

1 **Gene-specific mechanisms direct Glucocorticoid Receptor-driven**
2 **repression of inflammatory response genes in macrophages**

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32 Running title: Repression of inflammatory genes by GR

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35 **Abstract**

36 The Glucocorticoid Receptor (GR) potently represses macrophage-elicited inflammation,
37 however, the underlying mechanisms remain obscure. Our genome-wide analysis in mouse
38 macrophages reveals that pro-inflammatory paused genes, activated via global negative
39 elongation factor (NELF) dissociation and RNA Polymerase (Pol)2 release from early elongation
40 arrest, and non-paused genes, induced by de novo Pol2 recruitment, are equally susceptible to
41 acute glucocorticoid repression. Moreover, in both cases the dominant mechanism involves
42 rapid GR tethering to p65 at NF-kB binding sites. Yet, specifically at paused genes, GR
43 activation triggers widespread promoter accumulation of NELF, with myeloid cell-specific NELF
44 deletion conferring glucocorticoid resistance. Conversely, at non-paused genes, GR attenuates
45 the recruitment of p300 and histone acetylation, leading to a failure to assemble BRD4 and
46 Mediator at promoters and enhancers, ultimately blocking Pol2 initiation. Thus, GR displays no
47 preference for a specific pro-inflammatory gene class, however, it effects repression by
48 targeting distinct temporal events and components of transcriptional machinery.

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51 Keywords: inflammation; macrophages; glucocorticoid receptor; transcriptional repression;
52 transcription initiation and elongation; RNA Polymerase 2

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56 **Introduction**

57 Inflammation is an innate immune response to tissue injury or infection. It relies on
58 macrophages, which recognize pathogen-associated molecular patterns and other ‘danger’
59 signals via their toll-like receptors (TLRs) (Glass and Saijo 2010). This initiates a signaling
60 cascade that leads to the activation and DNA binding of the effector transcription factors NF- κ B
61 and AP1 (O’Neill et al. 2013) which recruit coregulators, and, ultimately, the basal transcription
62 machinery that together alter the chromatin state in the vicinity of many pro-inflammatory genes
63 and enable their transcription (Smale and Natoli 2014; Glass and Natoli 2015). Acute
64 transcriptional activation of pro-inflammatory genes is, therefore, critical for overriding the
65 homeostatic set-point and producing a robust immune response that helps to resolve infection
66 or tissue injury (Kotas and Medzhitov 2015).

67 Although the magnitude and dynamics of inflammation is affected at multiple levels, the
68 temporal coordination of cytokine gene transcription by RNA Polymerase (Pol) 2 is a key
69 mechanism that defines acute inflammatory response. The Pol 2 transcription cycle has been
70 divided into three phases: initiation, elongation and termination. Initiation involves the
71 recruitment of Pol 2 to the promoter, histone modifications and changes in histone occupancy.
72 In addition, the C-terminal domain (CTD) of Pol 2, which contains multiple heptad repeats
73 (YS2PTS5PS), is phosphorylated at S5, and Pol 2 synthesizes short (20-60 nt) RNA transcripts.
74 During the elongation step, Pol 2 is further phosphorylated at S2 by the cyclin T1/CDK9 positive
75 transcription elongation factor (P-TEFb) and synthesizes the full length RNA transcript, which is
76 followed by the termination step and RNA transcript dissociation from the DNA (Nechaev and
77 Adelman 2011).

78 Although Pol 2 recruitment and initiation has been historically considered the rate-limiting
79 step in signal-dependent transcription, numerous recent studies revealed that transcriptionally
80 engaged Pol 2 often remains paused near promoters in the absence of activating signal, and

81 that entry into productive elongation is rate-limiting for activation of up to 40% of inducible genes
82 (Core et al. 2012). The paused Pol 2 is in a complex with the 4-subunit negative elongation
83 factor (NELF); NELF phosphorylation by P-TEFb leads to its release and Pol 2 entry into
84 productive elongation (Chiba et al. 2010; Nechaev and Adelman 2011). A subset of cytokine
85 genes in macrophages is controlled at the level of Pol 2 pausing. Indeed, while for genes such
86 as Il1a and Il1b, signal-dependent Pol 2 recruitment to their transcription start sites (TSS) and
87 transcription initiation are rate-limiting, other genes, exemplified by Tnf, are occupied by Pol 2
88 even under resting conditions (Adelman et al. 2009; Hargreaves et al. 2009; Gupte et al. 2013).
89 At Tnf, Pol 2 is S5-phosphorylated, bound by NELF and paused ~50 bp downstream of the
90 TSS. Pause release following S2 and NELF phosphorylation by P-TEFb occurs in response to
91 inflammatory signal.

92 Aside from Pol 2 occupancy, the chromatin state plays an integral part in the regulation of
93 transcription (Smale et al. 2014). In particular, histone code “writers” such as acetyltransferases
94 (HATs) GCN5 and p300 have been implicated in modifying H3K9/14 and H4K5/8/12 at
95 inflammatory genes in macrophages following treatment with TLR4 ligands (Hargreaves et al.
96 2009; Escoubet-Lozach et al. 2011). Both HATs are recruited by the NF- κ B subunit p65 to
97 regulatory regions in a stimulus-dependent manner (Hargreaves et al. 2009; Ghisletti et al.
98 2010). Histone modifications are then bound by “readers” such as BRD4, a protein containing
99 two conserved N-terminal bromodomains (BD1 and BD2), which associates with most active
100 promoters and some active enhancers, and has been proposed to couple the acetylation state
101 at enhancers and promoters with Pol 2 elongation (Loven et al. 2013; Brown et al. 2014). BRD4
102 occupancy correlates with acetylation marks at H4K5/8/12, H3K9/27 (Loven et al. 2013; Kanno
103 et al. 2014; Nagarajan et al. 2014) and with gene activation, whereas chemical inhibition of
104 BRD4 binding abrogates the induction of a subset of genes (Nicodeme et al. 2010).
105 Furthermore, BRD4 has been shown to associate with P-TEFb, affecting Pol 2 CTD
106 phosphorylation, and hence, transcription elongation (Itzen et al. 2014).

107 These events coalesce ensuring a rapid remodeling of the inflammatory transcriptome, with
108 hundreds of genes undergoing a dramatic upregulation (Escoubet-Lozach et al. 2011; Chinenov
109 et al. 2012; Gupte et al. 2013; Uhlenhaut et al. 2013; Tong et al. 2016). Although essential for
110 host defense, unabated inflammation imposes a threat to the host and can result in tissue
111 damage and autoimmunity. One systemic mechanism that controls acute inflammatory
112 response is a feedback loop whereby inflammatory cytokines trigger the production of steroid
113 hormones known as glucocorticoids (GCs) (reviewed in (Sacta et al. 2016)). Lipophilic GCs
114 diffuse through the cell membrane and bind the intracellular glucocorticoid receptor (GR), a
115 transcription factor (TF), which then translocates to the nucleus and regulates gene expression.
116 The transcriptional outcomes of GR activation are context-specific and are determined by the
117 genomic GC response elements (GRE) to which the receptor binds. GR can bind directly to
118 specific, usually pseudopalindromic, DNA sequences either as a homodimer or complexed with
119 other TFs such as AP1 and STAT3 (Biddie et al. 2011; Langlais et al. 2012). In this context, GR
120 recruits various coregulators such as members of the p160 family, HATs, the Mediator complex
121 and ATP-dependent chromatin remodelers (Weikum et al. 2017b), ultimately leading to the
122 activation of numerous genes including the anti-inflammatory genes, such as *Dusp1* and
123 *Tsc22d3* (GILZ). At other sites, known as “tethering” GREs, GR does not directly bind DNA but
124 interacts with other DNA-bound TFs such as pro-inflammatory AP1 and NF-κB and usually
125 represses their activity (reviewed in (Chinenov et al. 2013)) – a property fundamental to the
126 ability of GCs to dramatically attenuate inflammation. In contrast to GR-mediated activation, the
127 mechanisms of transcriptional repression by GR remain poorly understood. Strikingly, however,
128 in a few cases analyzed, genes activated through Pol 2 recruitment and those induced by
129 signal-dependent Pol 2 pause release were both susceptible to GR-mediated repression (Gupte
130 et al. 2013).

131

132 Here, we use a combination of cell-based and genome-wide approaches to elucidate the

133 mechanisms by which GR represses pro-inflammatory genes in primary macrophages
134 challenged acutely with the TLR4 agonist lipopolysaccharide (LPS) and GCs. We present
135 evidence of ‘tethering’ as a prevalent mechanism of repression among p65/GR co-regulated
136 genes. We further demonstrate a widespread yet gene class-specific role of NELF in
137 glucocorticoid-mediated repression of early elongation. Conversely, at other genes, GR
138 precludes the ordered assembly of HATs, Brd4 and the Mediator complex which ultimately
139 blocks Pol 2 recruitment and transcription initiation.

140

141 **Results**

142 *Genomic binding of GR and p65 upon inflammatory and anti-inflammatory stimulation*

143 To understand the mechanisms by which GR elicits its repressive effects, we first assessed
144 by RNA-seq the global transcriptional changes upon acute activation of primary mouse bone
145 marrow-derived macrophages (BMDM) with LPS or LPS together with a synthetic GC
146 dexamethasone (Dex) for 1 h. At FDR<0.1 we found that, compared to vehicle-treated BMDM,
147 597 genes were induced by LPS >1.5 fold. Of these, the induction of 201 genes was attenuated
148 >1.3 fold by Dex co-treatment (Fig. 1A and Supplementary File 1). As expected, GO analysis of
149 acutely GR-repressed genes revealed predominantly those involved in cytokine signaling (Fig.
150 1A).

151 Despite rapid remodeling of the macrophage LPS-induced transcriptome in response to Dex
152 observed by us and others (Fig. 1, (Rao et al. 2011; Chinenov et al. 2012; Uhlenhaut et al.
153 2013; Chinenov et al. 2014)), no comprehensive analysis of the GR and p65 genome-wide
154 occupancy under acutely repressing conditions has been reported. Therefore, we determined
155 the distribution of p65 and GR genomic binding sites in BMDM pulsed with LPS, Dex or
156 LPS+Dex for 45 min (See Fig. 1 - Figure Supplement 1-2 and Supplementary File 2 for quality
157 metrics and comparison of replicates). Following LPS+Dex exposure, we detected 9987 GR
158 peaks (union of two replicates) 5397 (54.1%) of which did not overlap with p65 peaks at the

159 same conditions (Fig. 1B, top, Fig. 1 - Figure Supplement 1A). Motif overrepresentation analysis
160 in these GR unique peaks revealed predominance of centrally-enriched NR3C binding motifs,
161 which represent GREs and highly related NR binding sites, those for ETS family members, such
162 as the macrophage lineage-determining TF SPI1 (PU.1 and SPIB), and AP1 family members
163 (Fig. 1B, Fig. 1 - Figure Supplement 1B, left panel). The analysis of p65 binding after LPS+Dex
164 treatment revealed 7052 peaks (union of two replicates) of which 2344 (33.8%) were uniquely
165 bound by p65 (Fig. 1B, Fig. 1 - Figure Supplement 2A). Motif analysis indicated an enrichment
166 of NF-kB/Rela binding motifs, as well as ETS and AP1 motifs (Fig. 1B). Importantly, the GR and
167 p65 cistromes shared 4589 peaks, which corresponds to nearly half of all GR- and 2/3 of all
168 p65-binding peaks. Motif analysis of these peaks showed a predominance for NR3C/GRE, ETS
169 family, NF-kB/Rela and AP1 binding motifs that were enriched near the peak summits (Fig. 1B,
170 bottom, Fig. 1 - Figure Supplement 1B, middle panel).

171 Because of the significant enrichment of peaks with NF-kB elements (especially among
172 those overlapping p65-binding peaks) in the GR cistrome under repressing conditions, we
173 performed GR ChIP-seq in BMDM treated with Dex only for 45 min to compare the two GR
174 cistromes. In Dex-treated BMDM, GR binding sites formed 3377 peaks. Of those, 3165 also
175 appeared in the GR LPS+Dex cistrome (with only 212 peaks unique to Dex-treated BMDM)
176 whereas 6817 were gained in the GR LPS+Dex cistrome (Fig. 1 - Figure Supplement 1A, right
177 panel). ETS and NR3C binding motifs were over-represented in both Dex-unique and Dex –
178 LPS+Dex-shared subsets of GR peaks and trended towards the peak summit (Fig. 1C, Fig. 1 -
179 Figure Supplement 1B, right panel). We did not detect NF-kB/Rela motif enrichment in these
180 two subsets of GR binding peaks. However, among 6817 peaks unique to the GR LPS+Dex
181 cistrome we readily observed an overrepresentation of NF-kB and AP1 motifs while NR3C
182 motifs were no longer enriched (Fig. 1C, compare top/middle vs. bottom motif enrichment
183 panels) indicating that inflammatory signaling and p65/NF-kB activation was driving GR
184 recruitment to such sites specifically under repressing LPS+Dex conditions.

185 The majority of GR and p65 binding sites were located in distal intergenic (~39-47% of
186 peaks) and intronic (~40% on average) regions (Fig. 1D), similar to previously reported GR and
187 p65 cistromes in various cell lines (Reddy et al. 2009; Barish et al. 2010).

188 To correlate GR binding with transcriptional outcomes, we focused on our subset of 201
189 LPS-induced Dex-repressed genes as determined by RNA-seq (Fig. 1A, Supplementary File 1)
190 and evaluated GR peak localization within these genes and 100 Kb of their 5'- and 3'-flanking
191 regions in Dex- and LPS+Dex-treated BMDM. In this subset a somewhat larger fraction (~52%,
192 compared to 39-47% genome-wide) of GR-binding peaks were located in distal intergenic
193 regions, whereas the fraction of peaks in the introns dropped from 40 to 24% compared to
194 whole-genome GR cistrome (Fig. 1D). This shift was not due to a preponderance of shorter
195 introns or genes in Dex-repressed subset (Fig. 1 - Figure Supplement 1C).

196 Comparison of GR binding near the 201 Dex-repressed genes with an entire GR cistrome
197 shows that a greater fraction of binding sites was unique to the LPS+Dex condition (81% vs.
198 68%, Fig. 1E) consistent with a disproportional increase in unique binding site utilization among
199 this functionally constrained set of genes. Several representative examples of GR and p65 co-
200 binding near GR-sensitive genes are shown in Fig. 1F: at each gene, GR binding occurred at
201 sites matching those of p65, but only in LPS+Dex and not LPS- or Dex-alone treated BMDM.
202 Importantly, LPS-dependent p65 binding fully persisted in the presence of Dex. In fact, the total
203 number of p65 binding peaks in the presence of LPS and LPS+Dex was comparable both
204 genome-wide, and in the vicinity of our GR-repressed genes (Fig. 1 - Figure Supplement 2A,
205 right and 2B). In each case, ~2/3 of the LPS-induced p65 peaks persisted in LPS+Dex-treated
206 BMDM. Moreover, among p65 LPS+Dex peaks functionally constrained to Dex-repressed
207 genes, 80% (up from 68% genome-wide) overlapped LPS-induced peaks (Fig. 1 - Figure
208 Supplement 2C). Interestingly, of the 201 genes repressed by Dex in the context of LPS-
209 mediated macrophage activation, only 56 were repressed ≥ 1.3 fold (and only 16 of those ≥ 2 -
210 fold) upon treatment with Dex alone (Supplementary File 1; RNA-seq dataset from (Chinenov et

211 al. 2014)) – further supporting a requirement for NF- κ B activation for GR recruitment to the
212 majority of genes Dex-sensitive genes. Combined, these results further corroborate a tethering
213 model in which p65 is a central component of repression complexes in GC-treated BMDM.

214

215 *NELF mediates repressive effects of GR at paused genes*

216 We have reported that at several pro-inflammatory genes in unstimulated BMDM, promoter-
217 proximally paused Pol 2 is in a complex with NELF and enters productive elongation following
218 LPS treatment (Adelman et al. 2009; Gupte et al. 2013). To assess how common this type of
219 Pol 2 dynamics is among inflammatory genes, we performed Pol 2 ChIP-seq in untreated, LPS-
220 or LPS+Dex- treated BMDM.

221 Fig. 2A shows Pol 2 tracks for six genes all of which were among 201 that were rapidly
222 induced by LPS and repressed by Dex as established by RNA-seq (Fig. 1A). Of those, *Tnf*,
223 *Hilpda* and *Btg2*, all display accumulation of Pol 2 near the TSS in untreated BMDM. Upon a 45-
224 min LPS treatment, we detect additional Pol 2 loading and, notably, its redistribution into the
225 body of the gene; conversely, upon LPS+Dex treatment, Pol 2 largely remains near the TSS
226 resembling a ‘paused’ pattern seen in the unstimulated BMDM (Fig. 2A, left). In contrast, non-
227 paused genes *Il1a*, *Il1b* and *Cd83* display no substantial Pol 2 occupancy in the unstimulated
228 BMDM, and a dramatic and uniform increase in Pol 2 occupancy throughout the gene in
229 response to LPS, which is nearly abrogated by co-treatment with Dex (Fig. 2A, right).

230 These findings raised the possibility that GR mediates its repressive effects genome-wide by
231 regulating distinct steps of Pol 2 transcription cycle depending on the rate-limiting step for gene
232 activation. To address this possibility, we first calculated Pol 2 pausing indexes (PI) for
233 approximately 300 transcripts corresponding to our 198 LPS-induced Dex-repressed genes (3
234 genes were excluded due to the conflict of annotation). As described in (Nechaev et al. 2010),
235 we defined PI as the ratio of log-transformed normalized Pol 2 counts around the promoter (-
236 200/+500 bp relative to the annotated TSS) to those within the gene body downstream of +500

237 bp (Fig. 2B, Supplementary File 3). Based on the PI in untreated BMDM, we classified GC-
238 repressed genes into two groups: 61 transcripts had a $PI > 1$ and were considered to be paused
239 (twice as much of Pol2 at the promoter region versus gene body), whereas 82 had a $PI < 0.8$ and
240 were considered non-paused (see Methods and (Nechaev et al. 2010)). Fig. 2C shows Pol 2
241 distribution within the -200/+1500 region for individual transcripts of both classes in unstimulated
242 BMDM, as well as BMDM exposed for 45 min to LPS or LPS+Dex. The read density distribution
243 for 61 paused and 82 non-paused transcripts in differentially treated BMDM (Fig. 2D) reveals a
244 peak of Pol 2 occupancy in the promoters of the paused genes, additional Pol 2 loading, and,
245 importantly, its entry into gene bodies in response to LPS. Co-treatment with Dex decreases Pol
246 2 occupancy in gene body with most Pol 2 remaining near the TSS (Fig. 2C and D). Conversely,
247 little Pol 2 is seen in the non-paused genes in untreated BMDM; Pol 2 occupancy increases
248 dramatically throughout the genes in LPS-treated BMDM and this loading is largely abrogated
249 by Dex (Fig. 2C and D), consistent with the pattern shown in Fig. 2A for representative genes.

250 Because Pol 2 pausing within the first 100 nt of a gene is mediated by NELF (Adelman and
251 Lis 2012), we assessed genome-wide NELF distribution by ChIP-seq using antibodies to the
252 NELF-E subunit of the complex. Aligned with Pol 2 PI heat maps, NELF-E occupancy matched
253 closely Pol 2 distribution in untreated BMDM with striking accumulation immediately
254 downstream of TSS of paused genes and little to no NELF-E seen in non-paused genes (Fig.
255 2C and 2D, far right). Indeed, read density distribution in NELF-E ChIP-seq shows highly gene
256 class-specific NELF-E occupancy at paused ($PI > 1$) promoters (Fig. 2D, right).

257 As reported previously for a few individual genes (Adelman et al. 2009; Schaukowitch et al.
258 2014), following LPS stimulation, NELF-E was broadly evicted from promoters of LPS-induced
259 genes with little occupancy detected at 1 h (Fig. 3A). Interestingly, however, this dismissal was
260 transient, as despite continued LPS exposure, NELF reloaded onto promoters reaching
261 widespread occupancy by 3 h (Fig. 3A, also see average occupancy graphed for all paused
262 transcripts). This release and reloading can be seen at specific paused GC-sensitive genes,

263 *Tnf*, *Hilpda*, and *Btg2* (Fig. 3A, right), which show substantial NELF-E occupancy at the TSS co-
264 localizing with Pol 2 peaks in resting BMDM, its dissociation following a 1-h LPS induction, and
265 re-establishment of the TSS-associated NELF-E peaks by 3 h.

266 To directly assess whether NELF occupancy in GC-sensitive genes in BMDM correlates with
267 Pol 2 pausing in early elongation, we compared the NELF-E and Pol 2 cistromes in the
268 unstimulated BMDM. Among the LPS-induced Dex-sensitive genes with $PI > 1$ (approximately
269 24% of 300 Dex-repressed transcripts), 86.3% displayed promoter-associated NELF-E peaks,
270 compared to only 31.7% in genes with $PI < 0.8$ (which comprised approximately 66% of 300
271 transcripts; Fig. 3B, left). Importantly, similar relative numbers of paused and non-paused genes
272 (23 and 70 %, respectively; Fig. 3 – Figure Supplement 1B) were found among LPS-induced
273 Dex-insensitive genes from RNA-seq (Fig. 1A). In this group, NELF-E occupancy in untreated
274 BMDM was again much more prevalent in paused genes (81.1%) than in non-paused ones
275 (44.2%). Thus, GR does not preferentially repress genes in one class vs. the other, and high
276 levels of TSS-associated NELF in a basal state is a common feature of paused genes
277 irrespective of their sensitivity to GC.

278 Given that NELF and Pol 2 co-localize at the TSS of the paused genes in unstimulated
279 BMDM, that activation of such genes by LPS coincides with NELF dismissal, and that Pol 2
280 remains near the promoters of these genes under repressing conditions consistent with their
281 early elongation arrest, we questioned whether GR-mediated repression was globally mediated
282 by NELF. We first evaluated NELF-E occupancy in BMDM co-treated with LPS+Dex by ChIP-
283 seq and found the relative distribution of peaks among paused ($PI > 1$) and non-paused ($PI < 0.8$)
284 repressed genes to be indistinguishable from NELF-E distribution in resting BMDM (83.6% and
285 33.2%, respectively; Fig. 3B, right – compare to left). We then evaluated NELF-E distribution
286 across several of our target genes in the presence of LPS+Dex and detected striking promoter-
287 proximal NELF peaks in paused *Tnf*, *Myc*, *Errfi1* and *Ccl2*, but not in non-paused *Il1b* or *Lif* (Fig.
288 3B). To address directly whether NELF is necessary for GR-mediated repression, we used a

289 new mouse strain conditionally lacking the NELF-B subunit and, hence, the functional NELF
290 complex in myeloid cells (see Methods). BMDM from NELF-B LysM-Cre mice (NELF-B KO)
291 show a dramatic reduction in NELF-B mRNA and protein (Fig. 3C, top). Importantly, as the
292 NELF complex requires all four subunits for stability and the loss of a single subunit leads to the
293 proteolytic degradation of the complex (Gilchrist et al. 2008), immunoblot also reveals a near
294 complete loss of the NELF-E protein in the BMDM of the NELF-B KO (Fig. 3C, top). Using WT
295 and NELF-B KO BMDM, we then compared GR-mediated repression of our candidate GC-
296 sensitive genes. Consistent with the lack of overt phenotype in these mice, RNA-seq of resting
297 BMDM of the two genotypes revealed no significant differences in the expression levels of LPS-
298 induced Dex-repressed genes at baseline (Fig. 3 – Figure Supplement 1C). Moreover, at the
299 time-frame examined, LPS challenge led to a similar induction of *Tnf*, *Myc*, *Errfi1*, *Ccl2*, *Ii1b* and
300 *Lif* transcripts irrespective of the genotype (Fig. 3C, bottom left). Interestingly, for all genes
301 classified as ‘paused’, repression by Dex was significantly attenuated in the NELF-B KO BMDM,
302 but not in non-paused genes *Ii1b* and *Lif* (Fig. 3C, bottom right). Collectively, these findings
303 strongly suggest that NELF-mediated block in productive elongation is an integral part of GR-
304 mediated repression of paused genes.

305 To extend these observations to a whole-genome level, we analyzed transcriptomes from the
306 WT and NELF-B KO BMDM treated with LPS+Dex for 1 h by RNA-seq which identified 393
307 differentially expressed genes (fold change = 1.5, FDR $p < 0.05$). Out of 201 genes that were
308 repressed by Dex in the WT BMDM (Fig. 1A), 23 were expressed at higher level in the
309 LPS+Dex –treated NELF-B KO BMDM; notably, 21 of them had $PI > 0.8$ (Fig. 3D). Conversely,
310 out of 396 LPS-induced Dex-insensitive genes, only 9 were upregulated in the LPS+Dex-treated
311 NELF-B KO BMDM, 7 of which had $PI > 0.8$ (Fig. 3 – Figure Supplement 1D, left). These
312 observations indicate that NELF ablation disproportionately affects paused LPS-induced Dex-
313 repressed genes.

314 Because NELF release is triggered by CDK9-mediated phosphorylation, we evaluated the
315 recruitment of CDK9 to the TSS of paused and non-paused genes. Consistent with earlier
316 observations (Luecke 2005), GR inhibited LPS-induced CDK9 recruitment but did so
317 irrespective of the gene class (Fig. 3E) suggesting that NELF retention rather than CDK9
318 occupancy serves as a defining class-specific feature of glucocorticoid repression of paused
319 genes.

320

321 *GR-mediated repression of non-paused genes results in attenuation of histone H4 acetylation*
322 *and BRD4 binding*

323 The dynamics of Pol 2 binding at non-paused genes, as shown in Fig. 2, suggested that the
324 major barrier to activation at these genes is the loading of Pol 2. BMDM surpass this barrier by
325 recruiting NF- κ B and AP1 to enhancer regions (Glass and Natoli 2015) that in turn assemble
326 histone modifying proteins, which help create a more permissive chromatin environment for the
327 binding of basal transcriptional machinery and Pol 2. In particular, histone tail modifications,
328 which are associated with both enhancers and promoters are H3K9Ac and H4K5/8/12Ac (Smale
329 et al. 2014). Because these marks correlate with gene transcriptional status, we evaluated the
330 histone acetylation at a subset of our GC-repressed genes of each class.

331 We noted striking differences in histone tail modifications between representatives of the two
332 gene classes. In particular, paused genes - *Tnf* and *Ccl2* - contained high basal levels of
333 H4PanAc and, specifically, H4K5Ac, at both TSS and κ B binding sites which were unaffected by
334 LPS or LPS+Dex treatment (Fig. 4A, bottom row). In contrast, non-paused genes - *Il1b* and *Il1a*
335 - showed a significant increase in H4Ac levels only after LPS treatment, especially at the *Il1b*
336 TSS and two *Il1a* κ B enhancers at -10 Kb and -20 Kb, and this increase was fully attenuated by
337 Dex (Fig. 4A, top row).

338 The change in acetylation seen preferentially at our non-paused genes, appeared to denote
339 a specific "histone code" for histone binding proteins that could potentially affect the

340 transcription of these genes. In particular, BRD4, the Bromodomain and Extra-Terminal domain
341 (BET) histone binding protein, affects inflammatory cytokine transcription both *in vitro* and *in*
342 *vivo* through direct binding to acetylated H3 and H4 (Shi and Vakoc 2014). The changes in
343 H4PanAc including H4K5/K12Ac in several GC-sensitive genes, suggested a possible role for
344 BRD4 in transcriptional repression by GR. To test this hypothesis, we first assessed activation
345 of pro-inflammatory genes by LPS in the presence of increasing concentrations of I-BET, an
346 inhibitor of BRD4 binding. The induction of *I1b* and *I1a* transcripts was significantly attenuated
347 by I-BET in a dose-dependent manner, whereas *Tnf* and *Ccl2* induction persisted (Fig. 4B). In
348 agreement with gene expression results, ChIP-qPCR experiments revealed that BRD4 was
349 recruited to promoters of non-paused genes *I1b* and *I1a* upon LPS treatment and, interestingly,
350 this recruitment was attenuated by Dex (Fig. 4C). Conversely, at the paused genes, *Tnf* and
351 *Ccl2*, BRD4 was readily detectable at the TSS in unstimulated BMDM and this association did
352 not significantly change after either LPS or LPS+Dex treatment. Thus, BRD4 occupancy
353 patterns at the promoters of these genes resembled signal-responsive H4Ac profiles suggesting
354 that loss of BRD4 in response to Dex may underlie GR-mediated repression of, specifically, the
355 non-paused genes.

356 We then assessed genome-wide distribution of BRD4 by ChIP-seq. Not surprisingly, we
357 observed frequent BRD4 binding across the genome in untreated BMDM (~3700 peaks, Fig. 4 -
358 Figure Supplement 1A, left panel). There was a 1.8-fold increase in the number of BRD4 peaks
359 in response to LPS relative to that in untreated BMDM (4345 new peaks, Fig. 4 - Figure
360 Supplement 1A, left panel). The increase in the total peak number was even more apparent
361 when limited to LPS-induced genes: 2.9-fold for Dex-insensitive or -repressed genes (Fig. 4 -
362 Figure Supplement 1A, middle and right panel, respectively). Furthermore, BRD4 loading
363 density specifically at our Dex-sensitive genes increased dramatically in response to LPS which,
364 interestingly, was nearly abrogated by Dex - a trend very apparent at promoters, but also
365 significant at BRD4:p65 shared binding sites (Fig. 4 - Figure Supplement 1B). BRD4 read

366 distribution at individual non-paused genes of interest reflected this dynamics. For example, the
367 *I11b* TSS and -2.3 Kb and -10 Kb p65 enhancers acquired strong BRD4 binding in response to
368 LPS which was significantly attenuated by Dex, concomitantly with GR loading (Fig. 4D, left top,
369 purple arrows). *I11a* also displayed increased LPS-induced BRD4 loading at kB-associated
370 upstream enhancers (-10 Kb and -20 Kb) with a dramatic reduction in occupancy upon Dex co-
371 treatment corresponding to GR binding at both regions (Fig. 4D, left bottom, purple arrows).
372 Consistent with our CHIP-PCR data, paused genes, *Ccl2* (-12.5 kB enhancer) and especially *Tnf*
373 (TSS) exhibited modest yet detectable BRD4 occupancy in untreated BMDM that was
374 potentiated by LPS but only minimally affected by Dex (Fig. 4D, right). Moreover, our analysis of
375 BRD4 occupancy at Dex-sensitive genes of the two classes revealed that in paused genes,
376 45% of the BRD4 binding sites seen in LPS-treated BMDM were already pre-bound in untreated
377 cells and 55% were LPS-induced; in non-paused genes, however, only 38% of the sites were
378 pre-occupied in untreated BMDM, whereas 62% were LPS-dependent (Fig. 4E). Thus, our
379 functional studies together with occupancy data suggest that the activation of non-paused
380 genes is more dependent on BRD4 recruitment, and therefore, its dismissal may have a greater
381 impact on genes of this class.

382 Initial BRD4 characterization revealed its interaction with the Mediator complex subunits
383 MED1 and MED12 (Jang et al. 2005; Loven et al. 2013). Mediator is an evolutionarily conserved
384 multi-protein co-activator complex that facilitates transcriptional activation of many genes in part
385 by linking physically and functionally effector TFs and Pol 2. In the context of LPS-induced
386 activation of pro-inflammatory genes, MED1 is reportedly recruited to both the TSS and p65
387 enhancers (Hargreaves et al. 2009; Brown et al. 2014), occupying similar sites across the
388 genome as BRD4, and the two appear to stabilize each other's occupancy at enhancer regions
389 (Loven et al. 2013). We therefore assessed MED1 and MED12 occupancy at the promoters and
390 p65 enhancers of GR-sensitive genes and found that both were recruited to TSS and p65 sites
391 in response to LPS treatment and their recruitment was attenuated by Dex (Fig. 4F). Thus, by

392 inhibiting BRD4 binding to the TSS and certain enhancer regions at non-paused genes, GR
393 destabilizes MED1 and MED12 occupancy ultimately affecting Pol 2 recruitment. Of note, MED1
394 and MED12 loss in response to Dex occurred at paused genes as well (Fig. 4F), suggesting that
395 GR may antagonize the Mediator complex binding irrespective of its effects on BRD4.

396

397 *GR attenuates histone acetylation, cofactor assembly and Pol 2 recruitment to non-paused*
398 *genes by blocking the recruitment of p300*

399 GR activation disrupted histone acetylation and subsequent BRD4 and Mediator complex
400 assembly at our analyzed non-paused genes, suggesting a central role for LPS-induced histone
401 acetylation as a potential target for GR. Various HATs, including GCN5 and p300, have been
402 implicated in altering modifications at the histone H3 and H4 tails (Smale et al. 2014)
403 Furthermore, p300 has been shown to also interact with and acetylate p65, which contributes to
404 the activation of NF- κ B dependent genes (Huang et al. 2009; Nagarajan et al. 2014; Roe et al.
405 2015). Thus, p300 appeared as a plausible HAT to execute H3/H4 acetylation, thereby dictating
406 the recruitment of BRD4 to the promoters and κ B sites of our genes of interest. ChIP-qPCR
407 experiments revealed LPS-dependent recruitment of p300 to the TSS and p65 binding sites of
408 non-paused genes *I11a* and *I11b*, which was blocked by Dex. Interestingly, at paused genes,
409 p300 occupancy varied, showing some LPS-potentiated yet Dex-insensitive recruitment to *Tnf*,
410 but a strong constitutive occupancy at *Ccl2* (Fig. 5A). Notably, loss of p300 from these genes
411 did not reflect a simple 'titration' of p300 by the activated GR potentially broadly sequestering it
412 away from κ B enhancers, as p300 occupancy at the p65 binding sites of LPS-induced Dex-
413 insensitive genes identified by our RNA-seq analysis - *Cxcl10*, *Cd40*, *Tnfsf9*, *Trim13* - was fully
414 resistant to Dex (Fig. 5B).

415 We reasoned that p300 catalytic activity rather than its occupancy is a better indicator of
416 whether or not this HAT is involved in regulating target GR-sensitive genes. Therefore, a
417 selective and competitive inhibitor of the p300 HAT activity, C646, was used to determine

418 whether p300-mediated acetylation of histones was necessary for transcriptional activation of
419 candidate pro-inflammatory genes. C646 attenuated in a dose-dependent manner LPS-
420 mediated induction of non-paused genes *I11b* and *I11a*, whereas activation of paused genes *Tnf*
421 and *Ccl2* was unaffected (Fig. 5C), consistent with a selective requirement for p300 at the non-
422 paused genes. Furthermore, if GR represses *I11a* and *I11b* specifically by precluding p300
423 recruitment, its ectopic introduction into cells should rescue LPS-mediated induction irrespective
424 of GC treatment. Fig. 5D shows that overexpression of wild-type p300 but not its Δ HAT mutant
425 devoid of the catalytic activity in macrophage-like RAW264.7 cells dramatically and specifically
426 reversed GR-mediated repression of non-paused genes. This suggests that GR represses
427 these genes by precluding p300 recruitment, H3/H4 acetylation and the assembly of the BRD4-
428 Mediator complex, ultimately blocking Pol 2 loading.

429

430 **Discussion**

431 Despite the unmatched therapeutic utility of GCs stemming in large part from rapid and direct
432 transcriptional repression of the key inflammatory genes, our knowledge of the overall
433 architecture, dynamics, stability and distribution of such repressive GR complexes in
434 inflammatory cells has been lacking. Given fundamental differences in the rate-limiting events
435 for inflammatory gene activation, we sought to dissect the mechanisms by which GR elicits
436 repression in such distinct gene classes and use genome-wide approaches to assess the
437 generality of our findings.

438 Numerous studies in cell culture and cell-free systems implicated physical interactions
439 between GR, NF- κ B and AP1 family members in the inhibition of pro-inflammatory gene
440 transcription (reviewed in (Sacta et al. 2016)) and indeed, we observe extensive co-localization
441 of GR and the NF- κ B subunit, p65, genome-wide and especially nearby Dex-repressed genes
442 following short-term LPS+Dex co-treatment – conditions under which we observe rapid
443 glucocorticoid repression. GCs did not cause global displacement of p65; in fact, the number on

444 p65 binding sites in the presence of LPS vs. LPS+Dex is comparable. Moreover, 80% of p65
445 peaks associated with our Dex-repressed genes overlap in LPS- and LPS+Dex-treated BMDM.
446 Interaction with p65 is further corroborated by the persistence of p65 peaks near our candidate
447 Dex-repressed genes of both classes. With respect to GR binding, both globally and restricted
448 to Dex-repressed genes, several observations point to a tethering mechanism. First, the
449 predominant motifs enriched in GR peaks present uniquely under LPS+Dex conditions are
450 those of NF-kB and AP1 and not the NR3C motif overrepresented in Dex-treated BMDM or
451 peaks shared between the two cistromes. Second, when compared between an entire genome
452 and restricted to Dex-repressed genes, the fraction of LPS+Dex unique GR binding sites is
453 increasing substantially from 68 to 81%. Third, the majority of the 201 Dex-sensitive genes are
454 only repressed in LPS-activated macrophages, pointing to a requirement for NF-kB activation
455 for GR recruitment. Indeed, the analysis of GR occupancy nearby our candidate Dex-sensitive
456 genes of both classes reveals co-localized GR and p65 peaks associated with NF-kB enhancers
457 under repressing LPS+Dex conditions and no GR binding in Dex-only - treated macrophages.
458 Thus, although this is certainly not the only mechanism by which GR affects inflammatory gene
459 expression (Rao et al. 2011; Uhlenhaut et al. 2013; Oh et al. 2017; Weikum et al. 2017a),
460 tethering to p65 is a widespread regulatory mechanism that GR relies upon to elicit acute
461 repression of pro-inflammatory genes in macrophages.

462 How GR enacts repression appears to depend on the state of the target promoters prior to
463 activation. At paused genes, Pol 2 is pre-loaded, bound by NELF and “stalled” nearby the TSS,
464 (Gilchrist et al. 2012). These genes have elevated levels of histone acetylation at the TSS,
465 suggestive of an open chromatin state, which would favor constitutive Pol 2 loading and
466 transcription initiation. Conversely, non-paused genes show little Pol 2 occupancy in
467 unstimulated BMDM. Among our Dex-repressed genes, both classes were well represented: in
468 a set of transcripts filtered for Pol 2 occupancy and used to calculate PI, 61 were paused and 82
469 were not; in a total pool of transcripts corresponding to LPS-induced Dex-repressed 198 genes,

470 approximately 24% were paused ($PI > 1$) and 66% non-paused ($PI < 0.8$). This distribution
471 matched closely that of genes that were LPS-induced but insensitive to Dex (23% and 70%,
472 respectively), suggesting that GR does not display a preference for a specific gene type for
473 repression.

474 Given a critical role of NELF in establishing Pol 2 pausing (Gilchrist et al. 2008; Core et al.
475 2012), we evaluated the genomic distribution of NELF at our LPS-induced Dex-repressed genes
476 in basal, activated and repressed state. This analysis revealed a striking correlation between
477 Pol 2 promoter-proximal pausing and NELF occupancy. Indeed 81% of the paused genes had
478 TSS-associated NELF peaks compared to only 44% on non-paused genes. As expected, NELF
479 dissociated from Pol 2 after LPS treatment, presumably due to P-TEFb-mediated
480 phosphorylation, enabling productive elongation. Although the rate of NELF dismissal varies
481 depending on culture conditions and in our experience takes 30-60 min, this loss is consistently
482 transient as NELF “re-loads” onto the TSS of these genes despite continuous presence of LPS.
483 We previously reported a highly dynamic occupancy of NELF at the *Tnf* promoter (Adelman et
484 al. 2009), but a global synchronous reloading of NELF onto promoters of activated pro-
485 inflammatory genes was unexpected. We envision that NELF re-loading may provide a tonic
486 control of the inflammatory response by limiting further entry of Pol 2 into productive elongation
487 (Aida et al. 2006), yet maintain genes poised for induction by preserving a nucleosome-depleted
488 environment (Gilchrist et al. 2008; Core et al. 2012). A distinct mechanism of ‘tonic control’ of
489 inflammatory gene expression was recently described for a transcriptional repressor Hes1 which
490 limits the recruitment of P-TEFb and hence, NELF release and Pol 2 elongation (Shang et al.
491 2016). In that regard, it would be informative to examine the dynamics of P-TEFb and
492 phosphorylation of the Pol 2 CTD at the promoters of these genes over the time frame of NELF
493 recycling. Interestingly, paused genes were originally proposed to be fast and transient
494 responders to inducing signals (Adelman et al. 2009; Rogatsky and Adelman 2014); NELF
495 reloading despite prolonged LPS exposure could potentially contribute to cessation of activation

496 and establishing a ‘tolerant’ LPS-unresponsive state. More generally, our finding illustrates that
497 the transcriptional landscape of macrophages during a sustained exposure to a signal, even in a
498 course of a few hours, undergoes a significant remodeling and a secondary stimulus is likely to
499 elicit variable responses depending on the exact timing of stimulation. Furthermore, given
500 intrinsic macrophage plasticity, whereby a 12-h treatment with a relevant signal (e.g., LPS or
501 Dex) is sufficient to ‘polarize’ them to a distinct myeloid cell population – caution needs to be
502 taken in interpreting results of ‘sequential’ treatments, which may document a response of a
503 reprogrammed macrophage to a new signal rather than simple transcriptional antagonism or
504 synergy.

505 Under conditions of GC repression, we observed a broad failure of paused genes to release
506 NELF concomitantly with inhibition of Pol 2 entry into productive elongation. Moreover, genetic
507 disruption of NELF resulted in GC resistance of genes in this class establishing a causal
508 relationship between NELF accumulation and GR-mediated repression. Interestingly, NELF was
509 previously shown to participate in estrogen receptor (ER) alpha-mediated gene expression. ERα
510 primarily affects Pol 2 post-initiation steps, whereby pausing is alleviated via hormone-induced
511 recruitment of CDK9 to Pol 2 and NELF and their phosphorylation (Kininis et al. 2008). Given
512 that NRs can dynamically affect P-TEFb occupancy and that P-TEFb recruitment to GC-
513 sensitive genes is attenuated after GC treatment in this and earlier studies (Luecke 2005; Gupte
514 et al. 2013), GR may block elongation by preventing P-TEFb recruitment, possibly through
515 direct steric hindrance. Interestingly, in addition to phosphorylation, NELF has recently been
516 shown to undergo ADP-ribosylation which also facilitates its release (Gibson et al. 2016). It
517 would be informative to assess whether, similar to P-TEFb, ADP-ribosyl transferases that
518 modify NELF are susceptible to regulation by GCs. Finally, a physical interaction between ERα
519 and NELF has been documented at promoters of certain estrogen-activated genes, where
520 NELF recruitment limits the response to hormone (Aiyar 2004). Conceivably, NELF could also
521 serve as a non-conventional “co-repressor” recruited by GR to the promoter-proximal regions of

522 pro-inflammatory genes in a gene-specific manner. Once recruited, NELF may no longer require
523 GR and assume its known function in Pol 2 pausing. Whether GR-mediated repression involves
524 either of these mechanisms remains to be elucidated.

525 Interestingly, non-paused genes, such as *Il1a* and *Il1b*, exhibit low CpG content, stable
526 nucleosome assembly at promoters, low levels of H3K9/14Ac in the basal state and low TBP
527 occupancy (Ramirez-Carrozzi et al. 2009). This suggests that histone acetylation marks are
528 required for chromatin remodeling which may pose a major barrier to the recruitment of Pol 2 at
529 these genes. We show that an increase in H4Ac at promoters and kB sites in response to LPS
530 correlated with Pol 2 recruitment, and GC attenuated these effects, suggesting that GR may
531 repress these genes by acting upon factors that “write” and “read” histone marks. Among many
532 HATs that modify H3 and H4, p300 is recruited by p65 to the TSS and NF-kB sites and has
533 been shown to acetylate histones that are then bound by BRD4 (Huang et al. 2009; Brown et al.
534 2014; Nagarajan et al. 2014; Roe et al. 2015). Conceivably, GR attenuates p300 loading by
535 competing for a tethering site on p65 as has been previously documented for IRF3 (Ogawa et
536 al. 2005). We cannot exclude the possibility that additional HATs, i.e., GCN5, contribute to
537 writing H3/H4Ac at our GC-sensitive pro-inflammatory genes.

538 Given its role as a histone binding protein that reportedly contributes to recruiting P-TEFb
539 and couples the acetylation state at promoters and enhancers with Pol 2 elongation, a clear bias
540 for LPS-induced novel sites of BRD4 recruitment and their sensitivity to Dex specifically at non-
541 paused genes was unexpected. BRD4 binding at promoters broadly correlates with gene
542 activation (Nicodeme et al. 2010; Loven et al. 2013; Brown et al. 2014; Kanno et al. 2014). We
543 now show that similar to I-BETs, GR inhibits, albeit indirectly, loading of BRD4 particularly at
544 non-paused genes and, by exploiting their dependency on histone acetylation, disrupts
545 interactions with Mediator, ultimately antagonizing Pol 2 recruitment and transcription initiation.
546 Because this effect is far from uniform, and some p65/BRD4-bound LPS-induced enhancers are
547 more sensitive to the effects of Dex than others, we speculate that a subset of p65 binding sites

548 has greater functional consequences for gene activity. Identifying a subpopulation of “dominant”
549 enhancers whose BRD4 occupancy is a definitive predictor of transcriptional state, and
550 correlating those with sites of GR recruitment would likely sharpen the differences in BRD4
551 behavior between the two gene classes.

552 Finally, although the two classes of genes are activated and repressed through distinct
553 mechanisms, the consequences of GR activation share commonalities including a failure to
554 recruit P-TEFb and the Mediator complex. P-TEFb is required for gene activation post Pol 2
555 loading, so at non-paused genes failing to recruit Pol 2, P-TEFb loss would have little functional
556 consequences. Conversely, a block in Mediator recruitment at both the TSS and kB sites could
557 potentially contribute to repression of both classes of genes. Mediator is a multi-subunit complex
558 that interacts with numerous activators and components of basal transcription machinery
559 including Pol 2 (Malik and Roeder 2010). With respect to non-paused genes, Mediator interacts
560 directly with both BRD4 and p300, with Mediator and BRD4 stabilizing each other’s occupancy
561 (Jang et al. 2005; Malik and Roeder 2010; Shi and Vakoc 2014). Furthermore, Mediator and
562 p300 can act cooperatively to alter the chromatin landscape and facilitate PIC formation (Malik
563 and Roeder 2010). Although the contribution of Mediator to activation of pro-inflammatory
564 paused genes needs further study, it has been suggested that Mediator may help recruit P-
565 TEFb indirectly promoting pause release (Lu et al. 2016). Additionally, because kB sites are
566 typically distant from promoters, and pro-inflammatory genes were proposed to be activated
567 through DNA looping (Tong et al. 2016), Mediator (perhaps together with Brd4) may contribute
568 to bridging promoters with NF-kB enhancers. Thus, it is tempting to speculate that by hindering
569 Mediator assembly, GR globally disrupts promoter-enhancer communication thereby attenuating
570 pro-inflammatory gene expression.

571

572 **Materials and methods**

573 *Cell culture and reagents*

574 BMDM were prepared from 8-10 wk old mice as in (Gupte et al. 2013). RAW264.7 cells were
575 cultured in DMEM media (Corning, cat# 10-013-CV) supplemented with 10% fetal bovine serum
576 (Atlanta Biologicals cat# S11550). Dex and LPS were purchased from Sigma.

577

578 *Transgenic mice*

579 C57BL/6 mice (NCI, Charles River Laboratories), C57BL/6 *Lys2-Cre* mice *-/-:Nelfb* fl/fl mice and
580 their derivatives were maintained in the Weill Cornell Animal Facility in compliance with
581 guidelines from the Weill Cornell Animal Care and Use Committee. All studies were performed
582 on 8-12 wk old male mice.

583 To create the NELF-B conditional KO strain, NELF-B fl/fl mice (with NELF-B exon 4 floxed
584 (Amleh et al. 2009)) were bred to C57BL/6-derived *LysM-Cre* mice (Jackson Laboratories,
585 004781) to obtain double heterozygous *LysM-Cre*/wt:*NELF-B* fl/wt (*LysM-Cre*:HET) animals. To
586 create homozygous (*LysM-Cre*:*NELF-B* fl/fl) animals, we self-crossed *LysM-Cre*-Het mice. The
587 genotype of the progeny was determined using PCR primers described in (Amleh et al. 2009).
588 *LysM-Cre* primers were obtained from Jackson Laboratories.

589

590 *Inhibitor experiments*

591 BMDM were plated in 6-well plates at 2×10^6 cells/well. For BRD inhibitor experiments, cells were
592 pretreated with I-BET (Calbiochem, 401010) for 30 min, followed by co-treatment with LPS (10
593 ng/ml). For p300 inhibitor experiments, cells were treated with LPS for 30 min, followed by co-
594 treatment with C646 (Abcam, ab142163) for 1 h. Concentrations of inhibitors are shown in
595 Figure Legends.

596

597 *Transfections*

598 RAW264.7 cells were plated at 2×10^5 cells/well in 24-well plates and transfected ON using
599 Turbofect (Thermo Scientific, R0531) as per manufacturer's instructions. Cells were treated the

600 following day as described in Figure Legends. Plasmids used are pcDNA3.1-p300, pcDNA3.1-
601 300(HAT-) (Addgene, Plasmid #23252 and #23254, respectively) and pcDNA3.1 to equalize
602 total amount of transfected DNA.

603

604 *RNA isolation and Real-time qPCR*

605 Total RNA isolation from BMDM (Qiagen RNAeasy Kit), random-primed cDNA synthesis, and
606 qPCR with Maxima Sybr Green/ROX/2x master mix (Fermentas) on StepOne Plus real time
607 PCR system were performed using standard protocols. Data analysis was performed using the
608 ddCT method. All data was normalized to Actb as housekeeping control. Primers are listed in
609 Supplemental File 4.

610

611 *Immunoblotting*

612 Whole cell extracts were prepared in RIPA buffer (10 mM Tris-HCl pH 8.0, 1 mM EDTA, 0.5 mM
613 EGTA, 140 mM NaCl, 5% glycerol, 0.1% Na deoxycholate, 0.1% SDS, 1% Triton X-100).
614 Immunoblotting was performed with rabbit polyclonal antibodies to NELF-B (Cell Signaling,
615 1:2000, 1489S), NELF-E (Proteintech, 1:2000, 10705-1-AP), HSP90 (Cell Signaling 1:200,
616 4874S).

617

618 *ChIP*

619 BMDM were treated for 45 min as specified in Figure Legends and single cross-linked in 1%
620 methanol-free formaldehyde for 10 min at RT (ACh4) or double cross-linked using 2 mM
621 disuccinimidyl glutarate (Proteochem, c1104) for 30 min followed by 1% methanol-free
622 formaldehyde for 10 min at RT (CDK9, BRD4, MED1, MED12, p300). The reaction was
623 quenched by 0.125 M glycine for 5 min. Cells were then washed with PBS, scraped and lysed
624 for 10 min at 4°C in lysis buffer with protease inhibitor cocktail. The nuclear extracts were
625 collected by centrifugation at 600*g for 10 min. Nuclei were then washed for 10 min at 4°C in

626 wash buffer with protease inhibitors and collected as described above. Nuclei were lysed in lysis
627 buffer for 10 min and sonicated to fragment chromatin using 15-18 cycles (30 sec 'on', 30 sec
628 'off') in a Bioruptor at 4°C. For CDK9, nuclei were sonicated with Covaris S220 Ultrasonicator
629 according to manufacturer's instructions (130 µl shearing buffer, 200 cycles/burst, 120 sec, DF
630 10). Lysates were cleared by centrifugation at 14,000*g, 20 min, 4°C, and then incubated with
631 normal rabbit IgG (Santa Cruz Biotech, sc-2027x), BRD4 (Abcam, ab84776 and Bethyl
632 Laboratories, A3001-985A100), MED12 (Bethyl Laboratories, A300-774A), MED1 (Bethyl
633 Laboratories, A300-793), p300 (Santa Cruz Biotech, sc-585X), Anti-Ach4 (Millipore, 06-866),
634 Anti-Ach4K12 (Millipore, 07-595), Anti-Ach4K5 (Millipore, 07-327) and 40 µl of 50% protein A/G
635 plus agarose (Santa Cruz Biotech, sc-2003) per reaction at 4°C ON. Beads were washed 4x
636 with RIPA buffer and once with TE buffer. For CDK9, 5 µg of antibodies (Santa Cruz Biotech,
637 sc-8338X or sc-13130X) were pre-bound to 40 µl of Dynabeads Protein A (Invitrogen), washed
638 2x with beads blocking buffer and incubated with lysates at 4°C ON; IPs were washed 6x with
639 modified RIPA buffer containing 100 mM LiCl on a magnetic stand and once with TE buffer+50
640 mM NaCl. Each reaction was then incubated in TE+0.5% SDS+200 µg/ml proteinase K
641 (Invitrogen, 25530049) for 2 h at 55°C, followed by 6 h at 65°C to reverse crosslinks. DNA was
642 purified using phenol-chloroform extraction and ethanol precipitation or using Qiagen PCR
643 purification kit. Recruitment at binding sites was assessed by qPCR. All data at putative binding
644 sites was normalized to 28S ribosomal RNA as control. Primers are listed in Supplemental File
645 4.

646

647 *ChIP-seq*

648 For GR (Santa Cruz Biotech, sc-1004X), BRD4 (Abcam, ab84776) and p65 (Santa Cruz
649 Biotech, sc-372X) ChIP-seq, nuclei were sonicated with Covaris S220 sonicator according to
650 manufacturer's instructions (130 µl shearing buffer, 200 cycles/burst, 120 sec, DF 10). For Pol 2
651 (Santa Cruz Biotech, sc-9001X) and NELF-E (Proteintech, 10705-1-AP) ChIP-seq, cells were

652 formaldehyde cross-linked and nuclei were sonicated as above to obtain fragments in 150-500
653 bp range. Input DNA was prepared from sonicated material saved prior to IP. Lysates were
654 cleared by centrifugation at 14,000 rpm, 20 min, 4°C, and then incubated with respective
655 antibodies using 40 µl of 50% protein A/G PLUS agarose beads (for GR, BRD4 and Pol 2) or 60
656 µl of Dynabeads (Invitrogen) (for p65) per reaction at 4°C ON. GR, BRD4 and Pol 2 IPs were
657 then processed as described for ChIP-qPCR above. p65 IPs were washed 6x with modified
658 RIPA buffer containing 100 mM LiCl on a magnetic stand and once with TE buffer+50 mM NaCl
659 and processed as described for ChIP-qPCR above. The efficiency of ChIP was assessed by
660 qPCR. The integrity and quality of DNA was evaluated with Bionalyzer 2100 (Agilent
661 Technologies) before using 10 ng of material to prepare Illumina-compatible sequencing
662 libraries using Illumina Truseq ChIP sample prep kit. Library preparation and sequencing was
663 performed by Weill Cornell Epigenomics Core. Libraries were sequenced by a HiSeq 2500 (50
664 bp, single-end).

665

666 *RNA-seq*

667 BMDM from LysM-Cre:NELF-B wt/wt (WT) and/or LysM-Cre:NELF-B fl/fl (NELF-B KO) mice
668 were treated as indicated in individual figure legends (vehicle, LPS, LPS+Dex for 1 h) and RNA
669 was isolated using Qiagen RNA-easy kit. Total RNA was polyA enriched and converted into
670 Illumina-compatible sequencing library with TruSeq mRNA-Seq sample preparation kit
671 (Illumina). Quality control of RNA and libraries was performed using the BioAnalyzer 2100. Pair-
672 end sequencing was performed at the Weill Cornell Epigenomics Core using HiSeq2500.

673

674 *Quantification and Statistical Analysis*

675 *General experimental design and statistical analysis*

676 To ensure reproducibility all *in vitro* experiments were repeated at least in triplicates. The
677 differences between continuous variables were assessed using Student's *t* Test and the
678 differences between discrete variable were assessed with Fisher's exact test.

679 *Real time PCR*

680 Two-tailed Student's t-test was used to ascertain the differences between means as detailed in
681 Figure Legends.

682 *ChIP-seq*

683 Sequencing quality control was performed using FASTQC; adapters, when needed, were
684 trimmed using trimmomatic. 50 bp single-end reads were aligned to the mouse genome (mm10)
685 using CLC Bio Genomic Workbench (GR, Pol 2) or bowtie2 (p65, NELF-E, BRD4). Aligned BAM
686 files were converted into bigwig format for data visualization purposes. The quality of Chip-seq
687 experiments was assessed using ChIPQC package (Carroll et al. 2014) (Supplemental File 2).
688 Cross-correlation analysis, Relative Strand Correlation (RSC) and Normalized Strand Cross-
689 correlation coefficient (NSC) for all ChIP-seq datasets used in this study were calculated with
690 CLC BIO genomics workbench (Fig. 1 - Figure Supplement 1D and 2C; Fig. 3 - Figure
691 Supplement 1A and Fig. 4 - Figure Supplement 1C, Supplemental File 2) as described in
692 (Marinov et al. 2013). RSC reflects the ratio of the fragment-size peaks and the read-size peak in
693 cross-correlation plot. For all experiments with the exception of one NELF-E condition, the RSC
694 is larger than 0.8 as per ENCODE recommendations (Landt et al. 2012). Peak calling was
695 performed with CLC Bio Genomics Workbench (Pol 2) or MACS2 (Zhang et al. 2008) (--gsize
696 2150570000 --bw=300 --ratio 1.0 --slocal 1000 --llocal 10000 --keep-dup 1 --bdg --qvalue 0.05)
697 with a matching input file to estimate background read distribution.

698 Peak annotation relative to known genomics features was performed using *ChIPpeakAnno*
699 *package* (R, Bioconductor) (Zhu et al. 2010) with *TxDb.Mmusculus.UCSC.mm10.knownGene*
700 annotation (2016-09-29 04:05:09 +000). Peak overlaps between datasets were determined using
701 *subsetByOverlap* function from GenomicRanges package (R, Bioconductor) with the minimum

702 overlap of 1 nt and visualized with *makeVennDiagram* function from *ChIPpeakAnno* (Zhu et al.
703 2010) package.

704 *Ab initio* analysis of overrepresented sequences in ChIP-seq peaks was performed using MEME-
705 ChIP suite with MEME (long sequences), DREME (short sequences) and CentriMO (centrally-
706 enriched sequences). E-values estimate the expected number of motifs in an experimental set of
707 sequences compared to random sequences of the similar size. Sequencing motifs with E-values
708 under 0.0001 were considered statistically significant.

709 Pol 2 pausing indexes (PI) were calculated as previously described (Nechaev et al. 2010). All
710 transcripts for LPS-induced Dex-sensitive genes present in *TxDb.Mmusculus.UCSC*.
711 *mm10.knownGene* annotation were filtered to collapse all annotated transcripts with identical 5'
712 ends to a single gene model. For remaining transcripts, the PI was calculated as the ratio of log-
713 transformed, length-normalized read counts at the 5' end flanking region (-200:+500) and transcript
714 "body" (+500: end of a transcript). To compare between replicates, the PI were normalized to
715 respective library sizes (as in Fig. 2B). Read distributions in the region of interest ("promoters" and
716 gene "bodies") were visualized in the form of "heat" maps that show scores (coverage) at a given
717 sequence position or bin using *genomation* package (R, Bioconductor) (Akalin et al. 2014). For heat
718 maps visualization, paused and non-paused transcripts were further filtered by selecting only those
719 that had overlapping Pol 2 peaks in the "promoter" area in LPS-treated BMDM. To summarize read
720 distributions, we plotted mean coverages (*plotMeta*, *genomation*) over regions of interest (Fig. 2D,
721 3A and Fig. 4 - Figure Supplement 1B) with the standard error and the 95% confidence interval
722 bands.

723 *RNA-seq*

724 RNA-seq analysis has been performed as previously described (Coppo et al. 2016). 50-bp
725 paired reads were mapped to annotated mouse genome (mm10) with CLC Bio Genomic
726 Workbench (Qiagen). Read count table containing unique exon reads was analyzed using
727 EdgeR (Robinson et al. 2009) package to determine differentially expressed genes. Read

728 counts were scale normalized using the weighted trimmed mean method and expressed as log-
729 transformed counts per million (cpm). All genes with unadjusted p-value <0.01 (p<0.05 for
730 NELF-B KO experiment) and fold change >1.5 in at least one pairwise comparison were
731 considered to be differentially expressed and were selected for further analysis.

732

733 *Accession numbers*

734 All raw sequence data generated in this study are deposited to NCBI GEO.

735 ChIP-seq data: GSE109131 <https://www.ncbi.nlm.nih.gov/geo/query/acc.cgi?acc=GSE109131>

736 RNA-seq data:

737

738 **Acknowledgements**

739 We are grateful to C.E. Mason and J.A. Gandara (Weill Cornell) and S. Mimouna (HSS) for
740 technical help. We acknowledge help from the A. Alonso, Y. Li and the staff of Weill Cornell
741 Epigenomics core. We thank S. Mimouna for helpful discussion. M.A.S is supported by the NIH
742 Diversity Supplement 3R01DK099087-01A1S1 and the MSTP grant T32GM007739 from the
743 NIH NIGMS to the Weill Cornell/ Rockefeller/ Sloan-Kettering Tri-Institutional MD-PhD Program.
744 This work is supported by the grants to I.R. from NIH R01DK099087, the Rheumatology
745 Research Foundation Research Grant, the DOD CDMRP PR130049 Research Award and The
746 Hospital for Special Surgery David Rosensweig Genomics Center. X.H is supported by the
747 Ministry of Science and Technology of China National Key Research Project 2015CB943201,
748 National Natural Science Foundation grants 81422019, 81571580, 91642115, 8151101184, and
749 funds from Tsinghua-Peking Center for Life Sciences. R.L. is supported by the NIH
750 R01CA220578.

751 **Competing interests**

752 The authors declare no conflict of interest

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755 **References**

- 756 Adelman K, Kennedy MA, Nechaev S, Gilchrist DA, Muse GW, Chinenov Y, Rogatsky I. 2009.
757 Immediate mediators of the inflammatory response are poised for gene activation
758 through RNA polymerase II stalling. *Proceedings of the National Academy of Sciences*
759 *of the United States of America* **106**: 18207-18212.
- 760 Adelman K, Lis JT. 2012. Promoter-proximal pausing of RNA polymerase II: emerging roles
761 in metazoans. *Nature Reviews Genetics* **13**: 720-731.
- 762 Aida M, Chen Y, Nakajima K, Yamaguchi Y, Wada T, Handa H. 2006. Transcriptional pausing
763 caused by NELF plays a dual role in regulating immediate-early expression of the
764 junB gene. *Molecular and cellular biology* **26**: 6094-6104.
- 765 Aiyar SE. 2004. Attenuation of estrogen receptor -mediated transcription through
766 estrogen-stimulated recruitment of a negative elongation factor. *Genes &*
767 *development* **18**: 2134-2146.
- 768 Akalin A, Franke V, Vlahovick K, Mason CE, Schubeler D. 2014. genomation: a toolkit to
769 summarize, annotate and visualize genomic intervals. *Bioinformatics* **31**: 1127-
770 1129.
- 771 Amleh A, Nair SJ, Sun J, Sutherland A, Hasty P, Li R. 2009. Mouse Cofactor of BRCA1
772 (Cobra1) Is Required for Early Embryogenesis. *PloS one* **4**: e5034.
- 773 Barish GD, Yu RT, Karunasiri M, Ocampo CB, Dixon J, Benner C, Dent AL, Tangirala RK,
774 Evans RM. 2010. Bcl-6 and NF- κ B cistromes mediate opposing regulation of the
775 innate immune response. *Genes & development* **24**: 2760-2765.
- 776 Biddie Simon C, John S, Sabo Pete J, Thurman Robert E, Johnson Thomas A, Schiltz RL,
777 Miranda Tina B, Sung M-H, Trump S, Lightman Stafford L et al. 2011. Transcription
778 Factor AP1 Potentiates Chromatin Accessibility and Glucocorticoid Receptor
779 Binding. *Molecular Cell* **43**: 145-155.
- 780 Brown JD, Lin CY, Duan Q, Griffin G, Federation AJ, Paranal RM, Bair S, Newton G, Lichtman
781 AH, Kung AL et al. 2014. NF- κ B directs dynamic super enhancer formation in
782 inflammation and atherogenesis. *Mol Cell* **56**: 219-231.
- 783 Carroll TS, Liang Z, Salama R, Stark R, de Santiago I. 2014. Impact of artifact removal on
784 ChIP quality metrics in ChIP-seq and ChIP-exo data. *Frontiers in genetics* **5**: 75.
- 785 Chiba K, Yamamoto J, Yamaguchi Y, Handa H. 2010. Promoter-proximal pausing and its
786 release: Molecular mechanisms and physiological functions. *Experimental Cell*
787 *Research* **316**: 2723-2730.
- 788 Chinenov Y, Coppo M, Gupte R, Sacta MA, Rogatsky I. 2014. Glucocorticoid receptor
789 coordinates transcription factor-dominated regulatory network in macrophages.
790 *BMC Genomics* **15**: 656.
- 791 Chinenov Y, Gupte R, Dobrovolna J, Flammer JR, Liu B, Michelassi FE, Rogatsky I. 2012. Role
792 of transcriptional coregulator GRIP1 in the anti-inflammatory actions of
793 glucocorticoids. *Proceedings of the National Academy of Sciences of the United States*
794 *of America* **109**: 11776-11781.
- 795 Chinenov Y, Gupte R, Rogatsky I. 2013. Nuclear receptors in inflammation control:
796 Repression by GR and beyond. *Molecular and Cellular Endocrinology* **380**: 55-64.
- 797 Coppo M, Chinenov Y, Sacta MA, Rogatsky I. 2016. The transcriptional coregulator GRIP1
798 controls macrophage polarization and metabolic homeostasis. *Nature*
799 *Communications* **7**: 12254.

800 Core LJ, Waterfall JJ, Gilchrist DA, Fargo DC, Kwak H, Adelman K, Lis JT. 2012. Defining the
801 status of RNA polymerase at promoters. *Cell reports* **2**: 1025-1035.

802 Escoubet-Lozach L, Benner C, Kaikkonen MU, Lozach J, Heinz S, Spann NJ, Crotti A, Stender
803 J, Ghisletti S, Reichart D et al. 2011. Mechanisms establishing TLR4-responsive
804 activation states of inflammatory response genes. *PLoS Genet* **7**: e1002401.

805 Ghisletti S, Barozzi I, Mietton F, Polletti S, De Santa F, Venturini E, Gregory L, Lonie L, Chew
806 A, Wei CL et al. 2010. Identification and characterization of enhancers controlling
807 the inflammatory gene expression program in macrophages. *Immunity* **32**: 317-328.

808 Gibson BA, Zhang Y, Jiang H, Hussey KM, Shrimp JH, Lin H, Schwede F, Yu Y, Kraus WL.
809 2016. Chemical genetic discovery of PARP targets reveals a role for PARP-1 in
810 transcription elongation. *Science* **353**: 45-50.

811 Gilchrist DA, Fromm G, dos Santos G, Pham LN, McDaniel IE, Burkholder A, Fargo DC,
812 Adelman K. 2012. Regulating the regulators: the pervasive effects of Pol II pausing
813 on stimulus-responsive gene networks. *Genes & development* **26**: 933-944.

814 Gilchrist DA, Nechaev S, Lee C, Ghosh SK, Collins JB, Li L, Gilmour DS, Adelman K. 2008.
815 NELF-mediated stalling of Pol II can enhance gene expression by blocking promoter-
816 proximal nucleosome assembly. *Genes Dev* **22**: 1921-1933.

817 Glass CK, Natoli G. 2015. Molecular control of activation and priming in macrophages.
818 *Nature immunology* **17**: 26-33.

819 Glass CK, Saijo K. 2010. Nuclear receptor transrepression pathways that regulate
820 inflammation in macrophages and T cells. *Nature Reviews Immunology* **10**: 365-376.

821 Gupte R, Muse GW, Chinenov Y, Adelman K, Rogatsky I. 2013. Glucocorticoid receptor
822 represses proinflammatory genes at distinct steps of the transcription cycle.
823 *Proceedings of the National Academy of Sciences* **110**: 14616-14621.

824 Hargreaves DC, Horng T, Medzhitov R. 2009. Control of inducible gene expression by
825 signal-dependent transcriptional elongation. *Cell* **138**: 129-145.

826 Huang B, Yang XD, Zhou MM, Ozato K, Chen LF. 2009. Brd4 coactivates transcriptional
827 activation of NF-kappaB via specific binding to acetylated RelA. *Mol Cell Biol* **29**:
828 1375-1387.

829 Itzen F, Greifenberg AK, Bosken CA, Geyer M. 2014. Brd4 activates P-TEFb for RNA
830 polymerase II CTD phosphorylation. *Nucleic acids research* **42**: 7577-7590.

831 Jang MK, Mochizuki K, Zhou M, Jeong HS, Brady JN, Ozato K. 2005. The bromodomain
832 protein Brd4 is a positive regulatory component of P-TEFb and stimulates RNA
833 polymerase II-dependent transcription. *Mol Cell* **19**: 523-534.

834 Kanno T, Kanno Y, LeRoy G, Campos E, Sun HW, Brooks SR, Vahedi G, Heightman TD, Garcia
835 BA, Reinberg D et al. 2014. BRD4 assists elongation of both coding and enhancer
836 RNAs by interacting with acetylated histones. *Nat Struct Mol Biol* **21**: 1047-1057.

837 Kininis M, Isaacs GD, Core LJ, Hah N, Kraus WL. 2008. Postrecruitment Regulation of RNA
838 Polymerase II Directs Rapid Signaling Responses at the Promoters of Estrogen
839 Target Genes. *Molecular and cellular biology* **29**: 1123-1133.

840 Kotas ME, Medzhitov R. 2015. Homeostasis, inflammation, and disease susceptibility. *Cell*
841 **160**: 816-827.

842 Landt SG, Marinov GK, Kundaje A, Kheradpour P, Pauli F, Batzoglou S, Bernstein BE, Bickel
843 P, Brown JB, Cayting P et al. 2012. ChIP-seq guidelines and practices of the ENCODE
844 and modENCODE consortia. *Genome research* **22**: 1813-1831.

845 Langlais D, Couture C, Balsalobre A, Drouin J. 2012. The Stat3/GR Interaction Code:
846 Predictive Value of Direct/Indirect DNA Recruitment for Transcription Outcome.
847 *Molecular Cell* **47**: 38-49.

848 Loven J, Hoke HA, Lin CY, Lau A, Orlando DA, Vakoc CR, Bradner JE, Lee TI, Young RA. 2013.
849 Selective inhibition of tumor oncogenes by disruption of super-enhancers. *Cell* **153**:
850 320-334.

851 Lu X, Zhu X, Li Y, Liu M, Yu B, Wang Y, Rao M, Yang H, Zhou K, Wang Y et al. 2016. Multiple
852 P-TEFbs cooperatively regulate the release of promoter-proximally paused RNA
853 polymerase II. *Nucleic acids research* **44**: 6853-6867.

854 Luecke HF. 2005. The glucocorticoid receptor blocks P-TEFb recruitment by NF B to effect
855 promoter-specific transcriptional repression. *Genes & development* **19**: 1116-1127.

856 Ma W, Noble WS, Bailey TL. 2014. Motif-based analysis of large nucleotide data sets using
857 MEME-ChIP. *Nature Protocols* **9**: 1428-1450.

858 Malik S, Roeder RG. 2010. The metazoan Mediator co-activator complex as an integrative
859 hub for transcriptional regulation. *Nature Reviews Genetics* **11**: 761-772.

860 Marinov GK, Kundaje A, Park PJ, Wold BJ. 2013. Large-Scale Quality Analysis of Published
861 ChIP-seq Data. *G3: Genes/Genomes/Genetics* **4**: 209-223.

862 Nagarajan S, Hossan T, Alawi M, Najafova Z, Indenbirken D, Bedi U, Taipaleenmaki H, Ben-
863 Batalla I, Scheller M, Loges S et al. 2014. Bromodomain protein BRD4 is required for
864 estrogen receptor-dependent enhancer activation and gene transcription. *Cell*
865 *reports* **8**: 460-469.

866 Nechaev S, Adelman K. 2011. Pol II waiting in the starting gates: Regulating the transition
867 from transcription initiation into productive elongation. *Biochim Biophys Acta* **1809**:
868 34-45.

869 Nechaev S, Fargo DC, dos Santos G, Liu L, Gao Y, Adelman K. 2010. Global analysis of short
870 RNAs reveals widespread promoter-proximal stalling and arrest of Pol II in
871 *Drosophila*. *Science* **327**: 335-338.

872 Nicodeme E, Jeffrey KL, Schaefer U, Beinke S, Dewell S, Chung C-w, Chandwani R, Marazzi I,
873 Wilson P, Coste H et al. 2010. Suppression of inflammation by a synthetic histone
874 mimic. *Nature* **468**: 1119-1123.

875 O'Neill LAJ, Golenbock D, Bowie AG. 2013. The history of Toll-like receptors — redefining
876 innate immunity. *Nature Reviews Immunology* **13**: 453-460.

877 Ogawa S, Lozach J, Benner C, Pascual G, Tangirala RK, Westin S, Hoffmann A, Subramaniam
878 S, David M, Rosenfeld MG et al. 2005. Molecular Determinants of Crosstalk between
879 Nuclear Receptors and Toll-like Receptors. *Cell* **122**: 707-721.

880 Oh KS, Patel H, Gottschalk RA, Lee WS, Baek S, Fraser IDC, Hager GL, Sung MH. 2017. Anti-
881 Inflammatory Chromatinscape Suggests Alternative Mechanisms of Glucocorticoid
882 Receptor Action. *Immunity* **47**: 298-309 e295.

883 Ramirez-Carrozzi VR, Braas D, Bhatt DM, Cheng CS, Hong C, Doty KR, Black JC, Hoffmann A,
884 Carey M, Smale ST. 2009. A Unifying Model for the Selective Regulation of Inducible
885 Transcription by CpG Islands and Nucleosome Remodeling. *Cell* **138**: 114-128.

886 Rao NAS, McCalman MT, Moulos P, Francoijs KJ, Chatziioannou A, Kolis FN, Alexis MN,
887 Mitsiou DJ, Stunnenberg HG. 2011. Coactivation of GR and NFKB alters the
888 repertoire of their binding sites and target genes. *Genome research* **21**: 1404-1416.

889 Reddy TE, Pauli F, Sprouse RO, Neff NF, Newberry KM, Garabedian MJ, Myers RM. 2009.
890 Genomic determination of the glucocorticoid response reveals unexpected
891 mechanisms of gene regulation. *Genome research* **19**: 2163-2171.

892 Robinson MD, McCarthy DJ, Smyth GK. 2009. edgeR: a Bioconductor package for differential
893 expression analysis of digital gene expression data. *Bioinformatics* **26**: 139-140.

894 Roe JS, Mercan F, Rivera K, Pappin DJ, Vakoc CR. 2015. BET Bromodomain Inhibition
895 Suppresses the Function of Hematopoietic Transcription Factors in Acute Myeloid
896 Leukemia. *Mol Cell* **58**: 1028-1039.

897 Rogatsky I, Adelman K. 2014. Preparing the first responders: building the inflammatory
898 transcriptome from the ground up. *Mol Cell* **54**: 245-254.

899 Sacta MA, Chinenov Y, Rogatsky I. 2016. Glucocorticoid Signaling: An Update from a
900 Genomic Perspective. *Annual Review of Physiology* **78**: 155-180.

901 Schaukowitch K, Joo JY, Liu X, Watts JK, Martinez C, Kim TK. 2014. Enhancer RNA facilitates
902 NELF release from immediate early genes. *Mol Cell* **56**: 29-42.

903 Shang Y, Coppo M, He T, Ning F, Yu L, Kang L, Zhang B, Ju C, Qiao Y, Zhao B et al. 2016. The
904 transcriptional repressor Hes1 attenuates inflammation by regulating transcription
905 elongation. *Nat Immunol* **17**: 930-937.

906 Shi J, Vakoc CR. 2014. The mechanisms behind the therapeutic activity of BET
907 bromodomain inhibition. *Mol Cell* **54**: 728-736.

908 Smale ST, Natoli G. 2014. Transcriptional control of inflammatory responses. *Cold Spring
909 Harbor perspectives in biology* **6**: a016261.

910 Smale ST, Tarakhovsky A, Natoli G. 2014. Chromatin contributions to the regulation of
911 innate immunity. *Annual review of immunology* **32**: 489-511.

912 Tong AJ, Liu X, Thomas BJ, Lissner MM, Baker MR, Senagolage MD, Allred AL, Barish GD,
913 Smale ST. 2016. A Stringent Systems Approach Uncovers Gene-Specific Mechanisms
914 Regulating Inflammation. *Cell*.

915 Uhlenhaut NH, Barish Grant D, Yu Ruth T, Downes M, Karunasiri M, Liddle C, Schwalie P,
916 Hübner N, Evans Ronald M. 2013. Insights into Negative Regulation by the
917 Glucocorticoid Receptor from Genome-wide Profiling of Inflammatory Cistromes.
918 *Molecular cell* **49**: 158-171.

919 Weikum ER, de Vera IMS, Nwachukwu JC, Hudson WH, Nettles KW, Kojetin DJ, Ortlund EA.
920 2017a. Tethering not required: the glucocorticoid receptor binds directly to
921 activator protein-1 recognition motifs to repress inflammatory genes. *Nucleic acids
922 research* **45**: 8596-8608.

923 Weikum ER, Knuesel MT, Ortlund EA, Yamamoto KR. 2017b. Glucocorticoid receptor
924 control of transcription: precision and plasticity via allostery. *Nature Reviews
925 Molecular Cell Biology*.

926 Zhang Y, Liu T, Meyer CA, Eeckhoute J, Johnson DS, Bernstein BE, Nussbaum C, Myers RM,
927 Brown M, Li W et al. 2008. Model-based Analysis of CHIP-Seq (MACS). *Genome
928 Biology* **9**: R137.

929 Zhu LJ, Gazin C, Lawson ND, Pagès H, Lin SM, Lapointe DS, Green MR. 2010. CHIPpeakAnno:
930 a Bioconductor package to annotate CHIP-seq and CHIP-chip data. *BMC
931 Bioinformatics* **11**: 237.

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936 **Figure legends**

937 **Figure 1.**

938 **GR represses LPS-induced genes via p65-assisted tethering.** (A) Over 30% of LPS-induced
939 genes (597) in BMDM are repressed by Dex (201; Venn diagram and normalized expression
940 values) and show a pro-inflammatory gene signature (GO analysis). BMDM were untreated (U) or
941 treated with 10 ng/ml LPS +/-100 nM Dex (L and LD) for 1 h, and gene expression levels were
942 determined by RNA-seq (n=2). (B) The overlap between ChIP-seq peak calls for GR and p65 in
943 LPS+Dex-treated BMDM (Venn diagram) was determined using *subsetByOverlap* function from
944 *GenomicRanges* package (Bioconductor) with the minimum overlap of 1 nt (see Methods). *Ab initio*
945 sequence motif discovery and over-representation in each subset of GR or p65 binding peaks was
946 determined using MEME-ChIP (Ma et al. 2014). E-values for the enrichment of the motif are shown.
947 (C) Dex- and LPS+Dex-induced GR ChIP-seq peaks are shown (Venn diagram). LPS+Dex-unique
948 peaks are enriched for NF- κ B binding sites as indicated by MEME-ChIP analysis as in B. (D)
949 Genomic location of p65 and GR binding sites relative to known genomic features is determined by
950 *ChIPpeakAnno* (Bioconductor) (Zhu et al. 2010). (E) The distribution of GR binding sites located in a
951 200 Kb region centered on LPS-induced Dex-repressed genes in BMDM treated with Dex or
952 LPS+Dex (left). Pie-charts show the % of LD-unique GR peaks either genome-wide (center) or
953 those associated with LPS-induced Dex-repressed genes only (right). (F) GR and p65 ChIP-seq
954 read density profiles of representative LPS-induced Dex-repressed genes are shown for untreated
955 (U), LPS (L) or LPS+Dex (L+D) treated BMDM.

956 Also see Fig. 1 – Figure Supplement 1-2 and Supplementary Files 1 and 2.

957

958 **Figure 2.**

959 **Pol 2 and NELF dynamics at different classes of GR-sensitive genes.** (A) Pol 2 ChIP-seq
960 read density profiles and pausing indexes (PI) for representative paused and non-paused genes

961 in the untreated (U), LPS (L) and LPS+Dex (LD) treated BMDM. **(B)** PI (a ratio of Log-
962 transformed Pol 2 counts at the promoter and gene body in untreated BMDM) was calculated
963 for all LPS-induced Dex-repressed transcript variants with unique 5' ends (see Methods). Genes
964 with $PI > 1$ were considered paused and those with a $PI < 0.8$ non-paused. **(C)** Pol 2 ChIP-seq
965 heat maps of paused ($n=62$) and non-paused ($n=82$) transcripts sorted by the PI indexes
966 corresponding to 198 Dex-repressed genes (see Methods) are shown for the U, L and L+D
967 conditions for each individual replica. Only transcripts overlapping Pol 2 peaks in LPS-treated
968 BMDMs as determined by MACS2 are shown. NELF-E heat maps from U BMDM ChIP-seq for
969 the same transcript classes are shown on the right. Heat maps scales are equalized to visualize
970 Pol 2 and NELF distribution across the genes; color scale bars are shown below corresponding
971 maps. **(D)** Average Pol 2 (in each treatment condition) and NELF-E (untreated BMDM)
972 occupancy for each gene class defined in C. The confidence band shows the SEM and 95%
973 confidence interval.

974 Also see Supplementary Files 2 and 3.

975

976 **Figure 3.**

977 **Gene class-specific contribution of NELF to GR-mediated repression.** **(A)** Heat maps show
978 NELF-E occupancy in the U (from Fig. 2C), 1 and 3 h L-treated BMDM for paused and non-
979 paused transcripts. Average occupancy for the paused genes in each condition is graphed as in
980 Fig. 2D. Representative examples of Pol 2 and NELF ChIP-seq read density profiles are shown
981 on the right. **(B)** Pie charts show the percentage of all paused (24%) and non-paused (66%)
982 LPS-induced Dex-repressed genes that exhibit promoter-proximal NELF-E binding in the UNT
983 (86.3 and 31.7%, respectively) and L+D conditions (83.6 and 33.2%, respectively). NELF-E
984 ChIP-seq read density profiles for the L+D condition are shown for a set of representative
985 genes. Red rectangles in *Tnf*, *Myc*, *Errfi1* and *Ccl2* profiles indicate MACS2 NELF-E peaks in
986 the L+D condition. **(C)** NELF-B KO mice were generated as described in Methods. NELF-B

987 RNA in WT and KO BMDM was quantified by RT-qPCR and normalized to *Actb* (n=5, P<0.0001,
988 two-tailed Student's t-test; error bars are SEM). For western blots, three mice per genotype were
989 used to visualize NELF-B, NELF-E and HSP90 as a loading control (top). Bottom: WT and NELF-B
990 KO BMDM were U or treated with L-/D for 30 min (*Tnf*) or 1 h (all others) and the expression of
991 indicated genes (matching those in B) was assessed by RT-qPCR, normalized to *Actb*, and
992 shown as 'fold activation by LPS' over basal levels (=1) and 'fold repression by Dex' (a ratio of L
993 over L+D level of each transcript). *P<0.05, **P<0.01 (Two-tailed Student's t-test). Error bars are
994 SEM. (D) The volcano plot comparing gene expression in L+D (1 h) treated BMDM from the WT vs.
995 NELF-B KO mice (n=3) (fold change=1.5, FDR p < 0.05). Pausing indices (PI) of 201 LPS-induced
996 Dex-repressed genes from Fig. 1A are shown in color. (E) CDK9 occupancy at selected genes in
997 BMDM treated for 1 h as indicated. n=4-9. **P<0.01, ****P<0.001 (Two-tailed Student's t-test). Error
998 bars are SEM.

999 Also see Fig. 3 – Figure Supplement 1 and Supplementary File 2.

1000

1001 **Figure 4.**

1002 **GR inhibits H4 acetylation, BRD4 and Mediator assembly at non-paused genes.** (A) BMDM
1003 were treated as indicated, and H4PanAc, H4K5Ac and H4K12Ac at the TSS and indicated kB sites
1004 were assessed by ChIP. qPCR signals were normalized to r28S gene and expressed as relative
1005 enrichment over normal IgG (=1). A two-tailed Student's t-test was used for comparing means (n≥3;
1006 *P<0.05, **P<0.01). Error bars are SEM. (B) BMDM were pre-treated with I-BET (10 nM, 100 nM, 1
1007 μM) for 30 min followed by addition of LPS for 30 more min. Gene expression was assessed by RT-
1008 qPCR and normalized to that of *Actb*. A two-tailed Student's t-test was used for comparing means
1009 (n≥3; *P<0.05, **P<0.01). Error bars are SEM. (C) BRD4 occupancy was assessed by ChIP-qPCR
1010 as in A with IgG ChIP as a background metric and expressed as relative enrichment over untreated
1011 for each site (=1). A two-tailed Student's t-test was used for comparing means (n≥3, *P<0.05,

1012 **P<0.01). (D) ChIP-seq read density profiles for BRD4, GR and p65 in the U, L or L+D treated
1013 BMDM. Purple arrows indicate peaks specifically noted in Results. (E) Venn diagrams show
1014 overlapping BRD4 peaks for Dex-repressed paused and non-paused genes in the U and L
1015 condition. Overlapping peaks were determined as described in Fig. 1 and Methods. (F) Med1 and
1016 Med12 occupancy is analyzed by ChIP-qPCR as in A (n≥3).
1017 Also see Fig. 4 – Figure Supplement 1 and Supplementary File 2.

1018

1019 **Figure 5.**

1020 **GR-mediated repression of non-paused genes is associated with the diminished p300**
1021 **function.** (A) p300 occupancy at indicated kB binding sites is evaluated as in Fig. 4C (n≥3). (B)
1022 p300 occupancy at indicated kB binding sites is evaluated as in A (n≥3; top panel). p65 ChIP-seq
1023 read density distribution in U-, L- or L+D treated BMDM for corresponding kB binding sites is
1024 shown (bottom panel). Expression level (log(CPM) values) for LPS-induced Dex-insensitive genes
1025 as determined by RNA-seq in Fig. 1A for the WT BMDM (untreated, LPS 1 h, L+D 1 h, n=2, right
1026 panel). (C) BMDM were treated with LPS for 30 min followed by addition of 5 μM or 10 μM C646 for
1027 another 1 h. The expression of indicated genes was assessed as described in Fig. 4B (n≥3). (D)
1028 RAW264.7 cells were transfected with increasing amounts of pcDNA3-p300 or pcDNA3-
1029 p300(ΔHAT) (0, 50, 100 and 150 ng/well) as described in Methods. Cells were treated with 100
1030 ng/ml LPS +/- 100 nM Dex for 1 h. Gene expression was analyzed as described in Fig. 3C (n≥3).

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1033 **LEGENDS TO SUPPLEMENTARY FIGURES**

1034 **Figure 1 – Figure Supplement 1. Characterization of GR cistromes in Dex- and LPS+Dex-**
1035 **treated BMDM.** (A) Venn diagram comparison of GR peak sets from ChIP-seq replicates in BMDM
1036 treated as indicated (left) and between treatments (right). The union of peak sets was constructed
1037 for each condition. Read counts were determined for each peak in condition-specific peak union
1038 sets for each replicate; a plot of log transformed per peak read counts for GR replicas is shown for
1039 each treatment condition; r_s - Spearman's correlation between replicas (left, bottom). (B) The
1040 centrality enrichment analysis of binding motifs identified by *ab initio* prediction with MEME was
1041 performed using CentriMo program of MEME suite. Significant distribution profiles relative to the
1042 peak midpoint are shown for several subsets of peaks identified by GR and p65 ChIP-seq. Left: GR-
1043 unique peaks from GR:p65 cistromes in LPS+Dex-treated BMDM (Fig. 1B). Middle: GR, L+D peaks
1044 overlapping p65, L+D peaks. Right: GR, D peaks overlapping GR, L+D peaks (Fig. 1C). (C)
1045 Distribution of gene and intron length in Dex-repressed genes compared to all expressed genes in
1046 mouse BMDM. (D) Cross-correlation plots for GR ChIP-seq datasets generated in this study.
1047 Relative strand cross-correlations were calculated using CLC BIO Genomics Workbench.

1048
1049 **Figure 1 – Figure Supplement 2. Characterization of p65 cistromes in LPS- and LPS+Dex-**
1050 **treated BMDM.** (A) Venn diagram comparison of p65 peak sets from ChIP-seq replicates in BMDM
1051 treated as indicated (left) and between treatments (right). The union of peak sets was constructed
1052 for each condition. Read counts were determined for each peak in condition-specific peak union
1053 sets; a plot of log transformed per peak read counts for p65 replicas is shown for each treatment
1054 condition; r_s - Spearman's correlation between replicas (left, bottom). (B) p65 peaks distribution in
1055 LPS- and LPS+Dex-treated BMDM near Dex-repressed genes from Fig. 1A (+/- 100 Kb) (C) Cross-
1056 correlation plots for p65 ChIP-seq datasets generated in this study. Relative strand cross-
1057 correlations were calculated using CLC BIO Genomics Workbench.

1058
1059 **Figure 3 - Figure Supplement 1. Characterization of Pol 2 and NELF cistromes in BMDM.**
1060 (A) Cross-correlation plots for Pol 2 and NELF-E ChIP-seq datasets generated in this study.
1061 Relative strand cross-correlations were calculated using CLC BIO Genomics Workbench. A plot of
1062 log transformed per gene read counts for Pol 2 replicas is shown for each treatment condition; r_s -
1063 Spearman's correlation between replicas. (B) A pie chart shows the percentage of all paused
1064 (23%) and non-paused (70%) LPS-induced Dex-insensitive transcripts that exhibit NELF-E
1065 binding (81.1 and 44.2 %, respectively) in untreated BMDM. Paused and non-paused transcripts
1066 were identified as described in Methods. (C) RNA-seq expression levels of indicated genes in

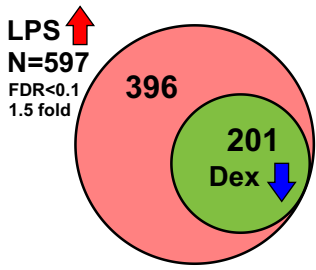
1067 untreated WT and NELF-B KO BMDM (n=2). **(D)** The volcano plots compare gene expression in
1068 L+D (1 h) treated WT vs. NELF-B KO BMDM (n=3, fold change=1.5, FDR $p < 0.05$). Pausing
1069 indexes for LPS-induced Dex-insensitive genes from Fig. 1A (left) and LPS-insensitive genes (right)
1070 are shown in colors, as indicated.

1071
1072 **Figure 4 - Figure Supplement 1. Characterization of BRD4 cistromes in BMDM.** **(A)** Venn
1073 diagram comparisons of BRD4 peak numbers in LPS-treated vs. untreated BMDM in indicated
1074 groups of genes. The intersection of individual replica peak sets was constructed for each condition.
1075 **(B)** The average occupancy of BRD4 in each treatment condition at the LPS-induced Dex-
1076 repressed genes' (left) promoters and (right) L-derived BRD4:p65 overlapping peaks. The
1077 occupancy profiles showing the mean score were calculated using *genomation* package. The band
1078 surrounding the mean score distribution shows SEM and 95 % confidence interval for the mean. **(C)**
1079 Cross-correlation plots for BRD4 ChIP-seq datasets generated in this study. Relative strand cross-
1080 correlations were calculated using CLC BIO Genomics Workbench. Read counts were determined
1081 for each peak in condition-specific peak union sets; a plot of log transformed per peak read counts
1082 for Brd4 replicas is shown for each treatment condition; r_s - Spearman's correlation between
1083 replicas.

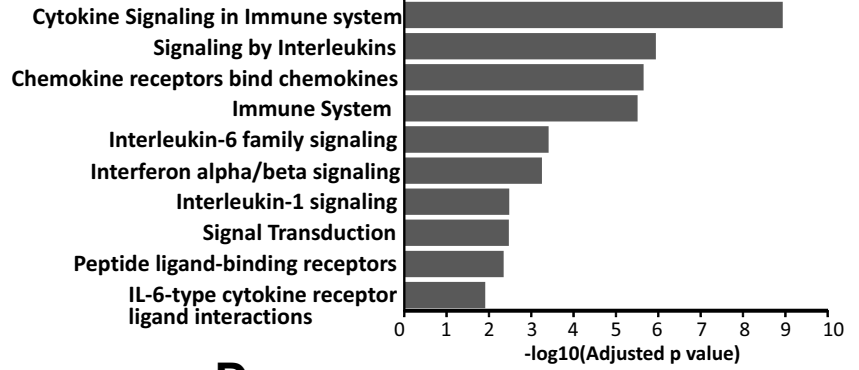
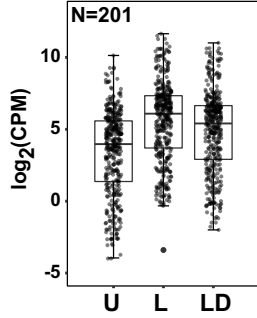
1084

Figure 1

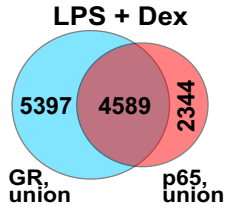
A



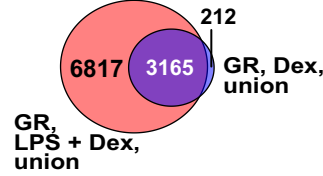
Dex-repressed genes



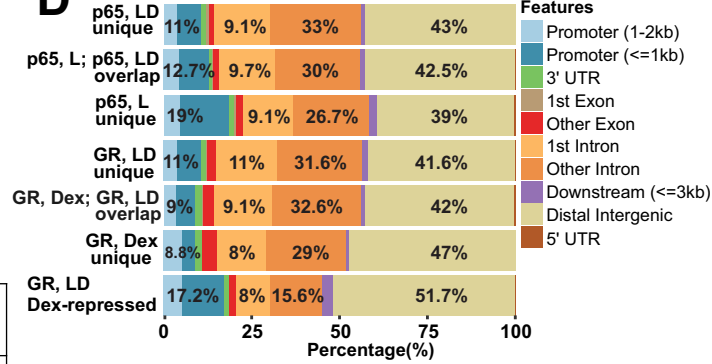
B



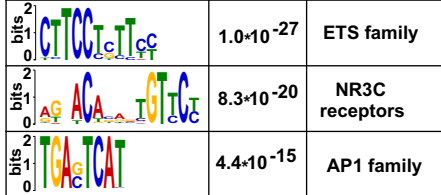
C



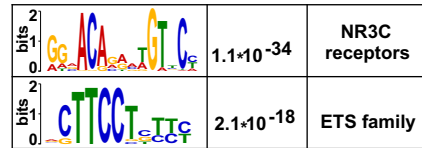
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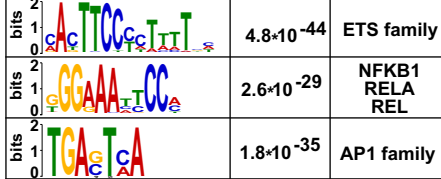
GR unique (n=5397)



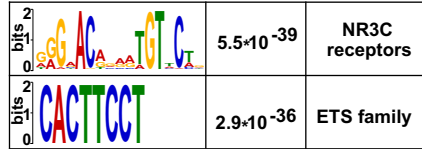
GR, Dex unique (n=212)



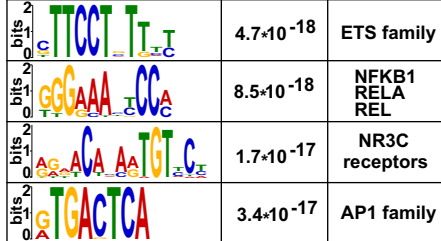
p65 unique (n=2344)



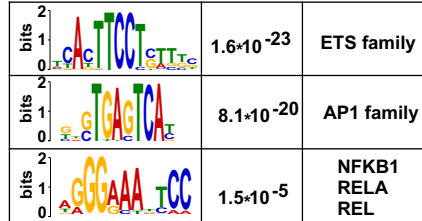
GR, Dex - LPS+Dex overlapping (n=3165)



GR-p65 overlapping (n=4589)

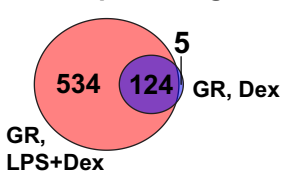


GR, LPS+Dex unique (n=6817)

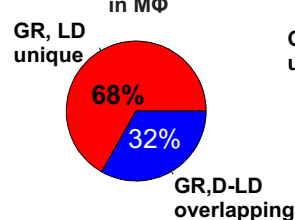


E

GR peaks in Dex-repressed genes



All GR peaks in MΦ



All GR peaks near Dex-repressed genes

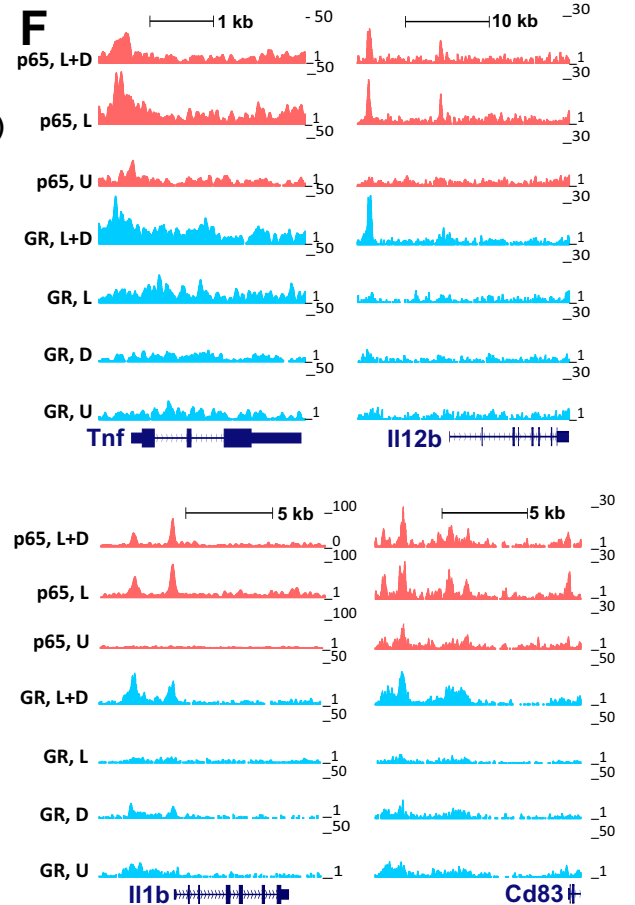
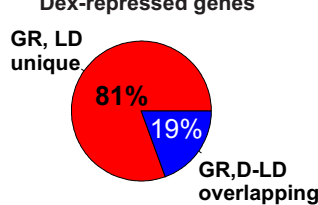


Figure 2

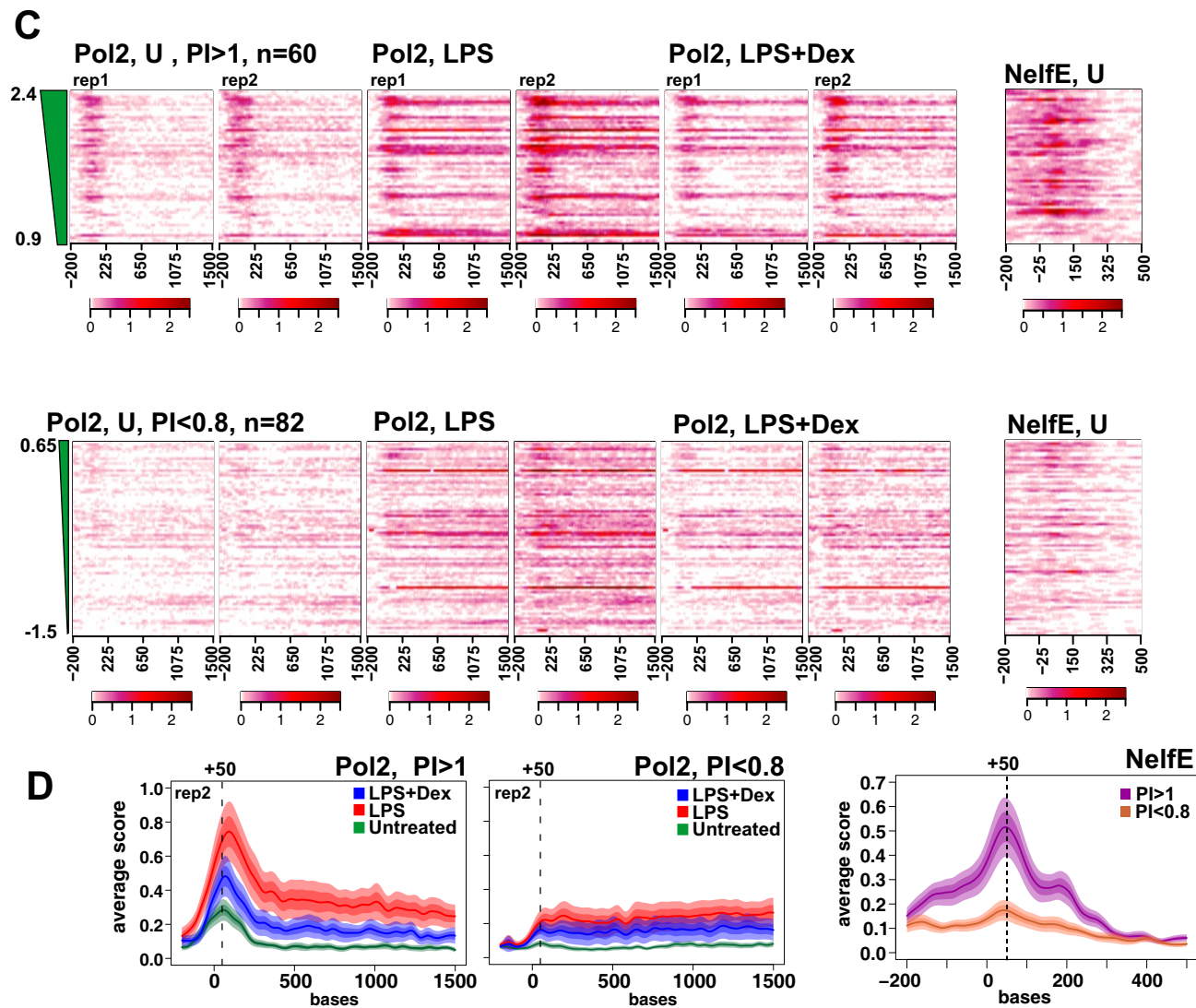
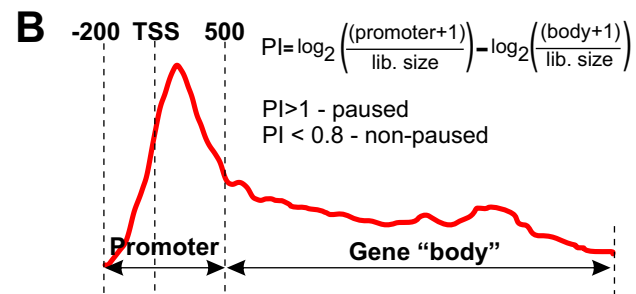
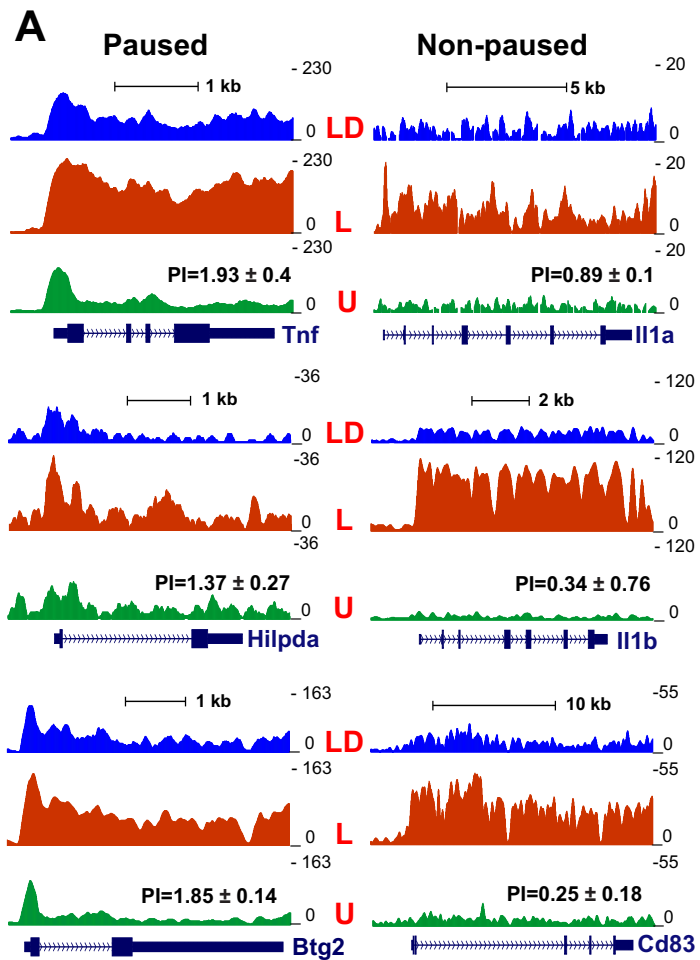
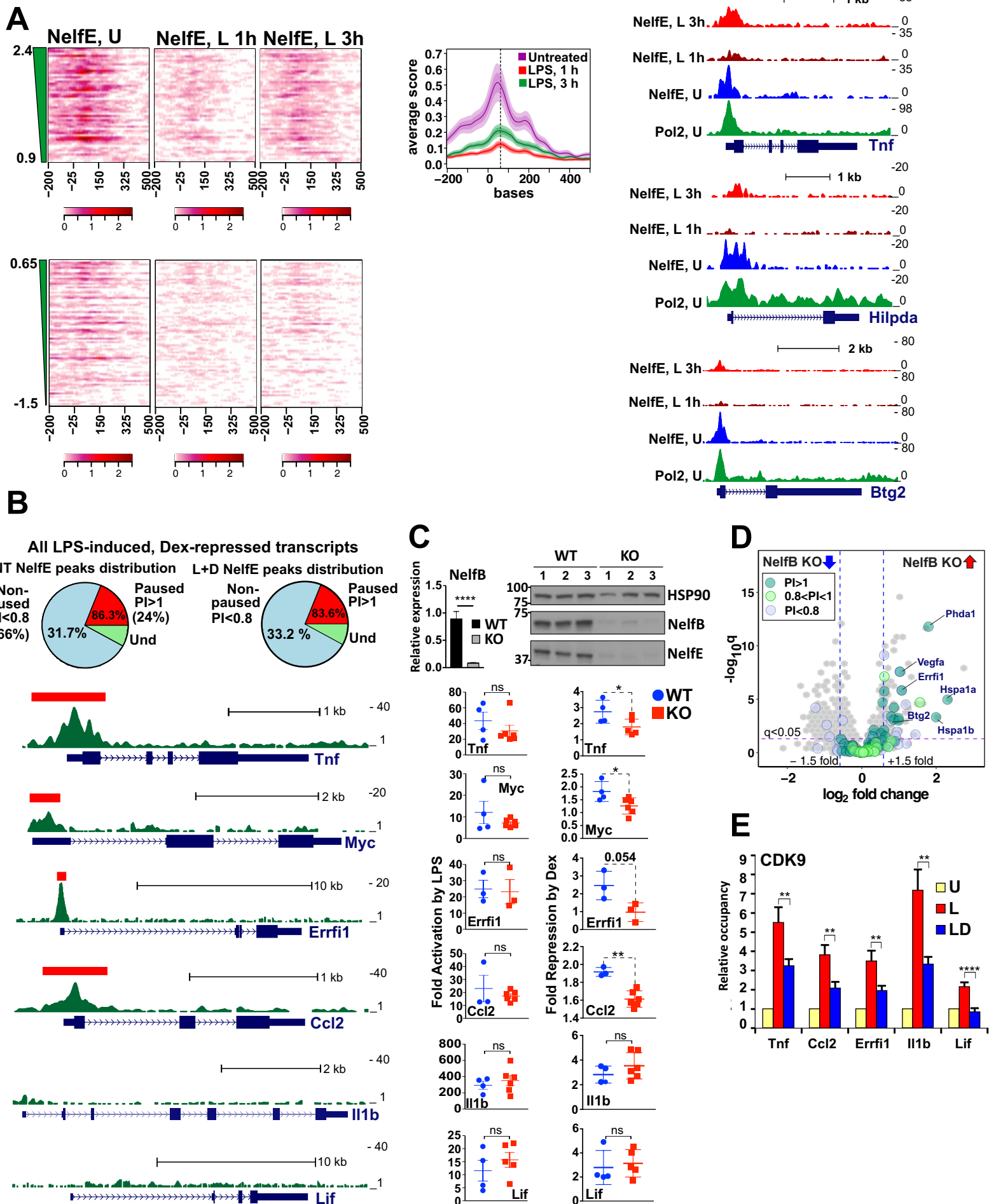


Figure 3



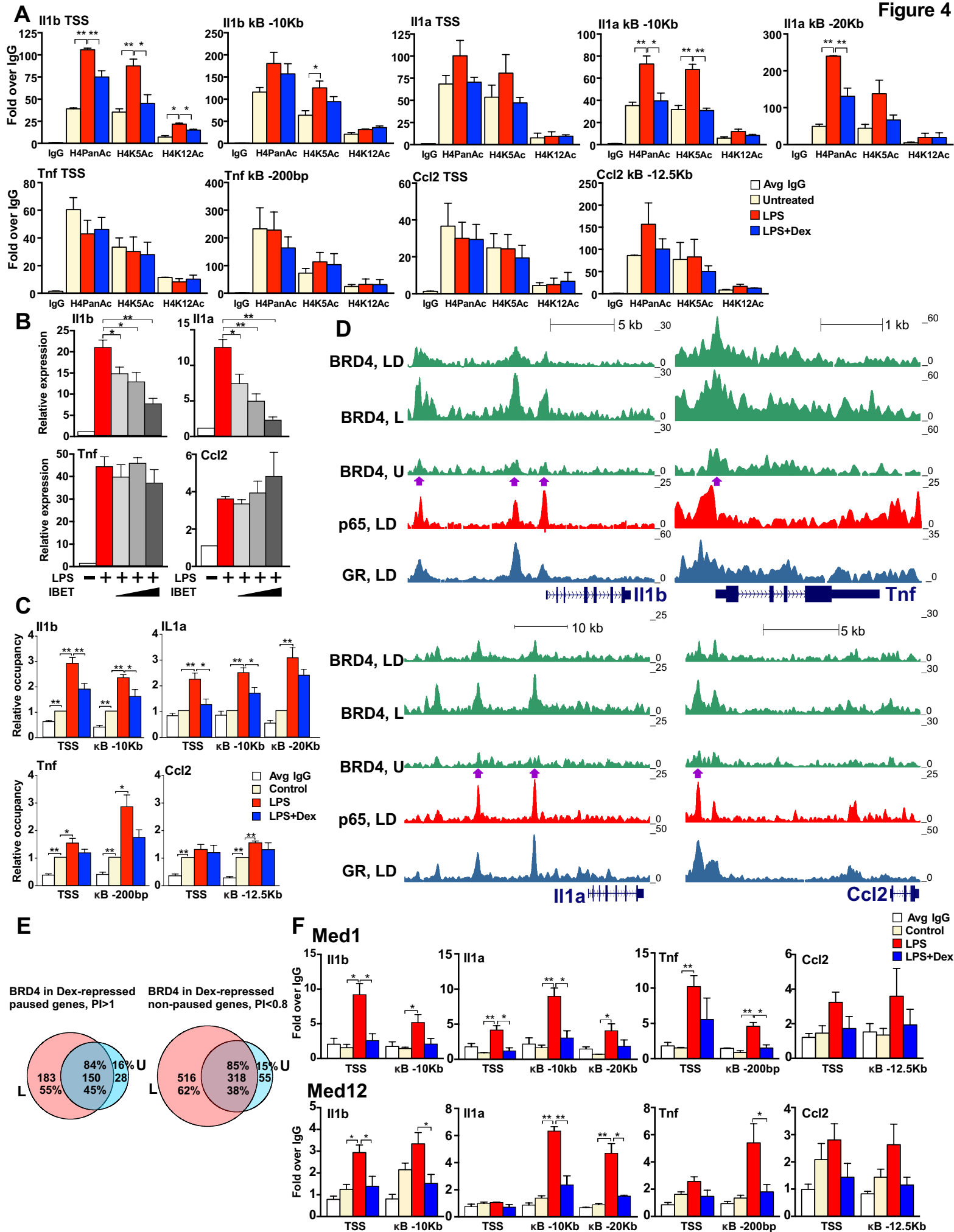
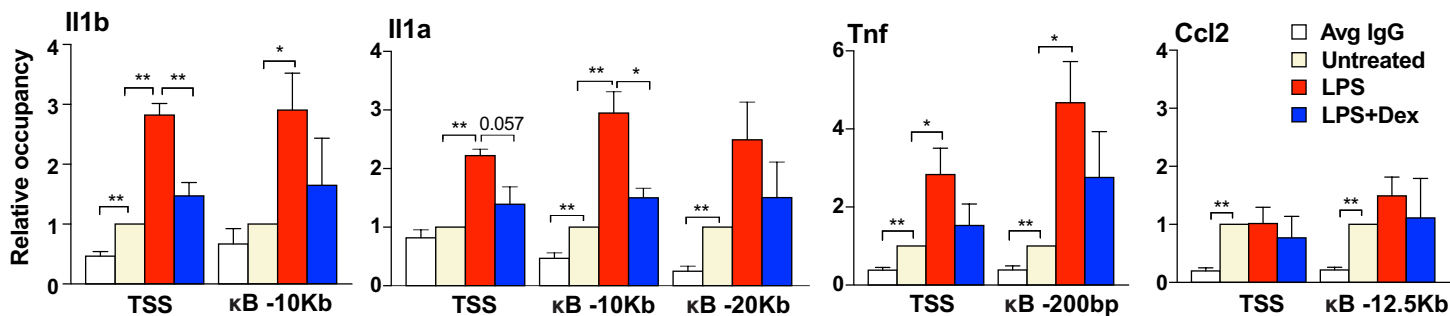
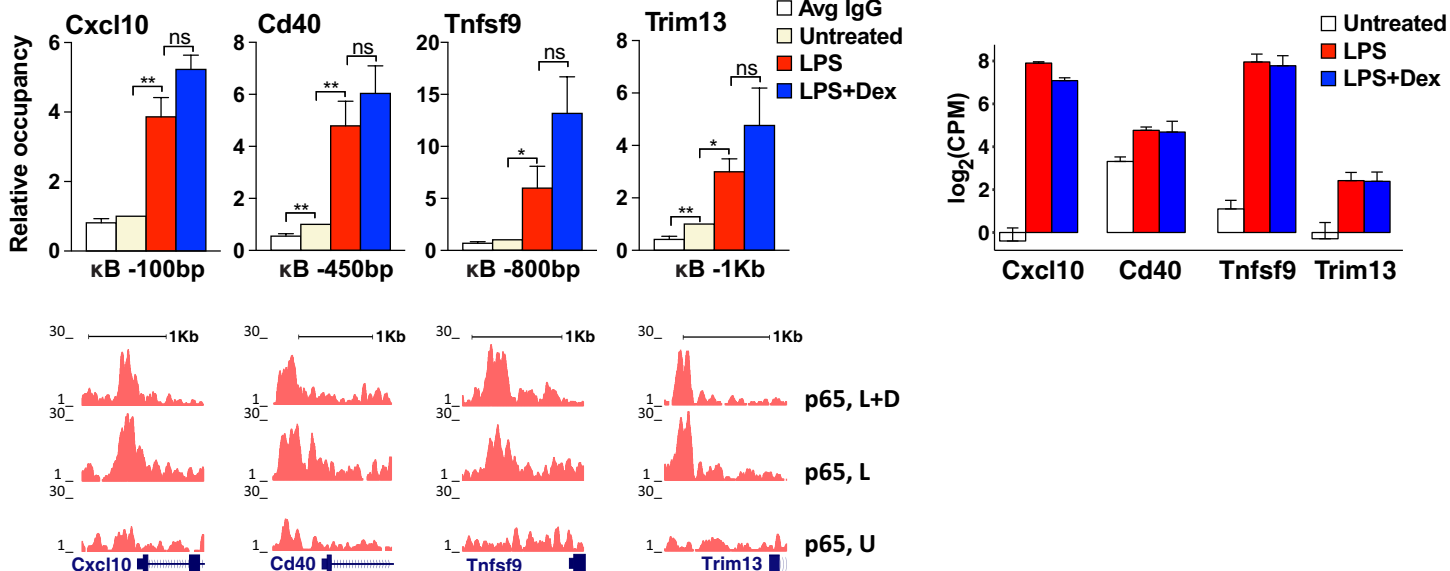


Figure 5

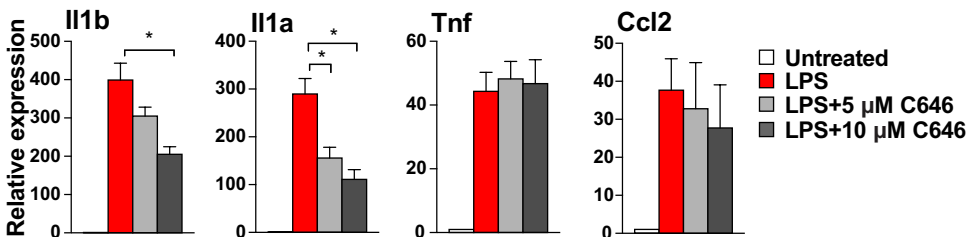
A



B



C



D

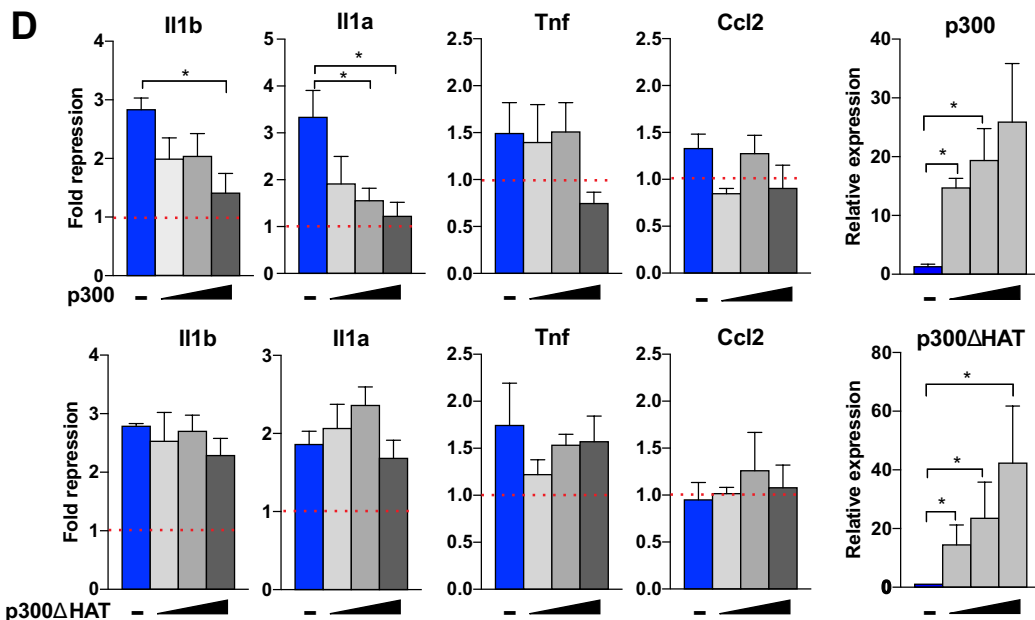


Figure 1 – Figure Supplement 1

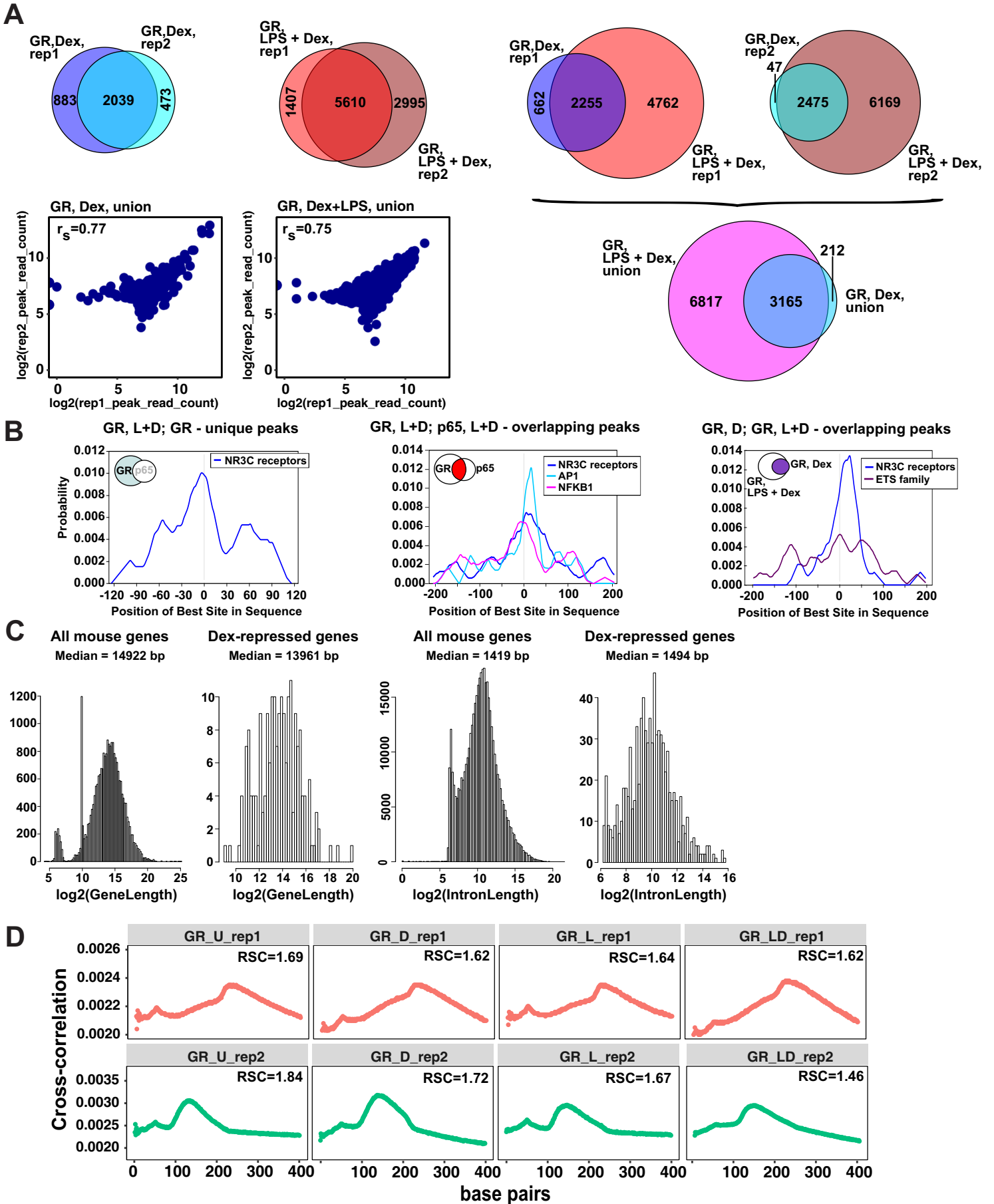
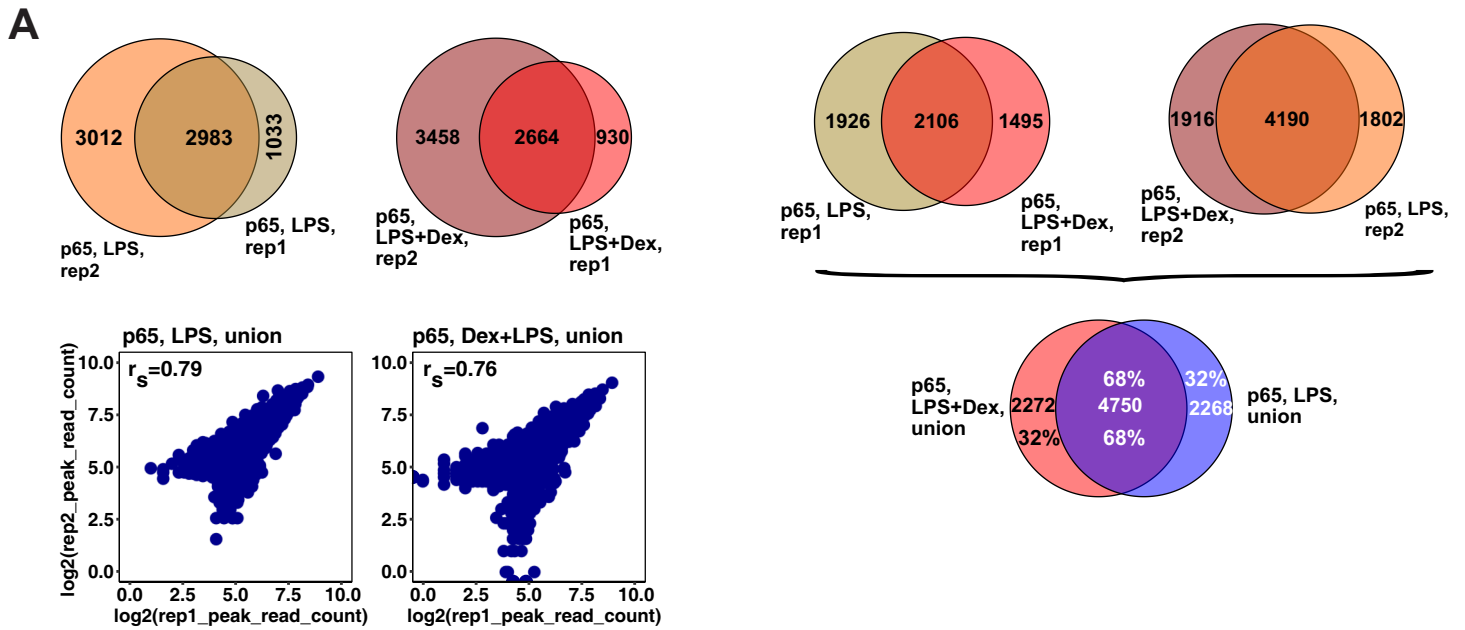
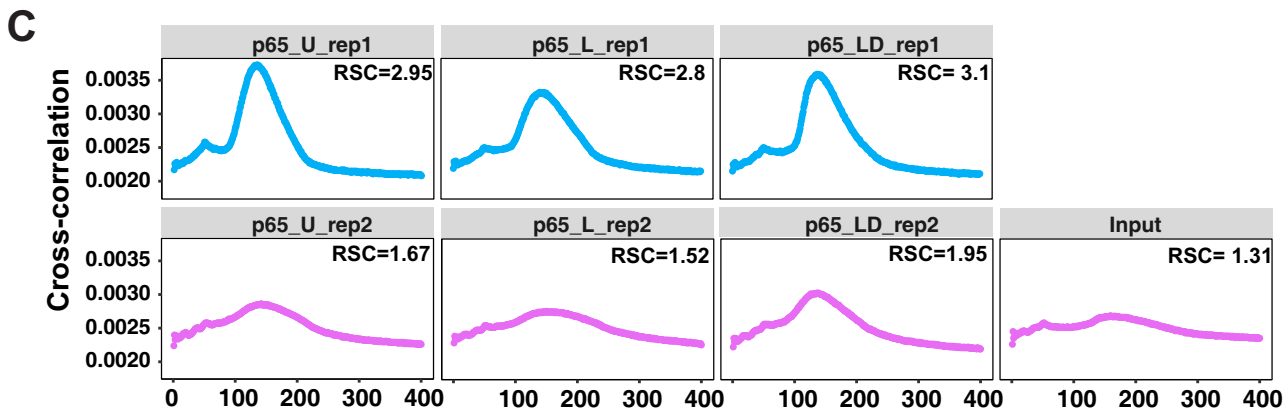
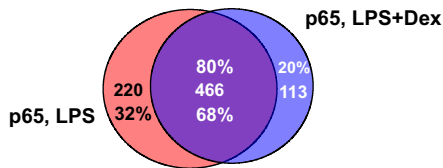
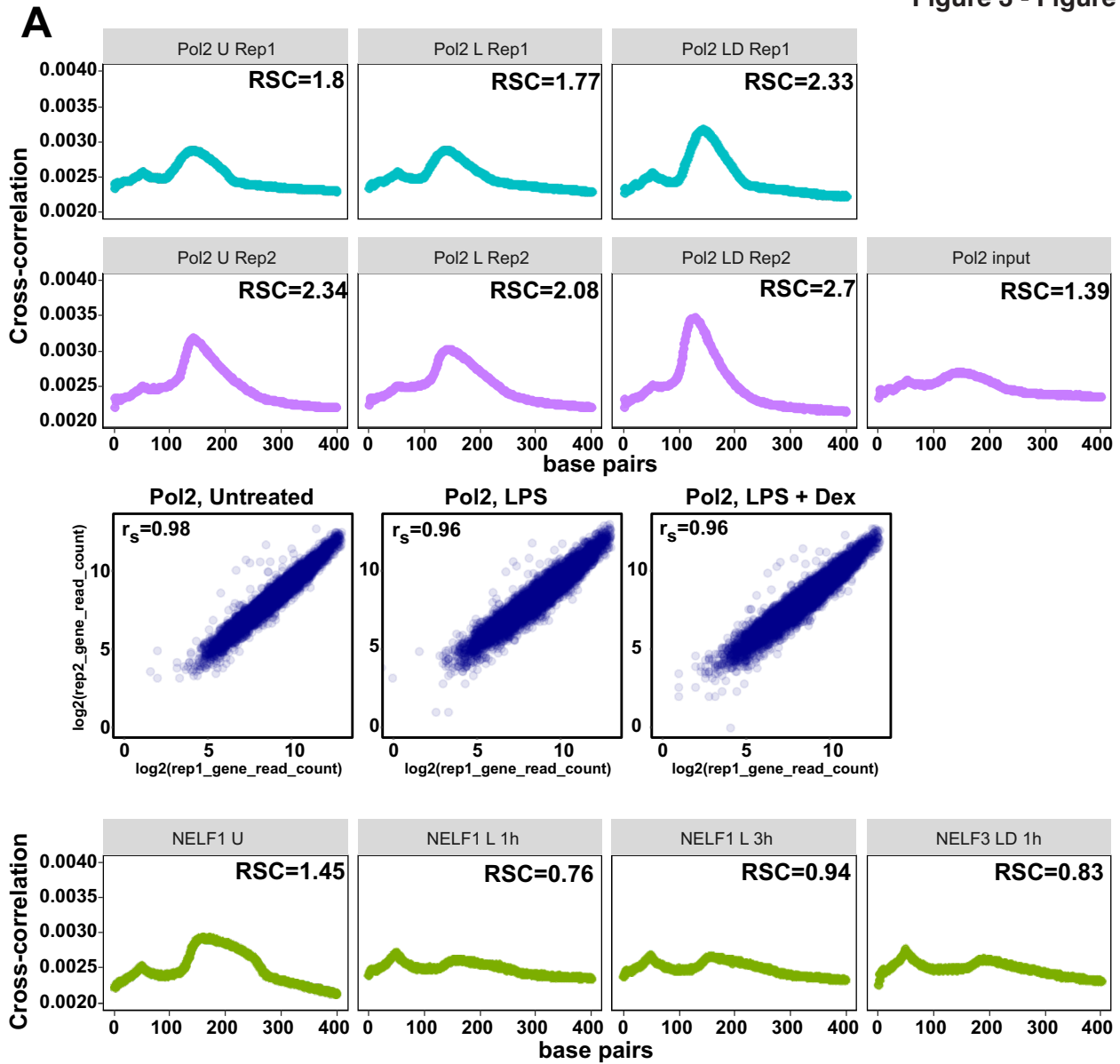


Figure 1 – Figure Supplement 2

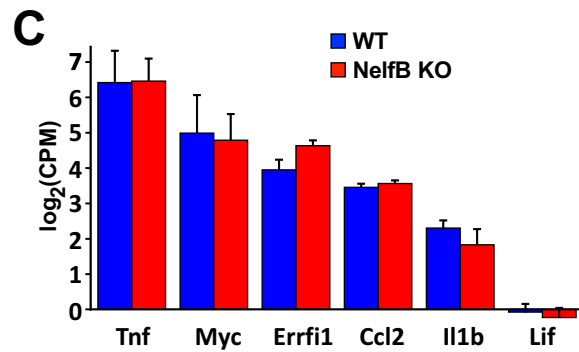
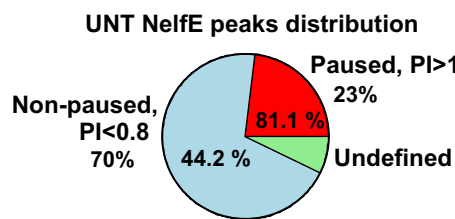


B p65 peaks in Dex-repressed genes

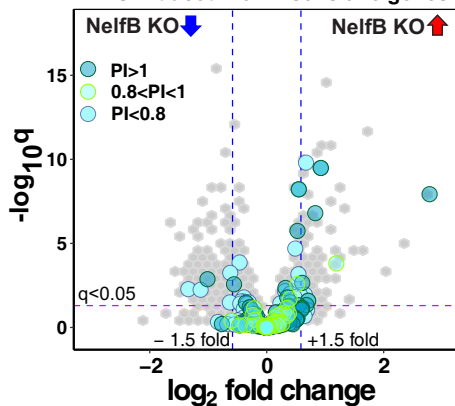




B
All LPS-induced, Dex-insensitive transcripts



D
LPS-induced Dex-insensitive genes



LPS-insensitive genes

