

1 **H3.3 contributes to chromatin accessibility and transcription factor binding at promoter-**
2 **proximal regulatory elements**

3

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16 **Abstract**

17

18 **Background**

19 The histone variant H3.3 is enriched at active regulatory elements such as promoters and
20 enhancers in mammalian genomes. These regions are highly accessible, creating an
21 environment that is permissive to transcription factor binding and the recruitment of
22 transcriptional coactivators that establish a unique chromatin post-translational landscape. How
23 H3.3 contributes to the establishment and function of chromatin states at these regions is poorly
24 understood.

25

26 **Results**

27 We performed genomic analyses of features associated with active promoter chromatin in
28 mouse embryonic stem cells (ESCs) and found evidence of subtle yet widespread promoter
29 dysregulation in the absence of H3.3. Loss of H3.3 deposition at promoters reduces chromatin
30 accessibility and transcription factor (TF) footprinting for nearly all TFs expressed in ESCs. H3.3
31 deletion leads to reduced promoter enrichment of the transcriptional coactivator and histone
32 acetyltransferase, p300. Subsequently, histone H3 acetylation at lysine 27 (H3K27ac) is
33 reduced at promoters in the absence of H3.3, along with reduced enrichment of the
34 bromodomain-containing protein BRD4, an acetyl lysine reader. Despite the observed chromatin
35 dysregulation, H3.3 KO ESCs maintain transcription from ESC-specific genes. However, upon
36 undirected differentiation, H3.3 KO cells retain footprinting of ESC-specific TF motifs and fail to
37 generate footprints of lineage-specific TF motifs, in line with their diminished capacity to
38 differentiate.

39

40 **Conclusions**

41 H3.3 facilitates DNA accessibility, TF binding, and histone post-translational modification at
42 active promoters. While H3.3 is not required for maintaining transcription in ESCs, it is required
43 for TF binding at new promoters during differentiation.

44

45 **Keywords**

46 Histone variants, chromatin accessibility, transcription factor binding, embryonic stem cells,
47 differentiation

48 **Background**

49

50 In eukaryotic cells, DNA is wrapped around histone proteins to form nucleosomes, the
51 fundamental repeating unit of chromatin [1,2]. While chromatin functions in part to organize a
52 large amount of genomic material within the confines of the nucleus, the natural consequence of
53 this condensation is that regulatory DNA sequences become masked to transcription factors
54 and other proteins that must locate their target sequences for downstream function [3,4]. A
55 subset of specialized transcription factors are able to engage nucleosomal DNA, so-called
56 “pioneer” factors [5]. However, many transcription factors must cooperate with chromatin
57 remodeling factors and the local chromatin environment to engage their target DNA sequences
58 [6]. In addition to specific post-translational modifications, nucleosomes at active regulatory
59 elements are enriched with the histone variants H2A.Z and H3.3 [7]. These nucleosomes are
60 proposed to have unique physical properties that may destabilize the nucleosome core particle
61 [8,9], providing a “window of opportunity” for access to the underlying DNA. Studies of H2A.Z
62 function largely support this view, attributed to both primary sequence differences from
63 replication-coupled H2A and coordinated nucleosome eviction and exchange by dedicated
64 H2A.Z interacting proteins [10–12]. The contribution of H3.3 to chromatin accessibility and
65 transcription factor binding, however, is less clear [13].

66

67 H3.3 differs from replication-coupled H3 by only 4-5 amino acids, yet this is sufficient to drive
68 dedicated chaperone association and deposition at specific regions of the genome [7]. H3.3 was
69 first identified as a component of active chromatin [14] and many genome-wide studies have
70 noted its deposition at genic regions such as enhancers, promoters, and gene bodies [15,16].
71 Regions of H3.3 deposition are sites of dynamic nucleosome turnover [17–21], and several
72 studies have suggested that H3.3 deposition itself may function to destabilize nucleosomes
73 [8,22]. However, other studies have found that H3.3 nucleosomes are structurally and
74 thermodynamically indistinguishable from nucleosomes containing canonical H3 [23,24].
75 Further, although H3.3 is enriched at active enhancers, previous data show minimal disruption
76 of chromatin accessibility at enhancers in the absence of H3.3, suggesting that H3.3 is
77 correlative with chromatin dynamics rather than causative in this setting [25,26].

78

79 Several studies suggest that H3.3 may influence the local chromatin environment by recruiting
80 specific complexes to chromatin [27–29]. For example, H3.3 recruits chromatin remodeling
81 complexes, particularly SWI/SNF and NuRD, whose role in regulating nucleosome dynamics at

82 regulatory elements may influence transcription factor binding [27,30]. In addition, H3.3 has
83 been shown to contribute to the post-translational modification state found at specific regions
84 [7,25,28,29]. For example, recent studies demonstrate that histone H3 lysine 27 acetylation
85 (H3K27ac), a hallmark of active enhancers and promoters thought to occur downstream of
86 transcription factor binding [13,31], is reduced in the absence of H3.3 [25,32,33]. Perhaps
87 surprisingly, H3.3-mediated reduction of enhancer acetylation is not correlated with global
88 reduction of transcription in embryonic stem cells (ESCs) [25,34]. However, a number of studies
89 in mammalian cell lines suggest that H3.3 plays a role in *de novo* transcription [35,36] in
90 response to extracellular stimuli [25,37–41], and H3.3 knockout in animal models results in
91 embryonic lethality or sterility [42–44]. Together, these observations suggest that H3.3 may be
92 functionally important to initiate new transcription programs.

93
94 In this study, we performed genomic analyses to determine the effect of H3.3 deposition on
95 regulatory element architecture and downstream transcription in mouse embryonic stem cells
96 (ESCs). We find that promoter-proximal regulatory elements become less accessible in the
97 absence of H3.3. Reduced accessibility is accompanied by reduced transcription factor
98 footprinting, attenuation of chromatin states thought to be downstream of transcription factor
99 binding, and decreased RNA polymerase II engagement at affected promoters. While ESCs
100 appear quite tolerant to these changes in genome regulation, they are unable to respond to
101 cellular differentiation cues and show perdurance of the regulatory landscape associated with
102 pluripotency. Thus, we propose that H3.3 is a necessary upstream component of transcriptional
103 activation that becomes dispensable for the maintenance of established gene regulatory
104 networks.

105 **Results**

106

107 **H3.3 increases DNA accessibility at promoters**

108

109 Given the dynamic transcription-associated turnover of H3.3 at regulatory elements [20], we
110 wanted to test whether H3.3 is required for accessibility at transcriptionally active regions. We
111 first performed H3.3 ChIP-seq and ATAC-seq on WT mouse embryonic stem cells (ESCs) [25].
112 All ATAC-seq studies were performed in technical duplicate at a minimum sequence depth of 40
113 million reads for each data set. In agreement with previous studies, we find that H3.3
114 enrichment at active regulatory elements is correlated with accessibility (Fig. 1A, Fig. S1A).
115 Accessibility at active promoters (defined as >20 baseMean across WT and H3.3 KO RNA-seq
116 [25]) showed higher correlation with H3.3 deposition compared to active promoter-distal
117 regulatory elements (defined as regions +/- 3 kb from a promoter and containing both ATAC-seq
118 and H3K27ac ChIP-seq enrichment). We next asked whether regulatory element accessibility is
119 dependent upon H3.3 by comparing ATAC-seq data from WT and H3.3 KO ESCs [25,29]. In
120 line with higher correlation between accessibility and H3.3 deposition at promoters, we observe
121 a slight but significant decrease in chromatin accessibility at promoters but not distal regulatory
122 elements in the absence of H3.3 (Fig. 1B,C and Fig. S1B). Decreased promoter accessibility is
123 apparent both at the level of individual promoters and genome-wide (Fig. 1B-C). We next
124 wanted to determine whether reduced promoter accessibility in H3.3 KO ESCs is related to the
125 level of H3.3 enrichment at that promoter in WT ESCs. Globally, we find that reduced ATAC-seq
126 signal at promoters in H3.3 KO ESCs is correlated with H3.3 enrichment in WT ESCs (Fig 1D).
127 Further, by binning promoters into quartiles based on H3.3 enrichment, we observed that
128 promoters with higher H3.3 enrichment indeed showed more pronounced and significant loss of
129 accessibility by ATAC-seq in H3.3 KO ESCs (Fig. 1E).

130

131 H3.3 deposition occurs through two distinct chaperone complexes. The HIRA complex is
132 responsible for the majority of H3.3 deposition at promoters, gene bodies, and enhancers,
133 whereas the ATRX–DAXX complex deposits H3.3 at repetitive regions such as telomeres and
134 interstitial heterochromatin [7,15]. We therefore predicted that loss of HIRA, but not ATRX or
135 DAXX, would result in similar effects on promoter accessibility as observed upon loss of H3.3. In
136 agreement, we observed a similar reduction in promoter accessibility in HIRA KO ESCs (Fig.
137 1B, Fig. S1C-D). By contrast, ATRX KO did not alter regulatory element accessibility and DAXX
138 KO interestingly resulted in a slight increase in chromatin accessibility at both enhancers and

139 promoters (Fig. S1E-I). Genome-wide, we identified 335 regions of differential accessibility at
140 promoters in H3.3 KO compared to WT ESCs ($p < 0.05$), with 79% (265/335) of these regions
141 becoming less accessible in H3.3 KO ESCs (Fig. S2A). These “H3.3-dependent” regions were
142 also less accessible in HIRA KO ESCs but not in DAXX KO or ATRX KO ESCs (Fig. S2B). In
143 addition to reduced accessibility, we find that loss of either H3.3 or HIRA, but not ATRX or
144 DAXX, disrupts nucleosome footprinting and positioning at promoters genome-wide as
145 assessed by NucleoATAC [45] (Fig. S3). Overall, these data suggest that HIRA-dependent
146 deposition of H3.3 at promoters has a role in maintaining chromatin accessibility and
147 nucleosome organization at these regions.

148

149 **H3.3 facilitates transcription factor binding at promoters**

150

151 Given that chromatin accessibility is a hallmark of regulatory element transcription factor
152 binding, we hypothesized that the reduced promoter accessibility observed in H3.3 KO and
153 HIRA KO ESCs would be accompanied by reduced TF binding. ATAC-seq data measures
154 chromatin accessibility but also contains regions of depleted signal within open chromatin that
155 are protected from transposition by TF binding, referred to as TF footprints. We used a recently
156 developed tool called TOBIAS [46] to perform comparative footprinting analysis of 395
157 expressed TFs with known consensus motifs in WT and H3.3 KO ESCs. This analysis revealed
158 that nearly all expressed TFs show reduced binding to their motifs in the promoters of H3.3 KO
159 ESCs, including key members of the transcription factor network that controls pluripotency,
160 POU5F1 (e.g., OCT4, SOX2, and Nanog [47]) (Fig. 2A, Table S1). Analysis of ATAC-seq data
161 from WT and H3.3 KO ESCs centered on motifs for selected pluripotency TFs showed clearly
162 reduced accessibility upon loss of H3.3 (Fig. 2B). While all TFs show reduced binding scores in
163 the absence of H3.3, those families most affected based on the magnitude and significance of
164 dysregulation bind to motifs containing high GC content (Fig. 2C, Fig. S2C), perhaps reflective
165 of their presence at promoters. In line with our accessibility analysis, HIRA KO ESCs showed a
166 similar reduction of TF binding while DAXX KO and ATRX KO ESCs did not (Fig. S4, Table S1).
167 As expected, the most highly dysregulated TF families in H3.3 KO and HIRA KO ESCs overlap
168 significantly (Fig. 2D).

169

170 Loss of TF binding in H3.3 and HIRA KO ESCs could be caused either by altered binding ability
171 or by reduced TF expression. When we compared published RNA-seq data for WT, H3.3 KO
172 and HIRA KO ESCs [25], we did not observe a global loss of TF expression in either H3.3 KO or

173 HIRA KO ESCs (Fig. S5A,B; Table S2). Further, we found no correlation between changes in
174 TF expression and differential TF binding scores due to loss of H3.3 or HIRA (Fig S5C,D).
175 Finally, we do not observe changes in expression at the protein level for a subset of assessed
176 pluripotency TFs in H3.3 KO compared to WT ESCs (Fig. S5E). Together, our results suggest
177 that loss of H3.3 deposition does not affect TF levels but rather affects the ability of TFs to bind
178 to promoters.

179

180 **Dysregulation of promoter chromatin landscape in the absence of H3.3**

181

182 Promoters of active genes contain distinct chromatin post-translational modifications. These
183 regions are enriched with H3K27ac and H3K4me3, deposited by the CBP/p300
184 acetyltransferases and the MLL1/2 methyltransferases, respectively [48,49]. Recruitment of
185 these enzymes has been shown to be downstream of TF binding [13,50–53]. CBP/p300-
186 mediated histone acetylation in turn acts as a scaffold to recruit effector proteins such as the
187 bromodomain and extra-terminal domain (BET) family protein BRD4, which is involved in
188 transcription elongation [54]. Given the reduction in both accessibility and TF binding observed
189 at promoters lacking H3.3, we hypothesized that subsequent steps in establishing the promoter
190 chromatin landscape may be dysregulated.

191

192 To explore the relationship between H3.3 deposition and chromatin signatures at promoters, we
193 both reanalyzed existing data sets [25] and performed additional chromatin immunoprecipitation
194 followed by sequencing (ChIP-seq) of several modifications and chromatin-associated proteins
195 in WT and H3.3 KO ESCs. Genome-wide, we observed only a subtle decrease in H3K4me3 at
196 active promoters (Fig. 3A-B, Fig. S6A,E), suggesting that this modification has little reliance on
197 H3.3 for its installation into chromatin. In contrast, the molecular machinery associated with
198 histone acetylation shows greater dependence on H3.3 at promoters. We find that loss of H3.3
199 leads to reduced enrichment of p300, H3K27ac, and BRD4 at active promoters genome-wide
200 (Fig. 3A,C-E, Fig. S6B-D). Reduced enrichment of each factor in H3.3 KO ESCs was correlated
201 with the level of H3.3 enrichment present at WT promoters (Fig. S6F-H). The effect of H3.3 loss
202 on p300, H3K27ac, and BRD4 was not restricted to promoters containing specific TF motifs, but
203 rather appeared more global, with even regions bound by lineage-drivers such as Oct4, Sox2,
204 and Nanog showing reduced enrichment (Fig. 3F, Fig. S6I). Reduced recruitment of p300 and
205 BRD4 at promoters cannot be attributed to reduced expression of these genes in H3.3 KO

206 ESCs (Fig. S5), suggesting that the presence of H3.3 itself plays a role in regulating histone
207 acetylation at promoters.

208

209 Finally, since H3.3 deposition at promoters is facilitated by the HIRA complex, we again expect
210 that loss of HIRA, but not ATRX or DAXX, will phenocopy the effects of loss of H3.3 at
211 promoters. As proof-of-principle, we reanalyzed existing H3K27ac ChIP-seq data sets obtained
212 from WT, HIRA, ATRX, or DAXX KO ESCs [25]. In agreement with our ATAC-seq results, we
213 find that only loss of HIRA resulted in reduced H3K27ac at active promoters compared to WT
214 ESCs (Fig. S6J). In contrast, loss of ATRX had no effect on promoter H3K27ac enrichment
215 while loss of DAXX resulted in a slight increase in H3K27ac at promoters (Fig. S6K,L). This
216 effect was clear when directly comparing the ratio of H3K27ac enrichment at individual
217 promoters in WT and H3.3 chaperone KO ESCs (Fig. S6M). Overall, our data demonstrate that
218 HIRA-dependent H3.3 deposition positively influences p300 binding, H3K27 acetylation, and
219 recruitment of downstream effectors such as BRD4 at promoters.

220

221 **Reduced promoter RNA polymerase II engagement in H3.3 KO cells**

222

223 Our results demonstrate that promoters lacking H3.3 show reduced enrichment of histone
224 modifications and cofactors characteristic of transcriptional activity (Fig 3), suggesting that this
225 activity may be reduced in the absence of H3.3. To test whether loss of these marks was
226 associated with reduced active RNA polymerase II (RNAPII) engagement, we performed global
227 run-on sequencing (GRO-seq) from WT and H3.3 KO ESCs. This technique relies on the strong
228 interaction between transcriptionally engaged RNAPII and DNA to produce nascent transcripts
229 in vitro that are then sequenced and mapped to determine sites of active RNAPII within the
230 genome [55]. In agreement with dysregulation of the chromatin landscape at active promoters,
231 we find that active RNAPII engagement was reduced at the TSS of expressed genes in H3.3
232 KO compared to WT ESCs (Fig 4A). Interestingly, the change in GRO-seq signal at individual
233 promoter-proximal TF motifs in H3.3 KO compared to WT ESCs was correlated with reduced
234 footprinting of that TF in H3.3 KO ESCs, suggesting an association between the magnitude of
235 TF dysregulation and the reduction of RNAPII engagement (Fig 4B).

236

237 **H3.3 is required for TF activity during differentiation**

238

239 Surprisingly, loss of RNAPII engagement observed in H3.3 KO ESCs is not associated with a
240 global reduction in steady-state transcription, as measured by RNA-seq [25]. Although we do
241 observe differentially expressed genes by RNA-seq, the core ESC transcriptional program
242 remains mostly unperturbed. Of the 335 genes that constitute the “core ESC-like gene module”
243 [56], only 8 genes show >2-fold reduced expression in H3.3 KO ESCs (Fig S7A). Similarly,
244 expression of the PluriNet protein-protein network characteristic of pluripotent cells [57] is
245 maintained in the absence of H3.3 (Fig S7B). Thus, although RNAPII engagement is reduced in
246 the absence of H3.3, the remaining RNAPII appears sufficient for maintaining the ESC
247 transcriptome.

248
249 While H3.3 KO ESCs maintain their ability to self-renew, we previously reported that H3.3 is
250 required for undirected differentiation of ESCs into embryoid bodies (EBs) [25]. This process
251 requires both the decommissioning of the existing transcription program as well as the
252 establishment of new gene regulatory networks driven by lineage-specific TFs [58]. H3.3 KO
253 ESCs show a defect in EB formation [25] accompanied by failure to down-regulate ESC-specific
254 genes (Fig. S7C,D). Given the reduced TF binding scores observed in H3.3 KO ESCs, we
255 hypothesized that H3.3 may be involved in the establishment of new lineage-specific TF binding
256 during EB formation.

257
258 The complex mixture of cell types present in EBs poses a challenge for TF footprint analysis. To
259 test whether our approach can distinguish between ESC and EB-specific TF footprinting, we
260 generated ATAC-seq data sets from WT ESCs and WT cells differentiated for four days into
261 EBs and performed footprint analysis using TOBIAS [46]. Using our previously published EB
262 and ESC RNA-seq data [25], we compiled a list of 458 TFs which were expressed in either EB
263 or ESCs, including 63 EB-specific and 16 ESC-specific TFs. Since we were specifically
264 interested in the effect of H3.3 loss on the decommissioning of ESC genes and on the activation
265 of EB transcriptional programs, we restricted our analysis to promoters which were expressed
266 specifically in either cell state, resulting in 8,389 ATAC-seq peaks that were unique to either
267 EBs or ESCs. As expected, TF motifs characteristic of pluripotent cells (e.g., KLF4, NANOG,
268 and SOX2) were more bound in ESCs, whereas lineage-specific transcription factors (e.g.,
269 FOXA2, GATA2, HAND2) had greater footprinting in EBs (Fig 5A, Table S3). This result gave us
270 confidence that we could distinguish between EB and ESC-specific footprinting.

271

272 To determine whether loss of H3.3 was associated with failure to establish new patterns of TF
273 binding during differentiation, we performed ATAC-seq on WT and H3.3 KO EBs and compared
274 TF footprinting at cell state-specific ATAC-seq peaks. In agreement with the failure of H3.3 KO
275 cells to properly form EBs, our analyses revealed that pluripotency-maintaining TFs tended to
276 remain bound to their motifs (e.g., POU5F1, NANOG, and ZFP42) in H3.3 KO EBs, suggesting
277 an inability to decommission ESC-specific binding patterns. Likewise, lineage-specific TFs (e.g.,
278 HAND2, GATA3, and TWIST2) show greater binding in WT EBs, suggesting a defect in initiating
279 differentiation-specific binding events in H3.3 KO cells (Fig 5B, Table S3). Taken together, our
280 analyses suggest that while H3.3-mediated TF binding may not be required to maintain gene
281 regulatory networks in ESCs, H3.3 deposition is essential for establishing new TF binding
282 patterns during differentiation.

283

284 **Discussion**

285

286 The specific contribution of H3.3 to the establishment and maintenance of transcriptionally
287 permissive chromatin remains an open question. Our genomic studies have revealed a
288 relationship between H3.3 deposition and accessibility of active promoters in ESCs. Our data
289 suggest a role for H3.3 in facilitating TF binding to these regions, as well as maintenance of
290 histone modifications and cofactors associated with transcriptionally active genes, including
291 RNAPII engagement. H3.3 KO ESCs are able to maintain transcription despite global, albeit
292 modest, dysregulation of chromatin architecture at promoters. In contrast, loss of H3.3 has
293 dramatic consequences on EB differentiation which coincides with widespread failure to engage
294 lineage-specific TF motifs. Taken together, our data suggests distinct roles for H3.3 in the
295 maintenance of and initiation of transcription.

296

297 While the features of active regulatory elements are well-characterized, the order of events that
298 generate transcriptionally permissive chromatin landscapes remains poorly understood. The
299 binding of pioneer TFs to nucleosomal DNA is thought to initiate the assembly of chromatin-
300 modifying protein complexes at promoters [5,25]. However, even pioneer TFs have been shown
301 to be sensitive to nucleosome composition and reliant on specific chromatin remodeling
302 complexes. For instance, the recruitment of OCT4, a model pioneer TF [59,60], is facilitated
303 both by H2A.Z and BAF complex recruitment in ESCs [11,61]. Further, the BAF complex has
304 been shown to facilitate reprogramming of somatic cells to induced pluripotent stem cells
305 (iPSCs) by enhancing OCT4 binding to target sequences [62]. In our assessment, both pioneer

306 factors as well as TFs that are dependent on chromatin remodeling complexes [63] were
307 affected by loss of H3.3 in ESCs, suggesting that this replacement variant is broadly required for
308 optimal TF binding to DNA. Interestingly, a previous study reported that depletion of H3.3 early
309 in reprogramming facilitates the repression of somatic genes; however, H3.3 deposition at later
310 time points was required to initiate ESC-like transcription [64]. These observations are in line
311 with our own and suggest a dual role for H3.3 in both safeguarding cellular identity but also
312 facilitating new transcription during cell fate transitions.

313

314 Previous studies have shown that HIRA-dependent H3.3 deposition at promoters proceeds via a
315 gap-filling mechanism to protect the transiently naked DNA that is exposed in the wake of
316 RNAPII transcription [17,21]. One interpretation of our results is that H3.3 itself is necessary for
317 nucleosome displacement to occur. Reduced access to underlying DNA in the absence of H3.3
318 then results in reduced recruitment of TFs to their target motifs, setting off a cascade of events
319 resulting in reduced p300 recruitment with subsequent downregulation of H3K27ac at
320 promoters. While this seems plausible at promoters, it is important to note that phosphorylation
321 of a unique serine on the H3.3 tail (substituted by an alanine in replication-coupled H3) has
322 been shown to stimulate p300 activity and H3K27ac at both enhancers and promoters [25,33].
323 In contrast to what we see at promoters, loss of H3K27ac at enhancers occurs without any
324 appreciable decrease in p300 recruitment or change in chromatin accessibility [25], suggesting
325 that distal regulatory elements are subject to distinct mechanisms of control in ESCs.

326

327 Recent studies have shown that loss of histone post-translational modifications long associated
328 with active enhancers and promoters has little effect on ongoing transcription [25,34,65,66], with
329 several studies suggesting that histone-modifying enzymes play non-catalytic roles in
330 transcription [67–70]. In line with these findings, we observed that H3.3 KO ESCs were largely
331 able to maintain their transcription program and cell identity despite reduced H3K27ac
332 enrichment at promoters. However, we and others have previously shown a requirement for
333 H3.3 during differentiation [25,32]. In the current study, we showed that loss of H3.3 results in
334 reduced footprinting of lineage-specific TFs and a failure to disengage master ESC regulators
335 during differentiation. Interestingly, proper ESC differentiation requires enhancer
336 decommissioning by the H3K4/K9 demethylase LSD1 [71], a component of the NuRD complex
337 which has been shown to be recruited by H3.3 [27,71]. Thus, it is possible that the persistence
338 of ESC-specific TF networks we observed in H3.3 KO EBs is due to a failure to decommission
339 active enhancers in addition to an inability to recruit TFs to lineage-specific regulatory elements.

340

341 Interestingly, H3.3 has previously been shown to facilitate the recruitment of both BAF and
342 NuRD complexes in a manner that requires the H3.3 K4 residue [27,30]. Given the widespread
343 reliance of TFs on chromatin remodeling, it is possible that this function of H3.3 underlies the
344 extensive TF dysregulation we observe in H3.3 KO ESCs. It remains to be seen whether
345 mutation of specific H3.3 residues or deletion of specific chromatin remodelers can recapitulate
346 loss of chromatin accessibility and TF binding that we observe in H3.3 KO ESCs. Future studies
347 investigating the activities of specific remodelers in the absence or mutation of H3.3 will shed
348 light on how H3.3 influences chromatin dynamics and transcriptional regulation.

349

350 **Conclusions**

351 In this study, we investigated the contributions of histone H3.3 to chromatin states at promoters.
352 Using genomic analyses, we find that H3.3 promotes accessibility, TF binding, and the
353 enrichment of transcriptional coactivators p300 and BRD4 at active promoters. Active RNAPII
354 and histone acetylation associated with active promoters are also depleted in the absence of
355 H3.3, with seemingly no global effect on steady-state transcription. However, in agreement with
356 previous reports, we find that H3.3 is important for gene regulation during differentiation.
357 Specifically, H3.3 is required for the rewiring of TF networks observed during lineage
358 commitment. Our findings build on previous work linking H3.3 deposition to gene activation and
359 identify a role for H3.3 in maintaining transcriptionally permissive chromatin. Given that H3.3
360 mutations have been identified in pediatric cancers and congenital neurologic disorders, our
361 studies on normal H3.3 function have important implications towards understanding how
362 dysregulation of this histone variant influences human disease [72–74].

363 **Methods**

364

365 **ESC culture**

366 ESCs were maintained under standard conditions on gelatin-coated plates at 37 °C and 5%
367 CO₂, in medium containing Knockout DMEM (Thermo Fisher) supplemented with NEAA,
368 GlutaMAX, penicillin/streptomycin (Thermo Fisher), 10% ESC-screened fetal bovine serum
369 (Hyclone), 0.1 mM 2-mercaptoethanol (Fisher) and leukemia-inhibitory factor (LIF). Generation
370 of H3.3 KO, ATRX KO, DAXX KO, and HIRA KO ESCs has been described previously
371 [25,29,75]. ESCs were routinely screened for mycoplasma. For EB formation, ESCs were
372 diluted to 10⁴ cells/ml in EB differentiation media (DMEM, 15% FBS, 1x MEM-NEAA,
373 1x Pen/Strep, 50 µM β-mercaptoethanol) and 30 µl drops were placed on the lid of a 150 mm
374 dish. The lid was inverted and placed over a dish containing 10–15 ml of PBS. The hanging
375 drops were cultured for 3 days at 37 °C and 5% CO₂. The hanging drops were then washed from
376 the lids with EB differentiation media and cultured in 100 mm dishes on an orbital shaker at
377 50 rpm for an additional day.

378

379 **Antibodies**

380 Brd4 (A301-985A50, Bethyl), H3 general (ab1791, Abcam, Lot # GR177884-2), H3.3 (09-838,
381 Millipore, Lot # 2578126), H3K4me3 (39159, Active Motif), Spike-In antibody (61686, Active
382 Motif, Lot# 00419007), OCT4 (sc-5279, Santa Cruz), NANOG (ab70482, Abcam), KLF4
383 (ab34814, Abcam), anti-mouse IgG-HRP (NA93V, GE, Lot # 9773218), anti-rabbit IgG-HRP
384 (170-6515, Biorad, Lot # 350003248).

385

386 **Chromatin Immunoprecipitation (ChIP)**

387 **Native ChIP**

388 Cells were trypsinized, washed and lysed (50 mM TrisHCl pH 7.4, 1 mM CaCl₂, 0.2% Triton X-
389 100, 10 mM NaButyrate, and protease inhibitor cocktail (Roche)) with micrococcal nuclease
390 (Worthington) for 5 min at 37 °C to recover mono- to tri-nucleosomes. Nuclei were lysed by brief
391 sonication and dialyzed twice into RIPA buffer (10 mM Tris pH 7.6, 1 mM EDTA, 0.1% SDS, 0.1%
392 Na-Deoxycholate, 1% Triton X-100) for 1 hr at 4 °C. Soluble material was combined with 50 ng
393 spike-in chromatin (Active Motif 53083) and 5% was reserved as input DNA. 5 µg of antibody and
394 2 µg of spike-in antibody (Active Motif 61686) were bound to 50 µl protein A or protein G
395 Dynabeads (Invitrogen) and incubated with soluble chromatin overnight at 4 °C. Magnetic beads
396 were washed as follows: 3x RIPA buffer, 2x RIPA buffer + 300 mM NaCl, 2x LiCl buffer (250 mM

397 LiCl, 0.5% NP-40, 0.5% NaDeoxycholate), 1x TE + 50 mM NaCl. Chromatin was eluted and
398 treated with RNaseA and Proteinase K. ChIP DNA was purified using QIAquick PCR Purification
399 Kit (Qiagen).

400

401 Crosslink ChIP

402 WT and H3.3 KO ESCs were harvested and crosslinked with 1% formaldehyde in PBS for 10 min
403 at room temperature. Cross-linking was quenched with 125 mM glycine. Cells were lysed (50 mM
404 HEPES, pH 7.5, 140 mM NaCl, 1 mM EDTA, 10% glycerol, 0.5% NP-40, 0.25% Triton X-100)
405 and nuclei were resuspended in ChIP buffer (10 mM Tris, pH 8, 100 mM NaCl, 1 mM EDTA,
406 0.5 mM EGTA, 0.1% sodium deoxycholate, 0.5% N-lauroylsarcosine). Chromatin was sonicated
407 to an average size of 0.3–1 kb using a Covaris M220 Focused-ultrasonicator. 50 ng spike-in
408 chromatin (Active Motif 53083) was added to the soluble fraction and incubated with 50 µl Protein
409 A Dynabeads (Invitrogen) bound to 5 µg of BRD4 antibody (Bethyl A301-985A50) and 2 µg spike-
410 in antibody (Active Motif 61686) overnight at 4 °C. Dynabeads were washed once with each of
411 the following: low salt wash buffer (10 mM Tris HCl, pH 8, 2 mM EDTA, 0.1% SDS, 1% Triton X-
412 100, 150 mM NaCl), high salt wash buffer (10 mM Tris HCl, pH 8, 2 mM EDTA, 0.1% SDS, 1%
413 Triton X-100, 500 mM NaCl), LiCl wash buffer (10 mM Tris HCl, pH 8, 1 mM EDTA, 1% NP-40,
414 1% Na-deoxycholate, 250 mM LiCl), and a final wash with TE + 50 mM NaCl. Chromatin was
415 eluted, incubated overnight at 65°C, treated with RNase A and proteinase K, and DNA was purified
416 using QIAquick PCR Purification Kit (Qiagen).

417

418 ChIP-seq Library Preparation

419 ChIP-seq libraries were prepared from 5-10 ng ChIP DNA following the Illumina TruSeq protocol.
420 The quality of the libraries was assessed using a D1000 ScreenTape on a 2200 TapeStation
421 (Agilent) and quantified using a Qubit dsDNA HS Assay Kit (Thermo Fisher). Libraries with unique
422 adaptor barcodes were multiplexed and sequenced on an Illumina NextSeq 500 (paired-end, 33
423 base pair reads). Typical sequencing depth was at least 20 million reads per sample.

424

425 ChIP-seq analysis

426 Quality of ChIP-seq datasets was assessed using the FastQC tool. ChIP-seq raw reads were
427 aligned separately to the mouse reference genome (mm10) and the spike-in drosophila reference
428 genome (dm3) using BWA [76]. Only one alignment is reported for each read (either the single
429 best alignment or, if more than one equivalent best alignment was found, one of those matches
430 selected randomly). Duplicate reads were filtered using Picard. Uniquely mapped drosophila

431 reads were counted in the sample containing the least number of drosophila mapped reads and
432 used to generate a normalization factor for random downsampling. Reads were converted into
433 bigWig files using BEDTools [76,77] for visualization in Integrative Genomics Viewer [78]. Peak
434 calling was performed with MACS2 software [79] using a *p* value cutoff of 0.01. Heatmaps and
435 average profiles were generated using deepTools. Box plots and density plots representing ChIP-
436 seq read densities and fold-changes in read densities, respectively, were generated using custom
437 R script.

438

439 **ATAC-Seq**

440 10^5 cells were lysed with ATAC buffer (Tris 10 mM, pH 7.4, 10 mM NaCl, 3 mM MgCl₂, NP-40
441 0.1%) and nuclei were collected for tagmentation at 37 °C for 30 minutes. The reaction was
442 stopped with 0.2% SDS and DNA was purified using Qiaquick PCR Purification Kit (Qiagen) and
443 eluted in 10 µl water. Eluted DNA was amplified using NEBNext Ultra II PCR Master Mix (NEB)
444 and purified using AMPure XP beads. Samples were pooled for multiplexing and sequenced
445 using paired-end sequencing on the Illumina NextSeq 500.

446

447 ATAC-seq analysis

448 ATAC-seq datasets for H3.3 KO, HIRA KO, ATRX KO, DAXX KO and corresponding WT cells
449 were obtained from GEO (GSE151013) [80]. FastQ reads were trimmed and adapters removed
450 using Trimgalore and Cutadapt. Quality of reads was assessed using FastQC. ATAC-seq reads
451 were aligned to the mouse reference genome (mm10) using Bowtie2 [81]. Optical duplicates were
452 removed using Picard and reads which mapped to the mitochondrial were filtered out. Peak calling
453 was performed using MACS2 software [79] with a *p* value cutoff of 0.01. Peaks were further
454 filtered to remove blacklisted regions using BEDTools [77]. A merged peak file containing all
455 filtered ATAC peaks in every sample was used for downstream TOBIAS analysis. MACS2 was
456 further used to generate bedgraph files which were normalized to signal per million reads. UCSC-
457 userApps was used to convert bedgraphs to bigWigs for visualization in IGV [78]. Heatmaps and
458 average profiles were generated from bigWig files using deepTools [82]. Differentially accessible
459 peaks were identified using the DiffBind package [83].

460

461 Motif analysis

462 Active genes and expressed transcription factors were identified from RNA-seq [25] using a cut-
463 off of >20 baseMean from DESeq2. Frequency matrices for each TF motif were downloaded from
464 JASPAR database [84]. The TSS for active genes was downloaded as a bedfile from UCSC Table

465 Browser and further expanded to 3 Kb on either side. ATAC-seq peaks that intersected TSS beds
466 were identified as promoter-proximal. Motifs within promoter-proximal ATAC peaks were identified
467 using FIMO [85].

468

469 NucleoATAC analysis

470 For NucleoATAC analysis, replicate bam files were merged and normalized to the same
471 sequencing depth using Samtools. Nucleosome positioning profiles were generated from merged
472 bam files around active promoter regions (TSS \pm 1 kb) with default setting of nucleoATAC.
473 Genome browser tracks were generated converting nucleoatac_signal.smooth.bedgraph to
474 bigwig format using bedGraphToBigWig.

475

476 Tobias analysis

477 For TOBIAS analysis, replicate bam files were merged. TOBIAS ATACCorrect and ScoreBigWig
478 were used to generate scored bigWig files for each merged sample across the merged ATAC
479 peaks bedfile. BINDetect was then used to generate pairwise differential binding scores between
480 samples for each expressed JASPAR motif. For analysis of differential binding scores specifically
481 in promoters, BINDetect was restricted using option --output-peaks to active promoter regions
482 (TSS \pm 3 kb).

483

484 **Global run-on sequencing (GRO-seq)**

485 ESCs were lysed in Hypotonic Lysis Buffer [10 mM Tris pH 7.4, 0.5% NP-40, 10% glycerol, 3
486 mM CaCl₂, 2 mM MgCl₂, 1 mM DTT, 1x protease inhibitor cocktail (Roche), and SUPERase-In
487 (Thermo Fisher)]. Nuclei were collected by centrifugation, washed once with 1 mL Lysis Buffer
488 and resuspended in 500 μ L of Freezing Buffer (50 mM Tris pH 8.3, 40% glycerol, 5 mM MgCl₂,
489 0.1 mM EDTA, and 4 units/mL of SUPERase-In per mL) and stored at -80 °C.

490

491 For nuclear run-on, 5x10⁶ nuclei in 100 μ L Freezing Buffer were mixed with an equal volume of 2X
492 Run-on mastermix [(10 mM Tris pH 8.0, 2.5 mM MgCl₂, 0.5 mM DTT, 150 mM KCl, 0.25 mM
493 rATP, 0.25 mM rGTP, 1 μ M rCTP, 0.25 mM bromo-UTP, 1% sarkosyl and 0.1 U/ μ L SUPERaseIn
494 (Thermo Fisher)] and incubated at 30 °C for 5 minutes. The reaction was stopped by treatment
495 with DNaseI and Proteinase K. NaCl was added to 225 mM, and the reaction was extracted twice
496 with acid phenol:chloroform and once with chloroform. Following precipitation, RNA was
497 hydrolyzed with 1N NaOH for 15 minutes on ice, and treated with DNaseI and PNK. Fragmented
498 RNA was bound to anti-BrdU beads in binding buffer [37.5 mM NaCl, 1 mM EDTA, 0.05% Tween,

499 0.25× saline-sodium-phosphate-EDTA buffer (SSPE)] for 1 h at room temperature. Beads were
500 washed once with binding buffer, low salt wash buffer (0.2X SSPE, 1 mM EDTA, 0.05% Tween)
501 and high salt wash buffer (0.25X SSPE, 1 mM EDTA, 0.05% Tween, 137.5 mM NaCl), followed
502 by two washes in TET buffer (TE + 0.05 mM Tween). RNA was eluted 4x with elution buffer (50
503 mM Tris pH 7.5, 150 mM NaCl, 1 mM EDTA, 20 mM DTT, 0.1% SDS) and extracted with acid
504 phenol:chloroform. The resulting RNAs were reverse transcribed, size-selected and amplified.
505 The quality of the libraries was assessed using a D1000 ScreenTape on a 2200 TapeStation
506 (Agilent) and quantified using a Qubit dsDNA HS Assay Kit (Thermo Fisher). Libraries with unique
507 adaptor barcodes were multiplexed and sequenced on an Illumina NextSeq 500.

508

509 GRO-seq analysis

510 Quality control for the GRO-seq data was performed using the FastQC tool. GRO-seq reads were
511 trimmed to remove adapter contamination and poly(A) tails using the default parameters of
512 Cutadapt software (Martin 2011). Reads >32 bp long were retained for alignment to the mouse
513 reference genome. Transcript calling was performed using groHMM.

514

515 RNA-seq analysis

516 RNA-seq datasets used for this study were obtained from the GEO (GSE114549). Quality of raw
517 RNA-seq reads was assessed using the FastQC tool. Reads were aligned to the mouse reference
518 genome (mm10) with STAR [86]. After normalization, the reads were converted into bigWig files
519 using BEDTools [77] for visualization in Integrative Genomics Viewer or the UCSC genome
520 browser. Count matrices were generated using the featureCounts tool [87] and differential
521 expression analysis was performed using DESeq2 (version 1.14.1) with FDR cutoff $p < 0.05$.

522

523 MA Plots. For each comparison, the mean of normalized counts and the \log_2 fold change of
524 read counts in each gene were determined using DESeq2. These values were plotted on the x
525 axis and y axis respectively for all transcripts detected. To visualize changes in expression of
526 genes thought to play a role in pluripotency, mouse homologs of genes included in the core
527 ESC-like gene module [56] or PluriNet [57] were highlighted.

528

529 Western Blotting

530 ESCs were lysed with micrococcal nuclease (Worthington) in 50 mM Tris pH 7.5, 1 mM CaCl_2 ,
531 0.2% Triton X-100 and 5 mM sodium butyrate. Proteins from whole cell lysate were separated in
532 Laemmli buffer by SDS-PAGE and transferred to PVDF membranes (Millipore). Membranes

533 were blocked in 5% milk in Tris-buffered saline with 0.1% Tween-20 (TBST) and incubated with
534 primary antibodies overnight at 4 °C or for 2 hours at room temperature. Membranes were
535 washed with TBST, incubated with HRP-conjugated secondary antibodies for 1 h, incubated
536 with HRP substrate (Fisher) and imaged using a ChemiDoc MP Imaging System (BioRad).

537

538 **Declarations**

539

540 **Ethics Approval and Consent to Participate**

541 Not applicable.

542

543 **Consent for Publication**

544 Not applicable.

545

546 **Availability of Data and Materials**

547

548 **Code Availability.** Code to generate figures is available at [https://github.com/utsw-medical-](https://github.com/utsw-medical-center-banaszynski-lab/Tafessu-et-al-2021)
549 [center-banaszynski-lab/Tafessu-et-al-2021](https://github.com/utsw-medical-center-banaszynski-lab/Tafessu-et-al-2021)

550

551 **Data Availability.** Datasets are deposited in the NCBI Gene Expression Omnibus using the
552 following accession numbers: SuperSeries GSExxx, ATAC-seq GSExxx, ChIP-seq
553 GSExxx, and GRO-seq GSExxx. Other datasets used for this study are available under
554 GSE114551 [25] and GSE151058 [80].

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561 **Competing Interests**

562 The authors declare that they have no competing interests.

563

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571

572 **Authors' Contributions**

573 A.T., R.O., and S.M. contributed equally to this work. A.T., R.O., S.M., and L.B. conceived and
574 developed the project. A.T., S.M., and L.A.B. designed the experiments and oversaw their
575 execution, with assistance from A.L.D. and P.S. A.T. and S.M. performed the ATAC-seq, ChIP-
576 seq, and GRO-seq experiments. A.T., R.O., and S.M. analyzed the data and performed
577 integrative analysis of genomic data sets. A.T. prepared the initial draft of the text, which was
578 edited by R.O., finalized by L.A.B., and approved by all co-authors. L.A.B secured funding for
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585 **References**

- 586 1. Kornberg RD. Chromatin structure: a repeating unit of histones and DNA. *Science*.
587 1974;184:868–71.
- 588 2. Luger K, Mäder AW, Richmond RK, Sargent DF, Richmond TJ. Crystal structure of the
589 nucleosome core particle at 2.8 Å resolution [Internet]. *Nature*. 1997. p. 251–60. Available from:
590 <http://dx.doi.org/10.1038/38444>
- 591 3. Allis CD, Jenuwein T. The molecular hallmarks of epigenetic control. *Nat Rev Genet*.
592 2016;17:487–500.
- 593 4. Klemm SL, Shipony Z, Greenleaf WJ. Chromatin accessibility and the regulatory epigenome.
594 *Nat Rev Genet*. 2019;20:207–20.
- 595 5. Zaret KS. Pioneer Transcription Factors Initiating Gene Network Changes. *Annu Rev Genet*.
596 2020;54:367–85.
- 597 6. Clapier CR, Iwasa J, Cairns BR, Peterson CL. Mechanisms of action and regulation of ATP-
598 dependent chromatin-remodelling complexes. *Nat Rev Mol Cell Biol*. 2017;18:407–22.
- 599 7. Martire S, Banaszynski LA. The roles of histone variants in fine-tuning chromatin organization
600 and function. *Nat Rev Mol Cell Biol*. 2020;21:522–41.
- 601 8. Jin C, Felsenfeld G. Nucleosome stability mediated by histone variants H3.3 and H2A.Z
602 [Internet]. *Genes & Development*. 2007. p. 1519–29. Available from:
603 <http://dx.doi.org/10.1101/gad.1547707>
- 604 9. Jin C, Zang C, Wei G, Cui K, Peng W, Zhao K, et al. H3.3/H2A.Z double variant-containing
605 nucleosomes mark “nucleosome-free regions” of active promoters and other regulatory regions
606 [Internet]. *Nature Genetics*. 2009. p. 941–5. Available from: <http://dx.doi.org/10.1038/ng.409>
- 607 10. Giaimo BD, Ferrante F, Herchenröther A, Hake SB, Borggreffe T. The histone variant H2A.Z
608 in gene regulation. *Epigenetics Chromatin*. 2019;12:37.
- 609 11. Hu G, Cui K, Northrup D, Liu C, Wang C, Tang Q, et al. H2A.Z facilitates access of active
610 and repressive complexes to chromatin in embryonic stem cell self-renewal and differentiation.
611 *Cell Stem Cell*. Elsevier Inc.; 2013;12:180–92.

- 612 12. Murphy KE, Meng FW, Makowski CE, Murphy PJ. Genome-wide chromatin accessibility is
613 restricted by ANP32E. *Nat Commun.* 2020;11:5063.
- 614 13. Tafessu A, Banaszynski LA. Establishment and function of chromatin modification at
615 enhancers. *Open Biol.* 2020;10:200255.
- 616 14. Ahmad K, Henikoff S. The histone variant H3.3 marks active chromatin by replication-
617 independent nucleosome assembly. *Mol Cell.* 2002;9:1191–200.
- 618 15. Goldberg AD, Banaszynski LA, Noh K-M, Lewis PW, Elsaesser SJ, Stadler S, et al. Distinct
619 factors control histone variant H3.3 localization at specific genomic regions. *Cell.* 2010;140:678–
620 91.
- 621 16. Mito Y, Henikoff JG, Henikoff S. Genome-scale profiling of histone H3.3 replacement
622 patterns. *Nat Genet.* 2005;37:1090–7.
- 623 17. Ray-Gallet D, Woolfe A, Vassias I, Pellentz C, Lacoste N, Puri A, et al. Dynamics of histone
624 H3 deposition in vivo reveal a nucleosome gap-filling mechanism for H3.3 to maintain chromatin
625 integrity. *Mol Cell.* 2011;44:928–41.
- 626 18. Ha M, Kraushaar DC, Zhao K. Genome-wide analysis of H3.3 dissociation reveals high
627 nucleosome turnover at distal regulatory regions of embryonic stem cells. *Epigenetics*
628 *Chromatin.* 2014;7:38.
- 629 19. Schlesinger S, Kaffe B, Melcer S, Aguilera JD, Sivaraman DM, Kaplan T, et al. A
630 hyperdynamic H3.3 nucleosome marks promoter regions in pluripotent embryonic stem cells.
631 *Nucleic Acids Res.* 2017;45:12181–94.
- 632 20. Deaton AM, Gómez-Rodríguez M, Mieczkowski J, Tolstorukov MY, Kundu S, Sadreyev RI,
633 et al. Enhancer regions show high histone H3.3 turnover that changes during differentiation.
634 *Elife* [Internet]. 2016;5. Available from: <http://dx.doi.org/10.7554/eLife.15316>
- 635 21. Schneiderman JI, Orsi GA, Hughes KT, Loppin B, Ahmad K. Nucleosome-depleted
636 chromatin gaps recruit assembly factors for the H3.3 histone variant. *Proc Natl Acad Sci U S A.*
637 2012;109:19721–6.
- 638 22. Thakar A, Gupta P, Ishibashi T, Finn R, Silva-Moreno B, Uchiyama S, et al. H2A.Z and H3.3
639 histone variants affect nucleosome structure: biochemical and biophysical studies.

- 640 Biochemistry. 2009;48:10852–7.
- 641 23. Flaus A, Rencurel C, Ferreira H, Wiechens N, Owen-Hughes T. Sin mutations alter inherent
642 nucleosome mobility. *EMBO J*. 2004;23:343–53.
- 643 24. Tachiwana H, Osakabe A, Shiga T, Miya Y, Kimura H, Kagawa W, et al. Structures of
644 human nucleosomes containing major histone H3 variants. *Acta Crystallogr D Biol Crystallogr*.
645 2011;67:578–83.
- 646 25. Martire S, Gogate AA, Whitmill A, Tafessu A, Nguyen J, Teng Y-C, et al. Phosphorylation of
647 histone H3.3 at serine 31 promotes p300 activity and enhancer acetylation. *Nat Genet*.
648 2019;51:941–6.
- 649 26. Navarro C, Lyu J, Katsori A-M, Caridha R, Elsässer SJ. An embryonic stem cell-specific
650 heterochromatin state promotes core histone exchange in the absence of DNA accessibility
651 [Internet]. *Nature Communications*. 2020. Available from: [http://dx.doi.org/10.1038/s41467-020-](http://dx.doi.org/10.1038/s41467-020-18863-1)
652 18863-1
- 653 27. Kraushaar DC, Chen Z, Tang Q, Cui K, Zhang J, Zhao K. The gene repressor complex
654 NuRD interacts with the histone variant H3.3 at promoters of active genes. *Genome Res*.
655 genome.cshlp.org; 2018;28:1646–55.
- 656 28. Elsässer SJ, Noh K-M, Diaz N, Allis CD, Banaszynski LA. Histone H3.3 is required for
657 endogenous retroviral element silencing in embryonic stem cells. *Nature*. 2015;522:240–4.
- 658 29. Banaszynski LA, Wen D, Dewell S, Whitcomb SJ, Lin M, Diaz N, et al. Hira-dependent
659 histone H3.3 deposition facilitates PRC2 recruitment at developmental loci in ES cells. *Cell*.
660 2013;155:107–20.
- 661 30. Gehre M, Bunina D, Sidoli S, Lübke MJ, Diaz N, Trovato M, et al. Lysine 4 of histone H3.3 is
662 required for embryonic stem cell differentiation, histone enrichment at regulatory regions and
663 transcription accuracy. *Nat Genet*. 2020;52:273–82.
- 664 31. Heintzman ND, Hon GC, Hawkins RD, Kheradpour P, Stark A, Harp LF, et al. Histone
665 modifications at human enhancers reflect global cell-type-specific gene expression. *Nature*.
666 2009;459:108–12.
- 667 32. Gehre M, Bunina D, Sidoli S, Lübke MJ, Diaz N, Trovato M, et al. Lysine 4 of histone H3. 3

- 668 is required for embryonic stem cell differentiation, histone enrichment at regulatory regions and
669 transcription accuracy. *Nat Genet.* Nature Publishing Group; 2020;52:273–82.
- 670 33. Sitbon D, Boyarchuk E, Dingli F, Loew D, Almouzni G. Histone variant H3.3 residue S31 is
671 essential for *Xenopus* gastrulation regardless of the deposition pathway. *Nat Commun.*
672 2020;11:1256.
- 673 34. Zhang T, Zhang Z, Dong Q, Xiong J, Zhu B. Histone H3K27 acetylation is dispensable for
674 enhancer activity in mouse embryonic stem cells. *Genome Biol.* 2020;21:45.
- 675 35. Kong Q, Banaszynski LA, Geng F, Zhang X, Zhang J, Zhang H, et al. Histone variant H3.3-
676 mediated chromatin remodeling is essential for paternal genome activation in mouse
677 preimplantation embryos. *J Biol Chem.* 2018;293:3829–38.
- 678 36. Nashun B, Hill PWS, Smallwood SA, Dharmalingam G, Amouroux R, Clark SJ, et al.
679 Continuous Histone Replacement by Hira Is Essential for Normal Transcriptional Regulation and
680 De Novo DNA Methylation during Mouse Oogenesis. *Mol Cell.* 2015;60:611–25.
- 681 37. Armache A, Yang S, de Paz AM, Robbins LE, Durmaz C, Cheong JQ, et al. Histone H3.3
682 phosphorylation amplifies stimulation-induced transcription [Internet]. *Nature.* 2020. p. 852–7.
683 Available from: <http://dx.doi.org/10.1038/s41586-020-2533-0>
- 684 38. Zhang H, Gan H, Wang Z, Lee J-H, Zhou H, Ordog T, et al. RPA Interacts with HIRA and
685 Regulates H3.3 Deposition at Gene Regulatory Elements in Mammalian Cells. *Mol Cell.*
686 2017;65:272–84.
- 687 39. Kim H, Heo K, Choi J, Kim K, An W. Histone variant H3.3 stimulates HSP70 transcription
688 through cooperation with HP1 γ . *Nucleic Acids Res.* 2011;39:8329–41.
- 689 40. Tamura T, Smith M, Kanno T, Dasenbrock H, Nishiyama A, Ozato K. Inducible Deposition of
690 the Histone Variant H3.3 in Interferon-stimulated Genes [Internet]. *Journal of Biological*
691 *Chemistry.* 2009. p. 12217–25. Available from: <http://dx.doi.org/10.1074/jbc.m805651200>
- 692 41. Gomes AP, Ilter D, Low V, Rosenzweig A, Shen Z-J, Schild T, et al. Dynamic Incorporation
693 of Histone H3 Variants into Chromatin Is Essential for Acquisition of Aggressive Traits and
694 Metastatic Colonization. *Cancer Cell.* 2019;36:402–17.e13.
- 695 42. Jang C-W, Shibata Y, Starmer J, Yee D, Magnuson T. Histone H3.3 maintains genome

- 696 integrity during mammalian development. *Genes Dev.* 2015;29:1377–92.
- 697 43. Sakai A, Schwartz BE, Goldstein S, Ahmad K. Transcriptional and developmental functions
698 of the H3.3 histone variant in *Drosophila*. *Curr Biol.* 2009;19:1816–20.
- 699 44. Hödl M, Basler K. Transcription in the absence of histone H3. 3. *Curr Biol. Elsevier*;
700 2009;19:1221–6.
- 701 45. Schep AN, Buenrostro JD, Denny SK, Schwartz K, Sherlock G, Greenleaf WJ. Structured
702 nucleosome fingerprints enable high-resolution mapping of chromatin architecture within
703 regulatory regions. *Genome Res.* 2015;25:1757–70.
- 704 46. Bentsen M, Goymann P, Schultheis H, Klee K, Petrova A, Wiegandt R, et al. ATAC-seq
705 footprinting unravels kinetics of transcription factor binding during zygotic genome activation.
706 *Nat Commun.* 2020;11:4267.
- 707 47. Chambers I, Tomlinson SR. The transcriptional foundation of pluripotency. *Development.*
708 2009;136:2311–22.
- 709 48. Dancy BM, Cole PA. Protein lysine acetylation by p300/CBP. *Chem Rev.* 2015;115:2419–
710 52.
- 711 49. Cenik BK, Shilatifard A. COMPASS and SWI/SNF complexes in development and disease.
712 *Nat Rev Genet.* 2021;22:38–58.
- 713 50. Spitz F, Furlong EEM. Transcription factors: from enhancer binding to developmental
714 control. *Nat Rev Genet.* 2012;13:613–26.
- 715 51. Fang L, Zhang J, Zhang H, Yang X, Jin X, Zhang L, et al. H3K4 Methyltransferase Set1a Is
716 A Key Oct4 Coactivator Essential for Generation of Oct4 Positive Inner Cell Mass. *Stem Cells.*
717 2016;34:565–80.
- 718 52. Muntean AG, Tan J, Basrur V, Elenitoba-Johnson KSJ, Hess J. The PAF Complex
719 Synergizes with MLL Fusion Proteins at *Hox* Loci to Promote Leukemogenesis [Internet].
720 *Blood.* 2009. p. 1277–1277. Available from: <http://dx.doi.org/10.1182/blood.v114.22.1277.1277>
- 721 53. Merika M, Williams AJ, Chen G, Collins T, Thanos D. Recruitment of CBP/p300 by the IFN β
722 Enhanceosome Is Required for Synergistic Activation of Transcription. *Mol Cell.* 1998;1:277–87.

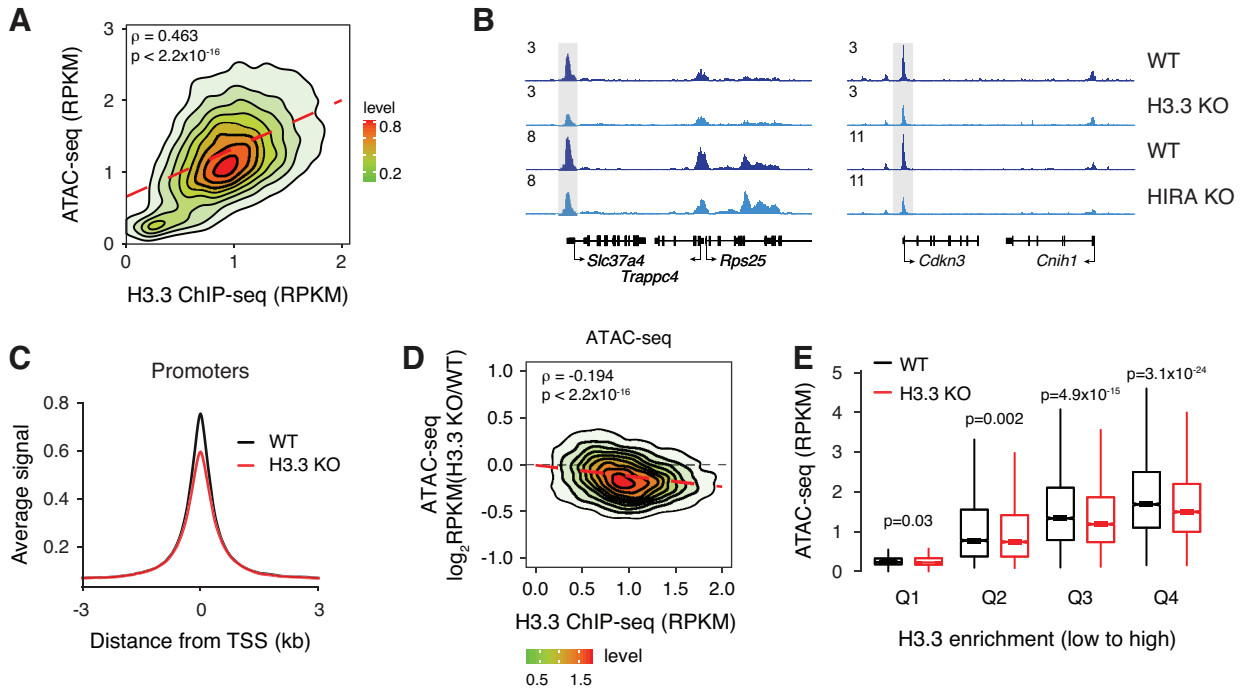
- 723 54. Kanno T, Kanno Y, LeRoy G, Campos E, Sun H-W, Brooks SR, et al. BRD4 assists
724 elongation of both coding and enhancer RNAs by interacting with acetylated histones. *Nat*
725 *Struct Mol Biol.* 2014;21:1047–57.
- 726 55. Wissink EM, Vihervaara A, Tippens ND, Lis JT. Nascent RNA analyses: tracking
727 transcription and its regulation. *Nat Rev Genet.* 2019;20:705–23.
- 728 56. Wong DJ, Liu H, Ridky TW, Cassarino D, Segal E, Chang HY. Module map of stem cell
729 genes guides creation of epithelial cancer stem cells. *Cell Stem Cell.* 2008;2:333–44.
- 730 57. Müller F-J, Laurent LC, Kostka D, Ulitsky I, Williams R, Lu C, et al. Regulatory networks
731 define phenotypic classes of human stem cell lines. *Nature.* 2008;455:401–5.
- 732 58. Tsankov AM, Gu H, Akopian V, Ziller MJ, Donaghey J, Amit I, et al. Transcription factor
733 binding dynamics during human ES cell differentiation. *Nature.* 2015;518:344–9.
- 734 59. Takahashi K, Yamanaka S. Induction of pluripotent stem cells from mouse embryonic and
735 adult fibroblast cultures by defined factors. *Cell.* 2006;126:663–76.
- 736 60. Michael AK, Grand RS, Isbel L, Cavadini S, Kozicka Z, Kempf G, et al. Mechanisms of
737 OCT4-SOX2 motif readout on nucleosomes. *Science.* 2020;368:1460–5.
- 738 61. King HW, Klose RJ. The pioneer factor OCT4 requires the chromatin remodeller BRG1 to
739 support gene regulatory element function in mouse embryonic stem cells. *Elife* [Internet].
740 2017;6. Available from: <http://dx.doi.org/10.7554/eLife.22631>
- 741 62. Singhal N, Graumann J, Wu G, Araúzo-Bravo MJ, Han DW, Greber B, et al. Chromatin-
742 Remodeling Components of the BAF Complex Facilitate Reprogramming. *Cell.* 2010;141:943–
743 55.
- 744 63. Barisic D, Stadler MB, Iurlaro M, Schübeler D. Mammalian ISWI and SWI/SNF selectively
745 mediate binding of distinct transcription factors. *Nature.* 2019;569:136–40.
- 746 64. Fang H-T, El Farran CA, Xing QR, Zhang L-F, Li H, Lim B, et al. Global H3.3 dynamic
747 deposition defines its bimodal role in cell fate transition. *Nat Commun.* 2018;9:1537.
- 748 65. Leatham-Jensen M, Uyehara CM, Strahl BD, Matera AG, Duronio RJ, McKay DJ. Lysine 27
749 of replication-independent histone H3.3 is required for Polycomb target gene silencing but not

- 750 for gene activation. *PLoS Genet.* journals.plos.org; 2019;15:e1007932.
- 751 66. Martire S, Nguyen J, Sundaresan A, Banaszynski LA. Differential contribution of p300 and
752 CBP to regulatory element acetylation in mESCs. *BMC Mol Cell Biol.* 2020;21:55.
- 753 67. Morgan MAJ, Shilatifard A. Reevaluating the roles of histone-modifying enzymes and their
754 associated chromatin modifications in transcriptional regulation. *Nat Genet.* 2020;52:1271–81.
- 755 68. Aubert Y, Egolf S, Capell BC. The Unexpected Noncatalytic Roles of Histone Modifiers in
756 Development and Disease. *Trends Genet.* 2019;35:645–57.
- 757 69. Rickels R, Herz H-M, Sze CC, Cao K, Morgan MA, Collings CK, et al. Histone H3K4
758 monomethylation catalyzed by Trr and mammalian COMPASS-like proteins at enhancers is
759 dispensable for development and viability [Internet]. *Nature Genetics.* 2017. p. 1647–53.
760 Available from: <http://dx.doi.org/10.1038/ng.3965>
- 761 70. Dorigi KM, Swigut T, Henriques T, Bhanu NV, Scruggs BS, Nady N, et al. Mll3 and Mll4
762 Facilitate Enhancer RNA Synthesis and Transcription from Promoters Independently of H3K4
763 Monomethylation. *Mol Cell.* 2017;66:568–76.e4.
- 764 71. Whyte WA, Bilodeau S, Orlando DA, Hoke HA, Frampton GM, Foster CT, et al. Enhancer
765 decommissioning by LSD1 during embryonic stem cell differentiation. *Nature.* 2012;482:221–5.
- 766 72. Schwartzenuber J, Korshunov A, Liu X-Y, Jones DTW, Pfaff E, Jacob K, et al. Driver
767 mutations in histone H3.3 and chromatin remodelling genes in paediatric glioblastoma. *Nature.*
768 2012;482:226–31.
- 769 73. Behjati S, Tarpey PS, Presneau N, Scheipl S, Pillay N, Van Loo P, et al. Distinct H3F3A and
770 H3F3B driver mutations define chondroblastoma and giant cell tumor of bone. *Nat Genet.*
771 2013;45:1479–82.
- 772 74. Bryant L, Li D, Cox SG, Marchione D, Joiner EF, Wilson K, et al. Histone H3.3 beyond
773 cancer: Germline mutations in Histone 3 Family 3A and 3B cause a previously unidentified
774 neurodegenerative disorder in 46 patients. *Sci Adv* [Internet]. 2020;6. Available from:
775 <http://dx.doi.org/10.1126/sciadv.abc9207>
- 776 75. Sadic D, Schmidt K, Groh S, Kondofersky I, Ellwart J, Fuchs C, et al. Atrx promotes
777 heterochromatin formation at retrotransposons [Internet]. *EMBO reports.* 2015. p. 836–50.

- 778 Available from: <http://dx.doi.org/10.15252/embr.201439937>
- 779 76. Li H, Durbin R. Fast and accurate short read alignment with Burrows-Wheeler transform.
780 *Bioinformatics*. 2009;25:1754–60.
- 781 77. Quinlan AR, Hall IM. BEDTools: a flexible suite of utilities for comparing genomic features.
782 *Bioinformatics*. 2010;26:841–2.
- 783 78. Robinson JT, Thorvaldsdóttir H, Winckler W, Guttman M, Lander ES, Getz G, et al.
784 Integrative genomics viewer. *Nat Biotechnol*. 2011;29:24–6.
- 785 79. Zhang Y, Liu T, Meyer CA, Eeckhoute J, Johnson DS, Bernstein BE, et al. Model-based
786 analysis of ChIP-Seq (MACS). *Genome Biol*. 2008;9:R137.
- 787 80. Teng Y-C, Sundaresan A, O'Hara R, Gant VU, Li M, Martire S, et al. ATRX promotes
788 heterochromatin formation to protect cells from G-quadruplex DNA-mediated stress. *Nat*
789 *Commun*. 2021;12:3887.
- 790 81. Langmead B, Salzberg SL. Fast gapped-read alignment with Bowtie 2. *Nat Methods*.
791 2012;9:357–9.
- 792 82. Ramírez F, Ryan DP, Grüning B, Bhardwaj V, Kilpert F, Richter AS, et al. deepTools2: a
793 next generation web server for deep-sequencing data analysis. *Nucleic Acids Res*.
794 2016;44:W160–5.
- 795 83. Ross-Innes CS, Stark R, Teschendorff AE, Holmes KA, Ali HR, Dunning MJ, et al.
796 Differential oestrogen receptor binding is associated with clinical outcome in breast cancer.
797 *Nature*. 2012;481:389–93.
- 798 84. Fornes O, Castro-Mondragon JA, Khan A, van der Lee R, Zhang X, Richmond PA, et al.
799 JASPAR 2020: update of the open-access database of transcription factor binding profiles
800 [Internet]. *Nucleic Acids Research*. 2019. Available from: <http://dx.doi.org/10.1093/nar/gkz1001>
- 801 85. Grant CE, Bailey TL, Noble WS. FIMO: scanning for occurrences of a given motif [Internet].
802 *Bioinformatics*. 2011. p. 1017–8. Available from: <http://dx.doi.org/10.1093/bioinformatics/btr064>
- 803 86. Dobin A, Davis CA, Schlesinger F, Drenkow J, Zaleski C, Jha S, et al. STAR: ultrafast
804 universal RNA-seq aligner. *Bioinformatics*. 2013;29:15–21.

805 87. Liao Y, Smyth GK, Shi W. featureCounts: an efficient general purpose program for assigning
806 sequence reads to genomic features. *Bioinformatics*. 2014;30:923–30.

807 **Figure 1**



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810 **Figure 1. Loss of H3.3 reduces chromatin accessibility at promoters.**

811 **A** Correlation plot between ATAC-seq and H3.3 ChIP-seq at promoters in ESCs.

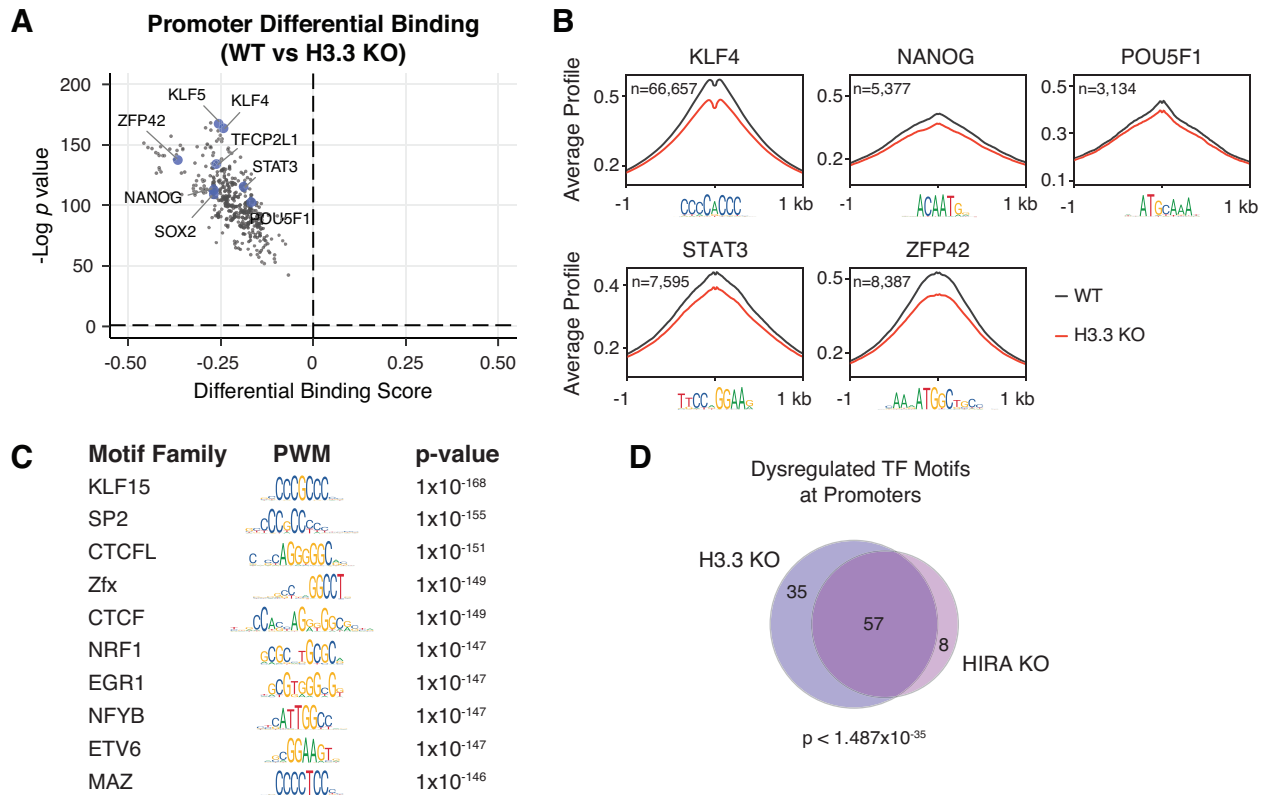
812 **B** Genome browser representations of ATAC-seq in WT and H3.3 KO ESCs and WT and HIRA
813 KO ESCs. The y-axis represents read density in reads per kilobase per million mapped reads
814 (RPKM).

815 **C** ATAC-seq average profiles at promoters in WT and H3.3 KO ESCs.

816 **D** Correlation plot between differential ATAC-seq signal in H3.3 KO compared to WT ESCs and
817 H3.3 enrichment at promoters in WT ESCs.

818 **E** Boxplot showing ATAC-seq signal at promoters binned by H3.3 enrichment in WT and H3.3 KO
819 ESCs. The bottom and top of the boxes correspond to the 25th and 75th percentiles, and the
820 internal band is the 50th percentile (median). The plot whiskers correspond to 1.5x interquartile
821 range and outliers are excluded. P-values determined by Wilcoxon rank sum two-side test.

822 **Figure 2**



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825 **Figure 2. Loss of H3.3 reduces TF footprinting at promoters.**

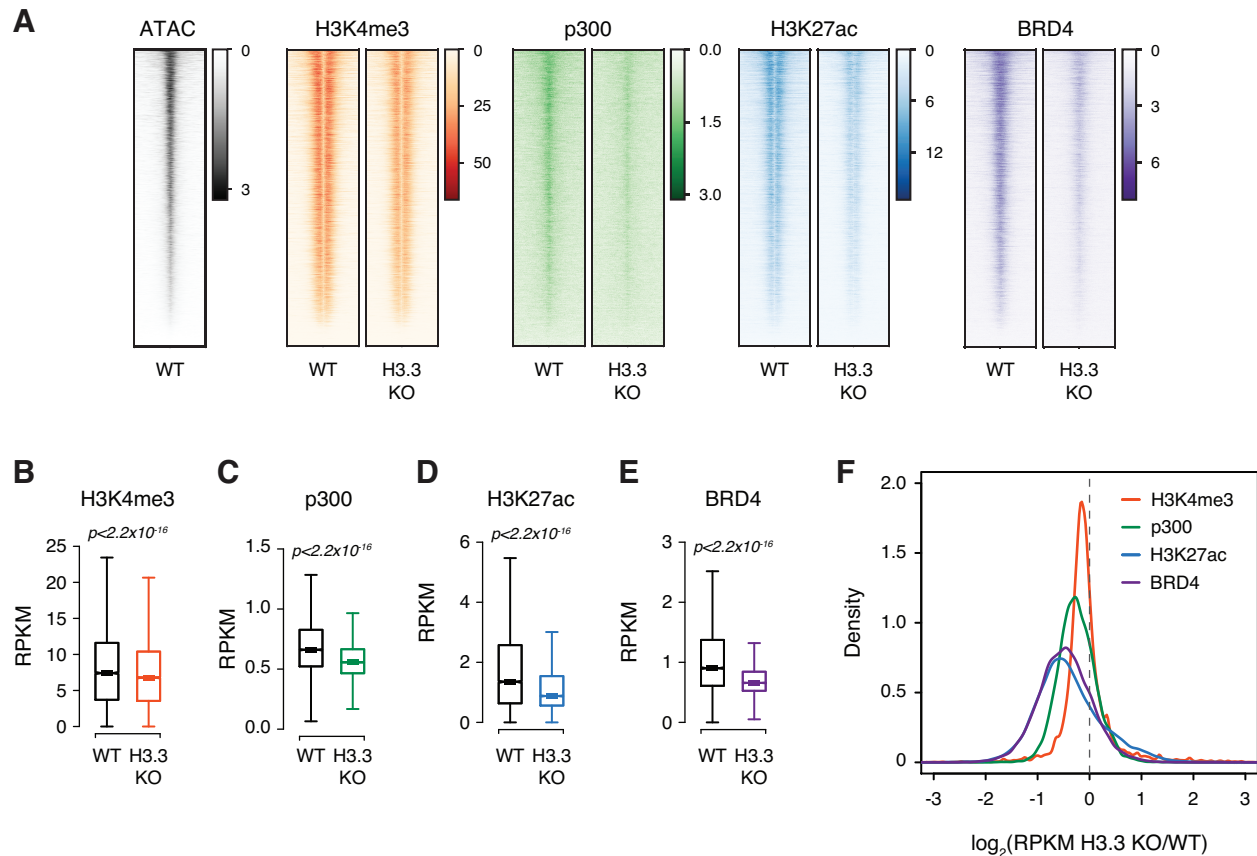
826 **A** Pairwise comparison of TF activity at promoters between WT and H3.3 KO ESCs. The volcano
 827 plot shows differential binding activity against the $-\log_{10}(p \text{ value})$ for all investigated TF motifs.
 828 Each TF is represented by a single circle ($n = 395$). TF motifs enriched in WT ESCs have negative
 829 differential binding scores and TF motifs enriched in H3.3 KO ESCs have positive differential
 830 binding scores. Motifs for a subset of pluripotency-associated TFs are highlighted in blue.

831 **B** ATAC-seq average profiles at representative TF motifs at promoters in WT and H3.3 KO ESCs.
 832 Data are centered on the motif and the number of motifs profiled are indicated.

833 **C** Illustration of motifs of the most dysregulated TF families at promoters in H3.3 KO ESCs
 834 classified based on Manhattan scores in the top 10% across all comparisons (i.e., WT vs H3.3
 835 KO, HIRA KO, ATRX KO, or DAXX KO).

836 **D** Venn diagram representing TF motifs commonly dysregulated at promoters in H3.3 KO and
 837 HIRA KO ESCs based on Manhattan score as described above.

838 **Figure 3**



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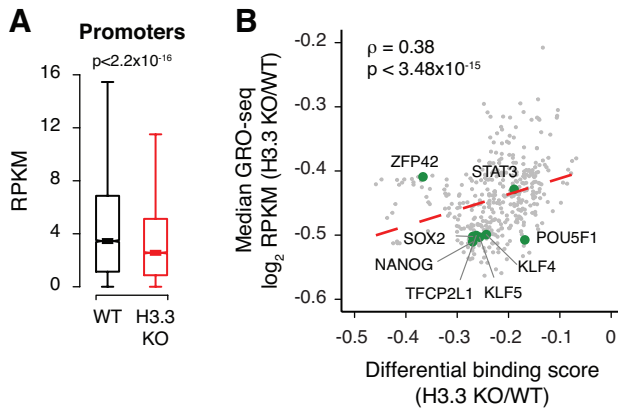
841 **Figure 3. Chromatin landscape is dysregulated with H3.3 loss.**

842 **A** Heatmaps of ATAC-seq in WT and H3K4me3, p300, H3K27ac, and BRD4 enrichment at
843 promoters in WT and H3.3 KO ESCs. 3 kb around the center of promoters are displayed for each
844 analysis. Each row represents a single active promoter (n = 12,903).

845 **B-E** Boxplots showing **(B)** H3K4me3, **(C)** p300, **(D)** H3K27ac, and **(E)** BRD4 enrichment at active
846 promoters in WT and H3.3 KO ESCs (n = 12,903). The bottom and top of the boxes correspond
847 to the 25th and 75th percentiles, and the internal band is the 50th percentile (median). The plot
848 whiskers correspond to 1.5x interquartile range and outliers are excluded. P-values determined
849 by Wilcoxon rank sum two-side test.

850 **F** Ratio (\log_2) of H3K4me3, p300, H3K27ac, and BRD4 enrichment at promoters in WT and H3.3
851 KO ESCs. x axis values <0 indicate reduced enrichment in the absence of H3.3.

852 **Figure 4**



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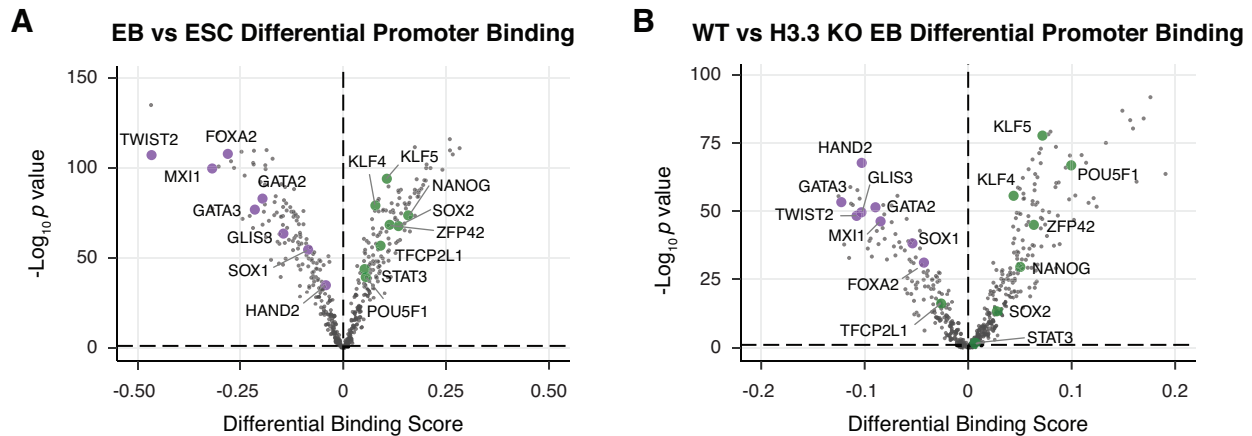
854

855 **Figure 4. H3.3 facilitates active pol II engagement at promoters.**

856 **A** Box plot showing GRO-seq signal at promoters of expressed genes (TSS - 30 bp to TSS + 250
857 bp) in WT and H3.3 KO ESCs. The bottom and top of the boxes correspond to the 25th and 75th
858 percentiles, and the internal band is the 50th percentile (median). The plot whiskers correspond
859 to 1.5x interquartile range and outliers are excluded. P-values determined by Wilcoxon rank sum
860 two-side test.

861 **B** Scatterplot showing differential binding scores of investigated TF motifs and median ratio (\log_2)
862 of GRO-seq signal at promoters containing each motif. Each TF is represented by a single dot (n
863 = 395). Representative TF motifs are labelled in green. Dashed red line represents a linear fit.

864 **Figure 5**



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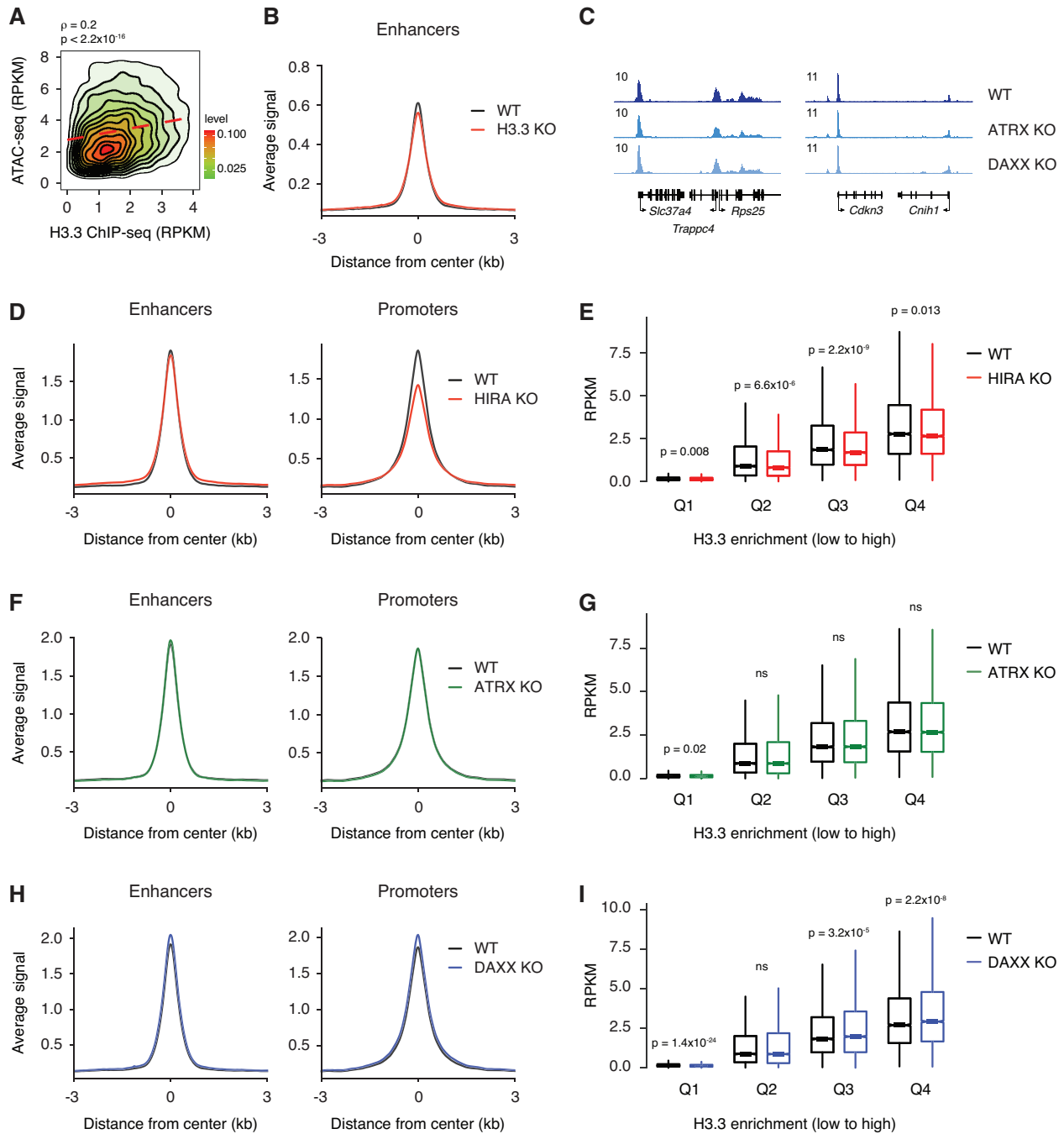
866

867 **Figure 5. H3.3 supports TF binding during differentiation.**

868 **A** Pairwise comparison of TF activity at promoters between WT ESCs and EBs. TF motifs
869 enriched in EBs have negative differential binding scores and TF motifs enriched in ESCs have
870 positive differential binding scores.

871 **B** Pairwise comparison of TF activity at promoters between WT and H3.3 KO EBs. TF motifs
872 enriched in WT EBs have negative differential binding scores and TF motifs enriched in H3.3 KO
873 EBs have positive differential binding scores. For both panels, the volcano plot shows differential
874 binding activity against the $-\log_{10}(\text{p value})$ for all investigated TF motifs. Each TF is represented
875 by a single circle ($n = 458$). Representative differentiation-specific TFs are labeled in purple and
876 representative pluripotency-specific TFs are labeled in green.

Fig. S1. Loss of H3.3 reduces chromatin accessibility at promoters



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878

879 **Supplemental Figure 1. Related to Figure 1. Loss of H3.3 deposition reduces chromatin**
880 **accessibility at promoters.**

881 **A** Correlation plot between ATAC-seq and H3.3 ChIP-seq at enhancers in ESCs.

882 **B** ATAC-seq average profiles at enhancers in WT and H3.3 KO ESCs.

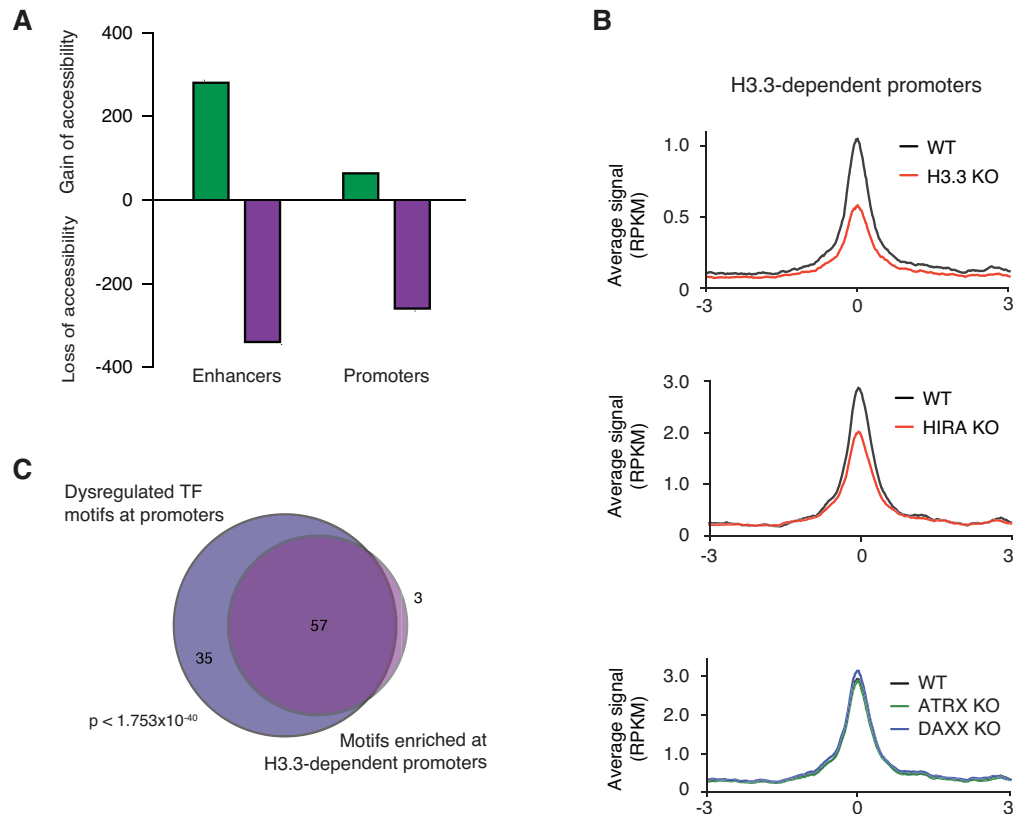
883 **C** Genome browser representations of ATAC-seq in WT, ATRX KO, and DAXX KO ESCs. The y-
884 axis represents read density in reads per kilobase per million mapped reads (RPKM).

885 **D, F, H** ATAC-seq average profiles at promoters (left) and enhancers (right) in WT and **(D)** HIRA
886 KO, **(F)** ATRX KO, or **(H)** DAXX KO ESCs.

887 **E, G, I** Boxplot showing ATAC-seq signal at promoters binned by H3.3 enrichment in WT and **(E)**
888 HIRA KO, **(G)** ATRX KO, or **(I)** DAXX KO ESCs. For all boxplots, the bottom and top of the boxes
889 correspond to the 25th and 75th percentiles, and the internal band is the 50th percentile (median).

890 The plot whiskers correspond to 1.5x interquartile range and outliers are excluded. P-values
891 determined by Wilcoxon rank sum two-side test.

Figure S2. Promoter chromatin accessibility is facilitated by HIRA-dependent H3.3 deposition



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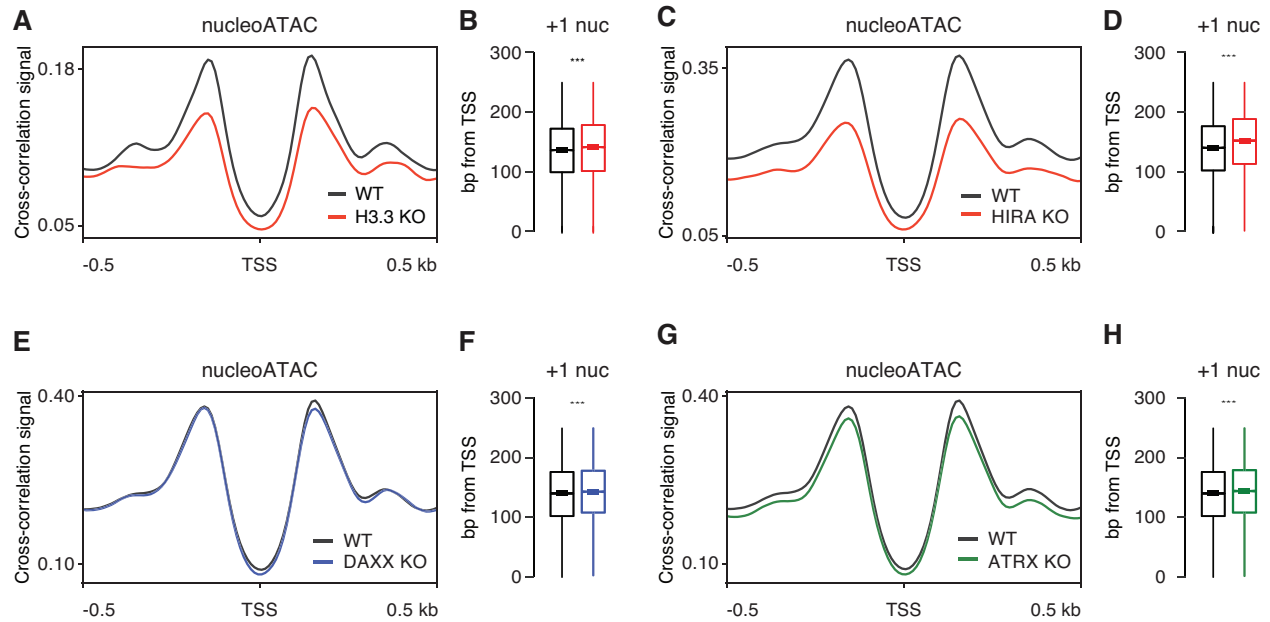
894 **Supplemental Figure 2. Related to Figure 1. Promoter chromatin accessibility is facilitated**
895 **by HIRA-dependent H3.3 deposition.**

896 **A** Representation of the number of differentially accessible enhancers and promoters in H3.3 KO
897 compared to WT ESCs, determined using DiffBind.

898 **B** ATAC-seq average profiles at H3.3-dependent promoters (i.e., promoters that lose accessibility
899 in H3.3 KO compared to WT ESCs) in WT and H3.3 KO (top), HIRA KO (middle), and ATRX or
900 DAXX KO (bottom) ESCs.

901 **C** Venn diagram representing overlap between the top dysregulated motifs at promoters in H3.3
902 KO ESCs classified based on Manhattan scores in the top 10% across all comparisons (i.e., WT
903 vs H3.3 KO, HIRA KO, ATRX KO, or DAXX KO) and TF motifs enriched at H3.3-dependent
904 promoters.

Fig. S3. HIRA-dependent loss of H3.3 deposition alters promoter architecture



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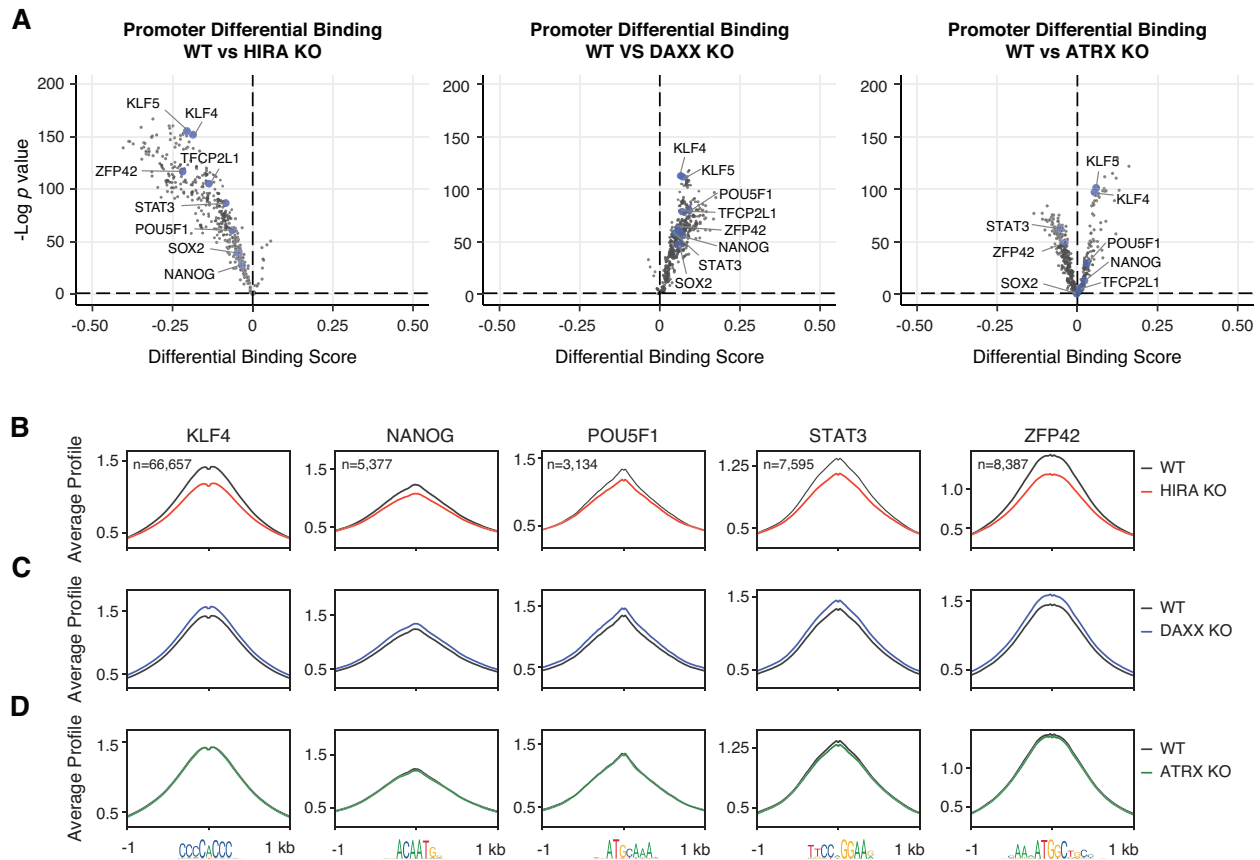
906

907 **Supplemental Figure 3. Related to Figure 1. Loss of H3.3 alters promoter architecture.**

908 **A, C, E, G** Positive NucleoATAC cross-correlation signal at the TSS of active genes in WT and
909 **(A)** H3.3 KO, **(C)** HIRA KO, **(E)** ATRX KO, and **(G)** DAXX KO ESCs.

910 **B, D, F, H** Boxplot representing distribution of the +1 nucleosome from the TSS in WT and **(B)**
911 H3.3 KO, **(D)** HIRA KO, **(F)** ATRX KO, and **(H)** DAXX KO ESCs. The bottom and top of the boxes
912 correspond to the 25th and 75th percentiles, and the internal band is the 50th percentile (median).
913 The plot whiskers correspond to 1.5x interquartile range and outliers are excluded. P-values
914 determined by Wilcoxon rank sum two-side test.

Figure S4. Loss of HIRA phenocopies promoter dysregulation



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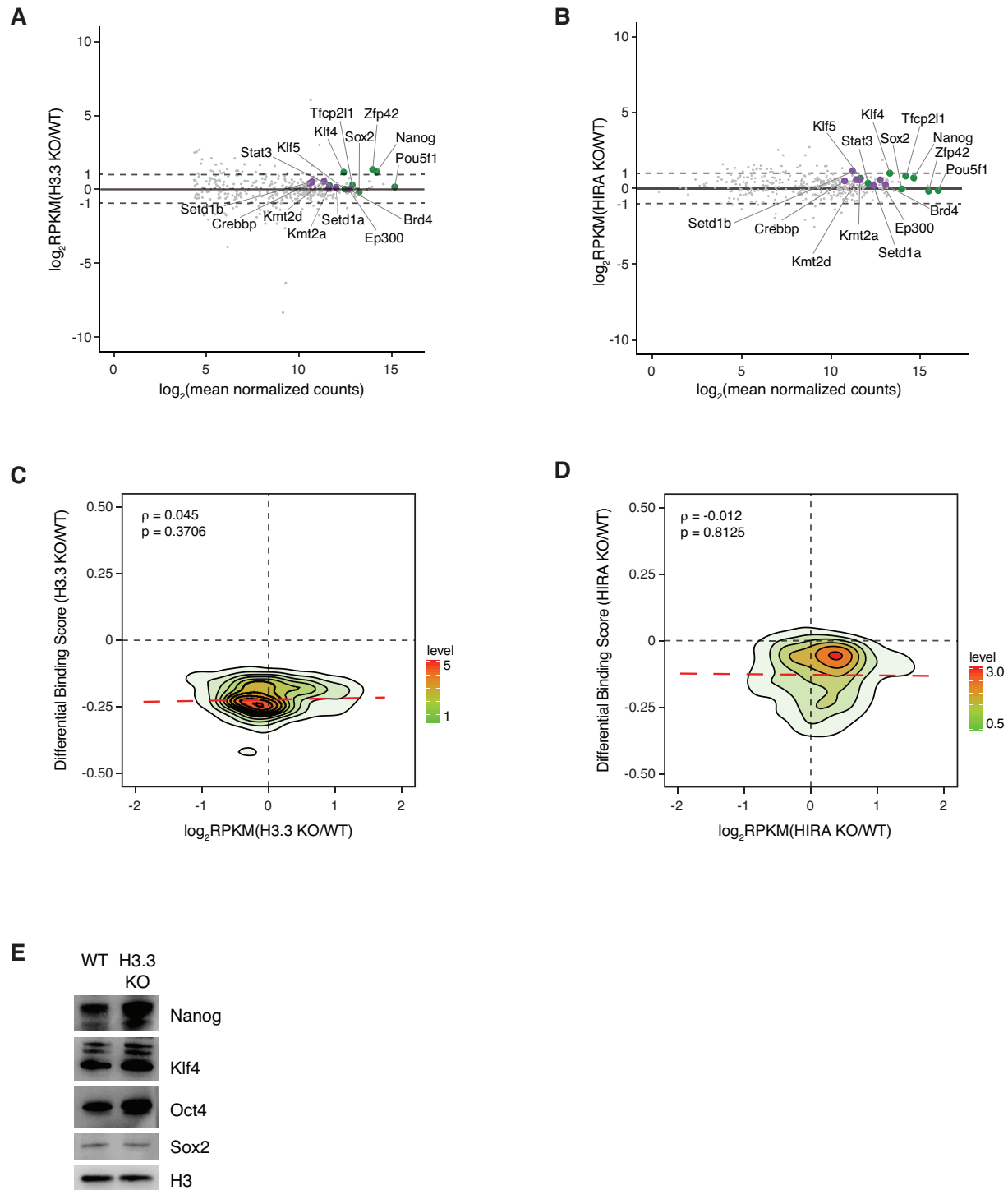
916

917 **Supplemental Figure 4. Related to Figure 2. Loss of HIRA phenocopies promoter**
 918 **dysregulation.**

919 **A** Pairwise comparison of TF activity at promoters between WT and HIRA KO (left), DAXX KO
 920 (center), and ATRX KO (right) ESCs. Each TF is represented by a single circle (n = 395). TF
 921 motifs enriched in WT ESCs have negative differential binding scores and TF motifs enriched in
 922 chaperone KO ESCs have positive differential binding scores. Motifs for a subset of pluripotency-
 923 associated TFs are highlighted in blue.

924 **B-D** ATAC-seq average profiles at representative TF motifs at promoters in WT and **(B)** HIRA
 925 KO, **(C)** DAXX KO, and **(D)** ATRX KO ESCs. Data are centered on the motif and the number of
 926 motifs profiled are indicated.

Fig. S5. Changes in promoter architecture are not correlated with transcriptional changes in associated proteins



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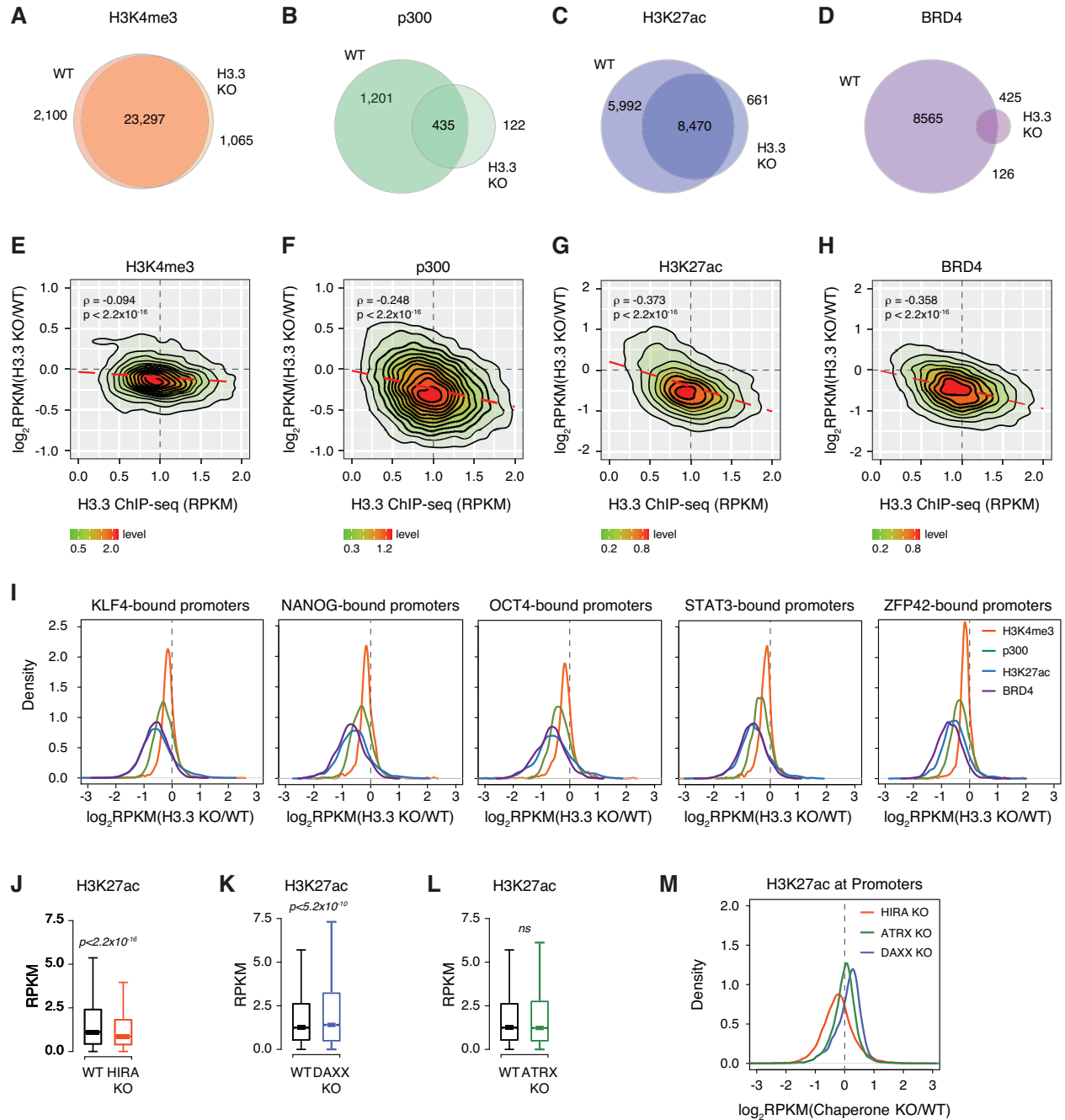
928

929 **Supplemental Figure 5. Related to Figure 2. Changes in promoter architecture are not**

930 **correlated with transcriptional changes in associated proteins.**

931 **A, B** MA plot representing all TFs represented in motif analysis and select chromatin-associated
932 proteins. Mean expression across compared samples is represented on the x-axis and differential
933 expression between WT and **(A)** H3.3 KO or **(B)** HIRA KO ESCs is represented on the y-axis.
934 Highlighted TFs are labeled green and all chromatin-associated proteins are labeled purple.
935 **C, D** Correlation plot between differential expression in WT and **(C)** H3.3 KO or **(D)** HIRA KO
936 ESCs and differential TF binding score in WT and H3.3 KO ESCs.
937 **E** Immunoblot of whole cell lysates from WT and H3.3 KO ESCs showing expression levels of
938 NANOG, KLF4, OCT4 and SOX2. Total histone H3 was used as a loading control.

Fig. S6. Chromatin Landscape Is Dysregulated with H3.3 Loss



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940

941 **Supplemental Figure 6. Related to Figure 3. Chromatin landscape is dysregulated with H3.3**

942 **loss.**

943 **A-D** Venn diagram showing overlap between promoters enriched with **(A)** H3K4me3, **(B)** p300,

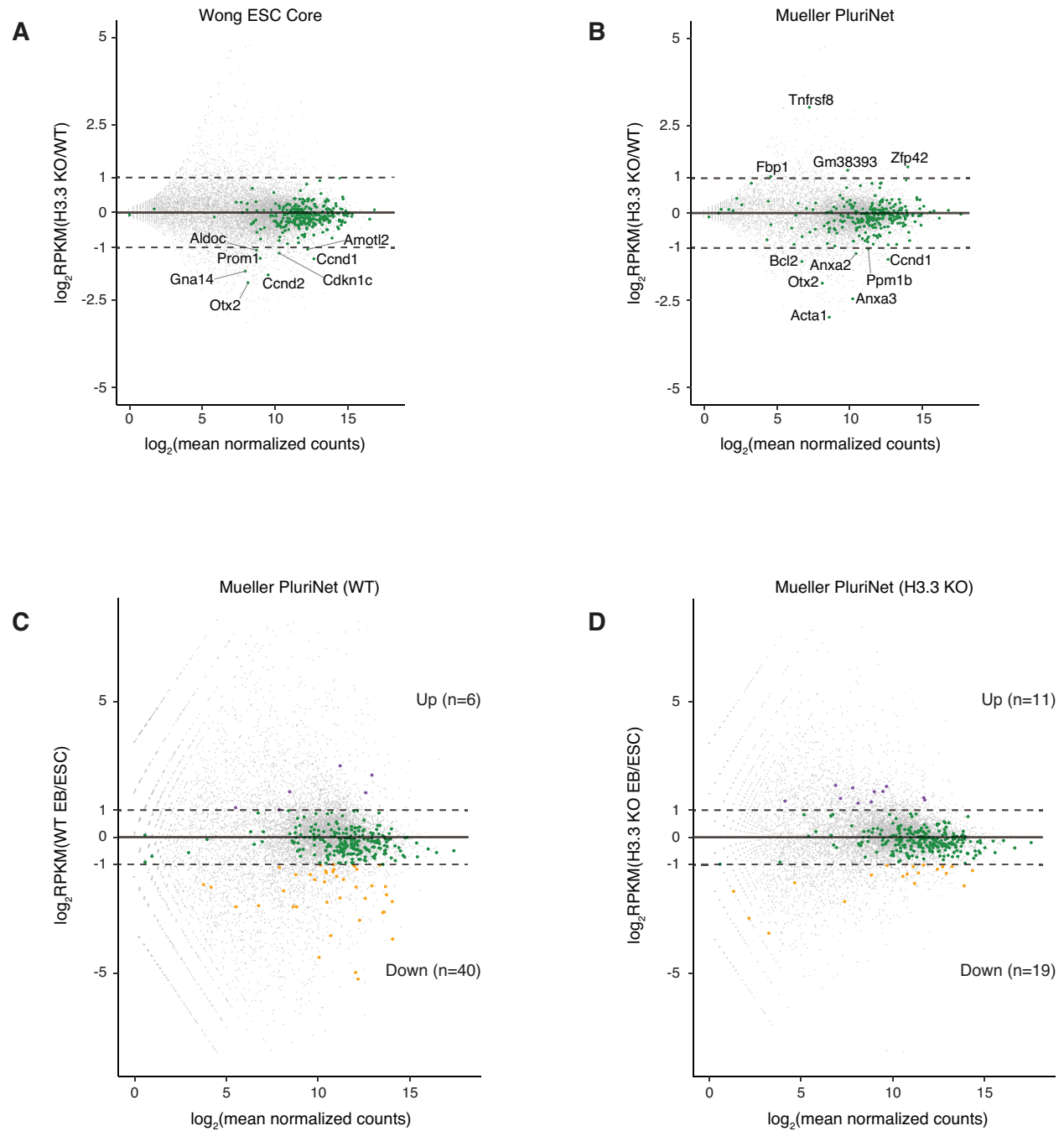
944 **(C)** H3K27ac, and **(D)** BRD4 in WT and H3.3 KO ESCs.

945 **E-H** Correlation plot between differential **(E)** H3K4me3, **(F)** p300, **(G)** H3K27ac, and **(H)** BRD4
946 enrichment in H3.3 KO compared to WT ESCs and H3.3 enrichment at promoters in WT ESCs.
947 **I** Ratio (log₂) of H3K4me3, p300, H3K27ac, and BRD4 enrichment at promoters bound by the
948 indicated TF in WT and H3.3 KO ESCs. x axis values <0 indicate reduced enrichment in the
949 absence of H3.3.

950 **J-L** Boxplots showing H3K27ac enrichment at promoters in WT and **(J)** HIRA KO, **(K)** DAXX KO,
951 and **(L)** ATRX KO ESCS (n = 12,903). The bottom and top of the boxes correspond to the 25th
952 and 75th percentiles, and the internal band is the 50th percentile (median). The plot whiskers
953 correspond to 1.5x interquartile range and outliers are excluded. P-values determined by
954 Wilcoxon rank sum two-side test.

955 **M** Ratio (log₂) of H3K27ac enrichment at promoters in WT, HIRA KO, ATRX KO, and DAXX KO
956 ESCs. x axis values <0 indicate reduced enrichment in the absence of chaperone.

Fig. S7. Transcriptional changes associated with loss of H3.3 in ESCs and during differentiation.



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958

959 **Supplemental Figure 7. Related to Figure 5. Transcriptional changes associated with loss**
960 **of H3.3 in ESCs and during differentiation.**

961 **A-B** MA plot of gene expression in WT and H3.3 KO ESCs. Members of **(A)** the core ESC-like
962 gene module or **(B)** PluriNet are shown in green. Mean expression across compared samples is

963 represented on the x-axis and differential expression between WT and H3.3 KO ESCs is
964 represented on the y-axis.

965 **C-D** MA plot of gene expression in **(C)** WT and **(D)** H3.3 KO ESCs and EBs. Mean expression
966 across compared samples is represented on the x-axis and differential expression between ESCs
967 and EBs is represented on the y-axis. Members of the PluriNet gene set are shown in green (<2-
968 fold change), purple (>2-fold increase in EBs) or orange (>-2-fold decrease in EBs).