BIAS IN CLIP ENCODERS: A STUDY OF ENCODER BIAS AND OBJECT REPRESENTATION IN MULTI-OBJECT SCENARIOS

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ABSTRACT

Contrastive Language-Image Pre-training (CLIP) models have demonstrated remarkable performance in zero-shot classification tasks, yet their efficacy in handling complex multi-object scenarios remains challenging. This study presents a comprehensive analysis of CLIP's performance limitations in multi-object contexts through controlled experiments. We present a specialized dataset, ComCO, crafted to thoroughly assess the performance of CLIP's encoders in diverse multi-object scenarios. Our findings reveal significant biases in both encoders, with the text encoder showing a tendency to prioritize objects that are mentioned first in the prompt, and the image encoder exhibiting a bias toward larger objects. Through meticulous experiments, including both retrieval-based and classification-based tasks, we quantify these biases across multiple CLIP variants, we quantify these biases across multiple CLIP variants. We hypothesize that these biases originate from CLIP's training process and provide substantiating evidence through detailed analyses of the LAION dataset and CLIP's training progression. Our image-text matching experiments demonstrate substantial performance drops when manipulating object sizes in the images and/or object tokens order in the prompt, highlighting the CLIP's unstable performance when given rephrased yet semantically similar captions. We extend this analysis to longer, more complex captions and text-to-image generative models such as Stable Diffusion, revealing how CLIP's text encoder bias influences object prominence in generated images based on the prompt's token order. This work provides crucial insights into CLIP's behavior in complex visual-linguistic contexts, offering a robust evaluation methodology and identifying key areas for improving future vision-language models in multi-object scenarios.

1 INTRODUCTION

The convergence of vision and language in artificial intelligence has led to the development of Vision-Language Models (VLMs) that can interpret and generate multimodal content. Among these, OpenAI's Contrastive Language-Image Pre-training (CLIP) model [Radford et al.](#page-10-0) [\(2021\)](#page-10-0) has been particularly influential, demonstrating remarkable capabilities in zero-shot image classification and setting new standards for multimodal understanding [Cherti et al.](#page-10-1) [\(2023\)](#page-10-1); [Gadre et al.](#page-10-2) [\(2023\)](#page-10-2); [Schuhmann et al.](#page-11-0) [\(2021\)](#page-11-0); [Thrush et al.](#page-11-1) [\(2022\)](#page-11-1). The success of CLIP has catalyzed a wide array of applications—from image retrieval and visual question answering to text-to-image generation—signifying a paradigm shift in how models perceive and relate visual and linguistic information.

040 041 042 043 044 045 046 Visual Language Models like CLIP face significant challenges in understanding and reasoning about complex scenes with multiple objects and intricate relationships. CLIP struggles to identify distinct objects and model their relationships accurately, especially when captions contain the same objects but differ in their relationships. This results in difficulty distinguishing between similar captions with different object relationships. Several benchmark datasets have been introduced to elucidate the limitations of existing models in capturing subtle relational nuances. Notably, Winoground [Thrush et al.](#page-11-1) [\(2022\)](#page-11-1), VL-CheckList [Zhao et al.](#page-11-2) [\(2022\)](#page-11-2), ARO [Yuksekgonul et al.](#page-11-3) [\(2023\)](#page-11-3), and CREPE [Ma](#page-10-3) [et al.](#page-10-3) [\(2023\)](#page-10-3) have been instrumental in evaluating models' capacities to accurately match images with semantically appropriate captions.

048 049 050 051 052 053 Numerous efforts have been made to address compositionality challenges in the multi-object setting. These studies have predominantly employed end-to-end methodologies, including fine-tuning techniques with hard-negative samples [Yuksekgonul et al.](#page-11-3) [\(2023\)](#page-11-3), to enhance model performance. The efficacy of these approaches have been criticized and improved recently, SUGARCREPE [Hsieh et al.](#page-10-4) [\(2024\)](#page-10-4), and [Sahin et al.](#page-11-4) [\(2024\)](#page-11-4). Specifically, a common methodology in these works involves the generation of negative captions through minor structural alterations, or through LLMs, to the original positive ones, emphasizing the identification of semantic disparities between captions that share structural similarities but differ conceptually. Hence, these approaches helped in capturing nuances in the text domain that is necessary in the compositional multi-object scenarios.

Figure 1: Overview of our key contributions. Step 1: We create ComCO dataset for controlled multi-object experiments. Step 2: We identify biases in CLIP's image encoder (favoring larger objects) and text encoder (prioritizing first-mentioned objects). Step 3: We investigate the origin of these biases, finding a connection to training data characteristics. Step 4: We demonstrate the practical impacts of these biases on image-text matching task, showing how they affect model performance in multi-object scenarios.

While these efforts have primarily focused on assessing CLIP's ability to differentiate between captions with minor structural variations but significant conceptual divergences, there remains a paucity of research examining CLIP's performance on captions that are semantically equivalent but structurally distinct. The work of Dumpala et al. [Dumpala](#page-10-5) [et al.](#page-10-5) [\(2024\)](#page-10-5) represents one of the few forays into this domain. However, while such studies have introduced novel benchmarks, they have not comprehensively explored the underlying mechanisms that contributes to the CLIP unstable performance when given semantically equivalent prompts.

084 085 086 088 089 While previous studies have made significant strides in understanding CLIP's limitations, our work distinguishes itself in several key aspects. Firstly, we shift the focus from evaluating CLIP's ability to differentiate between conceptually distinct captions to examining its performance with semantically equivalent but structurally varied captions. This approach allows us to probe deeper into the model's understanding of language and visual content beyond surface-level differences. Here, model systematic mistakes give an indication the potential baises. Secondly, unlike many previous works that primarily introduced benchmarks or proposed end-to-end solutions, we conduct a thorough investigation into the underlying causes of CLIP's behavior. Our study delves into the internal mechanisms of both the image and text encoders, providing insights into why the model is biased and lacks invariance to certain types of linguistic and visual variations.

092 094 095 096 097 098 099 100 101 To facilitate this in-depth analysis, we introduce the **ComCO** dataset, specifically designed to isolate and examine different aspects of CLIP's performance in *controlled* multi-object scenarios. Furthermore, our research spans multiple versions of CLIP trained on various datasets and architectures, ensuring the broad applicability and generalizability of our findings. By focusing on these underexplored areas and employing a more comprehensive analytical approach, our work aims to provide a deeper understanding of CLIP's limitations and pave the way for more robust and versatile vision-language models. It is important to note that such an analysis not only benefits the improvement of CLIP but also has significant implications for related models, such as text-to-image (T2I) generative models and multimodal large language models (MLLMs). Understanding the intricacies of CLIP's encoding process can inform and enhance the development of these technologies, potentially leading to advancements across various domains of artificial intelligence. As shown in Figure [1,](#page-1-0) our key contributions are as follows:

- Development of Novel Dataset: We introduce *ComCO*, a specialized dataset specifically designed to create *controlled* multi-object scenarios. Here, unlike previous benchmarks, we can control the object size in the image, and their ordering in the caption. Hence, this dataset enables precise, fine-grained analysis of model performance across a spectrum of compositional challenges, facilitating a deeper understanding of VLMs' strengths and weaknesses.
- Comprehensive Encoder Analysis: We perform an in-depth examination of both the image and text encoders in CLIP when processing multi-object scenes and descriptions. This includes text-based, and object-based

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image retrievals, that reveal each text and image encoder weaknesses in preserving the information necessary to discern various objects. By analyzing the embedding space, we identify the stages at which compositional information is lost or distorted, providing insights into the internal mechanisms of the model.

- Identification of Specific Biases: Our research uncovers significant biases in CLIP models. The image encoder prefers larger objects in multi-object images, while the text encoder favors first-mentioned objects and also objects that are usually visually larger in real-world. These biases reveal the complex interplay between visual and linguistic information processing in CLIP, influencing its interpretation of multi-object scenarios.
- **116 117 118 119 120 121 122 123** • Investigation of the Bias Origin : We explore the origins of observed biases in CLIP's performance, particularly in various multi-object scenarios. Our investigation delves into both the image and text encoders. We hypothesize that the visually larger objects are mostly mentioned earlier in the caption in CLIP training datasets. But it is evident that the image encoding naturally favors such objects in the embedding due to the abundance of their visual tokens. Therefore, the text encoder may get biased towards such objects, and consequently earlier mentioned text tokens. We provide evidence for these biases through analyses of the LAION dataset and CLIP's training progression, revealing a consistent trend where larger objects tend to be mentioned earlier in image captions.
	- Practical impacts of encoder biases: We demonstrate how the identified biases in CLIP's image and text encoders significantly impact performance in multi-object analysis/synthesis scenarios. Using our ComCO dataset, we show substantial drops in image-text matching accuracy when manipulating object sizes and caption order. We further reveal how these biases propagate to text-to-image generation models like Stable Diffusion, influencing the prominence and likelihood of object appearance in generated images based on prompt order.

130 132 133 134 These observations highlight how biases in both the text and image encoders lead to a substantial decrease in CLIP's performance in multi-object scenarios. Our findings underscore the importance of addressing these biases to improve the robustness and versatility of vision-language models in complex visual environments. This work contributes valuable insights into CLIP's behavior in multi-object contexts and opens up new avenues for enhancing the performance of vision-language models in real-world applications.

2 METHODOLOGY

2.1 DATASET DESIGN

140 141 142 143 144 145 To thoroughly evaluate the performance of CLIP models in multi-object scenarios under controlled conditions, we constructed the ComCO (Complex COCO Objects) dataset. Utilizing Blender software allowed us precise control over the number, location, and dimensions of objects in the images (see Appendix [A.1\)](#page-12-0). The ComCO dataset comprises 72 objects derived from the COCO dataset [Lin et al.](#page-10-6) [\(2015\)](#page-10-6). We generated images containing 2, 3, 4, and 5 objects. Each image is paired with a specific caption that accurately describes the objects present. This approach ensures high control over the dataset and minimizes confounding factors, providing a robust platform for evaluating the CLIP models.

146 147 148 We deliberately chose not to use text-to-image models for generating these datasets due to two main reasons. First, these models often lack the capability to produce high-quality, fully controlled multi-object images. Second, since CLIP is used in many of these models, utilizing them could introduce unwanted biases into our evaluations.

150 2.2 EXPERIMENTAL FRAMEWORK FOR ENCODER ANALYSIS

151 152 153 154 155 156 157 158 The main goal of this study is to evaluate the performance of CLIP's text and image encoders separately in multiobject scenarios. We aim to analyze the impact and contribution of each object in the final output of the encoders. To achieve this, we conducted experiments using our designed ComCO dataset, with images and captions containing two to five objects. To ensure the generalizability of our findings, we also validated our results on the widely-used COCO dataset [Lin et al.](#page-10-7) [\(2014\)](#page-10-7). We designed two sets of experiments: retrieval-based experiments and classification-based experiments. Given the consistency of the results in both types of experiments, we have included the classification results in the appendix [A.2](#page-14-0) and [A.5](#page-18-0) and explain the retrieval-based experiments bellow.

159 2.2.1 TEXT-BASED OBJECT RETRIEVAL (TOR)

160 161 The Text-based Object Retrieval task evaluates how well CLIP's text encoder can identify individual objects within multi-object captions. As illustrated in Figure [2a](#page-3-0), this experiment involves several steps: First, we use CLIP's text

Figure 2: Experimental setup for Text-based Object Retrieval (TOR) and Image-based Object Retrieval (IOR) tasks. a) TOR: The CLIP text encoder generates embeddings for multi-object and single-object texts. Cosine similarity scores are calculated between the base text embedding and single-object text embeddings to identify the most similar object. b) IOR: The CLIP image encoder generates embeddings for multi-object and single-object images. Cosine similarity scores are calculated between the base image embedding and single-object image embeddings to identify the most similar object.

encoder to create embeddings for both multi-object captions and single-object captions. We then measure the similarity between each multi-object caption embedding and all single-object caption embeddings. The single-object caption with the highest similarity score is considered the "retrieved" object. To assess performance, we calculate retrieval accuracy for each object position in the multi-object captions. This helps us identify any biases related to an object's position within a caption, such as favoring objects mentioned first or last.

2.2.2 IMAGE-BASED OBJECT RETRIEVAL (IOR)

189 190 191 192 193 194 195 The Image-based Object Retrieval task is similar to TOR but focuses on CLIP's image encoder. As shown in Figure [2b](#page-3-0), this experiment involves several steps: We begin by using CLIP's image encoder to generate embeddings for multi-object images and single-object images. We then compute similarity scores between each multi-object image embedding and all single-object image embeddings. The single-object image with the highest similarity score is considered the "retrieved" object. To evaluate performance, we calculate retrieval accuracy for different object size categories (e.g., large, small) within the multi-object images. This allows us to determine if the image encoder shows any preference for objects of a particular size.

196 197 198 We also experimented with a variation of ComCO, called SimCO, where objects were replaced with simple geometric shapes from the CLEVR dataset. This was done to confirm that bias persists even with non-natural, geometric objects. Further details are provided in Appendix [A.1.](#page-12-0)

3 RESULTS AND ANALYSIS

Our experiments revealed significant biases in both the text and image encoders of the CLIP model. This section presents our findings, organized by encoder type and focusing on retrieval tasks.

205 206 3.1 TEXT ENCODER BIASES

207 208 209 210 211 We observed a consistent bias in the text encoder towards the first object mentioned in descriptions. In the TOR experiment, the retrieval accuracy (as shown in Table [1\)](#page-4-0) was highest for the first object, indicating its dominant influence on the overall text representation. This suggests that the text encoder prioritizes the initial object, leading to its more accurate retrieval compared to subsequent objects. The detailed results for the scenarios involving 2, 3, and 5 objects can be found in the appendix [A.3,](#page-16-0) and experiments on longer caption templates are in Appendix [A.7](#page-22-0) and [A.8.](#page-22-1)

213 3.2 IMAGE ENCODER BIASES

214 215 In multi-object images, the image encoder exhibited a strong bias towards larger objects. The Image-based Object Retrieval IOR experiment, detailed in Table [2,](#page-4-0) shows that larger objects were more frequently and accurately retrieved

during single-object image searches. This finding highlights the image encoder's bias towards larger objects, which receive disproportionate emphasis in the final image representation. Further detailed results, specifically for scenarios with 2, 3, and 5 objects, are provided in the appendix [A.6.](#page-20-0)

Table 1: Performance on TOR for ComCO datasets

Table 2: Performance on IOR for ComCO datasets

	Model		First Obj Second Obj Third Obj Fourth Obj		
	CLIP LAION	63.96	21.59	10.68	3.76
	CLIP Datacomp	71.13	16.26	8.74	3.87
TOR	CLIP Roberta	44.03	23.73	18.07	14.18
	SIGLIP	58.11	21.16	10.99	9.73
	CLIP openAI	50.31	20.74	14.45	6.79
	NegCLIP	51.63	28.92	14.86	4.59
	SugarCrepe	44.29	30.32	18.73	6.66

3.3 COCO DATASET EXPERIMENTS

To validate the generalizability of our findings from the synthetic dataset, we conducted similar experiments on the COCO dataset, which comprises real images with accompanying captions. This real-world dataset allowed us to investigate whether the previously observed biases persist in more naturalistic settings.

Due to the absence of single-object images for COCO objects, we approached the IOR experiment in two ways. First, we used single-object images from the DomainNet dataset [Peng et al.](#page-10-8) [\(2019\)](#page-10-8) as retrieval targets. Second, we introduced an alternative approach called Image-to-Text Object Retrieval (I2TOR). In I2TOR, we used the textual names of COCO objects instead of single-object images. These object names were embedded using CLIP's text encoder, allowing us to perform a retrieval task consistent with the IOR methodology while adapting to the constraints of the COCO dataset.

Table 4: Performance on IOR for coco dataset

Tables [3](#page-4-1) and [4](#page-4-1) present the results of our COCO dataset experiments. In TOR, the first-mentioned object in COCO captions was retrieved with higher accuracy, which aligns with our earlier findings of bias in the text encoder. Similarly, in IOR, larger objects in COCO images were retrieved more accurately, consistent with the trends observed in our synthetic dataset experiments. The I2TOR results further confirmed this bias, demonstrating that even when using textual object representations, the bias towards larger objects persists.

Our experiments reveal two significant biases in the CLIP model: the text encoder shows a strong preference for the first mentioned object in textual descriptions, while the image encoder exhibits greater sensitivity to larger objects in images. These biases can significantly impact the overall system performance in various vision-language tasks, particularly in multi-object scenarios.

4 ORIGIN OF BIAS IN CLIP MODELS

In this section, we investigate the potential origins of the biases observed in CLIP models and provide evidence supporting our hypotheses.

Table 3: Performance on TOR for coco dataset

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Figure 3: Attention allocation from the CLS token to objects of different sizes in the ComCO dataset. a) Qualitative results showing the CLS token's attention to each object. b) Quantitative analysis of attention distribution across 8,000 images, with each image containing one large and two small objects. The bar chart shows the average attention allocated to the large object versus the smaller ones, demonstrating a bias towards larger objects.

Small Object 2

Table 5: Performance on TOC and TOR for ComCO datasets

4.1 BIAS IN THE IMAGE ENCODER

The observed bias favoring larger objects within the image domain can be attributed to the architectural characteristics of Vision Transformers (ViT) [Alexey](#page-10-10) [\(2020\)](#page-10-10) utilized in CLIP's image encoder. Our hypothesis is that larger objects, which occupy a greater number of patches in the ViT's patch-based image representation, exert a more significant influence on the final class (CLS) token representation. This bias is not exclusive to CLIP; it appears to be a consistent feature across ViT models, as demonstrated by our experiments detailed in the appendix.

300 301 302 303 304 To substantiate this hypothesis, we designed an experiment to quantify the attention allocated by the CLS token to each image patch. By calculating the cumulative attention received by each object from the CLS token, we could assess the influence of object size on attention allocation. We applied this analysis to our three-object ComCO dataset, and the results are illustrated in Figure [3.](#page-5-0) The findings confirm our hypothesis: larger objects indeed receive more attention from the CLS token.

4.2 BIAS IN THE TEXT ENCODER

We explore the bias present in the text encoder from two perspectives: the attention mechanism in the model structure and the model's training method.

310 311 4.2.1 IMPACT OF ATTENTION MECHANISM

312 313 314 Text encoder models can be categorized based on their attention mechanisms: uni-directional (causal) attention and bi-directional attention. In models with causal attention, each token attends only to preceding tokens, whereas in bi-directional models, each token attends to all tokens in the sequence.

315 316 317 318 319 320 When OpenAI introduced the CLIP model, its text encoder employed causal attention, meaning each token could only attend to tokens before it and itself. This differs from typical self-attention mechanisms, where tokens attend to all other tokens. Most CLIP models use causal self-attention, with the exception of the variant using the XLM-Roberta text encoder, which also employs self-attention. However, as shown in Table [1,](#page-4-0) even this model exhibits the mentioned bias. This indicates that the bias does not originate from the attention mechanism itself.

4.2.2 ROLE OF TRAINING METHOD

323 To determine whether the observed bias is specific to CLIP models, we compared CLIP's text encoder with two other models designed to embed sentences into a meaningful semantic space: Sentence-BERT (SBERT) [Reimers](#page-10-11) [\(2019\)](#page-10-11)

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324 325 326 and SimCSE [Gao et al.](#page-10-9) [\(2021\)](#page-10-9). The primary distinction is that CLIP's embedding space is shared between images and text, whereas SBERT and SimCSE operate solely in the text domain.

We conducted the TOR experiment on our dataset using these models. As presented in Table [5,](#page-5-1) the bias observed in CLIP differs from that in the other models. This suggests that CLIP's unique training method, which aligns images and text in a shared embedding space through contrastive learning, contributes to the bias. Therefore, to uncover the root cause of the bias, we focus on the specifics of CLIP's training procedure.

331 332 4.3 HYPOTHESIZED ORIGIN OF TEXT-SIDE BIAS IN CLIP

333 334 335 We hypothesize that the text-side bias in CLIP, which favors objects mentioned earlier in text descriptions, originates from the image-side bias toward larger objects and is transferred to the text encoder during contrastive training. We present evidence supporting this hypothesis through two key claims and an analysis of the training progression.

337 338 339 340 341 342 343 344 345 Claim 1: Larger Objects Have More Influence on Text Embeddings. Building upon the established image-side bias discussed earlier, we posit that objects with larger physical sizes exert more influence on CLIP's text embeddings due to the alignment enforced during contrastive training. To test this, we categorized objects in the DomainNet dataset into large, medium, and small groups based on their relative physical sizes in real-world (with the full list of objects provided in the appendix [A.11\)](#page-27-0). Specifically, objects smaller than a school bag were categorized as small, objects sized between a school bag and a medium-sized car were classified as medium, and objects larger than a car—up to significantly larger items—were considered large. We then constructed two sets of sentences, each containing four objects: one set with a large object mentioned first followed by three medium-sized objects, and another with a small object mentioned first followed by three medium-sized objects.

346 347 348 Figure [4.](#page-7-0)a compares the TOR accuracy for the first object in these two groups. The higher TOR accuracy for sentences beginning with large objects supports our hypothesis that larger objects, when mentioned first, have a more significant impact on the text embeddings due to the cross-modal alignment with their prominent representation in images.

349 350 351 352 353 354 Claim 2: Caption Bias in Training Datasets. To investigate potential biases in CLIP's training data, we analyzed both the LAION [Schuhmann et al.](#page-11-5) [\(2022\)](#page-11-5) and COCO datasets. Due to limited computational resources and the large size of the LAION dataset, which contains over 2 billion image-text pairs, we randomly selected a subset of 200,000 samples for our analysis. Using the Llama3 model, we extracted objects from the image captions and employed the Language Segment-Anything tool to generate object masks in the corresponding images, calculating their areas based on these masks. A detailed description of our LAION dataset analysis methodology can be found in Appendix [A.9.](#page-25-0)

355 356 357 358 359 360 Figur[e4.](#page-7-0)b shows the position of the largest object within each caption. The results indicate that, in the majority of cases, the largest object in an image is mentioned earlier in its caption. The same experiment was conducted on the COCO dataset, with detailed results and the distribution for two to five object scenarios provided in Appendix [A.10.](#page-25-1) This demonstrates a consistent bias in the training data, where larger objects are not only more visually prominent but are also described earlier in text annotations.

361 362 363 364 Analysis of Bias Development During Training. To further validate our hypothesis, we examined the progression of text-side bias during CLIP's training. We utilized model checkpoints from the LAION dataset at five training stages, corresponding to exposure to 2, 4, 6, 8, and 10 billion samples. We conducted TOR experiments at each stage, focusing on the retrieval accuracy for the first object mentioned in text descriptions.

365 366 367 368 Figur[e4.](#page-7-0)c depicts the evolution of the TOR rate across different training stages for scenarios with varying numbers of objects (from 3 to 8). The consistent upward trend in the TOR rate as the model is exposed to more training data suggests that the text-side bias strengthens over time, likely due to the cumulative effect of the image-side bias being transferred to the text encoder through contrastive learning.

370 371 372 373 374 Incomplete Text Representation of CLIP Here we want to theoretically highlight why the CLIP text encoder could learn an incomplete representation of the text. Let z and w represent a latent representation of an image content and style, respectively. For example, z represents the fact that an image contains "a horse that is eating the grass." In this case, w might represent other details in the image, like the "horse color," "where the horse is located," etc. We assume a data generative process as follows:

$$
\begin{aligned} I &:= g(\mathbf{z}, \mathbf{w}) \\ T &:= h(\mathbf{z}), \end{aligned}
$$

where I is the image, and T is its corresponding caption.

$$
f_{\rm{max}}
$$

391 392 393 394 395 396 397 398 Figure 4: a) Top-1 Object Retrieval accuracy comparison for sentences where the first object is either large or small. The higher TOR accuracy for sentences beginning with large objects supports the hypothesis that larger objects, when mentioned first, exert a stronger influence on text embeddings due to cross-modal alignment with their prominent visual representation in images. b) Distribution of the position of the largest object within image captions from the LAION datasets. The results show a consistent bias where larger objects tend to be mentioned earlier in text descriptions. c) Progression of TOR rates across different training stages, indicating that text-side bias strengthens as the model is exposed to more data, suggesting the cumulative effect of image-side bias being transferred to the text encoder through contrastive learning.

Now we want to learn a joint embedding of the image and text through the CLIP. Here, we assume that f_θ and i_ω as learnable functions that map the image and text into the joint embedding space, respectively.

Theorem 1 *Let elements of z be independent and zero-mean. The contrastive loss for the ideal text encoder,* $i_{\omega} = z$ *converges to that of a non-ideal incomplete one, i.e.* $i_{\omega} = \mathbf{z}_s$, where \mathbf{z}_s *is the first* $d - k$ *dimensions of* \mathbf{z} , with k being *a constant, and* $d \rightarrow \infty$ *.*

Proof: The contrastive loss in making this learning happen can be written as:

$$
\mathbb{E}_{\mathbf{z},\mathbf{z}',\mathbf{w}}\left\{\frac{\exp\left\{S(f_{\theta}(g(\mathbf{z},\mathbf{w}),i_{\omega}(h(\mathbf{z}))\right\}}{\exp\left\{S(f_{\theta}(g(\mathbf{z},\mathbf{w}),i_{\omega}(h(\mathbf{z}))\right\}+\exp\left\{S(f_{\theta}(g(\mathbf{z},\mathbf{w}),i_{\omega}(h(\mathbf{z}'))\right\}}\right\},\tag{1}
$$

410 411 412 were z and z' are two independent samples of the content in the representation space, and S is some normalized similarity metric, e.g. cosine similarity. We assume that elements of z, denoted as z_i 's are independent and zero mean. We further assume that the dimensionality of z , denoted as d , goes to infinity.

413 414 415 It is well-known that under such conditions, $||\mathbf{z}|| \overset{p}{\to} \sqrt{d}$, when d is large. Therefore, for two independent copies of \mathbf{z} , \mathbf{z}' , we have $S(\mathbf{z}, \mathbf{z}') = \mathbf{z}^\top \mathbf{z}' / (\|\mathbf{z}\| \|\mathbf{z}'\|) \stackrel{p}{\to} 0$.

416 417 418 It is evident that in the ideal case, $f_{\theta}(g(\mathbf{z}, \mathbf{w})) = \mathbf{z}$ and also $i_{\omega}(h(\mathbf{z})) = \mathbf{z}$, so the contrastive loss would converge to $e/(e+1)$, as the numerator is e, and the second term in the denominator converges to $\exp(0) = 1$, according to the Mann-Wald's theorem.

419 420 421 422 However, we show that other learning of this representation could achieve the same amount of loss. For instance, let z_s be the first $d - k$ elements of z, with k being a *constant*. We show that if $f = z_s$ and $i = z_s$, the same loss would be achieved in the limit of large d. To see this, note that the numerator stays the same, i.e. e, while the second term in the denominator still converges to $\exp(0) = 1$.

423 424 425 426 427 428 429 430 431 This means that even if the image and text encoder of the CLIP only partially recover the content embedding, they reach an excellent loss. But such possible incomplete representations of z are combinatorially large, making convergence of the CLIP to such local minima pretty likely. This makes the text encoding of CLIP be far from ideal. Furthermore, the text encoder would become *biased*, depending on which of such local minima it converges to. Based on this explanation, we would expect a text encoder that has learned a complete representation to exhibit such biases to a lesser degree. As mentioned earlier, the subject of learning text representations in VLMs that are discriminative of hard negatives (e.g. NegCLIP) has been around for few years. We tested one of strongest such models, [Hsieh et al.](#page-10-4) [\(2024\)](#page-10-4), in our benchmark to validate the hypothesis that an incomplete text representation is one of the causes of the bias in the VLMs. We noticed that this model shows lower bias based on our benchmark (see the SugarCrepe model

in tables [1](#page-4-0) and [2\)](#page-4-0).

Figure 5: An example of the correct and incorrect caption structures in the first and second scenarios.

5 PRACTICAL IMPACTS OF ENCODER BIASES

The biases we observed in CLIP's image and text encoders have significant implications for the model's performance in real-world applications. This section explores how these biases manifest in practical scenarios, focusing on two key areas: image-text matching and text-to-image generation. By examining these applications, we aim to demonstrate the tangible effects of encoder biases on CLIP's functionality and highlight the importance of addressing these issues for improved model performance.

454 455 456 Our analysis in this section serves two primary purposes. First, it provides concrete evidence of how these theoretical biases can translate into practical limitations. Second, it offers insights into potential areas for improvement in visionlanguage models, particularly in handling complex, multi-object scenarios. Through a series of carefully designed experiments, we illustrate how the biases in both text and image encoders can lead to unexpected or suboptimal results in tasks that are crucial for many downstream applications.

5.1 IMAGE-TEXT MATCHING

Building upon our findings of biases in CLIP's image and text encoders, we now demonstrate how these biases tangibly affect the model's performance in image-caption matching tasks. We designed two experimental scenarios, conducted on both the ComCO and COCO datasets, to evaluate these biases. The results of these experiments are summarized in Table [6.](#page-9-0) To better illustrate the differences between these two scenarios, an example of the caption structures is shown in Figure [5.](#page-8-0) In each scenario, we created incorrect captions by switching one object in the caption with an object that is not present in the image. Additionally, GPT-4O [Achiam et al.](#page-10-12) [\(2023\)](#page-10-12) was used to rewrite the captions in the COCO dataset.

469 470 471 472 473 474 First Scenario In the first scenario, biases assist the model in distinguishing between the correct and incorrect captions. In the correct captions, the largest object in the image is placed at the beginning, aligning with the model's bias towards prioritizing first-mentioned objects and larger objects. For the incorrect captions, the non-existent object is deliberately placed at the beginning, which helps the model recognize the difference between the correct and incorrect captions more effectively. This positioning emphasizes the discrepancy early on, allowing the model to better detect the mismatch between the caption and the image. The performance of different models in this scenario can be seen in Table [6](#page-9-0) under the "First Scenario" column.

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477 478 479 480 481 482 Second Scenario In the second scenario, biases lead the model to make errors. The correct captions place the largest object at the end of the sentence, disrupting the model's bias towards objects mentioned earlier and its preference for larger objects. In the incorrect captions, the non-existent object is placed at the end, making it more difficult for the model to differentiate between correct and incorrect captions as its attention is drawn away from the critical discrepancies. The performance of different models in this scenario is shown in Table [6](#page-9-0) under the "Second Scenario" column.

483 484 485 By comparing these two scenarios, we demonstrate that biases in CLIP can either help or hinder the model's performance depending on how captions are structured. The experimental results, particularly with the use of GPT-4O for caption rephrasing in the COCO dataset, reveal how such biases can influence the accuracy of image-text matching tasks. These biases must be addressed to improve CLIP's robustness in real-world multi-object scenarios.

Table 6: Performance Comparison on Image-Text matching for ComCO and COCO Datasets

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5.2 TEXT TO IMAGE GENEATION

500 501 502 503 504 505 506 507 508 The biases observed in CLIP's encoders have significant implications beyond image-text matching, particularly for text-to-image generation models that incorporate CLIP components. To investigate this impact, we focused on Stable Diffusion, a popular text-to-image generation model that utilizes CLIP's text encoder in its pipeline. Stable Diffusion employs CLIP's text encoder to process input prompts, creating text embeddings that guide the image generation process. Given our identification of biases in CLIP's text encoder, especially the preference for objects mentioned earlier in text descriptions, we hypothesized that these biases would manifest in the generated images. To test this hypothesis, we designed an experiment using prompts containing multiple objects from the COCO dataset. Our goal was to observe whether the order of objects in the text prompt influences their prominence or likelihood of appearance in the generated images.

509 510 511 512 513 514 Our experimental methodology consisted of three main steps. First, we created 1,000 multi-object prompts, each containing four distinct objects from the COCO dataset. Second, we used these prompts to generate images using three versions of Stable Diffusion: v1.4 [Rombach et al.](#page-11-7) [\(2022\)](#page-11-7), v2, and SD-XL [Podell et al.](#page-10-14) [\(2023\)](#page-10-14). Finally, to evaluate the presence of objects in the generated images, we employed YOLO v8 [Reis et al.](#page-11-8) [\(2023\)](#page-11-8), a state-of-the-art object detection model. We configured YOLO v8 with a detection threshold of 0.25 and used it to validate which objects from the original prompt were present in the generated image.

515 516 517 This approach allowed us to quantitatively assess how CLIP's text encoder biases propagate through the Stable Diffusion pipeline and manifest in the generated images. By comparing the frequency of object detection with their position in the input prompt, we could directly observe the impact of the text-side bias on the image generation process.

Table 7: Object presence in Stable Diffusion-generated images

Our findings, presented in Table [7,](#page-9-1) demonstrate a clear correlation between an object's position in the text prompt and its likelihood of appearing in the generated image. This correlation aligns with our earlier observations of CLIP's text encoder bias, suggesting that these biases significantly influence the output of text-to-image generation models.

6 CONCLUSION

534 535 536 537 538 539 Our study reveals significant biases in CLIP's image and text encoders, favoring larger objects and first-mentioned items respectively. These biases, demonstrated through our ComCO dataset, substantially impact CLIP's performance in multi-object scenarios. The observed performance drops when manipulating object sizes and mention order underscore CLIP's limitations in handling complex visual environments. These findings highlight the need for more balanced training approaches in vision-language models to mitigate such biases. Future work should focus on developing techniques to address these limitations, advancing the field towards more robust and versatile AI systems capable of accurately interpreting multi-faceted real-world information.

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A APPENDIX

A.1 THE SIMCO AND COMCO DATASETS

A.1.1 THE SIMCO DATASET

The SIMCO dataset comprises 17 objects. These 17 objects are:

Using Blender software, a collection of images containing 2 to 5 objects has been created from these 17 objects. The total number of images in this dataset is approximately 85,000. Examples of these images can be seen in Figure [6.](#page-12-1)

Figure 6: Examples of the SimCO dataset

A.1.2 THE COMCO DATASET

The ComCO dataset contains 72 objects, as listed below:

In this dataset, a collection of images containing 2 to 5 different objects has also been generated. The total number of images in this dataset is approximately 190,000. Various examples from this dataset can be seen in Figure [12.](#page-22-2)

Figure 7: Examples of the ComCO dataset

A.2 TEXT-BASED OBJECT CLASSIFICATION

A.2.1 OBJECTIVE

The Text-based Object Classification experiment was designed to evaluate CLIP's text encoder's ability to represent individual objects within multi-object captions. Our goal was to quantify any potential bias in the representation of objects based on their position in the text.

Figure 8: Illustration of the Text-based Object Classification experiment. The figure demonstrates how embeddings are calculated for multi-object captions using CLIP's text encoder. A single-layer classifier is then trained on these embeddings to classify individual objects.

A.2.2 METHODOLOGY

1. Dataset Preparation:

• We used both the SimCO and ComCO datasets, which contain captions describing scenes with 2 to 5 objects.

• Each caption in the dataset follows a consistent format: "Object1 and Object2 and ... and ObjectN".

2. Text Embedding Generation:

- For each multi-object caption, we used CLIP's text encoder to generate a text embedding.
- This embedding is a high-dimensional vector representation of the entire caption.

3. Classifier Training:

- For each object position (1st, 2nd, 3rd, etc.), we trained a separate single-layer classifier.
- Input: The text embedding of the multi-object caption.
- Output: The predicted object class for that specific position.

4. Evaluation:

- We tested each classifier on a held-out portion of the dataset.
- For each caption, we recorded whether the classifier correctly identified the object at its respective position.
- We calculated the classification accuracy for each object position across all test captions.

We conducted the TOC experiment on various models under different scenarios, and the results are presented in Table [8.](#page-15-0) This experiment was repeated on both the SIMCO and ComCO datasets.

A.3 TEXT-BASED OBJECT RETRIEVAL

A.3.1 OBJECTIVE

The Text-based Object Retrieval (TOR) experiment was designed to assess CLIP's text encoder's ability to retrieve individual objects from multi-object captions. This experiment aimed to investigate potential biases in object retrieval based on the object's position within the caption.

Figure 9: Visualization of the Text-based Object Retrieval experiment. This diagram illustrates the process of retrieving single-object texts based on multi-object captions using CLIP's text encoder.

A.4 METHODOLOGY

1. Dataset Preparation:

- We utilized both the SimCO and ComCO datasets, containing captions describing scenes with 2 to 5 objects. • Each multi-object caption followed the format: "Object1 and Object2 and ... and ObjectN".
	- We also prepared a set of single-object captions for each object class in our datasets.

2. Text Embedding Generation:

- We used CLIP's text encoder to generate embeddings for all multi-object captions.
- Similarly, we generated embeddings for all single-object captions.

3. Similarity Computation:

• For each multi-object caption, we computed the cosine similarity between its embedding and the embeddings of all single-object captions.

4. Object Retrieval:

- For each multi-object caption, we identified the single-object caption with the highest similarity score.
- We recorded which object from the multi-object caption (1st, 2nd, 3rd, etc.) matched this retrieved single-object caption.

5. Evaluation:

- We calculated the percentage of times each object position (1st, 2nd, 3rd, etc.) was retrieved as the most similar.
- This percentage represents the retrieval accuracy for each object position.

914 915 916 We repeated the TOR experiment on various models across scenarios with captions containing 2 to 5 objects. This was done to confirm the presence of the discovered bias. The complete results of this experiment, which was conducted on both the SIMCO and ComCO datasets, can be observed in Table [9.](#page-17-0)

972 973 A.5 IMAGE-BASED OBJECT CLASSIFICATION

A.5.1 OBJECTIVE

The Image-based Object Classification (IOC) experiment was designed to evaluate CLIP's image encoder's ability to represent individual objects within multi-object images. This experiment aimed to investigate potential biases in object classification based on the object's size within the image.

Figure 10: Illustration of the Image-based Object Classification experiment with the ComCO dataset. The diagram shows the process of classifying individual objects in K-object images using CLIP's image encoder, with a single-layer classifier trained on the generated image embeddings

$A, 5.2$ Methodology

Table 10: Image-based Object Classification

1080 1081 A.6 IMAGE-BASED OBJECT RETRIEVAL

1082 1083 A.6.1 OBJECTIVE

1107 1108 1109 The Image-based Object Retrieval (IOR) experiment was designed to assess CLIP's image encoder's ability to retrieve individual objects from multi-object images. This experiment aimed to investigate potential biases in object retrieval based on the object's size within the image.

1102 1103 1104 1105 1106 Figure 11: Visualization of the Image-based Object Retrieval experiment. This diagram illustrates the process of retrieving single-object images based on multi-object image inputs using CLIP's image encoder. The experiment employs a base image containing three objects of varying sizes. CLIP scores are computed between the embedding of this multi-object image and embeddings of various single-object images.

A.6.2 METHODOLOGY

 A.7 TEXT-BASED OBJECT CLASSIFICATION FOR LONG CAPTION

 In this section, we revisited the IOC experiment with a significant modification to the caption structure. Our objective was to investigate whether the previously observed bias persists in longer, more elaborate captions. We achieved this by expanding the caption template, incorporating additional descriptive phrases between object mentions.

The extended caption template used in this experiment was as follows:

This vibrant display features a stunning OBJ1 with its radiant glow, a mesmerizing OBJ2 with bold contours, an enchanting OBJ3 that fits perfectly with its graceful form, a dazzling OBJ4 with brilliant tones and intricate patterns, and an alluring OBJ5 that completes the ensemble with its seamless fusion and distinct shape.

Figure 12: Format for Extended Caption Template

This template allowed us to maintain a consistent structure while significantly increasing the caption length and complexity.

 The results of this modified IOC experiment are presented in Table [12.](#page-23-0) Notably, the observed pattern closely resembles that of the standard IOC experiment. This similarity suggests that the bias identified in shorter captions persists even in more elaborate textual descriptions.

A.8 TEXT-BASED OBJECT RETRIEVAL FOR LONG CAPTION

 In this section, we aimed to examine the performance of various models in the IOR experiment when presented with longer caption formats. This approach mirrors our previous investigation, allowing us to draw comparisons between standard and extended caption scenarios.

We utilized the same extended caption template as in the previous section. The results of this experiment are presented in Table [13.](#page-24-0) Notably, the observed pattern closely aligns with that of the standard IOR experiment, suggesting a consistency in model behavior across different caption lengths.

Table 12: Text-based Object Classification on Long Captions

Table 13: Text-based Object Retrieval For long template

A.9 LAION DATASET ANALYSIS

Figure 13: Process flow for LAION dataset analysis

To investigate the potential bias in CLIP's training data, as discussed in Section 4.3, Claim 2, we conducted an analysis of the LAION dataset. This process, illustrated in Figure [13,](#page-25-2) consisted of three main stages:

A.9.1 STAGE 1: DATASET SAMPLING

Due to the vast size of the LAION dataset (over 2 billion image-text pairs), we randomly selected a subset of 200,000 samples for our analysis. This subset maintained the diversity of the original dataset while making the analysis computationally feasible.

A.9.2 STAGE 2: OBJECT EXTRACTION

For each image-caption pair in our subset:

- 1. We used the Llama 3 model to extract object mentions from the captions. This step allowed us to identify the objects described in each text without relying on manual annotation.
- 2. We applied the Grounding DINO + SAM (Segment Anything Model) tool to generate object masks for the corresponding images. This process enabled us to identify and segment individual objects within each image.
- A.9.3 STAGE 3: ANALYSIS

With the extracted data, we performed the following analysis:

- 1. Object Order: We recorded the order in which objects were mentioned in each caption.
- 2. Object Size: Using the generated masks, we calculated the area of each object in the corresponding image.
- 3. Correlation: We examined the relationship between an object's position in the caption and its size in the image.

1391 AS shown in Figure [14](#page-26-0) This distribution strongly suggests a bias in the LAION dataset where larger objects tend to be mentioned earlier in image captions. This finding supports our hypothesis about the origin of CLIP's text encoder bias, as discussed in Section 4.3 of the main paper.

1393 A.10 COCO DATASET ANALYSIS

1395 1396 1397 1398 In this section, we repeated the experiment conducted in Section 4.3 for different scenarios involving 2 to 5 objects. We divided the captions in the COCO dataset into four subsets: those mentioning 2 objects, 3 objects, 4 objects, and 5 objects. We then analyzed each subset to determine in what percentage of cases the largest object appeared in which position.

1399 1400 The results of this evaluation are presented in Figure [14.](#page-26-0) As can be observed, this trend is repeated across all scenarios: in most cases, the larger object appears earlier in the caption.

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Figure 14: Distribution of larger object positions in captions for objects in COCO and LAION dataset

A.11 OBJECT CATEGORIES FROM DOMAINNET

The DomainNet dataset objects were categorized into three groups based on their relative sizes: small, medium, and large. These categories were used to investigate potential bias in CLIP's text embeddings, as discussed in Section 4.3, Claim 1. The full list of objects used in each category is presented below:

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A.11.1 SMALL OBJECTS

A.11.2 MEDIUM OBJECTS

A.11.3 LARGE OBJECTS

