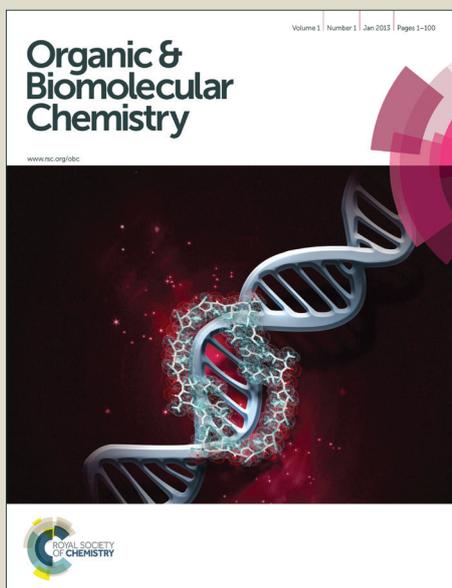


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1 **New class of high-contrast Fe(II) selective fluorescent probes based on**
 2 **spirocyclized scaffolds for visualization of intracellular labile iron delivered by**
 3 **transferrin.**

4
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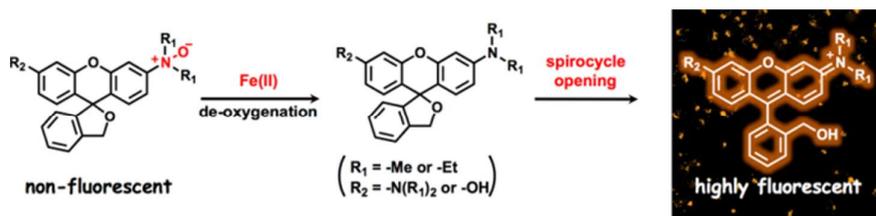
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13 The authors declare no competing financial interest

14
 15 **Table of Contents**



16
 17 New class of high-contrast Fe(II) selective fluorescent probes based on spirocyclized scaffolds to visualize
 18 transferrin-delivered intracellular labile iron.

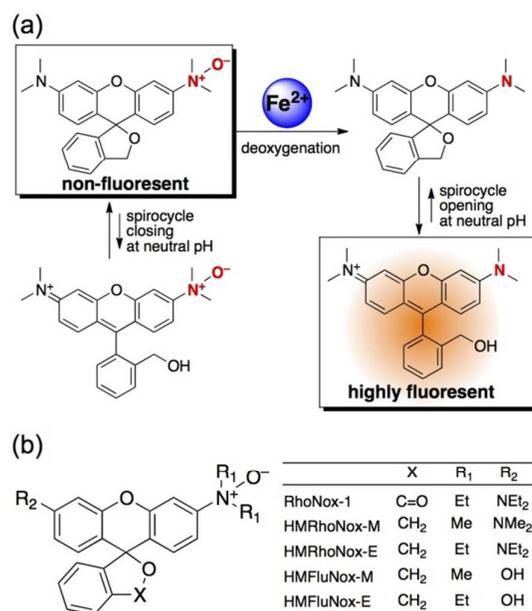
19
 20 **Abstract**

21 Iron is an essential metal nutrient that plays physiologically and pathologically important roles in biological
 22 systems. However, studies on the trafficking, storage, and functions of iron itself in living samples have
 23 remained challenging due to the lack of efficient methods for monitoring labile intracellular iron. Herein, we
 24 report a new class of Fe^{2+} -selective fluorescent probes based on the spirocyclization of
 25 hydroxymethylrhodamine and hydroxymethylrhodol scaffolds controlled by using our recently established
 26 *N*-oxide chemistry as a Fe^{2+} -selective switch of fluorescence response. By suppressing the background signal,
 27 the spirocyclization strategy improved the turn-on rate dramatically, and reducing the size of the substituents
 28 of the *N*-oxide group enhanced the reaction rate against Fe^{2+} , compared with the first generation of the
 29 *N*-oxide based Fe^{2+} probe, RhoNox-1. These new probes showed significant enhancements in the
 30 fluorescence signal against not only the exogenously loaded Fe^{2+} but also the endogenous Fe^{2+} levels.
 31 Furthermore, we succeeded in monitoring the accumulation of labile iron in the lysosome induced by
 32 transferrin-mediated endocytosis with a turn-on fluorescence response.

33
 34 **Introduction**

35 Iron is the most abundant transition metal that plays numerous essential roles in the human body.¹⁻³The
36 physiological functions of iron, such as oxygen delivery, electron transport, and enzymatic reactions, rely on
37 its potent redox activity.⁴⁻⁶At the same time, iron overload can trigger severe cell damage through the
38 aberrant production of highly reactive oxygen species.⁷⁻⁹ Thus, biological systems have acquired an elaborate
39 regulating machinery to maintain a well-balanced cellular iron flux. The disruption of the iron regulating
40 system potentially leads to a number of diseases, such as cancer,¹⁰⁻¹⁴ hepatitis,¹⁵ and neurodegenerative
41 diseases such as Parkinson's disease and ALS.^{16, 17}Although a large portion of iron exists in the
42 protein-bound form, labile iron, which we designate to mean exchangeable, non-protein bound iron, has been
43 reported to contribute to both the healthy and diseased states in living systems.¹⁸⁻²⁰Therefore, the need for an
44 effective method to study the biological iron has become increasingly important. In contrast with Zn^{2+} and
45 Cu^{+} ,²¹⁻²⁶the development of fluorescent probes for iron remains a challenge because of its potent fluorescence
46 quenching ability as well as its multiple oxidation and spin states. Indeed, fluorescence imaging studies on
47 cellular iron have conventionally been performed with turn-off response probes, such as the commercially
48 available calcein and PhenGreen-SK, which require a significant effort to eliminate the effects of degradation
49 and clearance of the probes.²⁷⁻³⁴Labile iron exists as ferrous ion (Fe^{2+}) rather than ferric ion (Fe^{3+}) owing to its
50 greater water solubility, intracellular reductive environment, and preferable binding affinity of the
51 chaperones to Fe^{2+} .^{19, 20, 35-39} Moreover, Fe^{2+} is a potential catalyst for the Fenton reaction, generating highly
52 harmful reactive oxygen species.^{7, 40, 41} In this regard, fluorescent probes for Fe^{2+} , preferably with a turn-on
53 response, are essential for understanding both the physiological and pathological roles of the labile iron in
54 living systems. Although there are several reports of turn-on Fe^{3+} probes applicable to live cell imaging,⁴²⁻⁴⁸
55 Fe^{2+} -responsive turn-on fluorescent probes remain very rare.^{34, 49-51} We have recently developed the first
56 example of a highly selective turn-on fluorescent probe for Fe^{2+} , RhoNox-1, based on a unique *N*-oxide
57 chemistry and have successfully applied it to the live cell imaging to detect endogenous labile iron.⁵² Chang
58 et al. have recently developed a novel fluorogenic Fe^{2+} probe on the basis of a chelator-assisted C–O bond
59 cleavage and succeeded in monitoring iron fluctuation in the biologically stimulated models.⁵³ However, this
60 probe shows a similar or higher response to Co^{2+} than Fe^{2+} , and therefore, to date, our *N*-oxide strategy is still
61 the only selective and biocompatible molecular switch against Fe^{2+} . The drawback of RhoNox-1 is its basal
62 fluorescence signal ($\Phi = 0.01$), sometimes causing a background signal in imaging applications. The *N*-oxide
63 of RhoNox-1 acts as a fluorescence quencher through photo-induced electron transfer (PET) and twisted
64 internal charge transfer (TICT) and as a trigger of Fe^{2+} -mediated reaction. Furthermore, we found that the
65 *N*-oxidation of diethylamino group of rhodamine B could stabilize the spiro lactone structure by shifting an
66 open–closed equilibrium, wherein RhoNox-1 is present as non-fluorescent closed spiro lactone in the basic
67 region (pH > 11.5), while rhodamine B exists as a fluorescent opened quinoid structure in aqueous media
68 independent of pH. Kamiya et al. established a controlled spirocyclization of a rhodol scaffold using a
69 phenolic *O*-alkylation to achieve highly sensitive fluorescence detection of β -galactosidase activity with an
70 enhanced off/on contrast.⁵⁴ To overcome the background signal of RhoNox-1 and obtain a high contrast
71 fluorescence response, we anticipate that the *N*-oxidation of a dialkylamino group in
72 hydroxymethylrhodamines and hydroxymethylrhodols can control the open–closed equilibrium to the
73 non-fluorescent spirocyclic structure at physiological pH, while the corresponding deoxygenated dyes exist

74 in the predominantly fluorescent open form (Scheme 1a), which would provide a better off/on contrast than
 75 RhoNox-1. In this context, we designed a new class of Fe^{2+} fluorescent probes (Scheme 1b) by utilizing the
 76 *N*-oxide as a dual function molecular switch capable of sensing Fe^{2+} and modulating spirocyclization. This
 77 spirocyclization/*N*-oxide strategy improved the probe's performance regarding to response rate as well as
 78 turn-on rate and enabled visualization of transferrin-delivered intracellular labile iron by using the most
 79 effective probe.



80
 81 **Scheme 1.** (a) Detection mechanism for Fe^{2+} based on *N*-oxide-controlled spirocyclization.
 82 HMRhoNox-M is shown as a representative. (b) Structures of RhoNox-1, HMRhoNox-M,
 83 HMRhoNox-E, HMFluNox-M, and HMFluNox-E.

84

85 Synthesis

86 To establish an *N*-oxide-based strategy to regulate spirocyclization, we designed four *N*-oxide compounds as
 87 Fe^{2+} probes: HMRhoNox-M, HMRhoNox-E, HMFluNox-M, and HMFluNox-E (Scheme 1) containing the
 88 chromophores of tetramethylhydroxymethylrhodamine (HMRhodamine-M),
 89 tetraethylhydroxymethylrhodamine (HMRhodamine-E), dimethylhydroxymethylrhodol (HMRhodol-M), and
 90 diethylhydroxymethylrhodol (HMRhodol-E), respectively. The presence of a dimethylamino group instead
 91 of the diethylamino group was explored to determine whether steric hindrance could affect the response rates
 92 against Fe^{2+} . All the chromophore components were synthesized according to the previously reported
 93 procedures.⁵⁴⁻⁵⁷ The *N*-oxidation of the dyes with *m*-chloroperbenzoic acid provided the corresponding
 94 *N*-oxide compounds, HMRhoNox-M, HMRhoNox-E, HMFluNox-M, and HMFluNox-E. All the *N*-oxide
 95 compounds were obtained as colorless or pale-colored solids, suggesting that these probes exhibit a
 96 spirocyclic structure rather than an open quinoid form, which would exhibit a strong color due to the
 97 conjugated xanthene structure. The presence of a spirocyclic structure is also supported by the ¹H-NMR
 98 spectra (see supporting information). The peaks assigned to the *ortho*-position of the dialkylamino group for
 99 the HMRhoNox series and those of hydroxyl group for HMFluNox series appeared at approximately 6.5 ppm.

100 The relatively low chemical shift values of the aromatic protons are comparable to those of the spirolactone
101 form of RhoNox-1(6.5 ppm).⁵²

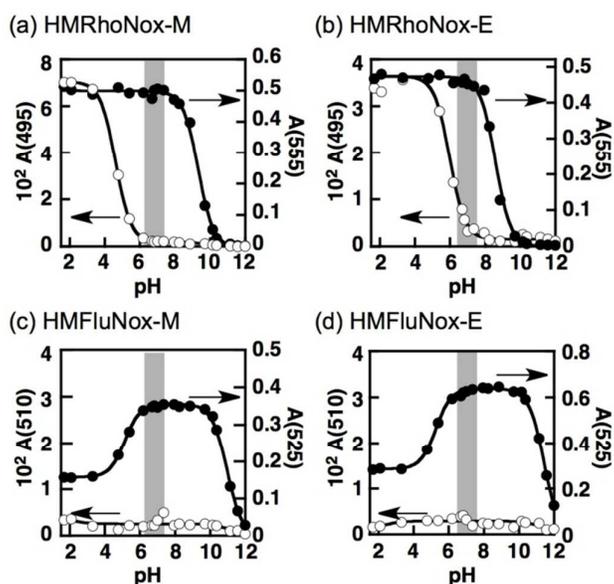
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103 Evaluation of open–closed structure by UV-vis spectra measurements

104 We first evaluated the spirocyclization equilibrium of the new probes as well as the corresponding dyes by
105 UV-vis spectra measurements at various pH (Figure S1).The pH profiles of each visible absorption band
106 provide a pK_{cycl} , defined as the pH where the absorbance decreases to half the maximum value due to
107 spirocyclization (Figure 1). HMRhoNox-M and HMRhoNox-E exhibited a pK_{cycl} of 4.7 and 5.6, respectively,
108 indicating that they exist in the open quinoid form only under acidic conditions($pH < 5$) and in the closed
109 spirocyclic form above $pH 6$ (Figure 1a, b). The pK_{cycl} of HMFluNox-M and HMFluNox-E could not be
110 determined because of their negligible visible absorbance for the entire tested pH range (Figure S1e, g). This
111 result indicates that both HMFluNox-M and HMFluNox-E are generally in the spirocyclic form in an
112 aqueous solution. In contrast, the corresponding dyes, HMRhodamine-M, HMRhodamine-E, HMRhodol-M,
113 and HMRhodol-E, exhibit pK_{cycl} of 9.3, 8.5, 11.0, and 11.3, respectively, as well as an intense absorbance
114 derived from the open quinoid form below $pH 8$ (Figure 1, black circles, and Figure S1b, d, f, h).⁵⁴ These data
115 suggest that the new *N*-oxide probes exist in a non-fluorescent spirocyclic state under the physiological pH
116 range, while the corresponding dyes are highly fluorescent due to the open quinoid configurations.
117 Consequently, a structurally controlled fluorogenic response to Fe^{2+} is likely to occur as a result of the
118 dramatic shift in the spirocyclization equilibrium caused by the *N*-oxidation.

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120



121

122 **Figure 1.** Plots of absorbance at each maximal wavelength in visible region against pH. (a)
123 HMRhodamine-M (black) and HMRhoNox-M (white), (b) HMRhodamine-E (black) and
124 HMRhoNox-E (white), (c) HMRhodol-M (Black) and HMFluNox-M (white), and (d)

125 HMRhodol-E (black) and HMFluNox-E (white). These data were acquired with 5 μ M probe or dye
126 at 25 °C. Physiological pH range is highlighted with gray.

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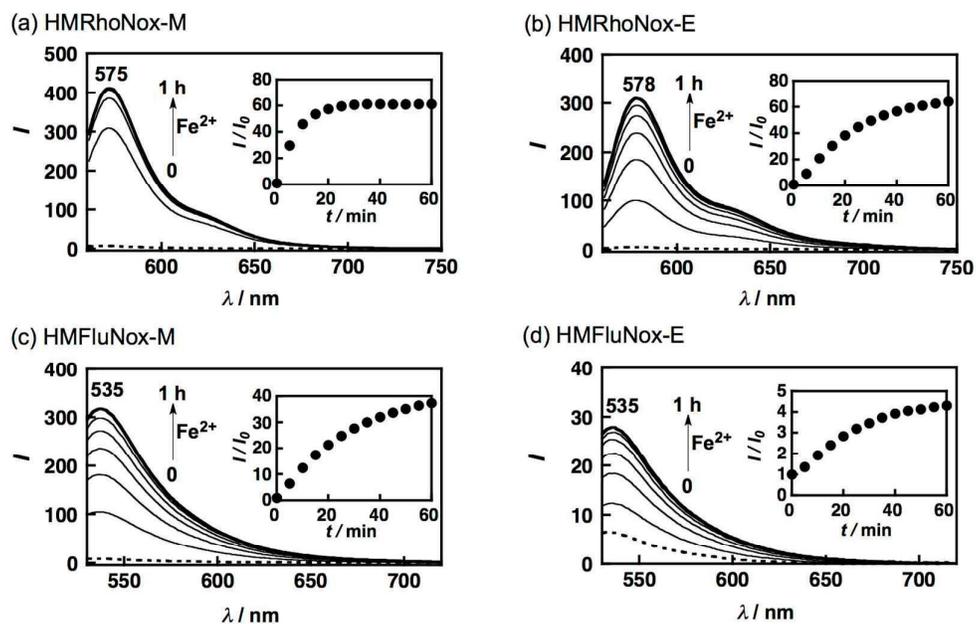
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130 **Fluorescence responses and metal selectivity tests**

131 We examined the fluorescence response of the *N*-oxide probes upon Fe²⁺ in HEPES buffer (pH 7.4).
132 HMRhoNox-M and HMRhoNox-E showed only negligible fluorescence in an aqueous buffer before the
133 introduction of Fe²⁺ (Figure 2a, b). The addition of Fe²⁺ induced a 60-fold increase in the fluorescence signal at
134 575 nm for both probes after incubation of 1 h. Compared with RhoNox-1 (a 30-fold increase after 1 h), the
135 turn-on contrasts were significantly improved due to the extremely low basal signals derived from the closed
136 spirocyclic structures under physiological conditions. The response rate of HMRhoNox-M is higher than
137 those of HMRhoNox-E and RhoNox-1 due to the lower steric hindrance of the methyl substituent compared
138 with the ethyl group. The rhodol-based probes, HMFluNox-M and HMFluNox-E also exhibited a 40-fold
139 and a 4.5-fold change in the turn-on response at 535 nm against Fe²⁺, respectively (Figure 2c, d). In the case
140 of the hydroxymethylrhodamine-based probes, the response rate of the *N*-methyl derivative, HMFluNox-M,
141 was also improved compared with that of RhoNox-1 and HMFluNox-E with the ethyl substituent. On the
142 basis of the change in the absorbance spectra with the extinction coefficients of the corresponding dyes
143 (Figure S1), the reactions' yields were estimated to be approximately 26%, 21%, 14%, and 2.5% for
144 HMRhoNox-M, HMRhoNox-E, HMFluNox-M, and HMFluNox-E, respectively, after 1 h incubation in the
145 presence of Fe²⁺ (Figure S2). LC-MS analysis of the reaction mixtures revealed that in addition to the
146 corresponding deoxygenated dyes, a trace amount of byproducts, which were assumed to be
147 mono-dealkylated dyes, were also observed in the reaction mixture (Figure S3). The dealkylated products
148 might be the result of a Meisenheimer-type rearrangement⁵⁸ followed by Fe²⁺-induced N–O bond cleavage; a
149 detailed mechanistic study of this transformation remains on going.

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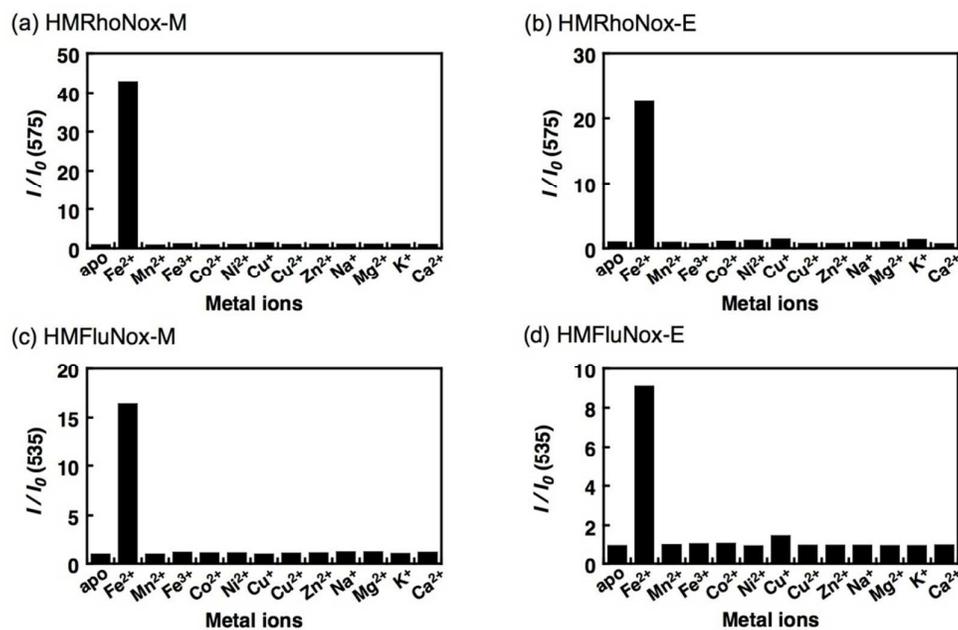
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153 **Figure 2.** Fluorescence spectra of (a) HMRhoNox-M, (b) HMRhoNox-E, (c) HMFluNox-M, and
154 (d) HMFluNox-E at 0, 10, 20, 30, 40, and 60 min after addition of 20 μM Fe^{2+} . Dotted lines and
155 bold lines indicate fluorescence spectra at 0 min and 60 min, respectively. The insets represent the
156 plots of relative fluorescence intensity at 575 nm (a, b) and 535 nm (c, d) against time. All the data
157 were acquired with 2 μM probe in 50 mM HEPES buffer (pH 7.4, 0.2% DMF) at 25 °C under an Ar
158 atmosphere. $\text{Fe}(\text{NH}_4)_2(\text{SO}_4)_2 \cdot 6\text{H}_2\text{O}$ was used as a ferrous ion source. Excitation was provided at
159 550 nm (a, b) or 515 nm (c, d).

160 The fluorescence responses of HMRhoNox-M, HMRhoNox-E, HMFluNox-M, and HMFluNox-E are highly
161 selective for Fe^{2+} over other transition metal ions, including Fe^{3+} , alkali metal ions, and alkaline earth metal
162 ions (Figure 3). The addition of biologically relevant reductants and reactive oxygen species to the probes
163 also resulted in only a negligible response (Figure S4). In particular, inactivity against glutathione and
164 cysteine, which are very abundant biological reductants, is essential for decreasing the background signal in
165 live-cell imaging applications. Altogether, these results suggest that the new *N*-oxide fluorescence switching
166 system for the selective Fe^{2+} detection potentially works not only for rhodamine-based dyes but also for a
167 wide variety of chromophores bearing a tertiary aryl amine moiety.
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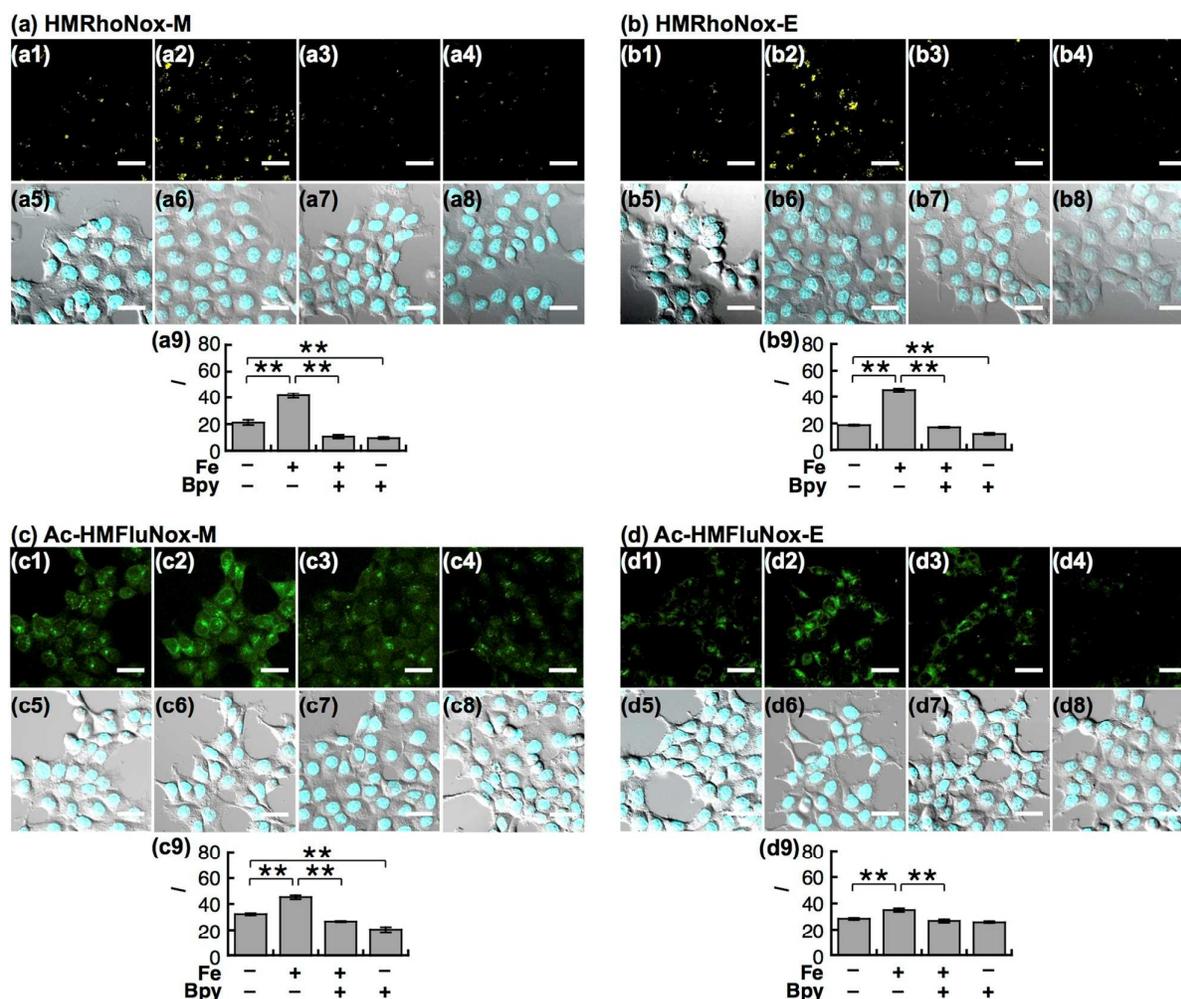
170 **Figure 3.** Fluorescence response of 2 μ M (a) HMRhoNox-M (b) HMRhoNox-E (c) HMFluNox-M
 171 (d) HMFluNox-E upon addition of various metal ions (1 mM for Na⁺, Mg²⁺, K⁺, and Ca²⁺, and 20
 172 μ M for all other metal ions). All the data were acquired in 50 mM HEPES buffer (pH 7.4, 0.2%
 173 DMF). Bars represent relative fluorescence intensities at 575 nm (a, b, $\lambda_{\text{ex}} = 550$ nm) and 535 nm (c,
 174 d, $\lambda_{\text{ex}} = 515$ nm).

175 Imaging study

176 Next, we applied these probes to perform live-cell imaging of human hepatocellular carcinoma cells (HepG2
 177 cells). Prior to the imaging study, to improve their membrane-permeability, HMFluNox-M and
 178 HMFluNox-E were converted into the acetylated forms, Ac-HMFluNox-M and Ac-HMFluNox-E,
 179 respectively. The acetyl group is readily cleaved by intracellular esterase. Representative images are shown
 180 in Figure 4. Compared with the control cells incubated without Fe²⁺, a significant increase in the fluorescence
 181 signal was observed as a punctate staining pattern in the Fe²⁺-treated cells when HMRhoNox-M and
 182 HMRhoNox-E were used (Figure 4 a2 and b2). Ac-HMFluNox-M and Ac-HMFluNox-E also exhibited signal
 183 enhancements as a result of the Fe²⁺ treatment (Figure 4 c2 and d2). To confirm if the observed signal
 184 enhancements reflect the intracellular Fe²⁺ level, we performed a chelating experiment by using
 185 2,2'-bipyridyl (Bpy) as a membrane-permeable Fe²⁺-selective chelator.^{59, 60} Prior to the live cell study, we
 186 confirmed that Bpy could completely suppress the fluorescence response against Fe²⁺ *in vitro* for all the
 187 probes (Figure S4a-d, entry 12). As seen in the *in vitro* test, the treatment of the Fe²⁺-supplemented cells with
 188 Bpy resulted in an attenuation of the signal to the basal level for all the probes (Figure 4a3, b3, c3, and d3).
 189 Furthermore, Bpy-treated cells that were not supplemented with Fe²⁺ exhibited a significantly lower
 190 fluorescence signals than the control cells when HMRhoNox-M, HMRhoNox-E, or Ac-HMFluNox-M was
 191 used (Figure 4 a4, b4, and c4). These results indicate that the probes, with the exception of Ac-HMFluNox-E,
 192 are potentially able to monitor the endogenous Fe²⁺ fluctuations in living cells. All the new probes respond to
 193 Fe²⁺ in a dose-dependent manner (Figure S5). Although HMRhoNox-M and HMRhoNox-E are quite

194 sensitive in the cuvette as shown in Figure 2, their detection limits in live cell applications are not
195 dramatically improved compared with RhoNox-1 (ca. 10 μM), which might be due to a different subcellular
196 distribution (*vide infra*). Meanwhile, the sensitivities of Ac-HMFluNox-M and Ac-HMFluNox-E in live cell
197 application were comparable to that of RhoNox-1. The nuclear staining and bright field images show that the
198 cells looked healthy during these imaging experiments, which indicates the low toxicity of these probes
199 (Figure 4, a5–a8, b5–b8, c5–c8, and d5–d8). Next, a series of co-staining experiments revealed the
200 subcellular localization of each probes. HMRhoNox-M and HMRhoNox-E were mainly localized in
201 lysosome (Figure S6a, b) as expected from the punctate staining patterns. On the other hand,
202 Ac-HMFluNox-M and Ac-HMFluNox-E showed endoplasmic reticulum distribution (Figure S6c, d).
203 Because the lysosome is known as an acidic organelle,^{61, 62} we were concerned that the possibility of the
204 emission signals detected in HMRhoNox-M and HMRhoNox-E might be caused by the spirocycle opening
205 due to pH alteration. The pH titrations of emission intensities of HMRhoNox-M and HMRhoNox-E revealed
206 that only negligible fluorescence signal enhancement occur at the acidic region (Figure S7b, d). Furthermore,
207 Fe^{2+} -triggered fluorescence enhancement was not affected by the acidic conditions (pH 5, Figure S7a, c).
208 From the pH profiles in Figure 1a and 1b, the ratios of the opened structure for the HMRhoNox-M and
209 HMRhoNox-E probes were estimated to be approximately 30% and 80%, respectively. The significantly
210 lower than expected emission from that of the opened structure might be due to intrinsic fluorescence
211 quenching property of the *N*-oxide through PET and/or TICT as observed in RhoNox-1. Consequently, the
212 fluorescence signal's enhancement in the Fe^{2+} -supplemented cells is definitely not attributed to the
213 pH-dependent spirocycle opening of the probes but to the generation of HMRhodamine dyes through the
214 selective Fe^{2+} -mediated deoxygenation.

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Figure 4. Confocal fluorescence microscopy images for Fe²⁺ detection in HepG2 cells by using (a) HMRhoNox-M, (b) HMRhoNox-E, (c) Ac-HMFluNox-M, or (d) Ac-HMFluNox-E. (1) Images of HepG2 cells treated with probe at 37 °C for 1 h. (2) Images of the cells supplemented with 100 μ M Fe²⁺ at 37 °C for 30 min and then treated with probe at 37 °C for 30 min. (3) Images of the cells treated with 100 μ M Fe²⁺ at 37 °C for 30 min, and then 1 mM 2,2'-bipyridyl (Bpy) and probe at 37 °C for 30 min. (4) Images of the cells treated with 1 mM Bpy and probe at 37 °C for 30 min. (5), (6), (7), (8) Bright field images overlaid with nuclear staining (Hoechst 33342) for the same slices of (1), (2), (3), and (4), respectively. (9) Quantification of data in (1), (2), (3), and (4). Statistical analyses were performed with a Student's *t*-test. ***P* < 0.01, (n = 3). Error bars show \pm s.e.m. Scale bars indicate 30 μ m. All the data were acquired with the probe concentration of 1 μ M (for HMRhoNox-M and HMRhoNox-E) and 5 μ M (for HMFluNox-M and HMFluNox-E) and by using ferrous ammonium sulfate, Fe(NH₄)₂(SO₄)₂•6H₂O (FAS) for Fe²⁺ source. Excitation was provided with 555 nm laser for (a) and (b) or 488 nm laser for (c) and (d).

230

Monitoring transferrin-induced Fe uptake

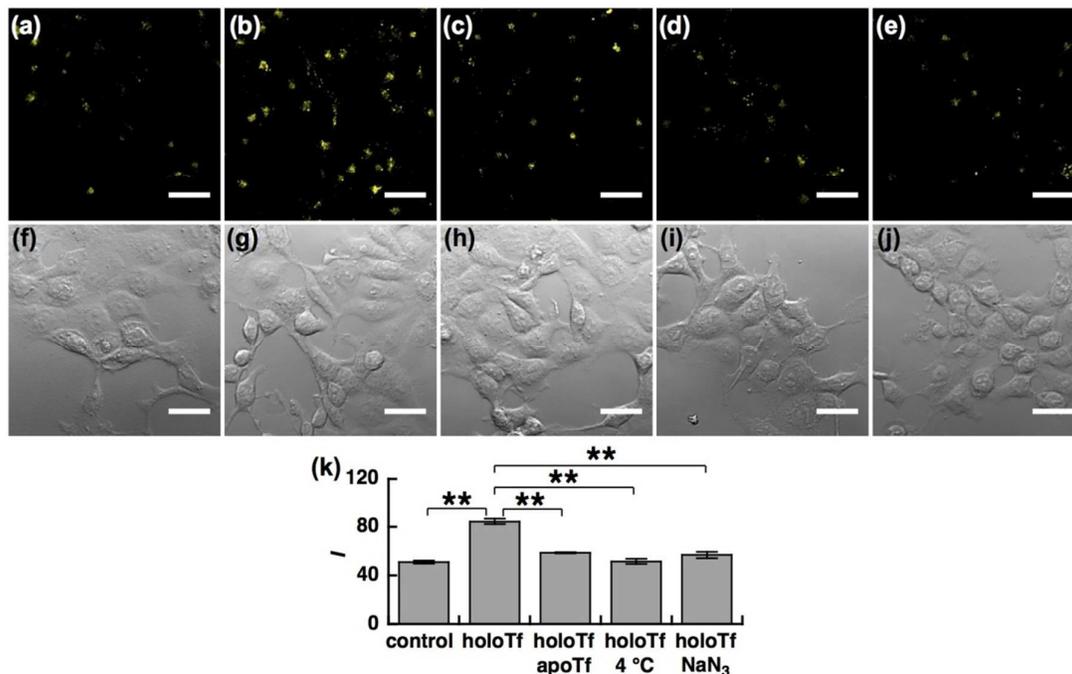
231

After establishing that the HMRhoNox series are able to reliably detect intracellular Fe²⁺ levels, we used

232

HMRhoNox-M to monitoring iron ingress triggered by the iron-chelating protein, transferrin (Tf). The

233 Tf-mediated iron uptake represents the primary route of cellular iron acquisition. This probe was chosen
 234 because it exhibited an outstanding reaction rate and off/on signal contrast. Tf-iron complex (holoTf) is
 235 internalized by the cells via receptor-mediated endocytosis of the Tf receptor (TfR).⁶³⁻⁶⁵ During this process,
 236 the TfR-Tf complex is delivered to the early endosome, where acidification causes the release of iron from
 237 Tf as Fe^{3+} . Subsequently, Fe^{3+} is reduced to Fe^{2+} in the late endosome or lysosome and is exported into the
 238 cytosol.^{38, 66-68} In this context, we exploited the Fe^{2+} -selective turn-on probe to monitor the release and
 239 accumulation of Fe^{2+} , which is delivered by Tf-TfR endocytosis. In Figure 5b, a significantly higher
 240 fluorescence signal was observed in the cells incubated with holoTf than the control cells (Figure 5a). The
 241 signal enhancement was canceled by the competitive addition of apotransferrin (apoTf) (Figure 5c), which is
 242 known as an inhibitor for the binding of holoTf to TfR.^{31, 69} In addition, a significantly low fluorescence
 243 signal was observed when the cells were incubated at 4 °C (Figure 5d) or in the presence of NaN_3 (Figure 5e),
 244 where endocytosis is potentially inhibited.^{67, 70, 71} This experiment suggests that the increase in the signal is
 245 definitely derived from the Tf-delivered iron via endocytosis. Altogether, to the best of our knowledge, this
 246 imaging study, with HMRhoNox-M, is the first example of the successful visualization of Tf-induced iron
 247 uptake by fluorescence imaging with a turn-on fluorescence response. The results of the study revealed that
 248 the iron released from Tf could be delivered to the lysosome and accumulated in the accessible Fe^{2+} form.
 249



250

251 **Figure 5.** Confocal fluorescence microscopy images for monitoring Tf-induced iron uptake
 252 of HepG2 cells using HMRhoNox-M. (a) Image of HepG2 cells incubated with 1 μM
 253 HMRhoNox-M at 37 °C for 30 min. (b) Image of HepG2 cells supplemented with 5 μM holoTf
 254 at 37 °C for 30 min prior to treatment with 1 μM HMRhoNox-M at 37 °C for 30 min. (c) Image of
 255 HepG2 cells supplemented with 5 μM holoTf and 25 μM apoTf at 37 °C for 30 min prior to treatment
 256 with 1 μM HMRhoNox-M at 37 °C for 30 min. (d) Image of HepG2 cells supplemented with 5 μM

257 holoTf at 4 °C for 30 min and then treated with 1 μ M HMRhoNox-M at 37 °C for 30 min. (e) Image
258 of HepG2 cells supplemented with 5 μ M holoTf and 1 mM Na₃N₃ at 37 °C for 30 min and then treated
259 with 1 μ M HMRhoNox-M at 37 °C for 30 min. (f)-(j) Bright field images for the same slices of
260 (a)-(e). (k) Quantification of data in (a)-(e). Statistical analysis was performed with a Student's
261 *t*-test. ***P* < 0.01 (*n* = 3). Error bars in (g) show \pm s. e. m. Scale bars indicate 30 μ m.

262

263 **Conclusion**

264 In conclusion, we have designed, synthesized, and evaluated four fluorescent probes for Fe²⁺, such as the
265 HMRhoNox and HMFluNox series using our recently established Fe²⁺-selective caging system based on the
266 *N*-oxide chemistry for applications on hydroxymethylrhodamine and hydroxymethylrhodol scaffolds for
267 controlling spirocyclization. With the exception of HMFluNox-E, a dramatic acidic shift in the
268 spirocyclization equilibrium induced by the *N*-oxidation caused the suppression of basal fluorescence under
269 physiological conditions, thereby providing a significantly improved fluorescence response with respect to
270 the reaction rate and the off/on contrast compared with the previous probe, RhoNox-1. The live-cell imaging
271 study demonstrated that all the probes are able to visualize the intracellular Fe²⁺ by a turn-on response in a
272 dose-dependent manner. As an advanced biological experiment, the use of HMRhoNox-M afforded the live
273 cell imaging of Fe²⁺ uptake mediated by Tf-induced endocytosis. Additionally, the fact that both of the
274 rhodol-based probes, HMFluNox-M and HMFluNox-E, worked well suggests that the Fe²⁺-selective *N*-oxide
275 fluorogenic switching system can be potentially expanded to a wide range of dyes bearing an aryl tertiary
276 amine in the chromophore. Further studies focused on improving the response rate as well as controlling the
277 subcellular localization of Fe²⁺ probes based on the *N*-oxide chemistry are in progress.

278

279

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285

286 **Supporting Information**

287 Electronic supporting information (ESI) available: Synthesis and characterization of the probes, UV-vis
288 absorbance spectra, NMR spectra, pH-titration, selectivity assays, LC-MS analysis, confocal images, and
289 experimental details.

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