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Supporting Information

Fusarisetins: Structure-function studies on a novel class of cell migration inhibitors

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General Procedures

Unless indicated, all commercially available reagents and anhydrous solvents were purchased at the highest commercial quality and were used as received without further purification. All nonaqueous reactions were carried out under argon atmosphere using dry glassware that had been flame-dried under a stream of argon unless otherwise noted. Anhydrous tetrahydrofuran (THF) and dichloromethane (CH₂Cl₂) were obtained by passing commercially available pre-dried, oxygen-free formulations through activated alumina columns. Flash column chromatography was performed on silica gel (Merck Kieselgel 60, 230-400 mesh) using hexanes-EtOAc or CH₂Cl₂-MeOH mixtures of increasing polarity. The progress of all the reactions was monitored by thin-layer chromatography (TLC) using glass plates precoated with silica gel-60 F254 to a thickness of 0.5 mm (Merck), and compounds were visualized by irradiation with UV light and/or by treatment with a solution of ninhydrin stain or Ceric Ammonium Molybdate (CAM) stain followed by heating. ¹³C NMR and ¹H NMR spectra were recorded on a 400 MHz, 500 MHz Varian instrument or a 500 MHz JEOL instrument. CDCl₃ was treated with flame dried K_2CO_3 , chemical shifts (δ) are quoted in parts per million (ppm) referenced to the appropriate residual solvent peak reference (CDCl₃ or CD₃OD), with the abbreviations s, br s, d, t, q, quint, m, td, dt and qd denoting singlet, broad singlet, doublet, triplet, quartet, quintet, multiplet, quartet of doublets, triplet of doublets, doublet of triplets and quartet of doublets, respectively. J =coupling constants given in Hertz (Hz). High resolution Mass spectra (HRMS) were recorded on a trisector WG AutoSpecQ spectrometer. Optical rotation data were collected on a Jasco P-1010 polarimeter using HPLC grade anhydrous CHCl₃ or anhydrous MeOH. Microwave experiments were carried out in Biotage (model:Initiator) microwave reactor using high pressure vessels. Cell cultures were incubated in NABCO CO₂ 6000 incubator and biological assays were performed in 24-well Falcon Multiwell (3047) cell dishes. Micrographs were processed with ImageJ software.

Fusarisetin A (1) and B (2) were synthesized as previously described.¹ The compounds were isolated after column chromatography as single isomers in greater than 95% purity (defined by ¹H NMR). 1 and 2 were spectroscopically identical (¹H and ¹³C NMR) to the ones reported in the initial isolation manuscript.² The synthesis was enantiopure since it departed from commercially available R-(+)-citronellal (greater than 95% ee). Fusarisetin A (1): $[\alpha]_D^{25} = +85.3$, c = 0.2, MeOH; natural: $[\alpha]_D^{25} = +84.6$, c = 0.2, MeOH. Fusarisetin B (2): $[\alpha]_D^{25} = +51.2$, c = 0.15, CHCl₃; natural: $[\alpha]_D^{25} = +84.9$, c = 0.2, MeOH.

¹ J. Xu, E. J. E. Caro-Diaz, M. H. Lacoske, C.-I. Hung, C. Jamora, and E. A. Theodorakis, *Chem. Sci.*, 2012, **3**, 3378–3386.

² J. H. Jang, Y. Asami, J.-P. Jang, S. O. Kim, D. O. Moon, K. S. Shin, D. Hashizume, M. Muroi, T. Saito, H. Oh, B. Y. Kim, H. Osada and J. S. Ahn, *J. Am. Chem. Soc.*, 2011, **133**, 6865–6867

SYNTHETIC PROCEDURES

Amino esters 5a-5d: All amine coupling partners are commercially available from Sigma Aldrich (CDSO15644, PH006931) and FCH Group (FCH1120224, FCH1241743). They also can be readily prepared using standard reductive amination strategies.³

C₃-benzyl β-ketoamide 6a: To a solution β-ketoacid 4 4 (42 mg, 0.144 mmol) was transferred to a round bottom flask which contained *N*-methyl phenyl alanine methyl ester (33 mg, 0.173 mmol) in CH₂Cl₂ (0.6 mL). To this solution was added, DMF (0.1 mL), *O*-(7-

azabenzotriazol-1-yl)-N,N,N,N-tetramethyluronium hexafluorophosphate (HATU, 54 mg, 0.144 mmol) and cooled to 0 °C, followed by adding in the diisopropylethylamine (DIPEA, 0.16 ml, 0.36 mmol) dropwise. The reaction was stirred at rt for 2 hrs before it was acidified with 2M HCl solution to pH = 2. The mixture was then diluted with EtOAc, sequentially washed with 2M HCl solution, NaHCO₃ and brine. The organic layer was dried over MgSO₄ and concentrated in vacuo to afford the desired ketoamide 6a as a yellow oil (95%, 64 mg). This ketoamide was used directly to the next step without further purification. The ¹H NMR and ¹³C NMR can be complicated due to enol-keto tautomers and amide rotamers. $[\alpha]^{25}_{D} = -80.4$ (c = 1.0, CHCl₃). ¹H NMR (400 MHz, CDCl₃, complicated by enol-keto tautomer and amide rotamers) δ: 7.24 (m, 5H), 5.41-5.30 (m, 2H), 5.19 (m, 2H), 3.71 (m, 3H), 3, 3.56 (d, J = 15.6 Hz, 1H), 3.35 (dd, J = 15.6 Hz, 1H), 3.55 (dd, J = 15.6 Hz, 1H), 3.55 (dd, 14.1, 5.5 Hz, 1H), 3.22 (d, J = 16.0 Hz, 1H), 3.04 (m, 1H), 2.79 (m, 3H), 2.47 (br m, 1H), 1.80-1.65 (m, 6H), 1.56 (d, J = 6 Hz, 3H), 1.57-1.40 (m, 1H), 1.08 (s, 3H), 1.05 (m, 1H), 0.90 (m, 1H), 0.89 (d, J = 6.5 Hz, 3H), 0.84 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ : 206.5, 171.2, 168.3, 137.3, 131.4, 130.7, 129.1, 128.6, 126.8, 126.5, 126.3, 58.7, 53.5, 52.4, 49.5, 45.6, 42.0, 39.8, 38.5, 35.6, 34.9, 33.8, 33.5, 29.8, 27.2, 22.6, 17.9, 17.1. HRMS (ESI) m/e 466.2952 [M+H⁺] calcd for $C_{29}H_{40}NO_4^+$: 466.2950.

³ White, K. N.; Konopelski, J. P. Org. Lett. 2005, 7, 4111–4112

⁴ J. Xu, E. J. E. Caro-Diaz, M. H. Lacoske, C.-I. Hung, C. Jamora, and E. A. Theodorakis, *Chem. Sci.*, 2012, **3**, 3378–3386

C₃-methyl β-ketoamide 6b: Same procedure as 6a yielded 6b (35 mg, 92%) as pale yellow oil. $[\alpha]^{25}_{D} = -104.9$ (c = 1.0, CHCl₃), 1 H NMR (500 MHz, CDCl₃, complicated by enol-keto tautomer and amide rotamers) δ: 5.40 (m, 2H), 5.16 (m, 2H), 3.71 (m, 3H), 3.44

(m, 2H), 2.86 (m, 3H), 2.54 (br m, 1H), 1.80-1.62 (m, 6H), 1.59 (d, J = 8.0 Hz, 3H), 1.52-1.38 (m, 4H), 1.24 (d, J = 5.2 Hz, 3H), 1.22 (s, 3H), 1.20 – 0.96 (m, 1H), 0.90 (m, 1H), 0.89 (d, J = 6.9 Hz, 3H), 0.84 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ : 207.1, 172.4, 168.1, 130.6, 129.4, 126.6, 126.0, 68.4, 52.6, 52.2, 42.0, 40.0, 38.5, 35.6, 33.5, 31.1, 29.8, 28.9, 27.3, 22.7, 17.9, 17.3, 14.6. HRMS (ESI) m/e 390.2639 [M+H⁺] calcd for C₂₃H₃₆NO₄⁺: 390.2637.

C₃-isobutyl β-ketoamide 6c: Same procedure as 6a yielded 6c (31 mg, 87%) as pale yellow oil $[\alpha]^{25}_D = -134.3$ (c = 1.0, CHCl₃), ¹H NMR (400 MHz, CDCl₃, complicated by enol-keto tautomer and amide rotamers) δ: 5.40 (m, 2H), 5.17 (m, 2H), 3.69 (s, 3H), 3.48 –

3.30 (m, 2H), 2.93 (m, 1H), 2.85 (s, 3H), 2.56 (br m, 1H), 1.80-1.62 (m, 6H), 1.59 (d, J = 6.0 Hz, 3H), 1.52- 1.38 (m, 4H), 1.25 (s, 3H), 1.21 (s, 3H), 1.20 – 0.96 (m, 1H), 0.98 – 0.84 (m, 9H); ¹³C NMR (125 MHz, CDCl₃) δ : 206.9, 171.9, 168.7, 131.1, 130.7, 126.9, 126.6, 59.9, 53.6, 51.9, 49.7, 46.4, 42.0, 39.9, 35.6, 33.5, 31.9, 29.8, 27.3, 24.8, 22.6, 18.0, 17.3, 15.7. HRMS (ESI) m/e 432.3108 [M+H⁺] calcd for $C_{26}H_{42}NO_4^{+}$: 432.3110

C₃-dihydro β-ketoamide 6d: Same procedure as 6a yielded 6b (52 mg, 90%) as pale yellow oil. $[\alpha]^{25}_{D}$ = -127.0 (c = 4.6, CHCl₃); 1 H NMR (500 MHz, CDCl₃, complicated by enol-keto tautomer and amide rotamers) δ: 5.36-5.31 (m, 2H), 5.22-5.12 (m, 2H), 4.20-4.06

(m, 2H), 3.76-3.70 (s, 3H), 3.46-3.33 (m, 1H), 3.03-2.95 (s, 3H), 2.55-2.38 (m, 1H), 1.78-1.56 (m, 9H), 1.25-1.21 (s, 3H), 1.12-0.92 (m, 3H), 0.85 (d, J = 6.4 Hz, 3H), 0.83 (m, 1H); ¹³C NMR (125 MHz, CDCl₃): δ 206.8, 169.7, 168.2, 131.1, 130.5, 126.6, 126.5, 53.5, 52.2, 49.6, 49.3, 45.7, 42.0, 40.0, 38.4, 37.3, 35.6, 33.4, 27.2, 22.5, 17.9, 17.3; HRMS (ESI) m/e 398.2303 [M+Na]⁺ calcd for $C_{22}H_{33}NO_4Na$: 398.2302.

C₃-phenyl tetramic acid 7a: β-ketoamide 6a (45 mg, 0.097 mmol) was dissolved in MeOH (5.3 ml) and then NaOMe solution (0.97 mL, 0.5 M in MeOH) was added dropwise. The reaction was stirred at rt for 30 mins before it was quenched with 1M HCl. The mixture was diluted with water

and CH₂Cl₂ and separated, the aqueous layer was further extracted with CH₂Cl₂ (5x). The combined organic phase was dried over MgSO₄ and concentrated to yield tetramic acid **5a** (40 mg, 95%) as a red-brown oil. [α]²⁵_D = -124.1 (c = 1.0, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 7.22 (m, 3H), 7.12 (m, 2H), 5.39 (br s, 2H), 5.24 (m, 1H), 5.16 (m, 1H), 3.83 (t, J = 4.5 Hz, 1H), 3.74 (m, 1H), 3.36 (br s, 1H), 2.91 (br s, 4H), 1.84 -1.58 (m, 4H), 1.50-1.40 (m, 2H), 1.53 (d, J = 4.2 Hz, 3H), 1.33 (s, 3H), 1.15-0.95 (m, 3H), 0.90 (d, J = 6.6 Hz, 3H), 0.87 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ : 198.1, 191.1, 176.7, 135.4, 131.1, 130.0, 129.5, 128.6, 127.1, 126.8, 124.4, 100.4, 67.0, 53.6, 48.7, 45.2, 42.4, 39.9, 38.7, 35.8, 33.6, 29.8, 28.9, 22.6, 18.1, 13.8; HRMS (ESI) m/e 456.2509 [M+Na⁺] calcd for C₂₈H₃₅NO₃Na⁺: 456.2510

C₃-methyl tetramic acid 7b: Same procedure as **7a** afforded **7b** (32 mg, 99%) as red-brown oil. $[\alpha]^{25}_{D} = -148.9$ (c = 1.0, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 5.39 (br s, 2H), 5.27 (m, 1H), 5.19 (m, 1H), 3.70 (m, 1H), 3.42 (br s, 1H), 2.98 (s, 3H), 1.97 (m, 1H), 1.86-1.58 (m, 4H), 1.56 (m, 3H),

1.46 (d, J = 5.0 Hz, 3H), 1.40 (m, 3H), 1.19-1.05 (m, 3H), 0.91 (d, J = 6.3 Hz, 3H), 0.86 (m, 1H); ¹³C NMR (125 MHz, CDCl₃): 198.7, 192.3, 176.0, 131.2, 130.5, 130.0, 126.9, 100.3, 57.4, 48.6, 45.2, 42.4, 40.1, 38.5, 35.8, 33.7, 29.7, 28.4, 26.9, 22.5, 18.0, 15.2; HRMS (ESI) m/e 380.2196 [M+Na⁺] calcd for C₂₂H₃₁O₄NNa⁺: 380.2194

C₃-isobutyl tetramic acid 7c: Same procedure as 7a afforded 7c (28 mg, 99%) as red-brown oil. [α]²⁵_D = -178.3 (c = 1.0, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 5.40 (br s, 2H), 5.24 (m, 2H), 3.59 (m, 1H), 3.36 (br s, 1H), 2.98 (s, 3H), 1.97 (m, 1H), 1.81 (m, 3H), 1.68 (m, 1H), 1.46 (d, J =

5.0 Hz, 3H), 1.34 (d, J = 6.9 Hz, 3H), 1.13-1.04 (m, 3H), 0.91 (d, J = 6.3 Hz, 3H), 0.84 (m, 1H); ¹³C NMR (125 MHz, CDCl₃): 204.5, 191.8, 176.6, 131.5, 131.1, 130.0, 127.1, 101.1, 65.0, 48.5, 44.9, 42.4, 40.0, 38.7, 35.9, 33.7, 29.8, 28.5, 27.2, 24.9, 22.6, 18.1, 17.8, 14.3, 12.4; HRMS (ESI) m/e 422.2666 [M+Na⁺] calcd for $C_{25}H_{37}O_3NNa^+$ 422.2663

C₃-dihvdro tetramic acid 7d: Same procedure as 7a afforded 7d (47 mg. 99%) as red-brown oil. $[\alpha]^{25}_{D} = -189.6$ (c = 2.2, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 5.39 (br s, 2H), 5.10 (m, 2H), 3.62 (m, 2H), 3.32 (br s, 1H), 3.02 (s, 3H), 1.95 (m, 1H), 1.86-1.58 (m, 4H), 1.53 (d, J = 5.2 Hz, 3H), 1.50-1.40 (m, 3H), 1.15-0.95 (m, 3H), 0.90 (d, J = 6.6 Hz, 3H), 0.87 (m, 1H); ¹³C NMR $(125 \text{ MHz}, \text{CDCl}_3) \delta : 198.1, 188.7, 176.8, 131.0, 129.9, 127.1, 126.8, 100.6, 57.0, 48.6, 45.1,$ 42.3, 40.1, 38.7, 35.8, 33.6, 28.9, 28.4, 22.6, 18.0, 14.2; HRMS (ESI) m/e 366.2039 [M+Na]⁺ calcd for C₂₁H₂₉NO₃Na: 366.2040.

8a

C₃-phenyl fusarisetin 8a: A solution of tetramic acid (7a, 12 mg, 0.027 mmol) in acetic acid (0.1 ml) was added ceric ammonium nitrate (CAN, 16 mg, 0.027 mmol). The mixture was stirred at rt under oxygen atmosphere (1 atm, balloon) for 30 mins. The reaction was diluted with

CH₂Cl₂, passed through a short silica pad, washed with CH₂Cl₂/MeOH (20:1) and concentrated in vacuo. The residue obtained above was then dissolved in anhydrous MeOH (0.5 ml), followed by the addition of thiourea (22 mg, 0.27 mmol). This reaction was heated in a sealed microwave vial at 70°C for 1 hr. The reaction was allowed to cool to rt and was concentrated in vacuo. The crude product was purified via preparative TLC using CH₂Cl₂/MeOH (95/5) to afford **6a** (5.2) mg, 42%) as a semisolid. $[\alpha]^{25}_D = +58.5$ (c = 0.53, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 7.29 (m, 4H), 7.22 (m, 1H), 5.72 (m, 1H), 5.52 (d, J = 9.7 Hz, 1H), 4.45 (m, 1H), 3.81 (m, 1H), 3.15(m, 1H), 3.08 (m, 1H), 3.02 (dd, J = 10.8, 6.3 Hz, 1H), 2.73 (s, 3H), 2.60 (dd, J = 10.9, 4.6 Hz, 1H), 2.49 (s, 1H), 1.89-1.78 (m, 2H), 1.75-1.65 (m, 2H), 1.49-1.30 (m, 2H), 1.42 (d, J = 6.3 Hz, 3H), 1.05 (m, 1H), 1.00 (s, 3H), 0.89 (d, J = 6.9 Hz, 3H), 0.85 (m, 1H); ¹³C NMR (125 MHz, $CDCl_3$) δ : 211.7, 169.3, 138.3, 133.0, 129.5, 129.2, 126.9, 125.4, 109.1, 79.8, 75.1, 70.4, 54.5, 54.2, 43.5, 41.9, 37.5, 36.9, 36.8, 35.2, 33.2, 30.0, 29.9, 25.5, 22.6, 17.9, 14.3. HRMS (ESI) m/e 472.2458 [M+Na]⁺ calcd for C₂₈H₃₅O₄NNa⁺: 472.2459.

C₃-methyl tetramic acid 8b: Same procedure as 8a afforded 8b (6.2 mg, 25%) as a semisolid. $[\alpha]^{25}_{D} = +46.1 \ (c = 0.62, \text{CHCl}_{3}); ^{1}\text{H NMR } (500 \text{ MHz},$ CDCl₃) δ : 5.72 (m, 1H), 5.52 (d, J = 10.4 Hz, 1H), 4.56 (qd, J = 6.3, 3.5 Hz,

1H), 3.97 (m, 2H), 3.52 (dd, J = 6.9, 2.9 Hz, 1H), 2.92 (s, 3H), 2.73 (dd, J = 10.3, 4.0 Hz, 1H), 2.37 (dd, J = 9.8, 4.6 Hz, 1H), 1.89-1.78 (m, 2H), 1.75-1.65 (m, 2H), 1.49-1.30 (m, 2H), 1.26 (d, 2H)J = 6.4 Hz, 3H), 1.05 (m, 2H), 0.96 (s, 3H), 0.89 (d, J = 6.3 Hz, 3H), 0.85 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ: 213.1, 169.9, 132.5, 124.6, 109.3, 83.7, 74.8, 67.4, 59.2, 57.7, 55.4, 50.3, 41.7, 36.8, 36.5, 35.2, 33.0, 29.1, 25.4, 22.5, 22.4, 14.2; HRMS (ESI) m/e 396.2145 [M+Na]⁺ calcd for C₂₅H₃₇NO₄Na: 396.2143.

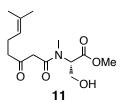
8c: Same procedure as 8a afforded 8c (4.0 mg, 21%) as a semisolid. $[\alpha]^{25}_{D} = +34.7 \text{ (c} = 0.4, \text{ CHCl}_3)^{-1}\text{H NMR (500 MHz, CDCl}_3) \delta: 5.71$ (ddd, J = 10.3, 4.9, 2.5 Hz, H), 5.53 (d, J = 9.8 Hz, 1H), 4.42 (quint, J =6.4, 1H), 3.97 (m, 2H), 3.52 (dd, J = 6.9, 2.9 Hz, 1H), 2.92 (s, 3H), 2.73 (dd, J = 10.3, 4.0 Hz, 1H), 2.37 (dd, J = 9.8, 4.6 Hz, 1H), 1.89-1.78 (m, 2H), 1.75-1.65 (m, 2H),1.49-1.30 (m, 2H), 1.26 (d, J = 6.4 Hz, 3H), 1.05 (m, 2H), 0.96 (s, 3H), 0.89 (d, J = 6.3 Hz, 3H), 0.85 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ: 213.1, 169.9, 132.5, 124.6, 109.3, 83.7, 74.8, 67.4, 59.2, 57.7, 55.4, 50.3, 41.7, 36.8, 36.5, 35.2, 33.0, 29.1, 25.4, 22.5, 22.4, 14.2; HRMS (ESI) m/e $438.2615 \text{ [M+Na]}^+ \text{ calcd for } C_{25}H_{37}NO_4Na: 438.2617.$

8d: Same procedure as **8a** afforded **8d** (7.1 mg, 32%) as a semisolid. $[\alpha]^{25}$ _D = +44.6 (c = 0.6, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 5.71 (ddd J =10.3, 5.2, 2.9 Hz, 1H), 5.53 (d, J = 10.3 Hz, 1H), 4.31 (qd, J = 6.3, 6.3 Hz, 1H), 3.62 (d, J = 10.3 Hz, 1H), 3.52 (d, J = 10.3 Hz, 1H), 3.04 (br s, 1H), 2.92 (dd, J = 10.9, 5.7 Hz, 1H), 2.90 (s, 3H), 2.48 (dd, J = 10.3, 4.6 Hz, 1H), 1.82 (m, 2H), 1.73(m, 1H), 1.63 (m, 1H), 1.54 (m, 2H), 1.45 (d, J = 6.9 Hz, 3H), 1.09 (qd, J = 13.2, 3.5 Hz, 1H), 1.01 (qd, J = 11.5, 3.4 Hz, 1H), 0.97 (s, 3H), 0.89 (d, J = 6.9 Hz, 3H), 0.85 (q, J = 12.6 Hz, 1H); ¹³C NMR (200 MHz, CDCl₃): δ 213.0, 169.4, 132.8, 125.2, 107.2, 77.9, 74.3, 61.1, 54.5, 54.4, 43.4, 41.7, 37.2, 36.5, 35.2, 33.0, 29.8, 25.5, 22.4, 16.8, 14.0; HRMS (ESI) m/e 382.1990 $[M+Na]^+$ calcd for $C_{21}H_{29}NO_4Na$: 382.1989.

Synthesis of CDE ring core analog

β-keto ester 10: To a solution of ethyl acetoacetate (1.0 g, 0.98 mL, 7.68 mmol) in THF at 0 °C was added all at once NaH (60% in mineral oil, 340 mg, 8.45 mmol). The reaction was allowed to stir for 30 mins and then n-

BuLi (1.6 M in Hexanes, 5.8 mL, 8.07 mmol) was added drop wise to form a bright bloodorange solution. The mixture was stirred at this temperature for 30 mins, followed by rapid addition of 3,3-dimethylallyl bromide. The reaction was stirred at 0 °C for 3 hours, then allowed to reach room temperature and stirred for an additional 4 hours when TLC showed consumption of starting material. The reaction mixture was then quenched with saturated NH₄Cl solution and extracted with diethyl ether (3x). The combined organic layers were washed with brine, dried over Na₂SO₄, filtered and concentrated. The residue was purified by silica flash column chromatography to yield β-keto ester **8** (1.1 g, 73 %) as a clear oil. R_f : 0.3 (10:1, Hex:EtOAc); ¹H NMR (500 MHz, CDCl₃) δ: 5.05 (t, J = 8.8 Hz, 1H), 4.19 (q, J = 8.8 Hz, 1H), 3.43 (s, 2H), 2.56 (t, J = 9.4 Hz, 2H), 2.27 (q, J = 8.8 Hz, 1H), 1.67 (s, 3H), 1.61 (s, 3H), 1.28 (t, J = 8.8 Hz, 1H); ¹³C NMR (125 MHz, CDCl₃) δ: 203.1, 169.6, 134.7, 119.7, 61.2, 59.7, 29.0, 26.9, 25.7, 17.7, 14.0; HRMS (ESI) m/e 198.1256 [M+Na]⁺ calcd for C₁₁H₁₈O₃Na⁺: 198.1257.



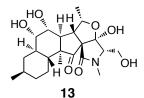
β-ketoamide 11: To a solution of β-keto ester 10 (110 mg, 0.56 mmol) in EtOH (2 mL) was added KOH (1M in H₂O, 1 mL) at room temperature. The reaction mixture was stirred for 10 hours at which time the reaction was diluted with CH₂Cl₂ and was quenched with 1M HCl. The layers were

separated and the aqueous layer was extracted with CH₂Cl₂ (3x). The combined organic layers were washed with brine, dried over Na₂SO₄ and concentrated. The crude residue was used without further purification. To a solution of crude β-keto acid (40 mg, 0.24 mmol) and freshly prepared *N*-methyl serine methyl ester (45 mg, 0.34 mmol) in CH₂Cl₂ (0.8 mL) was added consecutively HOBt (70.4 mg, 0.46 mmol) and EDC (71.4 mg, 0.45 mmol) at room temperature. The reaction was stirred overnight at this temperature and was then diluted with EtOAc and quenched with 1M HCl. The aqueous layers was extracted with EtOAc (3x), washed with brine, dried over Na₂SO₄ and concentrated. The crude residue was used was purified via silica flash column chromatography (CH₂Cl₂:MeOH, 200:1 to 20:1) to yield **9** (65 mg, 96%) as a pale

yellow oil. R_f: 0.44 (15:1, CH₂Cl₂:MeOH); ¹H NMR (500 MHz, CDCl₃, complicated by enolketo tautomer and amide rotamers) δ : 5.11 - 5.05 (m, 1H), 4.83 (dd, J = 7.3, 5.4 Hz, 1H), 4.54 (dd, minor), 4.06 (dd, J = 11.6, 4.9 Hz, 1H), 4.00 (dd, J = 11.8, 7.4 Hz, 1H), 3.78 (s, minor), 3.76(s, 3H), 3.67 (s, minor), 3.62 (s, 2H), 3.04 (s, minor), 3.02 (s, 3H), 2.59 (t, J = 7.4 Hz, 2H), 2.27 $(q, J = 7.5 \text{ Hz}, 2H), 1.66 \text{ (s, 3H)}, 1.61 \text{ (s, 3H)}; ^{13}\text{C NMR (125 MHz, CDCl}_3) \delta: 204.5, 169.9,$ 168.1, 133.4, 122.2, 61.0, 60.4, 52.6, 49.7, 43.1, 35.6, 25.8, 22.4, 17.9; HRMS (ESI) m/e $308.1468 \text{ [M+Na]}^+ \text{ calcd for } C_{14}H_{23}O_5NNa^+: 308.1470.$

CDE ring analog 10: β-ketoamide 11 (45 mg, 0.16 mmol) was dissolved in MeOH (5.3 ml) and then NaOMe solution (1.6 ml, 0.5 M in MeOH) was added dropwise. The reaction was stirred at rt for 30 mins before it was quenched with 1M HCl. The mixture was diluted with water and CH₂Cl₂, separated, and the aqueous layer was further extracted with CH₂Cl₂ (5x). The combined organic phase was dried over MgSO₄ and concentrated to yield the corresponding tetramic acid (40 mg, 98%) as a dark red oil. This tetramic acid was dissolved in acetic acid (0.8 mL) and ceric ammonium nitrate (CAN, 88 mg, 0.16 mmol) was added. The reaction was stirred under oxygen atmosphere (1 atm) for 30 mins and then diluted with CH₂Cl₂ (5 ml), passed through a short silica pad, washed with CH₂Cl₂/MeOH (20:1, 20 ml) and concentrated in vacuo. The crude residue above was dissolved in anhydrous MeCN (0.8 ml), followed by the addition of CuCl (160 mg, 1.6 mmol). This reaction was stirred at rt for 2 hr, and was then concentrated in *vacuo* and purified via preparative TLC (CH₂Cl₂:MeOH 25:1, 4 times) to afford tricyclic core analog 10 (6.2 mg, 14 %) as a clear oil. R_f : 0.22 (15:1, CH₂Cl₂:MeOH); ¹H NMR (500 MHz, CDCl₃) δ : 3.92 (m, 2H), 3.53 (t, J = 4.0 Hz, 1H), 3.1 (t, J = 9.2 Hz, 1H), 2.94 (s, 3H), 2.49 (m, 2H), 2.14 (m, 2H), 1.45 (s, 3H), 1.18 (m, 2H)(s, 3H); ¹³C NMR (125 MHz, CDCl₃) δ : 211.9, 170.7, 108.9, 87.2, 68.8, 59.6, 55.1, 41.2, 30.6, 29.9, 29.2, 25.2, 22.7; HRMS (ESI) m/e 269.1263 [M+Na⁺] calcd for C₁₃H₁₉O₅NNa⁺: 269.1261

Synthesis of Analogs 13-16



Dihydroxy fusarisetin 13: To a solution of 1 (4 mg, 0.01 mmol) in acetone:H₂O (9:1, 0.5 mL) was added sequentially NMO (1.4 mg, 0.01 mmol) and OsO₄ (4% w/w in H₂O, 13 µL) at room temperature. The reaction mixture was stirred for 16 hours was then diluted with EtOAc and water, extrated with EtOAc (3x), washed with brine, dried over Na₂SO₄ and concentrated. The residue was purfied by prep TLC (20:1 CH₂Cl₂:MeOH 3x) to yield **13** (2.6 mg, 62%) as a white solid. [α]²⁵_D = +65.6 (c = 0.26, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 4.39 (quint, J = 6.9 Hz, 1H), 4.00-3.90 (m, 3H), 3.56 (dd, J = 4.6, 2.3 Hz, 1H), 3.25 (dd, J = 12.1, 6.3 Hz, 1H), 2.94 (s, 3H), 2.25 (m, 1H), 1.76-1.63 (m, 4H), 1.55-1.45 (m, 2H), 1.39 (d, J = 6.4 Hz, 3H), 1.04 (s, 3H), 0.98-0.91 (m, 2H), 0.84 (d, J = 6.3 Hz, 3H), 0.80 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ : 211.4, 169.4, 108.6, 83.8, 78.7, 74.7, 73.3, 69.5, 69.1, 67.2, 59.0, 54.2, 47.6, 47.3, 38.3, 37.0, 36.5, 34.5, 32.0, 29.0, 25.4, 22.6, 17.1; HRMS (ESI) m/e 446.2149 [M+Na]⁺ calcd for C₂₂H₃₃O₇NNa⁺: 446.2150.

Epoxy fusarisetin 14 : To a solution of **1** (3 mg, 0.0077 mmol) in CH_2Cl_2 (0.13 mL) at 0°C was added *m*-CPBA (70% w/w, 2.3 mg). The reaction was allowed to reach room temperature and stirred for 3 hours. The reaction mixture was diluted with CH_2Cl_2 , quenched with saturated

aq. Na₂S₂O₃ and saturated aq. NaHCO₃ (1:1) and stirred for 15 mins. The aqueous layer was extracted with CH₂Cl₂ (3x). The combined organic layers were washed with saturated aq. NaHCO₃, dried over Na₂SO₄ and concentrated. The crude residue was purified by prep TLC (30:1, CH₂Cl₂:MeOH, 4x) to yield **14** (2.4 mg, 77%) as a white powder. [α]²⁵_D = +72.8 (c = 0.24, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 5.72 (m, 1H), 5.52 (d, J = 10.4 Hz, 1H), 4.56 (qd, J = 6.3, 3.5 Hz, 1H), 3.97 (m, 2H), 3.52 (dd, J = 6.9, 2.9 Hz, 1H), 2.92 (s, 3H), 2.73 (dd, J = 10.3, 4.0 Hz, 1H), 2.37 (dd, J = 9.8, 4.6 Hz, 1H), 1.89-1.78 (m, 2H), 1.75-1.65 (m, 2H), 1.49-1.30 (m, 2H), 1.26 (d, J = 6.4 Hz, 3H), 1.05 (m, 2H), 0.96 (s, 3H), 0.89 (d, J = 6.3 Hz, 3H), 0.85 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ : 213.2, 169.3, 109.0, 78.8, 73.8, 68.9, 59.2, 57.6, 51.1, 48.8, 41.0, 35.6, 34.7, 33.2, 33.0, 32.1, 28.7, 25.2, 22.9, 14.3; HRMS (ESI) m/e 428.2044 [M+Na]⁺ calcd for C₂₂H₃₁O₆NNa⁺: 428.2041.

Saturated decalin fusarisetin 15: To a solution of **1** (3 mg, 0.0077 mmol) in EtOAc (0.1 mL) was added Pd/C (0.5 mg). The mixture was stirred under an atmosphere of H_2 (5 atm) for 1 hour, at which time the mixture was filtered through a plug of celite, rinsed with EtOAc and

concentrated to yield analog **15** (2.5 mg, 95%) as a clear oil. $[\alpha]^{25}_{D} = +79.4$ (c = 0.25, CHCl₃);

¹H NMR (500 MHz, CDCl₃) δ: 4.56 (quint, J = 6.4 Hz, 1H), 4.05-3.91 (m, 3H), 3.55 (dd, J = 4.9, 2.5 Hz, 1H), 3.25 (dd, J = 11.7, 5.9, 1H), 2.94 (s, 3H), 2.23 (m, 1H), 1.73-1.59 (m, 4H), 1.57-1.42 (m, 3H), 1.39 (d, J = 6.9 Hz, 3H), 1.31 (m, 2H), 1.04 (s, 3H), 0.98-0.91 (m, 2H), 0.84 (d, J = 6.9 Hz, 3H), 0.78 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ: 212.2, 169.9, 132.5, 124.6, 109.3, 83.7, 74.8, 67.4, 59.2, 57.7, 55.4, 50.3, 41.7, 36.8, 36.5, 35.2, 33.0, 29.1, 25.4, 22.5, 22.4, 14.2; HRMS (ESI) m/e 414.2251 [M+Na]⁺ calcd for C₂₂H₃₃O₅NNa⁺: 414.2254.

Aceto-fusarisetin 16: To a solution of **1** (4 mg, 0.01 mmol) in CH_2Cl_2 (0.3 mL) at 0°C was added sequentially 4-DMAP (1.3 mg, 0.01) and Ac_2O (0.1 mL, 0.1 M in CH_2Cl_2). The reaction mixture was raised to r.t. temperature a stirred for 30 mins diluted with CH_2Cl_2 then quenched

with saturated NH₄Cl. The mixture was extracted with CH₂Cl₂ (3x), the combined organic layers washed with saturated NaHCO₃, dried over Na₂SO₄, filtered and concentrated. The residue was purified by prep TLC (hexanes:EtOAc, 20:1, 3x) to yield **16** (3.4 mg, 78%) as a pale yellow oil. $[\alpha]^{25}_D = +52.1$ (c = 0.34, CHCl₃); ¹H NMR (500 MHz, CDCl₃) δ : 5.72 (ddd, J = 10.3, 5.2, 2.9 Hz, 1H), 5.53 (d, J = 9.7 Hz, 1H), 4.46 (dd, J = 12.0, 6.3 Hz, 1H), 4.39 (m, 1H), 3.63 (dd, J = 6.9, 4.0 Hz, 1H), 2.97 (dd, J = 11.5, 5.7 Hz, 1H), 2.94 (s, 3H), 2.58 (dd, J = 9.5, 4.6 Hz, 1H), 2.14 (s, 3H), 1.87-1.78 (m, 3H), 1.75-1.67 (m, 2H), 1.60-1.51 (m, 2H), 1.46 (d, J = 6.3 Hz, 3H), 1.11-1.05 (m, 2H), 0.98 (s, 3H), 0.89 (d, J = 6.9 Hz, 3H), 0.83 (m, 1H); ¹³C NMR (125 MHz, CDCl₃) δ : 211.8, 170.7, 169.4, 133.1, 125.3, 107.9, 78.9, 74.6, 67.9, 61.6, 54.5, 43.5, 41.8, 37.5, 36.7, 33.1, 29.2, 25.5, 22.9, 22.5, 21.0, 17.4, 14.3; HRMS (ESI) m/e 454.2200 [M+Na]⁺ calcd for C₂₄H₃₃O₆NNa⁺: 454.2201.

BIOLOGICAL ASSAYS AND PROCEDURES

Immunofluorescence Assay:

Cell culturing: MDA-MB-231 cells (1 x 10⁴ cells/24-well plate) were plated in 12-well cell culture dishes (with circular cover slips installed inside the wells) and incubated for 24 hrs at 37 °C in 5% CO₂ in Dulbecco's Modified Eagle's Medium (DMEM) containing 10% fetal bovine serum (FBS). The wells were then aspirated and given DMEM (10% FBS) containing 10 μg/mL of Cytochalasin D (2) (Sigma Aldrich, C8273), 10 μg/mL of Fusarisetin A (isolated as described

in General Procedures, purity greater than 95%) or appropriate amount of DMSO (vehicle control) then incubated for 4 hrs (37 °C, 5% CO₂). At t = 4hrs, select coverslips were removed from wells and washed for fixing. Media was then removed from remaining wells containing Cytochalasin D by aspiration and wells were washed with 10% Phosphate-buffered Saline (PBS, 3x), given DMEM (10% FBS) containing 10 mg/mL of Fusarisetin A, or appropriate amount of DMSO (vehicle control) and incubated for 4 hrs (37 °C, 5% CO₂). At t = 8hrs, coverslips were removed and washed for fixing. The well containing Fusarisetin A (since t = 0) was allowed to incubate for an additional 16 hrs (37 °C, 5% CO₂) at which time the coverslip was removed and washed (PBS 3x) for fixing.

Fixing and Staining Protocol: All removed cover slips were washed with PBS (3x) then treated with paraformaldehyde (4% in PBS) for 10 mins. The formaldehyde solution was aspirated and the slips were washed with PBS (3x). At this time, they were treated with blocking buffer [0.1% Triton X, 3% bovine serum albumin (BSA) both in PBS] for 30 mins. Then the slips were treated with FITC-conjugated Phalloidin (Sigma Aldrich, P5282) and Rhodamine-conjugated antitubulin antibody (Cytoskeleton Inc., TL590M) both at 1:100 dilution in blocking buffer for 1hr, then washed with PBS (3x). The coverslips were finally mounted onto microscope slides with 4',6-diamidino-2-phenylindole dihydrochloride (DAPI, Life Technologies, D1306) solution. Fluorescent images were taken at 40x magnification.

Scratch wound assay: This assay was used for general screening of compounds. MDA-MB-231 cells (5 x10⁵ cells/24-well plate) were plated in cell culture dishes, and after 24 h of incubation at 37 °C in 5% CO₂ in Dulbecco's Modified Eagle's Medium (DMEM) containing 10% fetal bovine serum (FBS), the confluent monolayer of cells was scratched with a pipette tip to create a cell-free zone in each well. The medium was aspirated and each well washed with 10% Phosphate-buffered Saline (PBS) solution to remove any detached cells. The PBS was aspirated and replaced with fresh DMEM medium (500 μ L) containing fusarisetins (1, 3, 10, 50, 100 and 200 μ g/mL) and corresponding amount of DMSO (vehicle control, < 5%). The scratch-wounds (cell-free zones) were photographed under a microscope (10x magnification) at time = 0, then after 48 to determine migration of the cells into the cell free-zone, the cells were photographed again under microscope (10x magnification). Relative migration values were determined (means \pm SD for triplicate, n = 3) by the ratio *original wound area/area occupied by migrated cells* (as

measured by ImageJ software) then standardized to DMSO controls. *Note*: All fusarisetins were synthesized as described above and purified using column chromatography or preparative TLC; their purity was greater than 85% as determined by ¹H NMR. With the exception of compound 11 that was synthesized as a racemic mixture, all other fusarisetins were synthesized in enantiomerically pure form.

Boyden-Chamber Transwell assay: Transwell cell migration assays were carried out using Transwell membrane filter inserts (BioExpress Transwell PC well insert, 6.5 mm diameter) in a 24-well tissue-culture plate. The Transwell filter has 8 μ m pore-size membranes. MDA-MB-231 cells ($5x10^5$ cells/well) suspended in serum free DMEM medium with diverse concentrations of fusarisetin A were added to the upper chambers, and DMEM medium containing 10% FBS was placed in the lower well, then incubated for 24 h at 37 °C in 5% CO₂. Non-invading cells on the upper surface of the membrane were removed by wiping them out with a cotton swab, and migrated cells on the lower surface were fixed with 4% formaldehyde solution and stained with Crystal Violet staining solution. The number of invaded cells per membrane was counted under a light microscope at 10x magnification. Values were determined counting cells that had migrated across the membrane insert and calculating the ratio of migrated cells with fusarisetins (13 and 16, at variable concentrations 1-127 μ M) to migrated cells with the corresponding concentration of DMSO. The values are presented as the means \pm SD for triplicate samples (n = 3).

