) in DMF (10 mL) was treated with EDCI (350 mg, 2.3 mmol) at room temperature for 24 h. The mixture was partitioned between with AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃, H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by hi-flash silica gel column chromatography (φ 2.6 × 10 cm, 2% MeOH/CHCl₃) to afford **S37** (500 mg, 0.96 mmol, 84%) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 6.68 (m, 1H, H-8), 6.70 (d, 1H, H-5', *J*_{5',1'} = 8.2 Hz), 5.21 (d, 1H, H-BocNH, *J*_{NH,2} = 8.2 Hz), 4.16 (m, 1H, H-2), 4.12 (m, 4H, CH₃CH₂O), 3.68 (m, 3H, H-2', OH), 3.51 (m, 1H, H-1'), 3.28 (m, 2H, H-7), 2.85 (d, 2H, H-1'', *J*_{1'',P} = 18.3 Hz), 1.88 (m, 2H, H-3), 1.55 (m, 1H, H-3'), 1.35-1.45 (m, H-4, H-5, H-6, *t*Bu, H-4'), 0.95 (t, 6H, CH₃CH₂O); ¹³C NMR (CDCl₃, 100 MHz) δ 172.6, 164.0, 145.2, 139.1, 92.7, 63.5, 62.7, 57.2, 54.7, 39.3, 29.1, 28.5, 24.4, 19.6, 19.1, 16.5; ESIMS-LR *m/z* 546 [(M+Na)⁺]; ESIMS-HR calcd for C₂₃H₄₆O₈N₃NaP 546.2915, found 546.2925. [α]_D¹⁹ -28.3 (*c* 0.36, CHCl₃).

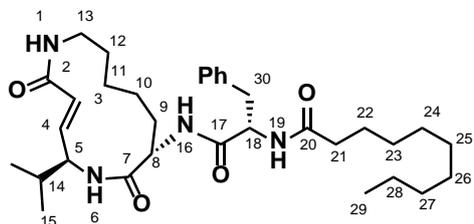
tert-Butyl [(*5S,8S,E*)-5-Isopropyl-2,7-dioxo-1,6-diazacyclotridec-3-en-8-yl]carbamate (**S38**)



A solution of **S37** (170 mg, 0.32 mmol) in CH_2Cl_2 (3.2 mL) was treated with Dess-Martin periodinane (150 mg, 0.36 mmol) at room temperature for 1 h. Ethyl acetate, *sat. aq.* NaHCO_3 , and *sat. aq.* $\text{Na}_2\text{S}_2\text{O}_3$ were added to the mixture, which was stirred for further 10 min. The organic phase was dried (Na_2SO_4), filtered, and concentrated *in vacuo* to afford a crude aldehyde. A solution of $\text{Zn}(\text{OTf})_2$ (260 mg, 0.70 mmol), and TMEDA (57 μL , 0.38 mmol) in THF (44 mL) was treated with Et_3N (180 μL , 1.3 mmol) at room temperature for

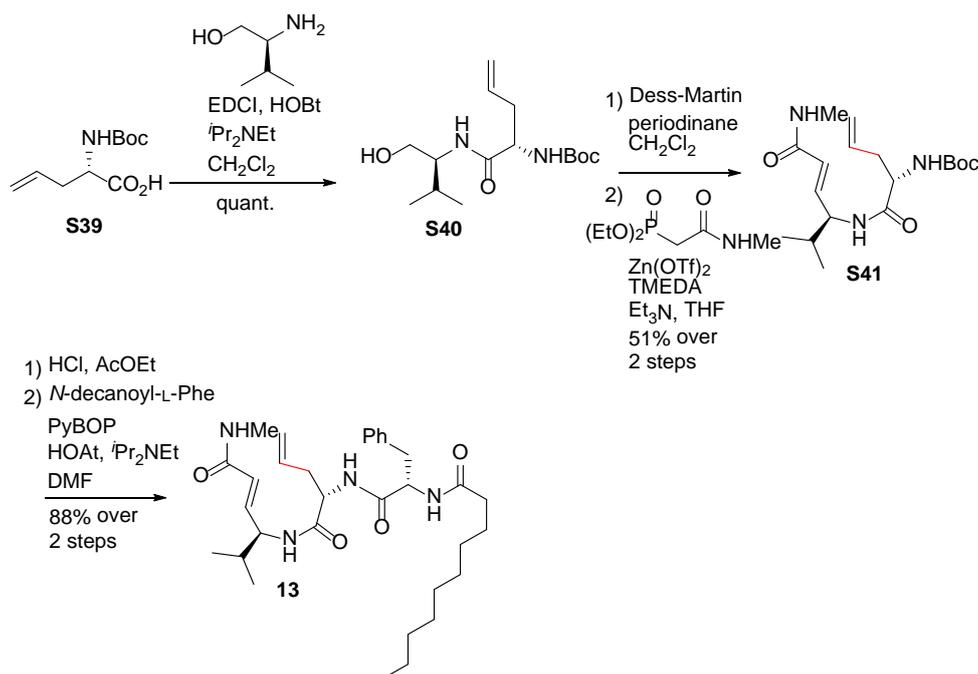
15 min. A solution of the crude aldehyde in THF (20 mL) was added to the mixture, and the whole mixture was stirred for 15 h. The mixture was concentrated *in vacuo*, and the residue was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na_2SO_4), filtered, and concentrated *in vacuo*. The residue was purified by silica gel column chromatography (ϕ 3×10 cm, 1 \rightarrow 3% MeOH/ CHCl_3) to afford **S38** (100 mg, 0.27 mmol, 86% over 2 steps) as a white solid. ^1H NMR (CD_3OD , 400 MHz) δ 6.73 (dd, 1H, H-4, $J_{4,3} = 15.6$, $J_{4,5} = 4.6$ Hz), 6.30 (d, 1H, H-3, $J_{3,4} = 15.6$ Hz), 4.37 (dd, 1H, H-5, $J_{5,4} = J_{5,14} = 5.5$ Hz), 4.30 (m, 1H, H-8), 3.20 (ddd, 1H, H-13, $J_{13,12} = 6.4$, $J_{13,\text{NH}} = 8.7$, $J_{\text{gem}} = 15.1$ Hz), 3.03 (ddd, 1H, H-13, $J_{13,12} = J_{13,\text{NH}} = 7.8$, $J_{\text{gem}} = 15.1$ Hz), 1.90 (m, 1H, H-14), 1.81 (m, 2H, H-9), 1.43 (s, 9H, ^tBu), 1.29-1.60 (m, 6H, H-10, H-11, H-12), 1.02 (t, 6H, H-15, $J_{15,14} = 5.5$ Hz); ^{13}C NMR (CD_3OD , 100 MHz) δ 174.1, 170.9, 157.2, 145.4, 122.9, 80.5, 57.6, 54.9, 41.1, 32.8, 32.6, 29.5, 28.7, 24.9, 21.1, 19.7, 19.5; ESIMS-LR m/z 390 [(M+Na) $^+$]; ESIMS-HR calcd for $\text{C}_{19}\text{H}_{33}\text{O}_4\text{N}_3\text{Na}$ 390.2363, found 390.2368. $[\alpha]_{\text{D}}^{18} -58.2$ (c 0.60, MeOH).

***N*-{[(*S*)-1-[[[(5*S*,8*S*,*E*)-5-isopropyl-2,7-dioxo-1,6-diazacyclotridec-3-en-8-yl]amino]-1-oxo-3-phenylpropan-2-yl]decanamide (12)**

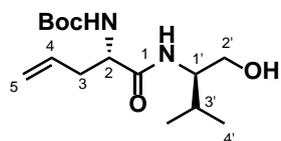


A solution of **S38** (40 mg, 0.11 mmol) was treated with 4.0 M HCl in AcOEt (1.0 mL) at room temperature for 1 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (39 mg, 120 μmol), $^i\text{Pr}_2\text{NEt}$ (56 μL , 330 μmol), and HOAt (26 mg, 160 μmol) in DMF (1.2 mL) was treated with PyBOP (86 mg, 160 μmol) at 0 $^\circ\text{C}$, and the mixture was stirred at room temperature for

17 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The mixture was filtered, and the insoluble contents was washed with *sat. aq.* NaHCO_3 , H_2O , and AcOEt. The residue was purified by preparative-TLC (10% MeOH/ CHCl_3) to afford **12** (40 mg, 70 μmol , 64% over 2 steps) as a white solid. ^1H NMR ($\text{DMSO-}d_6$, 500 MHz) δ 8.13 (m, 2H, H-6, H-19), 7.70 (m, 1H, H-16), 7.44 (m, 1H, H-1), 7.15-7.23 (m, 5H, Ar), 6.55 (d, 1H, H-4, $J_{4,3} = 13.8$ Hz), 6.13 (d, 1H, H-3, $J_{3,4} = 15.5$ Hz), 4.51 (m, 2H, H-8, H-18), 4.28 (br s, 1H, H-5), 3.01 (m, 1H, H-30), 2.88 (m, 2H, H-13), 2.75 (m, 1H, H-30), 2.00 (br s, 2H, H-21), 1.81 (m, 2H, H-9), 1.77 (m, 1H, H-14), 0.85-1.47 (m, 29H, H-10, H-11, H-12, H-15, H-22, H-23, H-24, H-25, H-26, H-27, H-28, H-29); ^{13}C NMR ($\text{DMSO-}d_6$, 125 MHz) δ 172.3, 170.6, 166.9, 142.7, 138.2, 133.7, 129.1, 127.9, 126.1, 123.3, 122.1, 120.3, 95.6, 55.0, 53.7, 51.7, 37.0, 35.2, 31.3, 30.9, 28.9, 28.7, 28.4, 25.3, 23.4, 22.2, 19.4, 19.3, 18.8, 14.0; ESIMS-LR m/z 591 [(M+Na) $^+$]; ESIMS-HR calcd for $\text{C}_{33}\text{H}_{52}\text{O}_4\text{N}_4\text{Na}$ 591.3881, found 591.3893.

Scheme S8. Synthesis of **13**

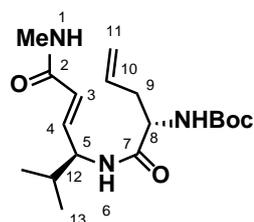
***tert*-Butyl {(*S*)-1-[[(*R*)-1-Hydroxy-3-methylbutan-2-yl]amino]-1-oxopent-4-en-2-yl}carbamate (**S40**)**



A solution of **S39** (500 mg, 2.3 mmol), L-valinol (260 μ L, 2.3 mmol), HOBT·H₂O (470 mg, 3.5 mmol), and *i*Pr₂NEt (0.97 mL, 7.0 mmol) in DMF (12 mL) was treated with EDCI (540 mg, 3.5 mmol) at room temperature for 24 h. The mixture was partitioned between with AcOEt and H₂O. The organic phase was washed with 1 M *aq.* HCl, *sat. aq.* NaHCO₃,

H₂O, and brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo* to afford **S40** (700 mg, quant.) as a colorless oil. ¹H NMR (CDCl₃, 400 MHz) δ 6.32 (m, 1H, NH), 5.76 (ddt, 1H, H-4, $J_{4,5} = 17.9$, $J_{4,5} = 10.1$, $J_{4,3} = 7.8$ Hz), 5.20 (d, 1H, H-5, $J_{5,4} = 10.1$ Hz), 5.00 (br s, 1H, BocNH), 4.10 (dd, 1H, H-2, $J_{2,3} = 12.8$, $J_{2,3} = 6.4$ Hz), 3.71 (m, 1H, H-1'), 3.60-3.70 (m, 2H, H-2'), 2.67 (br s, 1H, OH), 2.52 (m, 2H, H-3), 1.87 (dq, 1H, H-3', $J_{3,1'} = 14$, $J_{3,4'} = 6.9$ Hz), 1.45 (s, 9H, *t*Bu), 0.93 (d, 6H, H-4', $J_{4,3'} = 6.8$ Hz); ¹³C NMR (CDCl₃, 100 MHz) δ 172.2, 162.7, 156.0, 133.3, 119.2, 80.7, 63.7, 57.4, 54.4, 36.6, 36.4, 31.6, 29.0, 28.4, 19.7, 18.8; ESIMS-LR *m/z* 323 [(M+Na)⁺]; ESIMS-HR calcd for C₁₅H₂₈O₄N₂Na 323.1941, found 323.1943. [α]_D²⁰ -65.2 (*c* 1.00, CHCl₃).

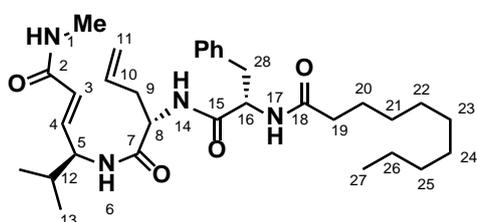
***tert*-Butyl {(*S*)-1-[[(*S,E*)-2-Methyl-6-(methylamino)-6-oxohex-4-en-3-yl]amino]-1-oxopent-4-en-2-yl}carbamate (**S41**)**



A solution of **S40** (310 mg, 1.0 mmol) in CH₂Cl₂ (10 mL) was treated with Dess-Martin periodinane (470 mg, 1.1 mmol) at room temperature for 1 h. Ethyl acetate, *sat. aq.* NaHCO₃, and *sat. aq.* Na₂S₂O₃ were added to the mixture, which was vigorously stirred for further 10 min. The organic phase was dried (Na₂SO₄), filtered, and concentrated *in vacuo*. A solution of the residue (210 mg, 1.1 mmol), Zn(OTf)₂ (800 mg, 2.2 mmol), and TMEDA (180 μ L, 1.2

mmol) in THF (8.0 mL) was treated with Et₃N (560 μL, 4.0 mmol) at room temperature for 15 min. A solution of the crude aldehyde in THF (4 mL) was added to the mixture, which was stirred for 18 h. The mixture was concentrated *in vacuo* and the residue was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with brine, dried (Na₂SO₄), filtered, and concentrated *in vacuo*. The residue was purified by trituration with Et₂O to afford **S41** (180 mg, 0.51 mmol, 51% over 2 steps) as a white solid. ¹H NMR (CDCl₃, 500 MHz) δ 6.71 (dd, 1H, H-4, *J*_{4,3} = 14.9, *J*_{4,5} = 5.7 Hz), 6.59 (d, 1H., H-6, *J*_{6,5} = 8.0 Hz), 5.92 (d, 1H, H-3, *J*_{3,4} = 14.9 Hz), 5.72 (m, 1H, H-10), 5.15 (m, 1H, H-11), 5.11 (m, 1H, H-11), 4.41 (m, 1H, H-5), 4.14 (m, 1H, H-8), 2.84 (d, 3H, NMe, *J* = 5.2 Hz), 2.51 (m, 2H, H-9), 1.85 (m, 1H, H-12), 1.42 (s, 9H, ^tBu), 0.89 (t, 6H, H-13, *J*_{13,12} = 6.9 Hz); ¹³C NMR (CDCl₃, 125 MHz) δ 171.4, 166.2, 156.2, 141.9, 133.4, 124.7, 119.4, 80.7, 55.7, 54.3, 36.3, 32.3, 28.6, 26.6, 19.2, 18.3; ESIMS-LR *m/z* 376 [(M+Na)⁺]; ESIMS-HR calcd for C₁₈H₃₁O₄N₃Na 376.2207, found 376.2209. [α]_D¹⁸ -43.4 (*c* 1.02, MeOH).

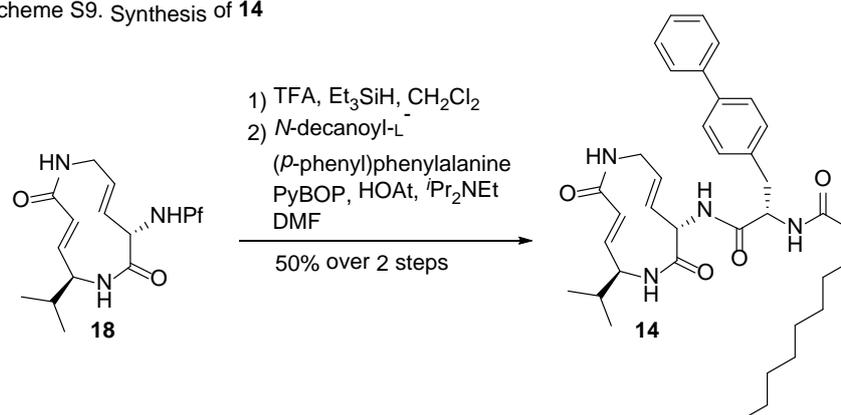
***N*-{(*S*)-1-[(*S*)-1-[(*S,E*)-2-Methyl-6-(methylamino)-6-oxohex-4-en-3-yl]amino]-1-oxopent-4-en-2-yl]amino}-1-oxo-3-phenylpropan-2-yl}decanamide (**13**)**



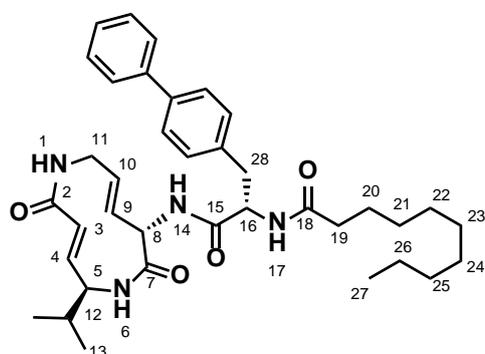
A solution of the **S41** (35 mg, 0.10 mmol) was treated with 4.0 M HCl in AcOEt (1.0 mL) at room temperature for 1 h, and the mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-phenylalanine (35 mg, 110 μmol), ⁱPr₂NEt (51 μL, 300 μmol), and HOAt (23 mg, 150 μmol) in DMF (1 mL) was treated with PyBOP (78 mg, 150 μmol) at 0 °C, and the mixture was stirred at room temperature for 15 h.

The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The organic phase was washed with *sat. aq.* NaHCO₃ and H₂O, filtered, and the residue was washed with AcOEt. The residue was purified by preparative-TLC (10% MeOH/CHCl₃) to afford **13** (49 mg, 88 μmol, 88% over 2 steps) as a white solid. ¹H NMR (DMSO-*d*₆, 500 MHz) δ 8.12 (m, 1H, H-14), 8.11 (m, 1H, H-1), 8.06 (m, 1H, H-17), 8.05 (m, 1H, H-6), 7.14-7.23 (m, 5H, Ar), 6.48 (ddd, 1H, H-4, *J*_{4,3} = 15.5, *J*_{4,5} = 5.0, *J*_{4,12} = 3.2 Hz), 5.87 (d, 1H, H-3, *J*_{3,4} = 15.5 Hz), 5.70 (m, 1H, H-10), 5.08 (d, 1H, H-11, *J*_{11,10} = 16.6 Hz), 5.00 (d, 1H, H-11, *J*_{11,10} = 10.3 Hz), 4.50 (m, 1H, H-16), 4.35 (m, 1H, H-8), 4.17 (m, 1H, H-5), 3.00 (dd, 1H, H-28, *J*_{28,16} = *J*_{gem} = 13.7 Hz), 2.72 (dd, 1H, H-28, *J*_{28,16} = 10.9, *J*_{gem} = 13.7 Hz), 2.61 (m, 3H, NMe), 2.42 (m, 1H, H-9), 2.35 (m, 1H, H-9), 2.00 (m, 2H, H-19), 1.76 (m, 1H, H-12), 0.83-1.36 (m, 23H, H-13, H-20, H-21, H-22, H-23, H-24, H-25, H-26, H-27); ¹³C NMR (DMSO-*d*₆, 125 MHz) δ 172.2, 171.1, 164.9, 140.4, 137.9, 133.9, 129.0, 127.7, 125.9, 124.4, 117.4, 54.8, 53.7, 52.3, 37.1, 36.3, 35.1, 31.5, 31.1, 28.7, 28.5, 28.3, 25.3, 25.0, 21.9, 18.8, 18.3, 13.8; ESIMS-LR *m/z* 577 [(M+Na)⁺]; ESIMS-HR calcd for C₃₂H₅₀O₄N₄Na 577.3724, found 577.3726.

Scheme S9. Synthesis of **14**



***N*-{[(*S*)-3-[(1,1'-Biphenyl)-4-yl]-1-[[*(3E,5S,8S,9E)*]-5-isopropyl-2,7-dioxo-1,6-diazacycloundeca-3,9-dien-8-yl]amino}-1-oxopropan-2-yl}decanamide (**14**)**

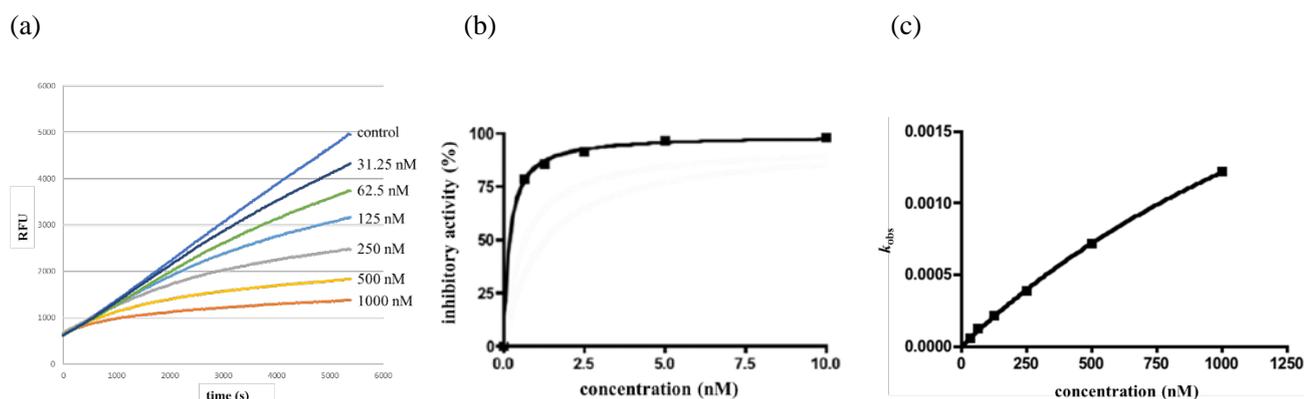


A solution of **18** (20 mg, 42 μmol) and Et₃SiH (17 μL, 110 μmol) in CH₂Cl₂ (0.50 mL) was treated with TFA (0.50 mL) at 0 °C, and the mixture was stirred at room temperature for 3 h. The mixture was concentrated *in vacuo*. A solution of the residue, *N*-decanoyl-L-(*p*-phenyl)phenylalanine (25 mg, 130 μmol), ⁱPr₂NEt (22 μL, 130 μmol), and HOAt (10 mg, 63 μmol) in DMF (0.50 mL) was treated with PyBOP (33 mg, 63 μmol) at room temperature for 20 h. The mixture was partitioned between AcOEt and 1 M *aq.* HCl. The mixture was filtered, and the insoluble contents was washed with *sat. aq.* NaHCO₃, H₂O, and AcOEt. The residue was purified by preparative-TLC (10% MeOH/CHCl₃) to afford **14** (13 mg, 21 μmol, 50% over 2 steps) as a white solid. ¹H NMR (DMSO-*d*₆, 500 MHz) δ 8.32 (m, 1H, H-14), 8.05 (d, 1H, H-17, *J*_{17,16} = 6.9 Hz), 7.33-7.62 (m, 11H, H-Ar, H-1, H-6), 6.18 (m, 1H, H-4), 5.98 (d, 1H, H-3, *J*_{3,4} = 15.5 Hz), 5.61 (m, 2H, H-9, H-10), 4.79 (m, 1H, H-8), 4.60 (m, H-16), 3.87 (m, 1H, H-5), 3.73 (m, 2H, H-11), 3.05 (d, 1H, H-28, *J*_{gem} = 13.8 Hz), 2.74 (t, 1H, H-28, *J* = 11.5 Hz), 1.99 (m, 1H, H-19), 1.72 (m, 1H, H-12), 1.31 (m, 2H, H-20), 0.80-1.9 (m, 21H, H-13, H-21-27); ¹³C NMR (DMSO-*d*₆, 125 MHz) δ 185.6, 171.2, 170.8, 169.1, 168.3, 139.9, 137.8, 137.2, 129.6, 128.7, 127.0, 126.3, 126.0, 53.3, 43.8, 36.9, 35.1, 31.2, 31.1, 28.7, 28.6, 28.2, 25.1, 21.9, 19.5, 19.1, 13.8; ESIMS-LR *m/z* 637 [(M+Na)⁺]; ESIMS-HR calcd for C₃₇H₅₁O₄N₄ 615.391, found 615.391.

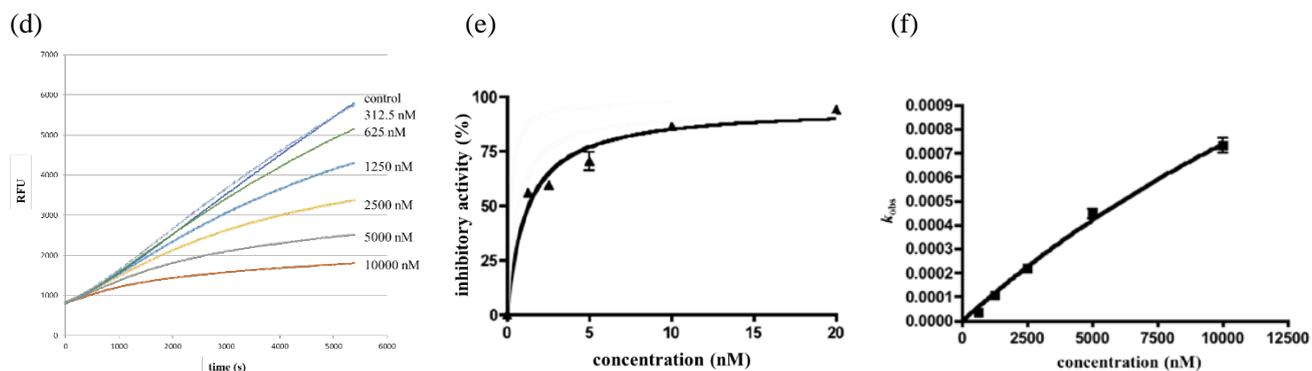
4) Evaluation of *in vitro* β 5 proteasome inhibitory activity and determination of kinetic constants

In vitro proteasome inhibitory activity was measured on 96-well microtiter plates using human erythrocyte 20S proteasome (R&D Systems, Inc.) with the AK-740 Assay Kit for Drug Discovery (Biomol). Reactions were performed at 37 °C in 100 μ L volumes containing a serial dilution of test samples, 2 μ g/mL 20S proteasome, and 100 μ M Suc-LLVY-AMC for assaying chymotrypsin-like activity, according to the manufacture's instructions. Fluorescence was monitored with an infinite M200 microplate reader (Tecan) equipped with 360 nm excitation and 465 nm emission filters, and the results were graphically represented in Figures S1. The observed rate constant for inhibition, k_{obs} , at each concentration was determined from the slope of a semi-logarithmic plot of inhibition versus time. The k_{obs} values were re-plotted against inhibitor concentrations as shown in Figure S1, and fitted to a hyperbolic equation, $k_{obs} = k_2[I]/(K_i+[I])$, to obtain values for K_i and k_2 . The k_2/K_i ratio represents the second-order rate constant for the reaction of the inhibitor with the target. ^{S7)}

Data for analogue 1



Data for analogue 2



Data for analogue 3

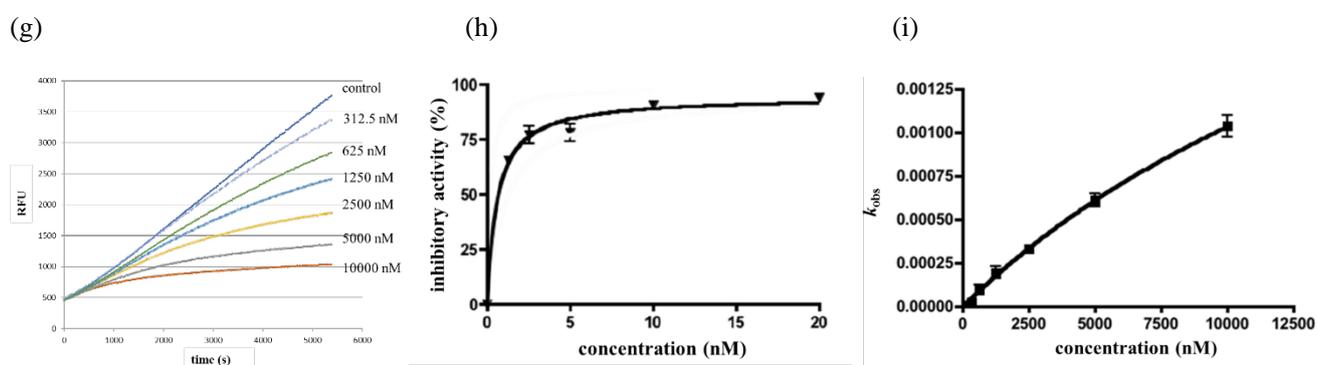
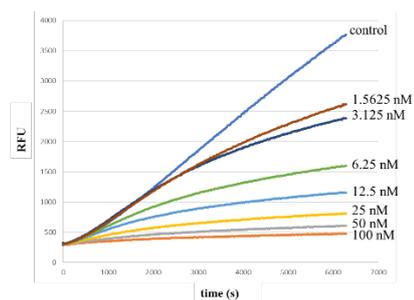


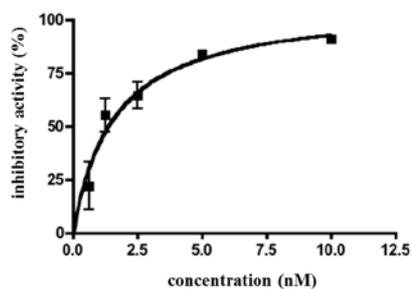
Figure S1-1. In vitro $\beta 5$ proteasome inhibitory activity and k_{obs} plots. (a) (d) (g) Comparative data of the $\beta 5$ proteasome inhibitory activity. (b) (e) (h) Proteasome $\beta 5$ inhibitory activity. (c) (f) (i) The dependence of the observed k_{obs} on the concentration of inhibitor.

Data for analogue 4

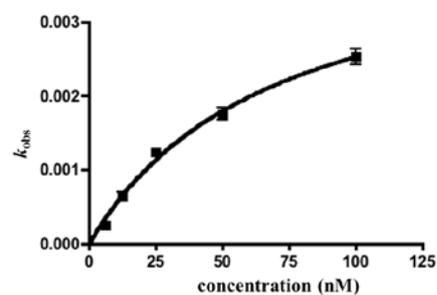
(j)



(k)

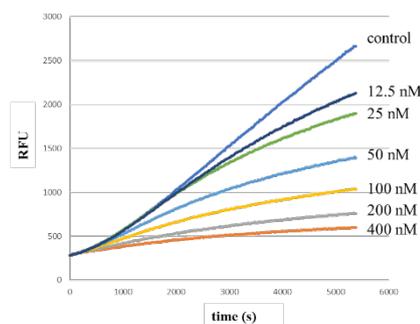


(l)

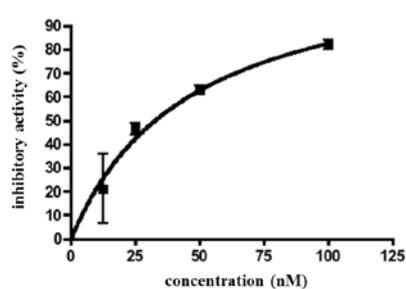


Data for analogue 5

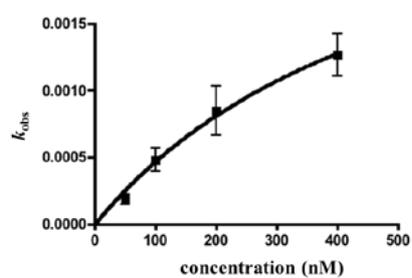
(m)



(n)

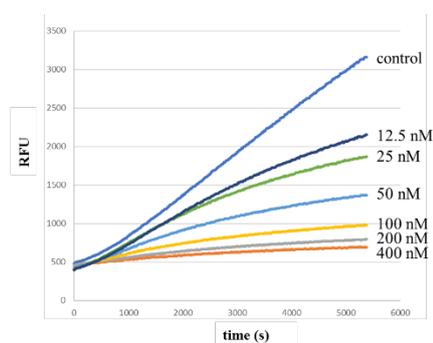


(o)

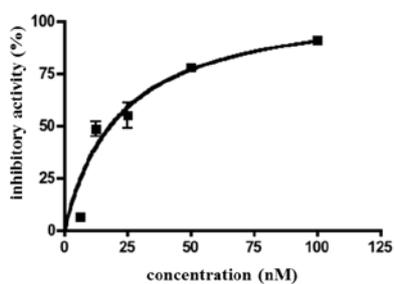


Data for analogue 6

(p)



(q)



(r)

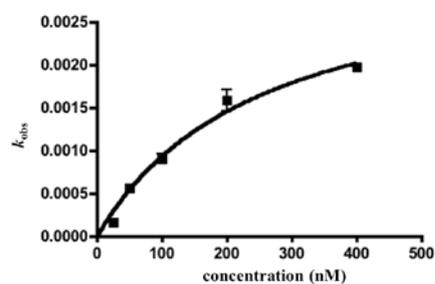
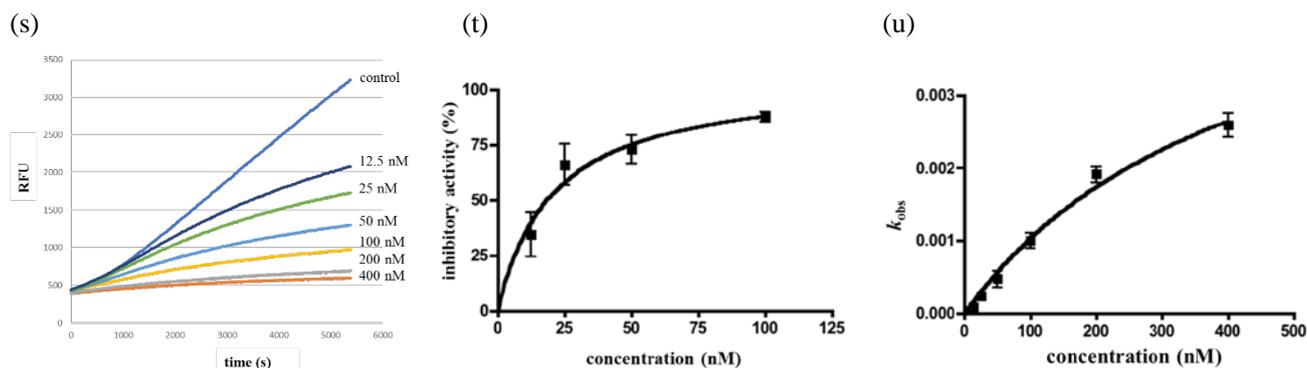
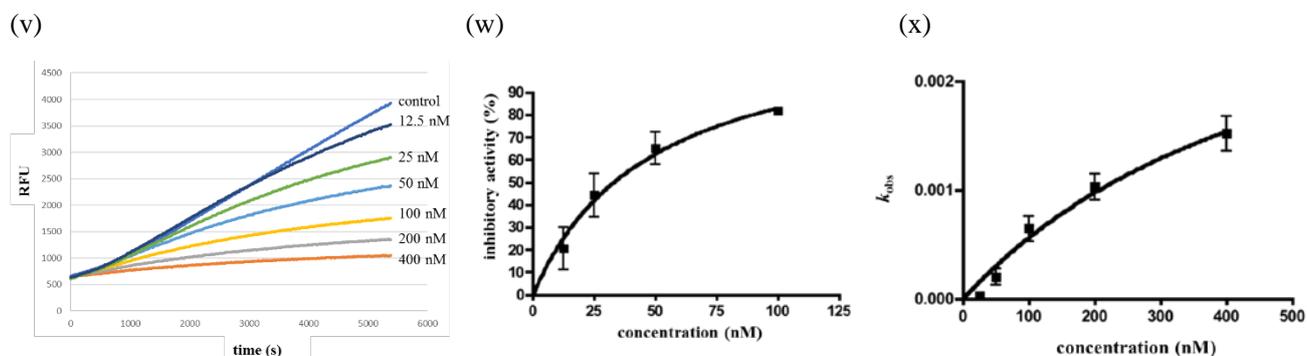


Figure S1-2. In vitro $\beta 5$ proteasome inhibitory activity and k_{obs} plots. (j) (m) (p) Comparative data of the $\beta 5$ proteasome inhibitory activity. (k) (n) (q) Proteasome $\beta 5$ inhibitory activity. (l) (o) (r) The dependence of the observed k_{obs} on the concentration of inhibitor.

Data for analogue 8



Data for analogue 9



Data for analogue 10

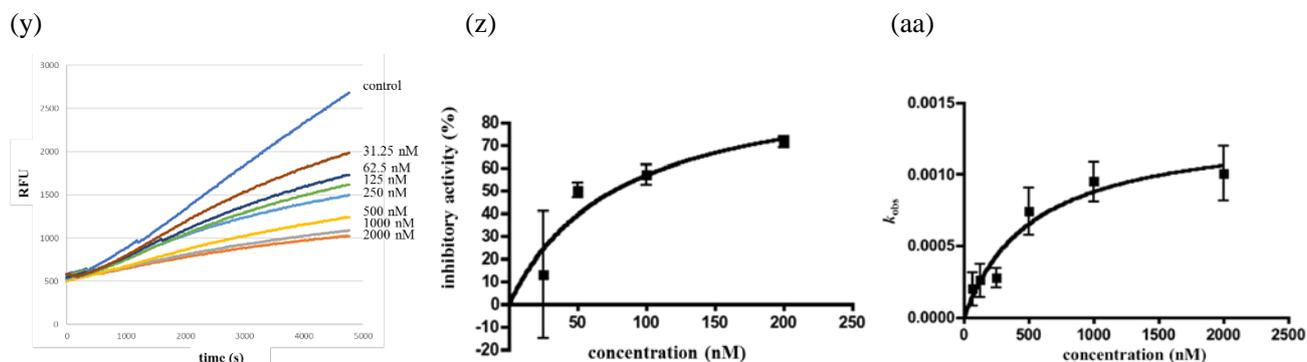
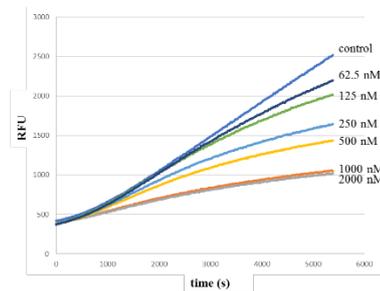


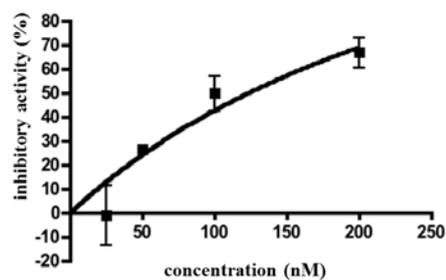
Figure S1-3. In vitro $\beta 5$ proteasome inhibitory activity and k_{obs} plots. (s) (v) (y) Comparative data of the $\beta 5$ proteasome inhibitory activity. (t) (w) (z) Proteasome $\beta 5$ inhibitory activity. (u) (x) (aa) The dependence of the observed k_{obs} on the concentration of inhibitor.

Data for analogue 11

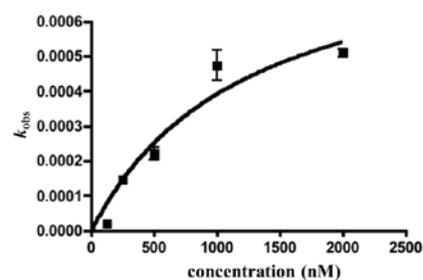
(bb)



(cc)

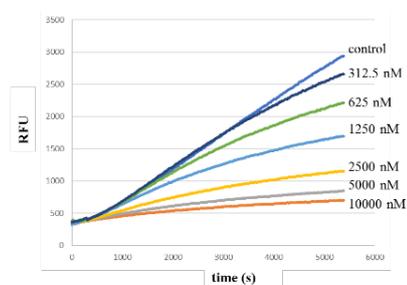


(dd)

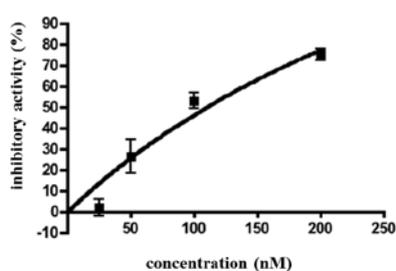


Data for analogue 12

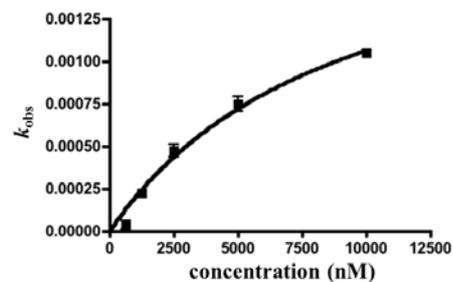
(ee)



(ff)

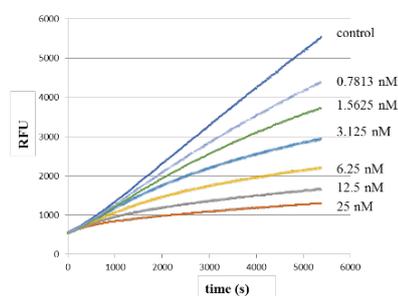


(gg)

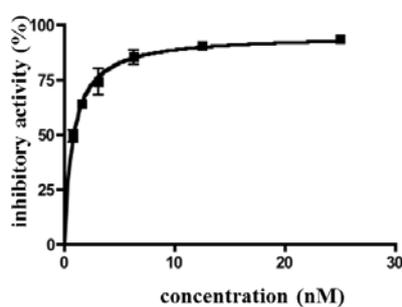


Data for analogue 14

(hh)



(ii)



(jj)

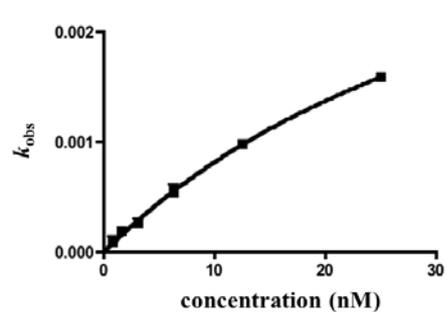


Figure S1-4. In vitro $\beta 5$ proteasome inhibitory activity and k_{obs} plots. (bb) (ee) (hh) Comparative data of the $\beta 5$ proteasome inhibitory activity. (cc) (ff) (ii) Proteasome $\beta 5$ inhibitory activity. (dd) (gg) (jj) The dependence of the observed k_{obs} on the concentration of inhibitor.

5) Evaluation of anti-proliferation activity against Amo-1 cells

Cell proliferation assays were performed using the Cell Counting Kit-8 (CCK-8) (Dojindo, CK04) according to the manufacturer's protocol. In brief, Amo-1 cells were cultured in RPMI1640 medium containing 10% FBS and 1% penicillin-streptomycin. A cell suspension at 1×10^5 cells/ml (100 μ L) was seeded into a 96-well plate in each well. After culturing for 24 h at 37 °C under atmosphere of 5% CO₂, the cells were treated with a solution of the compound in DMSO (1 μ L) at 37 °C for 72 h. A solution of the CCK-8 (10 μ L) was then added to each well and the cells were incubated at 37 °C for 3 h. The absorbance at 450 nm was measured using an Infinite M200 PRO multimode microplate reader (Tecan). The data points were calculated from the average (\pm standard deviation) of three assays and plotted using Microsoft Excel 2016. Compound concentrations that exhibited 50% inhibition of cell proliferation (IC₅₀) were calculated from curves constructed by plotting cell proliferation (%) versus the log of compound concentration (nM). IC₅₀ (nM): **4** = 4.33 \pm 1.6, **8** = 26.3 \pm 9.3, **14** = 12.1 \pm 3.2.

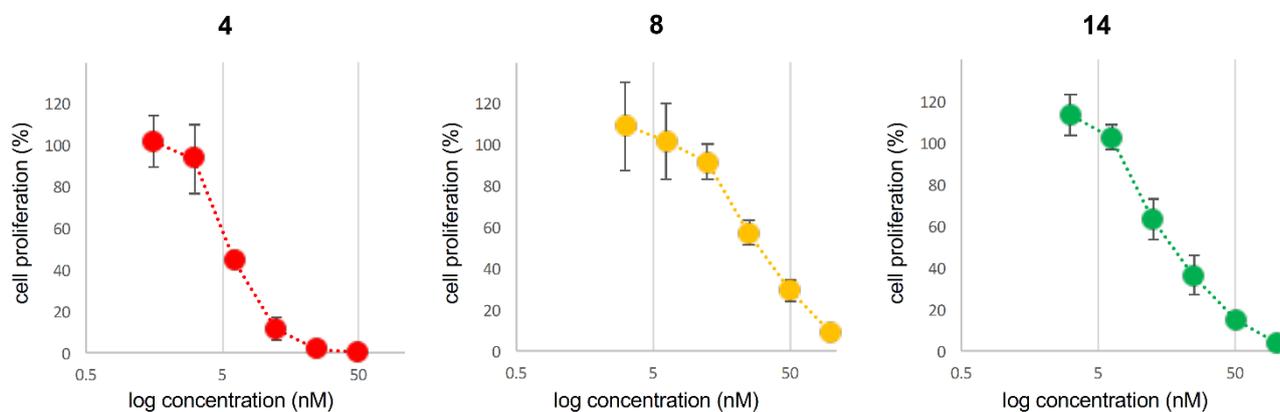


Figure S2. Anti-cell proliferative activity of **4**, **8**, and **14** on Amo-1 cells.

6) Conformational calculation

Conformational search of **7**, **8**, **11**, and **12** was carried out using the Monte Carlo multiple minimum (MCMM) method (1000 steps), followed by Polak-Ribiere conjugate gradient (PGCG) minimization with the OPLS 2005 force field. The other settings were used as default.

Conformational search of **4**, **5**, **6**, **9**, and **10** was carried out using the Monte Carlo multiple minimum (MCMM) method (1000 steps), followed by Polak-Ribiere conjugate gradient (PGCG) minimization with the OPLS 2005 force field with constraints on to build structures that fulfill torsional angles derived from $J_{4,5}$ measured at 400 or 500 MHz ^1H NMR. The other settings were used as default. To calculate torsional angles, the vinyl-allylic proton coupling constants in analogues were calculated using the Garbisch equations: $J_{4,5} = 6.6 \cos^2\theta + 2.6 \sin^2\theta$ ($0^\circ < \theta < 90^\circ$), $J_{4,5} = 11.6 \cos^2\theta + 2.6 \sin^2\theta$ ($\theta > 90^\circ$).^{S8} The other settings were used as default. Side chains of all structures were replaced by acetyl group.

compound	$J_{4,5}$ (Hz)	dihedral angle(°)
4	5.4	33, 123
5	5.2	36, 122
6	5	39, 121
7	-	-
8	-	-
9	8.6	145
10	6.3	16, 130
11	-	-
12	-	-

Table S1. Coupling constants of analogues and calculated dihedral angles.

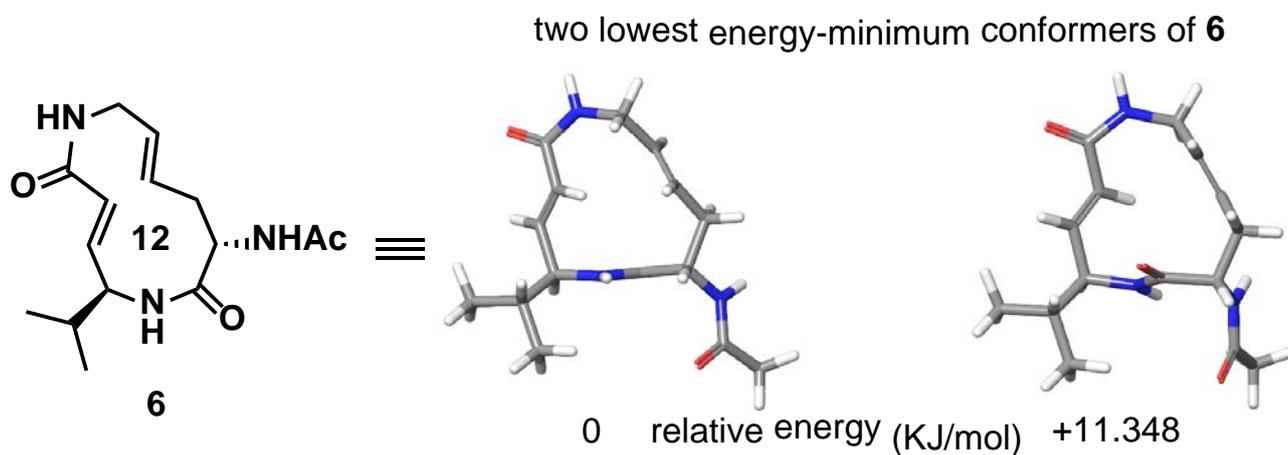
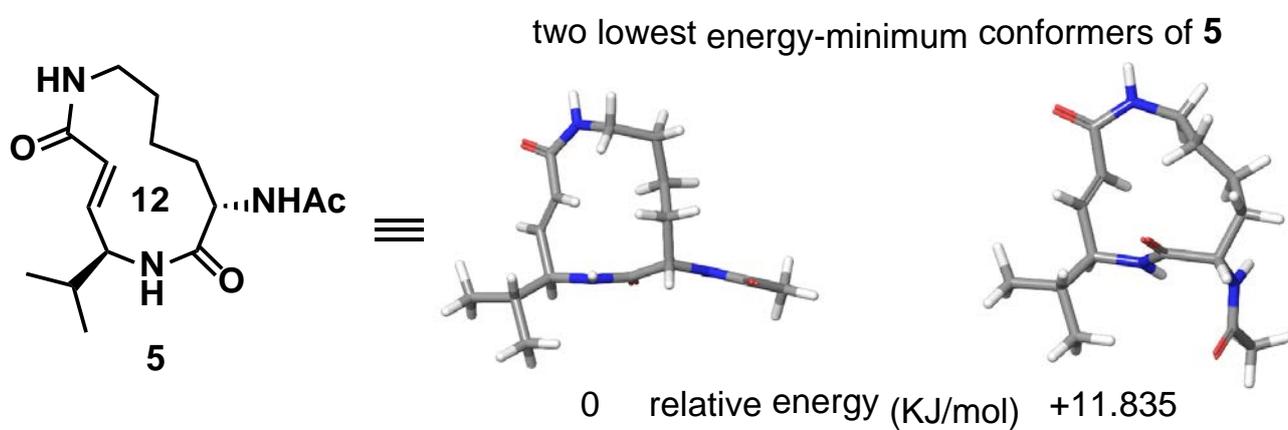
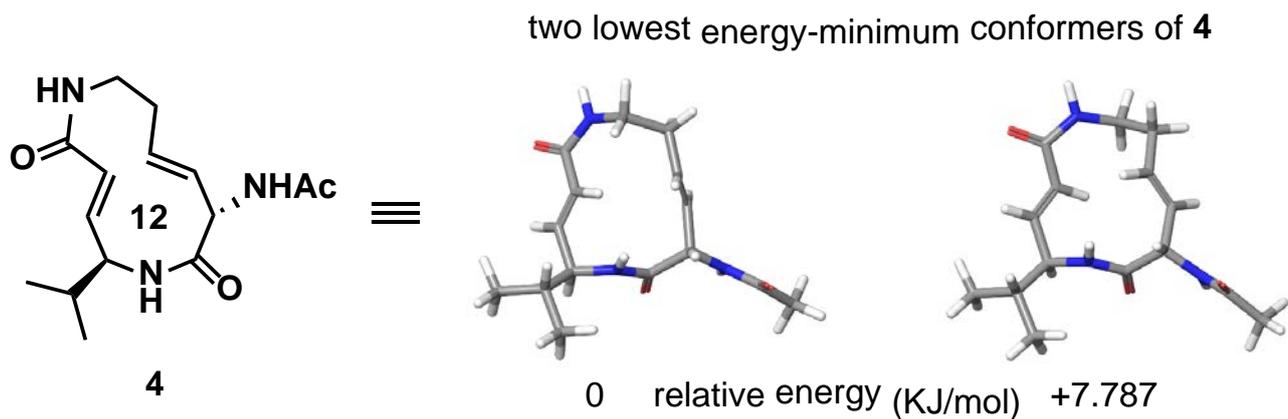


Figure S3-1. Calculated lowest energy-minimum conformers of the core structures of analogues **4-6**.

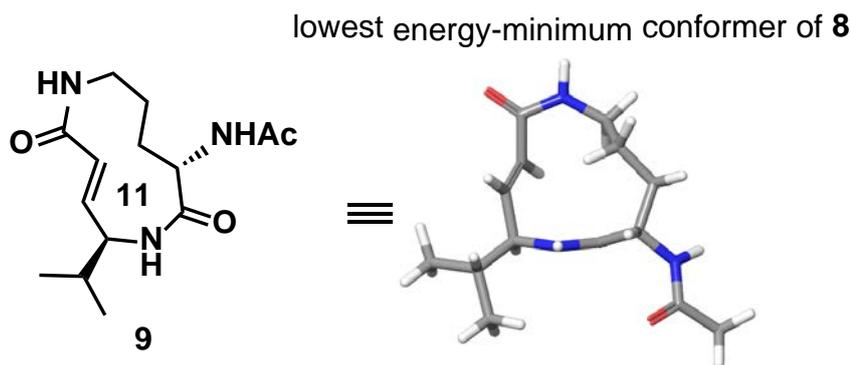
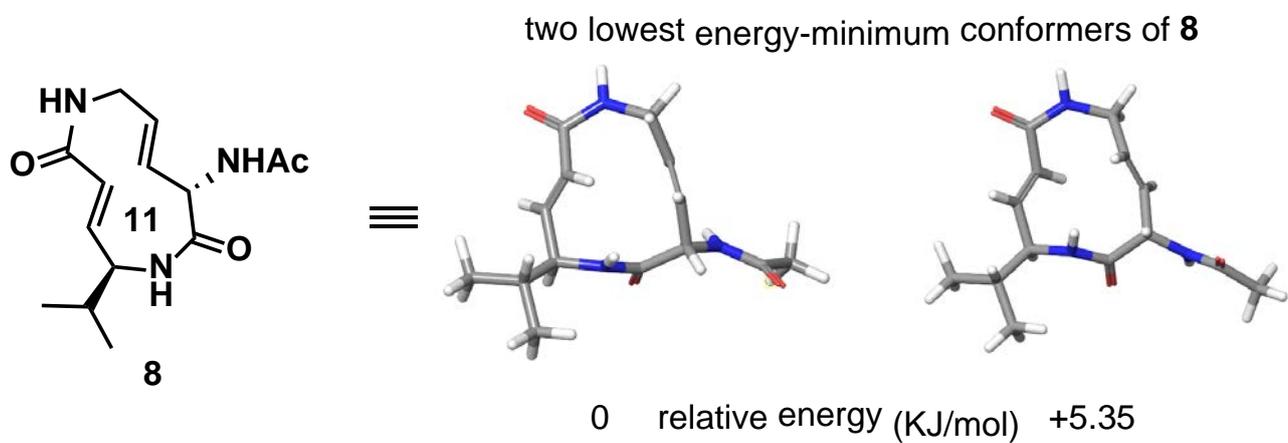
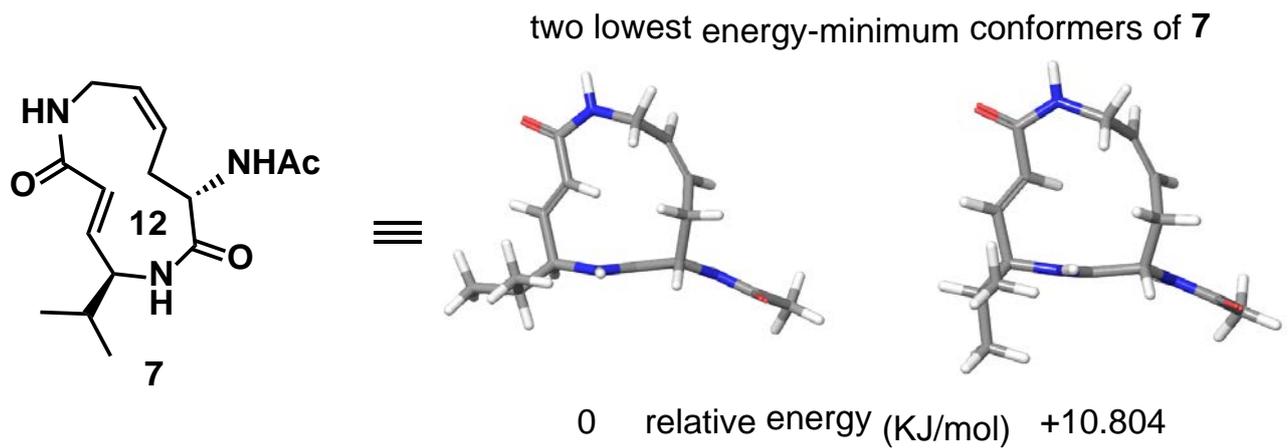


Figure S3-2. Calculated lowest energy-minimum conformers of the core structures of analogues **7-9**.

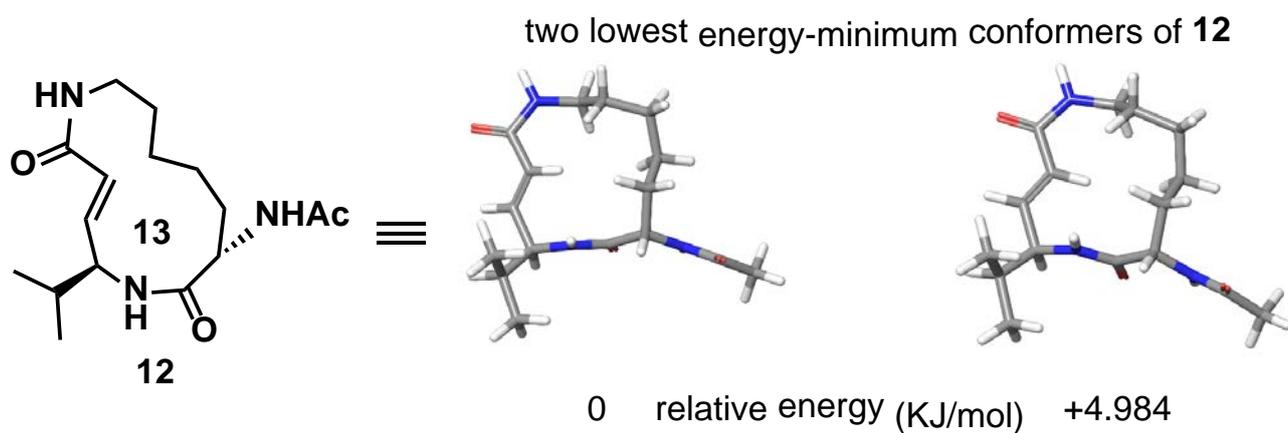
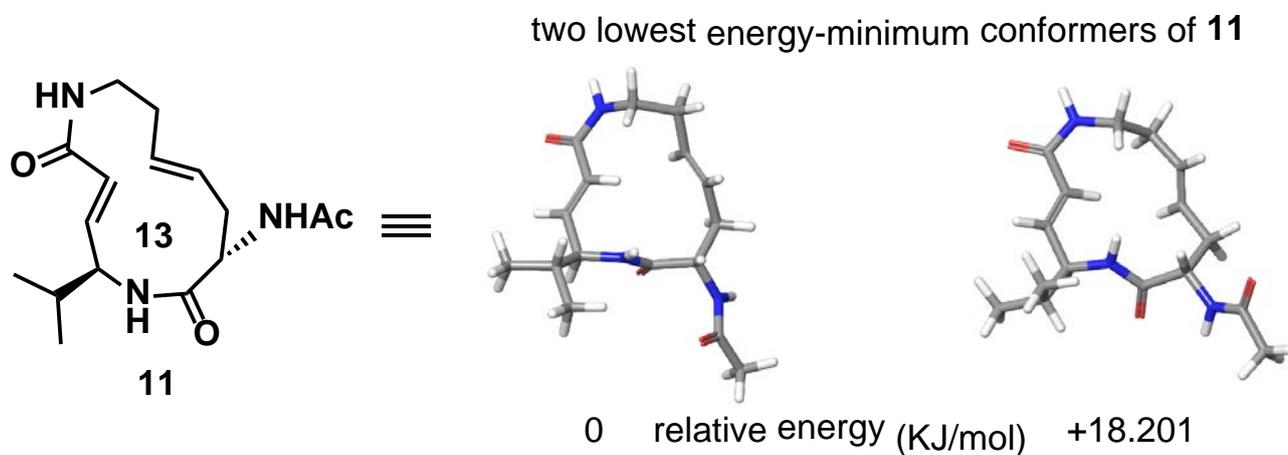
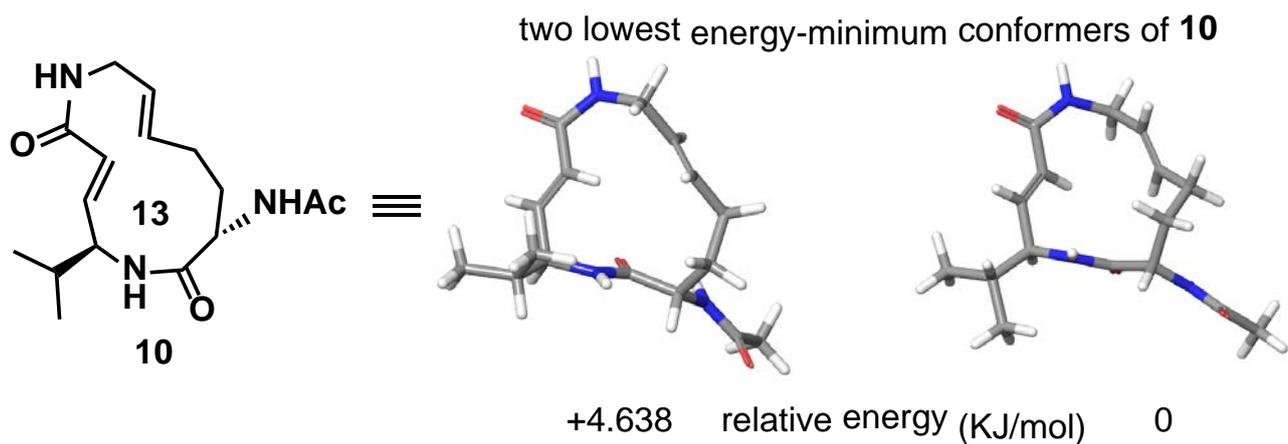
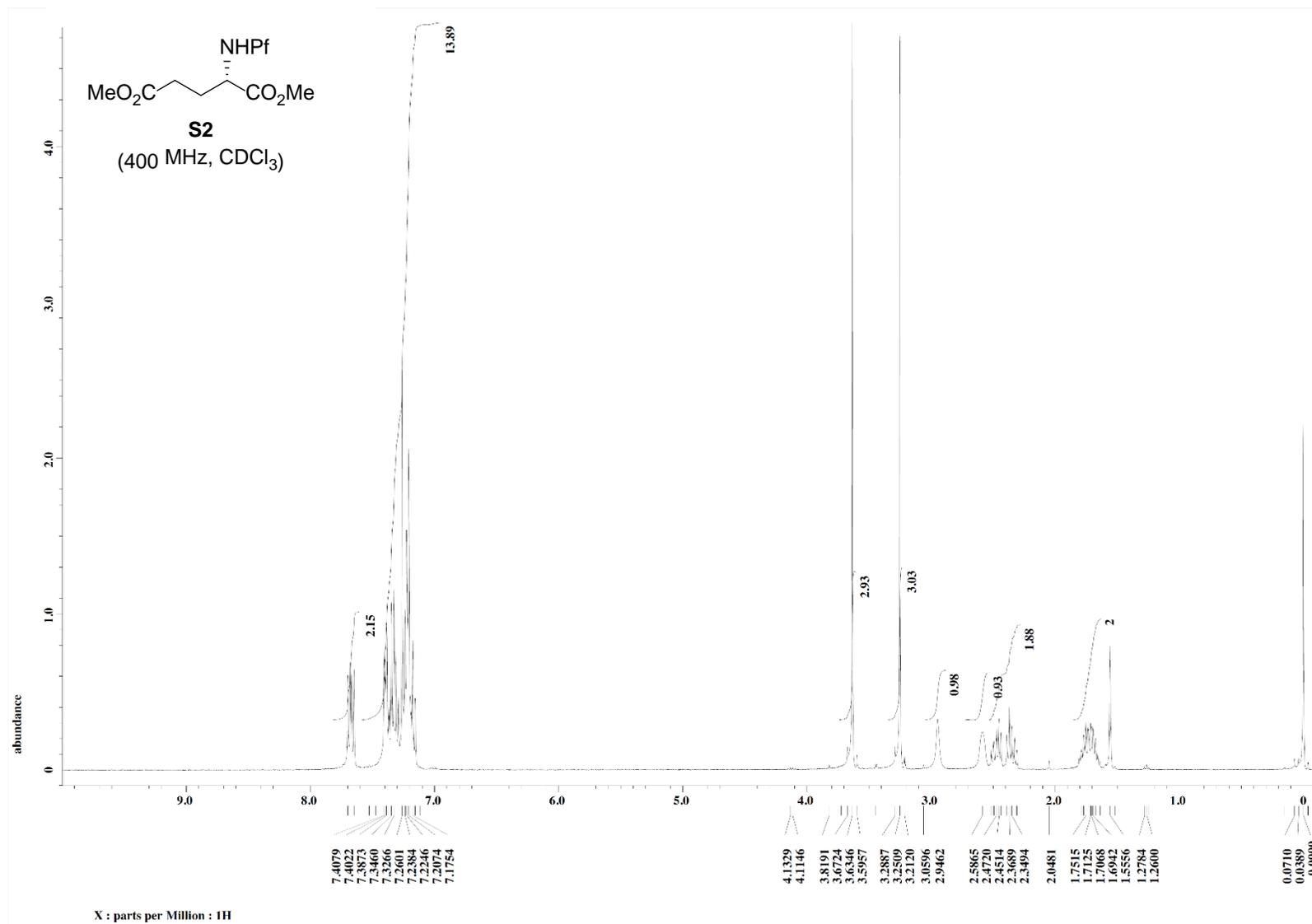


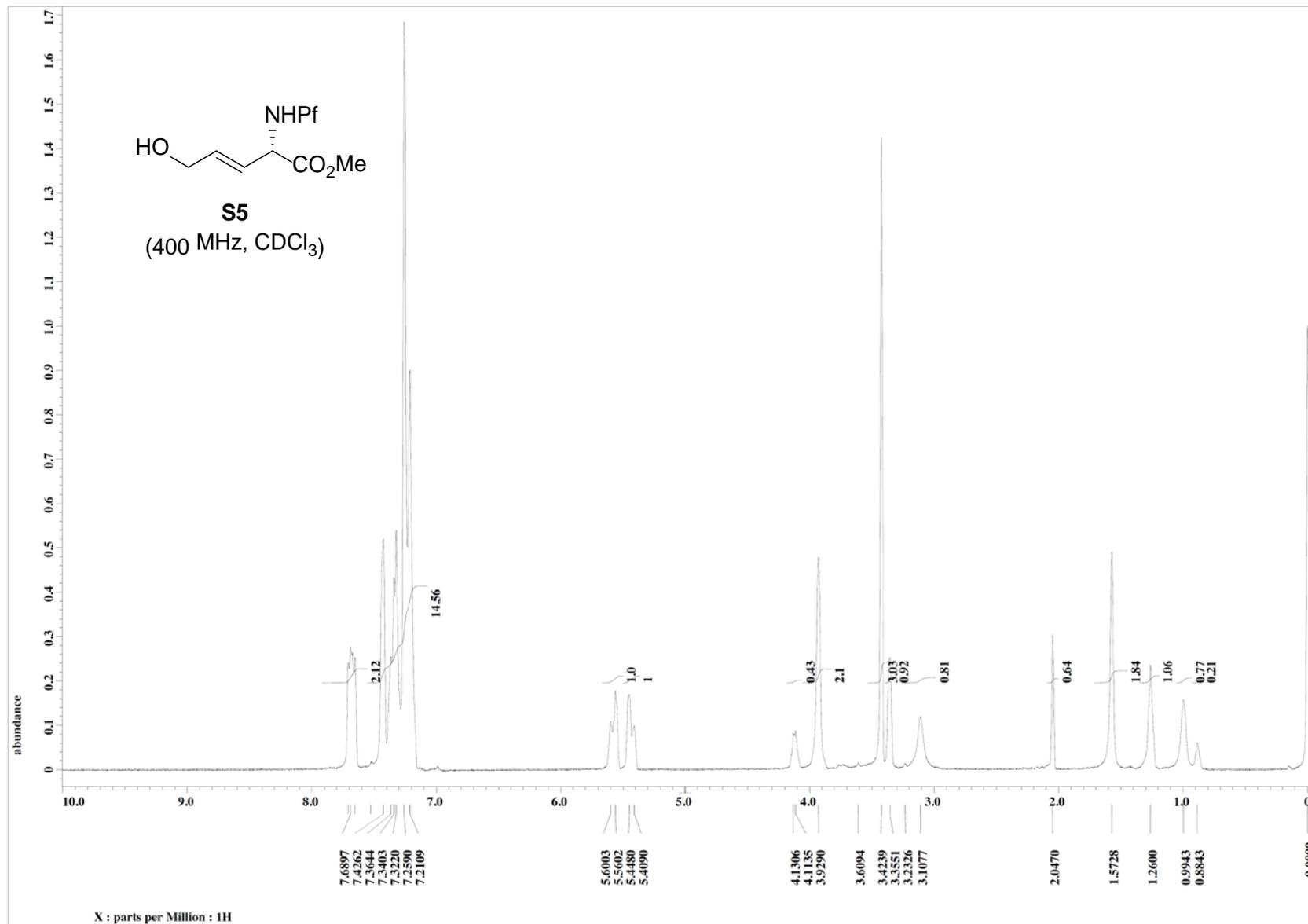
Figure S3-3. Calculated lowest energy-minimum conformers of the core structures of analogues **10-12**.

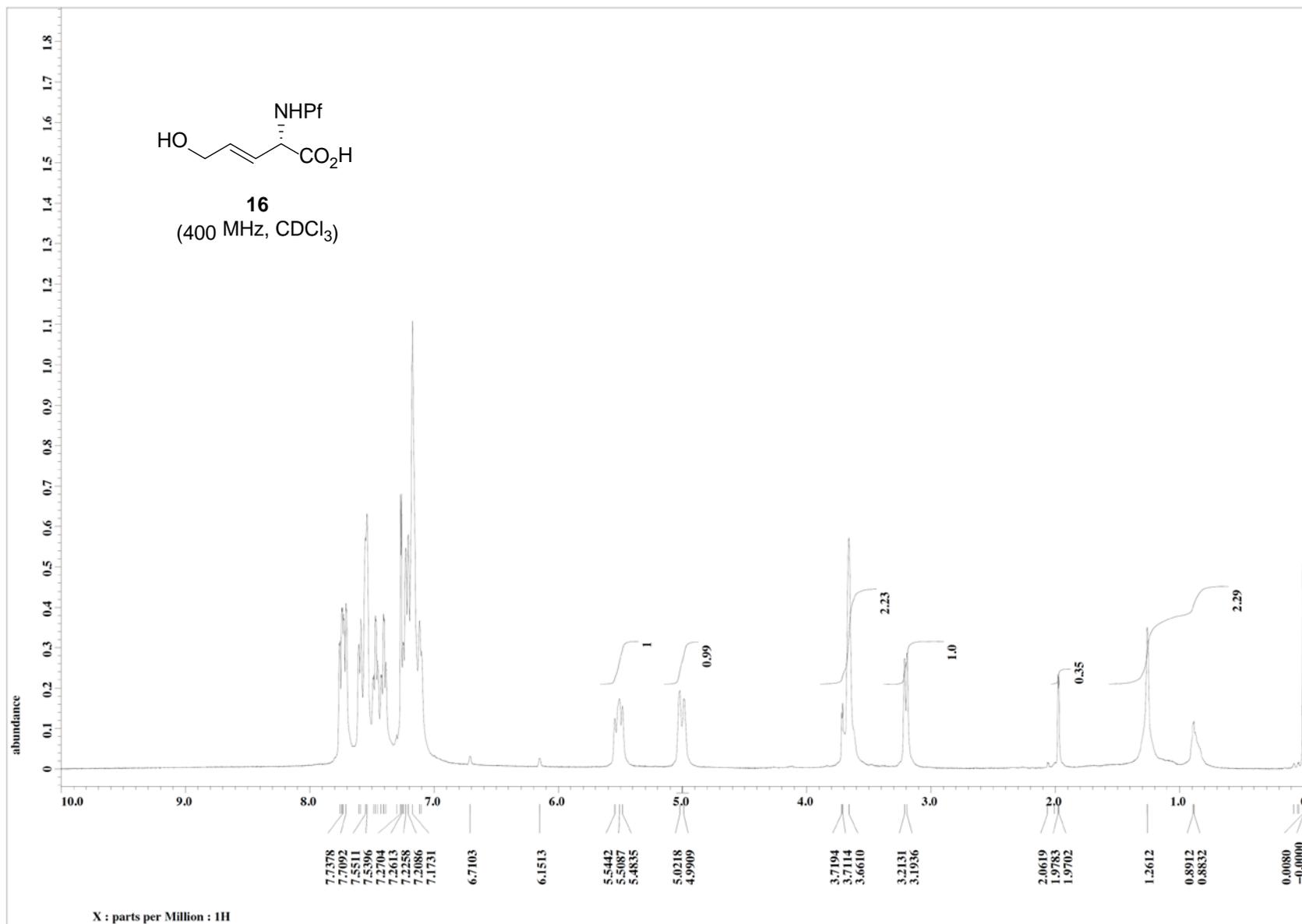
References

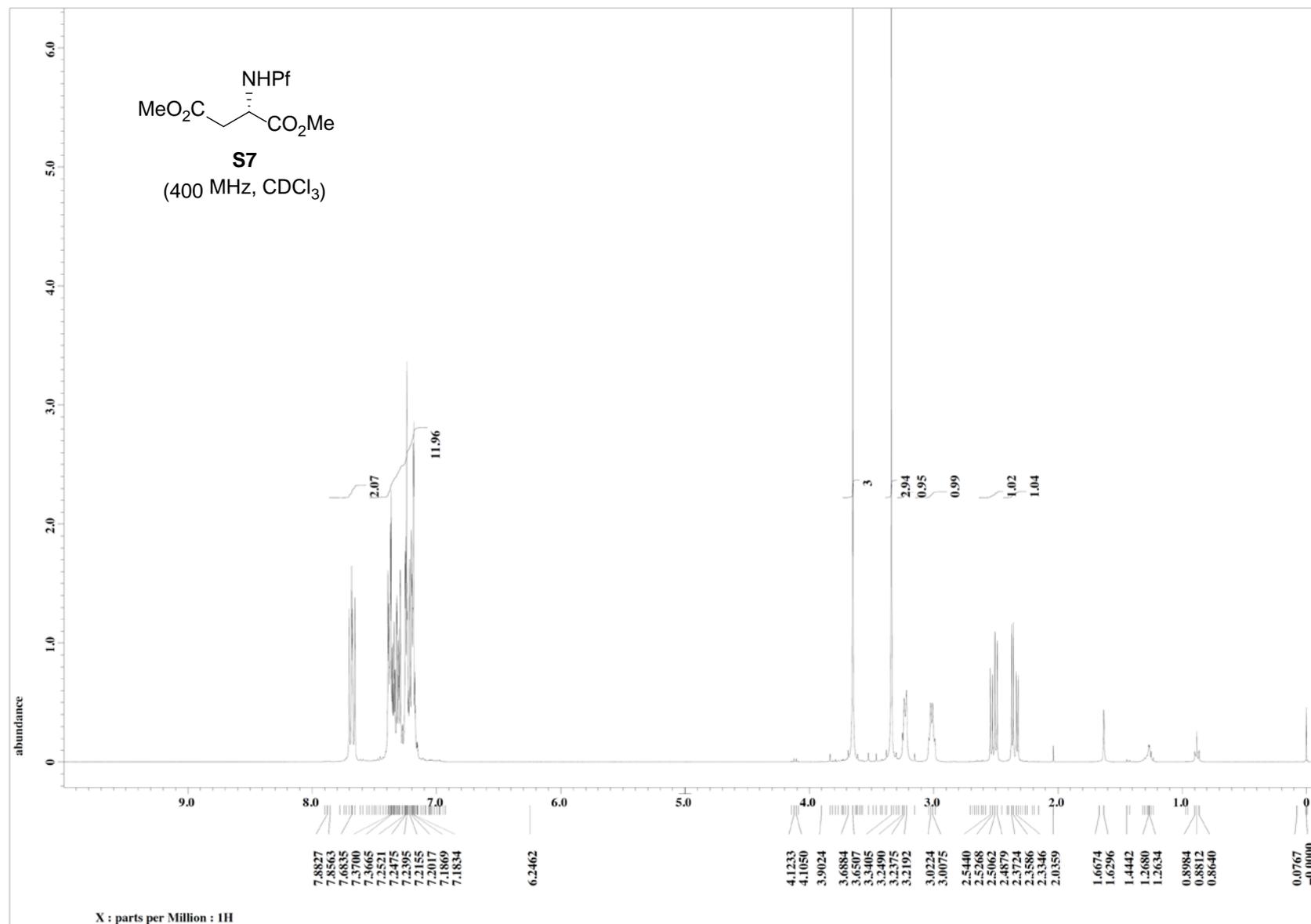
- S1) M. M. Paz, F. J. Sardina, *J. Org. Chem.* **1993**, *58*, 6990-6995.
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- S3) M. Pirrung, G. Biswas, T. Ibarra-Rivera, *Org. Lett.* **2010**, *12*, 2402-2405.
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- S5) S. Ortial, R. Dave, Z. Benfodda, D. Béniméris, P. Meffre, *Synlett* **2014**, *25*, 569-573.
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b) J. Singh, E. M. Dobrusin, D. W. Fry, T. Haske, A. Whitty, J. McNamara, *J. Med. Chem.* **1997**, *40*, 1130-1135.
- S8) E. W. Garbisch, *J. Am. Chem. Soc.* **1964**, *86*, 5561-5564.

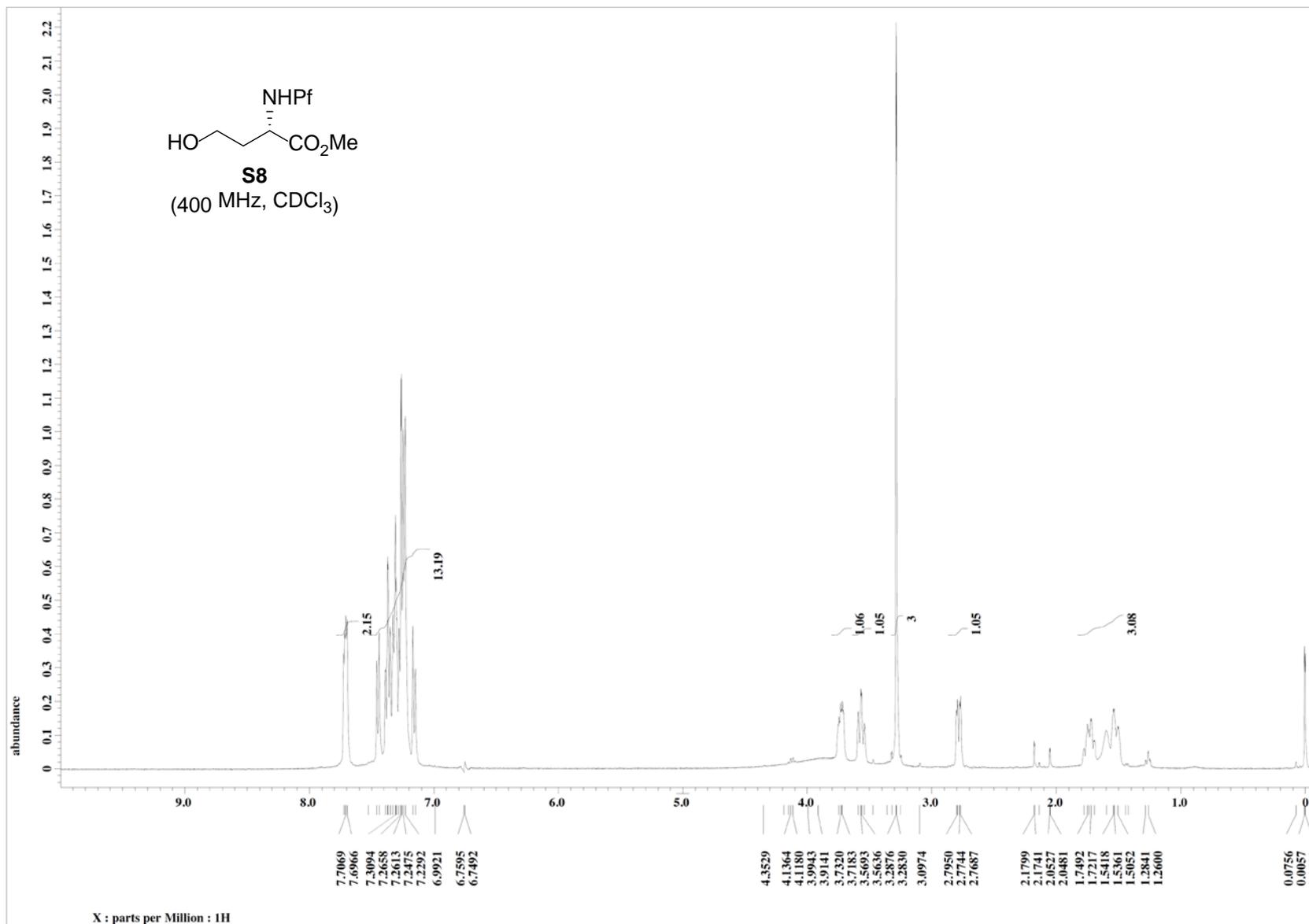
7) ^1H and ^{13}C NMR spectra of compounds

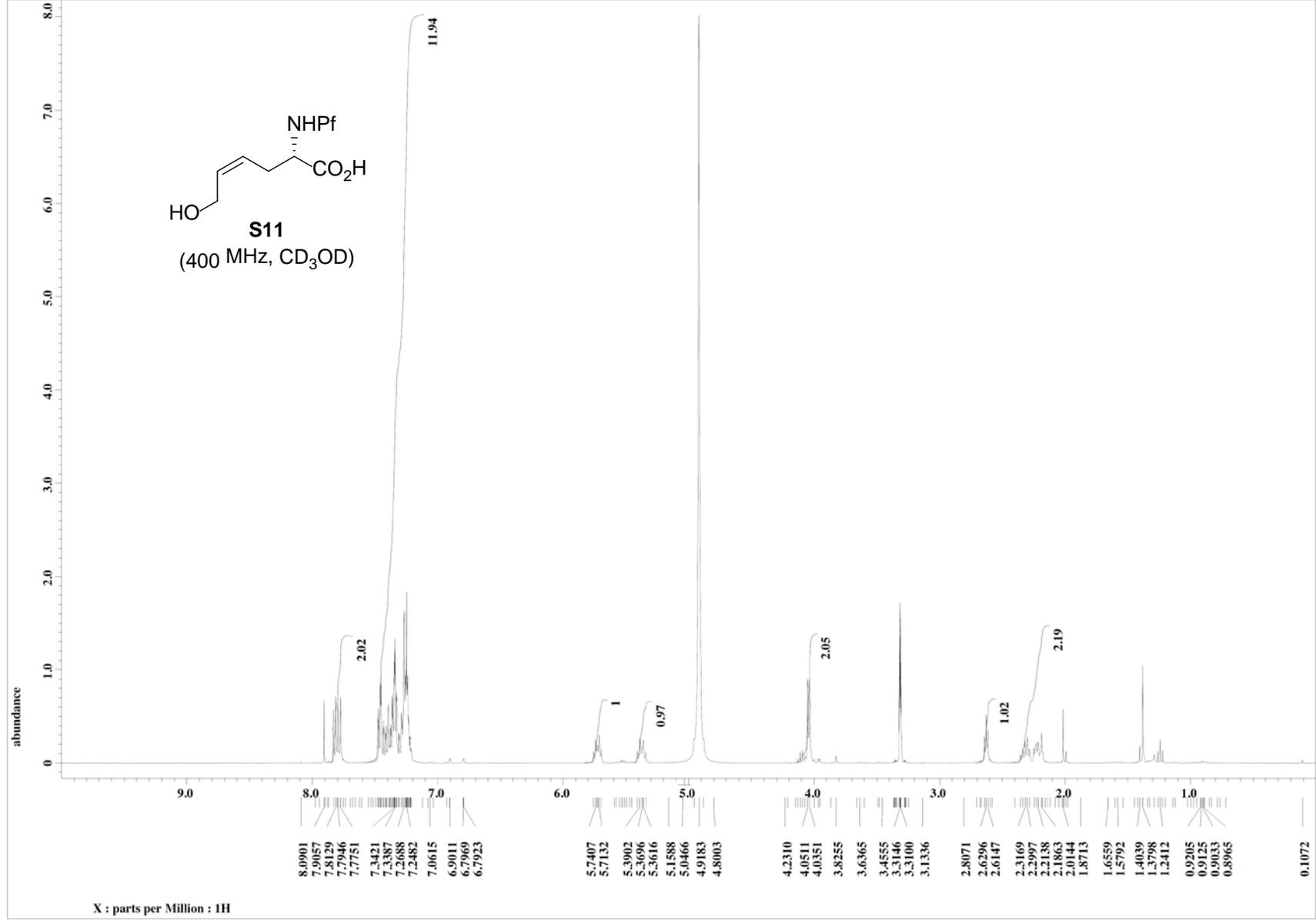


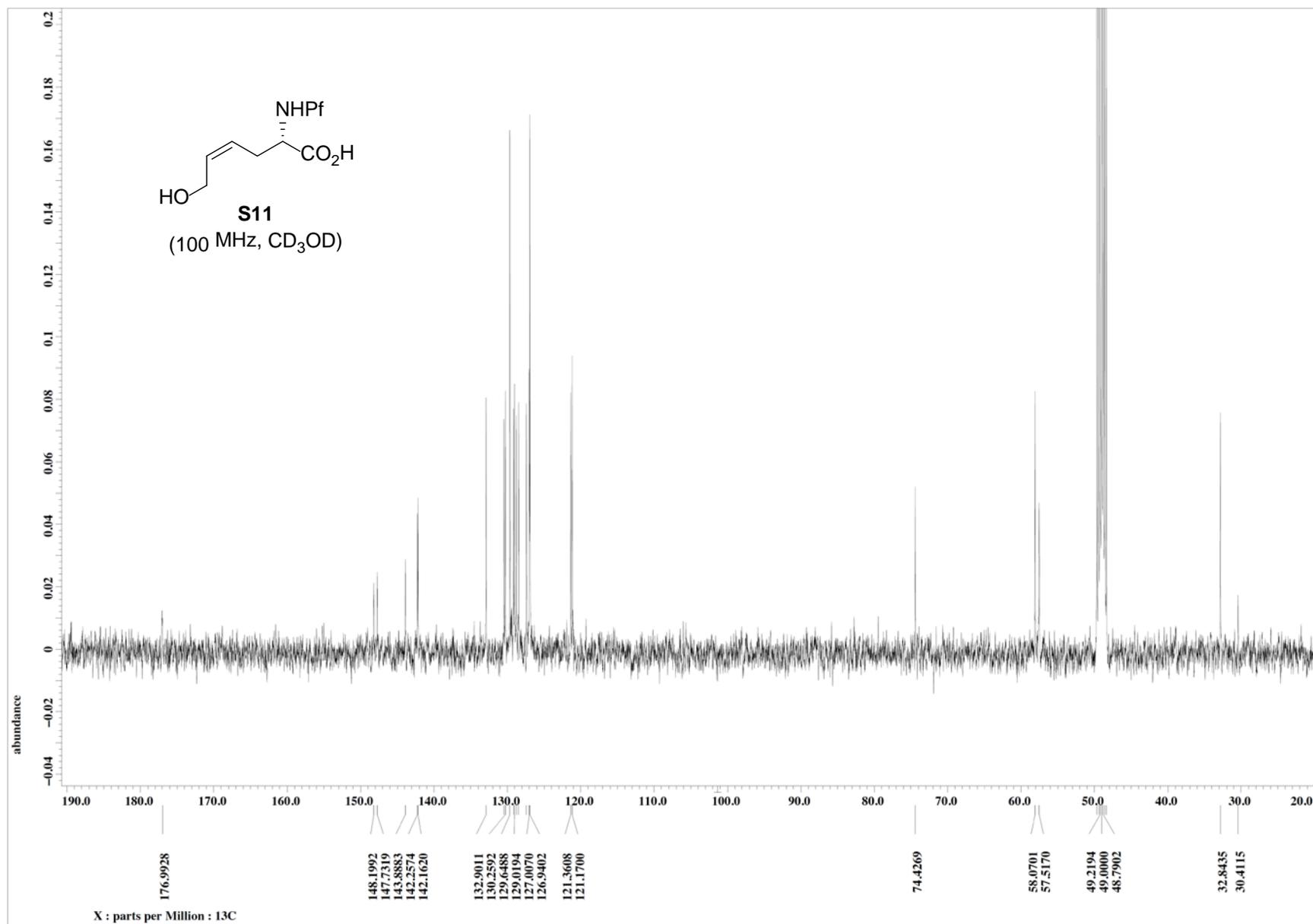


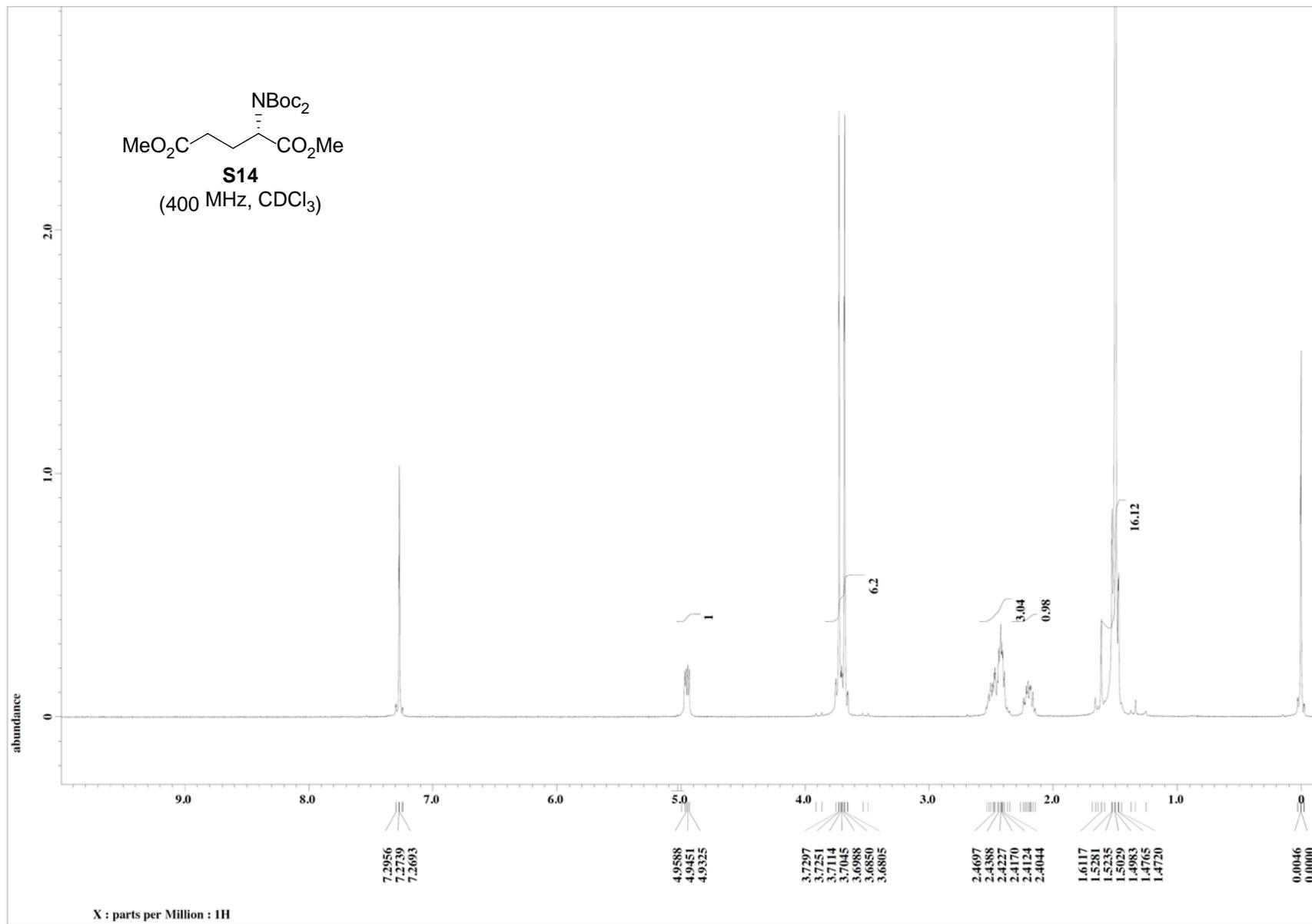


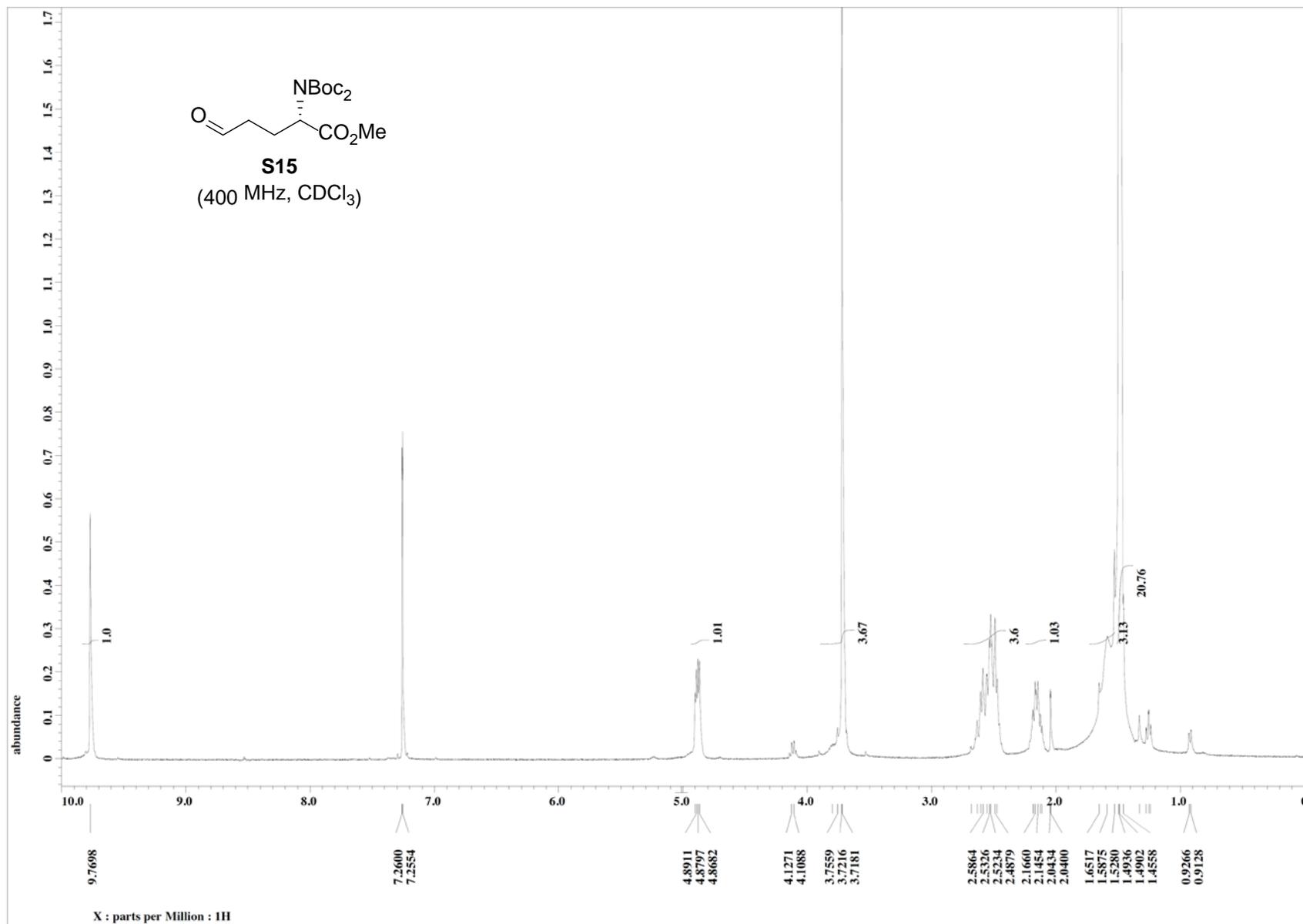


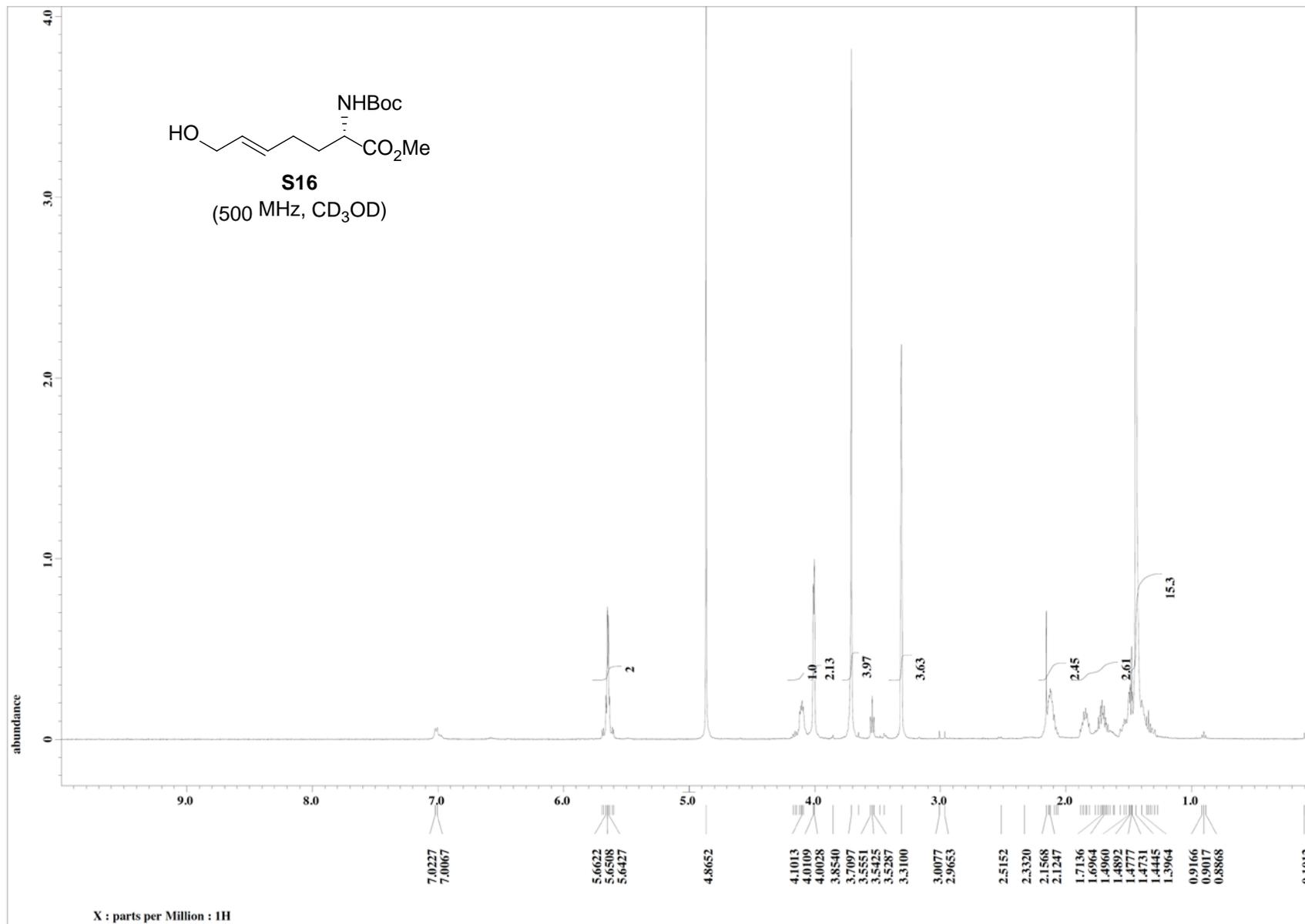


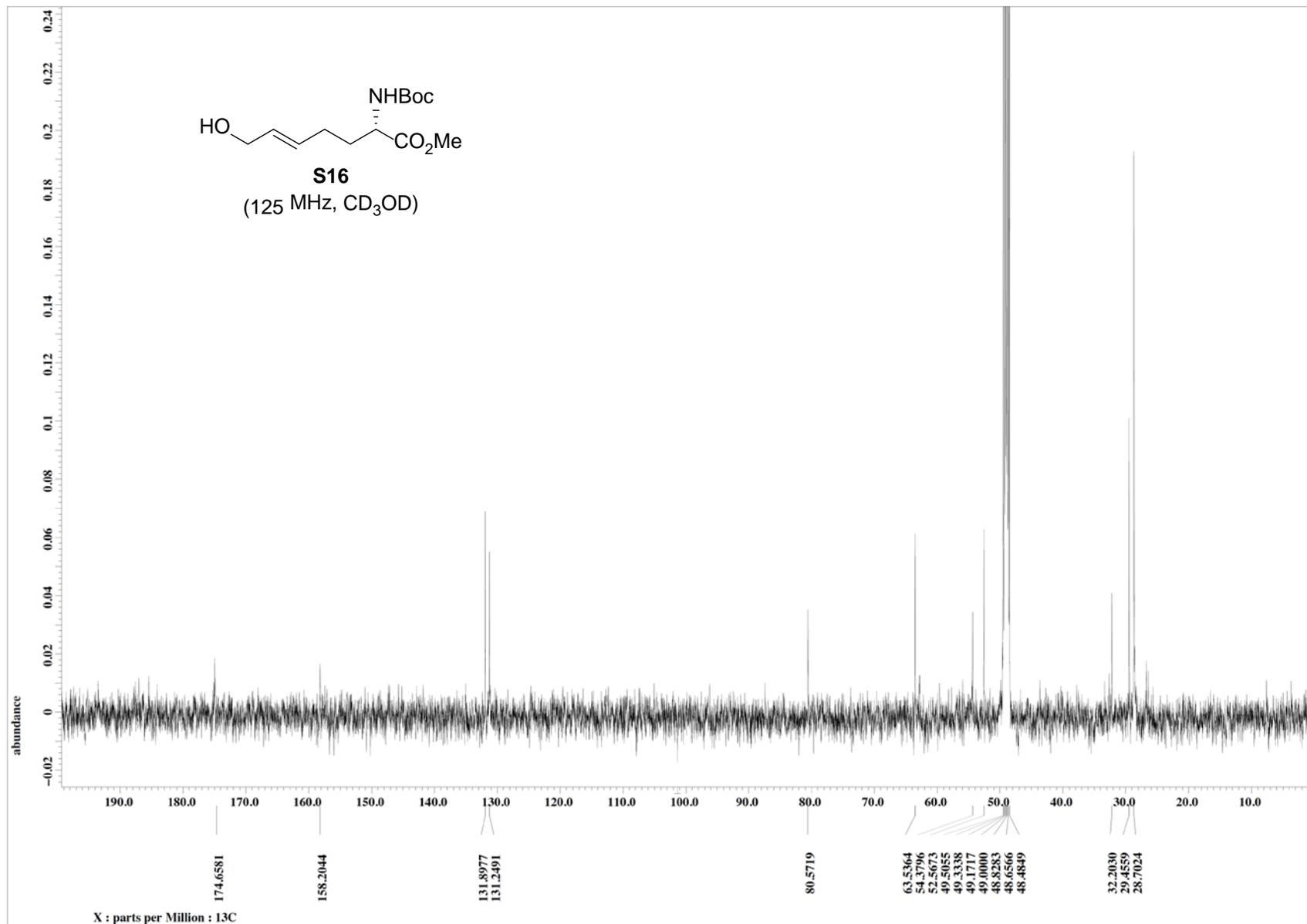


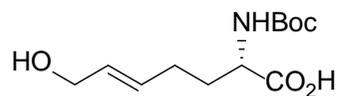




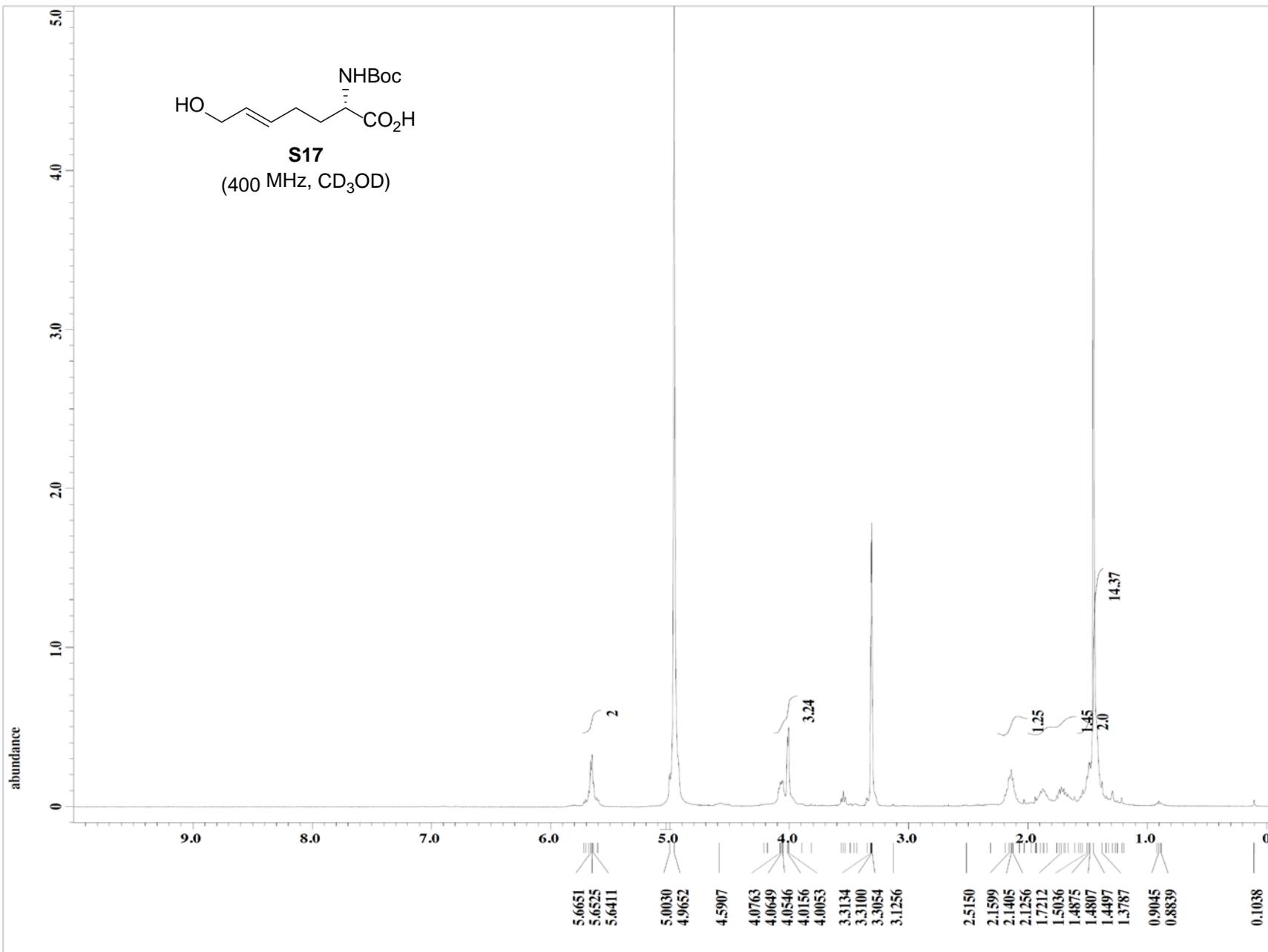


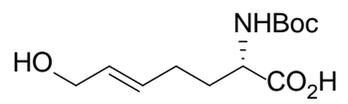






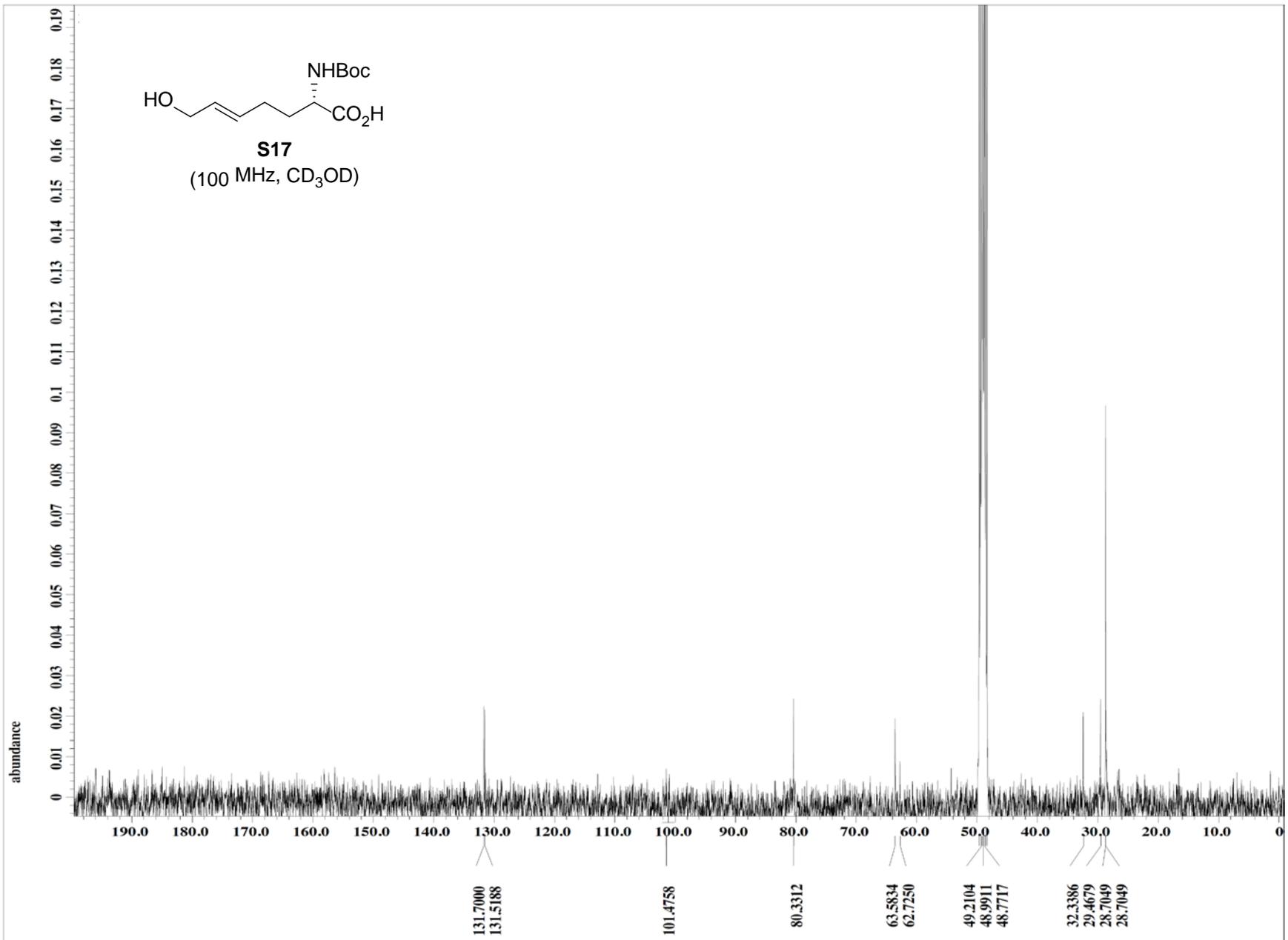
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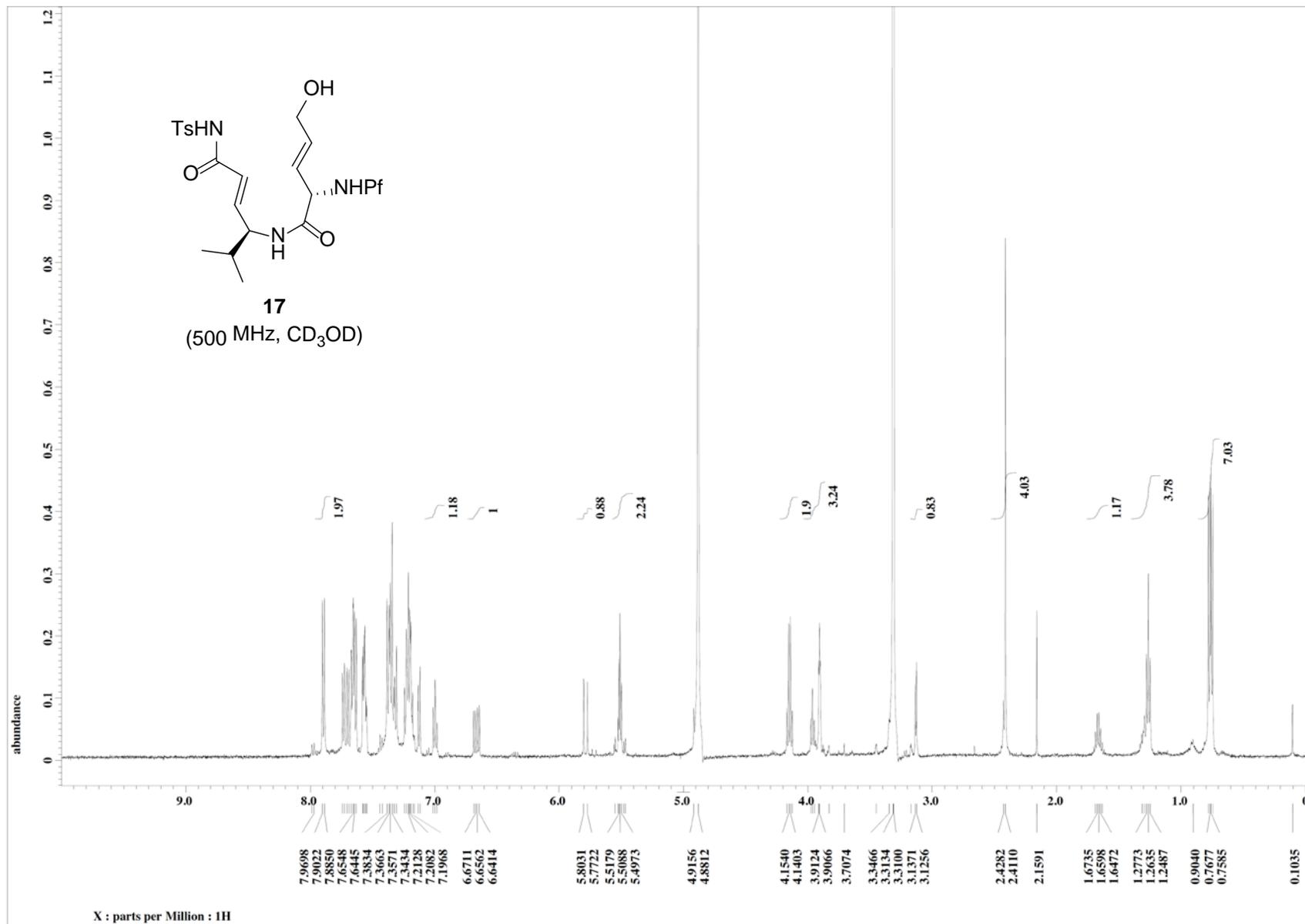


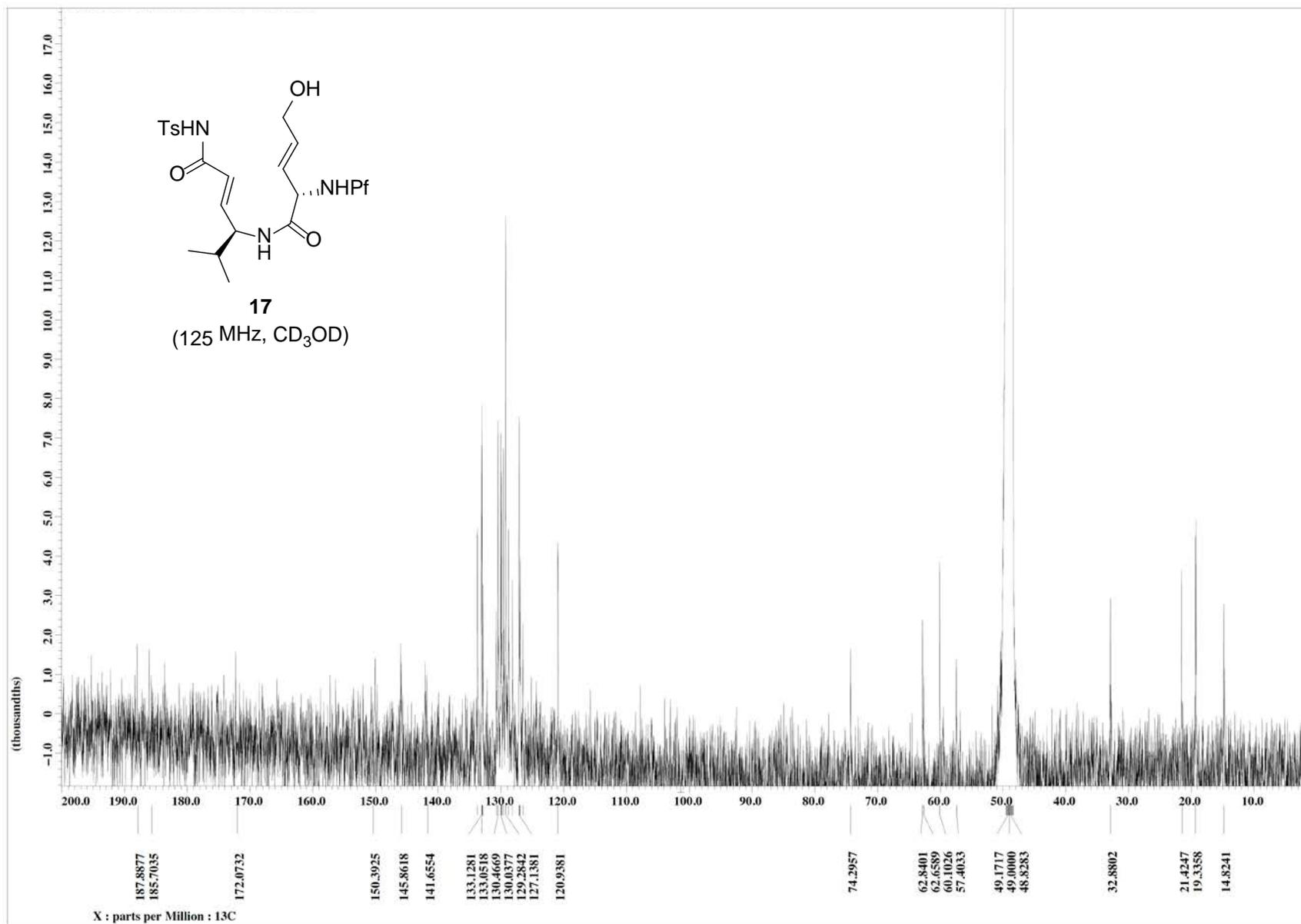
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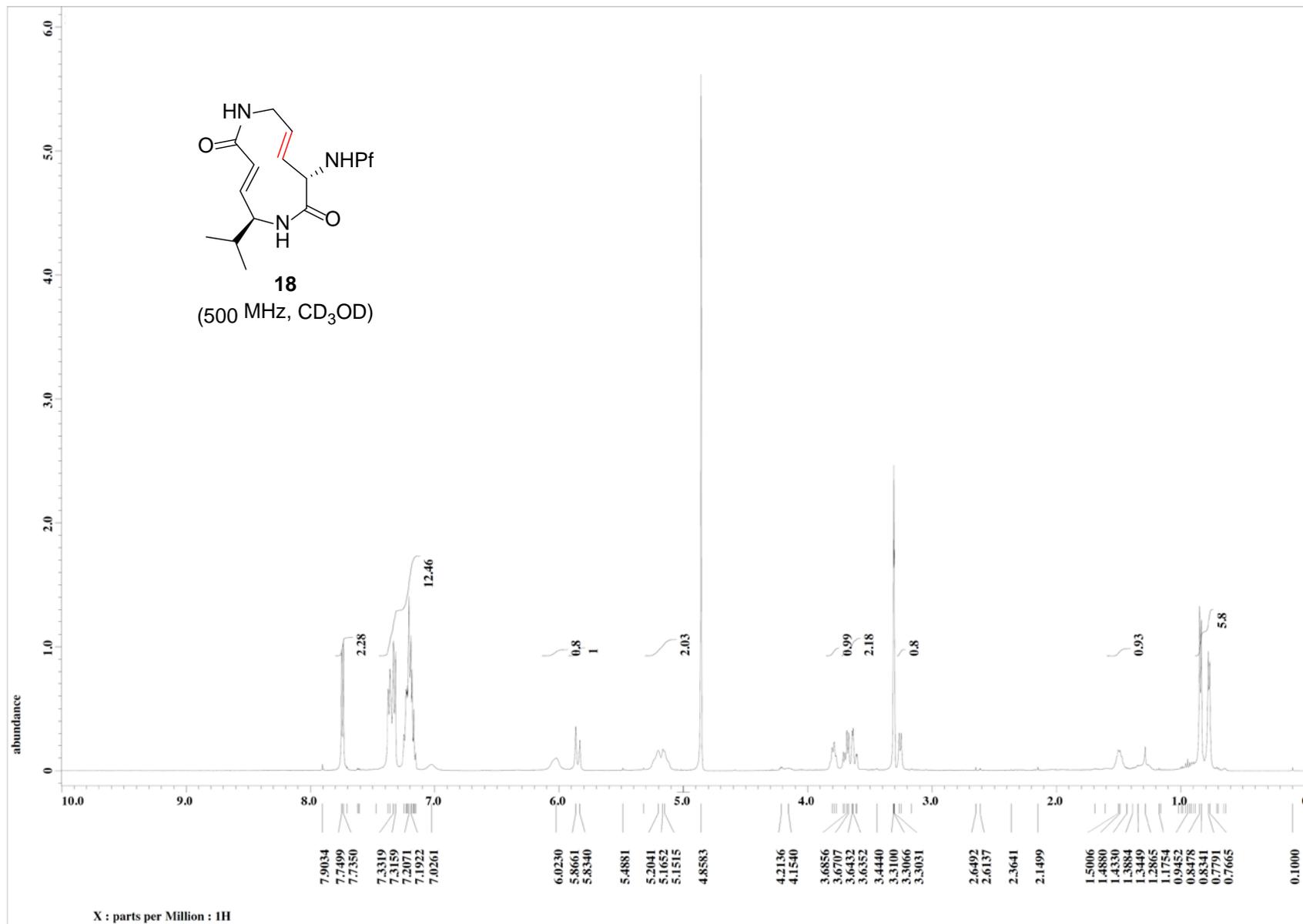
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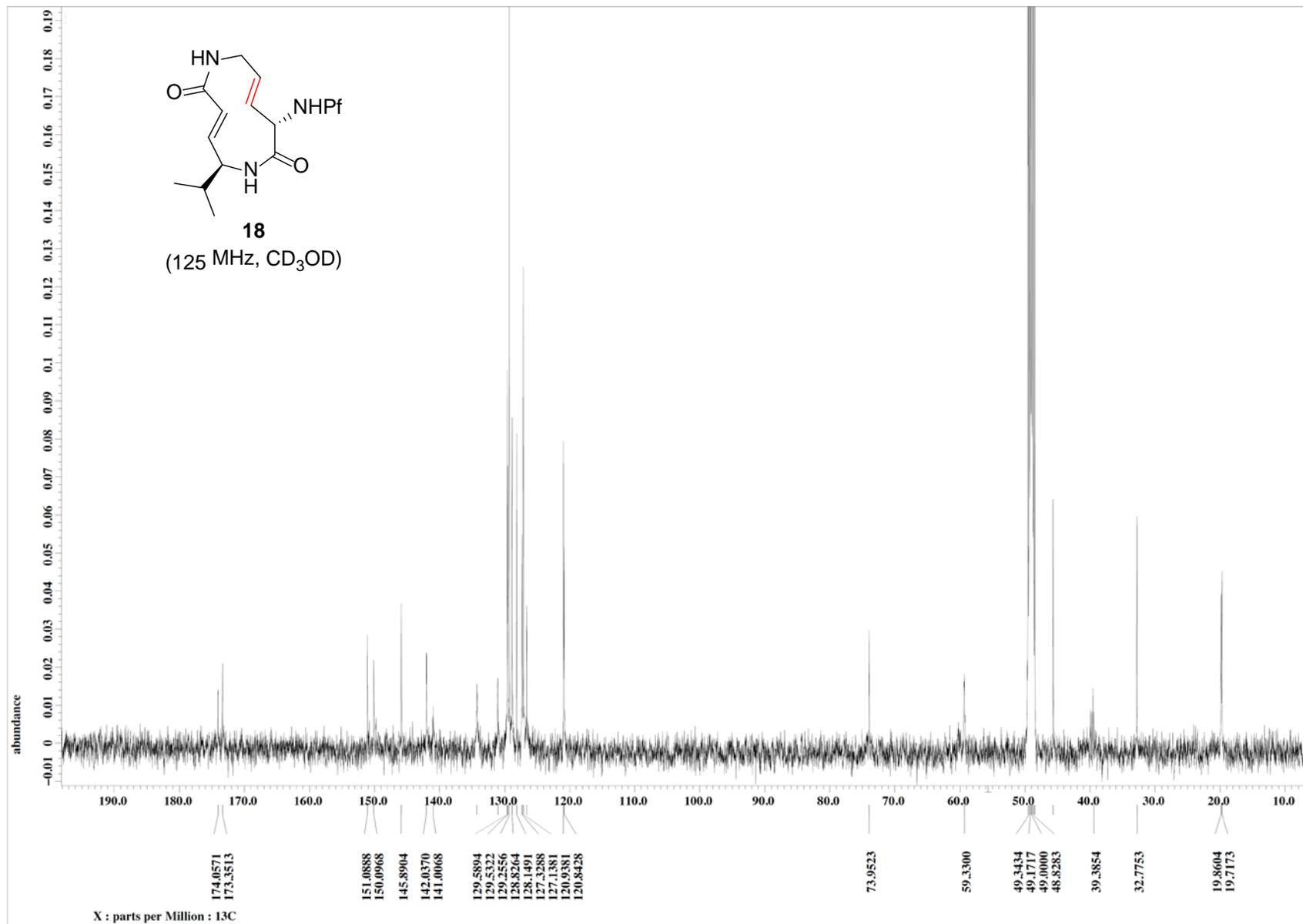


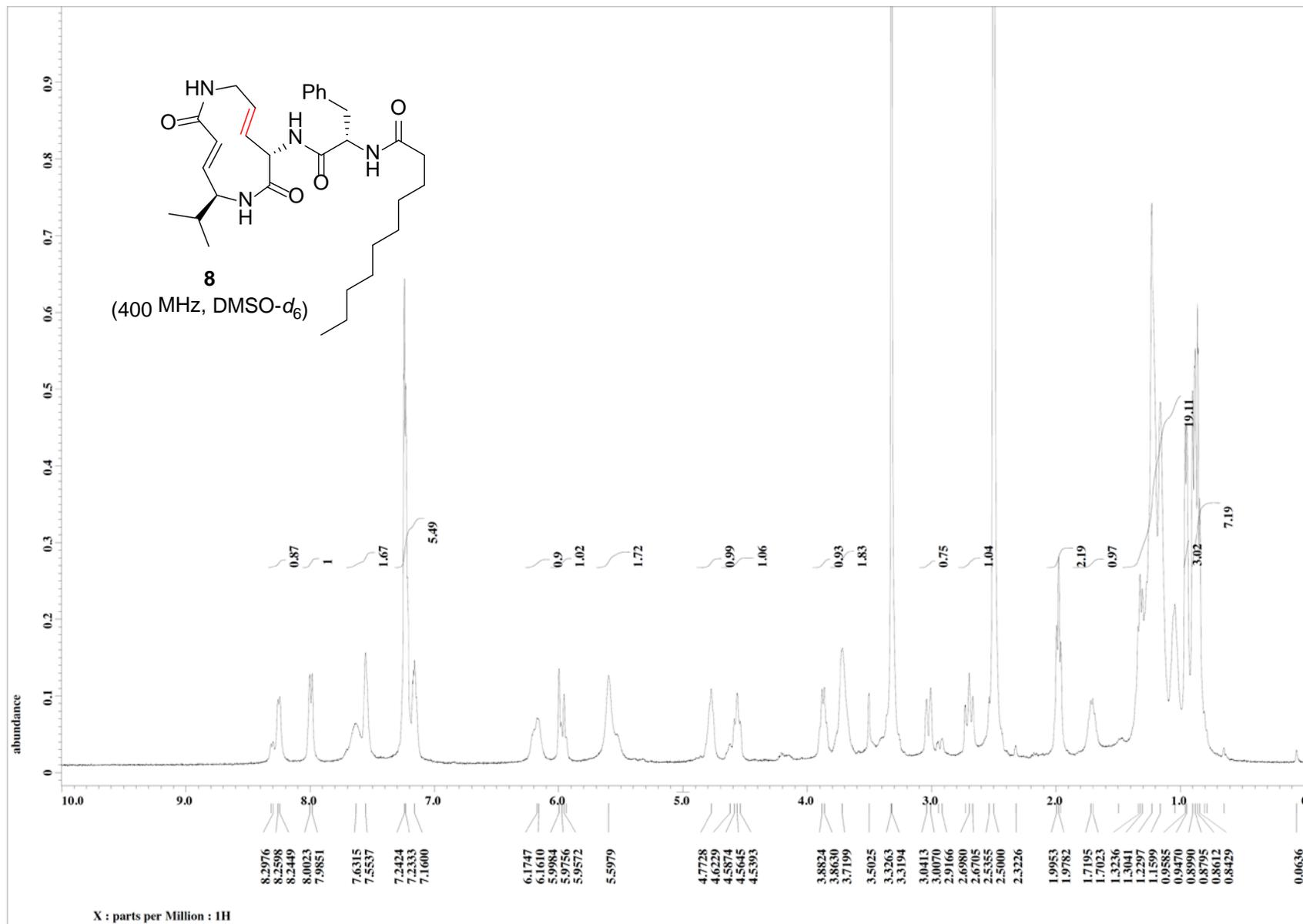
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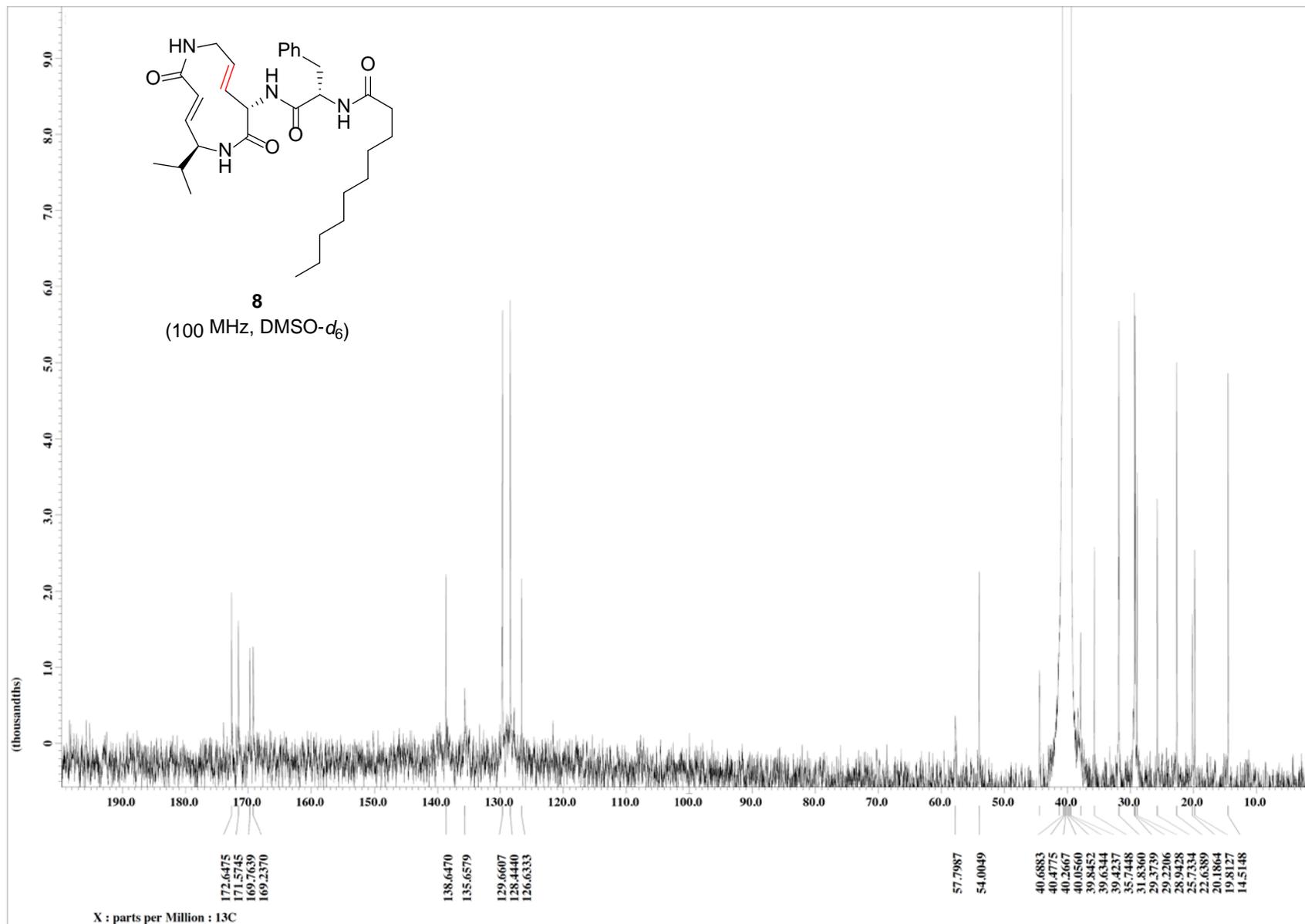


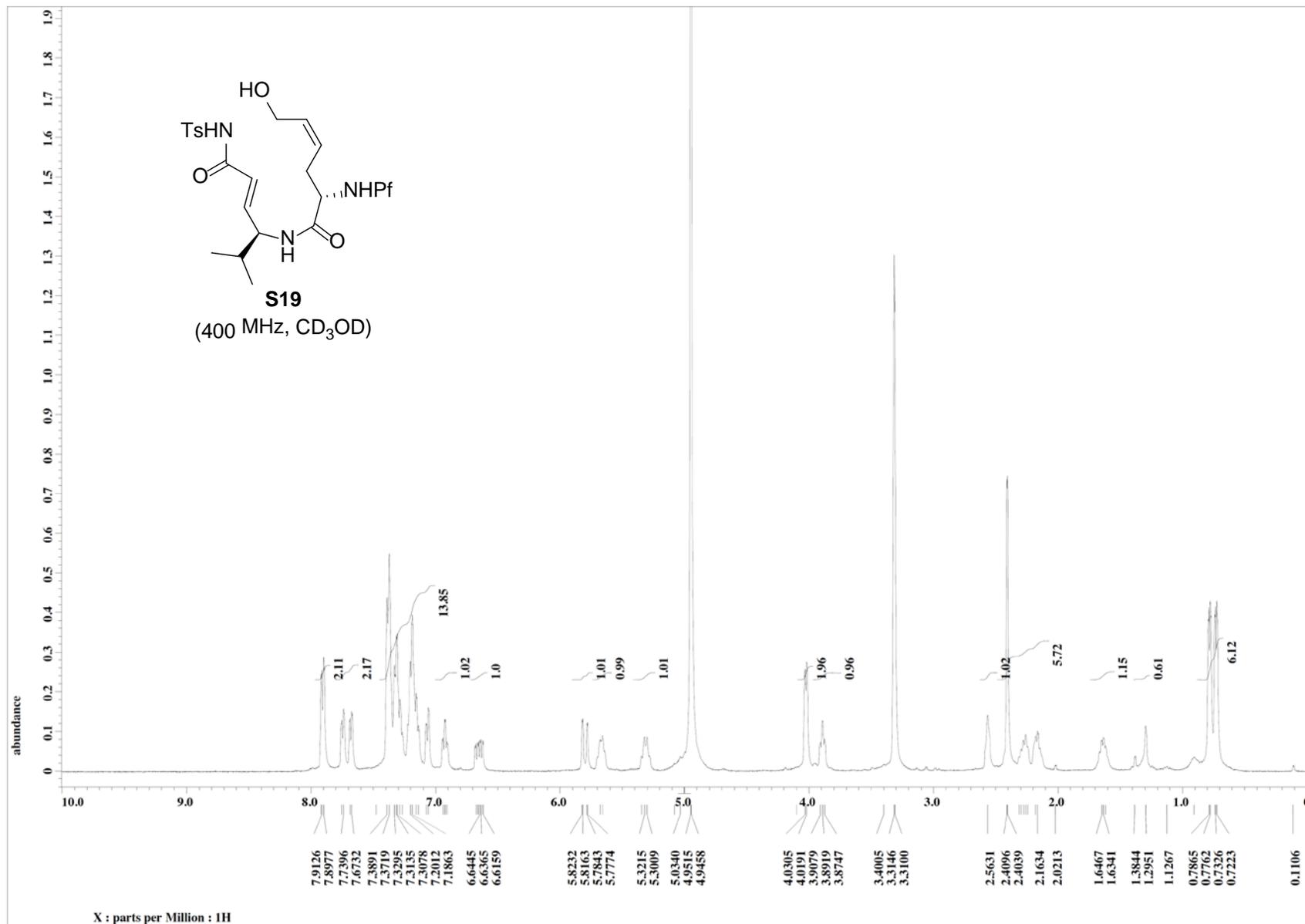


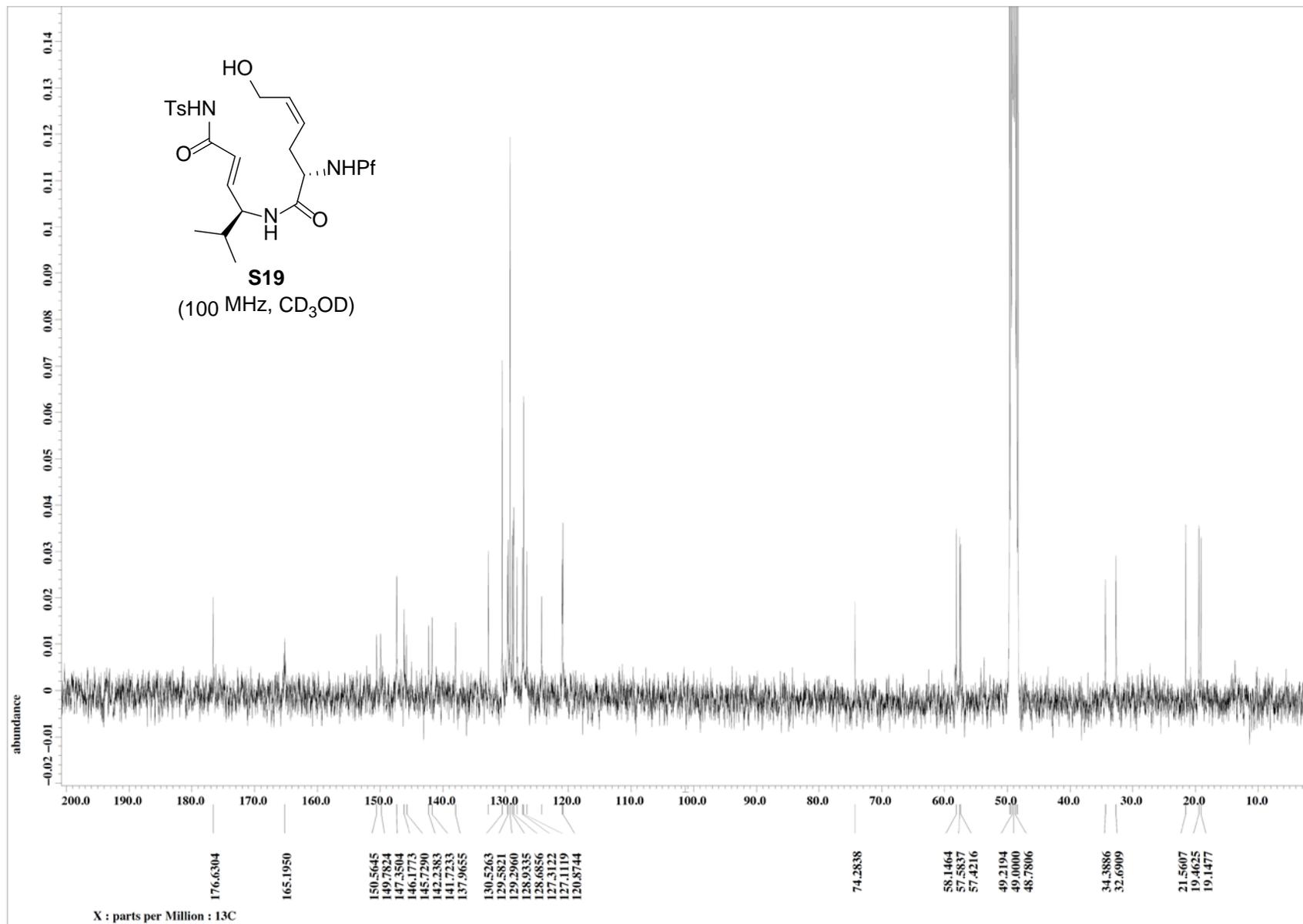


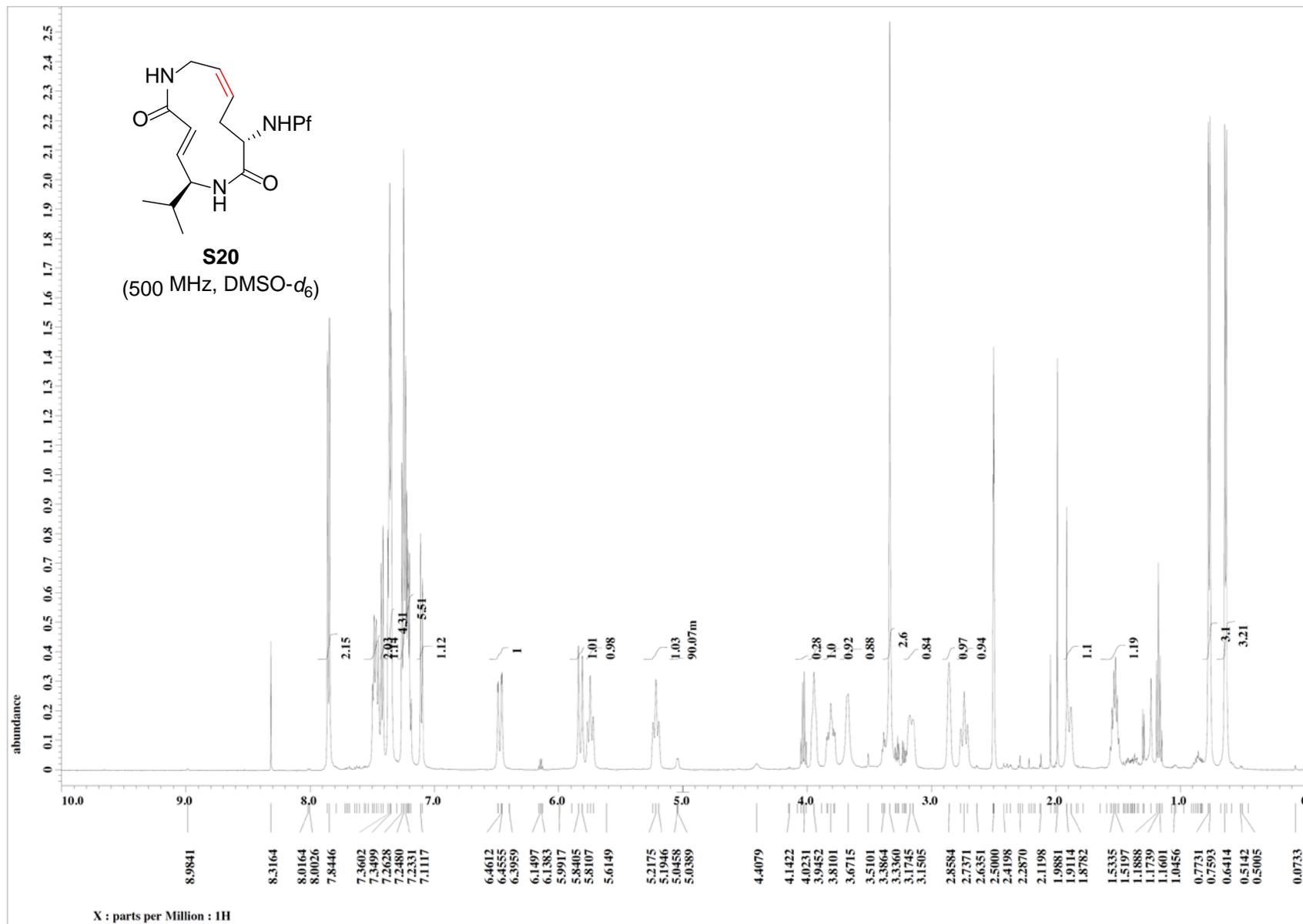


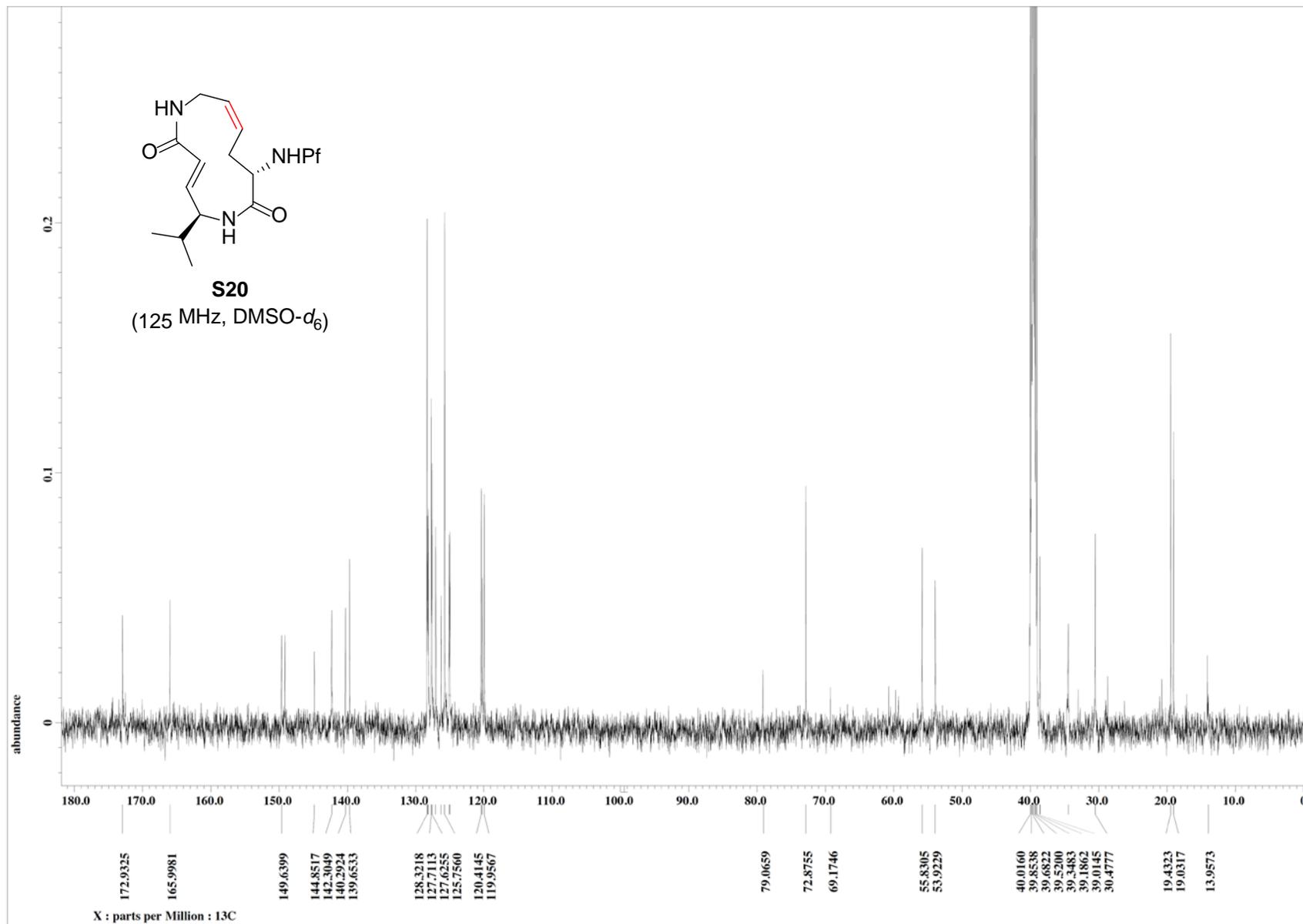


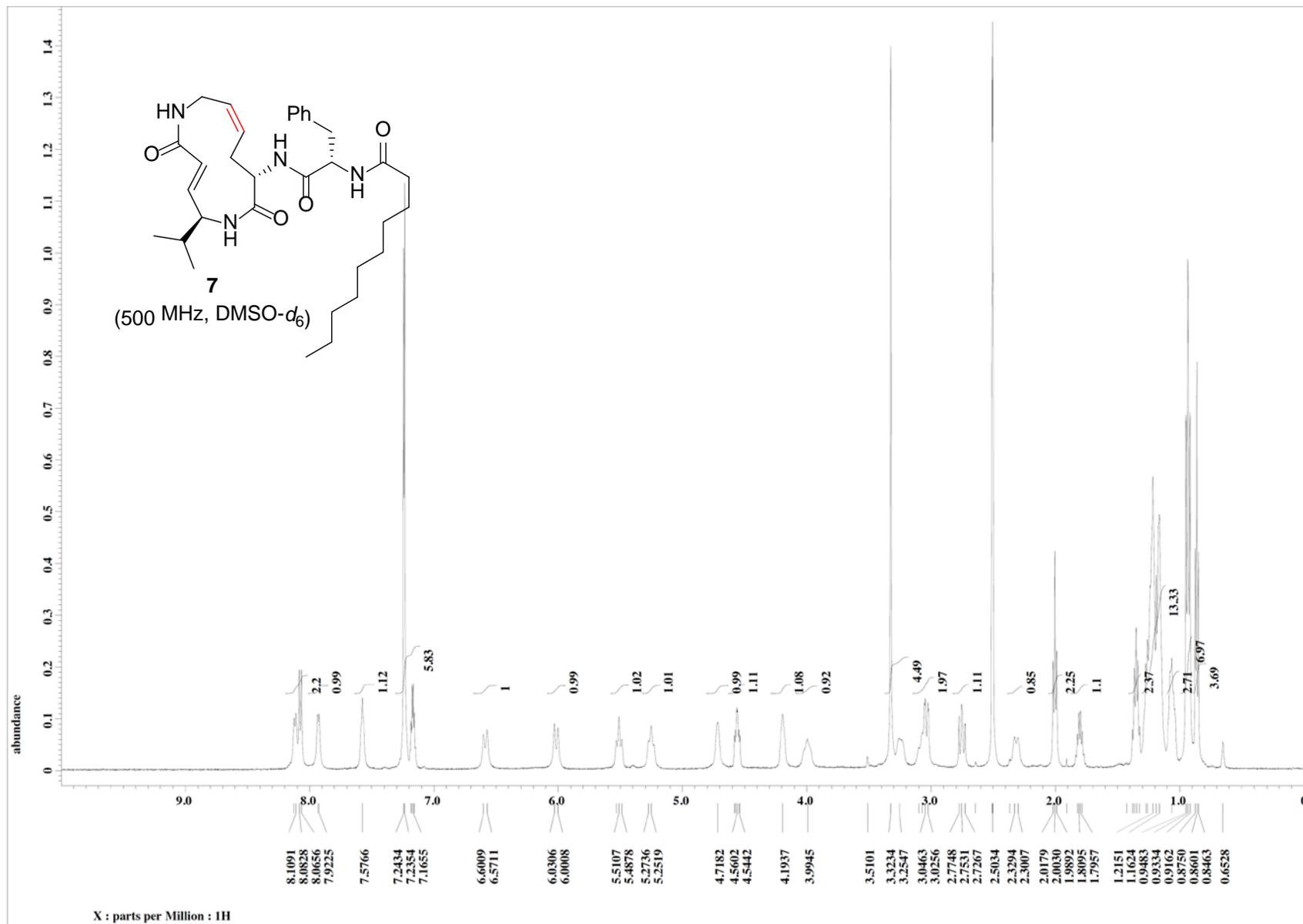


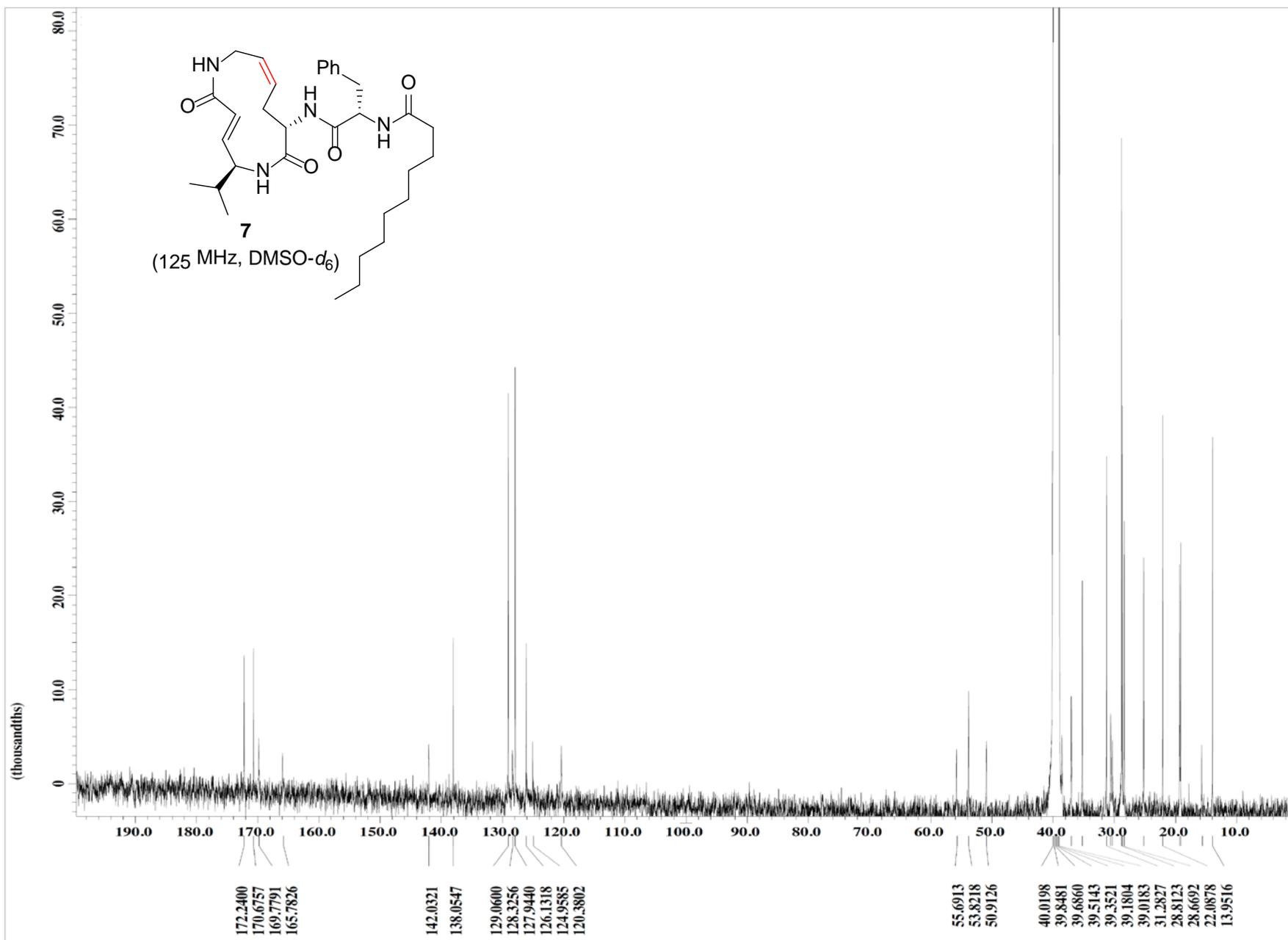


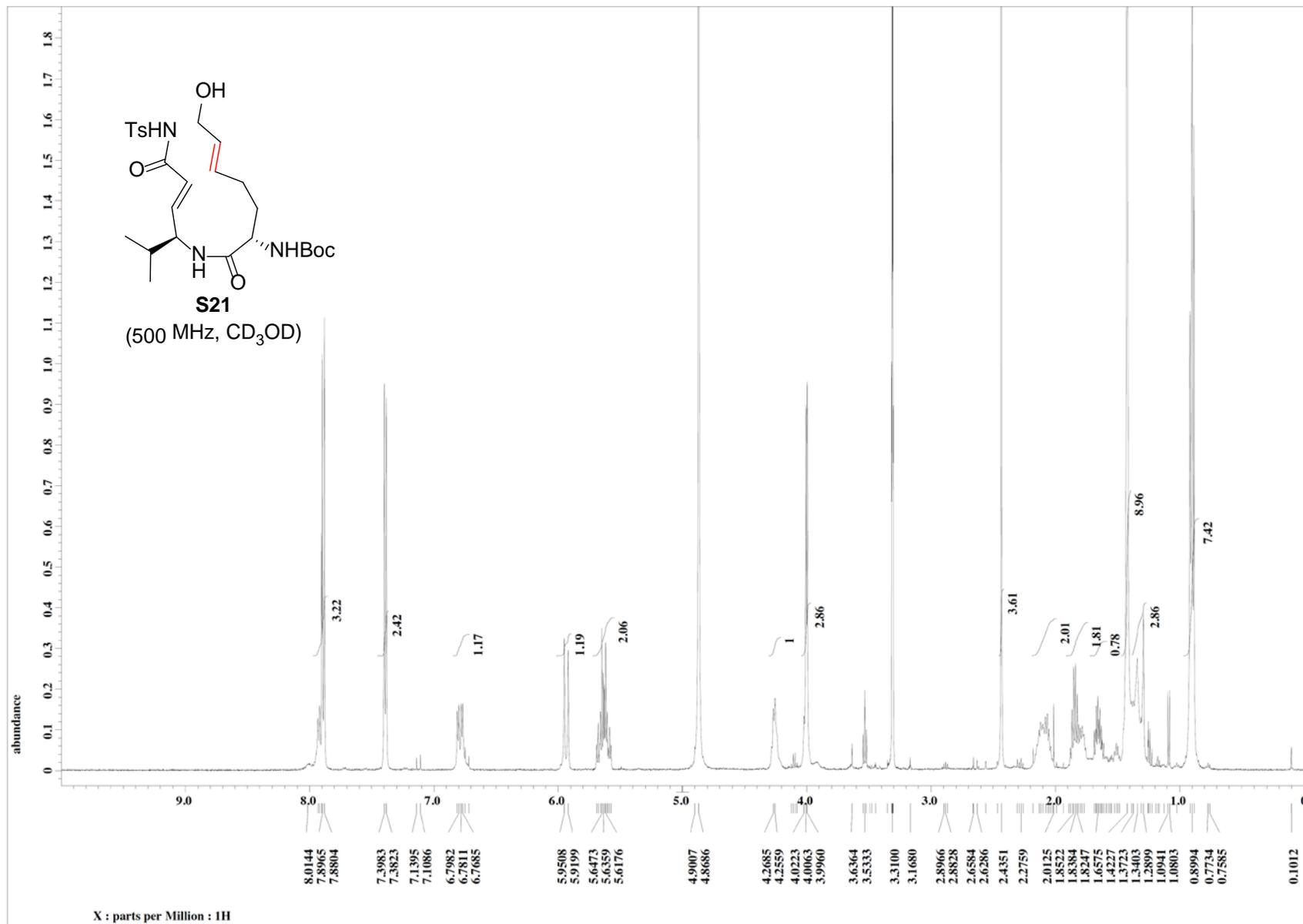


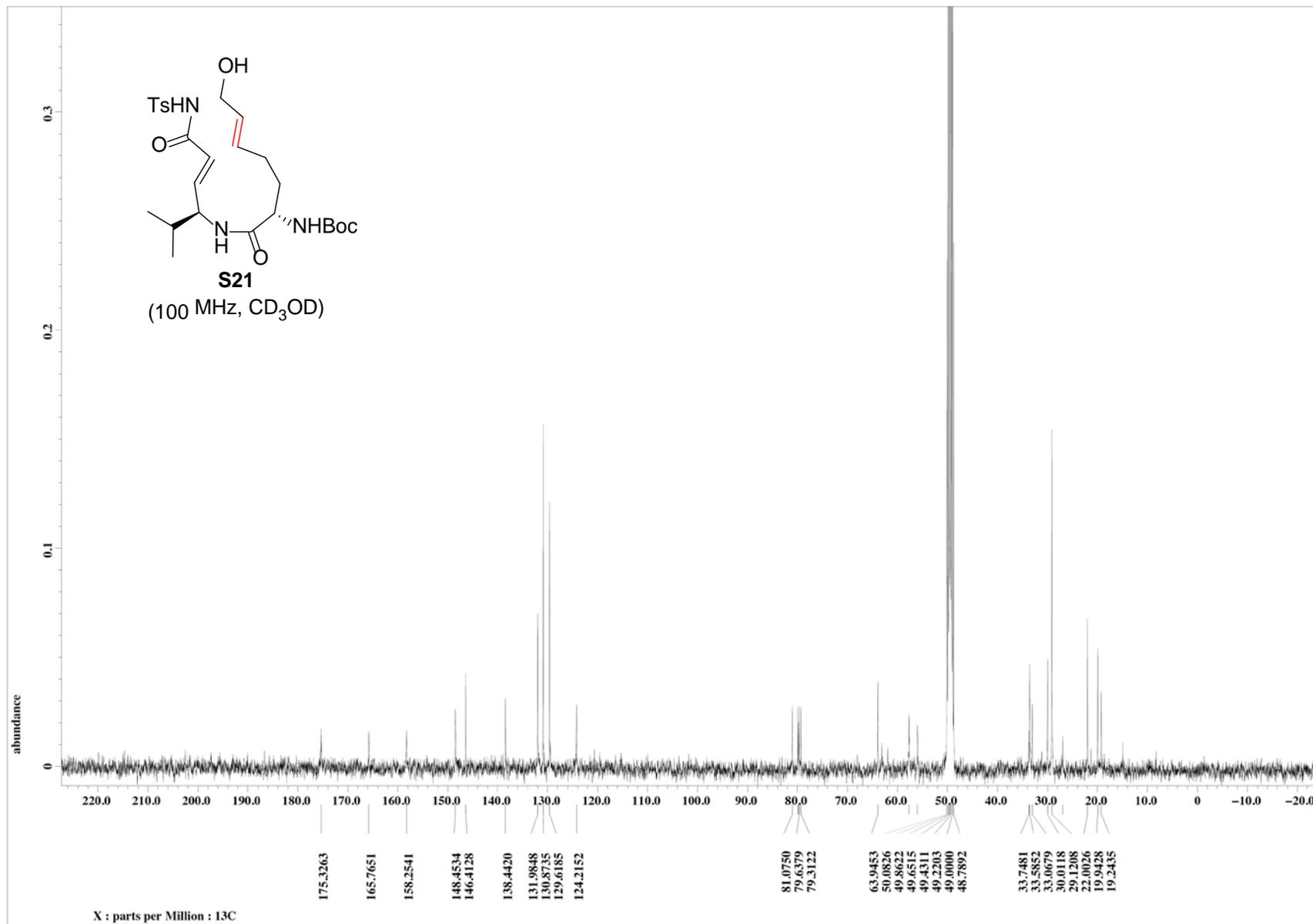


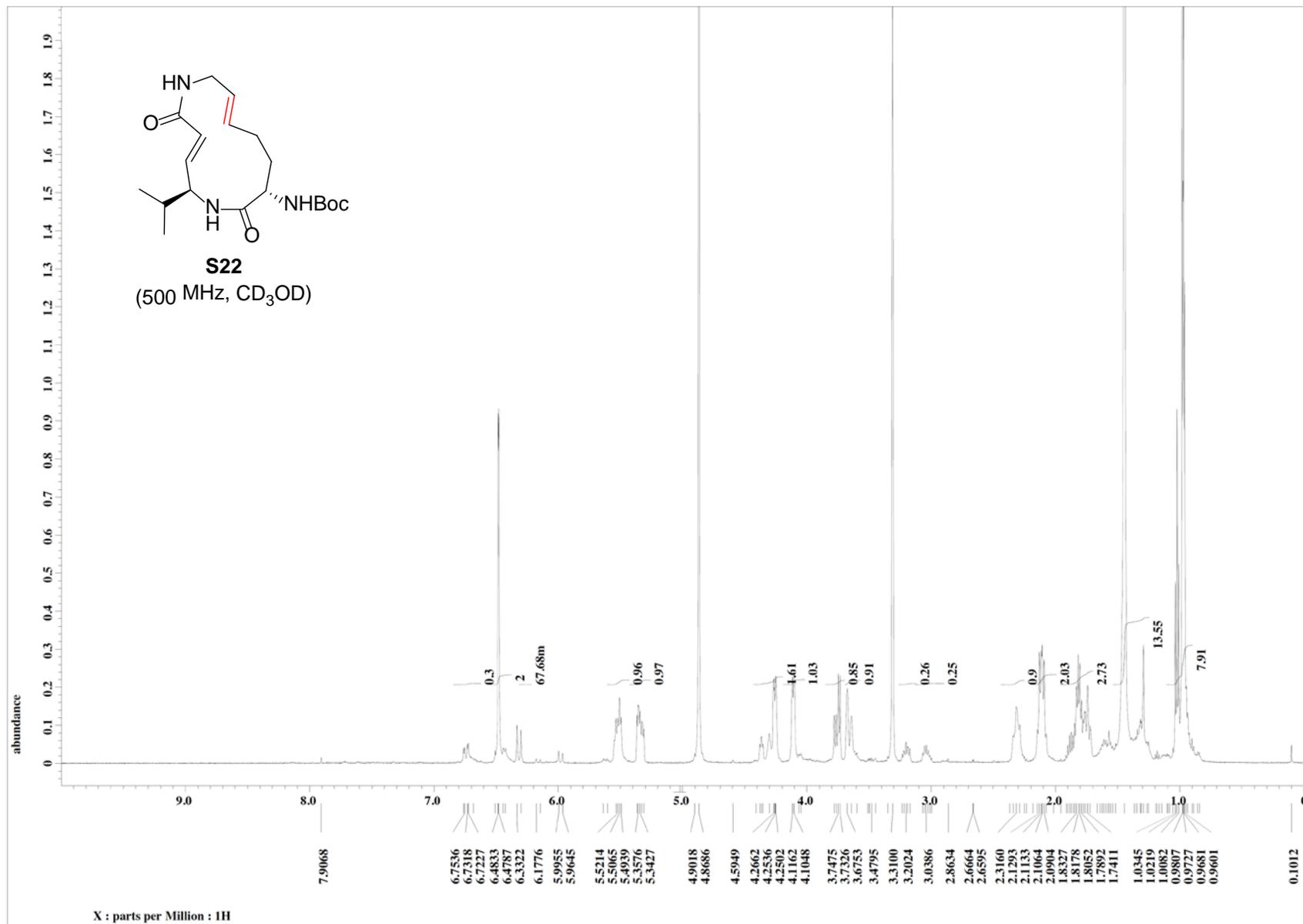


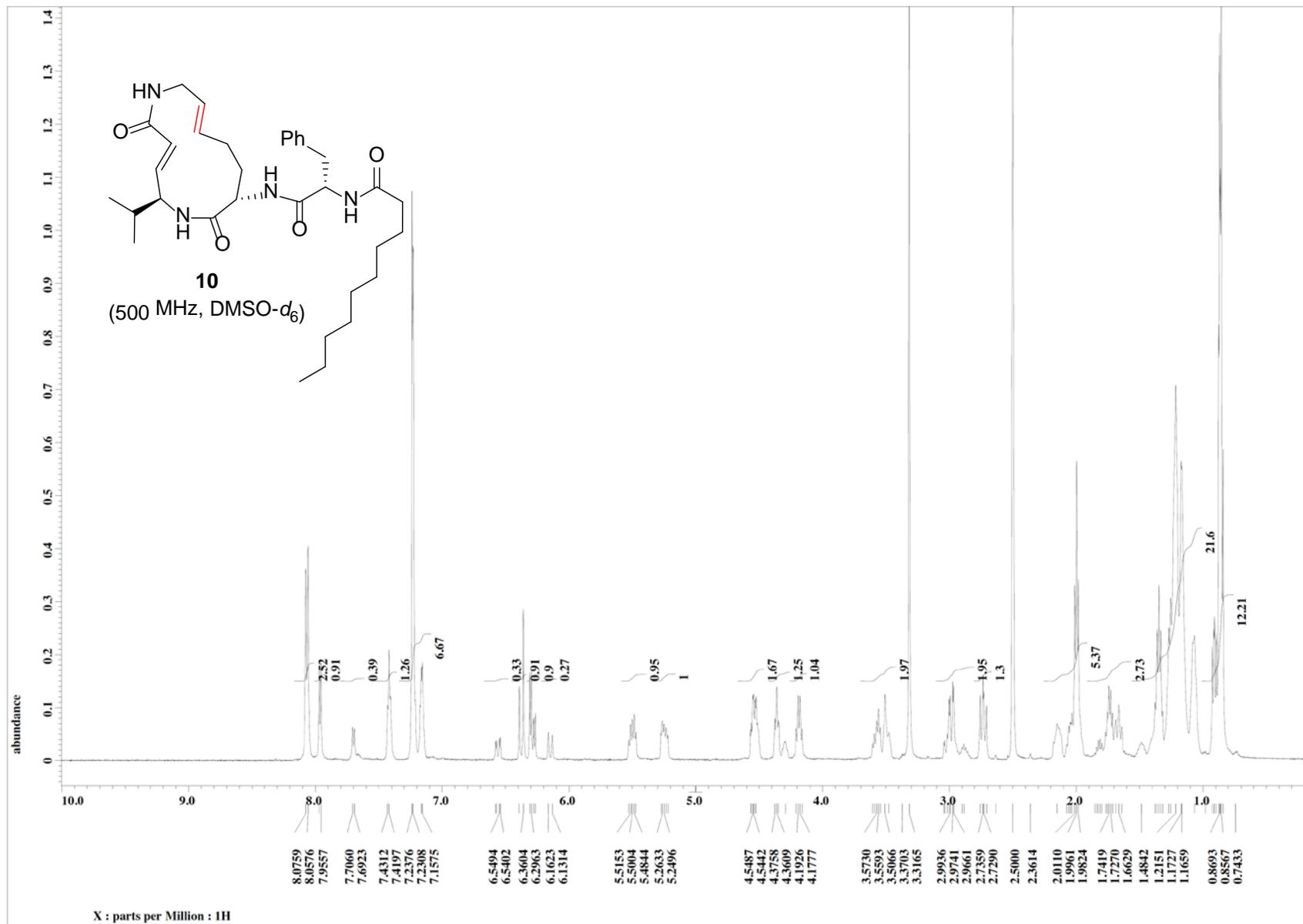


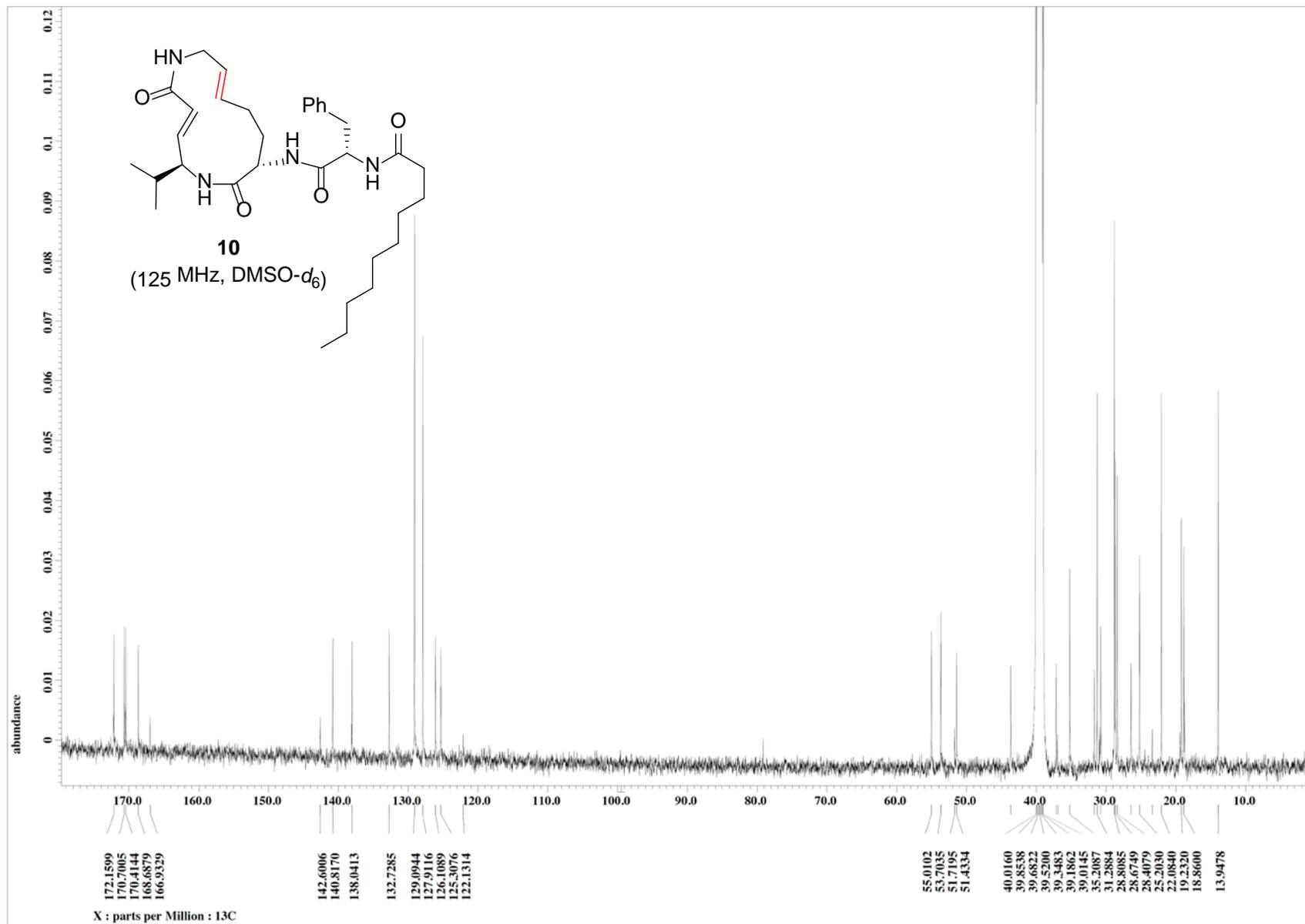


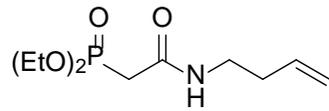




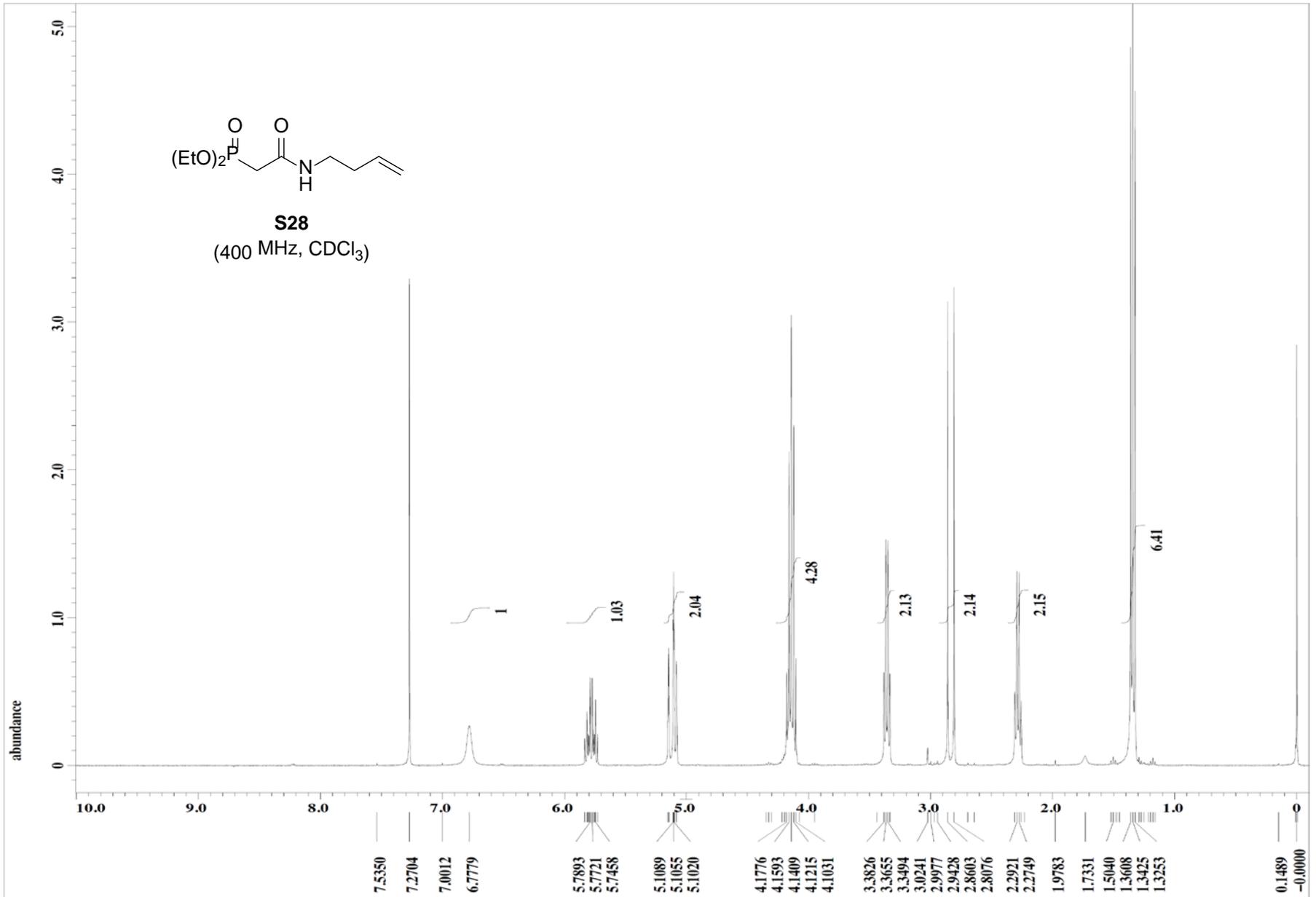






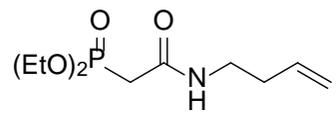


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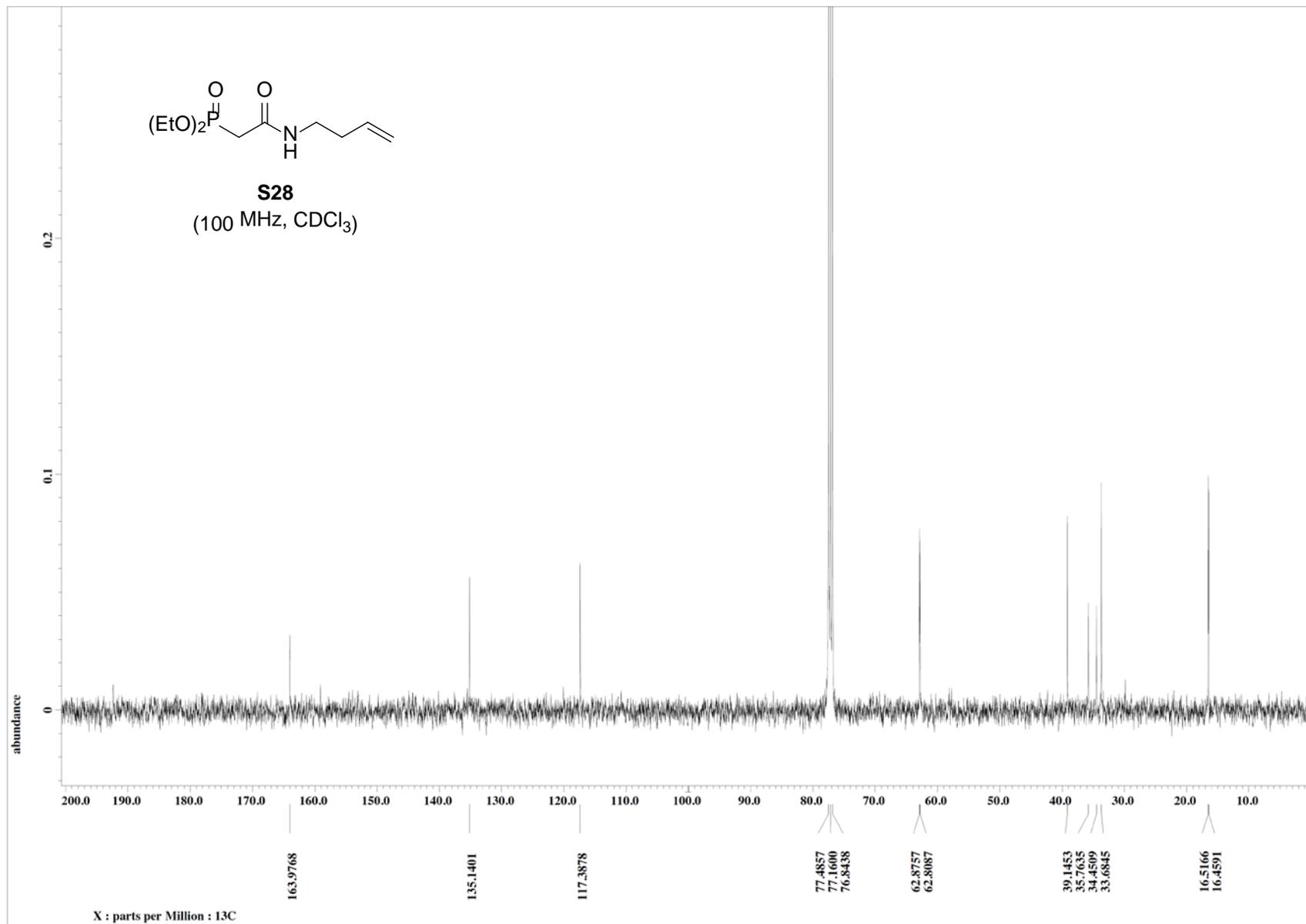


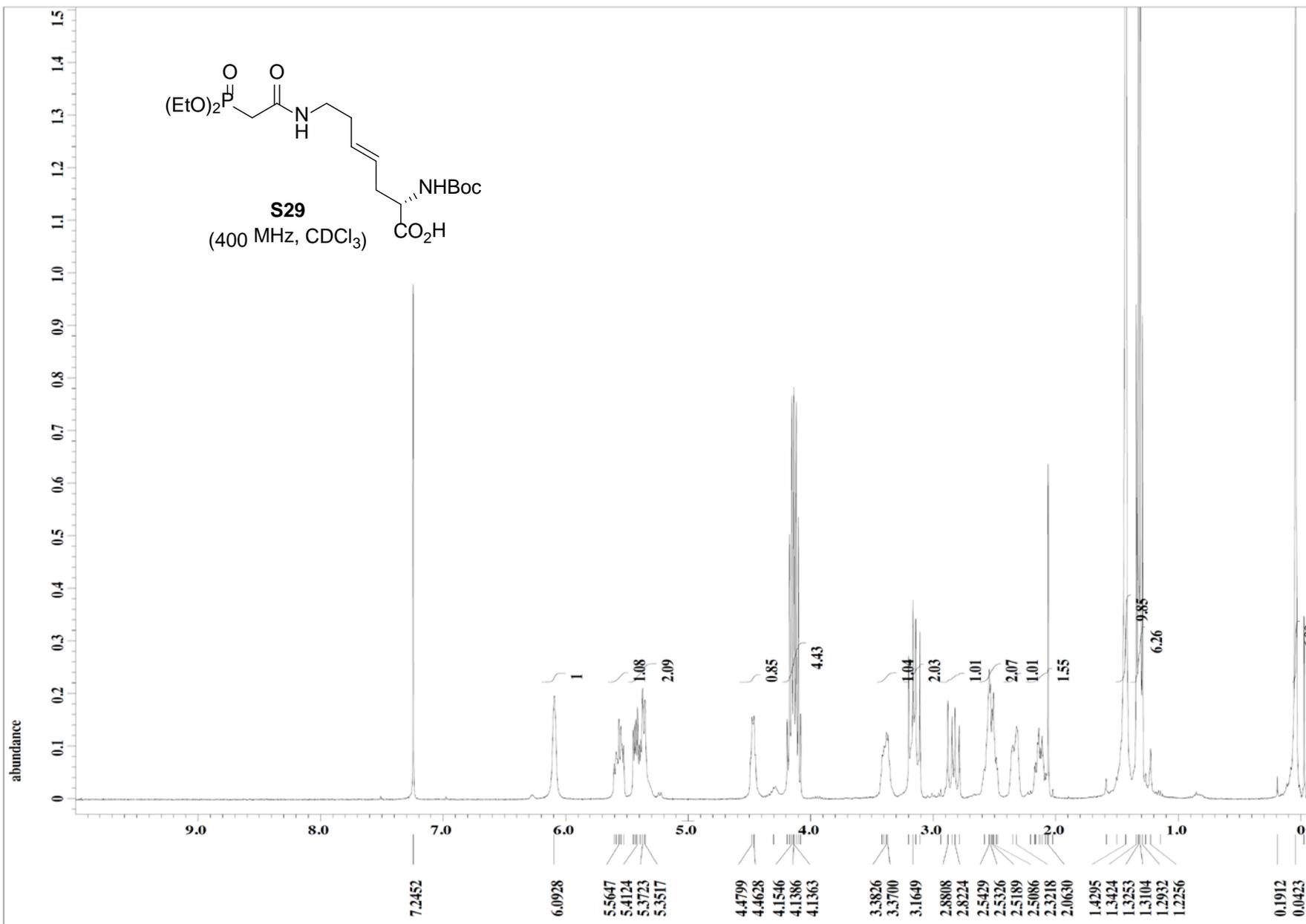
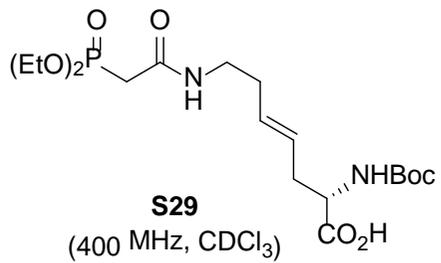
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S70

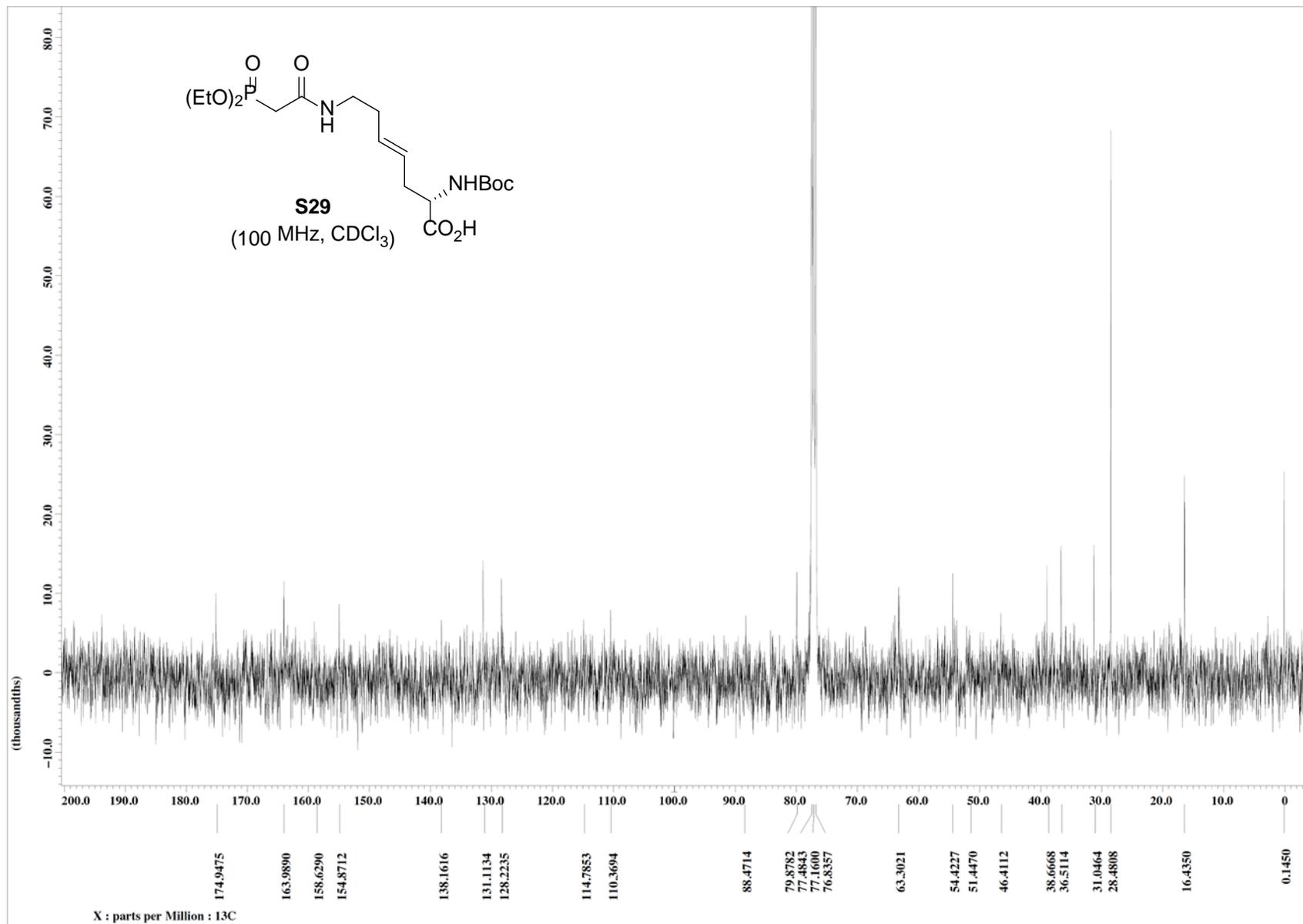


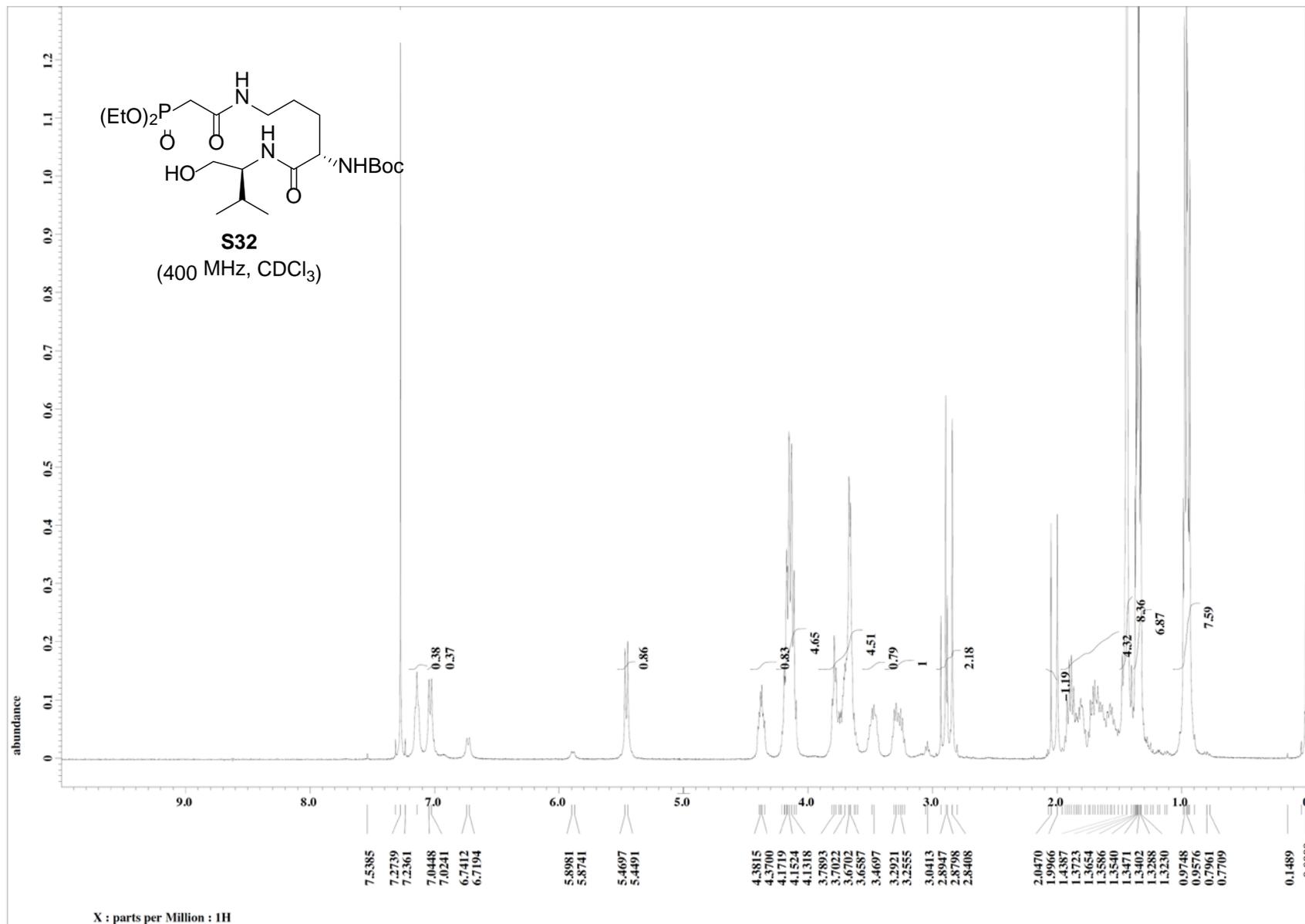
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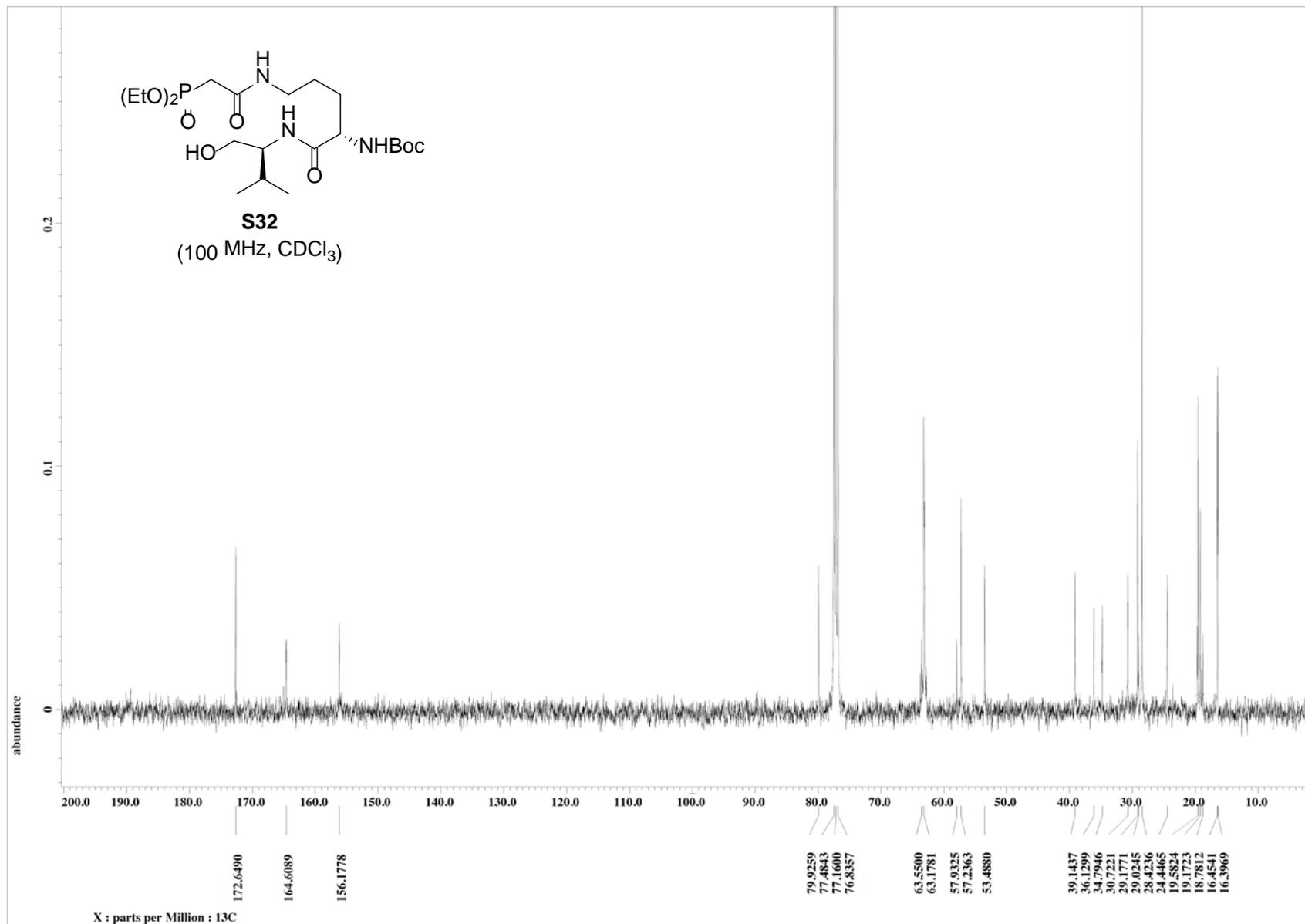


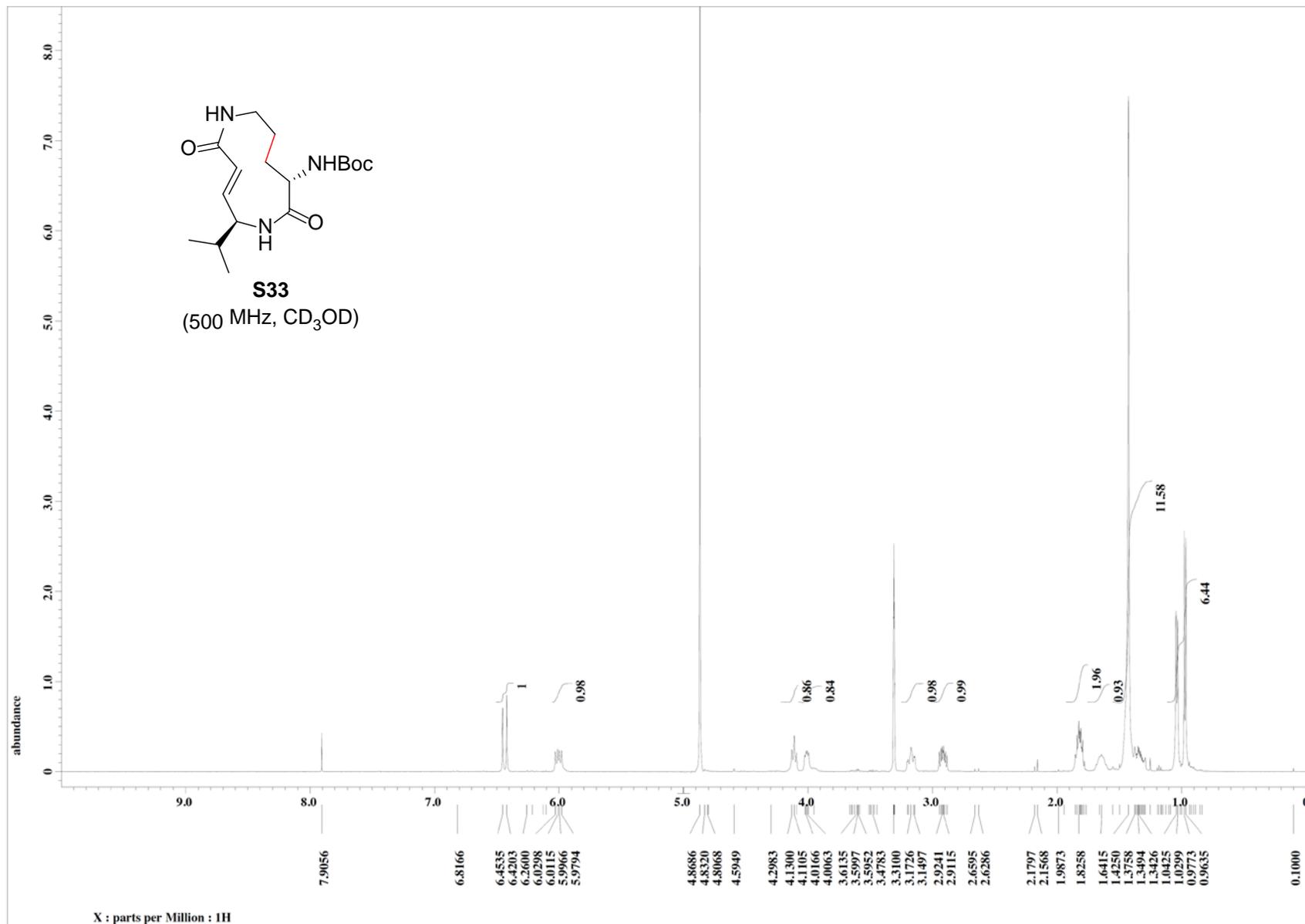


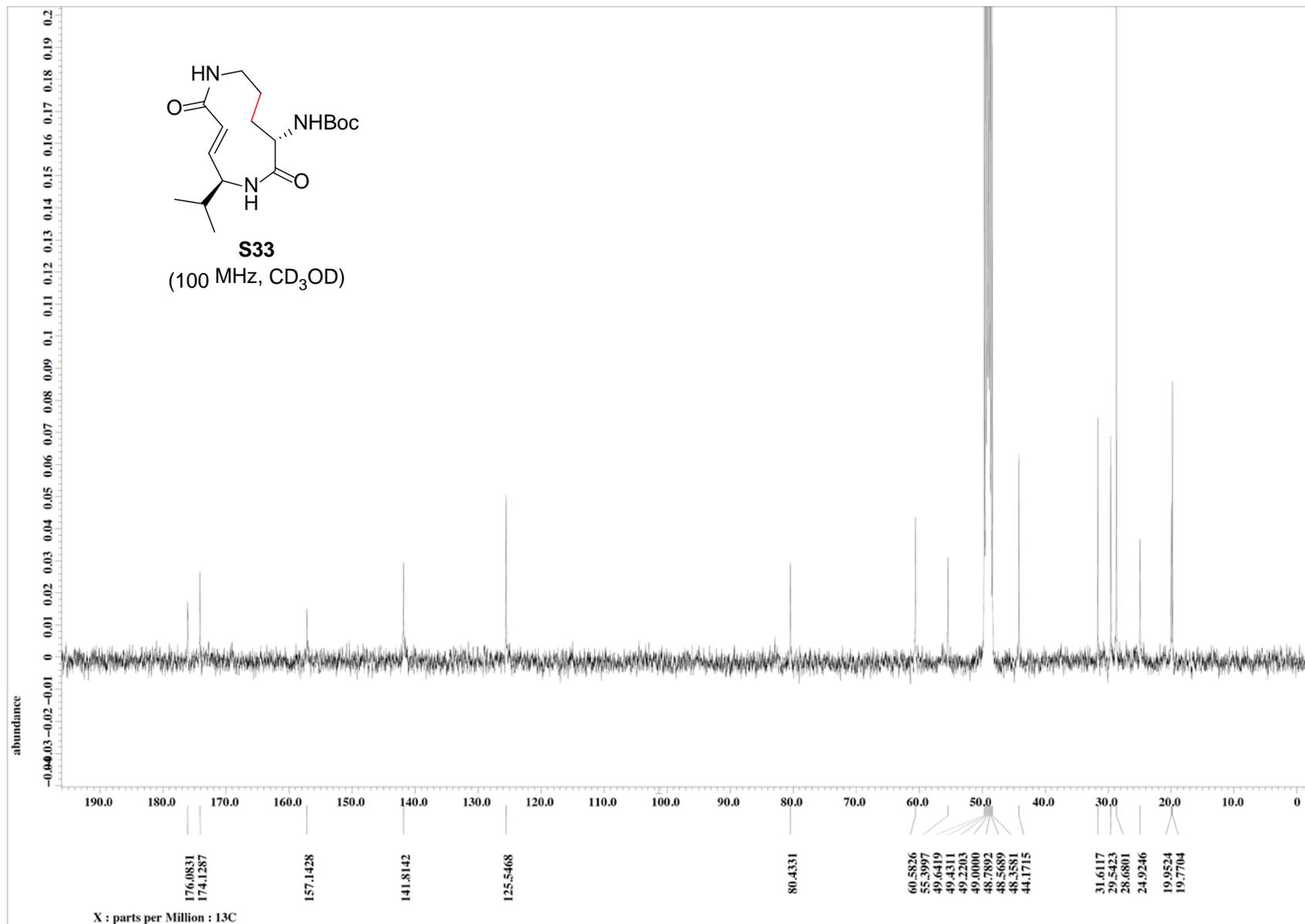
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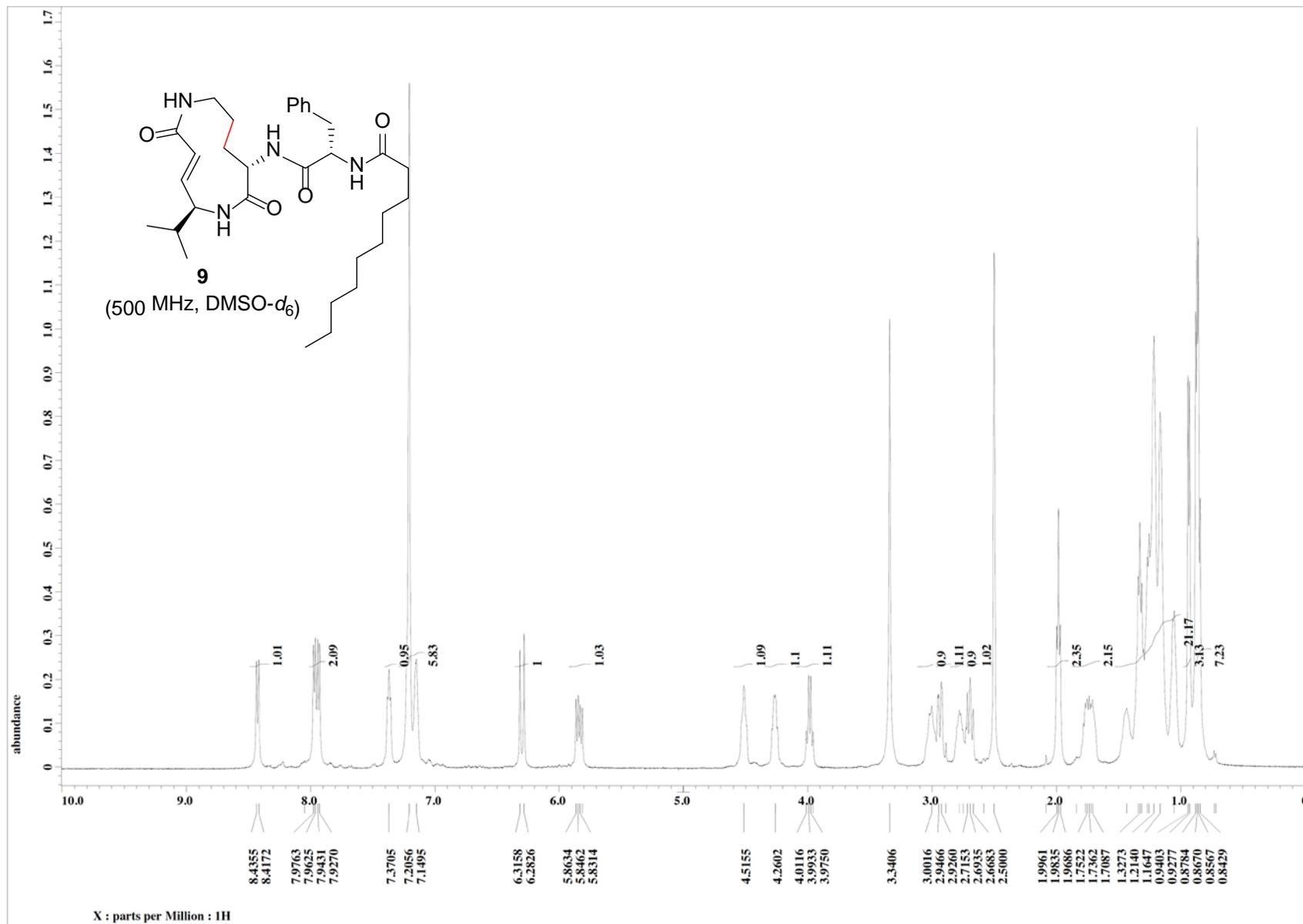


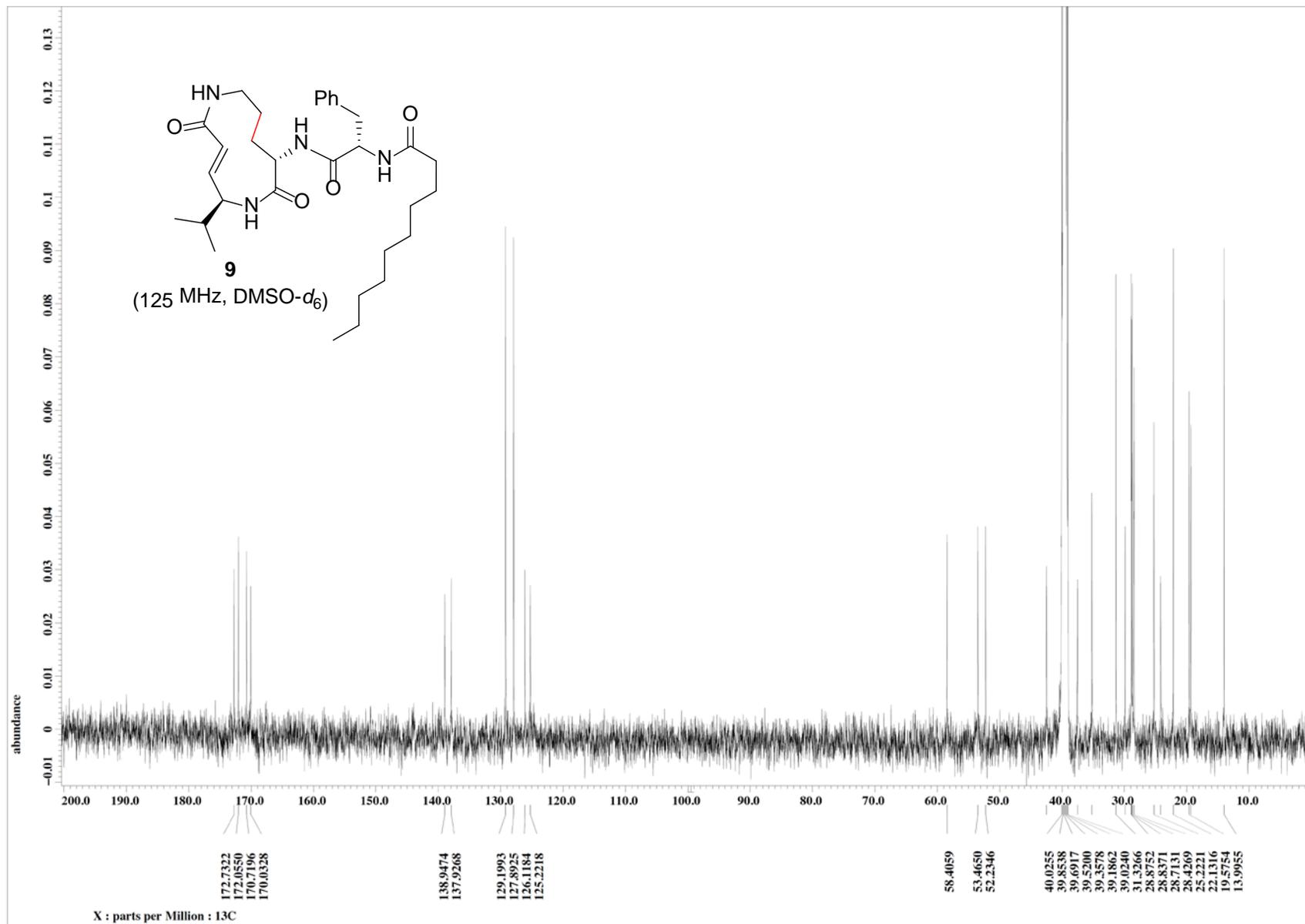


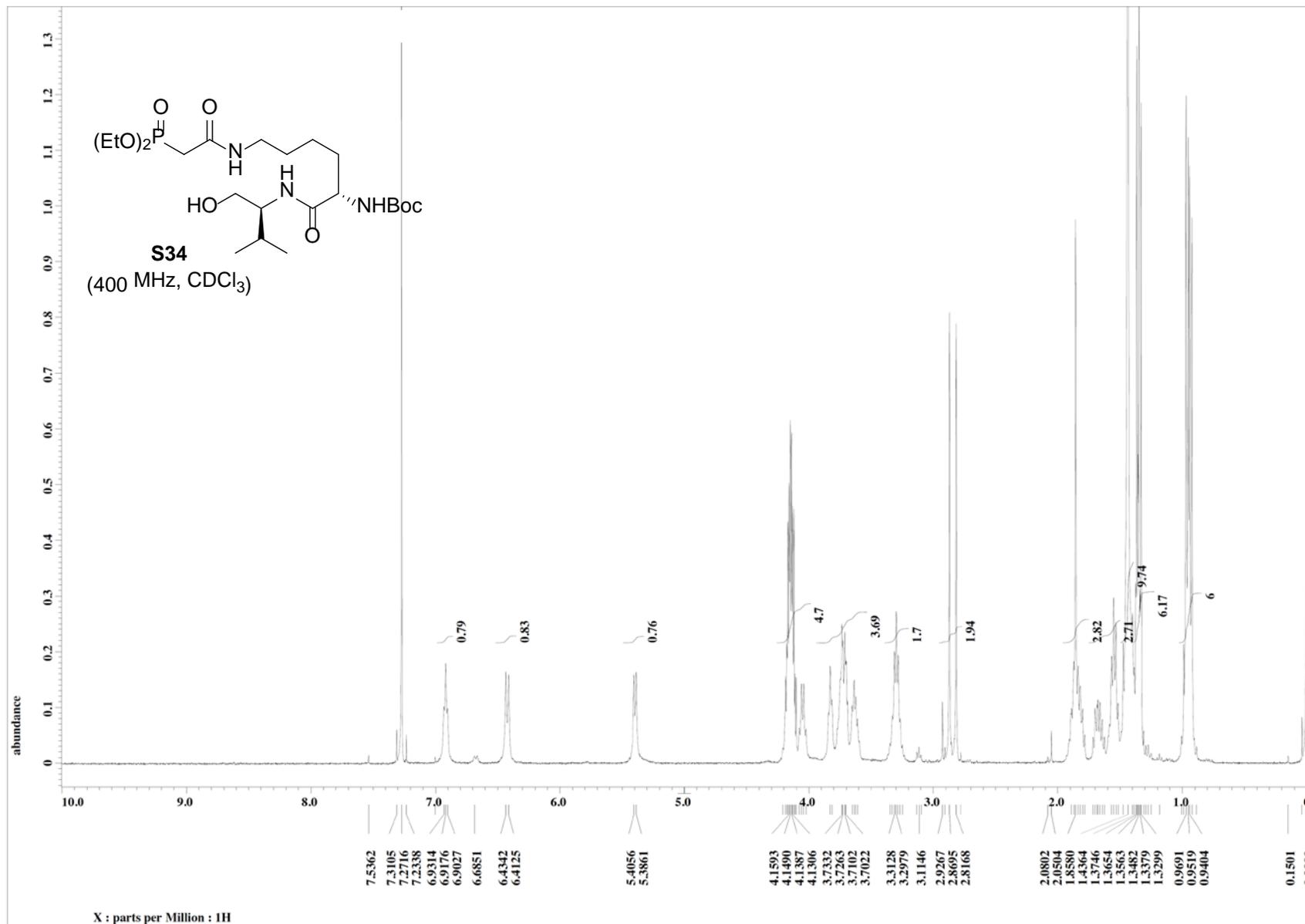


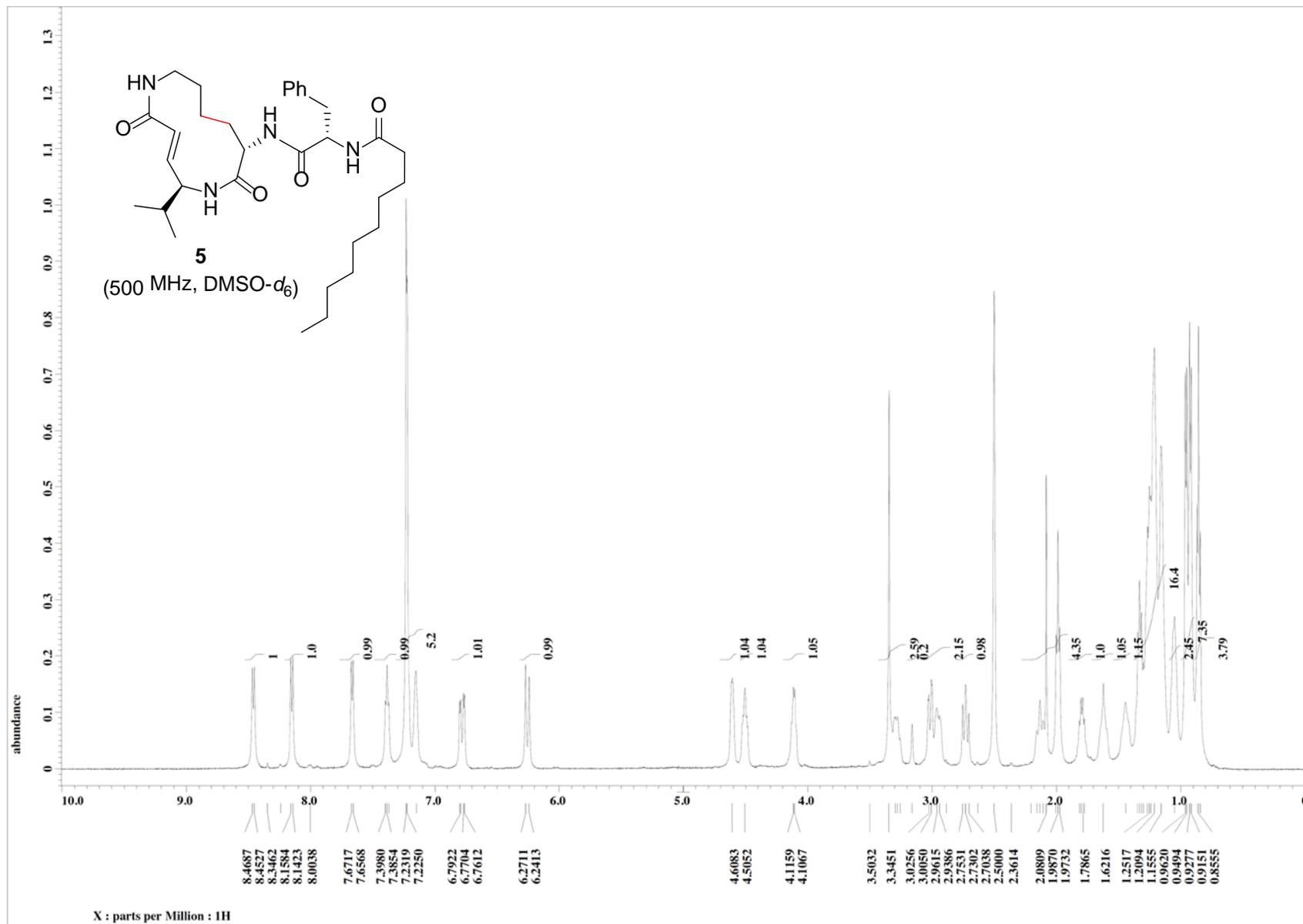


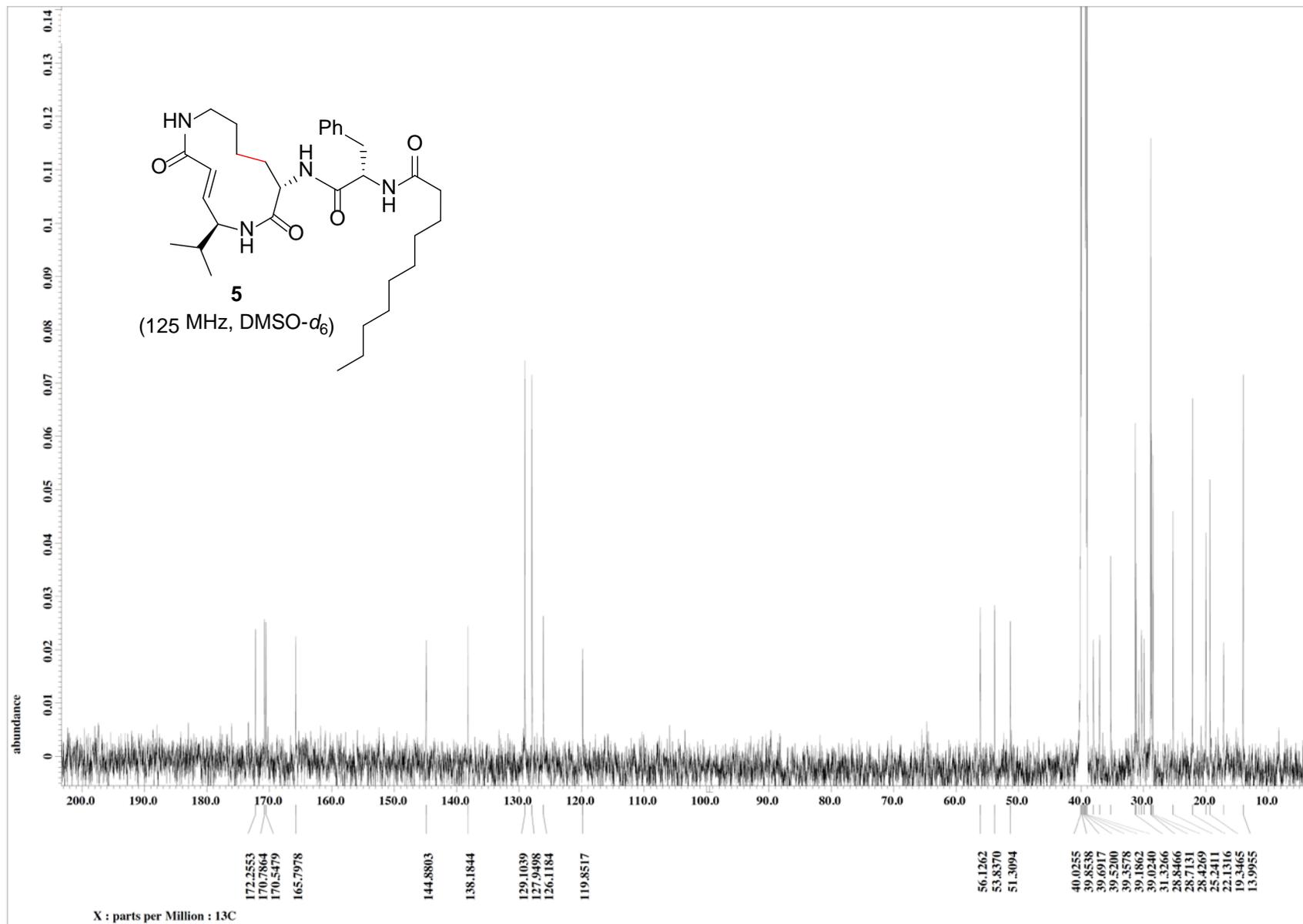


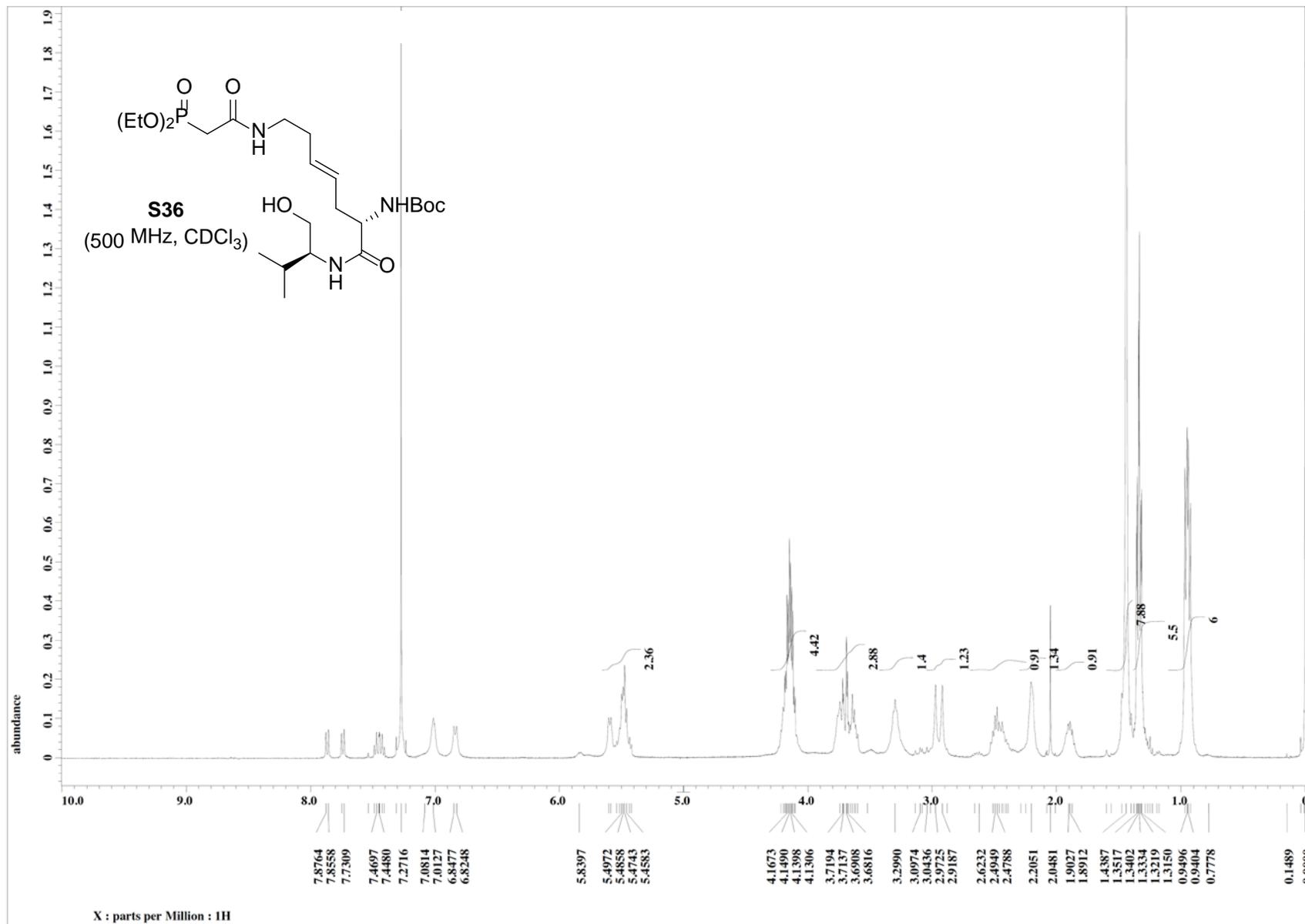


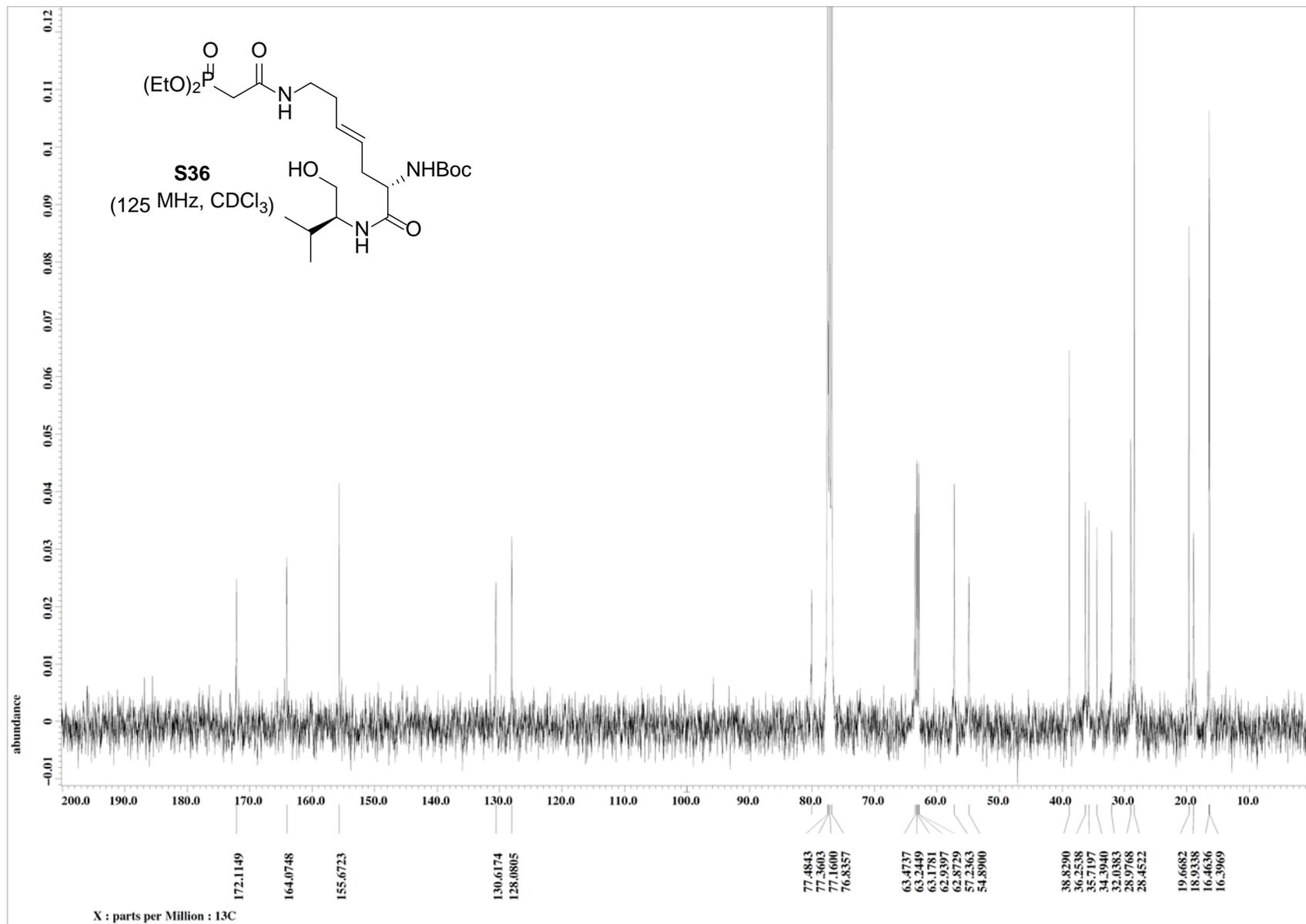


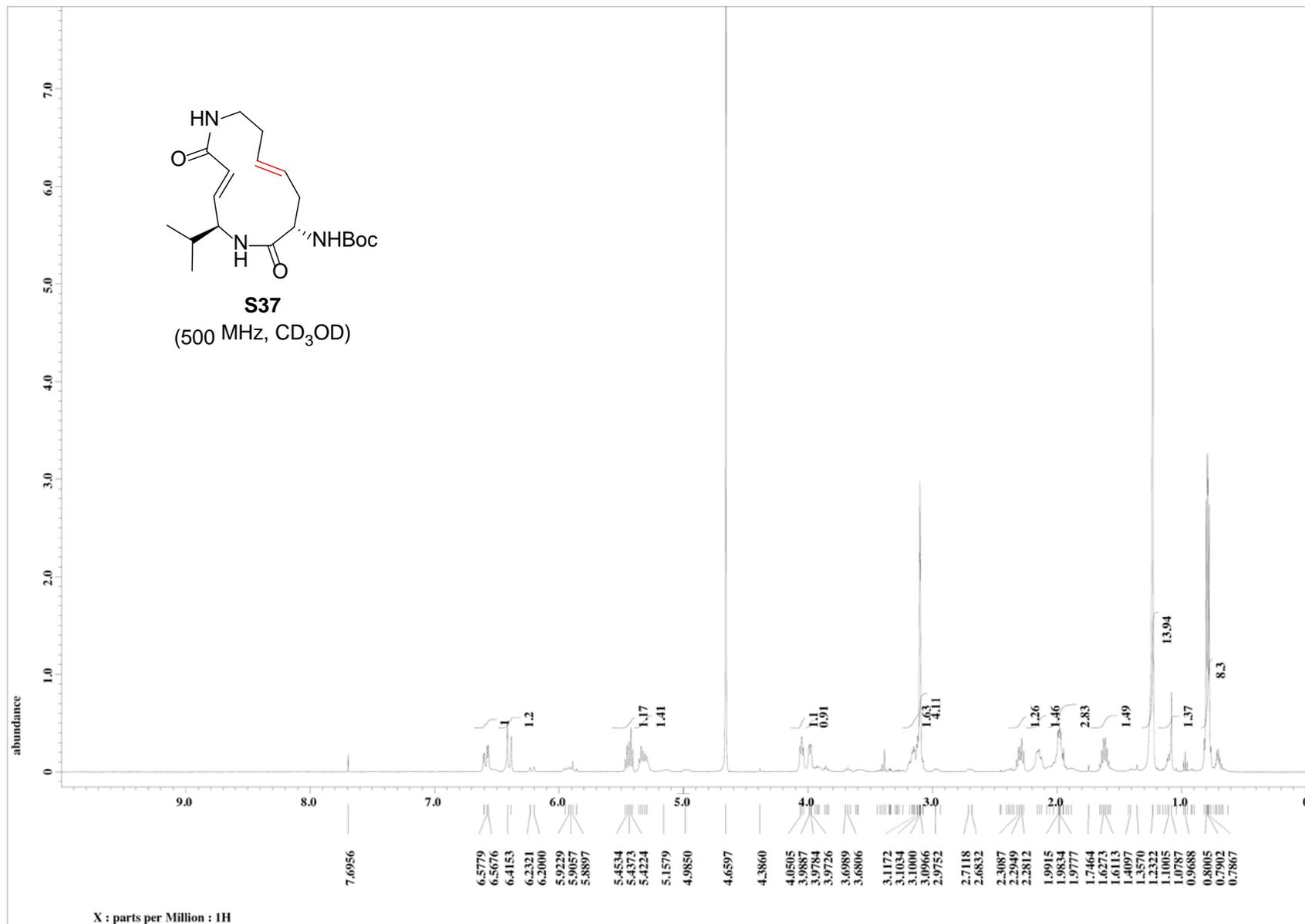


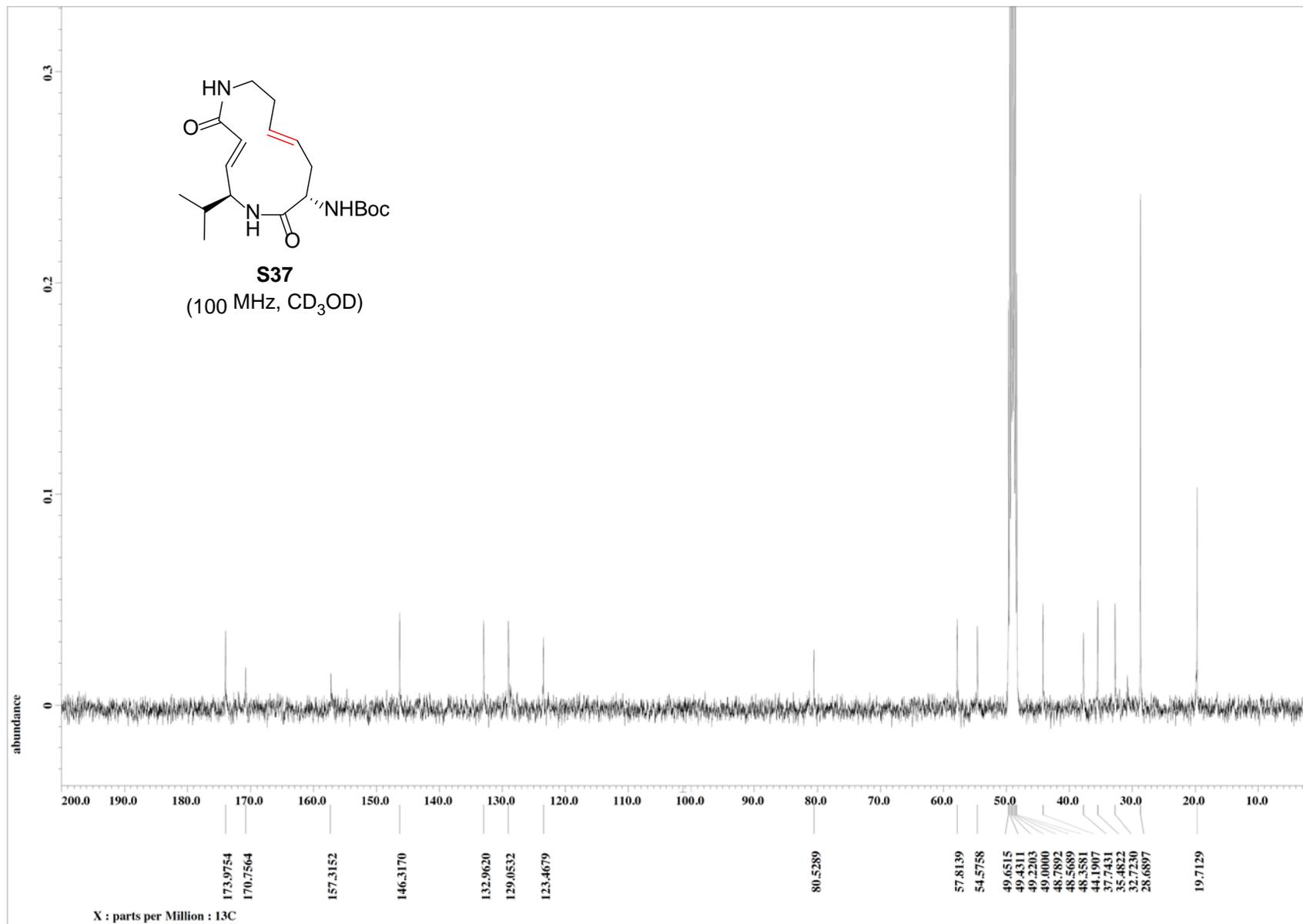


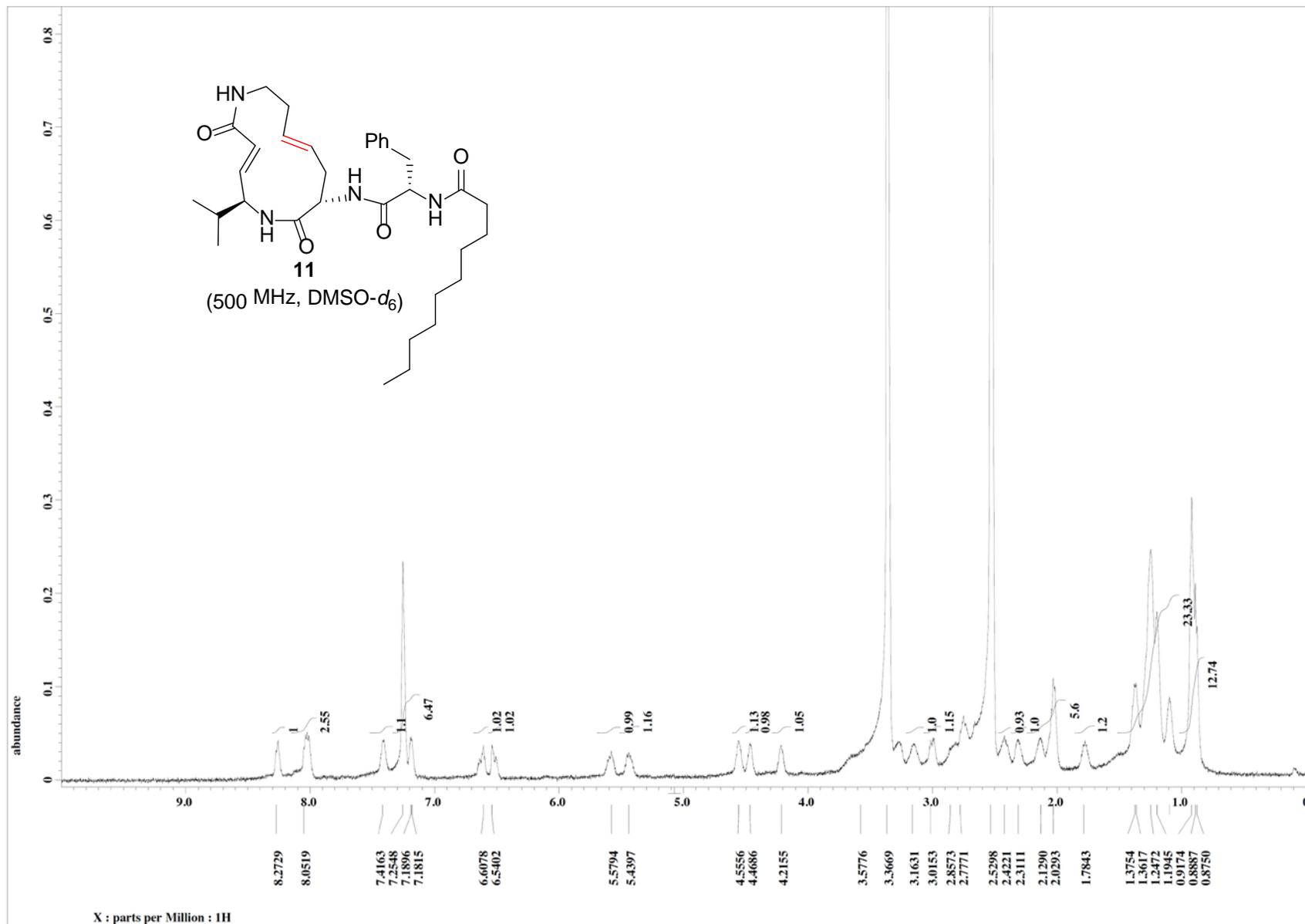


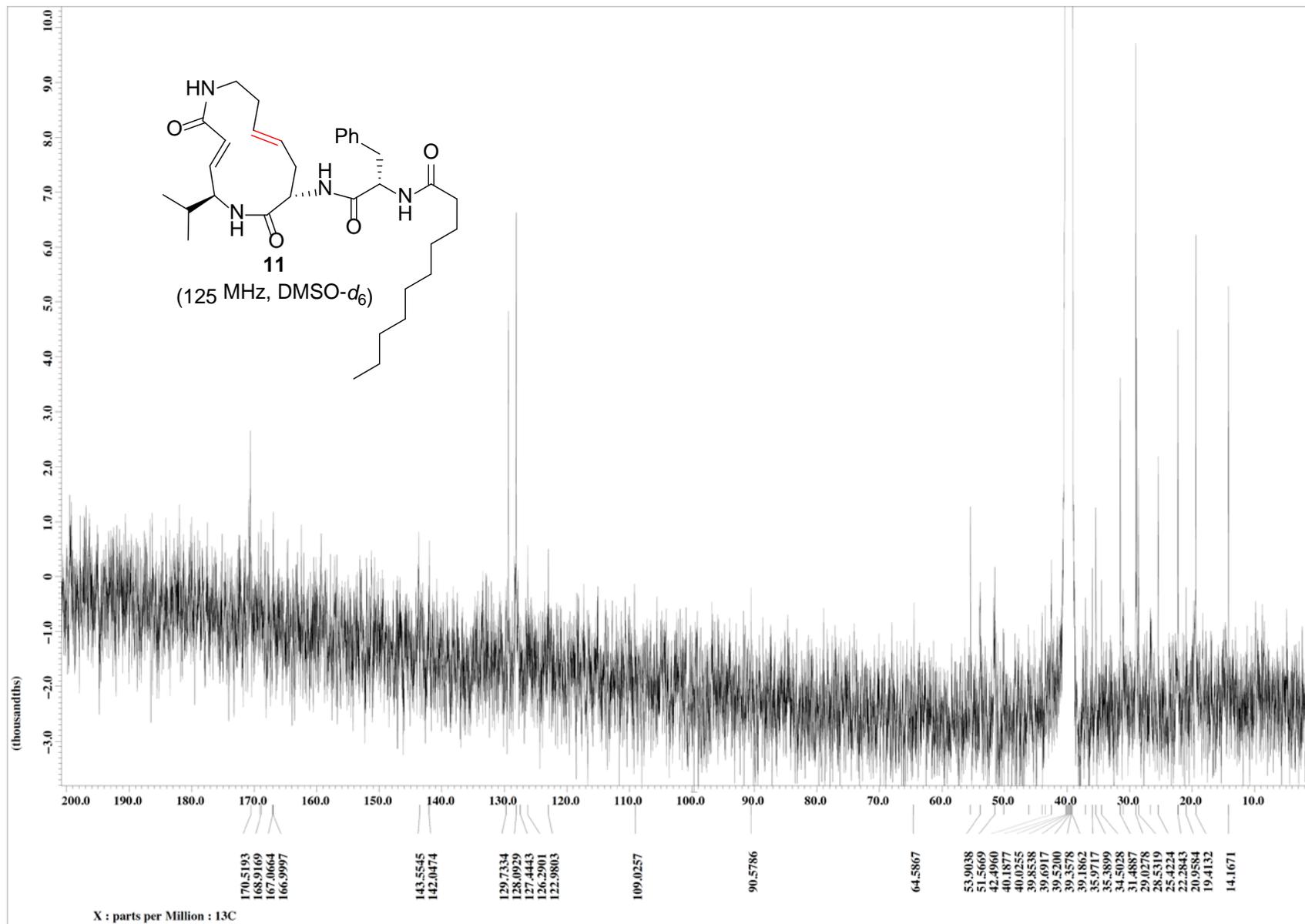


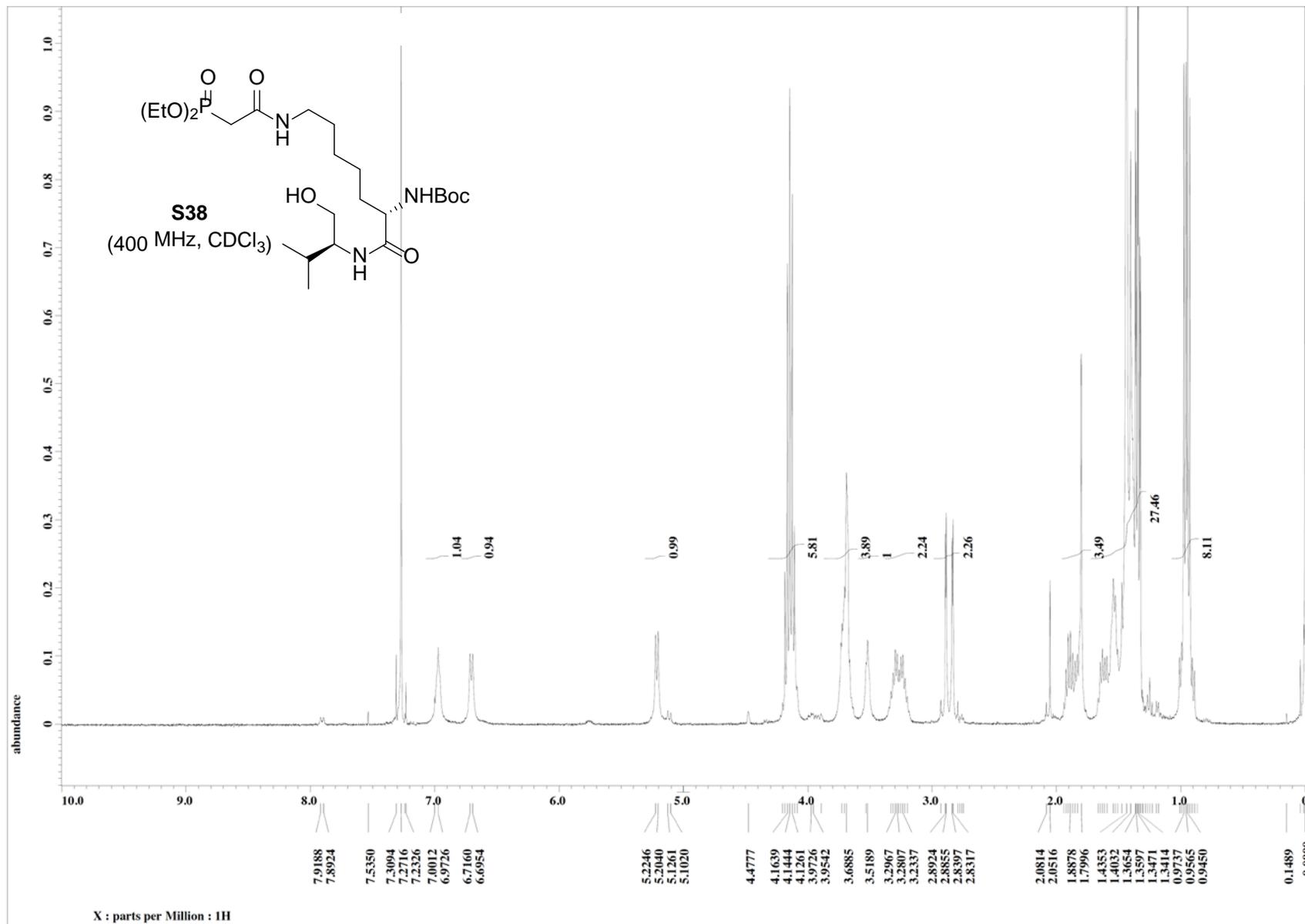


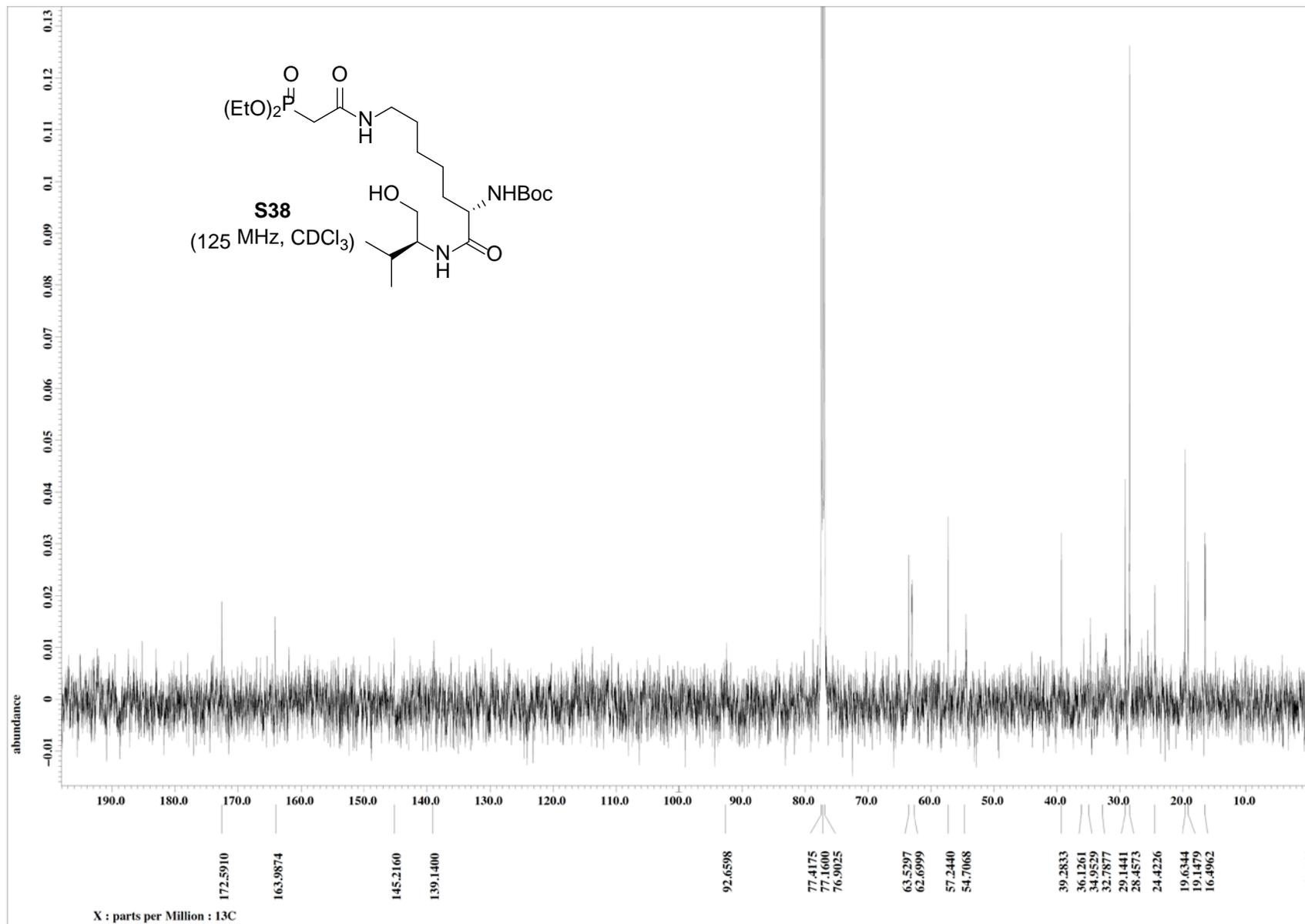


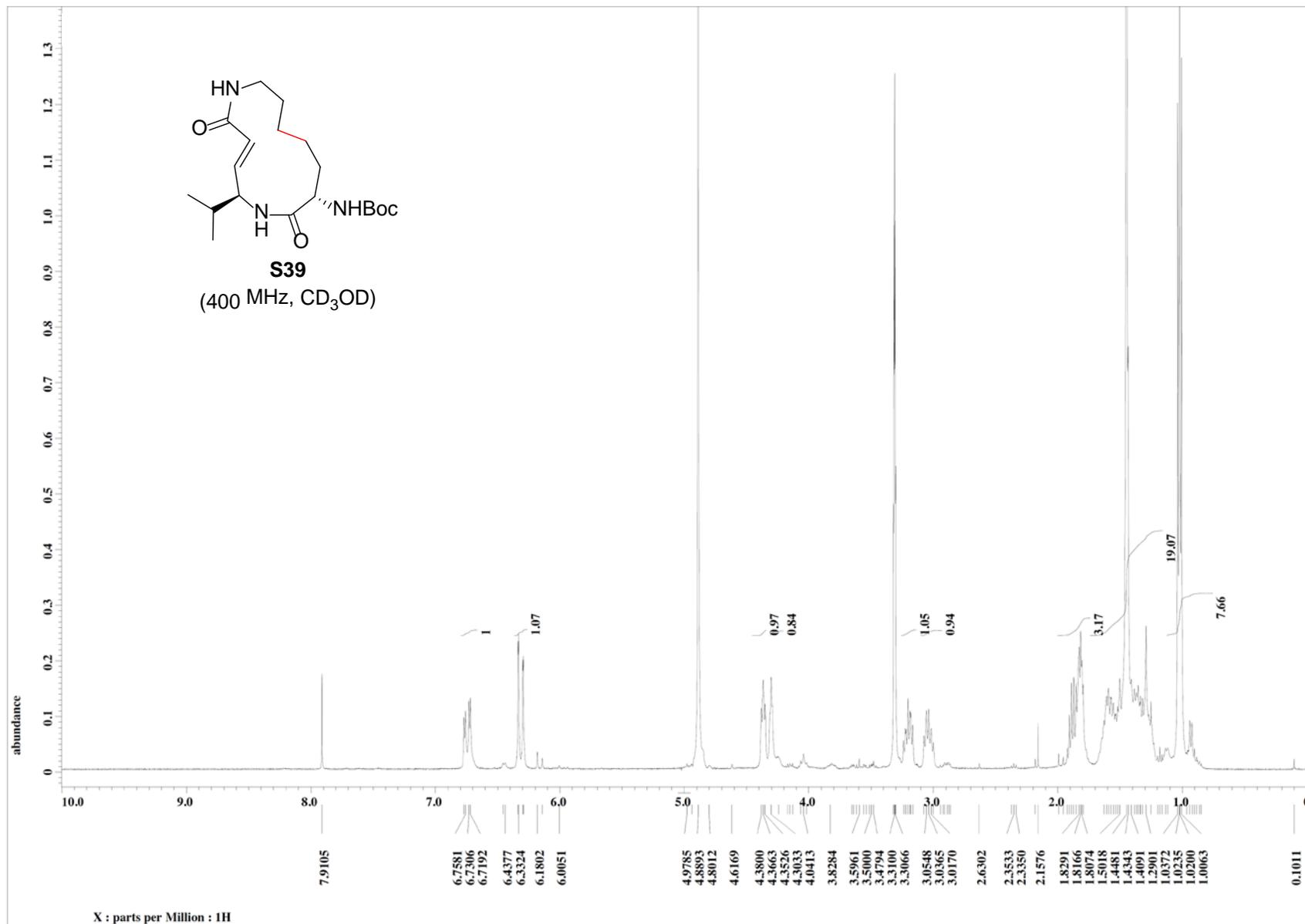


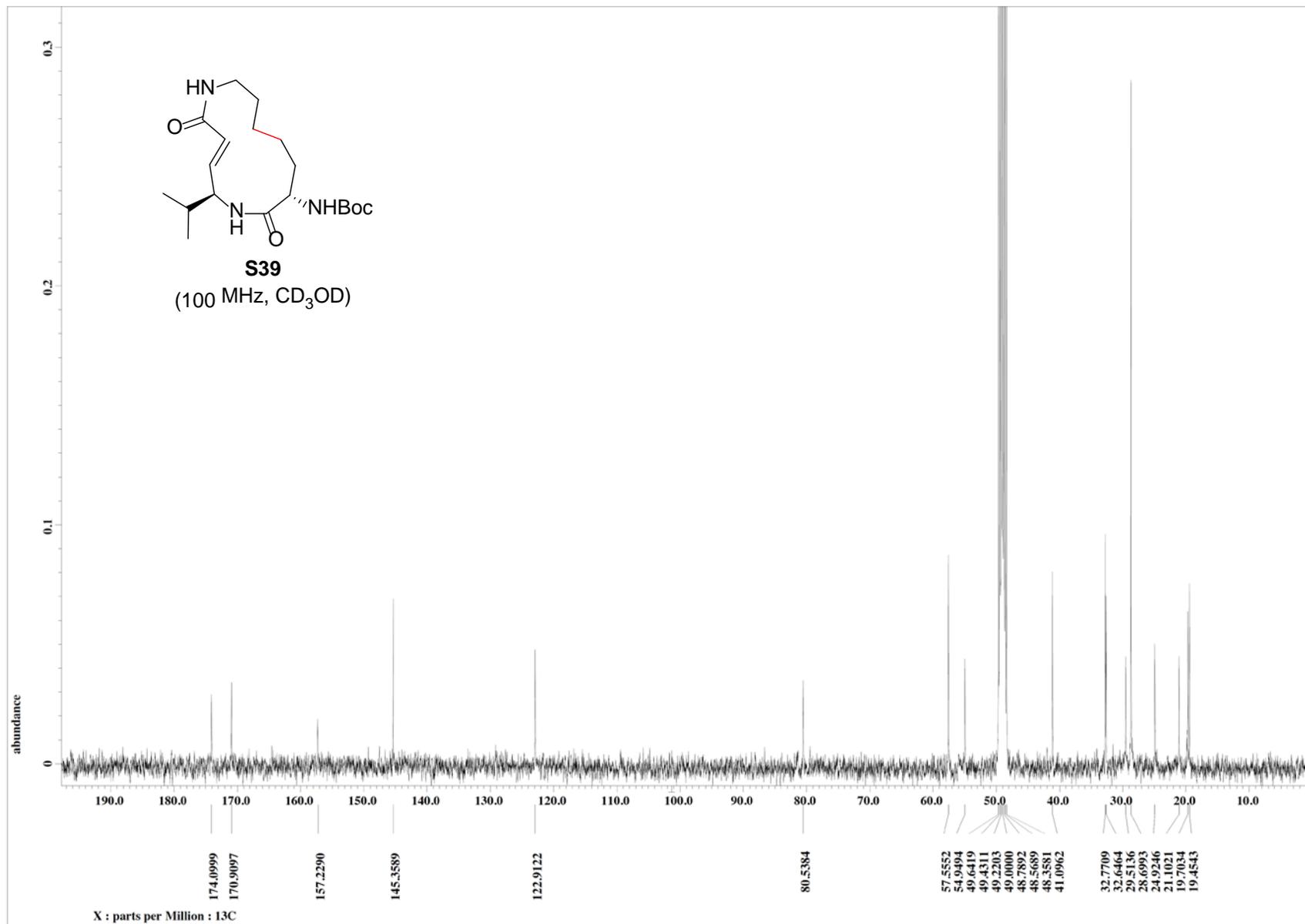


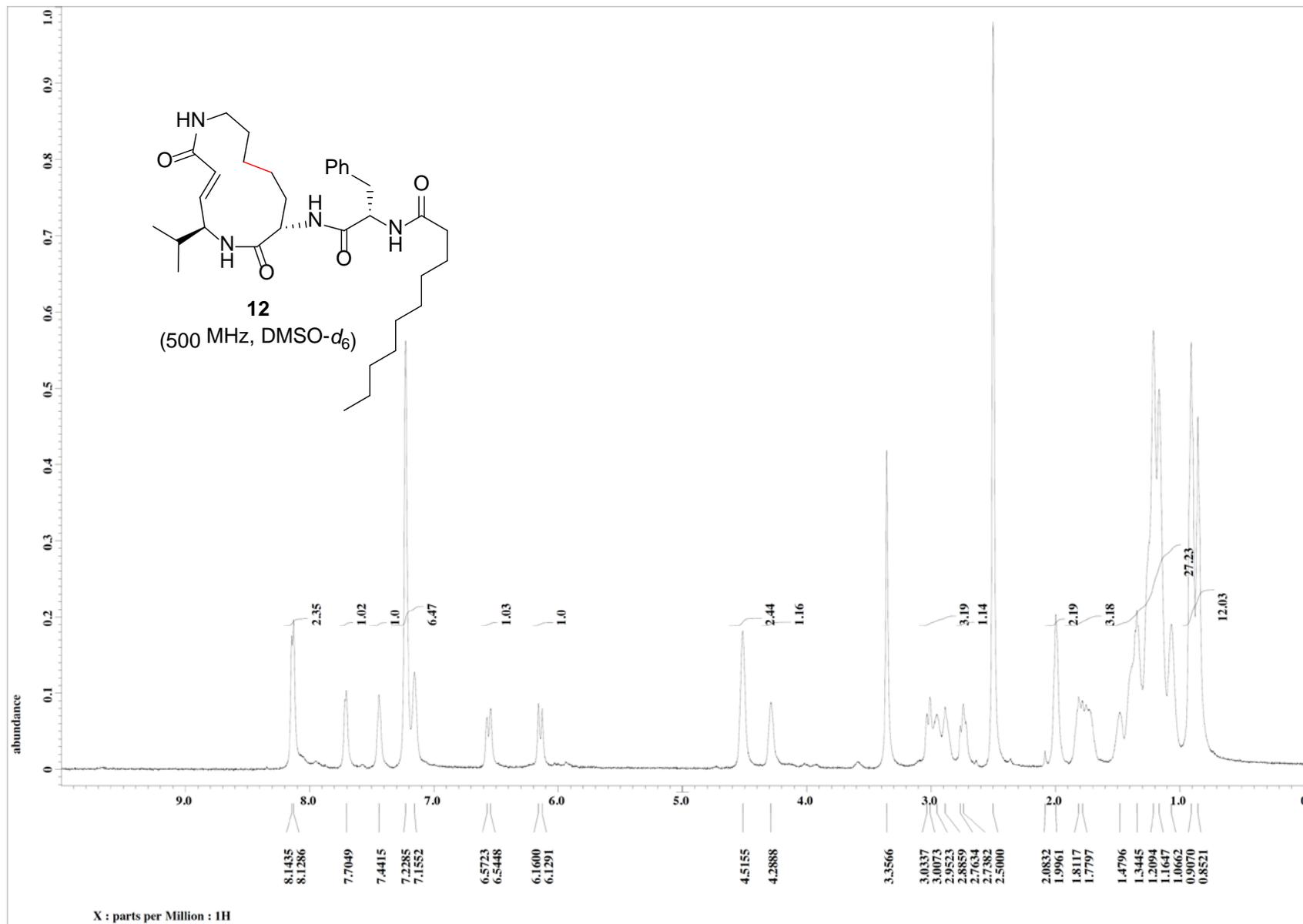


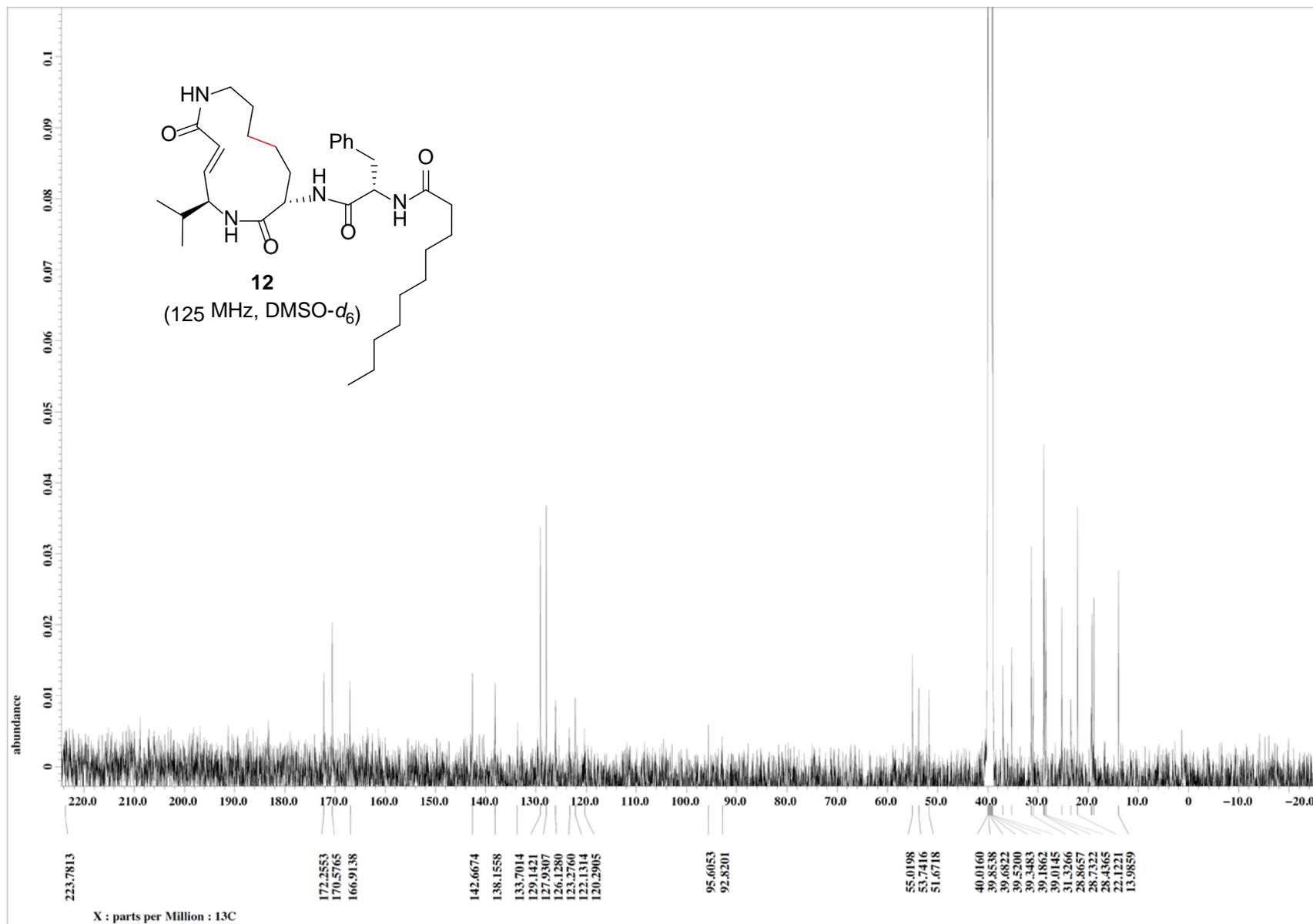


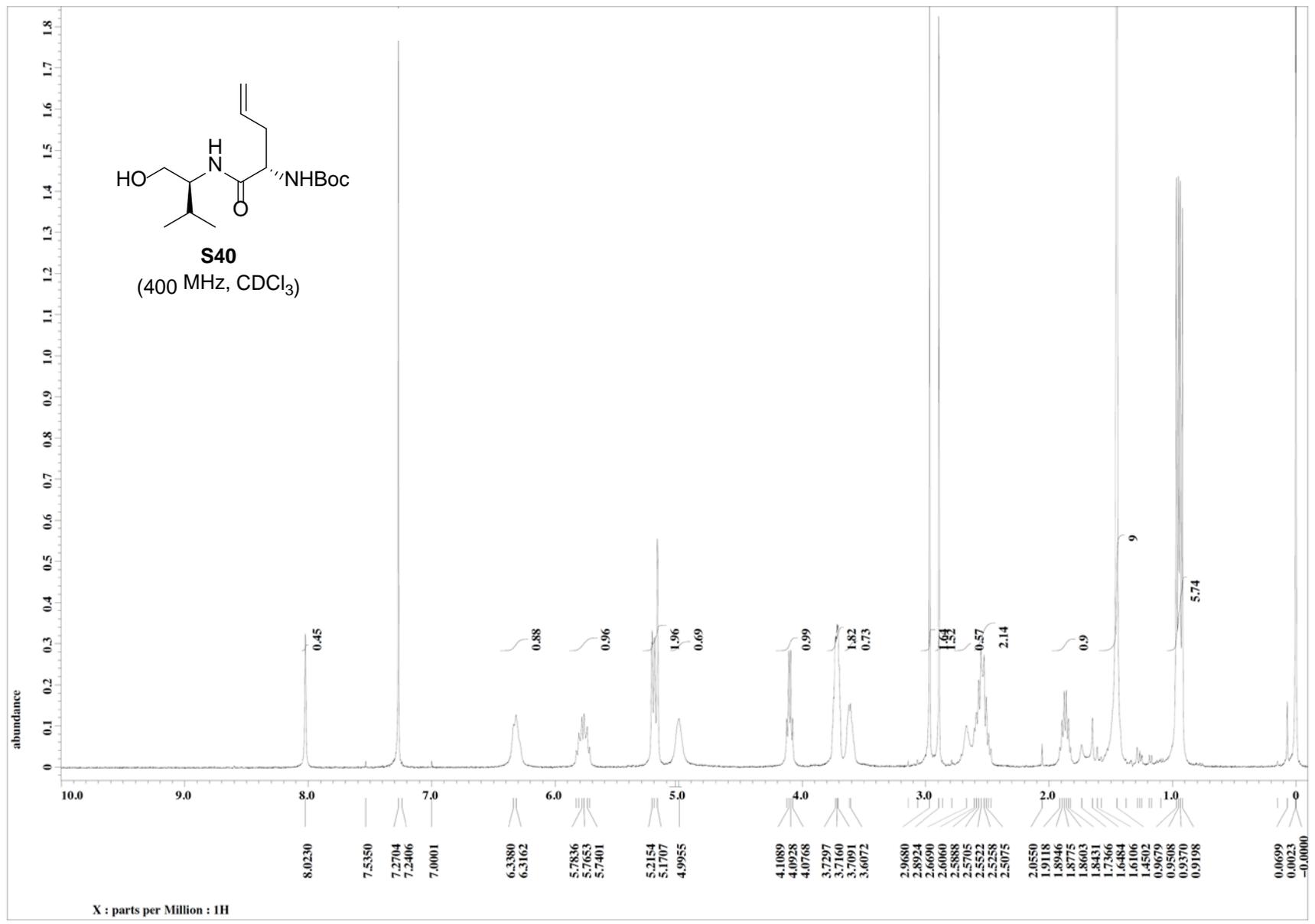


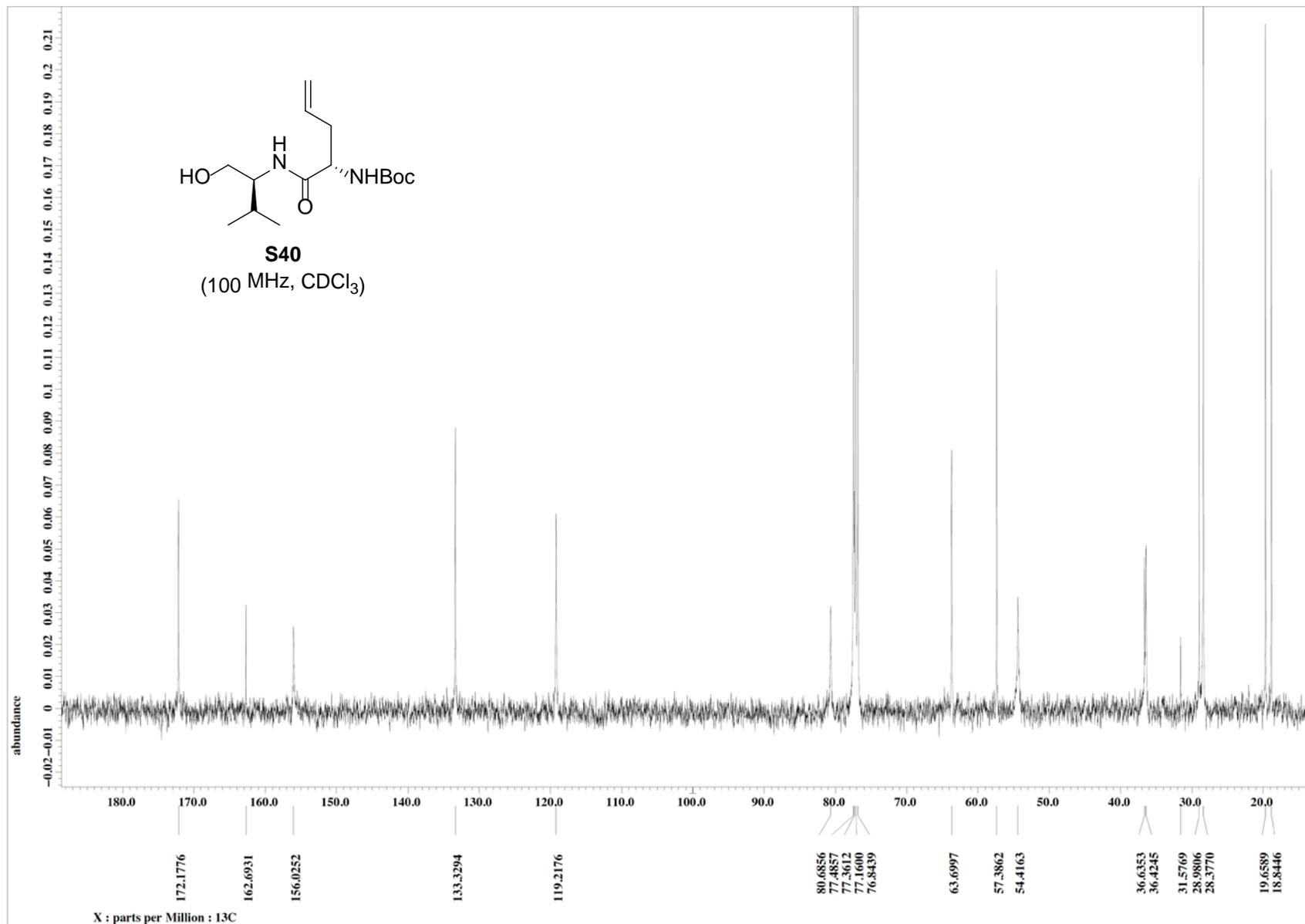


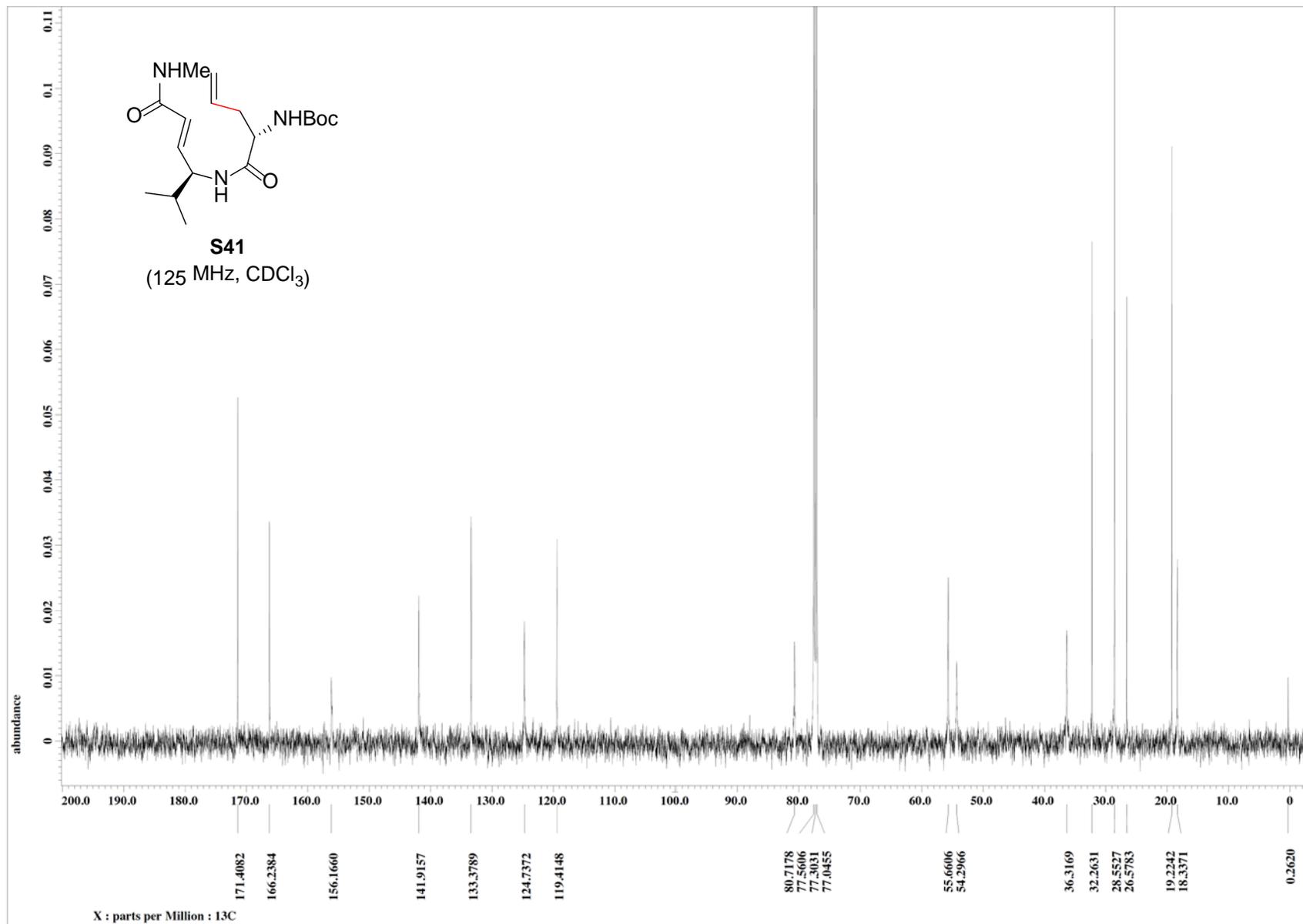


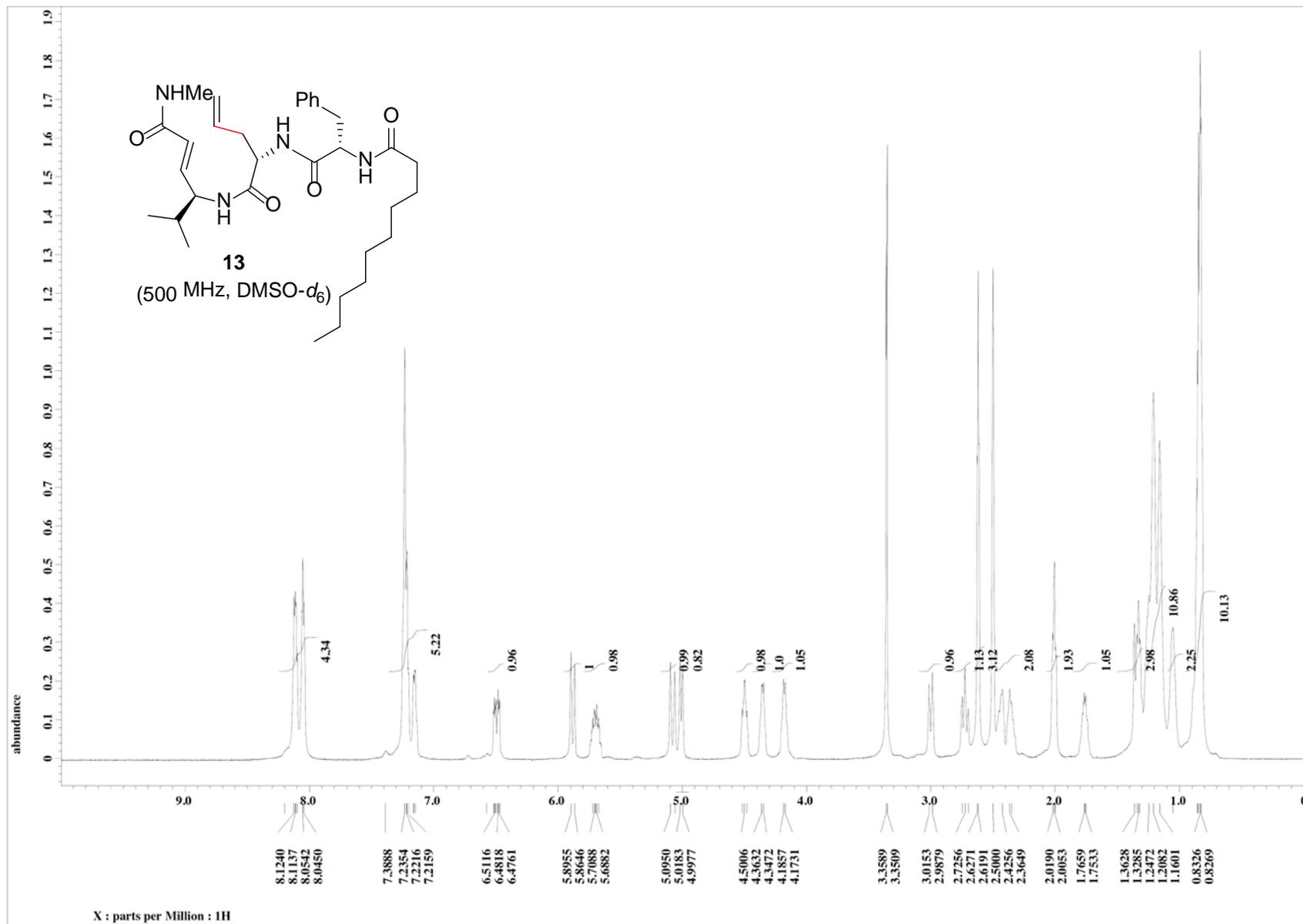


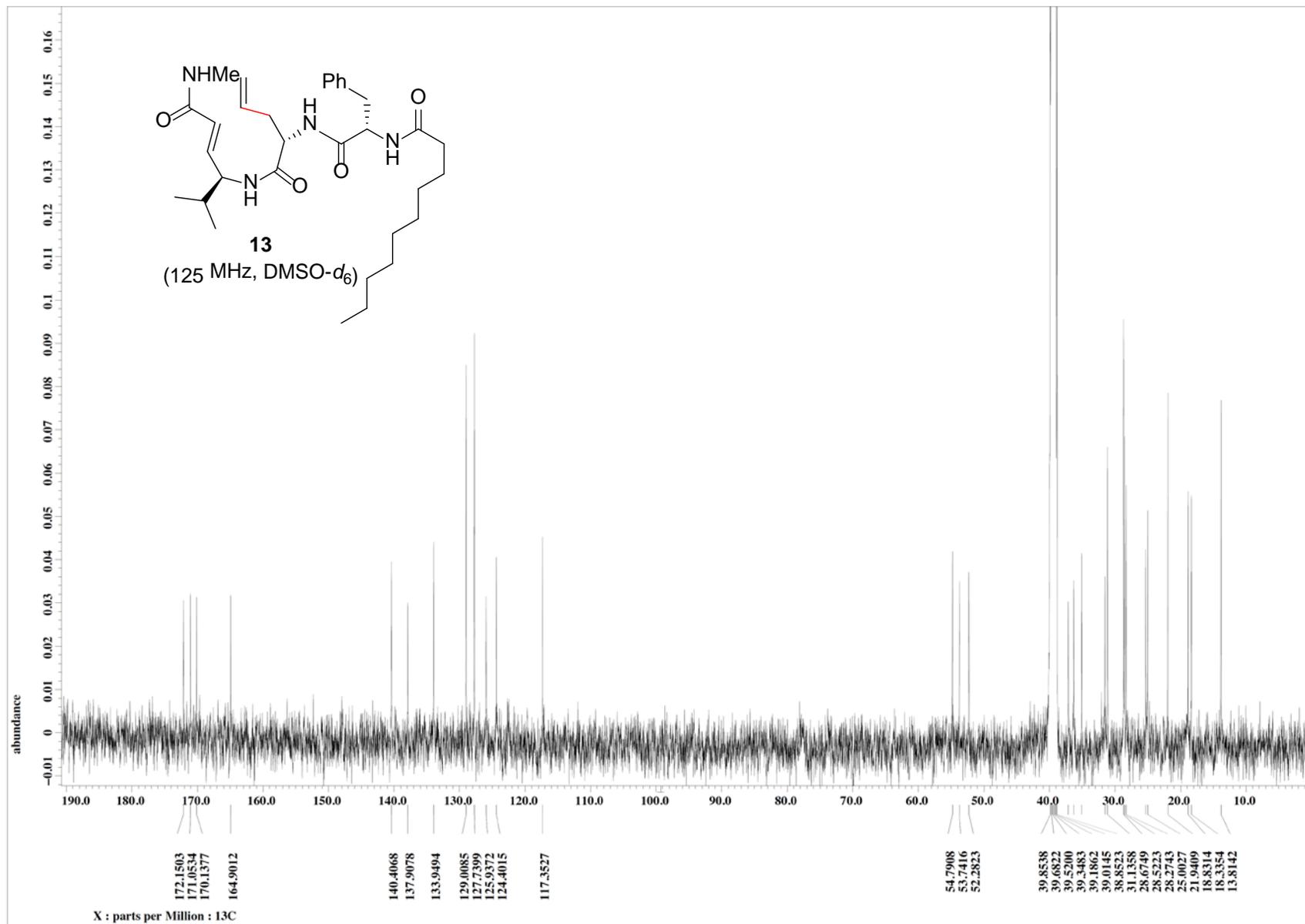


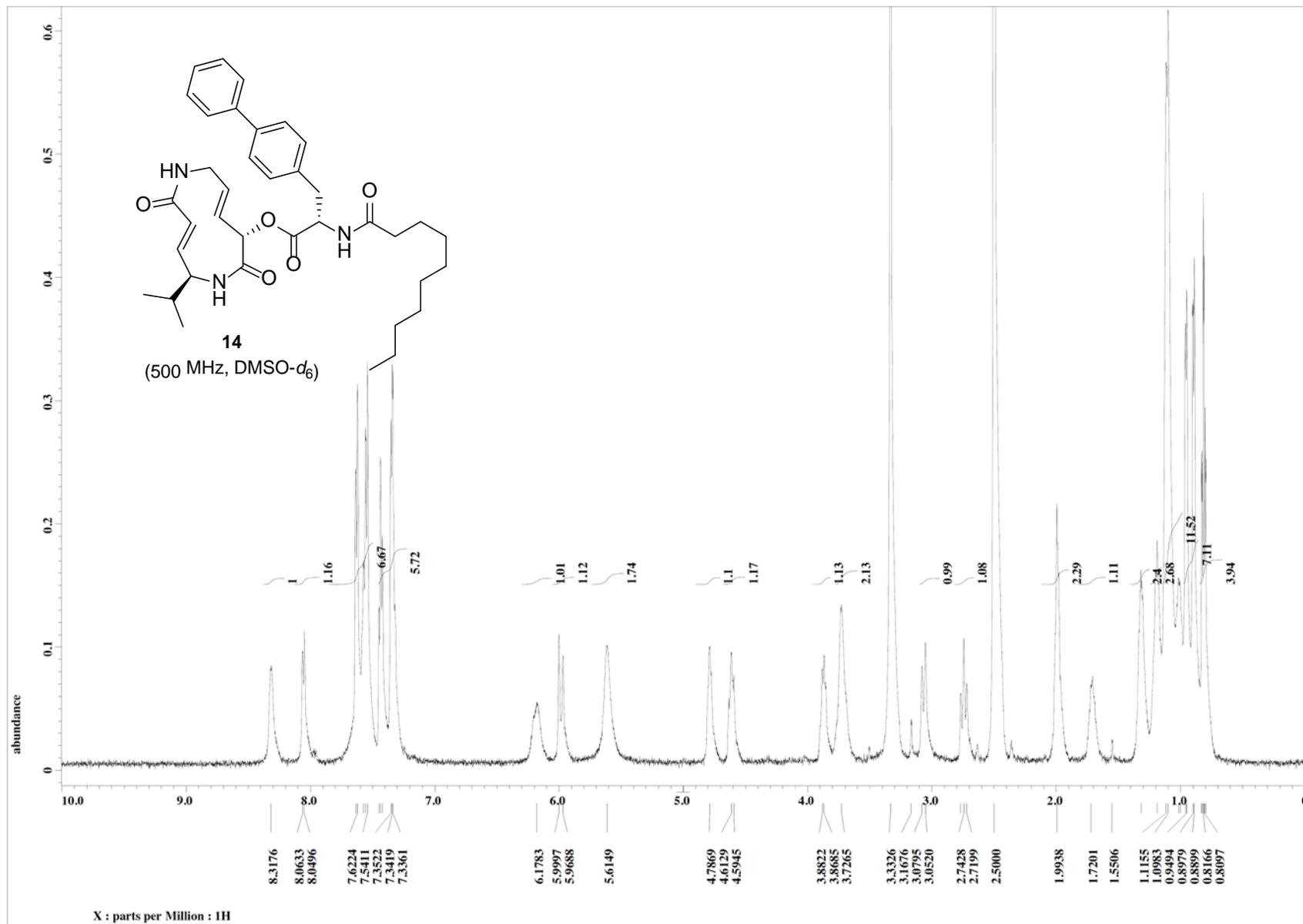


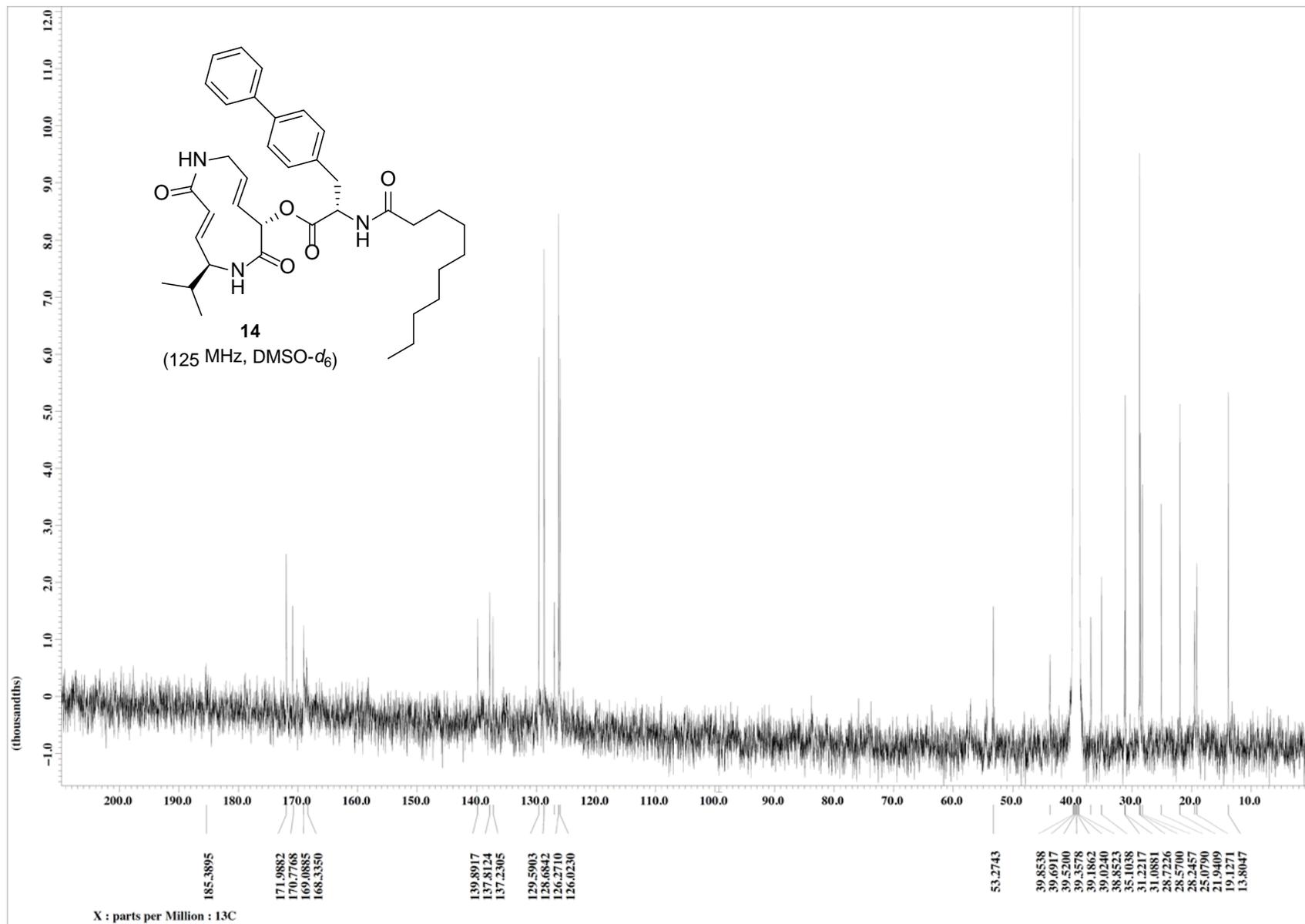


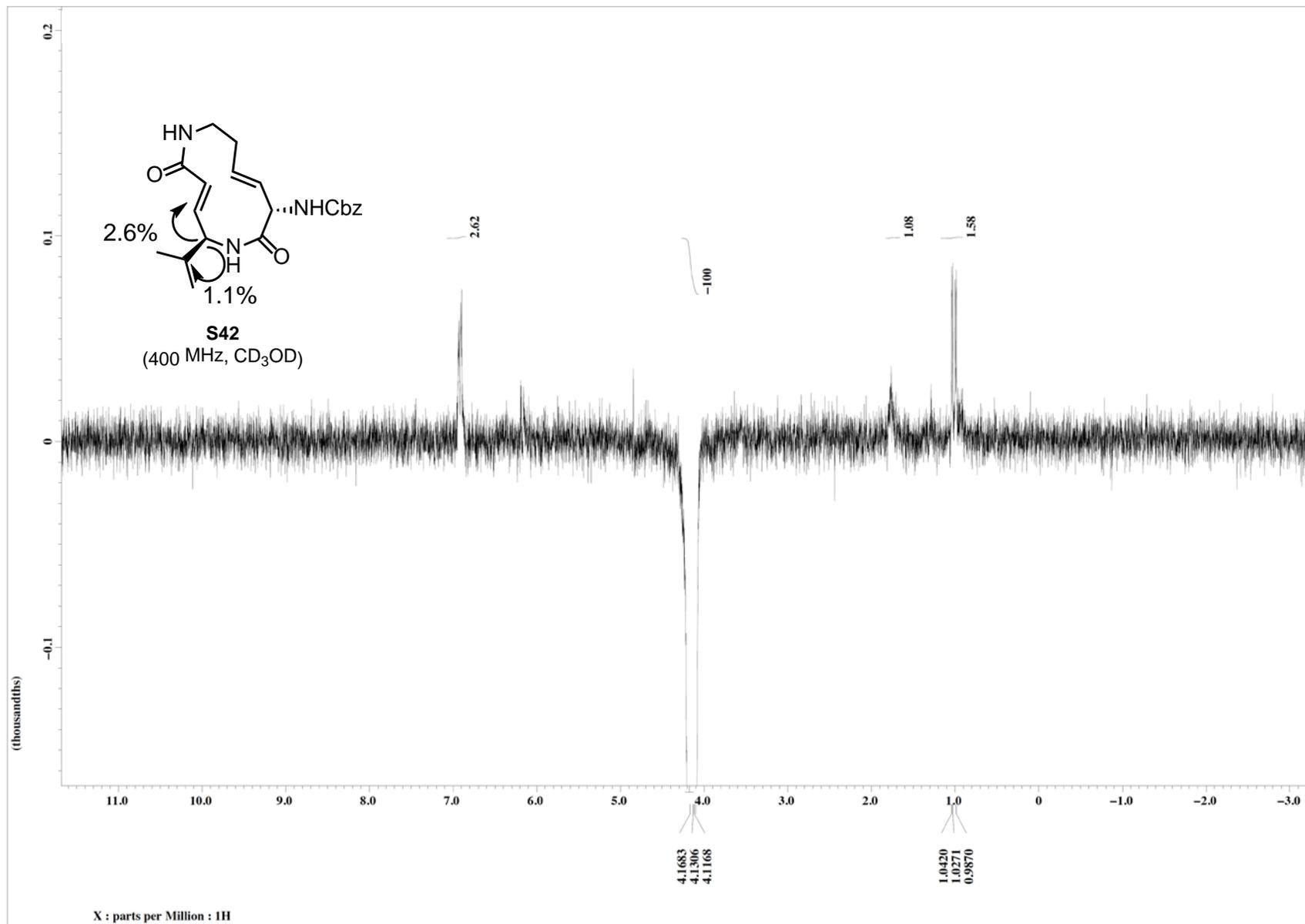


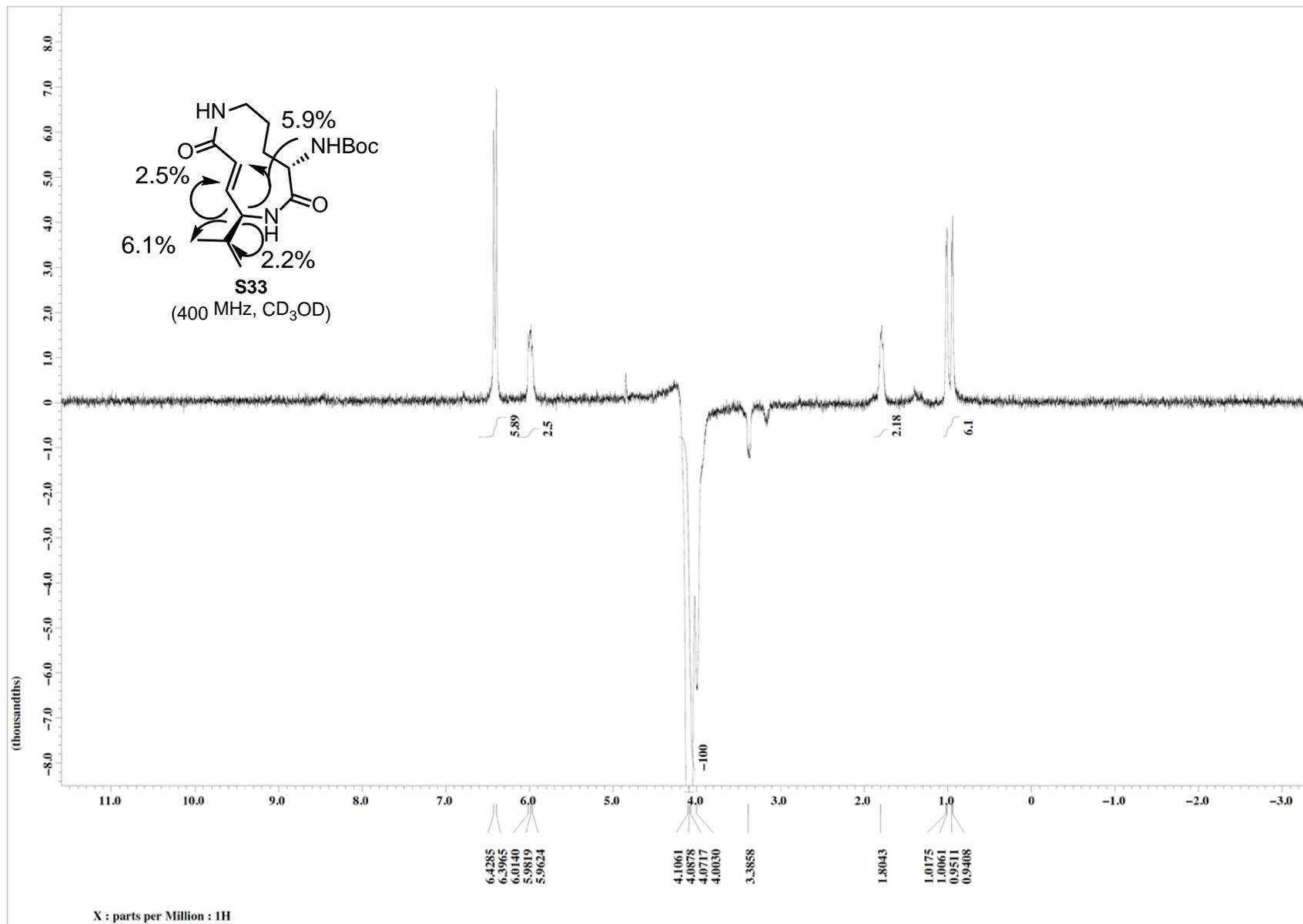












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