1   **Title** (88 chars < 120): Punctuated evolution and transitional hybrid network in an
2   ancestral cell cycle of fungi
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Abstract: (134 words < 150)

Although cell cycle control is an ancient, conserved, and essential process, some core

animal and fungal cell cycle regulators share no more sequence identity than non-

homologous proteins. Here, we show that evolution along the fungal lineage was

punctuated by the early acquisition and entrainment of the SBF transcription factor

through horizontal gene transfer. Cell cycle evolution in the fungal ancestor then

proceeded through a hybrid network containing both SBF and its ancestral animal

counterpart E2F, which is still maintained in many basal fungi. We hypothesize that a

virally-derived SBF may have initially hijacked cell cycle control by activating

transcription via the *cis*-regulatory elements targeted by the ancestral cell cycle

regulator E2F, much like extant viral oncogenes. Consistent with this hypothesis, we

show that SBF can regulate promoters with E2F binding sites in budding yeast.

Impact statement (30 words): Cell cycle network evolution in a fungal ancestor

was punctuated by the arrival of a viral DNA-binding protein that was incorporated

into the G1/S regulatory network controlling cell cycle entry.

Keywords: cell cycle / evolution / fungi / chytrid / virus / horizontal gene transfer

INTRODUCTION

The networks regulating cell division in yeasts and animals are highly similar in both physiological function and network structure (Figure 1) (Cross et al., 2011; Doonan and Kitsios, 2009). For example, the cell cycle controls proliferation in response to a variety of internal and external signals during the G1 phase, between cell division and DNA replication. These input signals, including cell growth, are integrated into a gradual increase in cyclin dependent kinase (Cdk) activity, which triggers a feedback loop at the basis of the all-or-none irreversible decision to proliferate (Bertoli et al., 2013).

Many of the molecular mechanisms underlying G1 regulation are highly conserved. In animal cells, Cyclin D, in complex with either Cdk4 or Cdk6, initiates cell cycle entry by phosphorylating the retinoblastoma protein, pRb. This begins the inactivation of pRb and the concomitant activation of the E2F transcription factors that induce transcription of downstream cyclins E and A, which complete the inhibition of pRb thereby forming a positive feedback loop (Bertoli et al., 2013). Similarly, in budding yeast, the G1 cyclin Cln3-Cdk1 complex initiates the transition by phosphorylating and partially inactivating Whi5, an inhibitor of the SBF transcription factor (Costanzo et al., 2004; de Bruin et al., 2004; Nasmyth and Dirick, 1991; Ogas et al., 1991; Sidorova and Breeden, 1993). This allows for SBF-dependent transcription of the downstream G1 cyclins *CLN1* and *CLN2*, which also inactivate Whi5 to complete a positive feedback loop (Skotheim et al., 2008). Thus, both the biochemical function of G1 regulators and their specific targets are highly conserved (Figure 1).

Many of the individual proteins performing identical roles are unlikely to be true orthologs, *i.e.*, it cannot be inferred from sequence identity that the proteins evolved from a common ancestral gene. In yeast, a single cyclin-dependent kinase, Cdk1, binds distinct cyclin partners to perform all the functions of three non-orthologous animal Cdks (Cdk2, 4 and 6) during cell cycle entry (Liu and Kipreos, 2000). Furthermore, no member of the transcription factor complex SBF-Whi5 exhibits amino acid sequence identity or structural similarity to any member of the E2F-pRb complex (Cross et al., 2011; Hasan et al., 2013; Taylor et al., 1997). Finally, Cdk inhibitors such as Sic1 and p27 play analogous roles in yeast and mammals despite a

total lack of sequence identity (Cross et al., 2011). Taken together, these examples

imply significant evolution of cell cycle regulatory proteins in fungi and/or animals

while the network topology remains largely intact. Although identification of network

topology is restricted to a few model organisms and is not as broad as sequence

analysis, the similar network topology in budding yeast and animals suggests that

this feature is more conserved than the constituent regulatory proteins (Cross et al.,

2011; Doonan and Kitsios, 2009).

The shared presence of E2F-pRb within plants (Archaeaplastida) and animal

(Metazoa) lineages would suggest that this regulatory complex, rather than the

fungal SBF-Whi5 complex, was present in the last eukaryotic common ancestor (Cao

et al., 2010; Doonan and Kitsios, 2009; Fang et al., 2006; Harashima et al., 2013).

The divergence of G1 regulator sequences is surprising because fungi and animals

are more closely related to one another than either is to plants. This fungal-

metazoan difference raises the question as to where the fungal components came

from. Fungal components could either be rapidly evolved ancestral regulators or

have a distinct evolutionary history, which would suggest convergent evolution of

regulatory networks.

To address this question, we examine conserved and divergent features of eukaryotic

cell cycle regulation. In contrast to previous work that considered a protein family of

cell cycle regulators in isolation (Cao et al., 2010; 2014; Eme et al., 2011; Gunbin et

al., 2011; Ma et al., 2013; Wang et al., 2004), we studied the evolutionary history of

an entire regulatory network across hundreds of species. We examined a greater

number of genomes covering most of eukaryotic diversity, including Excavata,

Haptophyta, Cryptophyta, SAR (Stramenopiles, Alveolata, Rhizaria), Archaeplastida

(plants), Amoebozoa, Apusozoa and the Opisthokonta (animals and fungi). This

survey allowed us to estimate the cell cycle repertoire of the last eukaryotic common

ancestor (LECA), a prerequisite to clarifying the evolutionary transitions of the cell

cycle components of both animals and fungi.

Our results indicate that LECA likely had complex cell cycle regulation involving at

least one Cdk, multiple cyclin families, activating and inhibitory E2F transcription

factors, and pRb-family pocket proteins. Identifying the LECA repertoire helps

establish that the emergence of SBF-Whi5 is abrupt and distinguishes fungi from all

other eukaryotes. We show that basal fungi can have both ancestral E2F-pRb and

fungal SBF-Whi5 components. Thus, fungal evolution appears to have proceeded

through a hybrid network before abruptly losing the ancestral components in the

lineage leading to Dikarya. This supports the hypothesis that network structure,

rather than the individual components, has been conserved through the transition to

fungi and argues against the case of convergent evolution.

Our data confirm that SBF shows homology to KilA-N, a poorly characterized domain

present in prokaryotic and eukaryotic DNA viruses. Thus, SBF is not derived from

E2F (its functional analog) and likely emerged through horizontal gene transfer in the

fungal ancestor. We show that SBF can regulate promoters with E2F binding sites in

budding yeast. We then then use high-throughput *in vitro* binding assay data to

elucidate the shared nucleotide preferences of E2F and SBF for DNA binding. These

data suggest that a viral SBF may have initially hijacked cell cycle control, activating

transcription via the *cis*-regulatory elements targeted by the ancestral cell cycle

regulator E2F, much like extant viral oncogenes.

RESULTS

Reconstruction of complex cell cycle control in the ancestral eukaryote

Recent work shows that the last eukaryotic common ancestor (LECA) already had a

complex repertoire of protein families (Dacks and Field, 2007; Eichinger et al., 2005;

Merchant et al., 2007). Indeed, all sequenced eukaryotic lineages have lost entire

gene families that were present in LECA (Fritz-Laylin et al., 2010). In contrast to the

growing consensus that LECA had an extensive repertoire of proteins, the prevailing

view of the cell cycle in LECA is that it was based on a simple oscillator constructed

with relatively few components (Coudreuse and Nurse, 2010; Nasmyth, 1995).

According to the 'simple' LECA cell cycle model, an ancestral oscillation in Cyclin B-

Cdk1 activity drove periodic DNA replication and DNA segregation, while other

aspects of cell cycle regulation, such as G1 control, may have subsequently evolved

in specific lineages. The model was motivated by the fact that Cdk activity of a single

Cyclin B is sufficient to drive embryonic cell cycles in frogs (Murray and Kirschner,

1989) and fission yeast (Stern and Nurse, 1996), and that many yeast G1 regulators

have no eukaryotic orthologs (Figure 1).

To determine the complexity of LECA cell cycle regulation, we examined hundreds of

diverse eukaryotic genomes (Fungi, Amoebozoa, Excavata, SAR, Haptophyta,

Cryptophyta). We first built sensitive profile Hidden Markov Models (Eddy, 2011) for

each of the gene families of cell cycle regulators from model organisms *Arabidopsis*

thaliana, Homo sapiens, Schizosaccharomyces pombe, and *Saccharomyces*

cerevisiae. These HHMs were then used to query the sequenced eukaryotic genomes

for homologs of both fungal and animal cell cycle regulators (Figures 2-3; see

Methods). Phylogenetic analyses were performed on the detected homologs for

accurate sub-family assignment of the regulators and inference of their evolutionary

history (see Methods). If LECA regulation were simple, we would expect little

conservation beyond the Cyclin B-Cdk1 mitotic regulatory module. However, if LECA

regulation were more complex, we would expect to see broad conservation of a

wider variety of regulators.

While we did not find either of the fungal regulators (SBF and Whi5) outside of Fungi,

we did find proteins that regulate the animal cell cycle in Archaeplastida,

Amoebozoa, SAR, Haptophyta, Cryptophyta, Excavata or Metazoa,. For example, the

cyclin sub-families (A, B, D, and E) known to regulate the cell cycle in metazoans

(for cyclin phylogeny see Figure 3-figure supplement 1) are found across the major

branches of eukaryotes. We also found examples of all three sub-families of E2F

transcription factors (E2F1-6, DP, E2F7/8) and the pRb family of pocket proteins (for

E2F/DP and pRb phylogeny see Figure 3-figure supplement 2 and Figure 3-figure

supplement 3). Nearly all species contain the APC specificity subunits Cdc20 and

Cdh1/Fzr1, which regulate exit from mitosis and maintain low Cdk activity in G1 (for

Cdc20-family APC phylogeny see Figure 3-figure supplement 4). Taken together,

these data indicate that LECA cell cycle regulation was based on multiple cyclin

families, as well as regulation by the APC complex and members of the pRb and E2F

families. More broadly, our phylogenetic analyses tend to place the fungal regulators

as sister groups to the metazoan regulators, as would be expected from the known

eukaryotic species tree. These phylogenies are in agreement with the hypothesis that

many fungal and metazoan regulators were vertically inherited from an opisthokont

ancestor rather than loss of these regulators in fungi followed by secondary

acquisition through horizontal gene transfer.

Members of the Cdk1-3 family (i.e. CdkA in plants) are also broadly conserved across

eukaryotes, suggesting they were the primary LECA cell cycle Cdks (for CDK

phylogeny see Figure 3-figure supplement 5). Other cell cycle Cdk families in animal

(Cdk4/6) and plant (CdkB) are thought to be specific to those lineages. However, we

found CdkB in Stramenopiles, which may have arrived via horizontal transfer during

an ancient secondary endosymbiosis with algae as previously suggested (Cavalier-

Smith, 1999). We excluded from our analysis other families of cyclin-Cdks, *e.g.,*

Cdk7-9, which regulate transcription and RNA processing, and Cdk5 (yeast Pho85),

which regulate cell polarity, nutrient regulation, and contribute to cell cycle

regulation in yeast (Cao et al., 2014; Guo and Stiller, 2004; Ma et al., 2013; Moffat

and Andrews, 2004). While interesting and important, an extensive examination of

these cyclin-Cdk families is beyond the scope of this work.

A hybrid E2F-pRb-SBF-Whi5 network on the path of fungal evolution

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To identify the possible origins of fungal SBF and Whi5, we searched for sequence

homologs across eukaryotic genomes (see Methods). We were unable to find any

eukaryotic homologs of SBF or Whi5 outside of fungi, with a few exceptions related

to DNA viruses that we discuss later. SBF is an important member of a larger family

of winged helix-turn-helix transcription factors in fungi that includes Xbp1, Bqt4, and

the APSES family (Acm1, Phd1, Sok2, Egf1, StuA). The emergence of the new fungal

components SBF, which includes the large APSES family, and Whi5 is abrupt and

occurs near the split of basal fungi from metazoans (Figures 4-5; for SBF only,

SBF+APSES, and Whi5 phylogeny see Figure 5-figure supplement 1, Figure 5-figure

supplement 2, and Figure 5-figure supplement 3). The precise location remains

unclear because we have only 1 Nuclearid genome (*Fonticula alba*) and because

Microsporidia are fast-evolving fungal parasites with reduced genomes (Cuomo et al.,

2012). Interestingly, the new regulators (SBF and Whi5) and ancestral regulators

(E2F and Rb) co-exist broadly across basal fungi and the lineages formerly known as

"zygomycetes". Zoosporic, basal fungi such as Chytrids (*e.g.*, *Spizellomyces*

punctatus) can have both fungal and animal cell cycle regulators, which likely

represents the ancestral fungal hybrid network. SBF-Whi5 in budding yeast plays a

similar role to E2F-pRb in animals, which suggests that these pathways were

functionally redundant in an ancestral hybrid network. This redundancy would lead to

the evolutionary instability of the hybrid network and could explain why different

constellations of components are present in the extant zygomycetes and basal fungi.

For example, the zygomycetes have lost pRb while retaining E2F, which was then

abruptly lost in the transition to Dikarya. However, with the possible exception of

Microsporidia, all fungi have retained SBF and never completely reverted back to the

original ancestral state; see Figure 5.

The SBF and E2F family of transcription factors are unlikely to be orthologs.

A simple scenario to explain the emergence of a hybrid network would be gene

duplication of the E2F pathway followed by rapid sequence evolution to create a

partially redundant SBF pathway. To this end, we scrutinized the highly conserved

E2F and SBF DNA-binding domains to detect any sequence and structural homology.

We used the Pfam HMMER model of the E2F/DP DNA-binding domain and SBF DNA-

binding domain (KilA-N.hmm), which is homologous to the KilA-N domain (Iyer et

al., 2002). We used KilA-N.hmm from Pfam for remote homology detection of

SBF+APSES because it was trained on a diverse set of KilA DNA-binding domains

across bacterial DNA viruses, eukaryotic DNA viruses, and fungal SBF+APSES

proteins. Thus, it should be a more sensitive HMM model to detect remote KilA-N

homologues in other eukaryotic genomes. Our controls (*H. sapiens* genome, Fig. 6A

and *S. cerevisiae* genome, Fig. 6B) demonstrate that E2F_TDP.hmm is specific to

E2F/DP and that KilA-N.hmm is specific to SBF+APSES. We show that genomes with

hybrid network (*S. punctatus*, Fig. 6C, and other basal fungi with both transcription

factors, Fig. 6D) have both E2F/DP and SBF+APSES. E2F_TDP.hmm never hits an

SBF+APSES transcription factor and KilA-N.hmm never hits an E2F transcription

factor (i.e. there are no scores on the diagonal of the panels in Figure 6). Thus, there

is no misclassification by the Pfam HMM models. These data suggest that SBF and

other KilA-N domains have no more sequence identity than non-homologous proteins

to E2F/DP. We find that non-fungal genomes only hit E2F/DP (Fig. 6E) with the

notable exception of *Trichomonas vaginalis*, the only non-fungal genome with E2F/DP

and KilA-N homologs (Fig. 6F). We will discuss the case of *T. vaginalis* in the next

section.

To test the possibility that SBF was a gene duplication of E2F/DP and evolution was

so rapid that sequence identity was lost, but structural and functional homology to

E2F/DP was maintained, we looked for possible evidence of structural homology. The

DNA-binding domains of SBF/MBF (Taylor et al., 2000; Xu et al., 1997) and E2F/DP
(Zheng et al., 1999) are structurally classified as members of the winged-helix-turn-
helix (wHTH) family, which is found in both prokaryotes and eukaryotes (Aravind and
Koonin, 1999; Aravind et al., 2005; Gajiwala and Burley, 2000). Although the DNA-
binding domains of E2F/DP and SBF/MBF are both classified as wHTH proteins, they
show important differences in overall structure and mode of protein-DNA complex
formation that lead us to conclude that it is highly unlikely that they are orthologs.
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Many wHTH transcription factors, including the E2F/DP family, have a 'recognition
helix' that interacts with the major or minor grooves of the DNA. The E2F/DP family
has an RRXYD DNA-recognition motif in its helix that is invariant within the E2F/DP
family and is responsible for interacting with the conserved, core GCGC motif (Zheng
et al., 1999) (see Figure 7A: red structure). The RRXYD recognition motif is strikingly
conserved in E2F/DP across all eukaryotes, including the E2F/DP proteins uncovered
in basal fungi (Figure 7B, left). The first solved SBF/MBF crystal structure, Mbp1 from
S. cerevisiae in the absence of DNA, suggested Mbp1 recognizes its MCB (Mlu I cell
cycle box, ACGCGT) binding site via a recognition helix (Taylor et al., 1997; Xu et
al., 1997). However, a recent crystal structure of PCG2, an SBF/MBF homolog in the
rice blast fungus *Magnaporthe oryzae*, in complex with its MCB binding site does not
support this proposed mode of DNA binding (Liu et al., 2015). In striking contrast to
many wHTH structures, in which the recognition helix is the mediator of DNA binding
specificity, the wing of PCG2 binds to the minor groove to recognize the MCB binding
site. The two glutamines in the wing (Q82, Q89) are the key elements that recognize
the core MCB binding motif CGCG (Figure 7A, blue structure). Family-specific
conservation in the DNA-binding domain is observed for all members of the SBF and
APSES family, including basal fungal sequences (Figure 7B, right). In summary, the
incongruences in sequence, structure, and mode of DNA-interaction between E2F/DP
and SBF/MBF families strongly suggest that SBF is not derived from E2F.

Viral origin and evolution of the fungal SBF and APSES family
Since SBF is unlikely to be orthologous to the E2F family of transcription factors, we
considered the straightforward alternative. Previous work has shown that the DNA-
binding domain of the APSES and SBF proteins is homologous to a viral KilA-N
domain (Iyer et al., 2002). KilA-N is a member of a core set of "viral hallmark genes"
found across diverse DNA viruses that infect eubacteria, archaea, and eukaryotes
(Koonin et al., 2006). Outside the fungal SBF/APSES sub-family, little is known about

the KilA-N domain structure, its DNA-binding recognition sequence, and function

(Brick et al., 1998). The wide distribution of DNA viruses and KilA-N across the three

domains of life suggests that the fungal ancestor likely acquired SBF via horizontal

gene transfer rather than the other way around.

To broaden the scope of analysis beyond the eukaryotic genomes that we studied,

we carefully surveyed all KilA-N domains detected by the Pfam database. The

majority of known KilA-N domains (weighted by species, not the number of

sequences) are found in prokaryotes (85%) with a smaller fraction (10%) found in

eukaryotes and a smaller fraction found in DNA viruses (5%). The KilA-N domains in

prokaryotes appear to be either integrated by or derived from prokaryotic DNA

viruses (i.e. bacteriophage), and thus, we will treat them as such. Within the

eukaryotes, all known KilA-N domains are found in fungal genomes with three

notable exceptions.

The first exception is *Trichomonas vaginalis*, a parasitic excavate with 1000+ KilA-N

domains (Figure 6F). The *T. vaginalis* KilA-N domains have top blast hits to

prokaryotic and eukaryotic DNA viruses, e.g. Mimivirus, a large double-stranded DNA

virus of the Nucleo-Cytoplasmic Large DNA Viruses (Yutin et al., 2009). Mimiviruses

are giant viruses known to infect simple eukaryotic hosts, such as *Acanthamoeba*

and possibly other eukaryotes (Abrahão et al., 2014; Raoult and Forterre, 2008).

The second and third exceptions are found in two insects, *Acyrthosiphon pisum* ('pea

aphid') and *Rhodius prolixus* ('triatomid bug'). The one KilA-N domain in *A. pisum*

genome has a top blast hit to eukaryotic DNA viruses (e.g. Invertebrate Iridescent

Virus 6). The three KilA-N domains in *R. prolixus* have top blast hits to prokaryotic

DNA viruses (e.g. Enterobacteria phage P1). The diverse and sparse distribution of

KilA-N domains throughout the eukaryotic genomes is consistent with their horizontal

gene transfer into hosts from eukaryotic DNA viruses and/or via engulfed bacteria

that were infected with prokaryotic DNA viruses. In fact, the horizontal transfer of

genes between Mimivirus and their eukaryotic host, or the prokaryotic parasites

within the host, has been shown to be a more frequent event that previously thought

(Moreira and Brochier-Armanet, 2008)

To gain further insight into the possible evolutionary origins of the SBF subfamily via

horizontal gene transfer, we aligned diverse KilA-N sequences from the Uniprot and

PFAM database to the KilA-N domain of our most basal fungal SBF+APSES sequences
(Zoosporic fungi ("chytrids") and "Zygomycetes") and built a phylogenetic tree
(Figure 8). There are three major phylogenetic lineages of KilA-N domains: those
found in eukaryotic viruses, prokaryotic viruses, and the fungal SBF+APSES family.
Our results show that the fungal SBF family is monophyletic and is strongly
supported by multiple phylogenetic support metrics. This suggests a single HGT
event as the most likely scenario that established the SBF+APSES family in a fungal
ancestor. However, our current phylogeny is unable to distinguish whether the SBF
family arrived in a fungal ancestor through a eukaryotic virus or a phage-infected
bacterium. Structural and functional characterization of existing viral KilA-N domains
could help distinguish between these two hypotheses.

SBF ancestor could regulate E2F-target genes
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Of all the members of the SBF+APSES family, the most likely candidate to be a
"founding" TF is SBF, as it is the only member present in all fungi (Figure 5). In
budding yeast and other fungi, SBF functions in G1/S cell cycle regulation and binds
a consensus site CGCGAA (Gordân et al., 2011), which overlaps with the consensus
site GCGSSAAA for the E2F family (Rabinovich et al., 2008); see Figure 9A. The
APSES regulators, Xbp1, and MBF in budding yeast bind TGCA, TCGA, ACGCGT
motifs, respectively. A viral origin of the SBF+APSES family—with the founding
member involved in cell cycle control—suggests the hypothesis that perhaps the
founder TF functioned like a DNA tumor virus protein and hijacked cell cycle control
to promote proliferation.
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For the viral TF (SBF) to hijack cell cycle control in the fungal ancestor, it must have
been able to both bind E2F regulatory regions and then activate the expression of
genes under E2F in a cell cycle-regulated fashion. The overlap between the
conserved E2F and SBF consensus sites suggests that ancestral SBF could bind E2F
regulatory regions (Figure 9A). However, a single base pair substitution in the SBF
motif can reduce gene expression by up to ~95% (Andrews and Moore, 1992) and
flanking regions outside the core are often important for binding affinity and gene
expression (Nutiu et al., 2011). To our knowledge, no one has directly measured the
extent to which animal E2F and yeast SBF bind similar sites either *in vivo* or *in vitro*.
To first test whether yeast SBF can bind a canonical E2F binding site, we inserted
consensus E2F binding sites in the budding yeast genome. The hijacking hypothesis

would be supported *in vivo* if E2F binding sites could generate SBF-dependent cell

cycle regulated gene expression. We used the well-studied *CLN2* promoter, which

has three binding sites for SBF (SCB, Swi6-dependent cell cycle box) in a

nucleosome-depleted region (Figure 9B-9C). Removal of these SCB sites is known to

eliminate cell cycle-dependent gene expression (Bai et al., 2010). In our

experiment, the change in the SBF site was much more substantial than a single

base pair mutation. We replaced the complete SBF sites (TCACGAAA) of *CLN2* (Koch

et al., 1996) with a known E2F binding site (GCGCGAAA) from the promoters of the

histone gene cluster in mammals (Rabinovich et al., 2008). We observed significant

oscillations in GFP expression, which were coordinated with the cell cycle.

Importantly, the amplitude of these oscillations was dependent on the budding yeast

SBF (Swi4), but not MBF (Mbp1), and disappeared when the 3 binding sites were

removed (Figure 9C-9D). This experiment demonstrates that budding yeast SBF can

bind E2F-like sites, despite the fact that Dikarya lost ancestral E2F hundreds of

millions of years ago.

There are, of course, other possible E2F DNA binding sites that we could have used

in our experiment; we picked this one because it is a well-characterized E2F binding

site. To further explore the overlap in sequence specificity, we analyzed data from

high-throughput protein-binding microarray (PBM) assays (Afek et al., 2014; Badis

et al., 2008) of human E2F (E2F1) and budding yeast SBF (Swi4). PBM assays

measure, in a single experiment, the binding of recombinant proteins to tens of

thousands of synthetic DNA sequences, guaranteed to cover all possible 10-bp DNA

sequences in a maximally compact representation (each 10-mer occurs once and

only once). We used these PBM data to generate DNA motifs for E2F and SBF

(Berger et al., 2006), and to compute, for each possible 8-bp DNA sequence, an

enrichment score (or E-score) that reflects the specificity of the protein for that 8-

mer. E-scores vary between -0.5 and +0.5, with larger values corresponding to

higher affinity binding sites (Berger et al., 2006). As shown in Figure 10A, E2F1 and

Swi4 can bind a set of common motifs. For example, the E2F binding site variant that

we tested in budding yeast (GCGCGAAA, highlighted in red), is one of the sites

commonly bound *in vitro* by E2F and SBF.

Most notably, the *in vitro* PBM data show that there are specific motifs that can be

bound only by E2F or only by SBF. To identify the key nucleotide differences

between E2F-only and SBF-only binding, we created motifs of E2F-only and SBF-only
sites. The consensus E2F-only (NN<u>SG</u>CGSN) and SBF-only (NN<u>CR</u>CGNN) motifs
indicate that differential specificity between E2F1 and SBF is mediated by the
nucleotides in the 3rd and 4th positions (underlined) before the invariant CG at the
5th and 6th positions. E2F has a strict preference for G in the 4th position, where as
SBF has a strict preference for C in the 3rd position (Figure 10A).

We then scanned the promoters of known E2F target genes from the human genome
(*CCNE1*, *E2F1*, *EZH2*) with our empirically-defined DNA binding sites from PBM
assays (Afek et al., 2014; Badis et al., 2008) to predict putative E2F-only, SBF-only,
and common sites (Figure 10B). As expected, there are many predicted E2F-only
and common (E2F & SBF) sites that could be bound by E2F in these known target
genes. However, we could also find many potential SBF-only binding sites in these
same promoters. We then extended our analysis to 290 known E2F target genes in
the human genome to test the generality of SBF cross-binding to E2F sites (Figure
10C). Most E2F target promoters could be bound by SBF. Taken together, this set
of experiments lends support to the hijacking hypothesis, where an ancestral SBF
may have taken control of several E2F-regulated genes.

DISCUSSION

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Cell division is an essential process that has been occurring in an uninterrupted chain
for billions of years. Thus, one expects strong conservation in the regulatory network
controlling the eukaryotic cell division cycle. Consistent with this idea, cell cycle
network structure is highly similar in budding yeast and animal cells. However, many
components performing similar functions, such as the SBF and E2F transcription
factors, lack sequence identity, suggesting a significant degree of evolution or
independent origin. To identify axes of conservation and evolution in eukaryotic cell
cycle regulation, we examined a large number of genome sequences in
Archaeplastida, Amoebozoa, SAR, Haptophyta, Cryptophyta, Excavata, Metazoa and
Fungi. Across eukaryotes, we found a large number of proteins homologous to
metazoan rather than fungal G1/S regulators. Our analysis indicates that the last
eukaryotic common ancestor likely had complex cell cycle regulation based on Cdk1,
Cyclins D, E, A and B, E2F, pRb and APC family proteins.

In contrast, SBF was not present in the last common eukaryotic ancestor, and

abruptly emerged, with its regulator Whi5, in fungi likely due to the co-option of a

viral KilA-N protein at the base of the fungal lineage. The origin of Whi5 is unclear

because we found no homologs outside of fungi. Whi5 is a mostly unstructured

protein, which, like pRb, recruits transcriptional inhibitor proteins to specific sites on

DNA via transcription factor binding (Huang et al., 2009; Wang et al., 2009). The

relatively simple structure of Whi5 suggests that it may have been subsequently co-

opted as a phosphopeptide to entrain SBF activity to cell cycle regulated changes in

Cdk activity (Figure 11).

The replacement of E2F-Rb with SBF-Whi5 at the core of the cell cycle along the

fungal lineage raises the question as to how such a drastic change to fundamental

regulatory network could evolve. One answer can be found in the evolution of

transcription factors. When the function of an essential transcription factor does

change, it often leaves behind a core part of its regulon for another factor (Brown et

al., 2009; Gasch et al., 2004; Lavoie et al., 2009). This process of handing off

transcription factor function has been observed to proceed through an intermediate

state, present in some extant genomes, in which both factors perform the function

(Tanay et al., 2005). The logic of proceeding through an intermediate state has been

well-documented for the regulation of genes expressed only in yeast of mating type

a (asgs) (Tsong et al., 2006). In the ancestral yeast and many extant species, asgs

expression is activated by a protein only present in **a** cells, while in other yeasts,

expression is repressed by a protein only present in α cells and **a**/α diploids. The

replacement of the ancestral positive regulation by negative regulation occurred via

yeast that contained both systems illustrating how an essential function can evolve

through a hybrid state (Baker et al., 2012).

Clearly, something similar happened during cell cycle evolution. It appears that the

replacement of the E2F-pRb transcription regulatory complex with the SBF-Whi5

complex proceeded via a hybrid intermediate that preserved its function. In the

hybrid intermediate, E2F-Rb and SBF-Whi5 may have evolved to be parallel

pathways whose functions overlapped to such an extent that the previously essential

E2F-Rb pathway could be lost in the transition to Dikarya. Interestingly, many basal

fungi (e.g. Chytrids) have preserved rather than lost this hybrid intermediate, which

suggests that each pathway may have specialized functions. Chytrids exhibit both

animal (e.g. centrioles, flagella, amoeboid movement) and fungal features (e.g. cell
walls, hyphal morphology) whose synthesis needs to be coordinated with cell
division. The preservation of the hybrid network in chytrids could then be explained if
animal-like and fungal features are regulated by the E2F-Rb and SBF-Whi5 pathways
respectively (Figure 11). Once Fungi lost many of the ancestral animal-like features
(flagellated cells, amoeboid movement) during the emergence of the "zygomycetes"
or Dikarya, the ancestral E2F-pRb components could have evolved new functions or
have been lost.

The origin of the hybrid network at the base of Fungi is abrupt and may have been
initiated by the arrival of SBF via virus. Many tumor viruses activate cell
proliferation. For example, the DNA tumor viruses Adenovirus and SV40 highjack cell
proliferation in part by activating the expression of E2F-dependent genes by binding
pRb to disrupt inhibition of E2F (DeCaprio, 2009). While the specific mechanisms
may differ, when SBF entered the fungal ancestor cell it might have activated the
transcription of E2F target genes. Rather than inhibiting the inhibitor of E2F, SBF
may have directly competed for E2F binding sites with transcriptionally inactive E2F-
Rb complexes (Figure 11). Consistent with this model, we have shown here that SBF
can directly regulate gene expression in budding yeast via a consensus E2F binding
site. Thus, the cooption of a viral protein generated a hybrid network to ultimately
facilitate dramatic evolution of the core cell cycle network in fungi.

MATERIALS AND METHODS

Identification of potential protein family homologs.
We used Profile-Hidden Markov Models (profile-HMMs) to detect homologs for each of
the families studied, using the HMMER 3 package (Eddy, 2011). Profile-HMMs are
sensitive tools for remote homology detection. Starting with a set of diverse yet
reliable protein homologs is fundamental for detecting remote protein homology and
avoiding "model poisoning" (Johnson et al., 2010). To this end, we used reliable
training-set homologs from the cell cycle model organisms *Arabidopsis thaliana,*
Homo sapiens, Schizosaccharomyces pombe, and *Saccharomyces cerevisiae*, to build
the profile-HMMs used to detect homologs. Our profile-HMM search used a stringent
e-value threshold of 1e-10 to detect putative homologs in the "best" filtered protein
sets (where available) of our 100+ eukaryotic genomes (see Supplementary File 1A
for genome details). All putative homologs recovered through a profile-HMM search

were further validated (or rejected) using an iterative search algorithm (Jackhmmer)

against the annotated SwissProt database using the HMMER web server (Finn et al.,

2011).

Our profile-HMM for E2F/DP family only detects E2F or DP, where as our profile-HMM

for SBF/MBF family only detects SBF/MBF (or APSES). The same protein was never

identified by both profile-HMMs because the sequence profiles and the structure are

non-homologous. In the case of basal fungi, which have both E2F/DP and SBF/MBF,

all proteins classified as an E2F/DP had clear homology to E2F or DP (see alignment

in Figure 7B) and all proteins that we classified as SBF/MBF had clear homology to

SBF/MBF (see alignment in Figure 7B).

Phylogenetic-based classification of protein homologs in sub-families.

A phylogenetic analysis and classification was built in four stages. In the first stage,

we used MAFFT-L-INS-i (-maxiterate 1000) to align the sequences of eukaryotic

protein family members (Katoh and Standley, 2013). We then used probabilistic

alignment masking using ZORRO (Wu et al., 2012) to create different datasets with

varying score thresholds. Next, we used ProtTest 3 to determine the empirical

amino-acid evolutionary model that best fit each of our protein datasets using

several criteria: Akaike Information Criterion, corrected Akaike Information Criterion,

Bayesian Information Criterion and Decision Theory (Darriba et al., 2011). Last, for

each dataset and its best-fitting model, we ran different phylogenetic programs that

use maximum-likelihood methods with different algorithmic approximations (RAxML

and PhyML) and Bayesian inference methods (PhyloBayes-MPI) to reconstruct the

phylogenetic relationships between proteins.

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For RAxML analyses, the best likelihood tree was obtained from five independent

maximum likelihood runs started from randomized parsimony trees using the

empirical evolutionary model provided by ProtTest. We assessed branch support via

rapid bootstrapping (RBS) with 100 pseudo-replicates. PhyML 3.0 phylogenetic trees

were obtained from five independent randomized starting neighbor-joining trees

(RAND) using the best topology from both NNI and SPR moves. Non-parametric

Shimodaira-Hasegawa-like approximate likelihood ratio tests (SH-aLRTs) and

parametric *à la Bayes* aLRTs (aBayes) were calculated to determine branch support

from two independent PhyML 3.0 runs. For Bayesian inference we used PhyloBayes

(rather than the more frequently used MrBayes) because it allows for site-specific

amino-acid substitution frequencies, which better models the level of heterogeneity

seen in real protein data (Lartillot and Philippe, 2004; Lartillot et al., 2009). We

performed Phylobayes analyses by running three independent chains under CAT and

the exchange rate provided by ProtTest 3 (e.g. CAT-LG), four discrete gamma

categories, and with sampling every 10 cycles. Proper mixing was initially confirmed

with Tracer v1.6 (2014). The first 1000 samples were discarded as burn-in, and

convergence was assessed using bipartition frequencies and summary statistics

provided by bpcomp and tracecomp from Phylobayes. These were visually inspected

with an R version of AWTY (https://github.com/danlwarren/RWTY) (Nylander et al.,

2008). The best phylogenies are shown in Figure 3-figure supplement 1-5 and Figure

5-figure supplement 1-3, and were used to tentatively classify sequences into sub-

families and create Figures 2-5, 8.

We note that the confidence of each node in the phylogenetic trees was assessed

using multiple, but complementary support metrics: (1) posterior probability for the

Bayesian inference, (2) rapid bootstrap support (Stamatakis, 2006; Stamatakis et

al., 2008) for RAxML, and (3) non-parametric Shimodaira-Hasegawa-like

approximate likelihood ratio tests (SH-aLRTs) and parametric *à la Bayes* aLRTs

(aBayes) for PhyML. These different support metrics complement each other in their

advantages and drawbacks. SH-aLRT is conservative enough to avoid high false

positive rates but performs better compared to bootstrapping (Guindon et al., 2010;

Simmons and Norton, 2014). aBayes is powerful compared to non-parametric tests,

but has a tendency to increase false-positive rates under serious model violations,

something that can be balanced with SH-aLRTs (Anisimova and Gascuel, 2006;

Anisimova et al., 2011).

Strain construction:

Our *CLN2pr-GFP-CLN2PEST* constructs were all derived from pLB02-0mer (described

in (Bai et al., 2010) and obtained from Lucy Bai). To create pLB02-CLN2, a synthetic

DNA fragment (IDT, Coralville, IA) encompassing a region of the *CLN2* promoter

from 1,130 bp to 481 bp upstream of the *CLN2* ORF was digested with BamHI and

SphI and ligated into pLB02-0mer digested with the same enzymes. To create

pLB02-E2F, which contains E2F binding sites, the same procedure was applied to a

version of the promoter fragment in which the SCBs at 606bp, 581bp, and 538bp
upstream of the ORF were replaced with the E2F binding site consensus sequence
GCGCGAAA (Thalmeier et al., 1989). All these plasmids were linearized at the BbsI
restriction site in the *CLN2* promoter and transformed. Both *swi4Δ* and *mbp1Δ*
strains containing pLB02-0mer, pLB02-Cln2, pLB02-E2F fluorescent expression
reporters were produced by mating lab stocks using standard methods. JE103 was a
kind gift from Dr. Jennifer Ewald. Plasmids and strains are listed in Supplementary
File 1B and 1C, respectively.

Imaging and analysis:
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Imaging proceeded essentially as described in Bean *et al*., 2006. Briefly, early log-
phase cells were pre-grown in SCD and gently sonicated and spotted onto a SCD
agarose pad (at 1.5%), which was inverted onto a coverslip. This was incubated on a
heated stage on a Zeiss Observer Z.1 while automated imaging occurred (3 minute
intervals, 100-300 ms fluorescence exposures). Single-cell time-lapse fluorescence
intensity measurements were obtained using software described in (Doncic and
Skotheim, 2013; Doncic et al., 2011), and oscillation amplitudes were obtained
manually from the resulting traces. The single-cell fluorescence intensity traces used
mean cellular intensity with the median intensity of the entire field of view
subtracted, to control for any fluctuations in fluorescent background. The resulting
measurements were analyzed in R.
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580 **Bioinformatic analysis of protein binding microarrays and human promoters:**
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Universal PBM data for Swi4 was downloaded from the cis-BP database (Weirauch et
al., 2014). We used the PBM 8-mer E-scores reported in cis-BP for the data set
M0093_1.02:Badis08:SWI4_4482.1_ArrayB. Universal PBM data for E2F1 (Afek et
al., 2014) is available in the GEO database (accession number GSE61854, probes
UnivV9_*). E2F1 8-mer E-scores were computed using the Universal Protein Binding
Microarray (PBM) Analysis Suite (Berger and Bulyk, 2009). An E-score cutoff of 0.37
was used to call SBF and E2F binding sites. This cutoff corresponds to a false positive
discovery rate of 0.001 (Badis et al., 2009). To generate DNA motifs for E2F-only,
SBF-only, and common sites, we used the Priority software (Gordân et al., 2010)
with a uniform prior to align the 8-mers with E-score > 0.37 for E2F only, SBF only,
or both E2F and SBF, respectively (Figure 10A). Promoter sequences (1000bp

upstream of transcription start) for known E2F targets (Eser et al., 2011) were

retrieved from *Homo sapiens* genome as provided by UCSC (hg38)

(BSgenome.Hsapiens.UCSC.hg38) and the annotation package org.Hs.eg.db

from Bioconductor (v3.2) (Gentleman et al., 2004; Huber et al., 2015). Only regions

for which at least two consecutive sliding windows of 8-mers (1 nucleotide step; 7

overlapping nucleotides) were high scoring (E-score ≥ 0.37) were called as potential

SBF or E2F binding regions. Overlapping or "common" binding regions between E2F

and SBF were defined as regions that, regardless of their difference in length (nested

or partially overlapping), overlapped in at least one full 8-mer (Figure 10B-C).

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Figure 1. Topology of G1/S regulatory network in mammals and budding
yeast is conserved, yet many regulators exhibit no detectable sequence
homology. Schematic diagram illustrating the extensive similarities between animal
(A) and budding yeast (B) G1/S cell cycle control networks. Similar coloring denotes
members of a similar family or sub-family. Fungal components colored white denote
proteins with no identifiable animal orthologs.

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Figure 2. Animal and plant G1/S regulatory network was present in the last
eukaryotic common ancestor. Distribution of cell cycle regulators across the
eukaryotic species tree (Adl et al., 2012). Animals (Metazoa) and yeasts (Fungi) are
sister groups (Opisthokonta), and are distantly related to plants (Charophyta), which
are members of the Archaeplastida. Check marks indicate the presence of at least
one member of a protein family in at least one sequenced species from the
corresponding group. See Figure 3 for a complete list of components in all species
analyzed.

	(H. sapiens)	Cdk1-4,6	CycB (CycB3)	CycA	CycE/D (CycO/F/J/G/I)	E2F1-6	E2F7-8	DP	Rb	Cdc20	Fzr1
Metazoa	H. sapiens (human)	5	3	2	13	6	2	3	3	2	1
	G. gallus (chicken)	4	2	2	13	6	2	2	3	2	1
	D. rerio (zebrafish)	5	3	2	12	5	2	3	3	1	2
	B. floridae (lancelet)	5	1	1	6	2	2	1	2	1	2
	C. intestinalis (sea squirt)	5	1	2	5		1	1	1	1	1
	S. purpuratus (urchin)	3	2	1	6	2		1	3	2	1
	L. gigantea (sea snail)	3	2	1	7	2	1	1	2	2	1
	D. melanogaster (fly)	3	2	1	3	2		1	2	1	2
	C. elegans (nematode)	3	4	1	2	2	1	1	1	1	1
	N. vectensis (anemone)	3	3	1	5	5	3	1	1	2	1
	A. queenslandica (sponge)	2	1	1	5	2	1	1	3	2	1
	T. adhaerens (placozoa)	3	2	1	3	2	1	1	2	1	1
Choanomonada	Sphaeroforma arctica		1		3	2		2	1	1	1
	Capsaspora owczarzaki		1	1	4	1	1	1	1	1	1
	Monosiga brevicollis	1	1	1	2	1	1	1	1	1	1
	Salpingoeca rosetta	2	1	1	2	2	1	1	2	1	1
Apusozoa	Thecamonas trahens	1	1	1	3	1	1	1	1	1	1
Amoebozoa	Dictyostelium discoideum	1	1	1	1	1		1	1	1	1
	Dictyostelium purpureum	1	1	1	1	1		1	1	1	1
	Dictyostelium fasciculatum	1	1	1	1	1	1	1	1	1	1
	Polysphondylium pallidum	1	1	1		1	2		1	1	1
	Entamoeba histolytica	6	2		3						2
	Entamoeba nuttalli	6	1		1						2
Diplomonadida	Giardia intestinalis	2			2		1				
Heterolobosea	Naegleria gruberi	3	3	3		1	1	1	1	3	1
Euglenozoa	Trypanosoma brucei	3	1		2					3	
	Leishmania major	3	2		1					2	
	Leishmania donovani	2	2		1					2	
Apicomplexa	Symbiodinium minutum	7	2							1	1
	Plasmodium falciparum	2									1
	Cryptosporidium muris	3			2	1	1	1			1
	Toxoplasma gondii	2									1
Ciliophora	Tetrahymena thermophila	7	5		11	2	2	3	2	1	8
Labyrinthulomycetes	Aurantiochytrium limacinum	3	1	1	3			1	1	1	1
	Schizochytrium aggregatum	3	1	1	2					1	1
	Aplanochytrium kerguelense	3	1	1	2	1		1		2	1
Peronosporomycetes	Phytophthora infestans	5	1	1	3	1	1	1	1	1	1
	Pythium ultimatum	1	1	1	4	1	1	1	1	1	1
	Hyaloperonospora parasitica	3		2	4			2	1	1	
	Saprolegnia parasitica	3	1	2	4	1	1	2	1	4	1
Diatomea	Fragilariopsis cylindrus	2	4	1	10	1	1	1		2	1
	Phaeodactylum tricornutum	2	1	1	10	2	1	1	1	2	1
	Thalassiosira pseudonana	2	3	1	26	1	1	1	1	2	2
Eustigmatales	Nannochloropsis gaditana	3	2	1	2			1	1	1	
Phaeophyceae	Ectocarpus siliculosus	3	2	1	2	1	1	1	1	2	1
Pelagophyceae	Aureococcus anophaefferens	2	2		2	1		1		2	1
Rhizaria	Bigelowiella natans	1	2	1	3	1	2			2	1
Cryptophyta	Guillardia theta	4	3	1	3	1	1	2	1	3	
Haptophyta	Emiliania huxleyi	2	2	3	1	2			1	6	2
Glaucophyta	Cyanophora paradoxa	1	1	1	1		1	1		1	2
Rhodophyceae	Porphyridium cruentum	3	1	1	1	1	1	1		1	1
	Cyanidioschyzon merolae	2		1	2	1	1	2	1	1	1
Chlorophyta	Ostreococcus tauri	2	1	1	2	1	1	1	1	1	1
	Ostreococcus lucimarinus	2	1	1	2	1	1	1	1	1	1
	Micromonas pusilla	2	1	1	2	1	1	1	1	1	1
	Coccomyxa subellipsoidea	4	1	1	1	1	1	1	1	1	1
	Volvox carteri	3	1	1	4	1		1	1	1	1
	Chlamydomonas reinhardtii	3	1	1	4	1		1	1	1	1
Charophyta	Physcomitrella patens	9	2	8	2	3	2	2	3	6	4
	Selaginella moellendorffii	3	1	3	3	2	1	1	2	3	2
	Brachypodium distachyon	5	5	6	14	3	2	2	2	5	2
	Oryza sativa	5	6	6	12	4	2	2	2	3	2
	Arabidopsis thaliana	5	11	10	11	3	3	2	1	6	3
	(A. thaliana)	CdkA/B	CycB	CycA	CycD (CycSDS)	E2FA-C	DEL	DP	RBR	Cdc20	Fzr1

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Figure 3. Comparative genomic data of G1/S regulators across eukaryotes.
We developed profile-HMMs to detect cell division cycle regulators in eukaryotic
genomes. For each cell cycle regulatory family (*e.g.*, cyclins), we used molecular
phylogeny to classify eukaryotic sequences into sub-families (*e.g.*, Cyclins B, Cyclin
A, Cyclins E/D). See Methods for details and Figure 3-supplement 1 (Cyclin), Figure
3-supplement 2 (E2F/DP), Figure 3-supplement 3 (pRb), Figure 3-supplement 4
(Cdc20-family), and Figure 3-supplement 5 (CDK) for final phylogenies. Each entry
lists the number of sub-family members (column) for each eukaryotic genome (row).
Grey rows list the sub-family gene names in *H. sapiens* and *A. thaliana*. Additional
cyclin sub-family members are listed in parentheses.
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Figure 4. Fungal ancestor evolved novel G1/S regulators, which eventually
replaced ancestral cyclins, transcription factors, and inhibitors in Dikarya.
Basal fungi and "Zygomycota" contain hybrid networks comprised of both ancestral
and fungal specific cell cycle regulators. Check marks indicate the presence of at
least one member of a protein family in at least one sequenced species from the
group. Cells are omitted (rather than left unchecked) when a family is completely
absent from a clade. See Figure 5 for a complete list of components in all fungal
species analyzed.
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Figure 5. Comparative genomic data of G1/S regulators across fungi. We
developed profile-HMMs to detect fungal-specific cell division cycle regulators in
eukaryotic genomes. For each cell cycle regulatory family (*e.g.*, SBF+APSES), we
used molecular phylogeny to classify eukaryotic sequences into sub-families (*e.g.*,
SBF/MBF, APSES, Xbp1, Bqt4). Corresponding table shows the number of regulators
of each class for all species analyzed. See Methods for details and Figure 5-
supplement 1 (SBF only), Figure 5-supplement 2 (SBF+APSES), and Figure 5-
supplement 3 (Whi5) for final phylogenies. Grey rows list the sub-family gene
names in *S. cerevisiae*, *S. pombe*, and *H. sapiens*

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Figure 6. E2F/DP and KilA-N HMMs detect different sequences. We used the
Pfam HMMER model of the E2F/DP DNA-binding domain (E2F_TDP.hmm) and the
SBF+APSES DNA-binding domain (KilA-N.hmm). We used KilA-N.hmm for remote
homology detection of SBF-like proteins because pSMRC.hmm (our HMM model
trained on fungal SBFs to detect SBF; see Figure 5 - supplement 1) includes two
well-conserved fungal ankyrin repeats in addition to the KilA-N DNA binding domain.
Every protein in the query genome (listed at top) was scored using hmmsearch with
E2F/DP HMM (x-axis) and KilA-N HMM (y-axis). All scores below 1E-5 (i.e.,
marginally significant) are blue and those below 1E-10 (i.e. highly significant) are
red. All hits with E-values between 1e-5 and 1e-10 were further validated (or
rejected) using an iterative search algorithm (Jackhmmer) against the annotated
SwissProt database using the HMMER web server (Finn et al., 2011). We then
inspected these sequences manually for key conserved KilA-N residues. (A) *Homo
sapiens* only has E2F/DP, (B) *Saccharomyces cerevisiae* only has KilA-N (i.e. SBF,
MBF, APSES). (C) *Spizellomyces punctatus* and (D) other basal fungi have both
E2F/DP and KilA-N. (E) All the non-fungal eukaryote genomes that we surveyed only
have E2F/DP. (F) *Trichomonas vaginalis* is one of the few eukaryotes outside of fungi
that has both E2F/DP and KilA-N. The E2F/DP HMM and KilA-N HMM always have
orthogonal hits (i.e. no protein in our dataset significantly hits both HMMs).

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**Figure 7. E2F and SBF show incongruences in sequence, structure, and
mode of DNA binding.** (A) Although both proteins share a winged helix-turn-helix
(wHTH) domain, the E2F/DP and SBF/MBF superfamilies do not exhibit significant
sequence identity or structural similarity to suggest a common recent evolutionary
origin according to CATH or SCOP databases. Furthermore, each wHTH has a
different mechanism of interaction with DNA: the arginine and tyrosine side-chains
of recognition helix-3 of E2F (E2F4 from *Homo sapiens* (Zheng et al., 1999)) interact
with specific CG nucleotides, where as the glutamine side-chains of the "wing" of
SBF/MBF (PCG2 from *Magnaporthe oryzae* (Liu et al., 2014)) interact with specific
CG nucleotides. (B) Sequence alignment of the DNA binding domain of
representative eukaryotic E2F/DP (left) and fungal SBF/MBF (right). The
corresponding secondary structure is above the sequence alignment. Evolutionary
conserved residues of sequence aligned DNA binding domains are highlighted in
black. Bold sequence names correspond to E2F/DP and SBF/MBF sequences from
basal fungi. Colored sequence names correspond to sequences of the structures
shown in panel A. PDB IDs for the structures used are shown in parentheses. W =
wing; T= turn.
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Figure 8. Viral origin of yeast cell cycle transcription factor SBF. Maximum
likelihood unrooted phylogenetic tree depicting relationships of fungal SBF-family
proteins, KilA-N domains in prokaryotic and eukaryotic DNA viruses. The original
dataset was manually pruned to remove long-branches and problematic lineages.
Our reduced KilA-N dataset has a total of 219 sequences, 130 positions. Confidence
at nodes was assessed with multiple support metrics using different phylogenetic
programs under LG model of evolution. Colored dots in branches indicate
corresponding branch supports (red dots: PhyML aBayes ≥ 0.9; blue dots: PhyML

SH-aLRT ≥ 0.80; orange: RAxML RBS ≥ 70%). Thick branches indicate significant
support by at least two metrics, one parametric and one non-parametric; Scale bar
in substitutions per site; (See Methods).
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Figure 9. Yeast cell cycle transcription factor SBF can regulate cell cycle-
dependent transcription via E2F binding sites in vivo (A) Phylogenetic tree of
animals, chytrids, yeast labelled with E2F, SBF or both transcription factors (TF) if
present in their genomes. The known DNA-binding motifs of animal E2F (E2F1) and
yeast SBF (Swi4) were taken from the JASPAR database, where as Chytrid E2F and
SBF motifs are unknown. (B) Fluorescence images of cells expressing a destabilized
GFP from the SBF-regulated *CLN2* promoter. (C) Oscillation of a transcriptional
reporter in budding yeast. Characteristic time series of GFP expression from a *CLN2*
promoter (SCB), a *CLN2* promoter where the SBF binding sites were deleted (ΔSCB),
or a *CLN2* promoter where the SBF binding sites were replaced with E2F binding sites

from the human gene cluster promoters (E2F). Oscillation amplitudes were quantified
by scaling the mean fluorescence intensity difference from peak to trough divided by
the trough intensity (S_{max} - S_{min})/S_{min}. Circles denote time points corresponding to
(b). Triangles denote budding events. (D) Distribution of oscillation amplitudes for
different genotypes and GFP reporters. *swi4Δ* and *mbp1Δ* strains have deletions of
the SBF and MBF DNA-binding domain subunits respectively. t-test comparisons
within and across red and blue categories yield p-values > 0.3 or < 0.01
respectively. Boxes contain 25th, median and 75th percentiles, while whiskers extend
to 1.5 times this interquartile range.

Figure 10: High-throughput DNA binding data for yeast SBF and human E2F shows that SBF could bind many E2F-regulated promoters in the human genome (A) Plot of *in vitro* protein binding microarray 8-mer E-scores for *Homo sapiens* E2F1 (Afek et al., 2014) versus *S. cerevisiae* SBF protein Swi4 (Badis et al., 2008). All 8-mer motifs colored (E-score > 0.37) are considered significant targets with a false positive discovery rate of 0.001 (Badis et al., 2009). Yellow are common 8-mer motifs bound by both E2F1 and SBF, blue are E2F-only motifs, and purple are SBF-only motifs. The E2F motif from histone cluster promoters used in Figure 9 is circled in red. (B) E2F1 (top) and SBF (bottom) PBM motifs were used to scan the proximal (1000bp) promoters of E2F-regulated promoters (CCNE1, E2F1, and EZH2). Promoter regions with a significant hit (8-mer E-score > 0.37) to a E2F or SBF motif have blue or purple dot, respectively. Predicted TF-binding regions were defined as at least 2 consecutive overlapping 8-mers (7 nucleotide overlap) and shaded as blue (E2F binding region) or purple (SBF-binding region). Common or E2F & SBF binding regions were colored yellow and defined as regions that overlap in at least one full 8-mer (C) Summary of E2F-only regions (blue), SBF-only regions (purple), and E2F and SBF co-regulated regions (yellow) for a set of 290 E2F-regulated promoters (Eser et al., 2011).

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Figure 11. Punctuated evolution of a conserved regulatory network.
Evolution can replace components in an essential pathway by proceeding through a
hybrid intermediate. Once established, the hybrid network can evolve dramatically
and lose previously essential regulators, while sometimes retaining the original
network topology. We hypothesize that SBF may have hijacked the cell cycle of a
fungal ancestor by binding cis-regulatory DNA sites of E2F and activating expression
of G1/S genes, thus promoting cell cycle entry. Cell cycle hijacking in a fungal
ancestor was followed by evolution of Whi5 to inhibit SBF and Whi5 was
subsequently entrained to upstream cell cycle control through phospho-regulation by
old or new cyclin-CDKs to create a hybrid network with parallel pathways. The hybrid
network likely provided redundant control of the G1/S regulatory network, which
could explain the eventual loss of E2F and its replacement by the SBF pathway in
more derived fungi (Dikarya). Interestingly, Chytrids have hybrid networks and are
transitional species because they exhibit animal-like features of the opisthokont
ancestor (centrioles, flagella) and fungal-like features (cell wall, polarized growth).
We hypothesize that E2F and SBF also bind and regulate a subset of animal-specific
and fungal-specific G1/S genes, which could help explain the preservation of the
hybrid network in Chytrids. Ancestral SBF expanded to create an entire family of
transcription factors (APSES) that regulate fungal-specific traits such as sporulation,
differentiation, morphogenesis, and virulence.
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Figure 3 - supplement 1: Reduced phylogeny of eukaryotic cell cycle cyclins.
The cell division cycle (CDC) cyclin family consists of several sub-families with a well-
characterized cyclin box: (1) CycA (*H. sapiens, A. thaliana*), (2) CycB and CLB (*H.*
sapiens, A. thaliana, S. cerevisiae, S. pombe), (3) CycD (*H. sapiens, A. thaliana*), (4)
CycE (*H. sapiens*), and (5) CLN (*S. cerevisiae, S. pombe*). We combined CycA,
CycB, CycD, CycE, CLB, and CLN sequences from *H. sapiens* (10 cyclins)*, A. thaliana*
(13 cyclins)*, S. cerevisiae* (9 cyclins)*, and *S. pombe* (5 cyclins) to create a
eukaryotic CDC cyclin profile-HMM (pCYC.hmm) following the procedure outlined in
the Methods. Our HMM profile was sensitive enough to discover known, but
uncharacterized cyclin sub-families (CycO, CycF, CycG, CycI, CycJ, CycSDS) as *bona*
fide CDC cyclins. A domain threshold of E-20 was used to identify potential CDC
cyclin homologs. We first made a phylogeny of all cyclins to classify them. This
dataset was then manually pruned to remove long-branches and problematic
lineages. Our reduced CDC cyclin dataset has a total of 499 sequences. Columns with
the top 10% Zorro score (496 positions) were used in our alignment. Confidence at
nodes was assessed with multiple support metrics using different phylogenetic
programs under LG model of evolution (aBayes and SH-aLRT metrics with PhyML,
RBS with RAxML, Bayesian Posterior Probability with Phylobayes (23,163 sampled
trees, meandiff= 0.01, maxdiff= 0.5)). Colored dots in branches indicate
corresponding branch supports. Thick branches indicate significant support by at
least two metrics, one parametric and one non-parametric; branch support
thresholds are shown in the center of the figure; see Methods.

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Figure 3 - supplement 2: Phylogeny of eukaryotic E2F/DP transcription factors. E2F-DP is a winged helix-turn-helix DNA-binding domain that is conserved across eukaryotes (van den Heuvel and Dyson, 2008). There are three sub-families within the E2F-DP family: (1) the E2F subfamily, (2) the E2F7-8/DEL subfamily, and (3) the DP subfamily. The E2F family consists of E2F1-6 (*H. sapiens*) and E2FA-C (*A. thaliana*). The E2F7-8/DEL family consists of E2F7-8 (*H. sapiens*) and DEL1-3 (*A. thaliana*). The DP family consists of DP1-3 (*H. sapiens*) and DPA-B (*A. thaliana*). The members of E2F form heterodimers with DP, whereas the DEL family has two DNA-binding domains and does not require DP to bind DNA. We used the E2F_TDP.hmm profile from PFAM to uncover members of the E2F/DP family across eukaryotes. A domain threshold of E-10 was used to identify potential E2F/DP homologs. Our E2F/DP dataset (pE2FDP.fasta) has 248 sequences. Columns with the top 8% Zorro score (284 positions) were used in our alignment. Confidence at nodes was assessed with multiple support metrics using different phylogenetic programs under LG model of evolution (aBayes and SH-aLRT metrics with PhyML, RBS with RAxML, Bayesian Posterior Probability with Phylobayes (53,009 sampled trees, meandiff=0.0064, maxdiff=0.18)). Colored dots in branches indicate corresponding branch supports. Thick branches indicate significant support by at least two metrics, one parametric and one non-parametric; branch support thresholds are shown in the center of the figure; see Methods.

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Figure 3 - supplement 3: Phylogeny of eukaryotic Rb inhibitors. *H. sapiens*
has Rb1, RBL1 (p107), and RBL2 (p130), and *A. thaliana* has RBR1. The model fungi
S. cerevisiae and *S. pombe* do not have any obvious retinoblastoma pocket proteins.
We needed more eukaryotic sequences to create a robust HMM profile (pRb.hmm)
for the pRb family. Based on the pRb sequences collected in (Hallmann, 2009), we
built a profile-HMM using putative pRb homologs from *H. sapiens, G. gallus, C.*
intestinalis, D. melanogaster, C. elegans, N. vectensis, T. adhaerens (metazoa)*; B.*
dendrobatidis (fungi); *D. discoideum, D. purpureum, T. pseudonana, P. tricornutum,*
N. gruberi, E. huxleyi (protists)*; C. merolae, O. tauri, O. lucimarinus, M. pusilla, V.*
carteri, C. reinhartdii, P. patens, S. moellendorfii, A. thaliana (plants)*. A domain
threshold of E-20 was used to identify pRB homologs. Our pRB dataset (pRb.fasta)
has 72 sequences. Columns with the top 15% Zorro score (566 positions) were used
in our alignment. Confidence at nodes was assessed with multiple support metrics
using different phylogenetic programs under LG model of evolution (aBayes and SH-
aLRT metrics with PhyML, RBS with RAxML, Bayesian Posterior Probability with
Phylobayes (23,219 sampled trees, meandiff=0.0035, maxdiff=0.067)). Colored dots
in branches indicate corresponding branch supports. Thick branches indicate
significant support by at least two metrics, one parametric and one non-parametric;
branch support thresholds are shown in the center of the figure; see Methods.
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Figure 3 - supplement 4: Reduced phylogeny of eukaryotic Cdc20-family APC
regulators. We combined CDC20 and CDH1/FZR1 sequences from *H. sapiens* (3
members)*, A. thaliana* (9 members)*,* and *S. cerevisiae* (3 members) to create a
eukaryotic CDC20-family APC regulator profile-HMM (pCDC20.hmm) following the
procedure outlined in the Methods. A domain threshold of E-50 was used to identify
CDC20 homologs. Our pCDC20 dataset (pCDC20.fasta) has 350 sequences. This
dataset was manually pruned to remove long-branches and problematic lineages.
Our reduced CDC20 dataset has a total of 289 sequences. Columns with the top 20%
Zorro score (608 positions) were used in our alignment. Confidence at nodes was
assessed with multiple support metrics using different phylogenetic programs under
LG model of evolution (aBayes and SH-aLRT metrics with PhyML, RBS with RAxML,
Bayesian Posterior Probability with Phylobayes (13,638 sampled trees,
meandiff=0.015, maxdiff=0.37)). Colored dots in branches indicate corresponding
branch supports. Thick branches indicate significant support by at least two metrics,
one parametric and one non-parametric; branch support thresholds are shown in the
center of the figure; see Methods.
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Figure 3 - supplement 5: Phylogeny of eukaryotic cyclin-dependent kinases.
To create a profile-HMM (pCDCCDK.hmm) for eukaryotic cell cycle CDK, we
combined Cdk1-3, Cdk4, Cdk6 sequences from *H. sapiens,* CdkA and CdkB from *A.
thaliana,* Cdc28 from *S. cerevisiae,* and Cdc2 from *S. pombe*. A domain threshold of
E-20 was used to identify CDK homologs. Our cell cycle CDK dataset
(pCDCCDK.fasta) has 272 sequences. Columns with the top 15% Zorro score (473
positions) were used in our alignment. Confidence at nodes was assessed with
multiple support metrics using different phylogenetic programs under LG model of
evolution (aBayes and SH-aLRT metrics with PhyML, RBS with RAxML, Bayesian
Posterior Probability with Phylobayes (28,193 sampled trees, meandiff=0.015,
maxdiff=0.53)). Colored dots in branches indicate corresponding branch supports.
Thick branches indicate significant support by at least two metrics, one parametric
and one non-parametric; branch support thresholds are shown in the center of the
figure; see Methods.

Figure 5 - supplement 1: Phylogeny of fungal SBF transcription factors. SBF and MBF are transcription factors that regulate G1/S transcription in budding and fission yeast. To detect SMRC (Swi4/6 Mbp1 Res1/2 Cdc10) across fungi, we built a sensitive profile-HMM (pSMRC.hmm) by combining well-characterized SMRC sequences from *S. cerevisiae, C. albicans, N. crassa, A. nidulans,* and *S. pombe*. A domain threshold of E-10 was used to identify SMRC homologs. Our SMRC dataset (pSMRC.fasta) has 147 sequences. Columns with the top 20% Zorro score (709 positions) were used in our alignment. Confidence at nodes was assessed with multiple support metrics using different phylogenetic programs under LG model of evolution (aBayes and SH-aLRT metrics with PhyML, RBS with RAxML, Bayesian Posterior Probability with Phylobayes (19,457 sampled trees, meandiff=0.0056, maxdiff=0.145)). Colored dots in branches indicate corresponding branch supports. Thick branches indicate significant support by at least two metrics, one parametric and one non-parametric; branch support thresholds are shown in the center of the figure; see Methods.

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Figure 5 - supplement 2: Phylogeny of fungal SBF and APSES transcription
factors. SBF and APSES transcription factors (Asm1, Phd1, Sok2, Efg1, StuA) share
a common DNA-binding domain (KilA-N), which is derived from DNA viruses. During
our search for SBF and APSES homologs, we consistently detected two additional
fungal sub-families with homology to KilA-N: XBP1 (family name taken from *S.*
cerevisiae) and BQT4 (family name taken from *S. pombe*). To detect APSES, XBP1,
and BQT4 homologs, we built profile-HMMs (APSES.hmm, XBP1.hmm, and
BQT4.hmm) by combining APSES, XBP1, and BQT4 homologs from *S. cerevisiae, C.*
albicans, N. crassa, A. nidulans, and *S. pombe*. A domain threshold of E-10 was used
to identify APSES, XBP1, and BQT4 homologs. Our final dataset (pKILA.fasta)
contains all fungal KILA sub-families (SBF, APSES, XBP1, BQT4) and has a total of
301 sequences. Columns with the top 10% Zorro score (447 positions) were used in
our alignment. Confidence at nodes was assessed with multiple support metrics
using different phylogenetic programs under LG model of evolution (aBayes and SH-
aLRT metrics with PhyML, RBS with RAxML, Bayesian Posterior Probability with
Phylobayes (15,251 sampled trees, meandiff=0.012, maxdiff=0.25)). Colored dots in
branches indicate corresponding branch supports. Thick branches indicate significant
support by at least two metrics, one parametric and one non-parametric; branch
support thresholds are shown in the center of the figure; see Methods.
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Figure 5 - supplement 3: Phylogeny of fungal Whi5 inhibitors. WHI5 and
NRM1 are a yeast-specific protein family that has been identified and functionally
characterized across *S. cerevisiae*, *C. albicans*, and *S. pombe.* Both WHI5 and NRM1
are fast evolving proteins. There is a small conserved region of 25 amino-acids
(known as the GTB domain) that is responsible for interacting with Swi6/Cdc10
(Travesa et al., 2013). Unfortunately, the Whi5.hmm profile from PFAM is unable to
detect an SRL3 paralogue in *S. cerevisiae* or the NRM1 orthologues in *A. gossypii* or
C. albicans. We built a more sensitive profile-HMM (pWHI5.hmm) by combining
WHI5/NRM1 sequences across ascomycetes (including SRL3 from Saccharomyces
genomes and NRM1 from Candida genomes). A domain threshold of E-05 was used
to identify WHI5 homologs. Our WHI5 dataset (pWHI5.fasta) has 98 sequences.
Columns with the top 15% Zorro score (260 positions) were used in our alignment.
Confidence at nodes was assessed with multiple support metrics using different
phylogenetic programs under the LG model of evolution (aBayes and SH-aLRT
metrics with PhyML, RBS with RAxML, Bayesian Posterior Probability with Phylobayes
(77,696 sampled trees, meandiff=0.0068, maxdiff=0.11)). Colored dots in branches
indicate corresponding branch supports. Thick branches indicate significant support
by at least two metrics, one parametric and one non-parametric; branch support
thresholds are shown in the center of the figure; see Methods.

Supplementary File 1A: List of eukaryotic genomes. We downloaded and
analyzed the following annotated genomes using the "best" filtered protein sets when
available. We gratefully acknowledge the Broad Institute, the DOE Joint Genome
Institute, Génolevures, PlantGDB, SaccharomycesGD, AshbyaGD, DictyBase, JCV
Institute, Sanger Institute, TetrahymenaGD, PythiumGD, AmoebaDB,
NannochloroposisGD, OrcAE, TriTryDB, GiardiaDB, TrichDB, CyanophoraDB, and
CyanidioschizonDB for making their annotated genomes publicly available. We
especially thank D. Armaleo, I. Grigoriev, T. Jeffries, J. Spatafora, S. Baker, J.
Collier, and T. Mock for allowing us to use their unpublished data.
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1207 **Supplementary File 1B: Plasmids.**

1208 **Supplementary File 1C: Strains.** All yeast strains were derived from W303 and
1209 constructed using standard methods.
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1211 **Supplementary File 1D: Protein sequences of cell cycle regulators.** All protein
1212 sequences from different genome that were used to create molecular phylogenies
1213 can be downloaded as FASTA files.
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