
Training-free Aligning Diffusion Models with Probability-Regularized Noise Optimization

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Abstract

1

2 1 Introduction

- 3 • Introduction on Diffusion Models.
- 4 • Drawback of Diffusion Models -> not align with the goal -> Align with reward
- 5 • Related work: LLM Alignment, RL-based, Guidance-based, noise/latent optimization-based.
- 6 • Contribution in this work:
 - 7 – We focus noise optimization-based method. Rigorously study the limit distribution and
8 per-step improvement.
 - 9 – A key issue in noise optimization is reward-hacking. We reveal that when the noise
10 drives away from standard Gaussian, reward-hacking happens. Thus we propose a
11 probability-regularized noise optimization method to force the noise stay within the
12 high probability region of the standard Gaussian.
 - 13 – We also extend to optimizing non-differentiable reward functions by revealing the best
14 way of gradient approximation.
 - 15 – We conduct experiment on several popular reward function, and show that noise
16 optimization can achieve sota scores without reward hacking and any training, albeit
17 can with the cost of more time at generation.
 - 18 – We remark that the optimized images can serve as dataset for finetuning in the future.

19 1.1 Diffusion Models

20 In recent years, diffusion models have been recognized as state-of-the-art for generating high-quality
21 images, demonstrating exceptional resolution, fidelity, and diversity [Ho et al., 2020, Dhariwal and
22 Nichol, 2021, Song et al., 2020b]. These models are also notably easy to train and can be effectively
23 extended to conditional generation [Ho and Salimans, 2022]. Broadly speaking, diffusion models
24 work by learning to reverse the diffusion of data into noise, a process that can be described by a
25 stochastic differential equation (SDE) [Song et al., 2020b, Karras et al., 2022]:

$$dx_t = f(t)x_t dt + g(t)dw_t, \quad (1)$$

26 where dw_t is the standard Wiener process, and $f(t)$ and $g(t)$ are the drift and diffusion coefficients,
27 respectively. The reverse process relies on the score function $\epsilon(x_t, t) \stackrel{\text{def.}}{=} \nabla_x \log p(x_t)$, and its closed
28 form can be expressed either as an ordinary differential equation (ODE) [Song et al., 2020b]:

$$dx_t = \left(f(t)x_t - \frac{1}{2}g^2(t)\epsilon(x_t, t) \right) dt, \quad (2)$$

29 or as an SDE:

$$dx_t = (f(t)x_t - g^2(t)\epsilon(x_t, t)) dt + g(t)dw_t. \quad (3)$$

30 With the ability to evaluate $\epsilon(x_t, t)$, it becomes possible to generate samples from noise by numerically
31 solving the ODE (2) or the SDE (3). The training process, therefore, involves learning a parameterized
32 surrogate $\epsilon_\theta(x_t, t)$ for $\epsilon(x_t, t)$ following a denoising score matching framework described in [Song
33 et al., 2020b, Karras et al., 2022].

34 1.1.1 Aligning Generative Models

35 Generative models, e.g., Large Language Models (LLM) and Diffusion models, are trained on
36 large-scale unlabeled and mixed-quality data, with an aim to capture the distribution of the data.
37 However, when deploying these generative models for specific tasks, it is not good to sample from
38 the orginally learned distribution directly, as this distribution is not aligned with the task-specific goal.
39 For example, in image generation, people wishes to generated images that is aesthetically pleasing,
40 not just a random image. Therefore, before putting the generative models into use, it is necessary to
41 align the generative models with the task-specific goal.

42 Aligning Generative models has become a heated topic since the sucesss of alignming LLMs with
43 Reinforcement Learning from Human Feeback (RLHF) [Ouyang et al., 2022, Liu et al., 2023a,
44 OpenAI, 2022, Bai et al., 2022], where human evaluators are asked to rank the outputs of large AI
45 models according to their personal preferences, with an aim to improve the generation quality of
46 these models.

47 For diffusion models, RLHF has also gained sufficient attention recently, as the very recent series of
48 works like [Deng et al., 2024, Uehara et al., 2024, Yuan et al., 2024, Song et al., 2023a, Dong et al.,
49 2023, Sun et al., 2023, Zhang et al., 2023, Prabhudesai et al., 2023, Black et al., 2023, Fan et al.,
50 2023].

51 Broadly speaking, given a generative models θ and its corresponding distribution $p_\theta(x)$. The most
52 common setting in the alignment problem is that there exists a reward model $r(x)$, which can evaluate
53 the generated samples with a real-valued score. Such reward models can either be obtained by training
54 a neural network with human feedback, or using some pre-defined metrics. The goal of alignment
55 is to improve the distribution $p_\theta(x)$, namely, the generated sample should have as high reward as
56 possible. A common mathematical formulation in RLHF is to maximize the expected reward, while
57 the obtained distribution should not deviate too much from the original distribution. This can be
58 formulated as the following KL-regularized optimization problem:

$$\max_p \mathbb{E}_{x \sim p(x)} r(x) - \lambda KL(p || p_\theta). \quad (4)$$

59 existing models require training for every new reward model

60 1.1.2 Aligning Diffusion Models with Noise Optimization

61 In this work, we specifically focus on aligning diffusion models, and propose to align Diffusion
62 Models by directly optimizing the latent noise.

63 Specifically, as we have introduced above, sampling from diffusion boils down to solving the ODE
64 (2) or SDE (3). When solving for the ODE (2), the solving process can be viewed a mapping that
65 maps the initial noise x_T into the generated sample x_0 . Similarly, when solving for the SDE (3), the
66 solving process can be viewed as a mapping that maps both the noise x_T and the Wiener process w_t
67 into the generated sample x_0 . With this observation, we can regard the solving process as a mapping
68 $M(z)$ that maps the noise vectors z drawn from the standard Gaussian distribution to the generated
69 samples.

70 As one can see, since the generated samples are determined by the noise vectors, it is to treat the
71 noise vectors as the optimization variable, and optimize the noise vectors directly to maximize the
72 reward. Mathematically, the optimization problem can be formulated as:

$$\max_z r((M(z))). \quad (5)$$

73 By solving this optimization problem, we can obtain the optimized noise vectors, and then use the
 74 optimized noise vectors to generate the optimized samples. Consider that $r(\cdot)$ is differentiable, we
 75 can use gradient-based optimization methods to solve this optimization problem.

Algorithm 1 Direct Noise Optimization with Differentiable Reward

Require: Initial noise z_0 , stepsize η , number of iterations T .

```

1: for  $t = 1$  to  $T$  do
2:    $z_t = z_{t-1} + \eta \nabla r(M(z_{t-1}))$ .
3: end for
4: return Optimized sample  $M(z_T)$ .
```

76 **1.1.3 Aligning Generative Models via prompt optimization**

77 There are also some works that align the generative models by optimizing the prompt. For example,
 78 in the work of , the authors propose to optimize the prompt of LLMs to achieve the goal of the task.
 79 The prompt optimization can be viewed as a special case of the noise optimization, where the noise is
 80 the prompt. As we will show some example in Appendix.

81 **2 Understanding Noise Optimization**

- 82 • Use toy example to show the evolving of distribution.
- 83 • Show that the noise-to-image mapping is continuous and smooth, using DDIM and DDPM
 84 as example.
- 85 • Theoretical results, limit distribution, per-step improvement.

86 a

87 We remark that directly optimizing the noise vectors can be viewed as sampling from an improved
 88 distribution. Specifically, let us denote that $g_t(z)$ as an mapping that define the procedure of optimizing
 89 z with t gradient steps. For example, with the z_0 and z_T in Algorithm 1, we have $g_T(z_0) = z_T$.
 90 We denote $p_t(x)$ as the distribution of the generated samples after t steps of optimization, namely,
 91 $x \sim p_t(x)$ if $x = M(g_t(z))$ and $z \sim \mathcal{N}(0, I)$.

92 **Figure: Toy example of the evolving of distribution. Showing that the point are moving towards the
 93 closest local minimum.**

94 Let us first present a simple example while the distribution is the uniform distribution on the
 95 ring whose radius is between 0.8 and 1.2. We run the optimization with the reward function
 96 $r(x) = \sin(4\pi x[1]) + \sin(4\pi x[2]) - ((x[1] - 1)^2 - x[2]^2) / 5$, which is a highly nonconvex function
 97 with many local minima, maxima and saddle points. We can see that the distribution of the samples
 98 are moving towards the local maxima of the reward function.

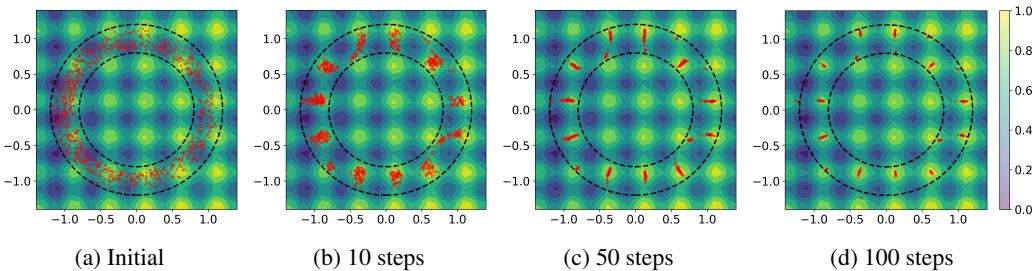


Figure 1: evolving of distribution

99 Now let us states some assumptions before analyzing the noise optimization.

100 **Assumption 1.** *Throughout this paper, we have these assumptions:*

- 101 1. *For some constant B , $r(x) \geq B$ for all x .*

102 2. $r \circ M$ is L -smooth, meaning that $\|\nabla^2 r \circ M(z)\| \leq L$.
103 shows that the noise-to-image mapping is continuous and smooth, especially for continuous distribution.
104 DDIM and DDPM, can just cite [Tang et al., 2024a]
105 Suppose that we choose the stepsize η in Algorithm 1 such that $\eta \leq 1/L$. We can analytically
106 quantified the improvement of the distribution after each step of optimization. Specifically, we can use
107 the expected reward as the metric to measure the improvement.

$$\mathbb{E}_{x \sim p_{t+1}(x)} r(x) \geq \mathbb{E}_{x \sim p_t(x)} r(x) + \frac{1}{2L} \mathbb{E}_{z_0 \sim N(0, I)} \|\nabla_z r \circ M(z)_{|z=g^i(z_0)}\|_2^2 > \mathbb{E}_{x \sim p_t(x)} r(x).$$

108 **When does the distribution stop improving?** As we can see, the distribution will stop improving
109 when the expected gradient norm is zero. [some discussion here](#)
110 **Different initialization leads to different samples.** As we can see that the optimization process is
111 sensitive to the initialization. For example, in the toy example, we can see that different initialization
112 will leads to different images. This is also true for image diffusion models.

113 3 Understanding Reward-Hacking in Noise Optimization

- 114 • Definition of reward-hacking: The reward is high but the generated images are out-of-
115 distribution.
- 116 • Show examples of reward-hacking: Toy example, SD v1.5 with white reward and black
117 prompt.
- 118 • Understand the reason of reward-hacking - Claim: Diffusion models generated out-of-
119 manifold samples if and if only the initial noise is rare sample. The noise drives away from
120 standard Gaussian during optimization.
- 121 • Use two concentration inequalities to measure the probability of sampled noise. Claim: The
122 probability can be used to measure the degree of out-of-distribution.
- 123 • Four empirical evidence to support the claim.
 - 124 – Toy example: Show the noise-to-sample mapping. Use color to indicate the probability
125 of sampled noise.
 - 126 – Set the noise to rare sample, e.g., all zero, all equal, etc. Bad images happen
 - 127 – Show some empirical investigation: Toy example, SD v1.5 with white reward. Compute
128 the probability of sampled noise. When the probability of sampled noise is low, the
129 reward-hacking happens.
 - 130 – For manifold-preserved reward, reward-hacking is less likely to happen. This is
131 reflected in the probability of sampled noise.
- 132 • A plausible explanation of why rare sample lead to out-of-distribution: The NN have high
133 approximation error on rare samples.
- 134 • Formulate the probability-regularized noise optimization problem.

135 While noise optimization is an effective way to align diffusion models with the reward, sometimes it
136 may have the issue of reward-hacking. Specifically, reward-hacking means that the optimized samples
137 are no longer in the support of pretrained distribution $p_\theta(x)$. In the example of image diffusion
138 models, reward-hacking may lead to the generation of unnatural images.

139 **Definition 1 (Reward-Hacking).** We say that the noise optimization has the issue of reward-hacking
140 if the expected reward is high, but the generated samples are out-of-distribution.

141 **Figure:** Toy example of reward-hacking. SD v1.5 with white reward and black duck prompt. Before
142 optimization and after optimization.

143 In this example, we present two examples using both the simple diffusion models in the toy example
144 and the open-sourced image diffusion model SD v1.5. For the toy example, we optimize the reward
145 function $r(x) = -(x[1] - 1.4)^2 - (x[2] - 1.4)^2$ with 1000 gradient steps. For the SD v1.5, we

146 optimize the whiteness reward, i.e., for an image $M \in [0, 255]^{3 \times H \times W}$, we define the reward as
 147 $r(M) = -\sum_{i=1}^3 \sum_{j=1}^H \sum_{k=1}^W M[i, j, k]$, and do the optimization with 30 steps. For both example,
 148 we use Adam optimizer with learning rate $1e - 2$.

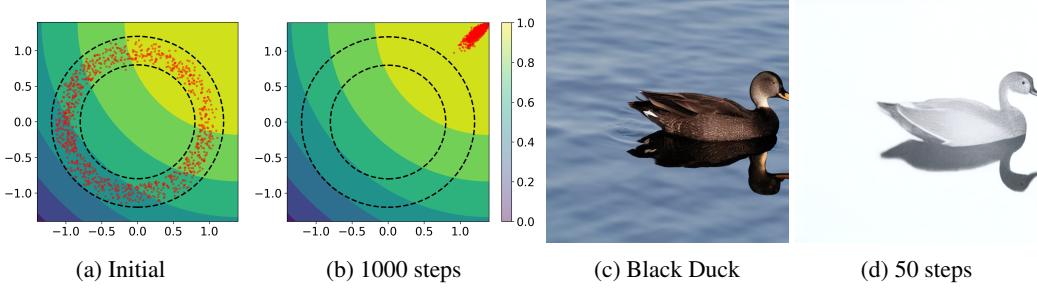


Figure 2: examples of reward-hacking

149 We identify that the main reason of reward-hacking is that optimized noise vectors becomes rare
 150 samples of standard Gaussian distribution. By saying rare samples, we mean that it is of extremely
 151 low probability to sample such noise vectors from the standard Gaussian distribution.
 152 Since the diffusion models are trained on the standard Gaussian noise, when the noise vectors are
 153 rare samples, the neural network of diffusion models could have large approximation error on these
 154 rare samples. This leads to the generation of out-of-manifold samples.

155 3.1 Quantifying OOD via Concentration Inequalities

156 Therefore, to prevent reward-hacking, we propose to regularize the noise vectors to stay within
 157 the high probability region of the standard Gaussian distribution. We can achieve this by adding a
 158 regularization term to the optimization problem.

159 The regularization terms are designed with the inspiration from the classical concentration inequality
 160 for Gaussian Distribution. Specifically, for a sample $z \sim \mathcal{N}(0, I_n)$, we group it into m subvectors:
 161 $z = [z_1^1, \dots, z_m^k], n = m \cdot k, z_i = [z_i^1, \dots, z_i^k] \sim \mathcal{N}(0, I_k)$. $z = [z_1^1, \dots, z_m^k], n = m \cdot k, z_i =$
 162 $[z_i^1, \dots, z_i^k] \sim \mathcal{N}(0, I_k)$. We use the following two concentration inequalities for the mean and
 163 covariance matrix:

$$\Pr \left[\left\| \frac{1}{m} \sum_{i=1}^m z_i \right\| > M \right] < p_1(M) \stackrel{\text{def.}}{=} \max \left\{ 2e^{-\frac{mM^2}{2k}}, 1 \right\} \quad (6)$$

$$\Pr \left[\left\| \frac{1}{m} \sum_{i=1}^m z_i z_i^\top - I_k \right\| > M \right] < p_2(M) \stackrel{\text{def.}}{=} \max \left\{ 2e^{-\frac{m(\max\{\sqrt{1+M}-1-\sqrt{\frac{k}{m}}, 0\})^2}{2}}, 1 \right\} \quad (7)$$

164 **Remark 1.** According to [Wainwright, 2019], the two inequalities are tight when m/k is large. On
 165 the other hand, using a large k allows use to examine the covariance of different subvectors in the
 166 noise vector. For example, using $k = 1$ is a bad choice, as it only examines the mean and variance
 167 of the noise vector, but not the covariance of different subvectors. In practice, we found that choosing k
 168 to be around $m/100$ to be an empirical good choice. In Appendix, we also provide a grid search for
 169 guiding the choice of k .

170 A important thing to note is that the two inequalities are invariant to the permutation of the subvectors,
 171 i.e., for any permutation matrix Π , if z follows standard Gaussian probability, the permuted vector
 172 Πz will have the same probability behavior. This is due to the permutation-invariant property of the
 173 standard Gaussian distribution. With this observation, a natural idea is to examine the probability of
 174 many permuted vectors, i.e., given b permutation matrices Π_1, \dots, Π_b , we wish to examine whether the
 175 all the vectors $\Pi_1 z, \dots, \Pi_b z$ lies in the high probability region of the standard Gaussian distribution.

176 With this two concentration inequalities, we can measure the plausiblity of the sampled noise vectors.
 177 Specifically, given b permutation matrices Π_1, \dots, Π_b , we can define the probability of the sampled
 178 noise vectors as: We denote $M_1(z) = \left\| \frac{1}{m} \sum_{i=1}^m z_i \right\|$ and $M_2(z) = \left\| \frac{1}{m} \sum_{i=1}^m z_i z_i^\top - I_k \right\|$

$$P(z) \stackrel{\text{def.}}{=} \min \left\{ \min_{i \in \{1, \dots, b\}} p_1(M_1(\Pi_i z)), \min_{i \in \{1, \dots, b\}} p_2(M_2(\Pi_i z)) \right\}. \quad (8)$$

179 If the probability $P(z)$ is low, it means that there is a permutation matrix Π_i such that the noise vector
 180 $\Pi_i z$ lies in the low probability region of the standard Gaussian distribution, therefore, the noise vector
 181 z is less likely to be sampled from the standard Gaussian distribution.

182 **Remark 2.** For the numbers of permutation matrices b , we can set it to be $b = 100$ throughout this
 183 work, and the used permutation matrices are randomly generated. Using a small b may make it less
 184 capable in locating the out-of-distribution case. But we will show that the probability $P(z)$ is robust
 185 to the choice of b as long as it is sufficiently large. More details can be found in Appendix.

186 Figure: Four empirical evidence to support the claim.

187 Figure 1: One image, with color indicating the probability of sampled noise.

188 Figure 2: SD v1.5, set the noise to all zero, set part of the noise to be repetitive

189 Figure 3: Show the optimization trajectory of optimizing white reward, y-axis is the prob. prob is
 190 decreasing

191 Figure 4: Show the optimization trajectory of optimizing aesthetic reward, y-axis is the prob. prob is
 192 not decreasing

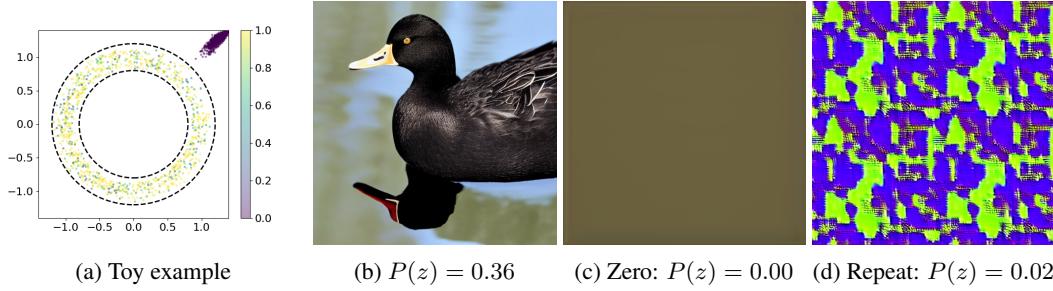


Figure 3: examples of reward-hacking

193 **Remark 3.** A possible reason that rare samples lead to out-of-distribution is that the neural network
 194 have high approximation error on rare samples.

195 3.2 Probability-Regularized Noise Optimization

196 With these two inequalities, we propose the following probability-regularized noise optimization
 197 problem:

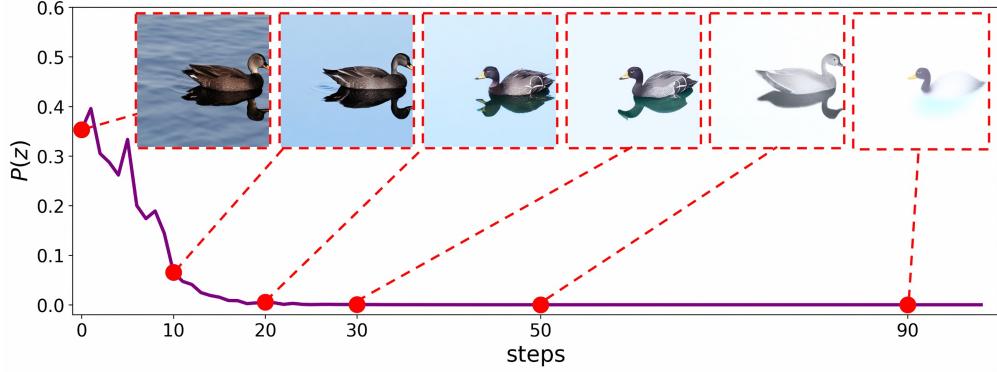
$$\max_z r((M(z))) + \mu \mathbb{E}_\Pi [\log p_1(M_1(\Pi z)) + \log p_2(M_2(\Pi z))]. \quad (9)$$

198 In particular, for the regularization term, we use the expectation of the probability over the permutation
 199 matrices, rather than the minimum probability $P(z)$, this is because the expectation is more smooth
 200 for optimization.

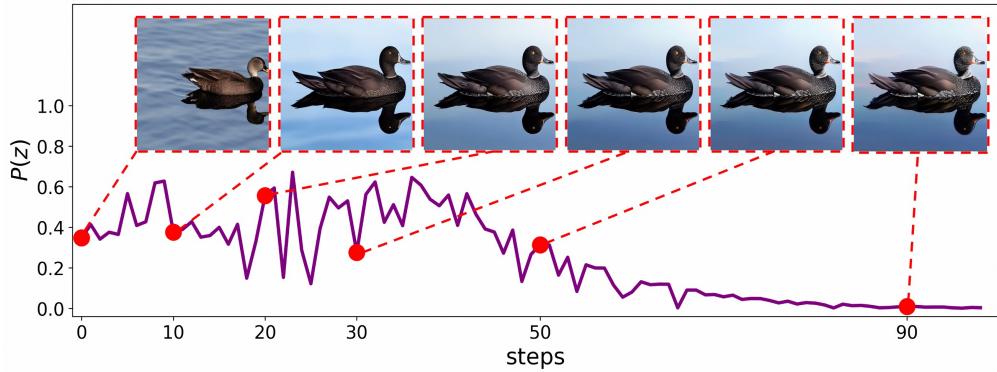
201 This can be similarly tackled by the gradient-based optimization algorithm.

202 4 Tackling Non-Differentiable Reward Functions

- 203 • In many cases, we may face non-differentiable reward: 1. The metric, by design, is non-
 204 differentiable. 2. The reward is a third-party black-box. 3. The reward is represented by a
 205 huge neural network, thus the gradient is hard to compute.
- 206 • We study three ways to extend noise optimization to non-differentiable reward functions, and
 207 identified the optimal one.



(a) optimization trajectory of white reward



(b) optimization trajectory of aesthetic reward

Figure 4: optimization trajectory

208 We remark that the noise optimization can also be extended to non-differentiable reward. Specifically,
 209 for the problem $\max_z r(M(x))$ with r is non-differentiable, we can see that the problem is partially
 210 differentiable as we can compute the gradient of M . In this case, we can estimate the gradient
 211 $\nabla_z r(M(z))$ via

$$\hat{g}(z) = \hat{h}(y) \cdot \nabla_z M(z),$$

212 where $\hat{h}(y) = (r(y_1) - r(y))(y_1 - y)$ and $y_1 = M(z + \xi)$, $y = M(z)$, ξ is a small and random
 213 perturbation vector.

214 **Theorem:** provably efficient for the gradient estimation.

215 5 Experiments

- 216 • Major experiment 1: Black animal with whiteness reward, white animal with blackness
 217 reward. The main purpose is to prove the effectiveness of probability regularization.
- 218 • Major experiment 2: Benchmarking three NN-based reward functions with SD 1.5: aesthetic,
 219 pick score, hps. For these reward, it is less likely to hack them. But the regularization can
 220 also be helpful. When optimize one of them, use the other two as test metrics. Show that the
 221 score is superior to the one obtained by directly optimizing the image.
- 222 • Comparing three ways of non-differentiable optimization. Use Jpeg and aesthetic score. The
 223 purpose is to show that the optimal way is the one we proposed.
- 224 • Demonstrative experiments: 1. Use multi-modal LLM as reward function. show that it is
 225 less likely to hack it 2. use SDXL as base model for optimization. describe the computing
 226 cost. using complex prompt
- 227 • Experiments in Appendix:

- 228 – Tuning the regularization parameter.
 229 – Visualization of optimization with images.
 230 – finetuning on optimized images.
 231 – Demonstrate the failure of some common metrics. CLIP score, mlm-filter and some
 232 other metrics on the black and white example.
 233 – more demonstrative examples

234 5.1 Examine the Effectiveness of Probability Regularization

235 Discuss the metrics used, the top-k mean of pixels value, because the classical metrics fails. details
 236 in appendix.

237 **Figure:** y-axis: value of the metric, probability, over-optimize metric. two legends: with and without
 238 regularization.

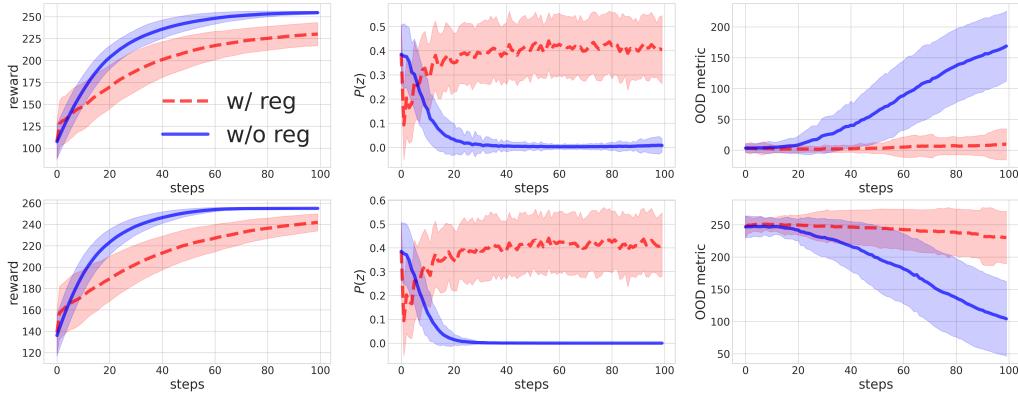


Figure 5: The effectiveness of probability regularization.

239 example images: white and black, with and without regularization.

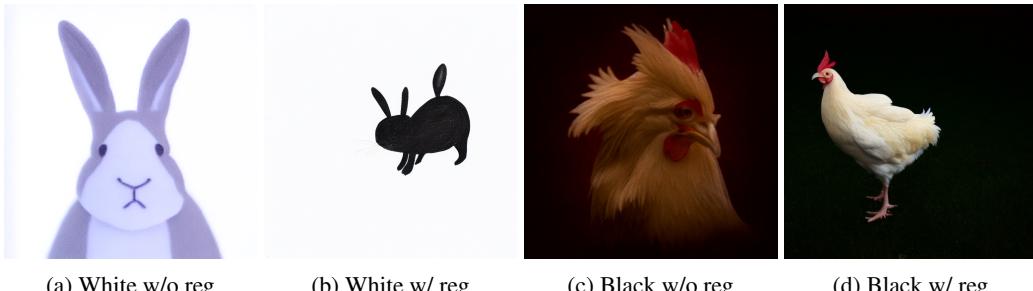


Figure 6: examples of optimized image with and without regularization

240 main conclusion: similar to the four empirical evidence mentioned above. the probability can reflect
 241 the level of out-of-distribution. penalizing the probability can prevent reward-hacking.

242 for the algorithm without regularization, we use the learning rate 0.001, while for with regularization.
 243 we use the learning rate 0.01.

244 **Remark 4.** We provide hyperparameters analysis for the regularization coefficients in Appendix.

245 we run the experiment with 1000 samples, with the randomly generated animal prompt.

246 5.2 Benchmarking Three NN-based Reward Functions

247 **Figure:** y-axis: three metrics, probability. six legends: optimize three metrics * with/without
 248 regularization.

249 Table: comparing the score of the three metrics to existing works. for our methods, report the scores
250 under time/steps.

251 we run the experiment with 1000 samples, with the randomly generated animal prompt.

252 main conclusion: optimizing these reward functions trained on human feedback is less likely to lead
253 to reward-hacking, but not impossible. The regularization can also be helpful. This can be shown by
254 using the other two as test metrics. Noise optimization can easily beat sota RL methods without any
255 training on the reward function. Albeit the cost of more time at generation.

256 **Remark 5.** we provide the Visualization of optimization in appendix.

257 **Remark 6.** To explore a possible way to alleviate the sampling cost, we also show that it works well
258 by finetuning the model on optimized images in appendix.

259 5.3 Comparing Three Ways of Non-Differentiable Optimization

260 main conclusion: the optimal way is the one we proposed. note that existing RL like DDPO consider
261 only non-differentiable reward functions, we show that this case can also be handled by our method.
262 Using estimated gradient is slower than using the true gradient, but it is still faster than RL methods.

263 Figure: Jpeg and aesthetic score. comparing the three ways.

264 5.4 Demonstrative Experiments

265 Figure: 1. Optimizing SDXL w.r.t aesthetic score, trajectory. 2. Optimizing SD v1.5 w.r.t multi-modal
266 LLM, trajectory.

267 We believe our method have the potential in many real-world applications, such as the ID-preserving
268 tasks in [Chen et al., 2024, Guo et al., 2024].

269 6 Conclusions

- 270 • Noise optimization is an effective way to align diffusion models, but be cautious about
271 reward-hacking. By preventing the noise from being rare, we can alleviate the reward-
272 hacking.
- 273 • It is training-free, but requires more time to generate images.
- 274 • A possible way to alleviate the time cost is to use the generated images as dataset for
275 finetuning.

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449 **Appendix**

450 **A Proofs**

451 **B hyperparameters**

452 **B.1 The η in DDIM**

453 Comparing optimizing full noise and only initial noise. optimizing full noise tends to be faster.

454 **B.2 Effect of learning rate on reward-hacking**

455 **B.3 m and k**

456 **B.4 Numbers of permutation matrices**

457 **B.5 Regularization coefficients**

458 hyperparameters of regularization coefficients on white, aesthetic, hps, pick score

459 **C Failure of in existing metrics in capturing the reward-hacking phenomenon**

460 **D Visualization of optimization with images**

461 **E More Demonstrative Examples**

462 **F Comparing to Prompt tuning**

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749 13. New Assets

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752 Answer: [TODO]

753 Justification: [TODO]

754 Guidelines:

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767 Answer: [TODO]

768 Justification: [TODO]

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