

# SQ-VAE:

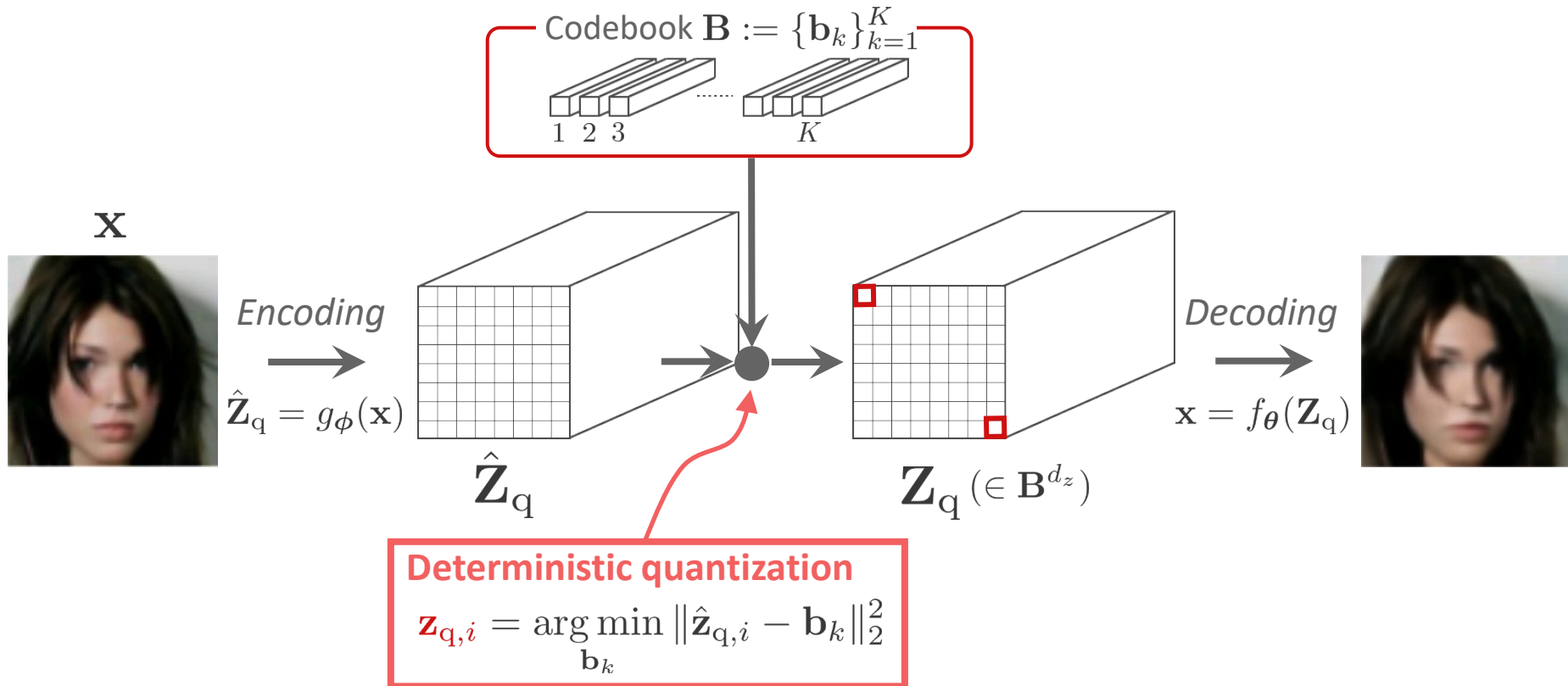
## Variational Bayes on Discrete Representation with Self-annealed Stochastic Quantization

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# VQ-VAE



$$\mathcal{L}_{\text{VQ}} = \underbrace{-\log p_\theta(\mathbf{x}|\mathbf{Z}_q)}_{\text{reconstruction}} + \underbrace{1.0 \times \|\text{sg}[g_\phi(\mathbf{x})] - \mathbf{Z}_q\|_F^2 + \beta \times \|g_\phi(\mathbf{x}) - \text{sg}[\mathbf{Z}_q]\|_F^2}_{\text{codebook + commitment losses}}$$

# VQ-VAE

Codebook  $\mathbf{B} := \{\mathbf{b}_k\}_{k=1}^K$

## Heuristics:

- Stop gradient operator
- EMA update only for commitment loss
- Codebook reset (optional)

## Hyperparameters:

- Coefficients for balancing loss functions
- Weighting for EMA update
- Parameters for codebook reset (optional)

## Problems:

- Often suffer from “codebook collapse”  
(only few codebook elements are used)
- Need to tune “codebook size” as well  
(dimension and number of codebook elements)

$\mathbf{x}$

Encoding

$$\hat{\mathbf{z}}_q = g$$

Decoding

$$f_{\theta}(\mathbf{z}_q)$$

$$\mathcal{L}_{\text{VQ}} = -\log$$

reconstruction

losses

# Summary

## Questions

- ✓ Can we eliminate common heuristics from VQ-VAE training?
- ✓ Can we reduce # of hyperparameters?
- ✓ Can we enhance codebook usage (circumvent “codebook collapse”)?

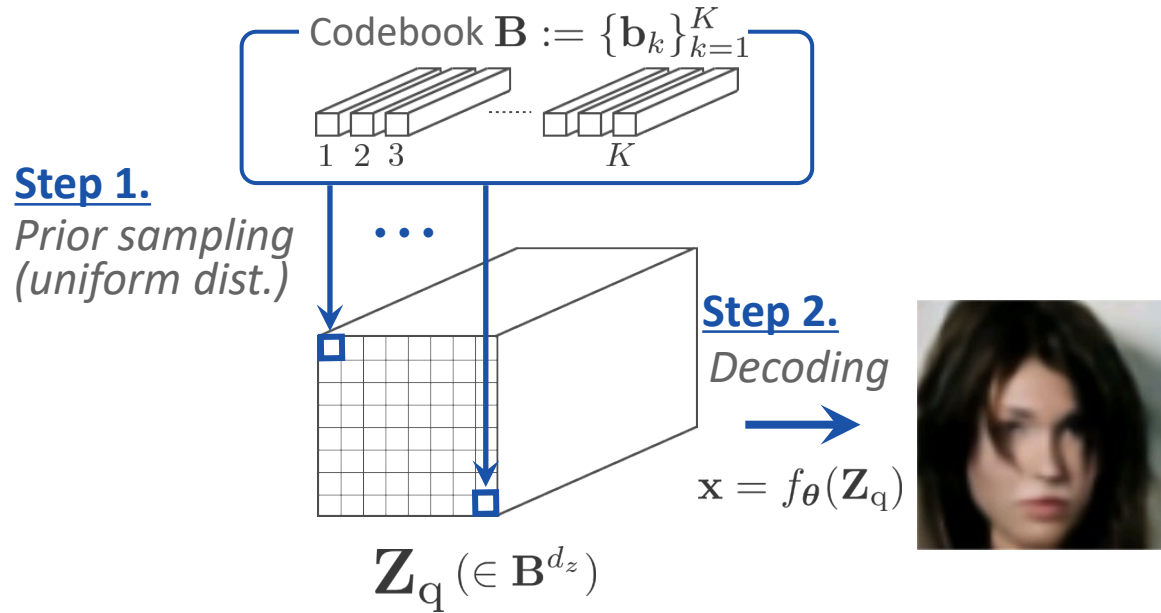
## Our work

- Formulated VAE equipped with learnable codebook as **Stochastically Quantized-Variational AutoEncoder (SQ-VAE)**
- Derived two variants of SQ-VAE:
  - Gaussian SQ-VAE for continuous distribution
  - von Mises-Fisher (vMF) SQ-VAE for categorical distribution

*SQ-VAE addresses the above questions naturally*

# Probabilistic processes in SQ-VAE

→ Generative process



# Probabilistic processes in SQ-VAE

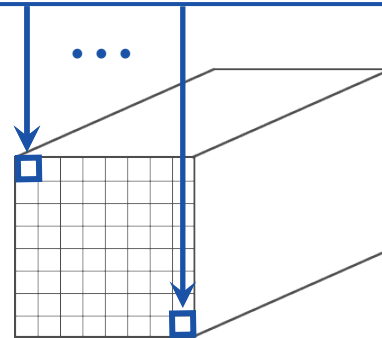
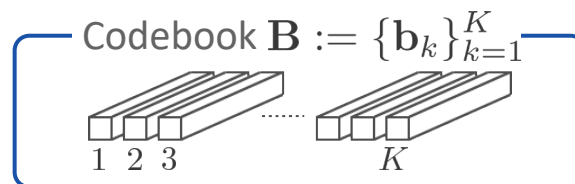
→ Generative process



How to encode the data  
to discrete tensors?

**Step 1.**

*Prior sampling  
(uniform dist.)*

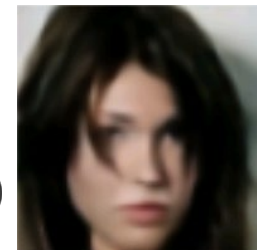


$\mathbf{Z}_q (\in \mathbf{B}^{d_z})$

**Step 2.**

*Decoding*

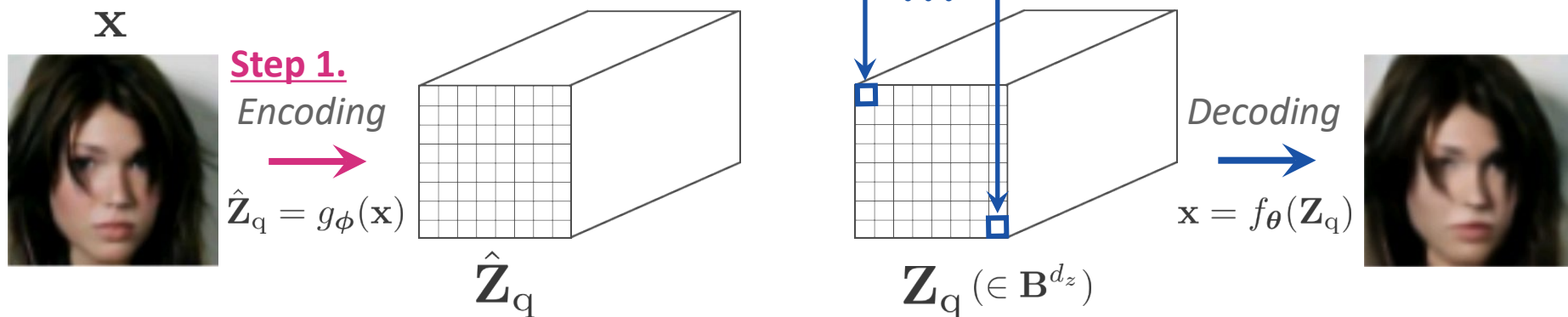
$\mathbf{x} = f_{\theta}(\mathbf{Z}_q)$



# Probabilistic processes in SQ-VAE

→ Generative process

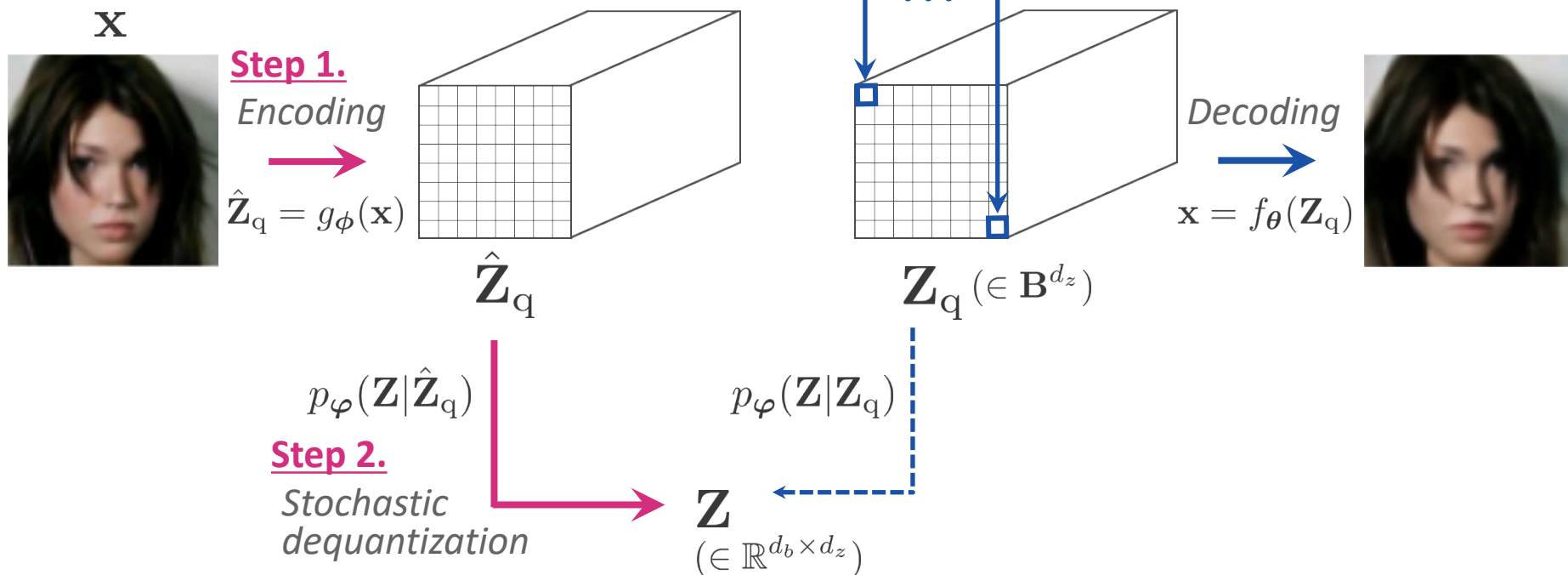
→ Encoding process



# Probabilistic processes in SQ-VAE

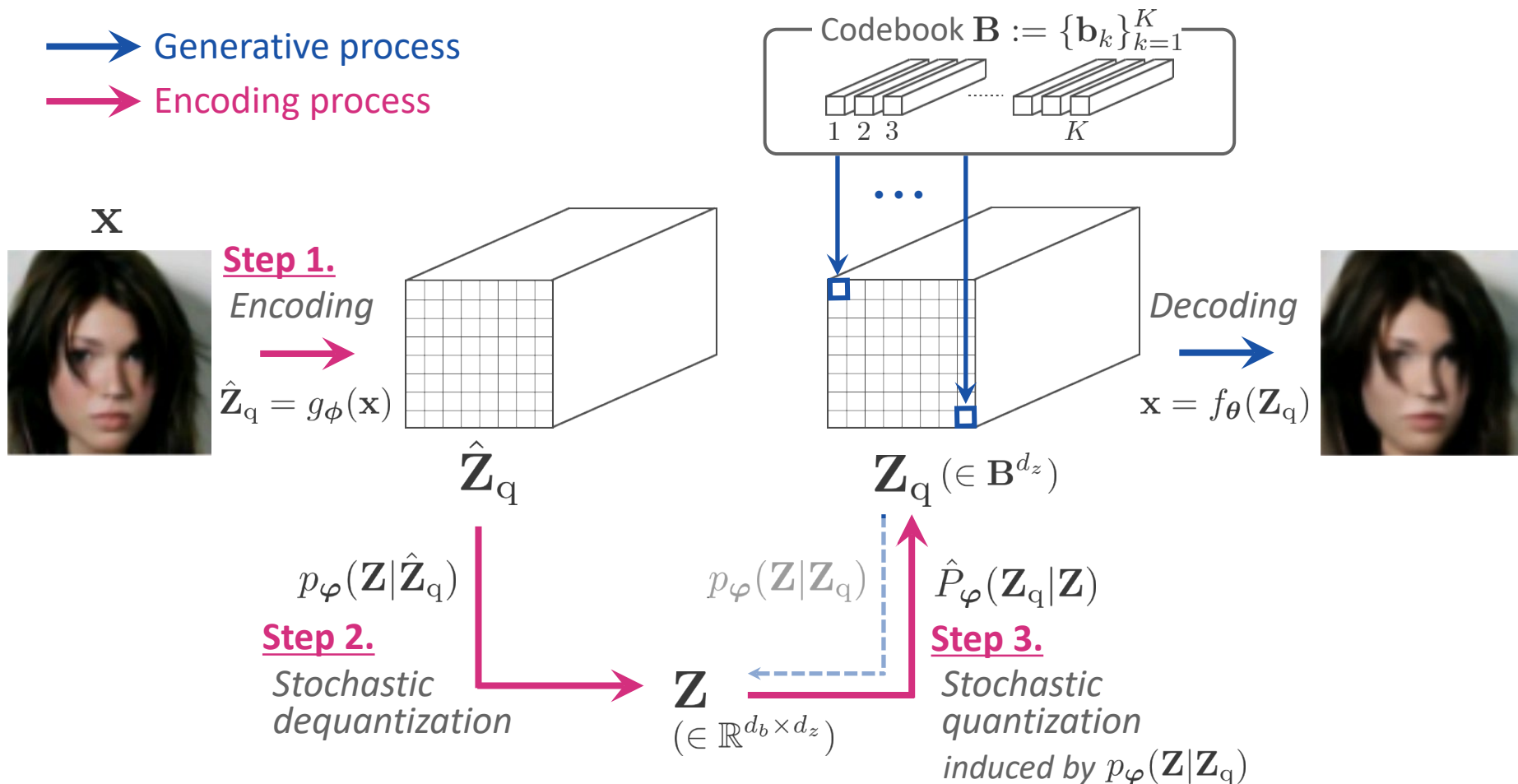
→ Generative process

→ Encoding process





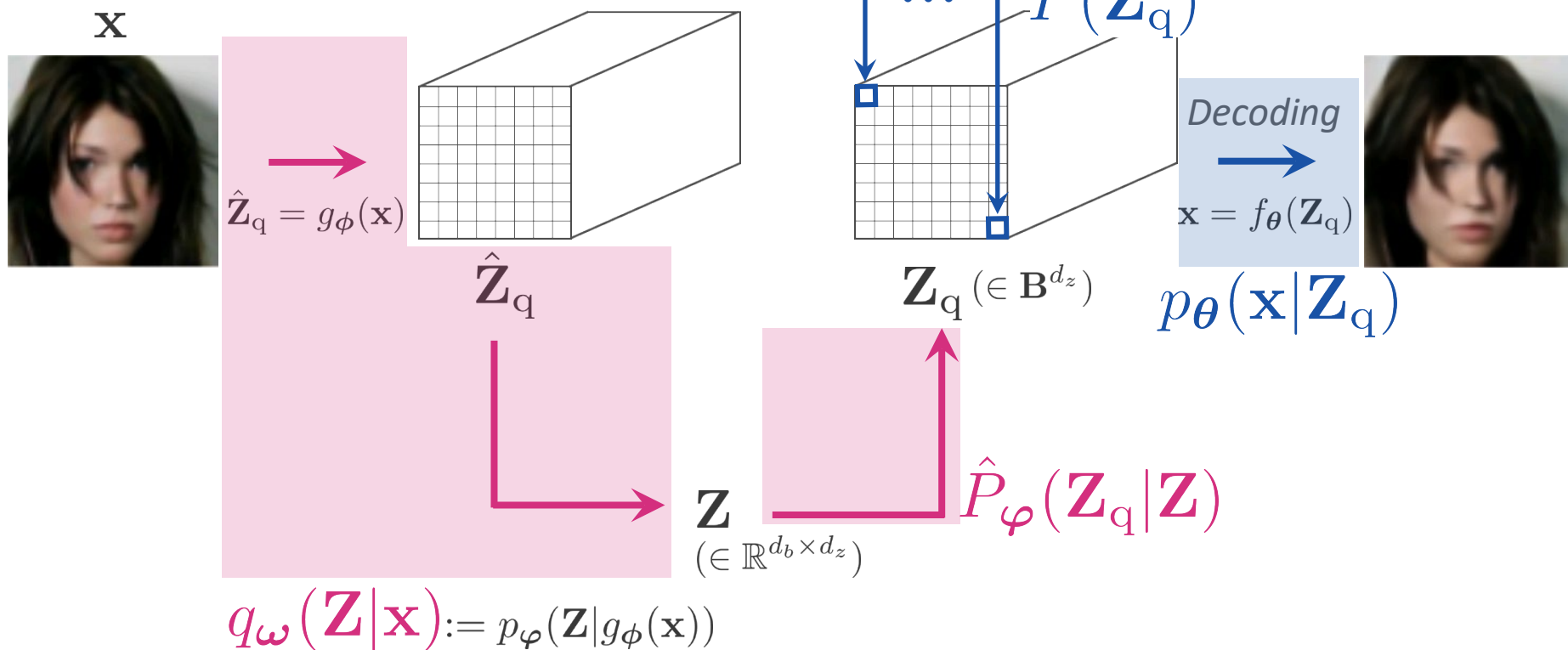
# Probabilistic processes in SQ-VAE



# Probabilistic processes in SQ-VAE

→ Generative process

→ Encoding process



# ELBO for generic SQ-VAE

## Decoder/encoder distributions

- Overall decoding:  $p_{\theta}(\mathbf{x}|\mathbf{Z}_q)P(\mathbf{Z}_q)$  *prior sampling -> decode*
- Overall encoding:  $q_{\omega}(\mathbf{Z}|\mathbf{x})\hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z})$  *encode -> dequantize -> quantize*

## Objective function

ELBO

$$\log p_{\theta}(\mathbf{x}) \geq -\mathcal{L}_{\text{SQ}}(\mathbf{x}; \theta, \omega, \mathbf{B}) + \text{const.},$$

$$\mathcal{L}_{\text{SQ}}(\mathbf{x}; \theta, \omega, \mathbf{B}) := \mathbb{E}_{q_{\omega}(\mathbf{Z}|\mathbf{x})\hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z})} \left[ \frac{p_{\theta}(\mathbf{x}|\mathbf{Z}_q)p_{\varphi}(\mathbf{Z}|\mathbf{Z}_q)P(\mathbf{Z}_q)}{q_{\omega}(\mathbf{Z}|\mathbf{x})\hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z})} \right]$$

$$=^+ \mathbb{E}_{q_{\omega}(\mathbf{Z}|\mathbf{x})\hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z})} \left[ \log p_{\theta}(\mathbf{x}|\mathbf{Z}_q) + \log \frac{p_{\varphi}(\mathbf{Z}|\mathbf{Z}_q)}{q_{\omega}(\mathbf{Z}|\mathbf{x})} \right] + \mathbb{E}_{q_{\omega}(\mathbf{Z}|\mathbf{x})} H(\hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z}))$$

Reconstruction

Discrepancy

b/w  $\mathbf{Z}_q$  and  $\hat{\mathbf{Z}}_q$

Entropy regularization

of codebook

# Formulation of Gaussian SQ-VAE

## Probabilistic processes (modeled by Gaussian w/ isotropic covariances)

- Gaussian decoder:  $p_{\theta}(\mathbf{x}|\mathbf{Z}_q) = \mathcal{N}(f_{\theta}(\mathbf{Z}_q), \sigma^2 \mathbf{I})$
- Gaussian dequantization:  $p_{\varphi}(\mathbf{z}_i|\mathbf{Z}_q) = \mathcal{N}(\mathbf{z}_{q,i}, \sigma_{\varphi}^2 \mathbf{I})$

(inducing)  $\rightarrow$  Quantization:  $\hat{P}_{\varphi}(\mathbf{z}_{q,i} = \mathbf{b}_k|\mathbf{Z}) = \text{softmax}_k \left( \left\{ -\frac{\|\mathbf{z}_j - \mathbf{b}_k\|_2^2}{2\sigma_{\varphi}^2} \right\}_{j=1}^k \right)$

## Objective function

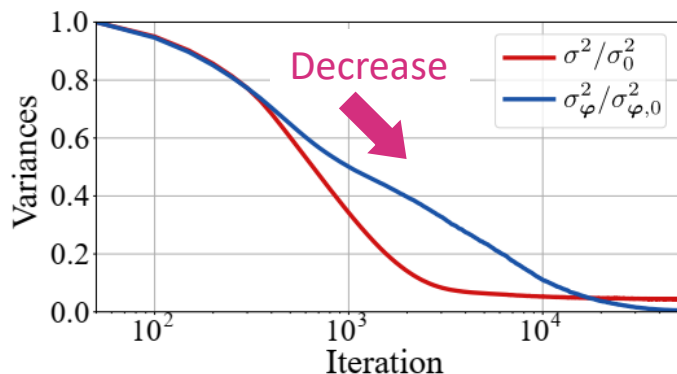
Balanced with trainable parameters

$$\mathcal{L}_{\mathcal{N}\text{-SQ}}(\mathbf{x}; \boldsymbol{\theta}, \boldsymbol{\omega}, \mathbf{B}) := \mathbb{E}_{q_{\boldsymbol{\omega}}(\mathbf{Z}|\mathbf{x})} \underbrace{\hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z})}_{\text{Approximated by Gumbel-softmax trick}} \left[ \frac{1}{2\sigma^2} \|\mathbf{x} - f_{\boldsymbol{\theta}}(\mathbf{Z}_q)\|_2^2 + \frac{1}{2\sigma_{\varphi}^2} \|\mathbf{Z} - \mathbf{Z}_q\|_F^2 \right]$$
$$- \mathbb{E}_{q_{\boldsymbol{\omega}}(\mathbf{Z}|\mathbf{x})} \left[ H \left( \hat{P}_{\varphi}(\mathbf{Z}_q|\mathbf{Z}) \right) \right] + \frac{D}{2} \log \sigma^2 + \text{const.}$$

- ✓ Any common heuristics (e.g., stop-gradient, EMA) are no longer needed
- ✓ # of hyperparameters is reduced to only one (for Gumbel soft-max trick)

# The effect of “Self-annealing”

## From stochastic to deterministic quantization

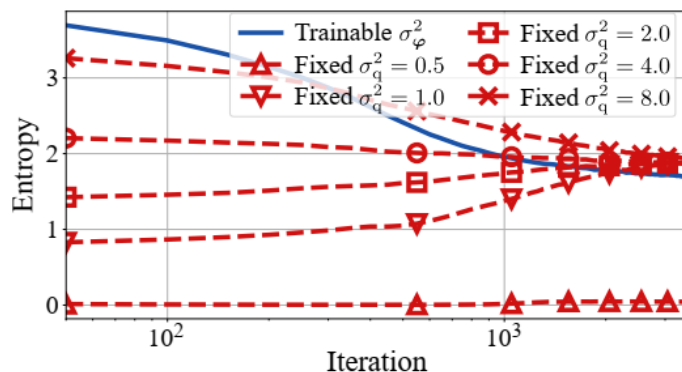


$\sigma_\varphi^2$  decreases along with  $\sigma^2$  (see also Proposition 1)

$$\hat{P}_\varphi(\mathbf{z}_{q,i} = \mathbf{b}_k | \mathbf{Z}) \propto -\frac{\|\mathbf{z}_j - \mathbf{b}_k\|_2^2}{2\sigma_\varphi^2}$$

$\begin{cases} \sigma_\varphi^2 \rightarrow \infty \text{ makes } \hat{P}_\varphi(\mathbf{z}_{q,i} = \mathbf{b}_k | \mathbf{Z}) \text{ uniform dist.} \\ \sigma_\varphi^2 \rightarrow 0 \text{ induces deterministic quantization} \end{cases}$

## The variational property reduces stochasticity of quantization



Gets close to deterministic quantization as iteration progresses

Zero entropy value means the quantization is deterministic

✓ The self-annealing effect is expected to enhance codebook usage

# Gaussian SQ-VAE on vision dataset

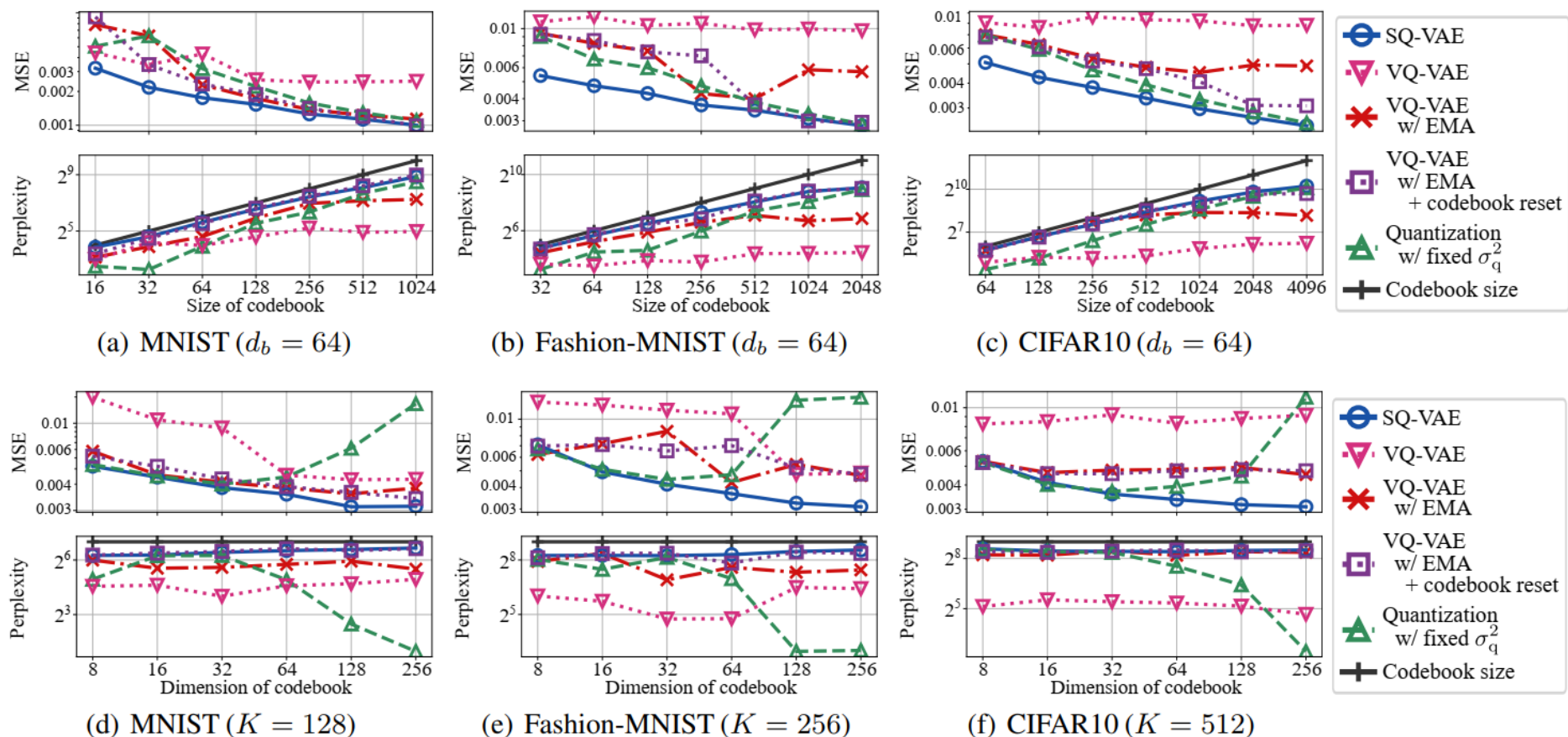


Figure 5. Empirical studies on the impact of codebook capacity examined on MNIST Fashion-MNIST and CIFAR10. (a)–(c) The size  $K$  is swept with the dimension  $d_b$  fixed to 64. (d)–(f) Various  $d_b$  values are tested with the size  $K$  fixed as 128, 256, and 512, respectively. The black lines with “+” marks indicate the upper bounds of the perplexities, i.e.,  $K$ . All the y-axes are in log-scale.

# Gaussian SQ-VAE on CelebA

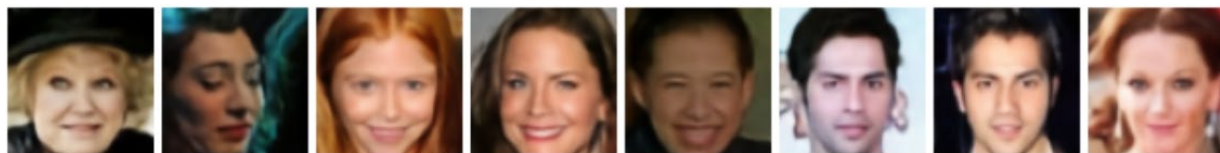
Table 2. Evaluation on CelebA. The MSE ( $\times 10^3$ ) and reconstructed FID (rFID) are evaluated using the test set. The codebook capacity for the discrete latent space are set to  $(n_b, k) = (64, 512)$ . The Roman numerals for Gaussian SQ-VAEs correspond to those in Table 1. We also show the FID of samples generated with a prior learned with PixelCNN.

Model	Reconstruction		Generation (FID)	Latent manipulation (FID)			
	MSE	rFID		Neighbor-3	Neighbor-5	Neighbor-10	Interpolation
VAE	$4.79 \pm 0.01$	$40.3 \pm 0.3$	—	—	—	—	—
VQ-VAE w/ EMA	$1.33 \pm 0.41$	$18.5 \pm 5.1$	$42.0 \pm 11.5$	$31.9 \pm 14.8$	$42.8 \pm 20.7$	$70.7 \pm 35.4$	$28.2 \pm 6.4$
VQ-VAE w/ EMA+codebook reset	$1.62 \pm 0.36$	$22.0 \pm 5.9$	$51.8 \pm 10.8$	$39.7 \pm 12.0$	$52.7 \pm 14.7$	$83.2 \pm 20.4$	$32.6 \pm 7.1$
Quantization w/ fixed $\sigma_q^2$	$1.09 \pm 0.01$	$15.9 \pm 0.1$	$38.2 \pm 0.9$	$20.0 \pm 0.4$	$26.4 \pm 0.8$	$41.5 \pm 2.1$	$18.6 \pm 0.3$
Gaussian SQ-VAE (I)	<b><math>0.96 \pm 0.01</math></b>	$14.8 \pm 0.3$	$28.2 \pm 0.9$	$17.8 \pm 0.1$	$21.9 \pm 0.1$	<b><math>33.1 \pm 0.3</math></b>	<b><math>17.6 \pm 0.6</math></b>
Gaussian SQ-VAE (II)	$0.98 \pm 0.01$	$14.3 \pm 0.2$	<b><math>27.7 \pm 1.1</math></b>	$17.8 \pm 0.2$	$22.2 \pm 0.4$	$34.0 \pm 0.9$	<b><math>17.6 \pm 0.1</math></b>
Gaussian SQ-VAE (III)	<b><math>0.96 \pm 0.00</math></b>	<b><math>13.9 \pm 0.1</math></b>	$28.1 \pm 0.3$	<b><math>17.3 \pm 0.2</math></b>	<b><math>21.6 \pm 0.3</math></b>	$33.5 \pm 0.6$	$18.5 \pm 0.4$

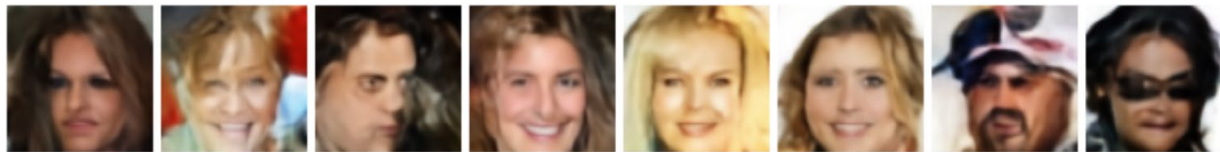
Ground truth



Reconstruction



Random sampling  
(w/ learned PixelCNN)

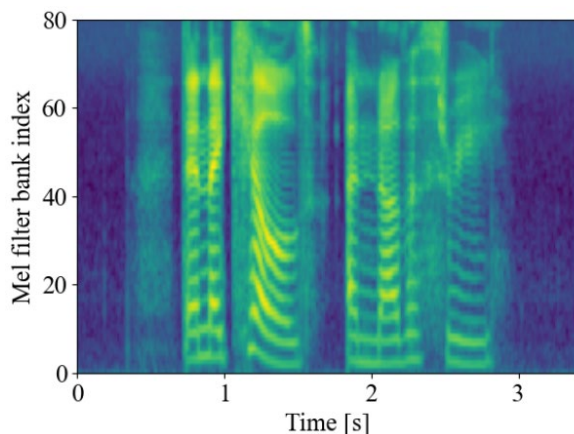




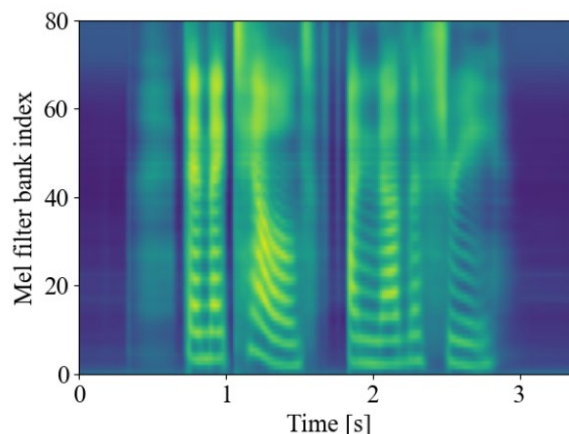
# Gaussian SQ-VAE on speech dataset

*Table 3.* Evaluation on VCTK and ZeroSpeech 2019. The MSE ( $\text{dB}^2$ ) of sample reconstruction is evaluated using the test set. We do not apply SQ-VAE (II) in this evaluation because of the variable length property of speech data and the different manipulations of speech signals between training and inference (See Appendix E.2).

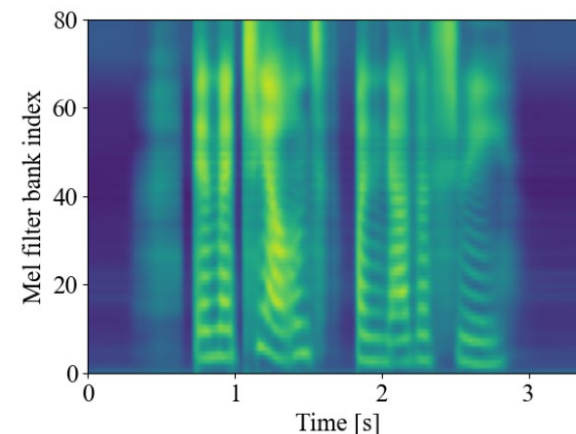
Model	MSE ( $\text{dB}^2$ )	
	VCTK	ZeroSpeech 2019
VQ-VAE w/ EMA	$29.59 \pm 0.25$	$34.33 \pm 1.57$
Gaussian SQ-VAE (I)	$25.52 \pm 0.08$	$33.17 \pm 1.11$
Gaussian SQ-VAE (III)	$25.94 \pm 0.22$	$34.35 \pm 1.07$
Gaussian SQ-VAE (IV)	<b><math>24.68 \pm 0.21</math></b>	<b><math>32.32 \pm 0.88</math></b>



Ground truth



Reconstruction  
by SQ-VAE (IV)



Reconstruction  
by VQ-VAE w/EMA



# Recap

## Formulation of SQ-VAE naturally

- Eliminates common heuristics  
such as EMA, stop-gradient and codebook reset
- Reduces # of hyperparameters to one  
(a temperature parameter for Gumbel softmax trick)
- Enhances codebook usage  
thanks to “self-annealing” effect in our quantization scheme

Code link: <https://github.com/sony/sqvae>

