The Equations Behind DALL-E*

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This document derives DALL-E's equation. Basically, where does Eq. 1 come from?

$$\ln p_{\theta,\psi}(x,y) \geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)}\Big(\ln p_\theta(x|y,z) - \beta D_{KL}(q_\phi(y,z|x), p_\psi(y,z))\Big). \tag{1}$$

In 2019, OpenAI released GPT-2 [1], an auto-regressive model that takes word vectors as input and predicts next words as output. Later in 2021, OpenAI released DALL-E [2] to generate images. Similar to GPT-2, DALL-E is an auto-regressive model that takes word vectors as input. Yet, different from GPT-2, DALL-E ought to predict/generate images as output, *i.e.*, instead of next words. To bypass the "continuous" nature of images, OpenAI trained a discrete variational autoencoder (dVAE) [5; 3] to convert RGB images into a discrete image vocabulary of $K_z = 8192$ tokens. With both image z and text y vocabularies, training an auto-regressive transformer $p_\psi(y,z)$ becomes quite similar to GPT-2, *i.e.*, just two vocabularies (text and images) instead of one.

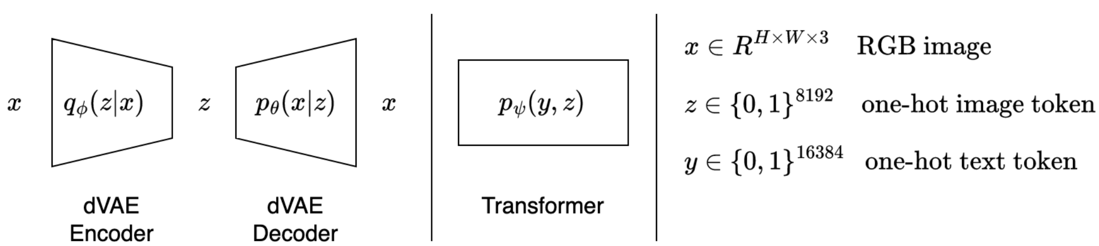

Figure 1: DALL-E components

With its multiple vocabularies, DALL-E has more components compared to GPT-2. Fig. 1 shows DALL-E's three components:(1) an image encoder $q_\phi(z|x)$ to convert RGB images x into a discrete tokens z; (2) an image decoder $p_\theta(x|z)$ to convert discrete image tokens z back into RGB images x; (3) a transformers $p_\psi(y,z)$ trained to predict/generate both text y/image z tokens.

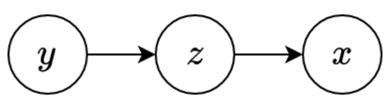

Figure 2: DALL-E graphical moodel

We believe DALL-E uses the graphical model depicted in Fig. 2. Accordingly, the model's joint distribution is defined as follows

$$p_{\theta,\psi}(x,y,z) = p_\theta(x|y,z)p(z|y)p(y) = p_\theta(x|y,z)p_\psi(y,z), \tag{2}$$

where $x, y,$ and z denote RGB images, text, and image-tokens, respectively. This yields the lower bound

*This derivation has not been peer-reviewed.

$$
\begin{aligned}
\ln p_{\theta,\psi}(x,y) &= \ln \int_z p_{\theta,\psi}(x,y,z)\,dz && (3)\\
&= \ln \int_z \frac{p_{\theta,\psi}(x,y,z)}{q_\phi(z|x)} q_\phi(z|x)\,dz && (4)\\
&= \ln \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\frac{p_{\theta,\psi}(x,y,z)}{q_\phi(z|x)}\right] && (5)\\
&\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln\Big(\frac{p_{\theta,\psi}(x,y,z)}{q_\phi(z|x)}\Big)\right] && (6)\\
&\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_{\theta,\psi}(x,y,z) - \ln q_\phi(z|x)\right] && (7)\\
&\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) p_\psi(y,z) - \ln q_\phi(z|x)\right] && (8)\\
&\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) + \ln p_\psi(y,z) - \ln q_\phi(z|x)\right]. && (9)
\end{aligned}
$$

Now, Eq. 9 is missing the D_{KL} term from Eq. 1. Indeed, Eq. 9 has two terms $p_\psi(y,z)$ and $q_\phi(z|x)$, but these represent incompatible distributions. Concretely, $q_\phi(z|x)$ represents a univariate discrete distribution over the image tokens z, while $p_\psi(y,z)$ represents a multivariate (joint) discrete distribution over the joint image z and text y tokens as illustrated in Fig. 3. Basically, it makes no sense to reduce the distance (Kullback-Leibler divergence) between these distributions.

Figure 3: (Left) A Toy univariate distribution over the image vocabulary $q_\phi(z|x)$. (Right) A Toy multivariate distribution over the joint image z and text y vocabularies $p_\psi(y,z)$.

To bring the $D_{KL}(q_\phi(y,z|x), p_\psi(y,z))$ term, we should convert the univariate $q_\phi(z|x)$ into a multivariate $q_\phi(y,z|x)$. Accordingly, we introduce $q_\phi(y|x)$ as follows

$$
\begin{aligned}
\ln p_{\theta,\psi}(x,y) &\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) + \ln p_\psi(y,z) - \ln q_\phi(z|x) - \ln q_\phi(y|x) + \ln q_\phi(y|x)\right] && (10)\\
&\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) + \ln p_\psi(y,z) - \ln q_\phi(z|x) q_\phi(y|x) + \ln q_\phi(y|x)\right]. && (11)
\end{aligned}
$$

It is important to note that the dAVE encoder q_ϕ is trained to convert RGB images x into a discrete image tokens z. Thus, the probability distribution over text tokens $q_\phi(y|x)$ is independent of both the dAVE encoder's parameter ϕ and input x, *i.e.*, $q_\phi(z|x) q_\phi(y|x) = q_\phi(y,z|x)$

$$
\begin{aligned}
\ln p_{\theta,\psi}(x,y) &\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) + \ln p_\psi(y,z) - \ln q_\phi(y,z|x) + \ln q_\phi(y|x)\right] && (12)\\
&\geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) - D_{KL}(q_\phi(y,z|x), p_\psi(y,z)) + \ln q_\phi(y|x)\right]. && (13)
\end{aligned}
$$

Since $q_\phi(y|x)$ is independent of both ϕ and x, the term $q_\phi(y|x)$ follows the probability mass function of the BPE-encode learned by Sennrich *et al.* [4]. So, $\mathbb{E}_{z\sim q_\phi(z|x)}\left[\ln q_\phi(y|x)\right]$ is a constant positive value that we can drop from Eq. 13. This leads to

$$
\ln p_{\theta,\psi}(x,y) \geq \mathop{\mathbb{E}}_{z\sim q_\phi(z|x)} \left[\ln p_\theta(x|y,z) - \beta D_{KL}(q_\phi(y,z|x), p_\psi(y,z))\right], \qquad (14)
$$

where the bound only holds for $\beta = 1$. In practice, Ramesh *et al.* [2] found that $\beta = 6.6$ promotes better codebook usage and ultimately leads to a smaller reconstruction error at the end of training [cf. 2, §2.1].

References

[1] Alec Radford, Jeffrey Wu, Rewon Child, David Luan, Dario Amodei, Ilya Sutskever, et al. Language models are unsupervised multitask learners. *OpenAI blog*, 1(8):9, 2019.

[2] Aditya Ramesh, Mikhail Pavlov, Gabriel Goh, Scott Gray, Chelsea Voss, Alec Radford, Mark Chen, and Ilya Sutskever. Zero-shot text-to-image generation. In *International Conference on Machine Learning*, pages 8821–8831. PMLR, 2021.

[3] Ali Razavi, Aaron Van den Oord, and Oriol Vinyals. Generating diverse high-fidelity images with vq-vae-2. *Advances in neural information processing systems*, 32, 2019.

[4] Rico Sennrich, Barry Haddow, and Alexandra Birch. Neural machine translation of rare words with subword units. *arXiv preprint arXiv:1508.07909*, 2015.

[5] Aaron Van Den Oord, Oriol Vinyals, et al. Neural discrete representation learning. *Advances in neural information processing systems*, 30, 2017.