

29 ABSTRACT

30 Alveolar macrophages (AMs) are unique lung resident cells that contact airborne pathogens and environmental
31 particulates. The contribution of human AMs (HAM) to pulmonary diseases remains poorly understood due to
32 difficulty in accessing them from human donors and their rapid phenotypic change during *in vitro* culture. Thus,
33 there remains an unmet need for cost-effective methods for generating and/or differentiating primary cells into a
34 HAM phenotype, particularly important for translational and clinical studies. We developed cell culture conditions
35 that mimic the lung alveolar environment in humans using lung lipids, *i.e.*, Infasurf (calfactant, natural bovine
36 surfactant) and lung-associated cytokines (GM-CSF, TGF- β , and IL-10) that facilitate the conversion of blood-
37 obtained monocytes to an AM-Like (AML) phenotype and function in tissue culture. Similar to HAM, AML cells
38 are particularly susceptible to both *Mycobacterium tuberculosis* and severe acute respiratory syndrome coronavirus
39 2 (SARS-CoV-2) infections. This study reveals the importance of alveolar space components in the development
40 and maintenance of HAM phenotype and function, and provides a readily accessible model to study HAM in
41 infectious and inflammatory disease processes, as well as therapies and vaccines.
42

43 IMPORTANCE

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45 Millions die annually from respiratory disorders. Lower respiratory track gas-exchanging alveoli maintain a
46 precarious balance between fighting invaders and minimizing tissue damage. Key players herein are resident AMs.
47 However, there are no easily accessible *in vitro* models of HAMS, presenting a huge scientific challenge. Here we
48 present a novel model for generating AML cells based on differentiating blood monocytes in a defined lung
49 component cocktail. This model is non-invasive, significantly less costly than performing a bronchoalveolar lavage,
50 yields more AML cells than HAMS per donor and retains their phenotype in culture. We have applied this model to
51 early studies of *M. tuberculosis* and SARS-CoV-2. This model will significantly advance respiratory biology
52 research.

53

54 INTRODUCTION

55 Alveolar macrophages (AMs) live in a unique tissue environment and must maintain lung homeostasis through
56 recycling of alveolar lining fluid and surfactant lipids, as well as clearance of inhaled debris and microbes without
57 damaging the alveoli and impairing gas exchange (1). AMs' importance in maintaining lung homeostasis is evident
58 in individuals with pulmonary alveolar proteinosis (PAP) where AM development and function are impaired,
59 resulting in the accumulation of pulmonary surfactant that obstructs the airways (2). AMs can self-maintain in the
60 steady state (3) and also originate from peripheral blood monocytes and fetal monocytes (4, 5). AM functions are
61 regulated by alveolar type-II epithelial cells through their interactions with CD200 and transforming growth factor- β
62 (TGF- β) leading to IL-10 secretion, which is important for cell homeostasis (1). TGF- β itself is important for AM
63 development (6). Granulocyte macrophage colony-stimulating factor (GM-CSF), secreted by resident macrophages
64 and lung epithelial cells, is also essential for AM development (7, 8). Generation of a non-transformed, GM-CSF-
65 dependent murine macrophage line shows some similarity with mouse AMs (9). GM-CSF induces the transcription
66 factor peroxisome proliferator-activated receptor gamma (PPAR- γ), which is highly expressed by AMs and critical
67 for AM development (7).

68 It is increasingly appreciated that tissue environments greatly influence macrophage phenotype and function (10, 11)
69 and that AMs are distinct from other macrophages including lung interstitial macrophages (IMs). For example, AMs
70 are less glycolytic than IMs and highly express genes involved in oxidative phosphorylation (OxPhos) and fatty acid
71 metabolism (12). AMs also respond to stimuli differently than other tissue macrophages. The lung surfactant protein
72 (SP)-A specifically increases mannose receptor (MR/CD206; MRC1, a signature of AMs) expression in AMs, but
73 not in peritoneal macrophages (13) and also drives IL-4-mediated AM proliferation and activation in the lung, but
74 not in the peritoneal cavity (14). AMs are also more susceptible to infection by the intracellular pathogen
75 *Mycobacterium tuberculosis* (*M.tb*) than other tissue macrophages, including IMs in the lung (12). PPAR- γ enhances
76 *M.tb* growth specifically in lung macrophages, but not in bone marrow-derived or peritoneal macrophages (15). In
77 addition, *M.tb* infection of AMs *in vivo* is distinct from infection of AMs that have been out of the lung for 18 h
78 (16), likely because the transcriptome of AMs rapidly changes after removal from the lung (16, 17). The unique

79 nature of AMs and their loss of phenotype after removal from the lung make the study of AM biology and the
80 impact of AMs on infectious and non-infectious diseases challenging.

81 There are no current tractable and easily accessible *in vitro* models of human AMs (HAM). One method of acquiring
82 HAM is by bronchoalveolar lavage (BAL), which is expensive, invasive, labor intensive (18) and only recovers ~2-4
83 x 10⁶ HAM per person. This is particularly problematic during the Coronavirus Disease 2019 (COVID-19)
84 pandemic, which has limited many research procedures, including performing human BALs, thus making it even
85 harder to study HAM biology. Another method is to obtain HAM from cadaveric lung tissue of recently deceased
86 individuals, which is accessible to only a few labs. Murine AMs are relatively more easily obtainable, but BAL
87 results in only ~3-5x 10⁵ AMs per mouse (19) and cellular pathways of interest may deviate from those found in
88 HAM.

89 Since transplanting peritoneal macrophages into the lung results in loss of peritoneal markers and gain of PPAR- γ
90 and other AM markers (10), we hypothesized that culturing human monocytes in lung components would drive them
91 to an AM-Like (AML) phenotype, thus providing a more readily available model to study HAM. AMs constantly
92 ingest and catabolize surfactant lipids that line the alveoli and are exposed to locally produced cytokines such as
93 GM-CSF, TGF- β and IL-10. Thus, we developed an AML cell model by culturing readily available human blood-
94 derived monocytes [in peripheral blood mononuclear cells (PBMCs) or purified] with an optimized lung component
95 cocktail composed of GM-CSF, TGF- β , IL-10 and Infasurf, a natural bovine-derived surfactant replacement
96 therapeutic that contains phospholipids [26 mg phosphatidylcholine (PC) with 16 mg as desaturated PC], neutral
97 lipids like cholesterol, and 0.7 mg hydrophobic SP-B and SP-C. Infasurf does not contain SP-A and SP-D. Our
98 initial optimization study demonstrated that both SP-A and SP-D are not important for AM differentiation and
99 development. Indeed, we focused on core elements that are more constant for human cell AM development among
100 donors than the other components of alveolar lining fluid.

101 Infasurf, GM-CSF, TGF- β and IL-10 signaling resulted in upregulation of PPAR- γ , a signature transcription factor
102 essential for AM development. Human AML cells exhibited light and electron microscopy morphology resembling
103 HAM, including the appearance of lipid body inclusions, some appearing as lamellar bodies. Expression of a gene
104 set unique to HAM as well as global transcriptomic analysis by RNA-seq revealed expression profiles of AML cells
105 related to freshly obtained HAM, including increased expression of key AM transcription factors and PPAR- γ , TGF-
106 β and GM-CSF signaling pathways. In addition, AML cells showed increased OxPhos and mitochondrial respiration
107 and reduced glycolysis, similar to what is reported for AMs (12). AML cells had increased expression of CD206,
108 macrophage receptor with collagenous structure (MARCO) and CD11c and reduced CD36 expression. Culturing
109 AML macrophages in the lung component cocktail after macrophage adherence maintained the AML phenotype
110 over time in culture. Importantly, similar to HAM, AML cells were particularly susceptible to the airborne
111 pathogens, *Mycobacterium tuberculosis* (*M.tb*) and SARS-CoV-2. Thus, we present a novel model for generating
112 AML cells which is minimally-invasive, significantly less costly, results in more AML cells relative to HAM
113 recovered from one person and can be maintained in culture. Individual components of the cocktail alone cannot
114 generate AML cells. We present a promising model to study HAM in a variety of lung inflammation contexts.

115 RESULTS

116 *In vitro* development and differentiation of human AML cells

117 We established a method for providing exogenous surfactant components (Infasurf) and specific lung-associated
118 cytokines (GM-CSF, TGF- β , IL-10), critical for AM differentiation, to cultured monocytes in peripheral blood
119 mononuclear cells (PBMCs) to determine whether the lung-associated components would drive monocyte
120 differentiation into macrophages resembling a HAM phenotype (20). Importantly, we analyzed freshly obtained
121 HAM within 6h of acquisition which best enables retention of the *in vivo* phenotype (17).

122 We isolated PBMCs from healthy adult human donors and first cultured them in increasing concentrations of GM-
123 CSF, TGF- β and IL-10 without Infasurf for 6 days, during which time monocytes differentiated into macrophages.
124 We identified the optimal concentration of these cytokines to induce expression of PPARG and MRC1, two well-
125 established AM markers (**Fig. S1A-B**). Next, to understand the role of individual lung-associated cytokines and
126 surfactant in generating AML cells, we treated PBMCs with GM-CSF, TGF- β , IL-10 and Infasurf individually or in
127 combination and assessed expression of a subset of genes that are differentially expressed in HAM relative to MDM.
128 Treatment with all four components (termed “ALL cocktail”) drove more robust gene expression changes than
129 individual cytokines or Infasurf treatment alone (**Fig. S1C-K**). ALL cocktail treatment did not affect the viability of

130 AML cells (**Fig. S1L**). Next, we cultured PBMCs in the presence of ALL cocktail at the optimal concentration for 6
131 days (ALL cocktail) (**Fig. 1A**). To assess the cultured macrophages further, we identified a set of 30 genes that are
132 differentially expressed in fresh HAM compared with blood-based monocyte-derived macrophages (MDM) (**Table**
133 **1**). These genes were chosen carefully based on the literature and a previously generated AmpliSeq database from
134 our lab comparing MDM and HAM transcriptomes (17). We assessed the gene expression pattern in the cultured
135 macrophages from a randomly selected subset of these genes from **Table 1** that resemble the HAM phenotype.
136 Monocytes cultured in ALL cocktail developed into macrophages that exhibited expression patterns similar to HAM
137 with significant increases in expression of PPARG, MRC1, MARCO, CES1, MCEMP1, MCL1, DUSP1, CXCL3,
138 PU.1, CXCL5, CD170 and CCL18 and significant decreases in expression of MMP7, MMP9, CD36, CCL22 and
139 CD84 when compared to monocytes that were cultured without lung components and thus differentiated into MDM
140 (**Fig. 1B-Q**). We named the cells cultured in ALL cocktail AM-Like (AML) cells. Increases in PPARG transcript in
141 AML cells vs. MDM corresponded with an increase in PPARG protein levels (**Fig 1R**). The transcription factor
142 PU.1 (SPI1) is induced by GM-CSF and is important for AM function (8). Like HAM, both AML and MDM
143 expressed PU.1, although increased in AML cells (**Fig 1J, R**). Thus, the established culture conditions drive both
144 PPARG and PU.1 expression, critical transcriptional determinants of AML development.

145 **AML cells undergo similar epigenetic changes as reported for HAM**

146 During development, AMs undergo specific histone modifications, with higher levels of histone H3 lysine 4 mono-
147 methylation (H3K4me1) and lower levels of H3K4me3 (21). These epigenetic changes result in the recruitment of
148 PU.1, which is essential for maintenance of high H3K4me1 at macrophage-specific enhancers (22). As observed for
149 HAM (21), AML cells also showed higher expression of H3K4me1 and lower expression of H3K4me3 when
150 compared to MDM (**Fig. 1R**) (20). These data indicate that culturing human monocytes in lung components during
151 differentiation drives them to an AML phenotype with characteristics similar to HAMS.

152 **Continuous supplementation of the lung cocktail retains the AM phenotype after differentiation of AML cells**

153 To determine whether continuous supplementation of the ALL cocktail during monocyte differentiation is necessary
154 to drive monocytes to AML cells, we treated PBMCs with one dose of ALL cocktail (Day 0) vs. multiple doses
155 (Days 0, 2, 4). Monocytes treated with ALL cocktail on alternative days showed changes in gene expression more
156 akin to HAM when compared to one dose only (Day 0). We observed a stronger increase in PPARG, MRC1,
157 MARCO, CES1, PU.1 and MCEMP1 gene and protein expression when cells were treated with multiple cocktail
158 doses (**Fig. 2A-G**). Together, the results indicate that monocytes must be continuously supplemented with ALL
159 cocktail during differentiation to drive the monocytes to AML cells.

160 To determine if the lymphocytes present in PBMCs aid in differentiation of monocytes into AML cells, we assessed
161 expression of select genes for AML cells generated from PBMCs vs. purified monocytes during cultivation. We
162 found that lymphocytes are not required for AML cell development. AML cells generated from PBMCs and isolated
163 monocytes showed similar increases in expression of PPARG, MRC1 and MARCO, and reduced expression of
164 MMP9 (**Fig. 2H-K**). We also observed significant differential expression of TLR genes in AML cells vs. MDM
165 (**Fig. 2L-O**). These data indicate that AML cells can be developed from monocytes in the absence or presence of
166 other cell types present in PBMCs. For ease, unless indicated otherwise we cultured PBMCs with 3 doses of ALL
167 cocktail to generate the AML cells described below.

168 We have previously determined (AC Papp, 2018. S1 Table) that AMs rapidly lose their phenotype upon isolation
169 from the lung and time in culture (17). Our data demonstrate that treatment with multiple doses of ALL cocktail
170 (Days 0, 2, 4) is optimal for AML development (**Fig. 2A-G**). To investigate if continuous supplementation of the
171 cocktail is required to retain the AM phenotype after differentiation of AML cells, we generated AML cells, plated
172 them and subsequently incubated them with or without ALL cocktail for 24h, 48h and 72h. We observed that
173 additional supplementation of cocktail after adherence enables maintenance of the AML phenotype with higher
174 expression of PPARG, MRC1 and MARCO compared to cells that are not treated after adherence (**Fig. S2A-C**).
175 This phenotype can be maintained for a longer period of time with ALL cocktail added (**Fig. S3A-C**), which is
176 beneficial for longer-term studies.

177 **AML cells have similar morphological features and limited self-proliferation capacity to those reported for HAM**

179 HAM have a unique morphology (23). We assessed the morphology of MDM and AML cells by light microscopy
180 and transmission electron microscopy (TEM). By light microscopy AML cells were more rounded and had long
181 pseudopodia closely resembling HAMS, as opposed to MDMs which are flatter, more irregularly elongated cells
182 (**Fig 3A-B**). Similarly, by TEM, AML cells appeared rounded and had a similar morphology to what is reported for
183 HAM (23). Like HAM, the cytoplasm of AML cells contained various structures which vary in appearance and
184 number (**Fig 3C**). AML cells contained prominent onion shaped phagolysosomes with phospholipid rich surfactant
185 stored in lipid inclusion bodies, resembling lamellar bodies (LB), composite bodies (CB), and large and small
186 floccular or reticular inclusions, some showing fusion (23). We also observed coated vesicles, some large
187 heterophagic vacuoles (HV), Palade granules (PG), and very dense granules interpreted as ferritin (F) (23) (**Fig 3C**).
188 Double membrane autophagosome (DMA) structures were also visible as were several round/irregular or elongated
189 mitochondria (M) and various elements of the endoplasmic reticulum (ER). In contrast to AML cells or HAM,
190 MDM were flat, large, and irregularly shaped with an eccentrically placed nucleus, numerous vesicles and vacuoles,
191 a ruffled surface, and contained free or membrane-bound lysosomal inclusions in the vacuole. Round or ovoid
192 electron-dense bodies (EDB) were more prevalent in MDM than AML cells. Round or elongated mitochondrial
193 structures and ER were also visible in MDM (**Fig 3D**). Overall, the micrographs showed that AML cells have
194 morphology similar to that described for HAM, which represent morphologically distinct macrophages (23).

195 Adult AMs have been described as long-lived terminally differentiated lung resident cells (24). In the murine model,
196 AMs originate from either peripheral blood monocytes and/or fetal monocytes, and undergo cell proliferation for
197 self-renewal and maintenance in the steady state (4, 5, 25, 26). In contrast, much less is known about the ontogeny
198 and cell proliferation of healthy adult human AMs in the normal steady state condition. Some evidence suggests a
199 low-grade proliferation capacity of adult human AMs in disease states such as respiratory infection or
200 inflammatory/autoimmune diseases but not in healthy humans (27, 28). To ascertain the proliferative capacity of
201 AML cells and MDM, cells were stained using Ki67 and analyzed by confocal microscopy and flow cytometry (**Fig**,
202 **3E-H**). AML cells and MDM demonstrated very limited proliferation capacity. The THP-1 monocytic cell line was
203 used as a positive control.

204 **HAM and AML cells share similar transcriptome profiles**

205 To further compare AML cells to HAM and MDM, we performed transcriptomic analysis following RNA-seq of
206 freshly collected HAM, AML cells and MDM. Principal component analysis (PCA) showed a high degree of
207 similarity between biological replicates within each group (**Fig. 4A**). Volcano plots depicting the false discovery rate
208 (FDR) relative to the magnitude of change in gene expression highlighted that the majority of the AML cell
209 transcriptomes resemble HAM, with 899 genes (of 14,097 expressed genes; 6.4%) significantly upregulated at least
210 2-fold, and 102 genes (0.7%) significantly down regulated at least 2-fold in AML cells relative to HAM (**Fig. 4B**,
211 **D**). In contrast, when comparing MDM and freshly isolated HAM, we found a significant difference with 1,516 up-
212 regulated, and 1,319 down-regulated genes in MDM vs. HAM (**Fig. 4C**, 20.1% genes were differentially expressed).
213 We also found differential gene expression with 744 up-regulated and 438 down-regulated genes in AML cells when
214 compared to the MDM transcriptome (**Fig. S4A**). Results from the RNA-seq data validated the 30 gene signature
215 comparing fresh HAM to MDM (**Table 1; Fig. 1; Fig. 4E, F**).

216 Next, we assessed transcription factors that are important for AM development and function. Of the PPAR family,
217 PPAR- γ is critical for AM development (7) and was significantly upregulated in AML cells and HAM (**Fig. 4G**),
218 which corresponds with increased protein levels in AML cells (**Fig. 1R**). RXRB associates with PPAR- γ , regulates
219 cell differentiation, lipid metabolism and immune function, and was also highly expressed in HAM. The
220 transcription factor KLF4, along with PPAR- γ , upregulates MCL-1 expression, and both were increased in HAM
221 and AML cells. Downstream of GM-CSF (CSF2), PU.1 (SPI1) was increased in HAM and AML cells, both at the
222 gene (**Fig. 1J; Fig. 4G**) and protein level (**Fig. 1R**). CSF2RB is the receptor for GM-CSF, an important transcription
223 factor for macrophage development and surfactant catabolism (29). CEBPB, RUNX-1, TGFBR2, IRF6 and IRF7 are
224 important transcription factor-associated genes and showed similar expression patterns in AML cells and HAM
225 relative to MDM (**Fig. 4G**). They were highly expressed in HAM and associated with their development and
226 function. We further performed STRING protein analysis on PPARG, TGFBI, and GM-CSF (CSF2), which mediate
227 key signaling pathways in HAM. Most of the interacting proteins in these pathways showed similar expression in
228 HAM and AML cells, indicating that these cells activate similar signaling networks (**Fig. 4H-J**).

229 Thus, AML cells showed a similar transcriptomic landscape to HAM. Although MDM showed some similarity in
230 the gene profile with HAM, especially in regard to common inflammatory and immune function-related pathways,

231 important differences in canonical pathways exist (17). In addition, the expression level of major transcription
232 factors important for AM development differed between MDM and AML cells and HAM (**Fig. 4G**). Ingenuity
233 pathway analysis (IPA) showed involvement of the RXRA transcription factor with upregulation of MARCO,
234 COLEC12, HBEGF, IGF1, S100A4, and VCAN in AML compared to the MDM transcriptome (**Fig. S4B**). Similar
235 to a previous finding in HAM (17), the TREM1 signaling network was also upregulated in the AML transcriptome
236 when compared to MDM (**Fig. S4C**). IPA also identified the inflammatory response network as being distinct
237 between AML cells and MDM, with involvement of PPARG and down regulation of CD36 in AML cells compared
238 to MDM, a profile more consistent with HAM (**Fig. S4D**). IPA network analysis identified network 1 (immune cell
239 trafficking, cellular movement, cell-to-cell signaling and interaction), network 2 (cellular movement, immune cell
240 trafficking, inflammatory response), and network 3 (immune cell trafficking, cellular movement, hematological
241 system development and function) as being distinct between AML cells and MDM (**Fig. S4E-G**). In summary,
242 although MDM showed some similarity in the gene profile with HAM, AML cells have a transcriptomic profile
243 more closely aligned with HAM.

244 **AML cells have upregulated lipid uptake genes and a drive towards oxidative phosphorylation**

245 An important function of AMs is to regulate lipid metabolism, including degradation of lipid-rich surfactant to
246 maintain proper lung function (30, 31). The lung alveolar space is rich in surfactant proteins and lipids, and has low
247 levels of glucose (32, 33), an environment that may be conducive to the known low immunoreactivity of AMs,
248 representing an adaptation to their specific environment. AMs engage in OxPhos over glycolysis as their core source
249 of ATP (34), a finding in both human and murine cellular studies. Patients suffering from sepsis endure a shift from
250 OxPhos to aerobic glycolysis, which is reversed upon patient recovery (35). *In vitro* studies established that LPS-
251 stimulated inflammatory macrophages typically depend on glycolysis and alternatively activated M2 macrophages
252 use OxPhos to generate energy (36). It is also well-known that IL-10 suppresses glycolysis in LPS-activated wild-
253 type bone-marrow-derived macrophages (BMDMs) (37). Conversion from OxPhos to glycolysis in macrophages is
254 generally important in host defense (38).

255 We assessed the metabolic status of AML cells relative to HAM and MDM. RNA-seq data demonstrated that
256 expression of OxPhos-related genes is upregulated in AML cells and HAM relative to MDM (**Fig. 5A**). Cholesterol
257 and triglyceride metabolism-related genes are also upregulated in AML cells and HAMs (**Fig. 5B**). Further, like
258 reported for HAM (33, 34), we observed that AML cells exhibited much higher basal and maximal oxygen
259 consumption rate (39)(OCR) compared with MDM, signifying the engagement of OxPhos and mitochondrial
260 activities (**Fig. 5C**). Notably, AML cells also had a higher basal, maximal, and spare respiratory capacity (SRC)
261 (**Fig. 5D-F**). Proton leak, and non-mitochondrial oxygen consumption rates were elevated in AML cells compared to
262 MDM (**Fig. 5G-I**). These data support our RNA-seq analysis, where OxPhos is upregulated in HAM and AML cells
263 (**Fig. 5A, B**). Interestingly, the opposite trends were noted for extracellular acidification rate (ECAR) in AML cells,
264 which indicate that the glycolytic rate (glycoPER), basal proton efflux rate, and compensatory glycolysis are much
265 lower in AML cells as compared to MDM (**Fig. 5J-M**). The rate of oxygen consumption can be increased for the
266 production of ATP through either glycolysis or OxPhos (40). The ATP rate assay indicated that the production of
267 ATP is increased in AML cells by OxPhos relative to MDM (**Fig. 5H**). MDM are more prone towards glycolytic-
268 linked ATP production than AML cells or HAM (**Fig. 5J**). We further assessed the metabolic response of cells after
269 LPS stimulation, which was correlated with the glycolytic response. We measured extracellular lactate release in the
270 supernatant after 24h of post treatment in AML cells and MDM. In contrast to MDM, AML cells did not respond to
271 LPS to induce glycolysis (**Fig. 5N**), similar to a previous finding reported in human AMs (34). Mitochondrial mass,
272 mitochondrial membrane potential, the rate of proton leak, oxygen consumption, and ATP synthesis dynamically
273 influence mitochondrial ROS production (41). We observed that mitochondrial-ROS (mt-ROS) and non-
274 mitochondrial-ROS are increased in AML cells, as demonstrated by confocal microscopy and flow cytometry (**Fig.**
275 **5O-R**). The data were further validated by measuring Electron paramagnetic resonance (EPR)-based mitochondrial
276 ROS detection, which demonstrated an increase in the Mito-TEMPO[•] signal intensity in AML cell lysate (**Fig. 5S,**
277 **T**). Overall, these data provide evidence that AML cells are driven towards OxPhos rather than glycolysis and are
278 consistent with the RNA-seq data indicating that fatty acid metabolism is more active in HAM and AML cells when
279 compared to MDM.

280 **Phenotypic and functional characterization of AML cells**

281 HAM differentially express several cell surface receptors such as CD206, CD64, CD11c, CD163, CD170, MARCO,
282 HLA-DR, CD11b and CD36 which can be used to distinguish HAM from other cell types (42-44). We characterized

283 AML cell surface receptors by flow cytometry and confocal microscopy. We found that the AML cells exhibit
284 increased expression of CD64, CD206, MARCO, CD163, CD11c, MerTK and CD170, and reduced expression of
285 CD11b, CD36 and HLA-DR compared to MDM (**Fig. 6A-J; Fig. S5A**). These data were verified by confocal
286 fluorescence microscopy, which revealed higher expression of CD200R, CD11c, CD206, CD163, MARCO, MerTK,
287 CD170, CD68 and CD64 in AML cells, and down regulation of CD36 and CD11b (**Fig. 6K-P; Fig. S5B-C**). These
288 changes in protein levels corresponded with the qRT-PCR data, where MRC1 and MARCO were highly expressed
289 in AML cells vs. MDM, and CD36 was highly expressed in MDM vs. AML cells (**Fig. 1C, D, M**). MARCO is a
290 scavenger receptor which mediates binding and ingestion of unopsonized environmental particles (44). MARCO is
291 highly expressed in AML cells compared to MDM (**Fig. 1D; 6C, O, P**) and AML cells have higher capacity to bind
292 unopsonized fluorescent beads compared to MDM (**Fig. S5D, E**).

293 **AML cells secrete inflammation-related proteins**

294 We assessed the amounts of secreted inflammation-related proteins from AML cells compared to MDM. Several
295 secreted proteins reported for HAM were present in higher amounts (CD163, CXCL18, IL-13 and IL4) in AML
296 cells compared to MDM (**Fig. 7A-D**). Also similar to the profile reported for HAM, the levels of MMP7, MMP9,
297 CCL22, TNF α and IFN γ were decreased significantly in AML cell supernatants compared to MDM (**Fig. 7E-I**),
298 which correlates with the RNA-seq data (**Fig. 4F**). Soluble ICAM-1, MCSF, IFN α , RAGE and IL1 β levels in AML
299 cell supernatants were similar to MDM (**Fig. 7J-N**). We found GM-CSF and IL-10 in the cell supernatants as would
300 be expected (**Fig. 7O, P**). Similar profiles were observed in AML cells differentiated from purified monocytes (**Fig.**
301 **7Q-V**).

302 **HAM and AML cells demonstrate increased uptake and intracellular growth of *M.tb*, and increased** 303 **persistence of SARS-CoV-2 compared to MDM**

304 AMs are the first myeloid cells to phagocytose airborne *M.tb* and allow for *M.tb* growth (45-47). To investigate the
305 phagocytic capacity of HAM, AML and MDM, we infected each cell type with mCherry-H₃₇R_v *M.tb*. We found that
306 HAM and AML cells have similar, increased phagocytic capacity compared to MDM as demonstrated by confocal
307 microscopy (**Fig. 8A, B**). In addition to calculating mean bacteria per cell, we found that 62.6% \pm 1.5 HAM and
308 59.8% \pm 1.5 of AML cells contained \geq 1 bacterium, compared to 41.6% \pm 8.4 of MDM (mean \pm SEM, n = 3-4). We
309 also found increased intracellular *M.tb* growth in HAM and AML cells over time (**Fig. 8C**). Similarly, murine AMs
310 are more permissive to *M.tb* infection and growth than BMDMs (16).

311 We next explored the cellular response to SARS-CoV-2 infection. The Vero E6 kidney cell line is extensively used
312 in COVID-19 research for viral propagation, passaging and stock preparation, and antiviral assays (48). These cells
313 highly express the ACE2 receptor for SARS-CoV-2 attachment, but lack the co-receptor TMPRSS2 protease that
314 also participates for entry into human cells (49) Viral entry into Vero E6 cells is reported to be cathepsin-mediated
315 but may not mimic viral infection of human cells (50). Cells expressing both ACE2 and TMPRSS2 are highly
316 permissive for infection. We confirmed that Vero E6 cells express ACE2 receptor but not TMPRSS2. ACE2 basal
317 level receptor expression was higher in AML cells than MDM but lower than Vero E6 cells (**Fig. S6A**). TMPRSS2
318 basal level receptor expression was higher in AML cells than MDM. Vero E6 cells did not express TMPRSS2 (**Fig.**
319 **S6B**). Basigin (CD147) is another reported route of cellular entry for SARS-CoV-2 (51). We found that
320 BSG/CD147 expression is similar in AML cells, MDM and Vero E6 cells (**Fig. S6C**).

321 The cellular response to SARS-CoV-2 in primary human macrophages, particularly HAM, has not been explored.
322 We infected HAM, AML cells, MDM and VeroE6 cells using our previously described replication-competent
323 recombinant SARS-CoV-2 expressing bioluminescent luciferase (Nluc) and fluorescent mCherry reporter genes
324 (rSARS-CoV-2/mCherry-Nluc) (52) and continuously monitored viral infection over time by the Cytation 5
325 fluorescence live cell imaging system (**Fig. S6D; Movies S1-S4**). These data demonstrated that similar to HAM,
326 AML cells have rapid, increased SARS-CoV-2 uptake and persistence over time without replication in contrast to
327 Vero cells, where SARS-CoV-2 entry is initially lower but propagation is higher (**Fig. 8D, E; Movies S1-S4**).
328 Finally, we assessed the SARS-CoV-2 persistence after DAPI counterstaining in HAM and AML cells at day 5-post
329 infection (**Fig. 8F**). We observed lower infection and persistence of SARS-CoV-2 in MDM than HAM or AML
330 cells.

331 **Discussion**

332 We developed an AML cell model using blood-derived monocytes that recapitulates unique features of AMs, which
333 require TGF- β and GM-CSF for development along with IL-10 for maintenance and have a critical role in
334 catabolizing lipid surfactant. We show that culturing human blood-derived monocytes, either purified or with other
335 PBMCs, in a cocktail containing surfactant, IL-10, TGF- β and GM-CSF allows monocytes to differentiate into AML
336 cells and maintain this phenotype over time in culture. Using multiple complementary approaches, we demonstrate
337 that these AML cells mimic AMs in that they have 1) similar morphology containing lipid bodies; 2) similar gene
338 expression patterns with only 6.4% of detectable genes showing a significant change in expression between AML
339 cells and HAM; 3) increases in gene and protein levels of CD206, PPAR- γ , MARCO and other key markers for
340 AMs; 4) similar expression of genes in key pathways required for AM development (PPAR- γ , TGF- β and GM-
341 CSF); 5) specific histone modifications with higher levels of H3K4me1 and lower levels of H3K4me3; and 6)
342 increased OxPhos and reduced glycolysis. Importantly, AML cells demonstrate increased uptake and intracellular
343 growth and persistence of *M.tb* and SARS-CoV-2, respectively, similar to HAM. Both AML and MDM cells
344 demonstrated very limited proliferation capacity as has been described for healthy adult HAMs (27, 28). In contrast
345 to MDM, AML cells did not respond to LPS to induce glycolysis, as reported for HAM (34). Although, previous
346 data also suggest that virulent *M.tb* can drive the shift towards aerobic glycolysis in HAM (39). These findings
347 suggest the differential metabolic activity of HAM in response to a pathogen.

348 Study of HAM has been hindered by the invasive and costly nature of BALs, which require extensive prescreening
349 tests and experienced pulmonologists. In contrast, venipuncture is significantly cheaper, less invasive, and requires
350 less specialized training than needed for the BAL procedure. People are generally more willing to undergo
351 venipuncture than BAL, and venipuncture can occur more frequently, thus making recruitment of donors easier for
352 studying blood-derived cells. Our AML model is based on culturing blood monocytes with commercially available
353 products, and AML cells can be purified from the lymphocytes through a simple and inexpensive adherence step,
354 thus providing a HAM model that is much more readily available to a range of labs.

355 A second challenge in working with HAM is that each BAL yields approximately $2-4 \times 10^6$ HAM per person, thus
356 restricting studies to smaller experiments than what is feasible when working with cell lines. In contrast, from a full
357 blood draw, approximately 50×10^6 monocytes (and thus potentially AML cells) can be recovered per donor,
358 allowing for much larger studies. Cell number is a particular problem when working with mice because BAL results
359 in only approximately $1-2 \times 10^5$ AMs per mouse. Thus, many investigators pool cells from multiple mice to have
360 sufficient cells for one experiment. This need makes studying heterogeneity in the population challenging. The
361 ability to work with blood-derived AML cells obviates the need to pool samples, allowing for studies that
362 interrogate donor heterogeneity. Finally, some important inflammatory pathways differ in humans and mice (53).
363 Thus, working with primary human cells has a distinct advantage. Studies using non-human primate (NHP) BAL
364 cells to obtain AMs is another option. However, there is more limited access to NHPs, studies are expensive and
365 there is strict IRB regulation similar to humans. It will be interesting to adopt our AML model to NHP monocytes
366 for greater accessibility and application.

367 An alternative approach to studying AMs is to digest animal, typically murine lungs, and study total lung
368 macrophages. This results in the recovery of many more macrophages than BAL. However, the lung contains a
369 range of macrophages, including alveolar, interstitial, and intravascular. AMs constitute about 10% of lung
370 macrophages and have a unique phenotype relative to interstitial and intravascular macrophages; thus, study of lung
371 macrophages is not specific to AMs and the majority of recovered macrophages from lung tissue are actually IMs.
372 AMs can be isolated from digested lung tissues based on cell surface receptor expression, but the cell yield is still
373 low.

374 A third challenge with studying AMs is that their phenotype rapidly changes after removal from the lung, which
375 makes long-term studies and mechanistic work challenging. Importantly, we show that culturing AML cells in
376 Infasurf, IL-10, TGF- β and GM-CSF allows them to better retain a HAM phenotype once adhered. This is expected
377 to allow investigators to conduct longer mechanistic studies than what is currently feasible *in vitro*, and so represents
378 a large step forward for the field.

379 Several studies have highlighted the unique susceptibility of HAM to airborne bacterial and viral infections (12, 45,
380 46, 54). In an effort to begin to demonstrate the applicability of AML cells for infection studies, we analyzed the
381 uptake and intracellular growth of *M.tb* and SAR-CoV-2 and determined that these parameters were similar in AML
382 cells and HAM. For example, AML cells had increased phagocytosis and intracellular growth of *M.tb* (47).
383 Regarding SARS-CoV-2, we detected moderate expression of ACE2 and TMPRSS2 in AML cells. It is of interest

384 that AML cells demonstrated rapid uptake of SARS-CoV-2 and subsequent persistence without detectable growth.
385 Viral persistence of SARS-CoV-2 is reported in research and clinical settings (55, 56). Infection of NHPs showed
386 that rhesus macaques and baboons develop moderate SARS-CoV-2 viremia with COVID-19-related pathology and
387 some degree of viral persistence (57). Analysis of human PBMCs showed viral persistence in the form of
388 fragmented SARS-CoV-2 RNA and the presence of S1 viral proteins in the post-acute sequelae of COVID-19
389 (PASC) patients for up to 15 months post-acute infection (58). Finally, a humanized mouse model identified that
390 SARS-CoV-2-infected human lung resident macrophages contribute to hyperinflammation of the lung by
391 upregulation and release of IL-1, IL-18 and activation of the inflammasome (59). AML cells hold promise for
392 further investigation of the molecular and cellular events enabling SARS-CoV-2 uptake and persistence in human
393 cells.

394 Prior studies have generated macrophages from primary human cells using specific factors such as GM-CSF or
395 MCSF to generate either M1 or M2 types of macrophages. HAM shares both M1 and M2 characteristics and thus
396 cannot be characterized as such (42). Our approach was to optimize dosage in combining critical factors into a
397 cocktail (Infasurf, GM-CSF, TGF- β , IL-10) in order to better recapitulate the alveolar environment of AMs. We
398 based the concentration range of factors to study on prior *in vitro* studies. It is difficult to measure the true
399 concentration of these factors in the alveolar hypophase. We did not include all known soluble factors of the alveolar
400 hypophase (e.g., eicosanoids) in our model but found that factors previously found to be critical for AM
401 development recapitulated the AM phenotype well. In future study, it will be interesting to explore the role of other
402 factors such as eicosanoids (esp. PGE₂) in AML longevity (26).

403 As noted above, previous studies, including our own, have determined that AMs will change their phenotype when
404 removed from the lung (16, 17). Thus, isolation and handling of AMs could affect their transcriptome and raise the
405 concern that the *ex vivo*-studied AMs have deviated from the *in vivo* phenotype. Studying human AMs *in vivo* is
406 not possible. We contend that isolated HAM analyzed soon after harvest (within 6h) without manipulation most
407 closely approximates the *in vivo* phenotype (17). Including the cocktail during *in vitro* cultivation maintains this
408 phenotype. The inclusion of these factors needs to be considered when studying these cells in a variety of lung
409 inflammation contexts. Finally, although we demonstrate that cultivating human monocytes in the cocktail enables
410 cells to differentiate in a manner that more closely recapitulates HAM, use of MDM in culture has generated very
411 significant and useful data over the years in delineating human macrophage innate immune responses confirmed *in vivo*
412 and in humans. Thus, the success of this and other new models does not necessarily diminish the importance of
413 data from older models.

414 A bottleneck in studying respiratory biology has been the ability to study AMs *in vitro*. The lungs are a unique organ
415 that must balance pro- and anti-inflammatory responses and much of this is mediated through AMs, which have a
416 unique biology relative to other tissue macrophages. We expect that this AML model will significantly advance
417 respiratory biology research, including for inflammatory diseases like chronic obstructive pulmonary disease
418 (COPD), asthma, and cystic fibrosis, and infectious diseases including COVID-19 and tuberculosis. This model
419 should also aid in assessing the impact of aging on AM biology. Finally, this model will aid in translational human
420 studies. i.e., therapies and vaccines. Thus, we expect this AML model will help in identifying key
421 pathways/responses to interrogate in the context of the lung alveoli and can be further validated in less readily
422 available primary HAM as necessary.

423

424 **Materials and methods**

425 **Ethics Statement**

426 PBMCs were isolated from human peripheral blood collected from healthy adult donors, following a Texas Biomed
427 approved IRB protocol (20170315HU). HAM were isolated from BAL of healthy adult human donors, following a
428 Texas Biomed approved IRB protocol (20170667HU). All donors for these studies provided informed, written
429 consent.

430 **Collection and isolation of HAM**

431 Fresh HAM were isolated and cultured from BAL of healthy donors as described previously (17) and used for the
432 respective studies. See the detailed supplemental methods section.

433 **MDM culture**

434 PBMCs were isolated from individual adult healthy donors by Ficoll-Paque cushion centrifugation using an
435 established protocol (60). The cells were then cultured in sterile Teflon wells (2×10^6 /ml) with RPMI 1640 +10%
436 fresh autologous serum at 37°C/5% CO₂ for 6 days to allow for differentiation of monocytes into MDM (60, 61).

437 ***In vitro* development of AML cells and MDM from human PBMCs**

438 PBMCs were cultured for 6 days to allow for differentiation of monocytes into untreated MDM or treated AML
439 cells. To generate AMLs, Infasurf (100 µg/ml), GM-CSF (10 ng/ml), TGF-β (5 ng/ml) and IL-10 (5 ng/ml) were
440 added on days 0, 2, and 4 (three doses of ALL cocktail). For some experiments, Infasurf, GM-CSF, TGF-β, and IL-
441 10 were only added on day 0 (one dose of ALL cocktail). In other experiments, we analyzed the role of individual
442 components of the ALL cocktail. On day 6, both control MDM and AML cells were harvested and adhered to tissue
443 culture dishes for 2 h in RPMI 1640 with 10% fresh autologous serum, lymphocytes were washed away, and then all
444 experiments were performed. We also determined the requirement of the continuous addition of ALL cocktail after
445 differentiation to retain the AML cell phenotype. The complete protocol and surfactant components information are
446 in detailed supplemental methods section.

447 **Isolation of human monocytes by magnetic sorting and development of AML cells**

448 PBMCs were obtained for CD14 positive monocyte isolation using the EasySep Human Monocyte Isolation Kit
449 (Stem cell Technologies), according to the manufacturer's instructions. Isolated monocytes were cultured for 6 days
450 to allow for differentiation of purified monocytes into AML cells or untreated MDM. AML and MDM cell lysates
451 and supernatants were used for qRT-PCR and Luminex assay, respectively, to compare differentiated AML cells
452 from PBMCs or freshly isolated monocytes. See more information in the detailed supplemental methods section.

453 **Cytospin analysis**

454 Single cell suspensions of freshly isolated HAM, cultured AML or MDM cells (5×10^4) were placed in a cytofunnel
455 and centrifuged at 150 x g for 5 min onto cytoslides that were dried and stained with HEMA 3 differential staining.
456 The slides were examined with an AE2000 microscope. See details in the detailed supplemental methods section.

457 **Transmission electron microscopy (TEM)**

458 AML and MDM cells were fixed with 4% formaldehyde and 1% glutaraldehyde in phosphate buffer (Invitrogen)
459 overnight at 4°C. The samples were processed and imaged using a JEOL 1400 TEM. Expanded protocol is in the
460 detailed supplemental methods section.

461 **Ki67 cells proliferation assay**

462 MDM, AML and THP-1 monocytic cells (3×10^5 cells/polystyrene FACS tubes) were collected, then fixed and
463 permeabilized by adding 300 µl 100% methanol (pre-stored at -20 °C) for 5 min at RT. Cells were then washed by
464 centrifugation (250g for 10 min) with FACS cells staining buffer (Cat# 420201, BioLegend). Cells were next treated
465 with human 5µl/tube TruStain FcX™ (Fc receptor blocking solution, Cat# 422302, BioLegend) and incubated for 30
466 min at RT. The cells were then stained with 5µl/tube Alexa Fluor 488 anti-Ki67 antibody (BD Bio Science, Cat#
467 561165) and respective Alexa Fluor 488 Mouse IgG1 k isotype matched control for 45 min at 4°C. Cells were then
468 washed with cells staining buffer by centrifugation. Flow cytometry samples ($\sim 2 \times 10^5$ /tube) were analyzed using a
469 BD FACS symphony instrument and the data were analyzed using Flowjo software.

470 1×10^5 cells were placed in a cytofunnel and centrifuged at 150 x g for 5 min onto cytoslides. The coverslips were
471 placed with mounting reagent ProLong Gold Antifade Mountant with DAPI (Thermo Fisher Scientific). The cells on
472 slides were visualized with a Zeiss LSM 800 confocal microscope (20X and 63X magnification) and counted based
473 on DAPI staining using Image J Fiji software. The percentage of Ki67 positive cells was calculated from >200
474 macrophages (DAPI positive cells) per microscopic field.

475 **RNA isolation, quantification and qRT-PCR**

476 Cultured AML and MDM cells were harvested and RNA isolated using the manufacturer's RNA extraction protocol
477 (Invitrogen). cDNA was prepared. Real time PCR was performed using predesigned TaqMan human primers in the

478 Applied Biosystems 7500 Real-Time PCR System. Expression levels of basal mRNA in AML and MDM cells were
479 normalized to ACTB and calculated by the $\Delta\Delta$ threshold cycle ($\Delta\Delta CT$) method. The detailed protocol is in the
480 detailed supplemental methods section.

481 **Multi-color flow cytometry**

482 Single cell suspensions of AML and MDM cells were incubated with fluorochrome tagged antibodies along with
483 their respective isotype matched control antibodies. Samples were analyzed using a multi-color BD FACS
484 symphony instrument and the data were analyzed using Flowjo software. The expanded description and gating
485 strategy used is presented in **Fig. S5** in the detailed supplemental methods section.

486 **Multicolor confocal microscopy**

487 AML and MDM cells were stained with fluorescence-conjugated antibodies or control antibodies and stained slides
488 were visualized with a Zeiss LSM 800 confocal microscope. See in the detailed supplemental methods section.

489 **Bead cell association study**

490 AML and MDM cells were incubated with non-opsonized FluoSpheres™ Sulfate Microspheres, 1.0 μ m, yellow-
491 green fluorescent F8852-beads (Invitrogen). Stained slides were visualized with a Zeiss LSM 800 confocal
492 microscope. The cells were counted based on DAPI staining. The number of fluorescent beads was also counted and
493 shown as beads/macrophage. See further information in the detailed supplemental methods section.

494 **RNA-Seq and analyses**

495 Freshly isolated HAM and 2h adherent MDM and AML cells were lysed in TRIzol and RNA was isolated using
496 Direct-zol RNA Miniprep kit, R2052 (Zymo Research) as per the manufacturer's instructions. RNA sequencing was
497 carried out using the HiSeq 3000 platform (Illumina). The detailed protocol and data analysis are elaborated in the
498 detailed supplemental methods section.

499 **Luminex-multiplex analysis**

500 Luminex assays were performed in the culture supernatants of AML and MDM cells following the manufacture's
501 protocol by the Luminex® 100/200™ System. The analytes IL-1 β , IL-2, IL-4, IL-6, IL-8, IL-10, IL-12 p70, IL-13,
502 IL-18, TNF α , IFN- α , IFN- γ , CCL5, CCL8, CCL18, CCL22, CD163, GM-CSF, ICAM-1, M-CSF, MIF, MMP-1,
503 MMP-7, MMP-9, MMP-12 and RAGE were detected by Luminex Human Discovery Assay. The data were analyzed
504 by Belysa™ Immunoassay Curve Fitting Software (Millipore Sigma). See information in the detailed supplemental
505 methods section.

506 **Western blot analysis**

507 AML and MDM cells were lysed with NE-PER Nuclear and Cytoplasmic Extraction kit according to the
508 manufacturer's protocol (Thermo Scientific). Western blot was performed and the membranes were incubated with
509 the primary antibody for PPAR- γ , PU.1, H3K4me1 and H3K4me3 followed by anti-rabbit IgG, HRP-linked
510 antibody. The membranes were developed using clarity ECL reagent on a UVP chemstudio 815 system. Stripping
511 was performed and probed to detect β -actin or Histone H3 levels. See further information in the detailed
512 supplemental methods section.

513 **Extracellular Flux Analysis**

514 Real-time cellular metabolism of AML cells and MDM was determined by measuring OCR (pmol/min) and ECAR
515 (mPh/min) using a Seahorse Analyzer, according to the manufacturer's instructions (Agilent Technologies). Mito
516 stress assay was performed after sequential addition of 5 μ M oligomycin, 4 μ M FCCP and 2 μ M rotenone and
517 antimycin A. For glycolysis stress analysis, AML and MDM cells were injected with 2 μ M rotenone and 2 μ M
518 antimycin A followed by 100 mM 2-deoxyglucose (2-DG) to determine glycolytic rate. See information in the
519 detailed supplemental methods section.

520 **Lactate release**

521 MDM and AML cells were stimulated with or without LPS (MDM: 10 ng/ml and AML: 100 ng/ml) for 24h. The
522 supernatants (collected from 3 donors and stored at -80°C) were used for lactate measurements. Lactate was

523 quantified using a lactate colorimetric enzymatic assay kit according to the manufacturer's instruction (K627,
524 BioVision Inc, Milpitas). Data were expressed as per manufacturer's instruction nmole/ μ l cell culture supernatant.

525 **Mitoxox assay and cellular ROS detection**

526 Mitochondrial and intracellular non-mitochondrial ROS levels in AML and MDM cells were measured by staining
527 with Mitoxox (5 μ M) and H2DCF (5 μ M), respectively, for confocal or flow cytometry analysis. See further
528 information in the detailed supplemental methods section.

529 **EPR assay**

530 Electron paramagnetic resonance (EPR)-based ROS detection for mtO₂ was performed using Mito-Tempo-H (100
531 μ M). 2 μ M rotenone and 2 μ M antimycin A mix were added to inhibit mitochondrial complexes. The EPR spectra
532 were measured on the Bruker EMXnano ESR system. Expanded methods are in the detailed supplemental methods
533 section.

534 **Phagocytosis assay for *M.tb***

535 Fixed HAM, AML or MDM monolayers were incubated with either rabbit polyclonal anti-*M.tb* whole cell lysate
536 antibody or an IgG rabbit isotype control antibody. Later, cells were incubated with an AlexaFluor 488 donkey anti-
537 rabbit secondary antibody. Imaging was executed on a Zeiss LSM 800 microscope. The complete protocol and
538 analysis are in the detailed supplemental methods section.

539 **Macrophage infection with *M.tb***

540 MDM, HAM and AML cells were infected (MOI 2) with virulent *M.tb* H₃₇R_v. *M.tb* intracellular growth at each post-
541 infection time point (2, 24, 48 and 72h) was measured in cell lysates. CFUs were assessed after 3 and 4 weeks on
542 7H11 agar plates. Expanded information are in the detailed supplemental methods section.

543 **Generation of rSARS-CoV-2 expressing reporter genes**

544 Recombinant SARS-CoV-2 expressing mCherry and nanoluciferase (Nluc) reporter genes (rSARS-CoV-2/mCherry-
545 Nluc) was rescued in Vero E6 cells and viral stocks prepared (52). Viral titers in the stocks were determined and
546 used for infection studies. Complete information is in the detailed supplemental methods section.

547 **Macrophage infection with rSARS-CoV-2/mCherry-Nluc**

548 HAM, AML, MDM and Vero E6 cells were infected with rSARS-CoV-2-mCherry-Nluc virus (MOI: 1 or 10
549 PFU/cells). The infected cells were used for further study (see detailed supplemental methods section).

550 **Cytation 5 live cell imaging assay**

551 Freshly obtained HAM, AML, MDM and Vero E6 cells were infected with rSARS-CoV-2/mCherry-Nluc virus
552 (MOI: 1 and 10). Live cell imaging was performed using Cytation 5 paired with BioSpa (Biotek/Agilent). Data
553 analysis was achieved with Gen5 software by calculating mCherry MFI. Cells were counted after 120h by counter
554 staining with DAPI. Persistence of SARS-CoV-2-mCherry in cells was monitored in time lapse videos (0/4-84h time
555 period) using Gen5 software. The extended protocol is in the detailed supplemental methods section.

556 **Statistical analyses**

557 Graphs were prepared and statistical comparisons applied using GraphPad Prism version 9 (GraphPad). Statistical
558 comparisons were performed by unpaired two-tailed Student's t-test. Ordinary one-way and two-way analysis of
559 variance (ANOVA) with Sidak's multiple comparisons test for multiple-testing (GraphPad Prism 9) was applied
560 wherever applicable (indicated in the figure legends). For Correlation analysis, Spearman's rank test was applied.
561 Statistical differences between groups were reported significant when the p-value was ≤ 0.05 . The data are presented
562 as mean \pm SEM.

563 **Data Availability Statement**

564 RNA-seq data can be found in the NCBI GEO database:
565 <https://www.ncbi.nlm.nih.gov/geo/query/acc.cgi?acc=GSE188945>.

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761 Figure legends

762

763 **Fig 1. AML cells exhibit a similar phenotype to HAM when compared to MDM.** (A) Model of *in vitro*
764 generation of human Alveolar Macrophage-Like (AML) cells from human PBMCs. Healthy human PBMCs were
765 exposed (Day 0, 2, 4) to lung-associated components [surfactant (Infasurf) and cytokines (GM-CSF, TGF- β , IL-10)]
766 (“ALL cocktail”) for 6 days or left untreated (MDM). AML cells demonstrated a similar phenotype to HAM (17,
767 21) compared to MDM with indicated higher (red upside arrow) and lower (red downside arrow) cell surface
768 expression. AML cells and HAM have similar transcriptional profiles with increased expression of PPARG and
769 PU.1 (SPI1). Like HAM (17, 21), AML cells express specific histone modifications and methylation with high
770 H3K4me1 and low H3K4me3. (B-Q) PBMCs were exposed to ALL cocktail for 6 days on alternative days (Day 0,
771 2, 4) or left untreated (MDM). qRT-PCR data demonstrate significant increases in (B) PPARG, (C) MRC1, (D)
772 MARCO, (E) CES1, (F) MCEMP1, (G) MCL1, (H) DUSP1, (I) CXCL3, (J) PU.1 (SPI1), (K) CXCL5 and (L)
773 CD170 and decreases in (M) MMP7, (N) MMP9, (O) CD36, (P) CCL22 and (Q) CD84 expression in AML cells
774 compared to untreated MDM. Gene expression was normalized to Actin. Representative dot plots showing relative
775 mRNA expression of the indicated genes from 12-15 human donors. Each dot indicates individual donors. Data are
776 expressed as mean \pm SEM and analyzed by Unpaired Student’s ‘t’ test ** $p \leq 0.01$, *** $p \leq 0.001$, **** $p \leq 0.0001$. (R)
777 AML cells demonstrate a HAM-like phenotype, with increased expression of PPARG, PU.1, H3K4me1 and
778 decreased expression of H3K4me3. Nuclear extracts were collected and Western blot performed to assess expression
779 of PPARG, PU.1, H3K4me1 and H3K4me3. Actin and Histone H3 were used as loading controls. Representative
780 blots from n=4, numbers below each blot indicate mean fold change relative to MDM.

781 **Fig 2. Continuous supplementation of the lung component cocktail during differentiation is necessary to drive**
782 **monocytes to AML cells.** (A-F) PBMCs from healthy human donors were exposed to ALL cocktail [surfactant
783 (Infasurf: 100 μ g/mL) and cytokines (GM-CSF: 10 ng/mL, TGF- β : 5 ng/mL, IL-10: 5 ng/mL)] for 6 days after only

784 one administration on Day 0 (1 dose), on alternative days (3 doses), or left untreated (MDM). Gene expression of
785 (A) PPARG, (B) MRC1, (C) MARCO, (D) CES1, (E) PU.1 and (F) MCEMP1 was significantly higher in AML
786 cells that received 3 doses of treatment than 1 or 0 dose. Each dot indicates an individual donor, n=4. (G) PPARG
787 and PU.1 protein levels were also higher in AML cells stimulated with all 3 doses. Actin was used as loading
788 control. Representative blots from 2 human donors, the numbers below each blot indicate mean fold change relative
789 to MDM. (H-K) Monocytes were purified by EasySep™ human monocyte isolation kit from healthy human PBMCs
790 on Day 0 (Mono) and exposed to ALL cocktail [AML-Mono: surfactant (Infasurf: 100 µg/mL) and cytokines (GM-
791 CSF: 10 ng/mL, TGF-β: 5 ng/mL, IL-10: 5 ng/mL)] for 6 days on alternative days or left untreated (MDM-Mono).
792 In addition, PBMCs were exposed to ALL cocktail for 6 days on alternative days (AML-PBMCs) or left untreated
793 (MDM-PBMCs), then macrophages were purified by adherence. The cells were collected for qRT-PCR analysis of
794 selected HAM signature genes (17). Gene expression was compared within the groups: MDM and AML cells that
795 were matured from purified monocytes (MDM-Mono and AML-Mono) and MDM and AML cells that were
796 matured in the PBMCs (MDM-PBMCs and AML-PBMCs), then macrophages were isolated. The qRT-PCR data
797 show gene expression of (H) PPARG, (I) MRC1, (J) MARCO and (K) MMP9 expressed as relative mRNA
798 expression normalized to Beta actin control. Each dot indicates an individual donor. Data are expressed as mean ±
799 SEM (n=4) and analysed by Ordinary one-way ANOVA with Sidak's multiple comparisons test. *p≤0.05, **
800 p≤0.01, ***p≤0.001, ****p≤0.0001. Differential expression of relevant TLR genes in AML cells and MDM are
801 shown in (L) TLR1, (M) TLR2, (N) TLR4 and (O) TLR9. n=4. Each dot indicates an individual donor. Data are
802 expressed as mean ± SEM and analyzed by Unpaired Student's 't' test *** p≤0.001.

803 **Fig 3. AML cells are morphologically similar to HAM when compared to MDM.** (A) Light microscopy images
804 of HAM, AML and MDM cells indicating that AML cells have a more rounded appearance resembling HAM. (B)
805 Morphology of AML cells was compared with HAM and MDM after cytopspin and staining with HEMA 3 by light
806 microscopy. (C, D) Representative TEM images (1 & 2) of AML cells and MDM, scale bar: 1 µm. AML cells are
807 rounded with long pseudopodia similar to what has been reported using TEM on HAM from healthy adult human
808 donors (23). (C) AML cells contain onion shaped phago(lyso)somes with phospho lipid-rich surfactant material
809 stored in lipid inclusion bodies, named as lamellar bodies [LB], composite bodies [CB], coated vesicles [CV],
810 heterophagic vacuoles [HV], double membrane autophagosomes [DMA], round/irregular or elongated mitochondria
811 [M], palade granules [PG], ferritin [F], endoplasmic reticulum [ER], nucleus [N]. (D) MDM are irregularly shaped
812 with an eccentrically placed nucleus [N], ER, numerous vesicles [CV] and vacuoles [V], and ruffled surface, free or
813 membrane-bound lysosomal inclusions in the vacuole. Round or ovoid electron-dense bodies [EDB], Palade
814 granules [PG], Ferritin (F), round or elongated mitochondria [M] are more abundant in MDM. (C-D) Magnification:
815 12,000x, Higher magnification insets on the right: 50,000x, Scale bar: 200 nm. (E, F) MDM, AML and THP-1
816 monocytic cells were immunostained with Ki67 antibody (green) and DAPI for nucleus (blue), then imaged with
817 confocal microscopy. Scale bar: 10µm, 20µm and 20x, 63x magnification. (F) Confocal data of Ki67 positive cells
818 (percent) were quantified from >200 macrophages (DAPI positive cells) per microscopic field. Each dot indicates a
819 separate field. Cumulative data from 3 donors, mean ± SEM and analyzed with one-way ANOVA. ****p≤0.0001.
820 (G, H) Flow cytometry histogram data (G) show representative Ki67 MFI and (H) each dot indicates percent
821 positive cells, n=3 donors. Data are expressed as mean ± SEM with one-way ANOVA. ***p = <0.001, ns=non-
822 significant.

823 **Fig 4. HAM and AML cells share similar transcriptional profiles and related pathways.** (A) Principal-
824 component analysis (PCA) demonstrates minimal variation within the biological replicates (HAM: n=2 donors;
825 AML: n=3 donors; MDM: n=3 donors). (B) Volcano plot demonstrates the comparison between the AML and HAM
826 transcriptome. AML and HAM are similar: out of 14,097 expressed genes, only 899 genes are up-regulated ≥ 2-fold
827 with FDR adjusted p-value < 0.05 (red), and 102 genes are down-regulated (blue) in AML cells. (C) Volcano plot
828 demonstrates the comparison between MDM and HAM transcriptome. MDM and HAM are more dissimilar: out of
829 14,097 expressed genes, 1,516 are up-regulated (red) and 1,319 are down-regulated (blue) in MDM. (D) Bar graph
830 represents the comparison between the AML and HAM transcriptome. (E, F) Heatmaps showing major up- and
831 down-regulated genes in MDM, HAM and AML cells. The asterisks indicate genes that are listed in Table S1. (G)
832 Heat-map indicates the major transcription factors that are important for HAM development and function, with
833 similar pattern in AML cells and HAM. (H-J) STRING protein-protein interaction analysis of three key signaling
834 pathways in HAM (PPARG, TGFB1, and CSF2). Most of the interacting proteins in these pathways are shown in
835 white, indicating that they have similar expression levels in HAM and AML cells.

836 **Fig 5. Metabolic status of AML cells, HAM and MDM.** (A) Heatmap from the RNA-seq data indicates higher
837 relative expression of genes related to fatty acid oxidation and Ox-Phos in AML cells and HAM. (B) Heatmap from
838 the RNA-seq data indicates that cholesterol and triglyceride metabolism-related genes have a similar expression
839 pattern in HAM and AML cells. (C-M) Red bars and lines represent AML cells, blue bars and lines represent MDM.
840 Extracellular flux analysis performed in AML cells and MDM cells by Seahorse analyzer. The oxygen consumption
841 rate (OCR) and extracellular acidification rate (ECAR) were analyzed under basal conditions and in response to
842 Mito Stress Test reagent. (C) The dashed lines indicate when O: oligomycin; F: FCCP; R/A: rotenone and antimycin
843 A were added. (D-F) Representative Mito Stress test kinetic graphs show higher levels of basal, maximal OCR and
844 higher Spare respiratory capacity (SRC) in AML cells compared to MDM. (G-I) Proton leak, non-mitochondrial
845 OCR and ATP production were also higher in AML cells. (J) The glycolytic rate (ECAR) kinetics graph
846 demonstrates an increase in glycolytic rate in MDM as compared to AML cells. 2-deoxy-D-glucose (2-DG) was
847 used to inhibit glycolysis. (K-M) Quantification of basal and compensatory glycolysis in MDM and AML cells.
848 Representative experiment is shown of n=3, mean \pm SD and analyzed by Unpaired Student's 't' test * $p \leq 0.05$, **
849 $p \leq 0.01$, *** $p \leq 0.001$, **** $p \leq 0.0001$. (N) Lactate levels (nonomol/ μ L) in the culture supernatant of MDM and AML
850 cells after 24h LPS treatment (MDM: 10 ng/mL and AML: 100 ng/mL) was measured by Lactate Colorimetric
851 Assay Kit II. Each dot represents an individual donor (n=3), mean \pm SEM and analyzed with one-way ANOVA.
852 * $p \leq 0.05$, *** $p \leq 0.001$. (O-Q) AML cells and MDM were treated with MitoSox (5 μ M) and DCFDA (5 μ M) to
853 demonstrate mitochondrial and cellular ROS (non-mitochondrial), respectively, by flow cytometry and confocal
854 microscopy. Magnification: 63x, Scale bar: 5 μ M. (R) Bar graphs show mitochondrial and cellular ROS represented
855 as MFI. Representative experiment is shown of n= 3, mean \pm SD and analyzed by Unpaired Student's 't' test
856 * $p \leq 0.05$. (S, T) Electron paramagnetic resonance (EPR) spectrum-based mitochondrial ROS detection in MDM
857 (blue line) and AML cells (red line) probed with Mito-TEMPO-H for signal intensity measurements in cell lysates.
858 The data were analyzed first after baseline correction and subsequently second integration that yielded the area
859 under curve (AUC) in arbitrary units (AU).

860 **Fig 6. Phenotypic and functional characterization of AML cells compared to MDM.** (A-J) PBMCs were
861 exposed to ALL cocktail for 6 days on alternative days or left untreated (MDM). Flow cytometry data reveal that the
862 AML cell surface phenotype resembles HAM with increased expression of (A) CD64, (B) CD206, (C) MARCO,
863 (D) CD163, (E) CD11c, (F) MerTk and (G) CD170, and decreased expression of (H) CD11b, (I) CD36 and (J)
864 HLA-DR when compared to MDM. Control fluorescence is shown in grey, and specific fluorescence for AML cells
865 in red and MDM in blue. (K, M, O) The cells were immunostained with the indicated antibodies and DAPI for
866 nucleus (blue), then imaged with confocal microscopy. Scale bar: 10 μ m and 63x magnification. (L, N, P) Confocal
867 data were quantified by MFI and represented as bar graphs. Representative experiment of n = 3, mean \pm SD and
868 analyzed by Unpaired Student's 't' test * $p \leq 0.05$, ** $p \leq 0.01$, *** $p \leq 0.001$, **** $p \leq 0.0001$.

869 **Fig 7. AML cells release several inflammation-related proteins.** (A-I) PBMCs were exposed to ALL cocktail
870 [surfactant (Infasurf) and cytokines (GM-CSF, TGF- β , IL-10)] for 6 days on alternative days or left untreated
871 (MDM). Cell supernatants were collected and release of several inflammation-related proteins was analyzed
872 simultaneously by Luminex technology. Like HAM, AML cells released increased levels of (A) CD163, (B)
873 CXCL18, (C) IL13 and (D) IL4, and decreased levels of (E) MMP7, (F) MMP9, (G) CCL22, (H) TNF α and (I)
874 IFNG compared to MDM. AML cells and MDM released similar quantities of soluble (J) ICAM-1, (K) MCSF, (L)
875 IFNA, (M) RAGE and (N) IL1B, and there was significantly more (O) GM-CSF and (P) IL-10 in the supernatants
876 collected from AML cells than from MDM. Data are mean \pm SEM; each dot indicates results from 1 donor (n=5-8)
877 and analyzed by Unpaired Student's 't' test. * $p \leq 0.05$, ** $p \leq 0.01$, *** $p \leq 0.001$. (Q-V) Monocytes were purified by
878 EasySep™ human monocyte isolation kit by negative selection magnetic sorting of healthy human PBMCs on Day
879 0 and exposed to ALL cocktail treatment [surfactant (Infasurf) and cytokines (GM-CSF, TGF- β , IL-10)] for 6 days
880 on alternative days or left untreated (MDM). Cell supernatants were collected and release of inflammation-related
881 proteins was analyzed simultaneously by Luminex technology. AML cells differentiated from isolated monocytes
882 release higher (Q) CXCL18 and (R) CD163, and lower (S) TNF α , (T) CCL22, (U) MMP7 and (V) MMP9 amounts
883 than MDM, similar to those cells differentiated from PBMCs. Data are expressed as mean \pm SEM; each dot
884 indicates results from 1 donor (n=4) and analysed by Unpaired Student's 't' test. ** $p \leq 0.01$, **** $p \leq 0.0001$.

885 **Fig 8. Uptake and growth of *M.tb* and SARS-CoV-2 in AML cells are similar to HAM.** PBMCs were exposed to
886 ALL cocktail for 6 days on alternative days or left untreated (MDM). Freshly isolated HAM were obtained from the
887 same donor. Cell monolayers were then incubated with *M.tb*-H₃₇R_v-mCherry (MOI 5; red) for 2h, fixed without

888 permeabilization and washed. (A) Cell monolayers on coverslips were immunostained with fluorophore-conjugated
889 anti-*M.tb* antibody (green) and DAPI (blue), and then imaged using confocal microscopy. 63x magnification, Scale
890 bar: 10 μ m. White arrows indicate mCherry (Red) intracellular *M.tb* and white arrowheads indicate
891 attached/extracellular (Yellow-green) *M.tb*. (B) Mean number of intracellular bacteria per cell was calculated from
892 >100 macrophages. A representative experiment from MDM/AML cells n = 5, HAM n=3, mean \pm SD. Data were
893 analyzed by Ordinary one-way ANOVA. * p \leq 0.05, *** p \leq 0.001. (C) Intracellular growth of *M.tb*-H₃₇R_v was
894 monitored in the indicated time points post-infection (2, 24, 48, 72h) by CFUs. Each point is the mean of CFU
895 values from triplicate wells. Representative experiment of n=5, mean \pm SD with 2-way ANOVA. * p \leq 0.05, ** p \leq
896 0.01; *** p \leq 0.001; ****p = <0.0001. (D, E) Kinetics of increased uptake of SARS-CoV-2 (MOI:1 and 10) and
897 persistence over time using the Cytation 5 live cell imaging system. Data were normalized to uninfected control and
898 presented as mCherry MFI values. Data are expressed as mean \pm SD with one-way ANOVA. ** p \leq 0.01; ****p =
899 <0.0001. (F) Representative image of mCherry positive cells infected with SARS-CoV-2/mCherry-Nluc, counter
900 stained with DAPI at day 5 post infection. Red: mCherry SARS-CoV-2, blue: DAPI (nucleus). Scale bar: 200 μ m
901 and 20x magnification. Insert photomicrographs show higher power images of cells infected with rSARS-CoV-
902 2/mCherry-Nluc (Red). The data in D-F are representative of 4 experiments using different MDM/AML donors and
903 a HAM donor. Videos of cells infected with rSARS-CoV-2/mCherry-Nluc using Cytation 5 live cell imaging 4-84h
904 post-infection are shown in Movies S1-S4.

905 **Table 1. Thirty gene signature to differentiate MDM and HAM.** These genes were carefully chosen based on
906 their abundancy in HAM relative to MDM, from the literature and a previously generated AmpliSeq database from
907 our laboratory (17, 20). Transcriptomic analysis was assessed from PBMC-derived differentiated MDM and fresh
908 HAM after 2h adherence in culture. ‘RPM’ means ‘reads per million’, i.e., the count of how many reads map to the
909 gene, divided by the total number of aligned reads and multiplied by one million.

910

911 Supplemental materials.

912

913 Supplemental detailed methods

914

915 Additional detailed methods are provided along with references.

916

917 Supplemental Figures

918

919 **Fig. S1. Selection of the optimal dose of GM-CSF, TGF- β and IL-10 and role of lung-associated components**
920 **individually and in combination in generating AML cells.** PBMCs from healthy human donors were exposed to
921 lung-associated component treatment [cytokines GM-CSF (2.5, 5, and 10 ng/mL), TGF- β (2.5, 5, and 10 ng/mL)
922 and IL-10 (2.5, 5, and 10 ng/mL)] for 6 days on alternative days or left untreated (MDM). The optimum
923 concentration was selected by measuring gene expression of (A) PPARG and (B) MRC1 by qRT-PCR. Gene
924 expression was normalized to Actin. Representative bar diagram showing the relative mRNA expression expressed
925 as mean \pm SD (n=2 donors). PBMCs from healthy human donors were exposed to lung-associated component
926 treatment [surfactant (Infasurf: 100 μ g/mL) and cytokines (GM-CSF: 10 ng/mL, TGF- β : 5 ng/mL, IL-10: 5 ng/mL)
927 alone or all together (ALL treated)] for 6 days on alternative days (Day 0, 2, 4), or left untreated (MDM). qRT-PCR
928 data demonstrated significant increases in expression of (C) PPARG, (D) MARCO, (E) CCL18, (F) MRC1, (G)
929 CES1 and (H) MCEMP1, and decreases in (I) MMP9, (J) CD36 and (K) MMP7 in the ALL cocktail group
930 compared to treatment with each component alone. The data were normalized to the actin control. Data are
931 expressed as mean \pm SD (n=2). Data are expressed as mean \pm SD and analyzed with one-way ANOVA * p \leq 0.05, **
932 p \leq 0.01, ***p \leq 0.001, ****p \leq 0.0001. (n=2). (L) ALL cocktail treatment does not affect the viability of AML cells.
933 PBMCs were exposed to Infasurf (100 μ g/mL) and cytokines (GM-CSF: 10 ng/mL, TGF- β : 5 ng/mL, IL-10: 5
934 ng/mL) (ALL cocktail treated)] for 6 days on alternative days (Day 0, 2, 4), or left untreated (MDM). AML cells
935 were untreated or treated with 0.1 % triton X-100 for 5 min to induce cell and nuclear membrane breakage (positive
936 control). Cells were then stained with Annexin V (ANXA5/annexin V-APC) followed by Ethidium Homodimer-2
937 (EthD-2, 4 μ M) to assess for cell viability. The numbers in the insets indicate the percentage of Annexin V and
938 EthD-2-positive cells. Representative data from 3 donors.

939 **Figure S2. Continuous supplementation of the lung-associated components is required to retain the HAM**
940 **phenotype of AML cells.** PBMCs were exposed to lung-associated components treatment [Infasurf (100 µg/mL)
941 and cytokines (GM-CSF: 10 ng/mL, TGF-β: 5 ng/mL, IL-10: 5 ng/mL)] for 6 days on alternative days, or left
942 untreated (MDM). The adherent macrophages were then treated with or without ALL of lung-associated components
943 [Infasurf (100 µg/mL) and cytokines (GM-CSF: 10 ng/mL, TGF-β: 5 ng/mL, IL-10: 5 ng/mL)] and incubated for 24,
944 48, and 72h. At each time point cells were collected to quantify the expression of (A) PPARG, (B) MRC1, and (C)
945 MARCO by qRT-PCR. Blue circle dots show individual donors of the MDM control for 0h (day 6), 24h, 48h or 72h
946 (without any treatment). Green triangles indicate individual donors of the AML cells treated with 3 doses of cocktail
947 up to day 6 and cultured for 0h (day 6), 24h, 48h or 72h without additional treatment. Red squares indicate
948 individual donors of AML cells where additional treatment supplementation (Post treated) after adherence can
949 extend the HAM phenotype. n=3, Mean ± SEM.

950 **Figure S3. Continuous supplementation of the lung-associated components retains the HAM phenotype of**
951 **AML cells for longer duration.** Monocytes were purified from human PBMCs by magnetic sorting and cultured
952 with lung-associated components [Infasurf (100 µg/mL) and cytokines (GM-CSF: 10 ng/mL, TGF-β: 5 ng/mL, IL-
953 10: 5 ng/mL)] for 6 days on alternative days, or left untreated (MDM). On day 6, the differentiated cells were plated
954 (5×10^5 /well) in a 24 well plate. Adherent cells were then treated with or without ALL cocktail (post treatment) on
955 days 2, 4 and 6 (see illustration). At each time point cells were collected to quantify the expression of (A) PPARG,
956 (B) MRC1, and (C) MARCO by qRT-PCR. Blue circle dots show individual donors of the MDM control for day 0
957 (day 6 of culture), 2, 4 or 6 (without any treatment). Green triangles indicate individual donors of the AML cells
958 treated with 3 doses of cocktail up to day 6 differentiated culture and then cultured for day 0, 2, 4, or 6 without
959 additional cocktail treatment. Red squares indicate individual donors of AML cells treated with 3 doses of ALL
960 cocktail up to day 6 differentiated culture and then cultured for day 0, 2, 4 or 6 with additional treatment
961 supplementation (Post treated) on day 0, 2 and 4. n=2, Mean ± SEM.

962 **Fig. S4. AML cells and MDM share transcriptional signatures and related pathways.** (A) Volcano plot
963 demonstrates the comparison between the AML and MDM transcriptome. AML cells and MDM are more dissimilar
964 than AML cells and HAM: out of 14,097 expressed genes, 744 are up-regulated ≥ 2 -fold with FDR adjusted p-value
965 < 0.05 (red), and 438 are down-regulated ≥ 2 -fold with FDR adjusted p-value < 0.05 (blue) in MDM. (B-D) IPA
966 analysis identified several pathways containing genes that were significantly up-regulated in AML cells relative to
967 MDM with similar expression in AML cells and HAM. They include involvement of (B) RXRA transcription factor
968 with upregulation of MARCO, COLEC12, HBEGF, IGF1, S100A4 and VCAN, (C) TREM1 and (D) Inflammatory
969 response network with involvement of PPARG and down regulation of CD36. (E-G) IPA network analysis of genes
970 that were differentially expressed in AML cells compared to MDM identifies (E) network 1 (immune cell
971 trafficking, cellular movement, cell-to-cell signaling and interaction), (F) network 2 (cellular movement, immune
972 cell trafficking, inflammatory response) and (G) network 3 (immune cell trafficking, cellular movement,
973 hematological system development and function).

974 **Fig. S5. Flow cytometry gating strategy for Figure 6 A-J, confocal and cell association assays.** (A) FSC vs SSC
975 was used as the initial gate, then FSC vs FSC to gate singlets. The population was then gated on CD64 positive cells
976 (macrophages) for subsequent analysis. (B) Cells were immunostained with the indicated antibodies and DAPI for
977 nucleus (blue), then imaged with confocal microscopy. AML cells had higher CD170, CD68 and CD64 expression
978 than MDM. Scale bar: 10µm and 63X magnification. (C) Confocal data were quantified by mean fluorescence
979 intensity (MFI) and are represented as a bar graph. Representative data showing the expression of indicated proteins
980 of 3 different donors. Data are expressed as mean ± SD and analyzed by Unpaired Student's 't' test ** $p \leq 0.01$,
981 **** $p \leq 0.0001$. (D) Cell association study using unopsonized green fluorescent beads comparing AML cells and
982 MDM, nuclei were stained with DAPI (blue). Scale bar: 10µm and 63X magnification. (E) Quantification of the
983 number of beads per macrophage. Representative experiment is shown of n=2, Mean ± SD, **** $p < 0.0001$.

984 **Fig. S6. AML cells express ACE2, TMPRSS2, and BSG/CD147 and have increased uptake and persistence of**
985 **SARS-Cov-2 monitored by Cytation 5 live cell imaging.**
986 (A-C) ACE2, TMPRSS2 and BSG/CD147 receptor expression was measured in MDM, AML cells and Vero E6
987 cells by qRT-PCR. n = 3 human donors. (D) mCherry fluorescent SARS-CoV-2 in individual wells was monitored

988 for uptake and persistence over time by the Cytation 5 live cell imaging system (MDM, HAM, AML cells and Vero
989 E6 cells). Representative mini-graphs (of n=4) demonstrate total mCherry fluorescence units (Y-axis) versus post
990 infection time (X-axis). Shown up to 84h post infection.

991

992 **Movie S1. Video of SARS-CoV-2 mCherry viral infection in MDM using Cytation 5 live cell imaging 0/4-84h**
993 **post-infection.** Persistence of SARS-CoV-2-mCherry virus over time was monitored by Cytation 5 live cell
994 imaging. The time-lapse video shows mCherry (red) SARS-CoV-2.

995 [Movies MPEG4 files\MDM SARS-CoV-2 MOI 1.mp4](#)

996 **Movie S2. Video of SARS-CoV-2 mCherry viral infection in AML cells using Cytation 5 live cell imaging 0/4-**
997 **84h post-infection.** Persistence of SARS-CoV-2-mCherry virus over time was monitored by Cytation 5 live cell
998 imaging. The time-lapse video shows mCherry (red) SARS-CoV-2.

999 [Movies MPEG4 files\AML SARS-CoV-2 MOI 1.mp4](#)

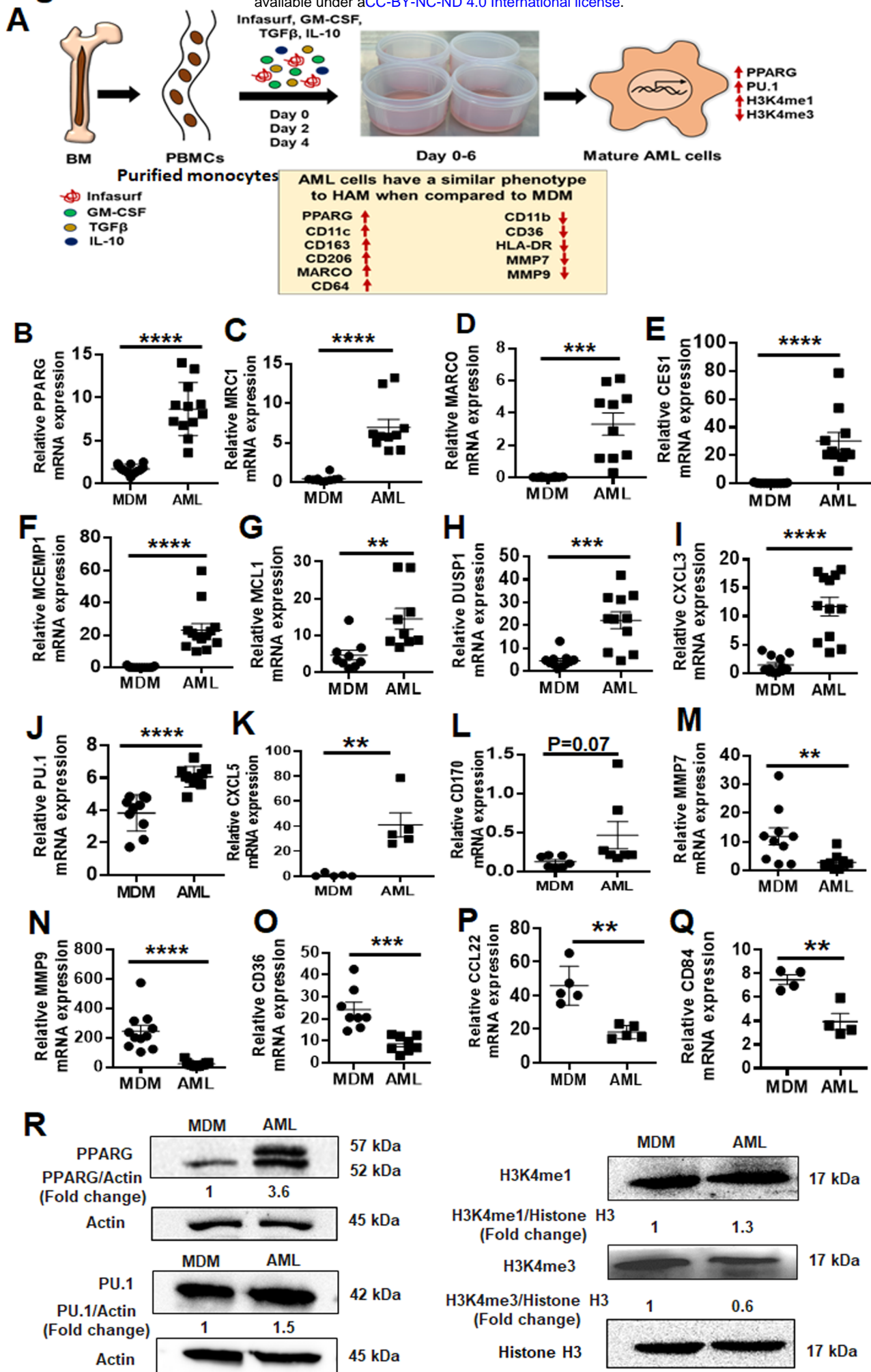
1000 **Movie S3. Video of SARS-CoV-2 mCherry viral infection in HAM using Cytation 5 live cell imaging 0/4-84h**
1001 **post-infection.** Persistence of SARS-CoV-2-mCherry virus over time was monitored by Cytation 5 live cell
1002 imaging. The time-lapse video shows mCherry (red) SARS-CoV-2.

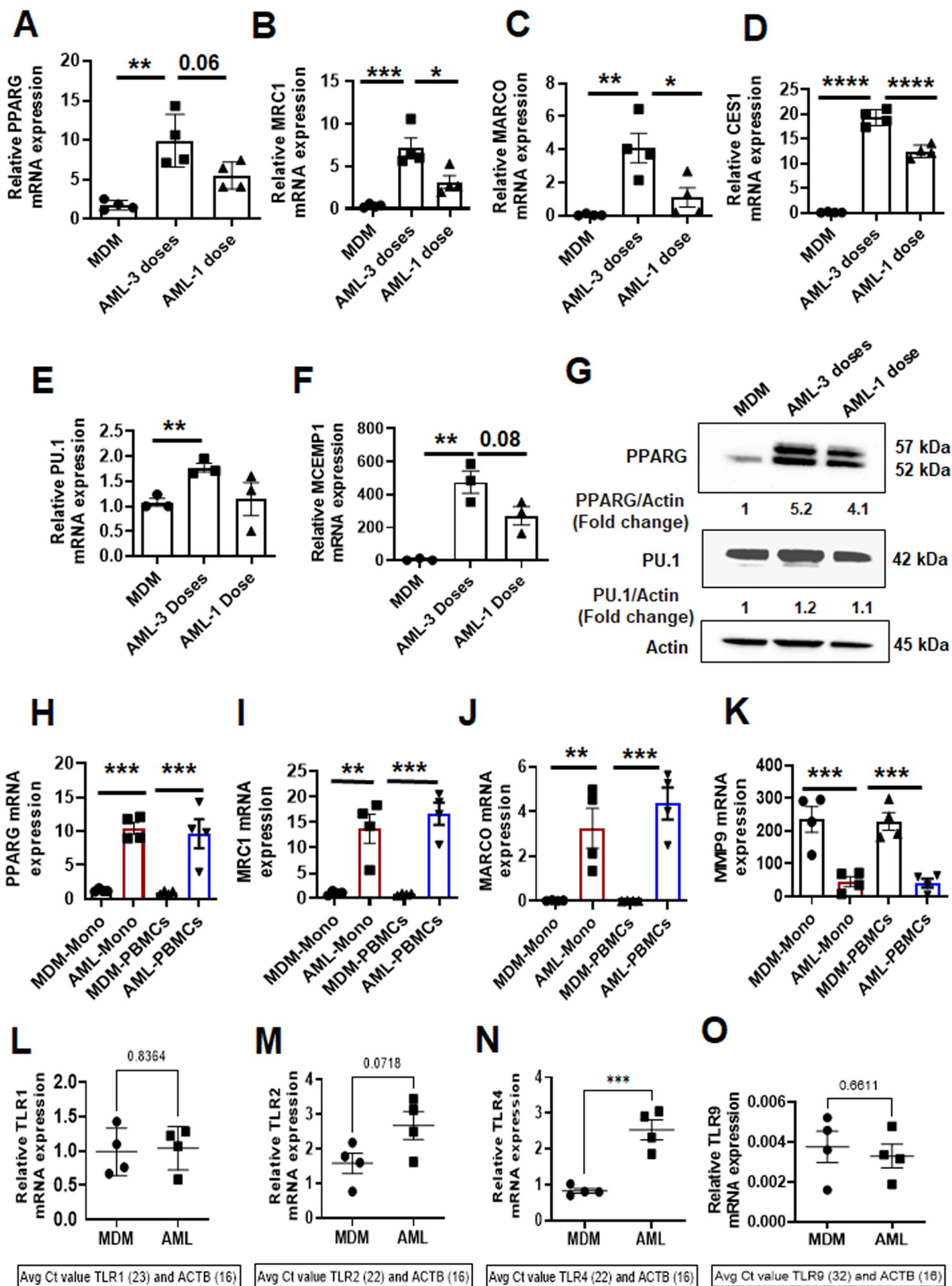
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1004 **Movie S4. Video of SARS-CoV-2 mCherry viral infection in Vero E6 cells using Cytation 5 live cell imaging**
1005 **0/4-84h post-infection.** Persistence of SARS-CoV-2-mCherry virus over time was monitored by Cytation 5 live cell
1006 imaging. The time-lapse video shows mCherry (red) SARS-CoV-2.

1007 [Movies MPEG4 files\VeroE6 SARS-CoV-2 MOI 1.mp4](#)

Fig. 1





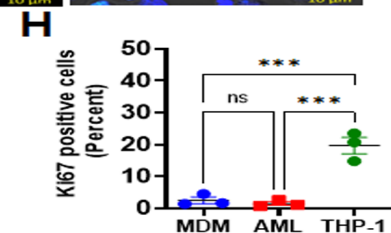
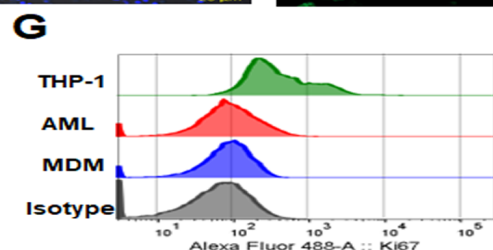
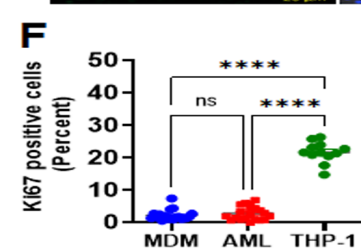
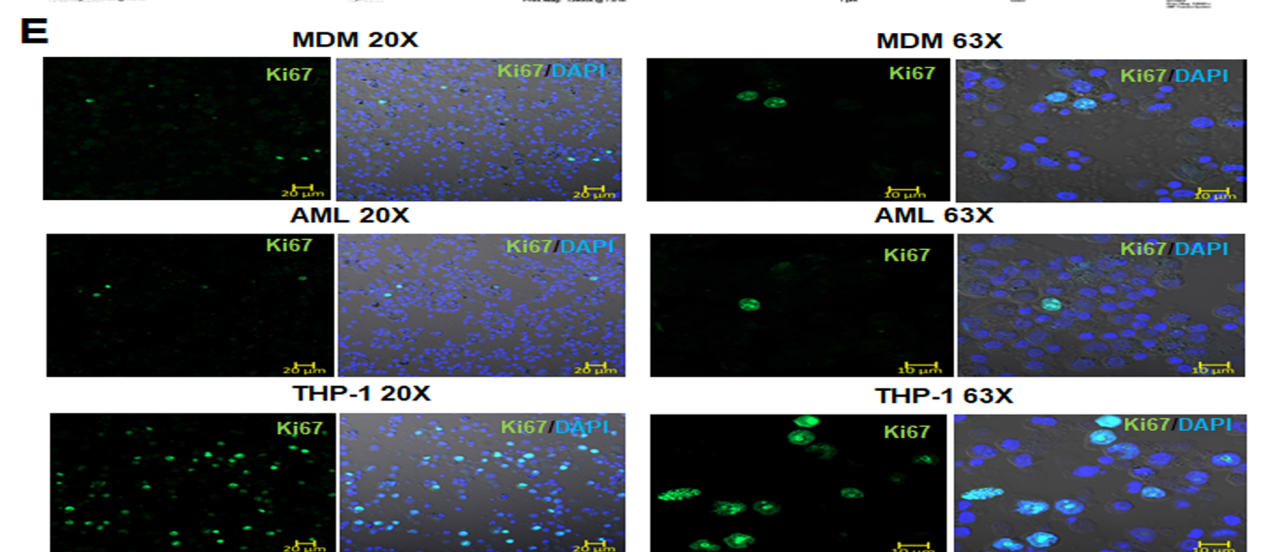
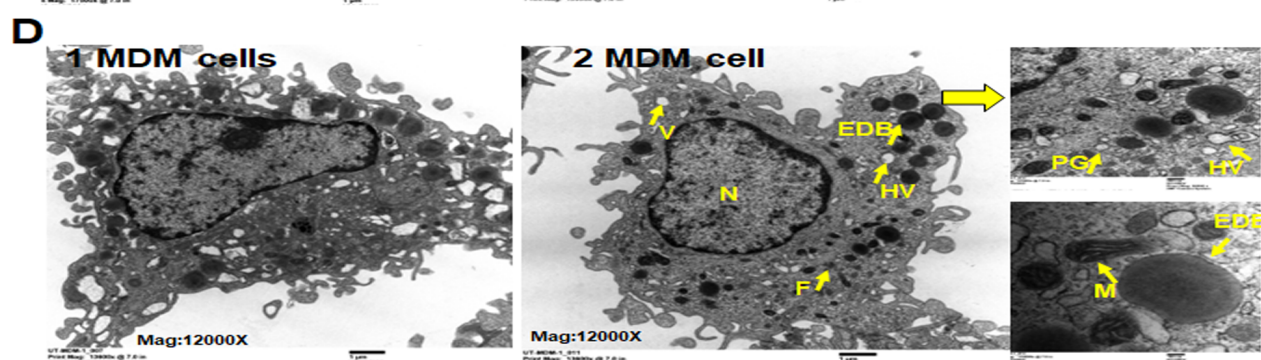
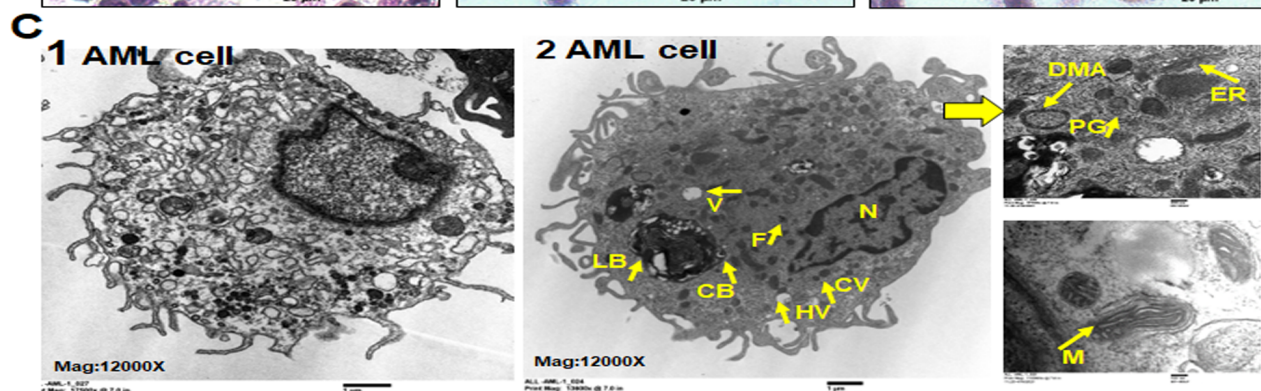
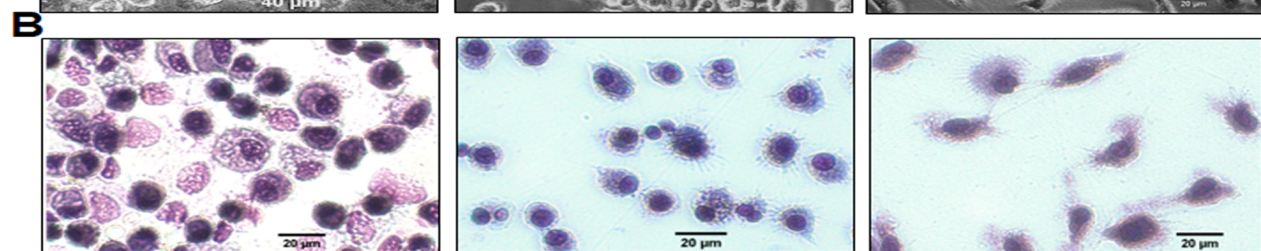
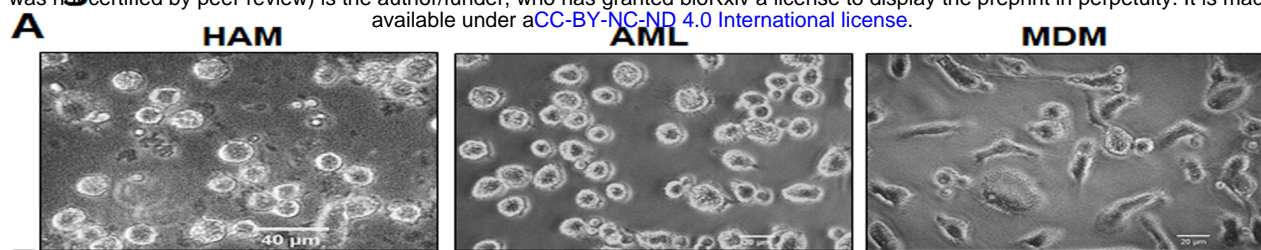


Fig. 4

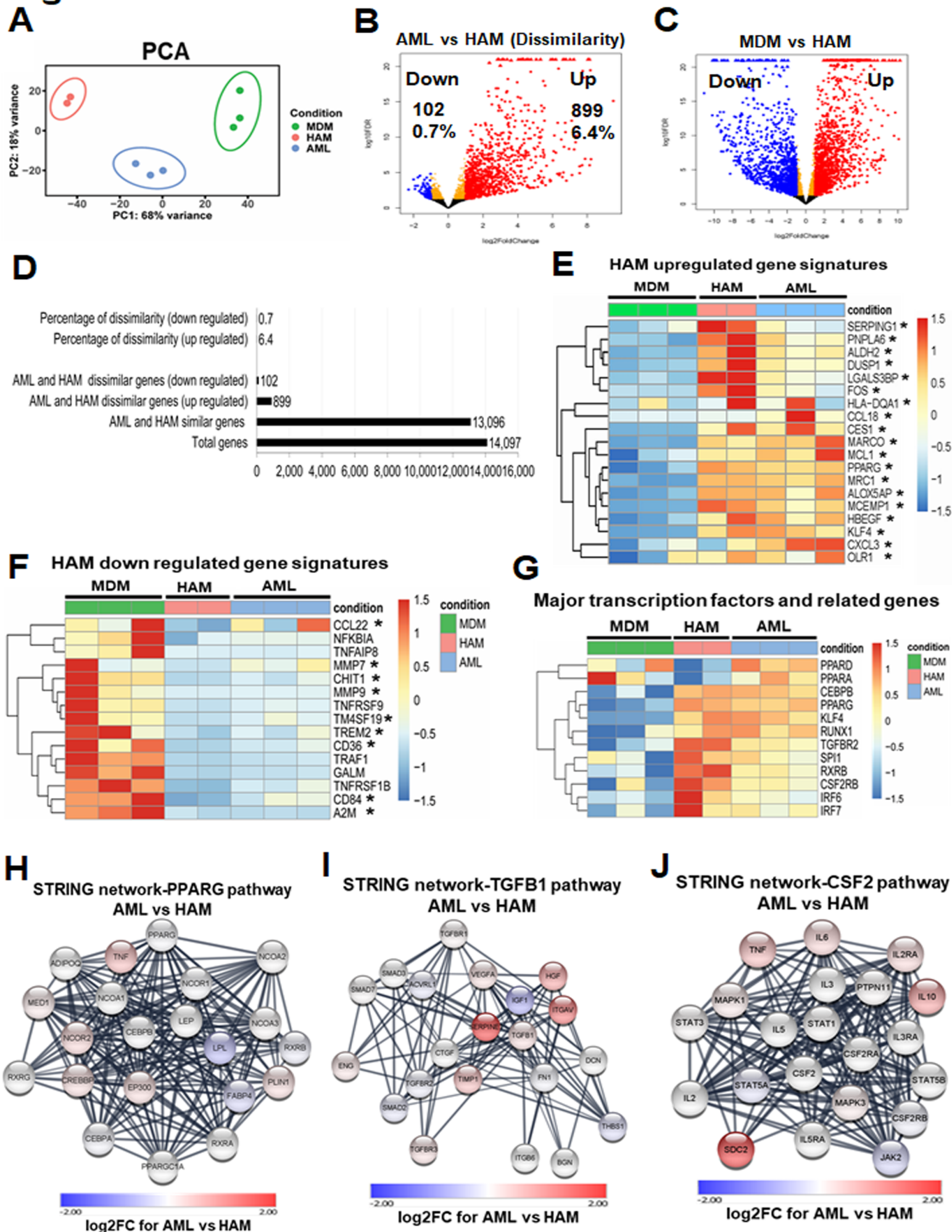


Fig. 5

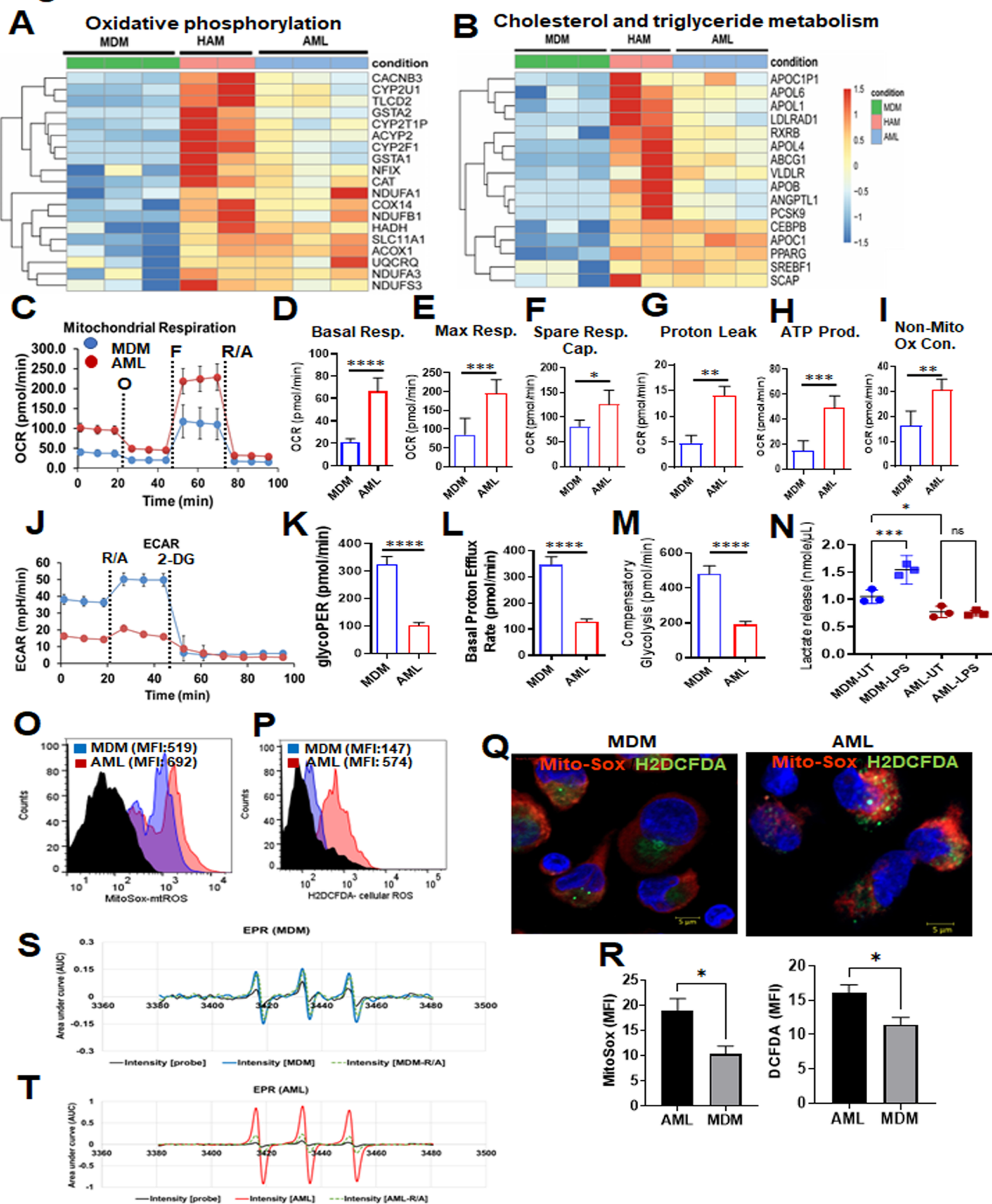


Fig. 6

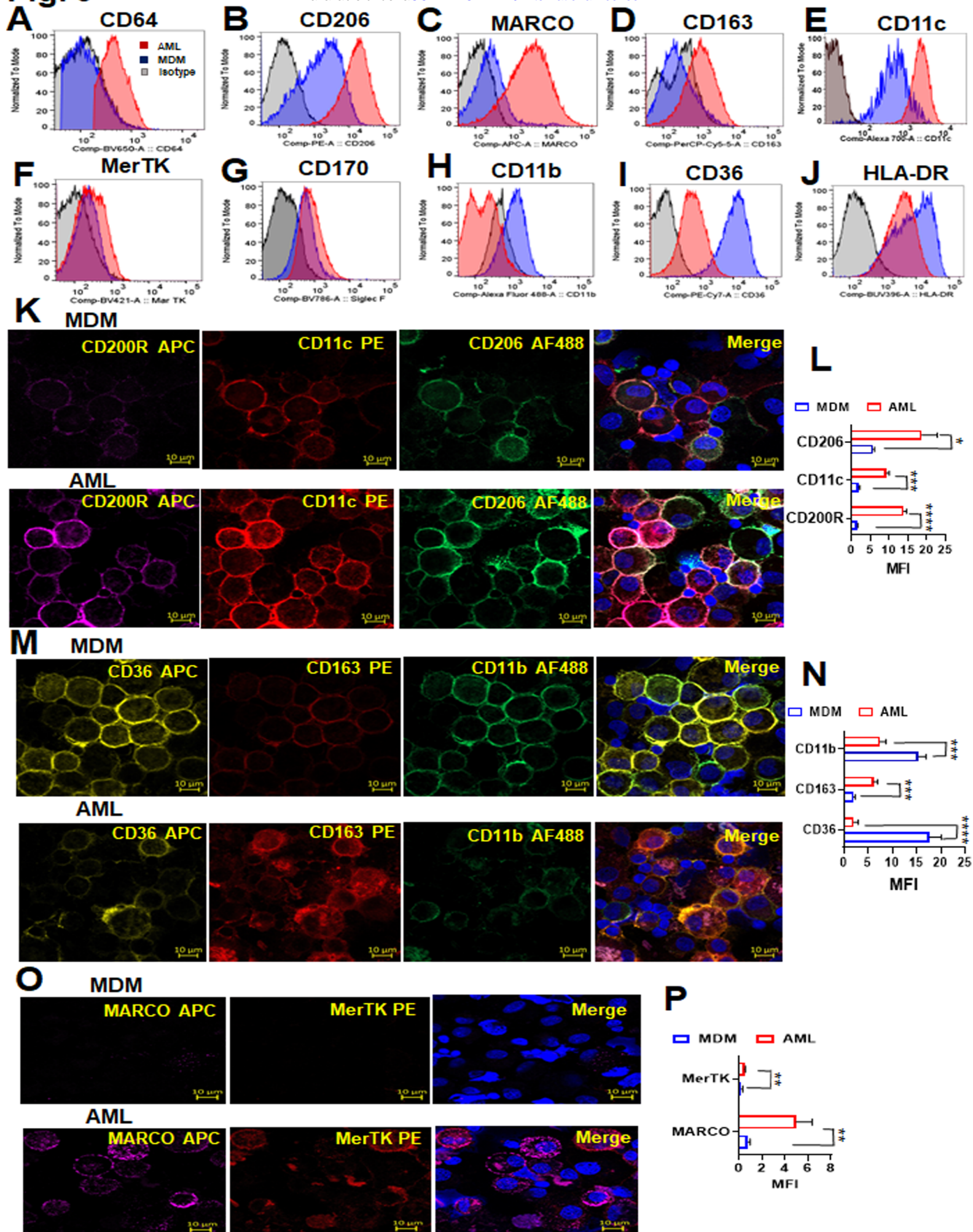
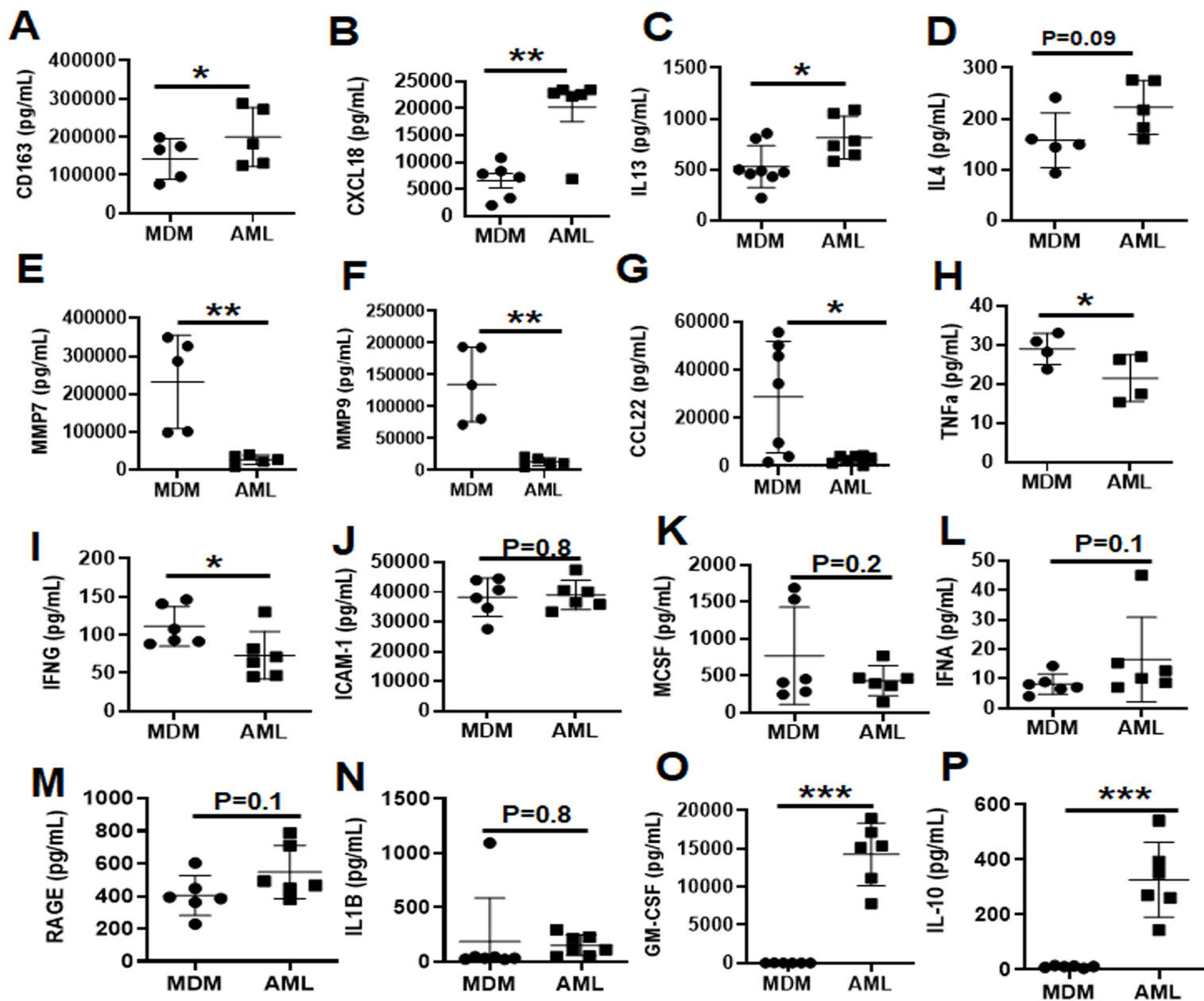


Fig. 7

AML cells derived from human PBMC culture



AML cells derived from purified human monocyte culture

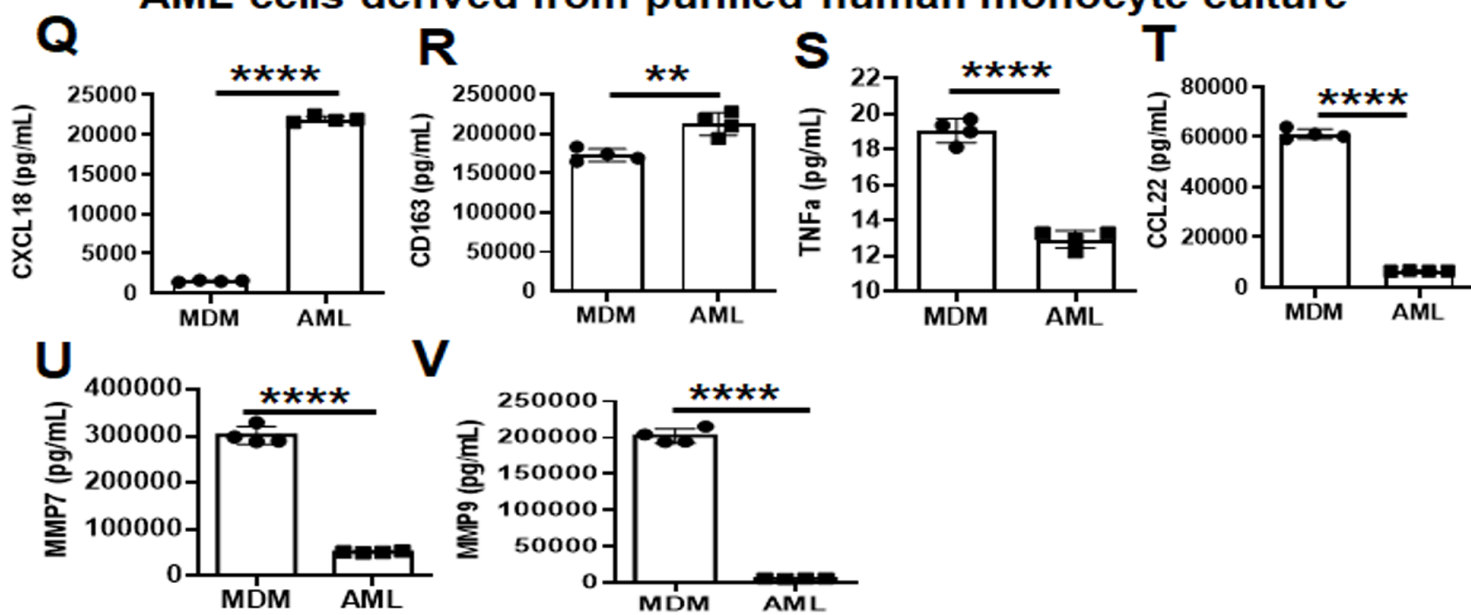


Fig. 8

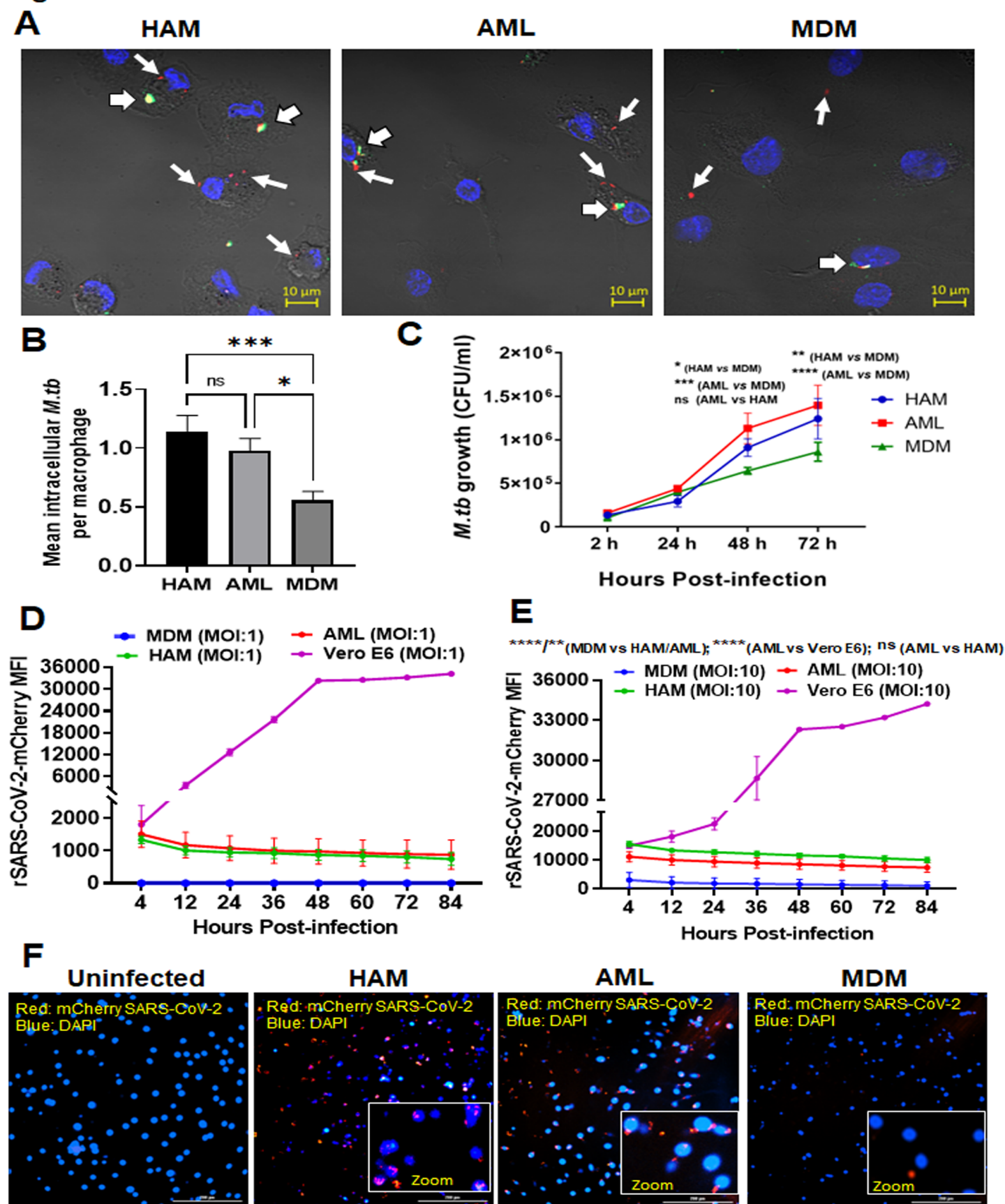


Table 1: Gene list to differentiate MDMs and HAMs

SL NO	Genes	MDM 2h average RPM value	HAM 2h average RPM value
1	PPARG	56.132	737.089
2	MARCO	27.584	913.371
3	DUSP1	72.195	2810.896
4	HBEGF	119.366	2351.293
5	OLR1	49.113	1881.111
6	MRC1	373.582	1846.700
7	MCEMP1	1.958	1501.346
8	EGR1	9.161	1220.729
9	FOS	1.865	1214.796
10	CES1	0.759	993.768
11	CCL18	3.287	768.543
12	MCL1	85.064	524.593
13	HLA-DQA1	14.946	904.718
14	CXCL3	5.762	783.711
15	SERPING1	57.754	775.500
16	ALOX5AP	159.695	1449.100
17	CXCL5	4.263	621.929
18	KLF4	2.099	647.161
19	LGALS3BP	164.032	934.111
20	ALDH2	171.631	1442.339
21	PNPLA6	129.456	607.543
22	MMP9	7163.543	104.429
23	TM4SF19	2476.417	89.157
24	CD84	930.914	82.818
25	CCL22	2234.179	66.475
26	CD36	670.285	41.468
27	A2M	531.521	31.907
28	MMP7	2357.513	2.286
29	CHIT1	3702.261	6.979
30	TREM2	808.741	182.914

Black color shows higher expression in HAM
Blue color shows higher expression in MDM