

# Synthesis and Biophysical Characterization of Chlorambucil

## Anticancer Ether Lipid Prodrugs

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## Experimental procedures for the synthesis of **5a**, **5b**, **6a**, **6b**, **7a**, **7b**, **9** and **10**.

### **(R)-1-O-Hexadecyl-3-(p-toluenesulfonyl)-glycerol (5a)**<sup>1</sup>

Epoxide **4** (2.0 g, 8.76 mmol) and hexadecanol (3.0 g, 12.37 mmol) were dissolved in anhydrous CH<sub>2</sub>Cl<sub>2</sub> (40 mL) under N<sub>2</sub> and BF<sub>3</sub>·OEt<sub>2</sub> (0.5 mL) was added. The solution was stirred for 24 h at 20 °C and concentrated *in vacuo*. A white solid was formed and recrystallized from hexane (35 mL) to give 2.75 g of **5a**. The filtrate, which contain some product, was concentrated *in vacuo* and purified by column chromatography (CH<sub>2</sub>Cl<sub>2</sub>:Et<sub>2</sub>O 10:1) to give 0.98 g of **5a** (89% overall). R<sub>f</sub> = 0.58 (CH<sub>2</sub>Cl<sub>2</sub>:Et<sub>2</sub>O 10:1); mp = 53-55 °C (lit.<sup>2</sup> 53-54 °C). <sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>): δ 7.81 (d, *J* = 8.4 Hz, 2H), 7.36 (d, *J* = 8.4 Hz, 2H), 4.12-3.93 (m, 3H), 3.48-3.27 (m, 4H), 2.46 (s, 3H), 2.18 (s, 1H), 1.51 (t, *J* = 6.4 Hz, 2H), 1.32-1.26 (m, 26H), 0.88 (t, *J* = 6.7 Hz, 3H).

### **(R)-1-O-Octadecyl-3-(p-toluenesulfonyl)-glycerol (5b)**<sup>1</sup>

Performed as for **5a** using **4** (5.25 g, 23.00 mmol) and octadecanol (8.7 g, 32.20 mmol) to afford 11.16 g (97 %) of **5b** as white crystals. R<sub>f</sub> = 0.65 (CH<sub>2</sub>Cl<sub>2</sub>:Et<sub>2</sub>O 10:1); mp = 66-68 °C (lit.<sup>3</sup> 67-68 °C). <sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>): δ 7.80 (d, *J* = 8.1 Hz, 2H), 7.38 (d, *J* = 8.1 Hz, 2H), 4.05-3.95 (m, 3H), 3.45-3.35 (m, 4H), 2.43 (s, 3H), 2.10 (s, 1H), 1.51 (m, 2H), 1.35-1.23 (m, 30H), 0.90 (t, *J* = 6.7 Hz, 3H).

### **(S)-1-O-Hexadecyl-2-O-(4-methoxybenzyl)-glycerol (6a)**

Alcohol **5a** (1.192 g, 2.532 mmol) and 4-methoxybenzyl trichloroacetimidate (1.098 g, 3.885 mmol) were dissolved in anhydrous toluene (21 mL) under N<sub>2</sub> and La(OTf)<sub>3</sub> (70 mg, 0.119 mmol) was added. The mixture was stirred at 20 °C for 2.5 h and concentrated *in vacuo* to give ((*R*)-1-O-hexadecyl-2-O-(p-methoxybenzyl)-3-(p-toluenesulfonyl)-glycerol) as a white solid. The crude product was dissolved in DMSO (20 mL) and DMF (5 mL) under N<sub>2</sub> and CsOAc (1.491 g, 7.379 mmol) was added. The mixture was heated to 60 °C and stirred 14 h, after which the reaction mixture was washed with H<sub>2</sub>O (30 mL) and the organic layer was isolated via extraction with Et<sub>2</sub>O (3×50 mL). The combined organic phases were dried over MgSO<sub>4</sub> and filtration followed by

<sup>1</sup> Andresen, T. L.; Jensen, S. S.; Madsen, R.; Jørgensen, K. Synthesis and Biological Activity of Anticancer Ether Lipids That Are Specifically Released by Phospholipase A<sub>2</sub> in Tumor Tissue. *J. Med. Chem.* **2005**, *48*, 7305-7314.

<sup>2</sup> Baylis, R. L.; Bevan, T. H.; Malkin, T. The synthesis of cephalin (phosphatidylethanolamine) and batyl, chimyl, glycol and alkyl analogues. *J. Chem. Soc.* **1958**, 2962-2966.

<sup>3</sup> Hirth, G.; Barner, R. Synthesis of glyceryl etherphosphatides. 1. Preparation of 1-O-octadecyl-2-O-acetyl-*sn*-glyceryl-3-phosphorylcholine (Platelet Activating Factor), of its enantiomer and of some analogous compounds. *Helv. Chim. Acta* **1982**, *65*, 1059-1084.

concentration *in vacuo* gave ((*R*)-1-*O*-hexadecyl-2-*O*-(*p*-methoxybenzyl)-3-acetyl-glycerol). The crude product was dissolved in MeOH (40 mL) under N<sub>2</sub>, NaOMe (140 mg, 2.592 mmol) was added and the mixture was heated to 40 °C and stirred 14 h. The mixture was neutralized by addition of conc. HCl, washed with H<sub>2</sub>O (20 mL) and extracted with CH<sub>2</sub>Cl<sub>2</sub> (3×20 mL). The combined organic phases were dried over MgSO<sub>4</sub> and after concentration *in vacuo* the residue was purified by column chromatography (1:1 heptane:EtOAc) yielding 772 mg (70% over 3 steps) of the desired product **6a** as a greasy solid. *R*<sub>f</sub> = 0.46 (heptane:EtOAc 1:1). <sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>): δ 7.29 (d, *J* = 8.6 Hz, 2H), 6.89 (d, *J* = 8.6 Hz, 2H), 4.66 (d, *J* = 11.4 Hz, 1H), 4.56 (d, *J* = 11.4 Hz, 1H), 3.81 (s, 3H), 3.78-3.50 (m, 5H), 3.44 (t, *J* = 6.7 Hz, 2H), 1.61-1.53 (m, 2H), 1.32-1.26 (m, 26H), 0.88 (t, *J* = 6.7 Hz, 3H). <sup>13</sup>C NMR (75 MHz, CDCl<sub>3</sub>): δ 159.4, 130.5, 129.6 (2C), 114.0 (2C), 77.5, 72.0, 71.9, 71.3, 63.2, 55.4, 32.1, 29.9, 29.8, 29.8, 29.7, 29.6, 29.5, 26.3, 22.9, 14.3. Anal (C<sub>27</sub>H<sub>48</sub>O<sub>4</sub>): C, H. IR (KBr) 3374, 2923, 1695 1613, 1513, 1466, 1248, 1110, 824 cm<sup>-1</sup>.

#### (*S*)-1-*O*-Octadecyl-2-*O*-(4-methoxybenzyl)-glycerol (**6b**)

Performed as for **6a** using **5b** (2.211 g, 4.433 mmol) to afford 1.600 g (78%) of **6b** as a greasy solid. <sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>): δ 7.29 (d, *J* = 8.6 Hz, 2H), 6.89 (d, *J* = 8.6 Hz, 2H), 4.66 (d, *J* = 11.4 Hz, 1H), 4.56 (d, *J* = 11.4 Hz, 1H), 3.81 (s, 3H), 3.78-3.50 (m, 5H), 3.44 (t, *J* = 6.7 Hz, 2H), 1.62-1.53 (m, 2H), 1.32-1.26 (m, 30H), 0.88 (t, *J* = 6.7 Hz, 3H). <sup>13</sup>C NMR (75 MHz, CDCl<sub>3</sub>): δ 159.4, 130.5, 129.6 (2C), 114.0 (2C), 77.5, 72.0, 71.9, 71.3, 63.2, 55.4, 32.1, 29.9, 29.8, 29.8, 29.6, 29.5, 26.3, 22.8, 14.3. Anal (C<sub>29</sub>H<sub>52</sub>O<sub>4</sub>): C, H. IR (KBr) 3524, 2916, 1709 1612, 1511, 1472, 1253, 1108, 1032, 824 cm<sup>-1</sup>.

#### 1-*O*-Hexadecyl-2-lyso-*sn*-glycero-3-phosphocholine (**7a**)

To a solution of POCl<sub>3</sub> (240 μL, 2.58 mmol) in anhydrous CH<sub>2</sub>Cl<sub>2</sub> (10 mL) at 0 °C was added a solution of **6a** (900 mg, 2.06 mmol) and anhydrous Et<sub>3</sub>N (375 μL, 2.68 mmol) in anhydrous CH<sub>2</sub>Cl<sub>2</sub> (15 mL) dropwise over 20 min. The reaction was stirred 30 min under N<sub>2</sub> at 20 °C, after which anhydrous pyridine (1.30 mL, 16.5 mmol) and choline tosylate (1139 mg, 4.12 mmol) were added. The reaction was stirred for 19 h at 20 °C, then H<sub>2</sub>O (1.3 mL) was added and stirring was continued for 40 min. Continuous concentration with ethanol:toluene 1:1 (50 mL) gave the crude product as a white foam. The residue was dissolved in THF:H<sub>2</sub>O 9:1, slowly passed through an MB-3 column, and the solvent was removed by continuous concentration with ethanol:toluene 1:1 (50 mL). The crude product was purified by column chromatography (CH<sub>2</sub>Cl<sub>2</sub>:MeOH; then CH<sub>2</sub>Cl<sub>2</sub>:MeOH:H<sub>2</sub>O

65:25:4) giving 860 mg (69%) of 1-*O*-hexadecyl-2-*O*-(4-methoxybenzyl)-*sn*-glycero-3-phosphocholine as an oil.  $R_f = 0.19$  ( $\text{CH}_2\text{Cl}_2:\text{MeOH}:\text{H}_2\text{O}$  30:15:1).  $^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1):  $\delta$  7.31 (d,  $J = 8.7$  Hz, 2H), 6.88 (d,  $J = 8.7$  Hz, 2H), 4.65 (d,  $J = 11.5$  Hz, 1H), 4.60 (d,  $J = 11.5$  Hz, 1H), 4.17 (s, 2H), 4.02-3.88 (m, 2H), 3.81 (s, 3H), 3.58-3.41 (m, 7H), 3.11 (s, 9H), 1.58-1.54 (m, 2H), 1.32-1.26 (m, 26H), 0.88 (t,  $J = 6.6$  Hz, 3H). 1-*O*-Hexadecyl-2-*O*-(4-methoxybenzyl)-*sn*-glycero-3-phosphocholine (50 mg, 0.083 mmol) was dissolved in  $\text{CH}_2\text{Cl}_2:\text{H}_2\text{O}$  18:1 (5 mL) under  $\text{N}_2$  and DDQ (38 mg, 0.166 mmol) was added. The mixture was stirred for 2 h after which it was concentrated *in vacuo* and the residue was purified by column chromatography (MeOH until the eluent was colorless, then  $\text{CH}_2\text{Cl}_2:\text{MeOH}:\text{H}_2\text{O}$  65:25:4) to give 40 mg (99%) of **7a** as an oil.  $R_f = 0.10$  ( $\text{CH}_2\text{Cl}_2:\text{MeOH}:\text{H}_2\text{O}$  65:25:4).  $^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1):  $\delta$  4.26 (s, 2H), 3.99-3.82 (m, 3H), 3.61-3.60 (m, 2H), 3.48-3.44 (m, 4H), 3.21 (s, 9H), 1.59-1.54 (m, 2H), 1.32-1.26 (m, 26H), 0.88 (t,  $J = 6.9$  Hz, 3H).<sup>4</sup>

#### 1-*O*-Octadecyl-2-lyso-*sn*-glycero-3-phosphocholine (**7b**)

Performed as for **7a** starting from **6b** (199 mg, 0.43 mmol) affording 124 mg (46%) of 1-*O*-octadecyl-2-*O*-(4-methoxybenzyl)-*sn*-glycero-3-phosphocholine as an oil.  $R_f = 0.14$  ( $\text{CH}_2\text{Cl}_2:\text{MeOH}:\text{H}_2\text{O}$  30:20:1).  $^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1):  $\delta$  7.31 (d,  $J = 8.7$  Hz, 2H), 6.88 (d,  $J = 8.7$  Hz, 2H), 4.65 (d,  $J = 11.2$  Hz, 1H), 4.60 (d,  $J = 11.2$  Hz, 1H), 4.19 (s, 2H), 4.02-3.88 (m, 2H), 3.81 (s, 3H), 3.62-3.41 (m, 7H), 3.11 (s, 9H), 1.60-1.51 (m, 2H), 1.32-1.26 (m, 30H), 0.88 (t,  $J = 6.6$  Hz, 3H). 1-*O*-Octadecyl-2-*O*-(4-methoxybenzyl)-*sn*-glycero-3-phosphocholine (79 mg, 0.346 mmol) was converted into 70 mg (79%) of **7b** using DDQ (79 mg, 0.35 mmol) via the same procedure as for **7a**.  $R_f = 0.10$  ( $\text{CH}_2\text{Cl}_2:\text{MeOH}:\text{H}_2\text{O}$  30:10:2).  $^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1):  $\delta$  4.26 (s, 2H), 3.99-3.82 (m, 3H), 3.61-3.60 (m, 2H), 3.48-3.44 (m, 4H), 3.21 (s, 9H), 1.59-1.54 (m, 2H), 1.32-1.26 (m, 30H), 0.88 (t,  $J = 6.9$  Hz, 3H).<sup>4</sup>

#### (*S*)-1-*O*-(4-Methoxybenzoyl)-glycerol (**9**)

$\text{K}_2\text{OsO}_4 \cdot 2\text{H}_2\text{O}$  (271 mg, 0.74 mmol),  $(\text{DHQD})_2\text{PHAL}$  (687 mg, 0.88 mmol),  $\text{K}_3\text{Fe}(\text{CN})_6$  (72.6 g, 220.6 mmol) and  $\text{K}_2\text{CO}_3$  (30.5 g, 220.6 mmol) were dissolved in a mixture of  $t\text{BuOH}$  (370 mL) and  $\text{H}_2\text{O}$  (370 mL) under an atmosphere of  $\text{N}_2$  and stirred for 15 min at 20 °C, after which **8** (14.12 g, 73.5 mmol) was added. After 2 h excess reagent was quenched by addition of  $\text{Na}_2\text{SO}_3$  (111 g, 0.88 mol) and the organic layer was isolated by extraction with EtOAc (3×500 mL). Toluene (200 mL)

<sup>4</sup> Andresen, T. L.; Jensen, S. S.; Madsen, R.; Jørgensen, K. Synthesis and Biological Activity of Anticancer Ether Lipids That Are Specifically Released by Phospholipase  $\text{A}_2$  in Tumor Tissue. *J. Med. Chem.* **2005**, *48*, 7305-7314.

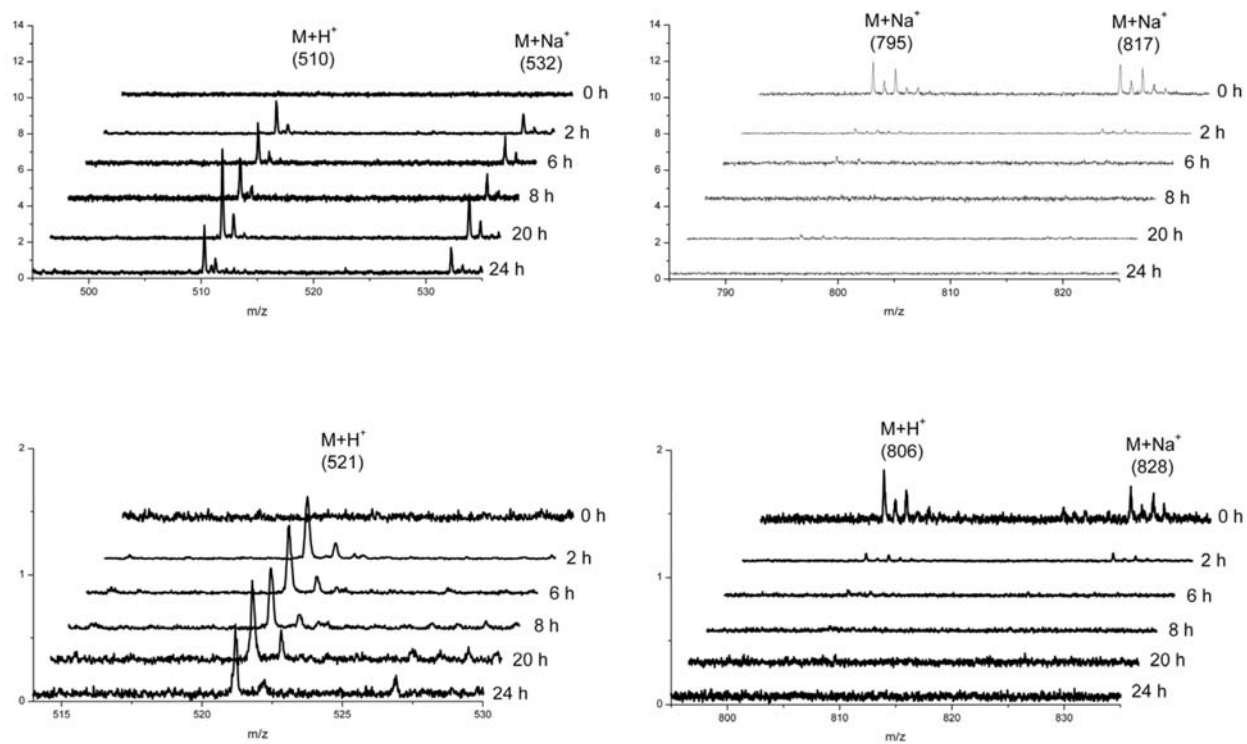
was added to the combined organic phases and concentration *in vacuo* afforded **9** (12.97 g, 57.3 mmol, 78%) as a white solid. The enantiomeric excess (97%) was determined from chiral HPLC. HPLC (chiral) Chiralpak AS-H at 20 °C,  $\lambda$  = 254 nm, hexane:2-propanol 75:25, retention times 17.8 min (*S*), 23.4 min (*R*) at 0.4 mL/min flow rate.  $R_f$  = 0.49 (EtOAc).  $^1\text{H}$  NMR (300 MHz,  $d_6$ -acetone):  $\delta$  8.00 (d,  $J$  = 9.0 Hz, 2H), 7.02 (d,  $J$  = 9.0 Hz, 2H), 4.36 (dd,  $J$  = 11.2, 4.5 Hz, 1H), 4.27 (dd,  $J$  = 11.2, 6.2 Hz, 1H), 4.01-3.92 (m, 1H), 3.88 (s, 3H), 3.65-3.63 (m, 2H).<sup>5</sup>

#### **(*R*)-1,2-Di-*O*-*tert*-butyldimethylsilyl-glycerol (10)**

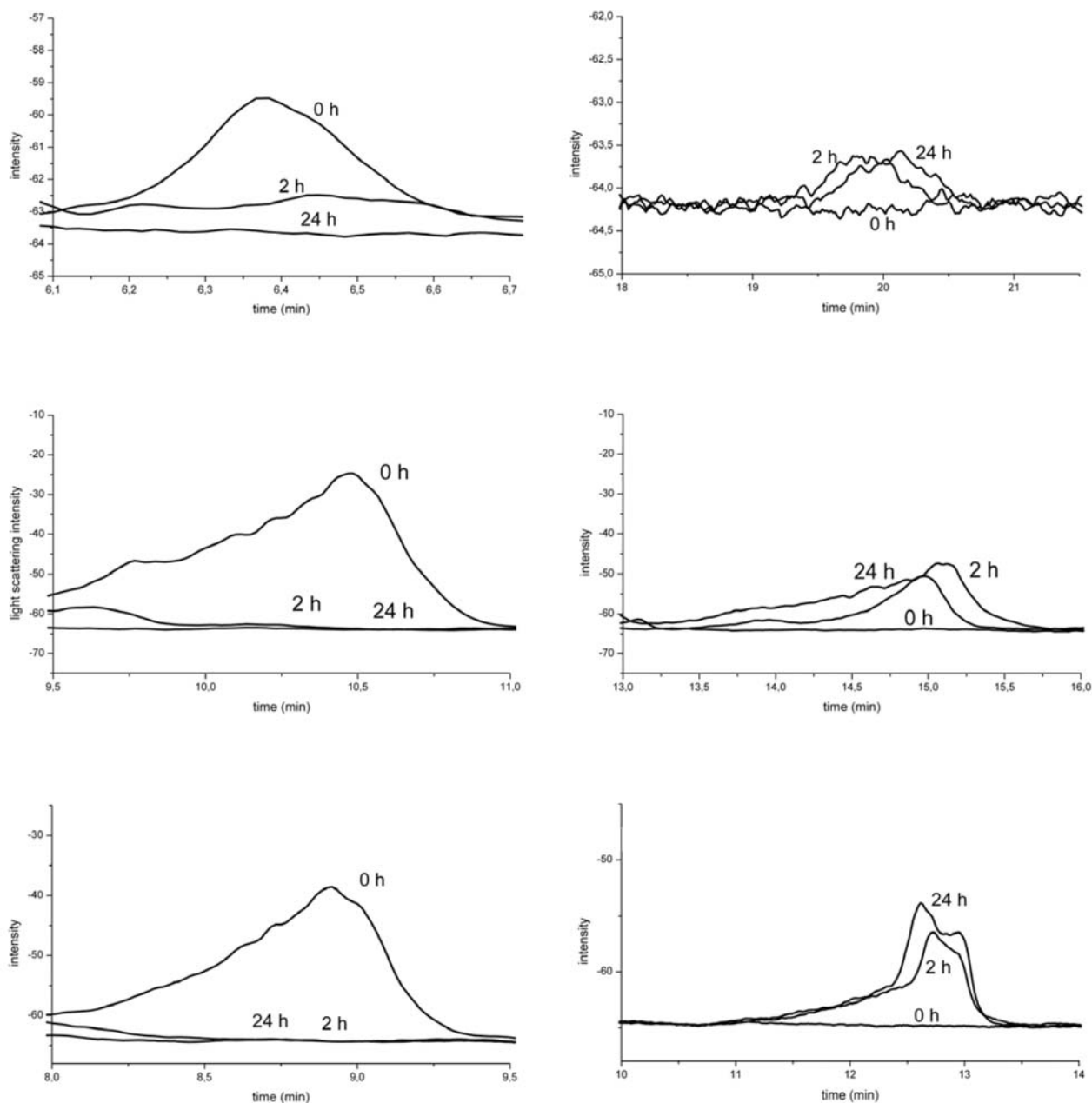
The diol (**9**) (7.35g, 32.5 mmol) was dissolved in  $\text{CH}_2\text{Cl}_2$  (100 mL), cooled to 0 °C and diisopropylethylamine (23 mL, 130 mmol) was added. Then, *tert*-butyldimethylsilyl triflate (20 mL, 87 mmol) was added dropwise and the mixture was stirred for 2 h before another portion *tert*-butyldimethylsilyl triflate was added (6.0 mL, 26 mmol). After stirring for 48 h at 4 °C excess reagent was quenched with MeOH (10 mL), the mixture was stirred for 1 h, washed with water (100 mL) and sat. aq.  $\text{NaHCO}_3$  (100 mL), dried over  $\text{MgSO}_4$  and concentrated. The residue was filtered through a plug of silica ( $\text{CH}_2\text{Cl}_2$ :heptane 1:1) and concentrated, then taken up in  $\text{CH}_2\text{Cl}_2$  (125 mL) and cooled to -78 °C before diisobutylaluminum hydride in hexane (65 mL, 1 M, 65 mmol) was added dropwise during 15 min. The mixture was stirred for 75 min before MeOH (4 mL) was added and stirring was continued for 1 h. Sat. aq. Rochelle's salt (50 mL) was added and the mixture was allowed to reach 20 °C, diluted with water (200 mL) and extracted with EtOAc (4×100 mL). The combined organic extracts were dried over  $\text{Na}_2\text{SO}_4$ , concentrated and the residue was purified by column chromatography ( $\text{CH}_2\text{Cl}_2$ ) affording the title compound as a clear oil (3.30 g, 63%).

$[\alpha]_D^{25}$ : +18.5° ( $c$  0.6,  $\text{CHCl}_3$ ).  $^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3$ ):  $\delta$  3.80-3.73 (m, 1H), 3.69-3.52 (m, 4H), 2.12 (dd,  $J$  = 7.6, 5.1 Hz, 1H), 0.89 (s, 18H), 0.09 (s, 3H), 0.08 (s, 3H), 0.06 (s, 6H).  $^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3$ ):  $\delta$  72.5, 64.9, 64.8, 25.9 (3C), 25.8 (3C), 18.3, 18.1, -4.6, -4.9, -5.4, -5.5. IR (neat): 3442, 2929, 1472, 1257, 1095, 1005, 836  $\text{cm}^{-1}$ .  $m/z$  ( $\text{M}+\text{Na}^+$ ) 343.21.

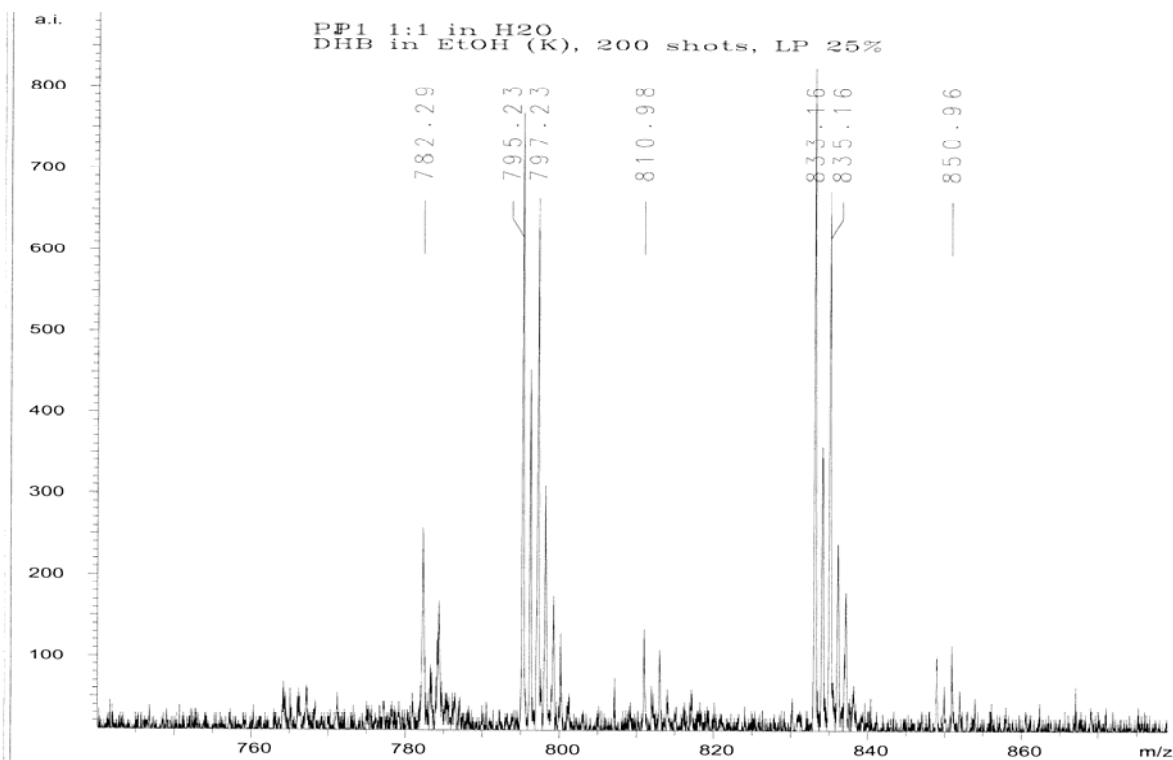
<sup>5</sup> Corey, E. J.; Guzman-Perez, A.; Noe, M. C. The Application of a Mechanistic Model Leads to the Extension of the Sharpless Asymmetric Dihydroxylation to Allylic 4-Methoxybenzoates and Conformationally Related Amine and Homoallylic Alcohol Derivatives. *J. Am. Chem. Soc.* **1995**, *117*, 10805-10816.



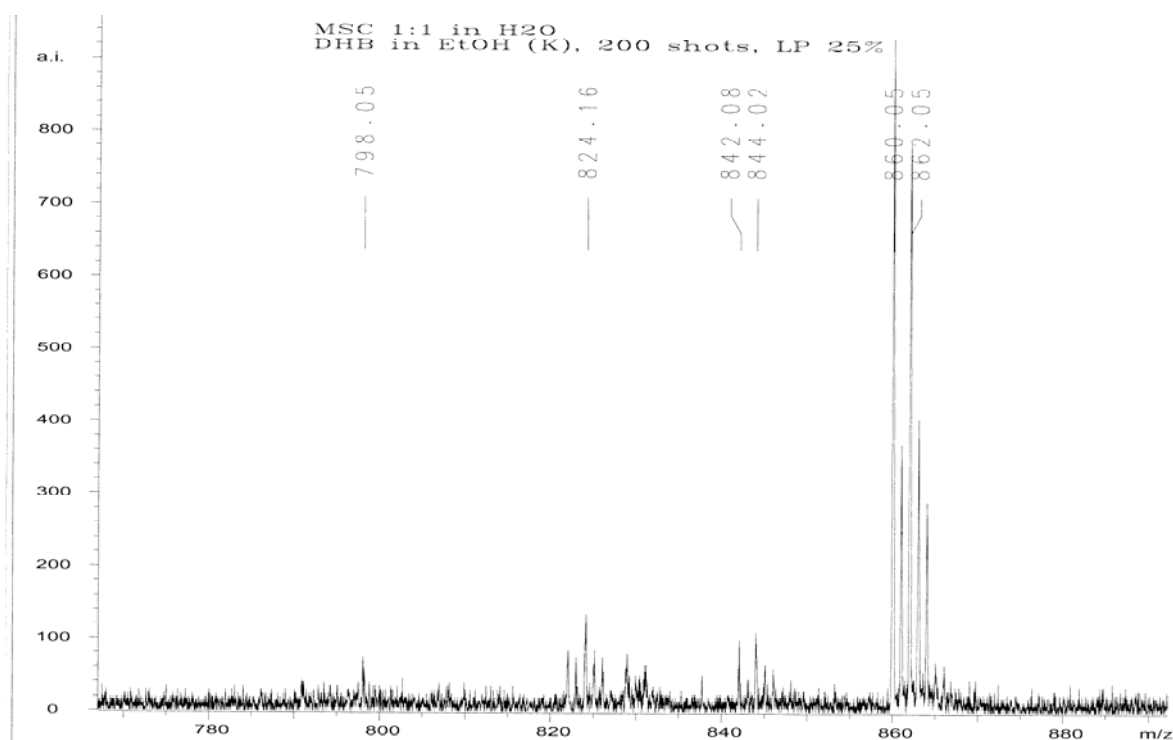
**Figure S1.** MALDI-TOF MS monitoring of sPLA<sub>2</sub> activity on chlorambucil AEL prodrug **1b** (top) and **2b** (bottom). The spectra demonstrates that the prodrugs (right) are consumed and the AELs (left) are released.



**Figure S2.** HPLC chromatograms for the sPLA<sub>2</sub> experiment on chlorambucil AEL prodrugs **1b**, **2a** and **2b** showing the amount of prodrug (left) and AEL (right) before the addition of the enzyme and after 2 and 24 h.



**Figure S3.** MALDI-TOF MS of prodrug **1b** after 42 days at 20 °C showing the major peaks at 795/797 [M+H] and 833/835 [M+K].



**Figure S4.** MALDI-TOF MS of prodrug **2b** after 42 days at 20 °C showing the major peaks at 822/824 [M+H+K] and 860/862 [M+2K].

**(*R*)-1-[(*S*)-Methoxytrifluoromethylphenylacetyl]-2,3-bis(*tert*-butyldimethylsilyl)glycerol  
(Mosher (*S*)-ester)**

The alcohol (**10**) (80 mg, 0.25 mmol) was dissolved in pyridine (0.5 mL) and added to the cold commercial ampule with (*R*)-methoxytrifluoromethylphenylacetyl chloride (100 mg, 0.40 mmol) and shaken. After standing for 1 h the mixture was poured into sat. aq. NaHCO<sub>3</sub> (5 mL), which was subsequently extracted with CH<sub>2</sub>Cl<sub>2</sub> (3×5 mL) and the organic phase dried over Na<sub>2</sub>SO<sub>4</sub>. After drying *in vacuo* the crude ester (116 mg, 87%) was subjected to NMR analysis.

IR (neat): 2954, 2930, 2886, 2858, 1753, 1253, 1169, 1103, 1023, 991 cm<sup>-1</sup>.

<sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>): δ 7.55-7.37 (m, 5 H), 4.58 (dd, *J* = 3.8, 11.2 Hz, 1H), 4.17 (dd, *J* = 4.6, 11.2 Hz, 1H), 3.89-3.82 (m, 1H), 3.54-3.48 (m, 5H), 0.87 (s, 9H), 0.85 (s, 9H), 0.02-0.01 (m, 12H).

<sup>19</sup>F NMR (282 MHz, CDCl<sub>3</sub>): δ -72.21 (s).

**(*R*)-1-[(*R*)-Methoxytrifluoromethylphenylacetyl]-2,3-bis(*tert*-butyldimethylsilyl)glycerol  
(Mosher (*R*)-ester)**

The alcohol (**10**) (80 mg, 0.25 mmol) was dissolved in pyridine (0.5 mL) and added to the cold commercial ampule with (*S*)-methoxytrifluoromethylphenylacetyl chloride (100 mg, 0.40 mmol) and shaken. After standing for 1 h the mixture was poured into sat. aq. NaHCO<sub>3</sub> (5 mL), which was subsequently extracted with CH<sub>2</sub>Cl<sub>2</sub> (3×5 mL) and the organic phase dried over Na<sub>2</sub>SO<sub>4</sub>. After drying *in vacuo* the crude ester (152 mg, quantitative) was subjected to NMR analysis.

IR (neat): 2954, 2930, 2886, 2858, 1752, 1253, 1168, 1103, 1023, 989 cm<sup>-1</sup>.

<sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>): δ 7.43-7.23 (m, 5H), 4.43 (dd, *J* = 3.8, 11.2 Hz, 1H), 4.03 (dd, *J* = 3.8, 11.2 Hz, 1H), 3.80-3.73 (m, 1H), 3.49-3.32 (m, 5H), 0.72 (s, 9H), 0.71 (s, 9H), -0.06 (s, 6H), -0.14 (s, 6H).

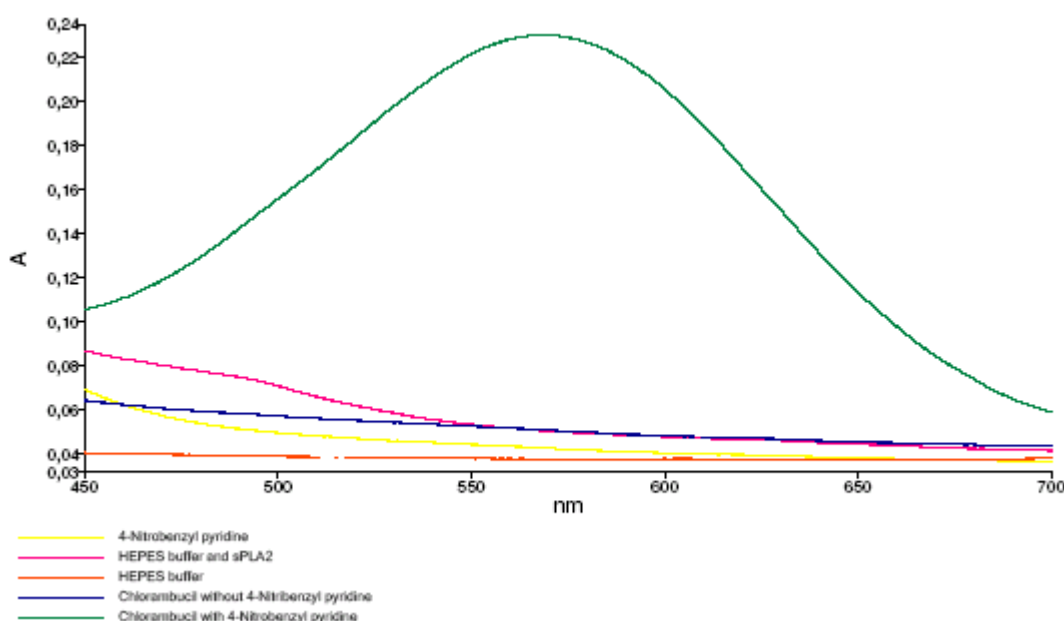
<sup>19</sup>F NMR (282 MHz, CDCl<sub>3</sub>): δ -71.99 (s).

**Table S1.** Combustion analysis and HRMS values.

Compound	Formula	Anal. Calc'd	Anal. found	HRMS calc'd	HRMS found
<b>6a</b>	C <sub>27</sub> H <sub>48</sub> O <sub>4</sub>	C 74.26, H 11.08	74.26, 11.03		
<b>6b</b>	C <sub>29</sub> H <sub>52</sub> O <sub>4</sub>	C 74.95, H 11.28	75.08, 11.24		
<b>1a</b>	C <sub>38</sub> H <sub>69</sub> Cl <sub>2</sub> N <sub>2</sub> O <sub>7</sub> P			[M+H <sup>+</sup> ] 767.4298	767.4312
<b>1b</b>	C <sub>40</sub> H <sub>73</sub> Cl <sub>2</sub> N <sub>2</sub> O <sub>7</sub> P			[M+Na <sup>+</sup> ] 817.4425	817.4430
<b>10</b>	C <sub>15</sub> H <sub>36</sub> O <sub>3</sub> Si <sub>2</sub>			[M+Na <sup>+</sup> ] 343.2096	343.2110
<b>11</b>	C <sub>24</sub> H <sub>53</sub> N <sub>2</sub> O <sub>4</sub> PSi <sub>2</sub>			[M+Na <sup>+</sup> ] 543.3174	543.3186
<b>12a</b>	C <sub>48</sub> H <sub>92</sub> Cl <sub>2</sub> NO <sub>9</sub> PSi <sub>2</sub>			[M+Na <sup>+</sup> ] 1006.5317	1006.5348
<b>12b</b>	C <sub>51</sub> H <sub>96</sub> Cl <sub>2</sub> NO <sub>9</sub> PSi <sub>2</sub>			[M+Na <sup>+</sup> ] 1034.5631	1034.5665
<b>2a</b>	C <sub>36</sub> H <sub>63</sub> Cl <sub>2</sub> NNaO <sub>9</sub> P			[M+H <sup>+</sup> ] 778.3588	778.3612
<b>2b</b>	C <sub>38</sub> H <sub>67</sub> Cl <sub>2</sub> NNaO <sub>9</sub> P			[M+Na <sup>+</sup> ] 828.3721	828.3681

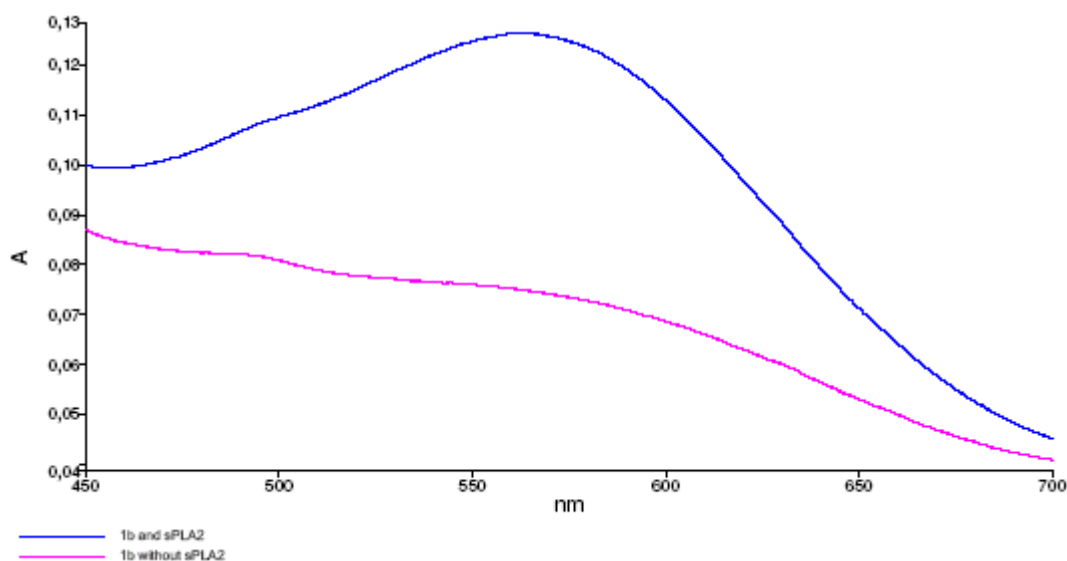
### Alkylating assay<sup>6</sup>

The chlorambucil AEL prodrugs (2 mM) were hydrated in an aqueous buffer (0.15 M KCl, 30  $\mu$ M CaCl<sub>2</sub>, 10  $\mu$ M EDTA, 10 mM HEPES, pH = 7.5) for 1 h at 60 °C, and then sonicated for 1 h at 60 °C providing a clear solution. The formulated chlorambucil AEL prodrugs (0.40 mL, 2 mM) were diluted in an aqueous buffer (2.1 mL, 0.15 M KCl, 30  $\mu$ M CaCl<sub>2</sub>, 10  $\mu$ M EDTA, 10  $\mu$ M HEPES, pH = 7.5) and 4-nitrobenzyl pyridine (63 mg, 0.29 mmol) was added and the mixture was stirred at 37 °C. When sPLA<sub>2</sub> was used to degrade the liposomes, the catalytic reaction was initiated by addition of snake (*Agkistrodon piscivorus piscivorus*) venom sPLA<sub>2</sub> (20  $\mu$ L, 42  $\mu$ M). The purified snake venom sPLA<sub>2</sub> was donated by Dr. R. L. Biltonen (University of Virginia, VA, USA). After 1.5 h incubation 2-amino-1-propanol in *tert*-butyl alcohol (25% v/v, 3.0 mL) was added and the coloration of the reaction mixture was measured using a visible spectrophotometer (PerkinElmer, Lambda 25 UV/VIS Spectrophotometer) at 450-700 nm with a maximum absorption at 560 nm for the colored pigment (Figures S6 and S7). Measurements of pure chlorambucil samples in the aqueous buffer (HEPES buffer) with and without 4-nitrobenzyl pyridine, of HEPES buffer with and without sPLA<sub>2</sub> and of pure 4-nitrobenzyl pyridine in HEPES buffer were obtained as controls (Figure S5).

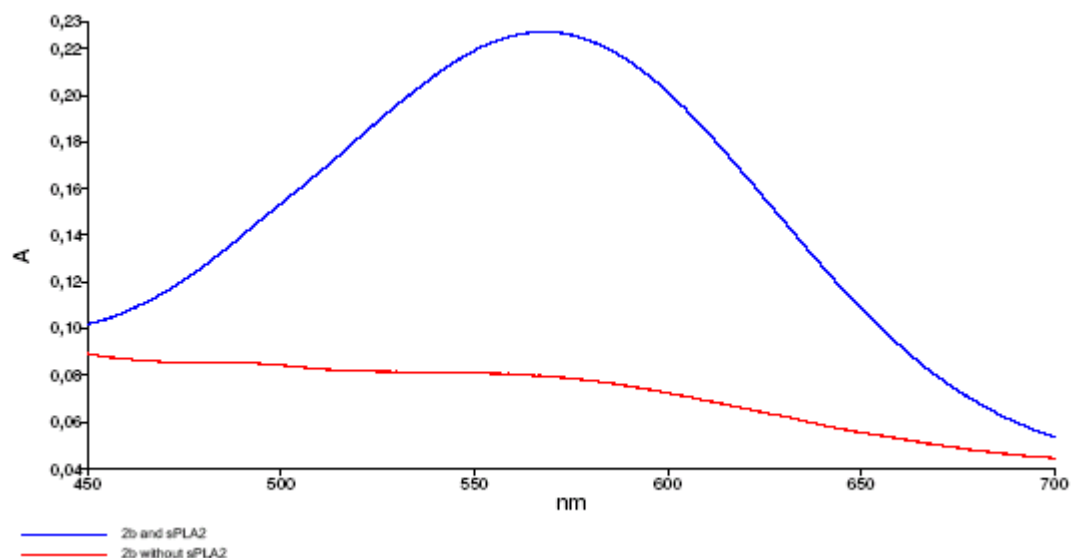


**Figure S5:** Alkylating assay control experiments, which illustrate that only the combination of chlorambucil and 4-nitrobenzyl pyridine gives absorption at 560 nm.

<sup>6</sup> a) Epstein, J.; Rosenthal, R. W.; Ess, R. J. Use of p-(4-nitrobenzyl)pyridine as analytical reagent for ethylenimines and alkylating agents. *Anal. Chem.* **1955**, 27, 1435-1439. b) Friedman, O. M.; Boger, E.; Chlorimetric estimation of nitrogen mustard in aqueous media. *Anal. Chem.* **1961**, 33, 906-910. c) Genka, S.; Deutsch, J.; Shetty, U. H.; Stahle, P. L.; John, V.; Lieberburg, I. M.; Ali-Osmant, F.; Rapoport, S. I.; Greig, N. H. Development of lipophilic anticancer agents for the treatment of brain tumors by the esterification of water-soluble chlorambucil. *Clin. Exp. Metastasis*, **1993**, 11, 131-140.



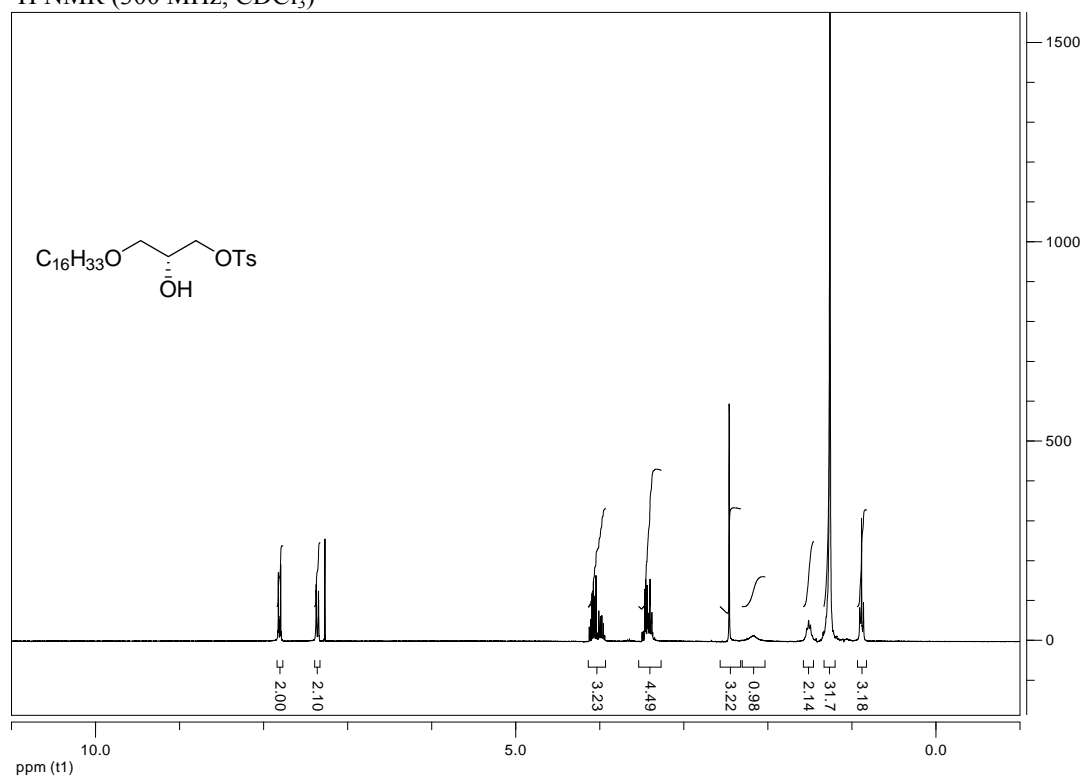
**Figure S6:** Alkylating activity of AEL prodrug **1b** with and without sPLA<sub>2</sub>. When AEL prodrug **1b** was subjected to sPLA<sub>2</sub> it provided a colored solution, with a strong absorption at 560 nm, illustrating alkylating activity, whereas AEL prodrug **1b** without subsection of sPLA<sub>2</sub> provided a colorless solution, with a weak absorption at 560 nm, illustrating that the liposome formulation shield the chloroethyl moiety of **1b**.



**Figure S7:** Alkylating activity of AEL prodrug **2b** with and without subsection of sPLA<sub>2</sub>. When AEL prodrug **1b** was subjected to sPLA<sub>2</sub> it provided a colored solution, with a strong absorption at 560 nm, illustrating alkylating activity, whereas AEL prodrug **2b** without subsection of sPLA<sub>2</sub> provided a colorless solution, with a weak absorption at 560 nm, illustrating that the liposome formulation shield the chloroethyl moiety of **2b**.

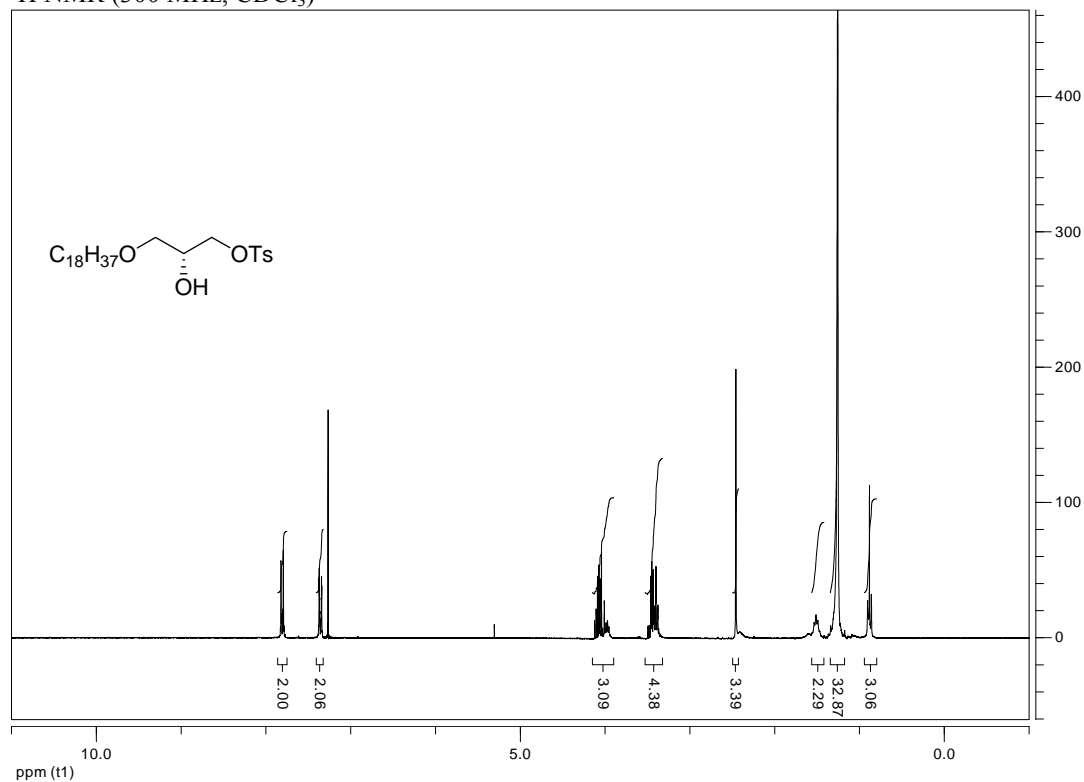
**(R)-1-O-Hexadecyl-3-(p-toluenesulfonyl)-glycerol (5a)**

<sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>)



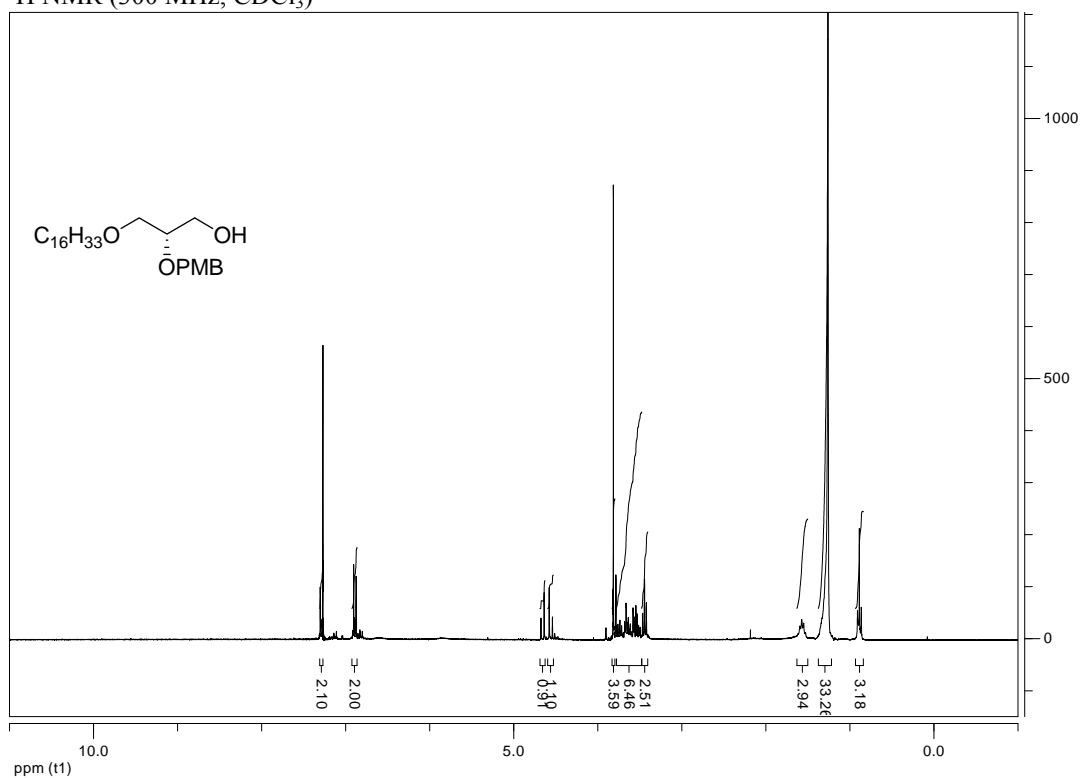
**(R)-1-O-Octadecyl-3-(p-toluenesulfonyl)-glycerol (5b)**

<sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>)

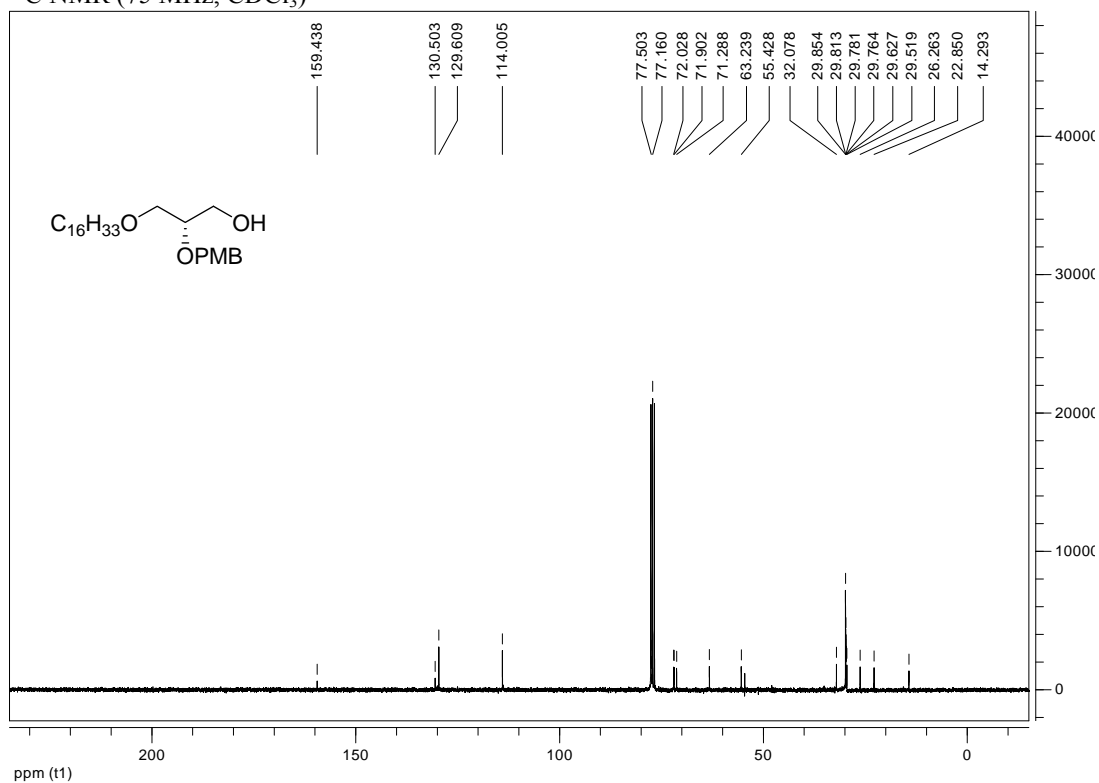


**(S)-1-O-Hexadecyl-2-O-(4-methoxybenzyl)-glycerol (6a)**

$^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3$ )

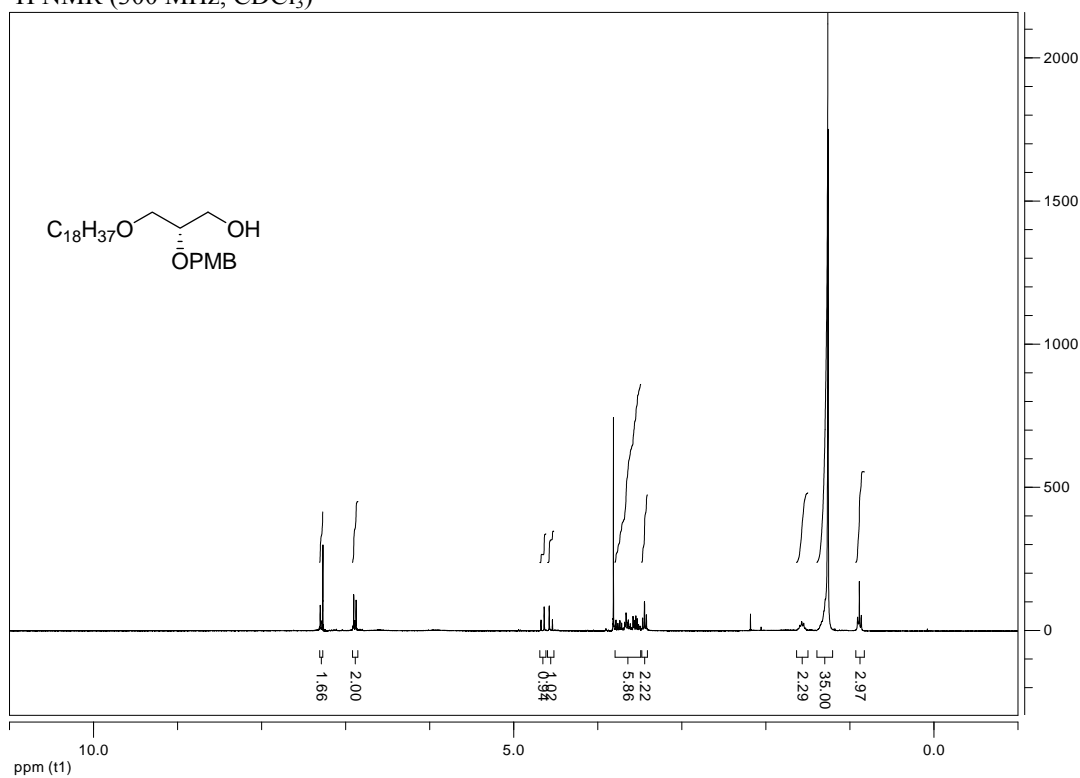


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3$ )

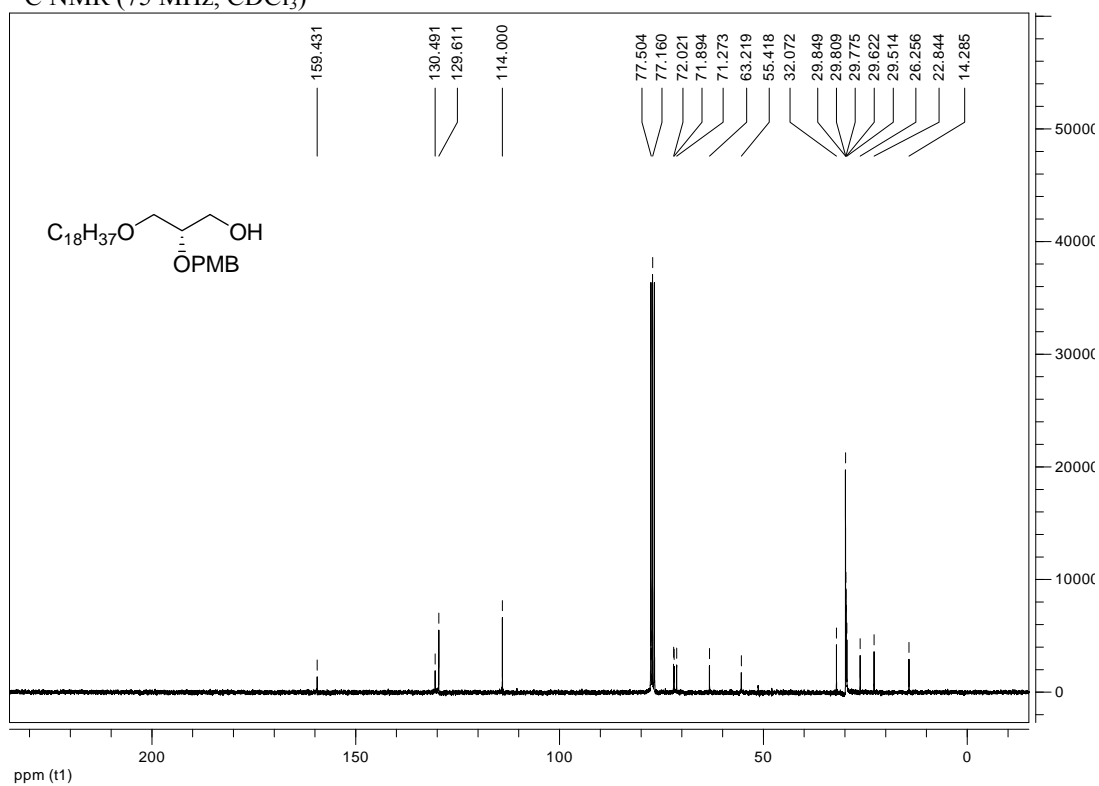


**(S)-1-O-Octadecyl-2-O-(4-methoxybenzyl)-glycerol (6b)**

$^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3$ )

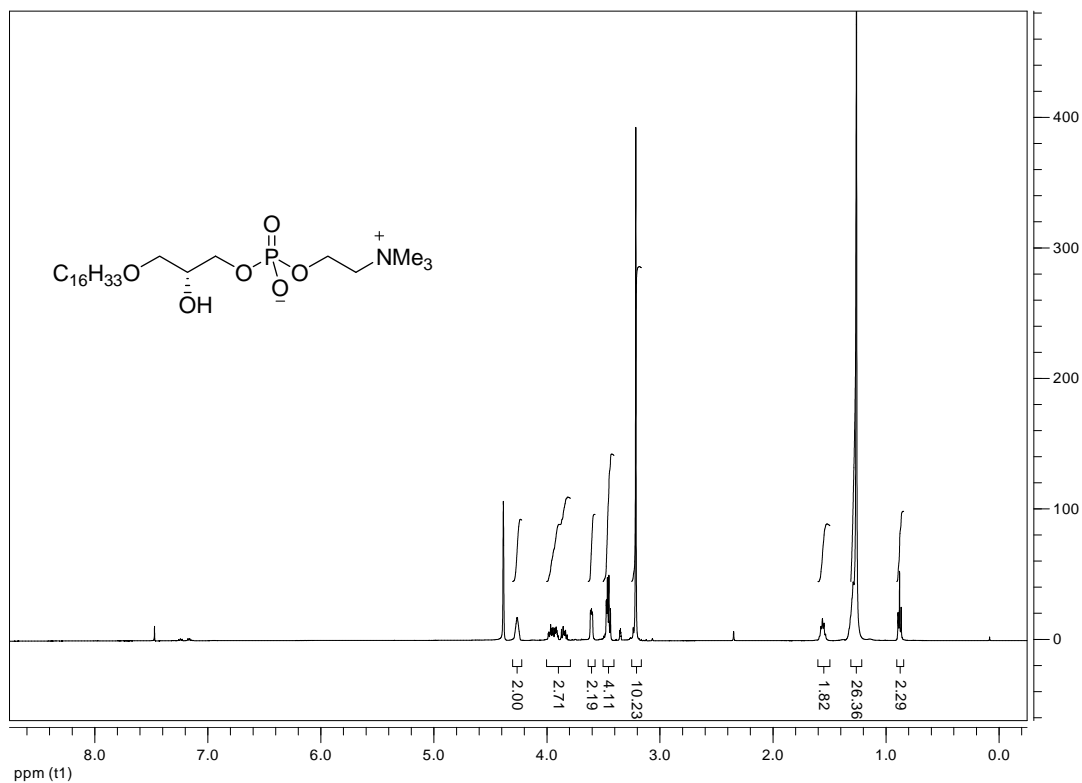


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3$ )



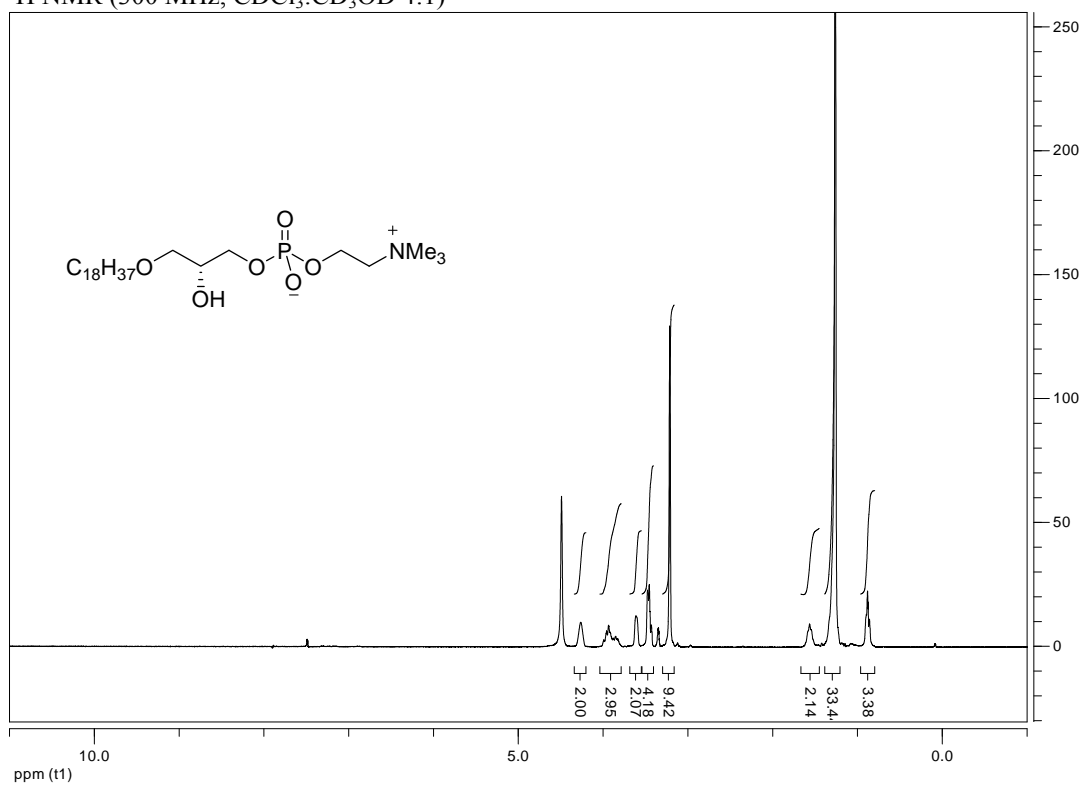
**1-*O*-Hexadecyl-2-lyso-*sn*-glycero-3-phosphocholine (7a)**

$^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1)



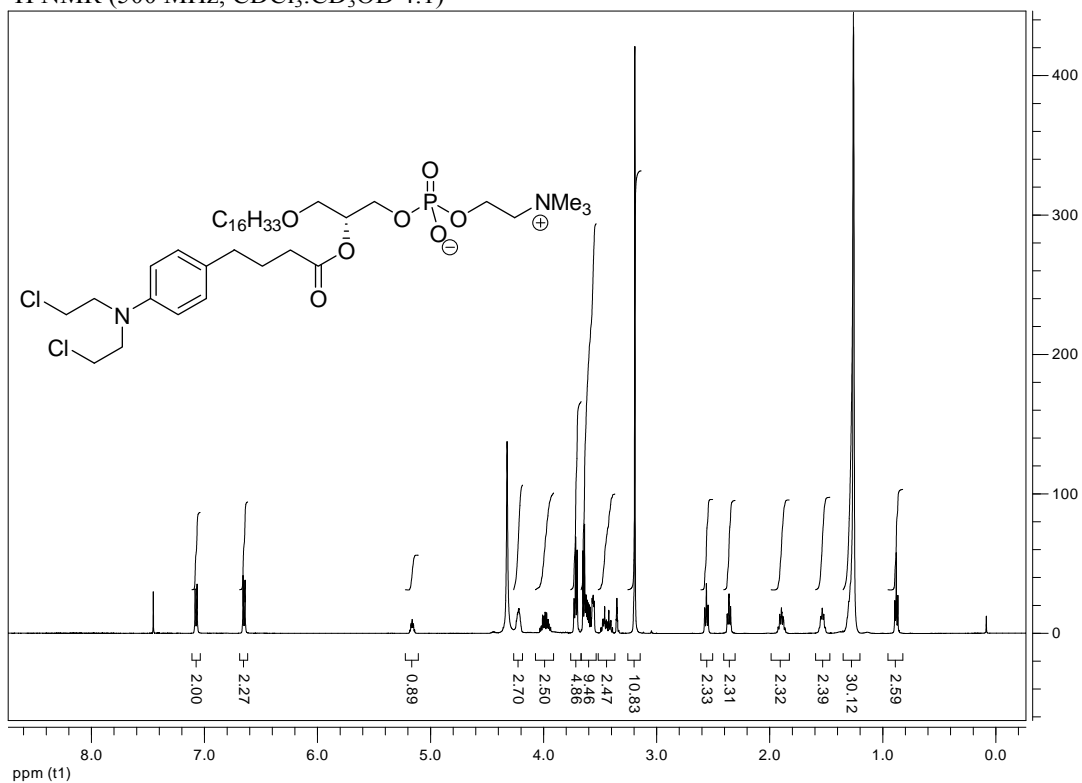
**1-*O*-Octadecyl-2-lyso-*sn*-glycero-3-phosphocholine (7b)**

$^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1)

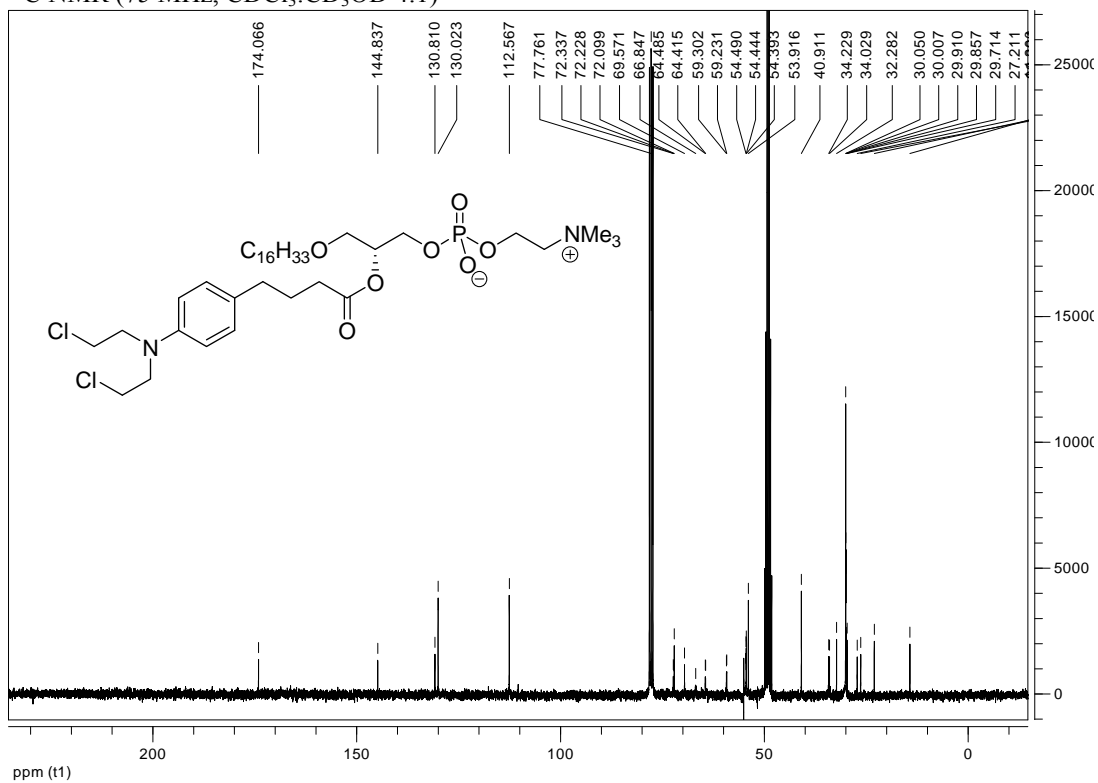


**1-*O*-Hexadecyl-2-(4-(4-(bis-(2-chloroethyl)-amino)-phenyl)-butanoyl)-*sn*-glycero-3-phosphocholine (1a)**

$^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1)

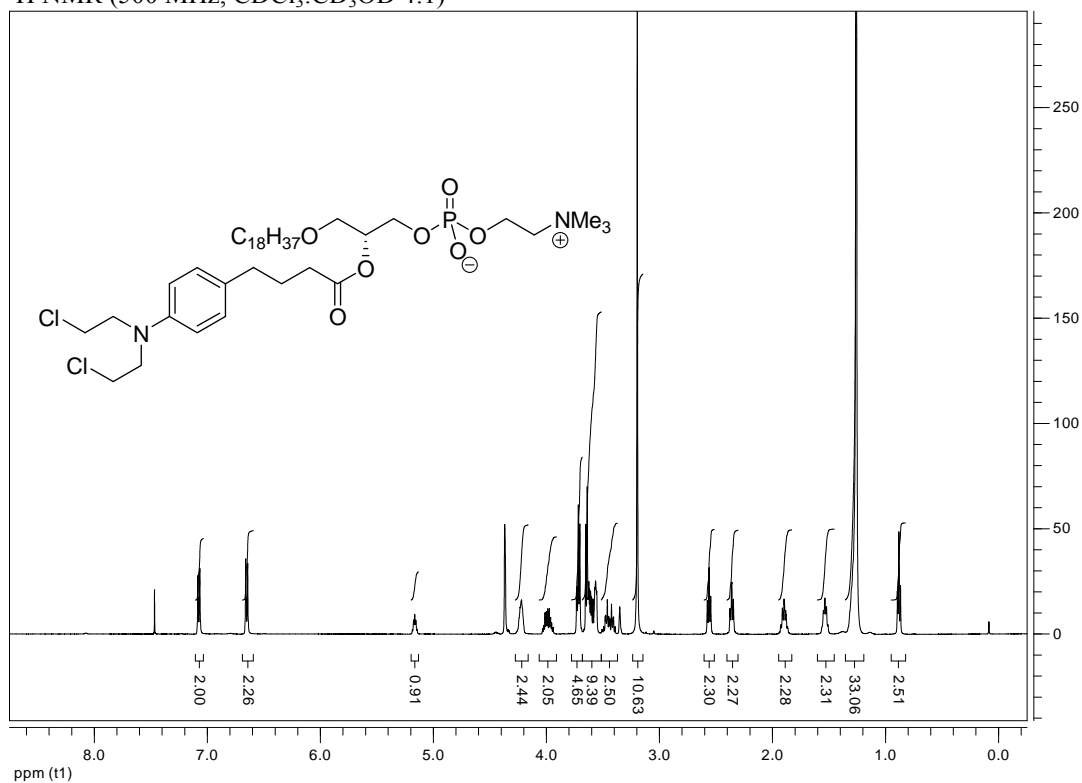


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  4:1)

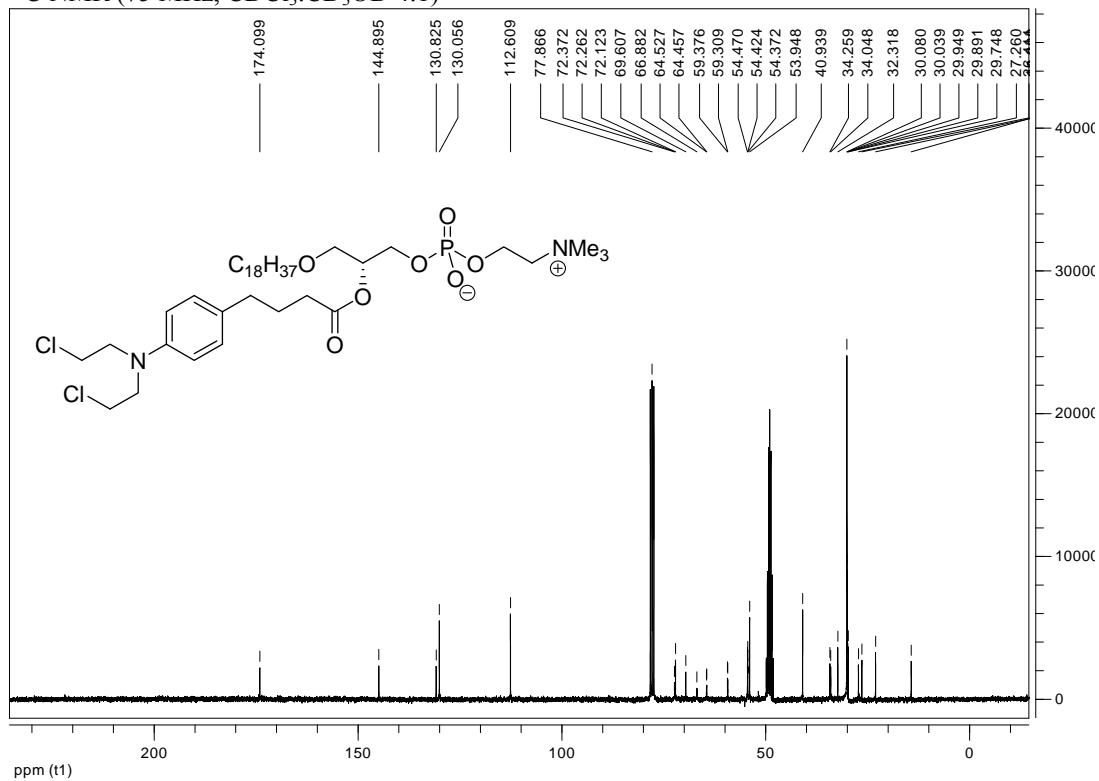


**1-*O*-Octadecyl-2-(4-(4-(*bis*-(2-chloroethyl)-amino)-phenyl)-butanoyl)-*sn*-glycero-3-phosphocholine (1b)**

<sup>1</sup>H NMR (500 MHz, CDCl<sub>3</sub>:CD<sub>3</sub>OD 4:1)

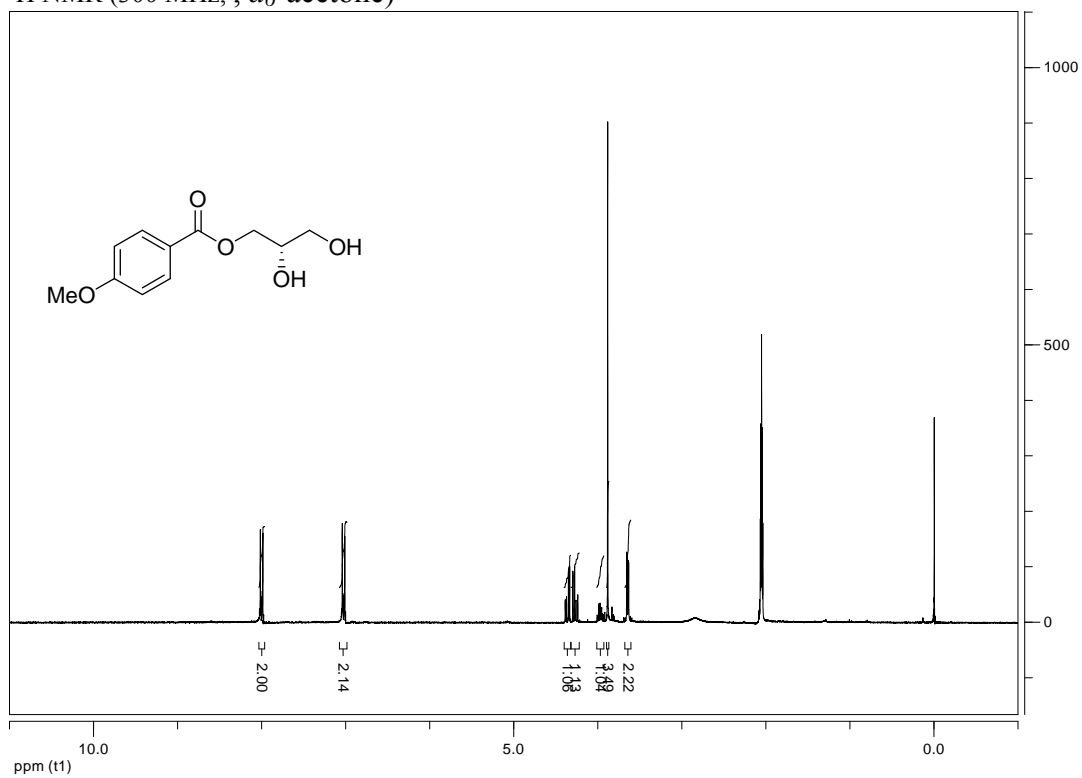


<sup>13</sup>C NMR (75 MHz, CDCl<sub>3</sub>:CD<sub>3</sub>OD 4:1)

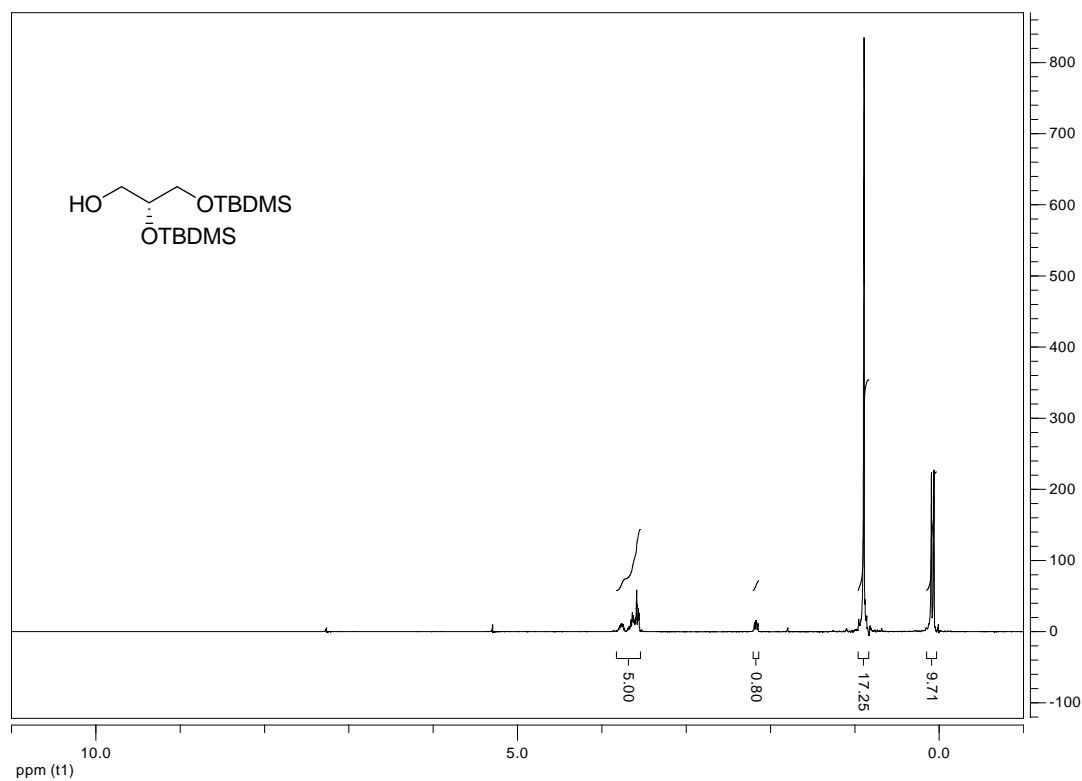
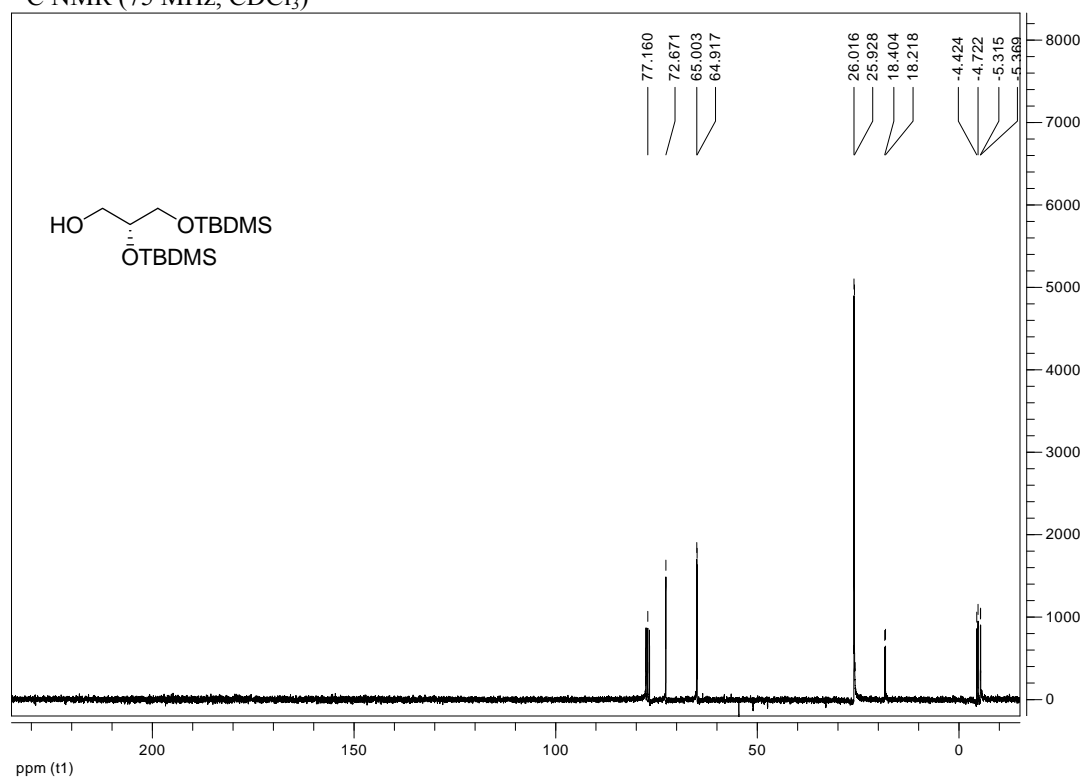


**(S)-1-O-(4-Methoxybenzoyl)-glycerol (9)**

<sup>1</sup>H NMR (300 MHz, *d*<sub>6</sub>-acetone)

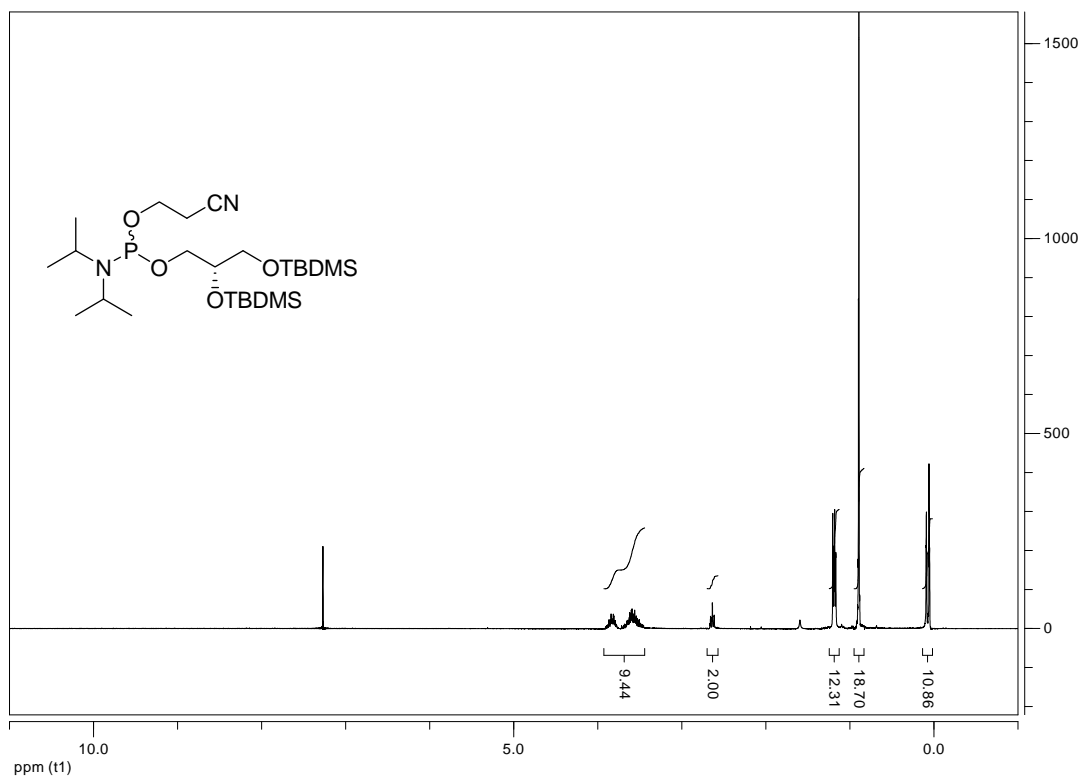


**(R)-1,2-di-*O*-*tert*-butyldimethylsilyl-glycerol (10)**

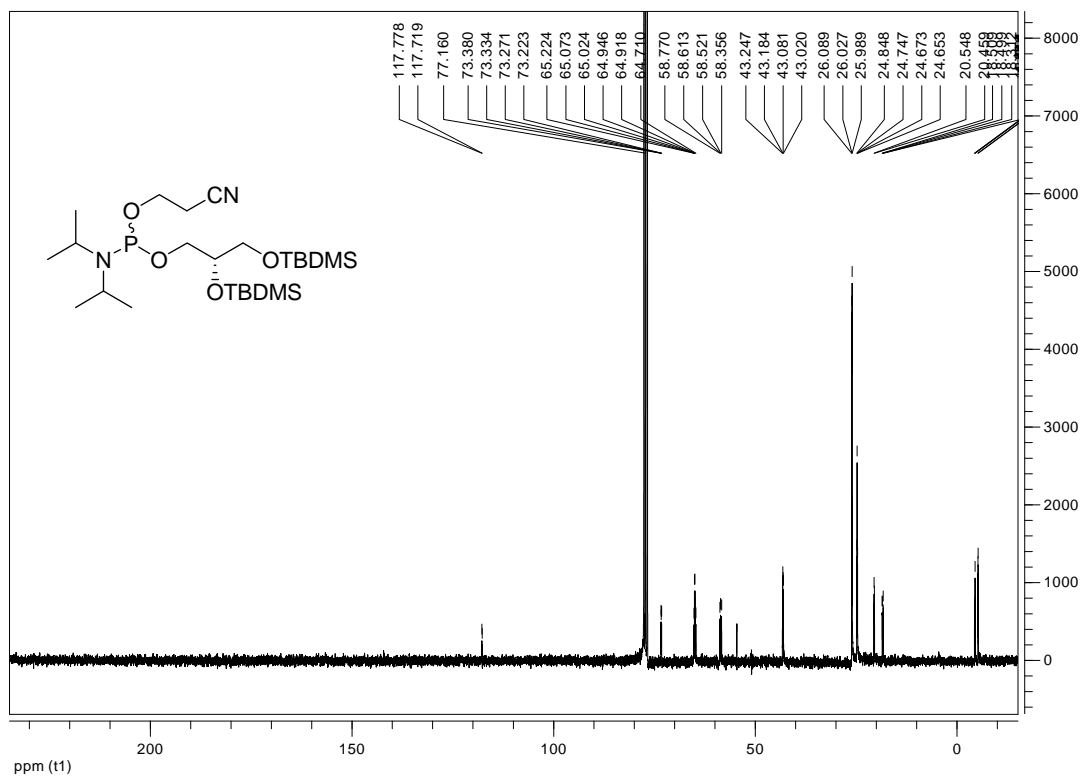
<sup>1</sup>H NMR (300 MHz, CDCl<sub>3</sub>) $^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3$ )

**(S)-(2,3-di-O-*tert*-butyldimethylsilyl)-glyceryl 2-cyanoethyl-*N,N*-diisopropylphosphoramidite (11)**

$^1\text{H}$  NMR (300 MHz,  $\text{CDCl}_3$ )

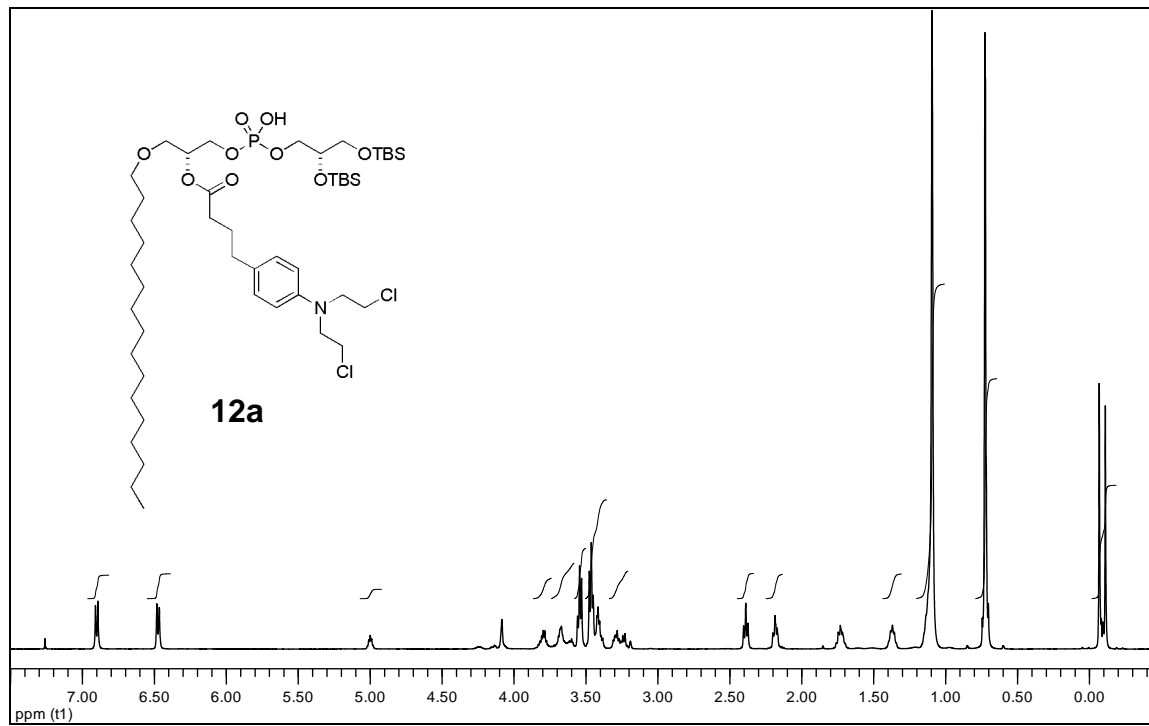


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3$ )

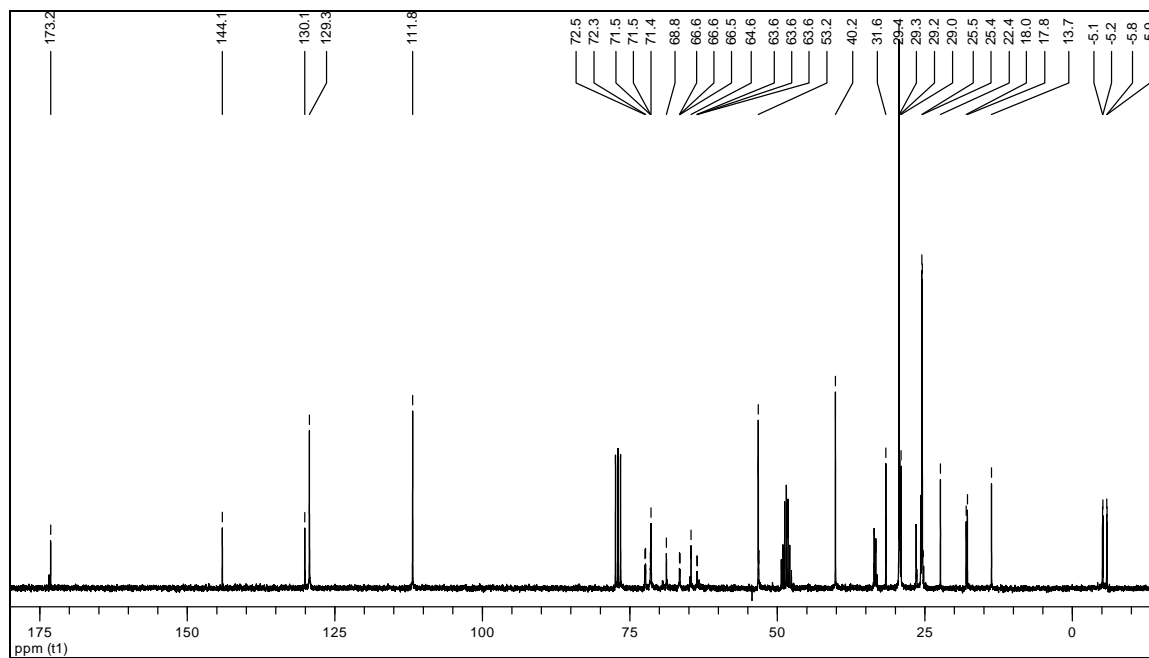


**1-*O*-Hexadecyl-2-(4-(4-(*bis*-(2-chloroethyl)-amino)-phenyl)-butanoyl)-*sn*-glycero-3-(2-cyanoethyl-phospho)-(*S*)-2,3-di-*O*-*tert*-butyldimethylsilyl-glycerol (12a)**

$^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)

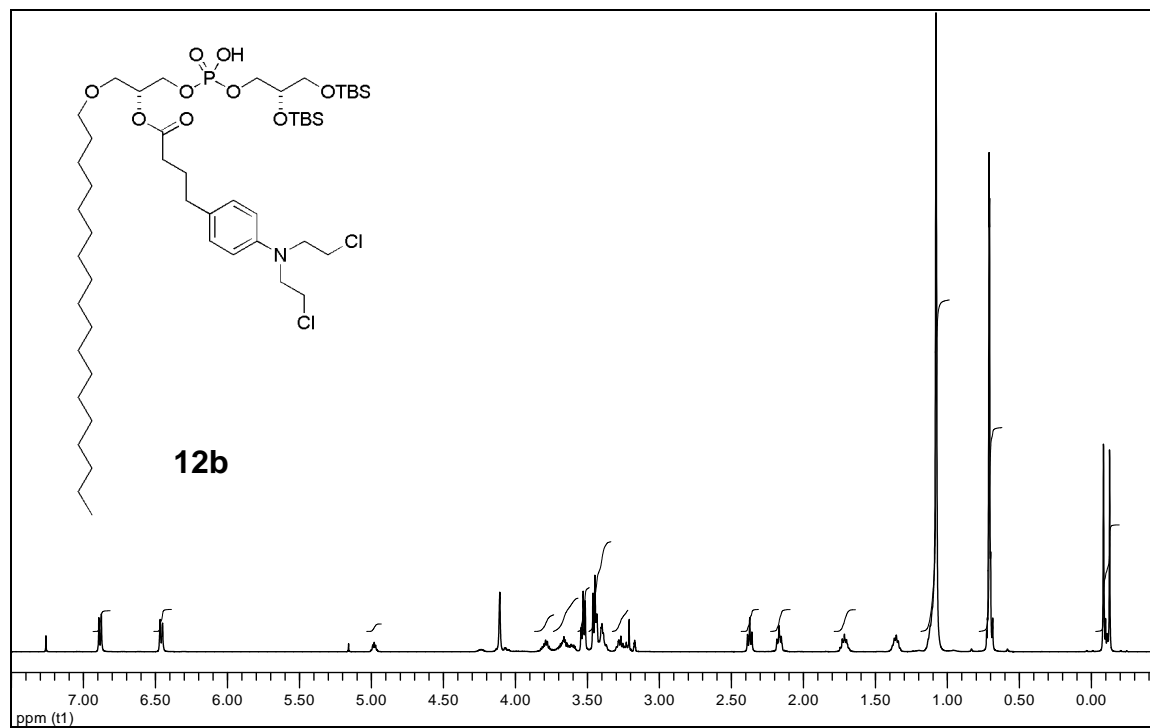


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)

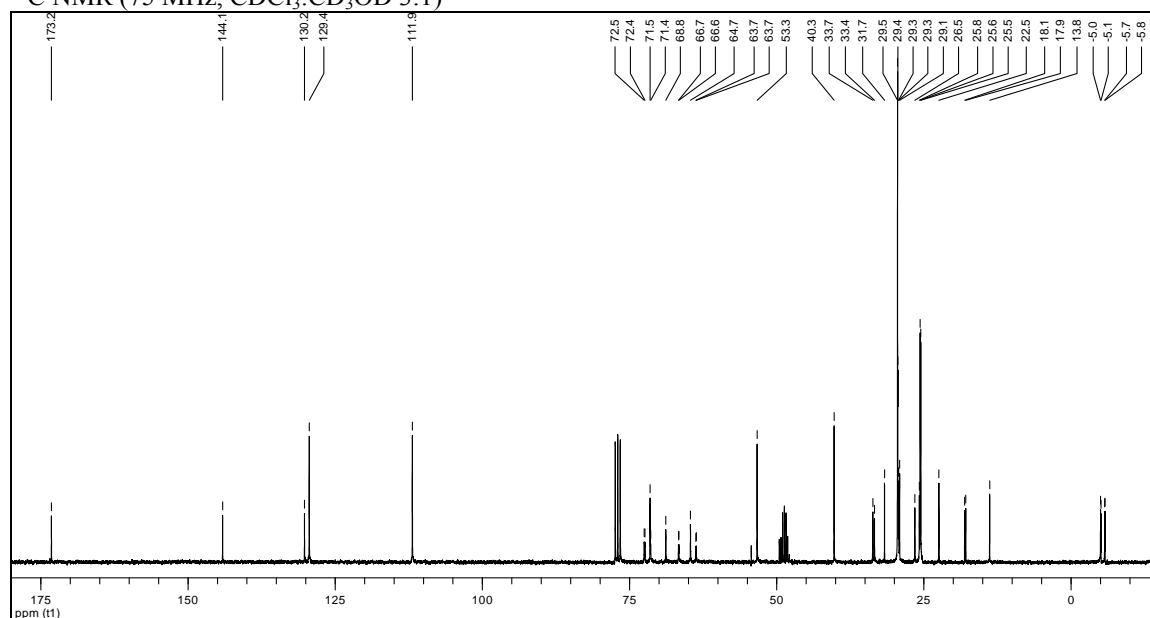


**1-*O*-Octadecyl-2-(4-(4-(*bis*-(2-chloroethyl)-amino)-phenyl)-butanoyl)-*sn*-glycero-3-(2-cyanoethyl-phospho)-(*S*)-2,3-di-*O*-*tert*-butyldimethylsilyl-glycerol (12b)**

$^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)

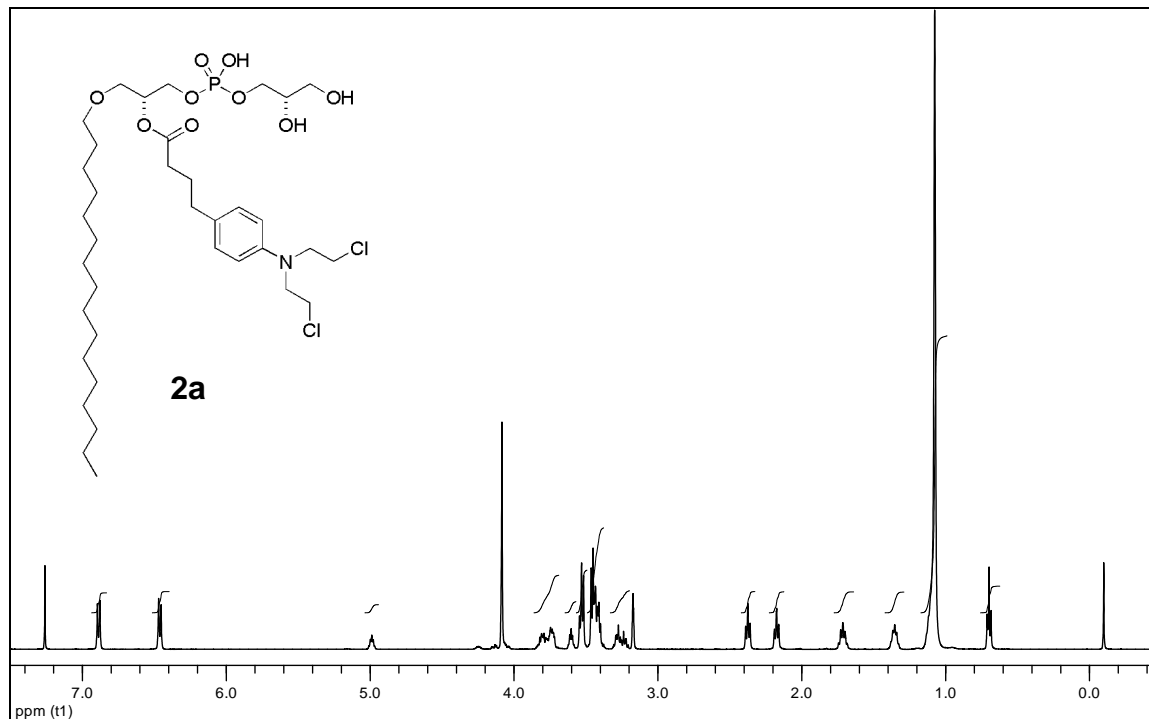


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)

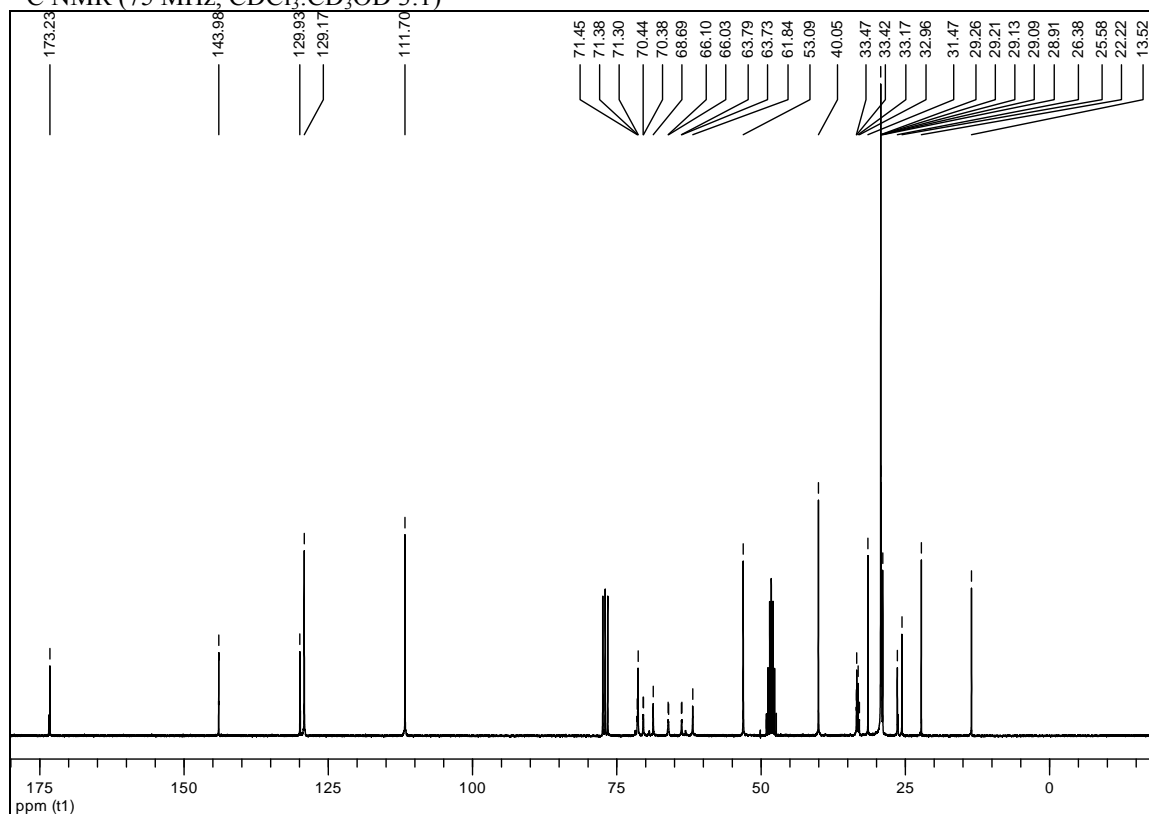


**1-*O*-Hexadecyl-2-(4-(4-(*bis*-(2-chloroethyl)-amino)-phenyl)-butanoyl)-*sn*-glycero-3-phospho-(*S*)-glycerol (2a)**

$^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)

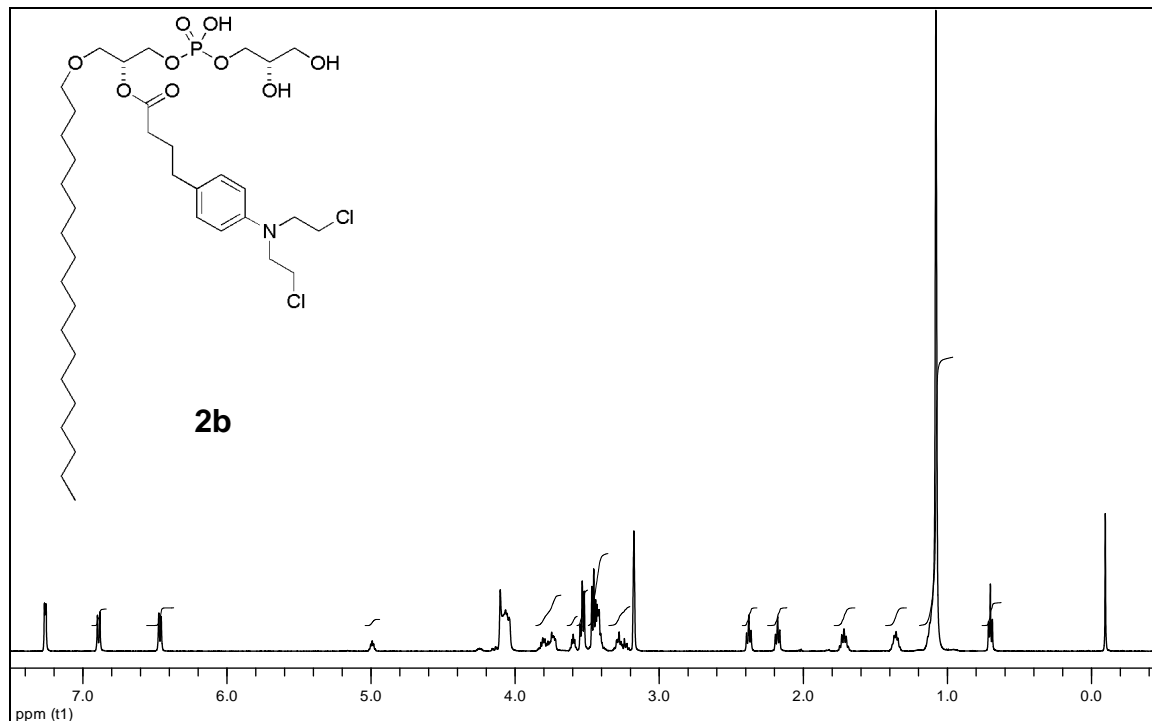


$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)



**1-*O*-Octadecyl-2-(4-(4-(*bis*-(2-chloroethyl)-amino)-phenyl)-butanoyl)-*sn*-glycero-3-phospho-(*S*)-glycerol (2b)**

$^1\text{H}$  NMR (500 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)



$^{13}\text{C}$  NMR (75 MHz,  $\text{CDCl}_3:\text{CD}_3\text{OD}$  3:1)

