

000 001 002 003 004 005 006 007 008 009 010 011 012 013 014 015 016 017 018 019 020 021 022 023 024 025 026 027 028 029 030 031 032 033 034 035 036 037 038 039 040 041 042 043 044 045 046 047 048 049 050 051 052 053 VARIATIONAL AUTOENCODING DISCRETE DIFFUSION WITH ENHANCED DIMENSIONAL CORRELATIONS MOD- ELING

006 **Anonymous authors**

007 Paper under double-blind review

010 ABSTRACT

013 Discrete diffusion models have recently shown great promise for modeling com-
014 plex discrete data, with masked diffusion models (MDMs) offering a compelling
015 trade-off between quality and generation speed. MDMs denoise by progressively
016 unmasking multiple dimensions from an all-masked input, but their performance
017 can degrade when using few denoising steps due to limited modeling of inter-
018 dimensional dependencies. In this paper, we propose Variational Autoencoding
019 Discrete Diffusion (VADD), a novel framework that enhances discrete diffusion
020 with latent variable modeling to implicitly capture correlations among dimensions.
021 By introducing an auxiliary recognition model, VADD enables stable training via
022 variational lower bounds maximization and amortized inference over the training
023 set. Our approach retains the efficiency of traditional MDMs while significantly
024 improving sample quality, especially when the number of denoising steps is small.
025 Empirical results on 2D toy data, pixel-level image generation, and text generation
026 demonstrate that VADD consistently outperforms MDM baselines.

027 1 INTRODUCTION

029 Diffusion models (Ho et al., 2020; Song et al., 2020) have shown their remarkable successes in
030 generative modeling of continuous objects, e.g., image (Rombach et al., 2021; Ramesh et al., 2022),
031 audio (Kong et al., 2021; Liu et al., 2023), and video (Ho et al., 2022; Blattmann et al., 2023).
032 Recently, diffusion models have also been extended to the discrete state space (Austin et al., 2021;
033 Campbell et al., 2022; Sun et al., 2023; Lou et al., 2024), achieving competitive or even superior
034 performance to autoregressive models in tasks such as Sudoku solving and code generation. A
035 notable example is the masked diffusion model (MDM) (Sahoo et al., 2024; Shi et al., 2024; Ou et al.,
036 2025), which works by progressively masking the dimensions of the data point towards an all-masked
037 state in the forward process, and gradually unmasking (i.e., predicting the distributions of) multiple
038 dimensions simultaneously in the backward process. This parallel prediction capability of MDMs to
039 offers great potentials of sampling acceleration upon autoregressive models, which typically predict
040 one dimension at a time (Xu et al., 2024).

041 Despite the inference efficiency of MDMs, their denoising distribution at each backward step is
042 typically modeled as a product of independent categorical distributions across dimensions which may
043 fail to capture complex inter-dimensional dependencies commonly present in real-world data. This
044 issue becomes particularly pronounced when using a small number of denoising steps, where many
045 dimensions must be unmasked simultaneously, amplifying the impact of independence assumptions.
046 While recent efforts (Xu et al., 2024; Liu et al., 2024) have attempted to mitigate this limitation,
047 they require inner-loop sampling steps under guidance from pre-trained autoregressive models or
048 correlation models, introducing additional computation costs.

049 In this work, we propose Variational Autoencoding Discrete Diffusion (VADD), a novel framework
050 that enhances discrete diffusion models by incorporating a latent variable structure into the denoising
051 distribution. This structure enables the model to implicitly capture inter-dimensional correlations,
052 thereby improving its approximation capacity. To address the intractability of the resulting marginal
053 distributions, we adopt the variational autoencoding framework (Kingma & Welling, 2014), jointly
optimizing the denoising model and an auxiliary recognition model via a variational lower bound. We

054 further design a specialized transformer-based architecture for VADD that retains the fast inference ef-
 055 ciency of traditional MDMs. Through experiments on 2D toy datasets, pixel-level image generation,
 056 and text generation, we show that VADD consistently outperforms MDM baselines—particularly in
 057 terms of sample quality—highlighting the benefits of modeling dimensional dependencies.
 058

059 2 BACKGROUND

061 **Masked diffusion models** Let \mathbf{x}_0 be a categorical sample with N dimensions and $\mathbf{x}_0^i \in \{1, \dots, V\}$
 062 be the i -th dimension of \mathbf{x}_0 . We further augment the state space with a special mask state $[\text{M}] = V+1$.
 063 Let δ_a denote a one-hot vector of length $V+1$ with the value 1 at position a . The forward process
 064 of masked diffusion models (MDMs) is defined as $q(\mathbf{x}_t|\mathbf{x}_s) = \prod_{i=1}^N q(\mathbf{x}_t^i|\mathbf{x}_s^i)$ and $q(\mathbf{x}_t^i|\mathbf{x}_s^i) =$
 065 $\text{Cat}(\mathbf{x}_t^i; \frac{\alpha_t}{\alpha_s} \delta_{\mathbf{x}_s^i} + \frac{\alpha_s - \alpha_t}{\alpha_s} \delta_{[\text{M}]})$ for $s < t$, where the mask schedule α_t is a strictly decreasing function in
 066 $t \in [0, 1]$ with $\alpha_0 \approx 1$ and $\alpha_1 \approx 0$. Particularly, we have $q(\mathbf{x}_t^i|\mathbf{x}_0^i) = \text{Cat}(\mathbf{x}_t^i; \alpha_t \delta_{\mathbf{x}_s^i} + (1 - \alpha_t) \delta_{[\text{M}]})$
 067 that will diffuse to an all-masked state $[\text{M}]^N$ at $t = 1$.
 068

069 Given \mathbf{x}_0 , the posterior distribution of \mathbf{x}_s takes the form $q(\mathbf{x}_s|\mathbf{x}_t, \mathbf{x}_0) = \prod_{i=1}^N q(\mathbf{x}_s^i|\mathbf{x}_t^i, \mathbf{x}_0^i)$ where
 070

$$q(\mathbf{x}_s^i|\mathbf{x}_t^i, \mathbf{x}_0^i) = \begin{cases} \text{Cat}(\mathbf{x}_s^i; \delta_{\mathbf{x}_t^i}), & \mathbf{x}_t^i \neq [\text{M}], \\ \text{Cat}(\mathbf{x}_s^i; \frac{1-\alpha_s}{1-\alpha_t} \delta_{[\text{M}]} + \frac{\alpha_s - \alpha_t}{1-\alpha_t} \delta_{\mathbf{x}_0^i}), & \mathbf{x}_t^i = [\text{M}]. \end{cases} \quad (1)$$

073 **The symbol Cat refers to the categorical distribution.** Equation (1) inspires parametrizing the
 074 backward transitions as

$$p_{\theta}(\mathbf{x}_s|\mathbf{x}_t) = q(\mathbf{x}_s|\mathbf{x}_t, \mathbf{x}_0 = \mu_{\theta}(\mathbf{x}_t, t)) = \prod_{i=1}^N q(\mathbf{x}_s^i|\mathbf{x}_t^i, \mathbf{x}_0^i = \mu_{\theta}^i(\mathbf{x}_t, t)), \quad (2)$$

078 where the denoising distribution $\mu_{\theta}(\mathbf{x}_t, t) \in \mathbb{R}^{N \times (V+1)}$ with the constraint $\sum_{j=1}^V \mu_{\theta}^{i,j}(\mathbf{x}_t, t) = 1$
 079 and $\mu_{\theta}^{i,[\text{M}]}(\mathbf{x}_t, t) = 0$ is expected to match the posterior of the clean data $q(\mathbf{x}_0|\mathbf{x}_t)$. The $\mu_{\theta}(\mathbf{x}_t, t)$ is
 080 explicit and often trained by maximizing the continuous-time evidence lower bound (ELBO) (Shi
 081 et al., 2024; Sahoo et al., 2024)

$$\mathcal{L}(\mathbf{x}_0; \theta) = \int_0^1 \mathbb{E}_{q(\mathbf{x}_t|\mathbf{x}_0)} \frac{-\alpha'_t}{1 - \alpha_t} \log p_{\theta}(\mathbf{x}_0|\mathbf{x}_t) dt \leq \log p_{\theta}(\mathbf{x}_0) \quad (3)$$

085 for all \mathbf{x}_0 in the training set, equivalent to the training loss of any-order autoregressive models, as
 086 discussed in Ou et al. (2025).

087 Note that the backward transition distribution $p_{\theta}(\mathbf{x}_s|\mathbf{x}_t)$ in equation (2) is factorizable over N
 088 dimensions which helps reducing the modeling complexity of state space. However, this conditional
 089 independence structure fails to capture the inter-dimensional correlations and would inevitably
 090 introduce cumulative approximation errors. As the number of dimensions unmasked simultaneously
 091 during a backward transition is proportional to $(\alpha_s - \alpha_t)$, this drawback can be more severe under a
 092 large step size.
 093

094 **Variational autoencoders** Consider the generative modeling task on a dataset $\{\mathbf{y}_1, \dots, \mathbf{y}_M\}$,
 095 where \mathbf{y}_i is an N -dimensional continuous or discrete variable. The variational autoencoder (VAE)
 096 (Kingma & Welling, 2014) assumes a generative model $p_{\theta}(\mathbf{y}, \mathbf{z}) = p_{\theta}(\mathbf{y}|\mathbf{z})p(\mathbf{z})$, where $\mathbf{z} \in \mathbb{R}^d$ is a
 097 latent variable with a prior distribution $p(\mathbf{z})$, and a recognition model $r_{\phi}(\mathbf{z}|\mathbf{y})$ as an approximation
 098 for the intractable posterior $p_{\theta}(\mathbf{z}|\mathbf{y})$. The generative model and recognition model can be jointly
 099 learned by maximizing the following evidence lower bound (ELBO)

$$L(\mathbf{y}; \theta, \phi) = \mathbb{E}_{r_{\phi}(\mathbf{z}|\mathbf{y})} \log \left(\frac{p_{\theta}(\mathbf{y}, \mathbf{z})}{r_{\phi}(\mathbf{z}|\mathbf{y})} \right) = \log p_{\theta}(\mathbf{y}) - D_{\text{KL}}(r_{\phi}(\mathbf{z}|\mathbf{y}) \| p_{\theta}(\mathbf{z}|\mathbf{y})) \leq \log p_{\theta}(\mathbf{y}) \quad (4)$$

102 for all data points $\{\mathbf{y}_1, \dots, \mathbf{y}_M\}$. Here, $p_{\theta}(\mathbf{y}) = \int_{\mathbb{R}^d} p_{\theta}(\mathbf{y}, \mathbf{z}) d\mathbf{z}$ is the marginal likelihood of \mathbf{y} and
 103 D_{KL} is the Kullback-Leibler (KL) divergence.

104 A mean-field structure is often assumed for the conditional distribution $p_{\theta}(\mathbf{y}|\mathbf{z})$, i.e., the dimensions
 105 of \mathbf{y} are independently distributed conditioned on \mathbf{z} . As a comprehensible example, Kingma &
 106 Welling (2014) assumes the following distribution over a continuous image sample \mathbf{y}
 107

$$p_{\theta}(\mathbf{y}|\mathbf{z}) = \mathcal{N}(\mathbf{m}_{\theta}(\mathbf{z}), \text{diag}\{\sigma_{\theta}^2(\mathbf{z})\}), \quad (5)$$

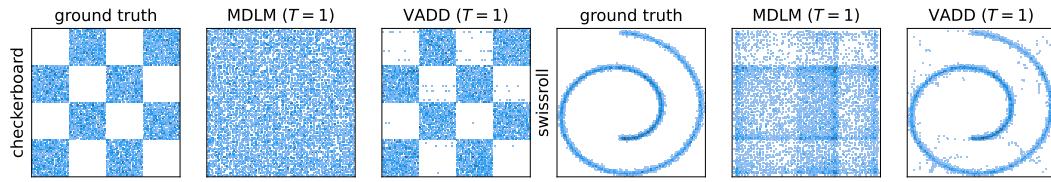


Figure 1: One-step generation results of VADD and MDLM (Sahoo et al., 2024) on 2D examples.

where $\mathbf{m}_\theta, \sigma_\theta : \mathbb{R}^d \rightarrow \mathbb{R}^N$ are two learnable neural networks. As a latent variable model, the marginal distribution $p_\theta(\mathbf{y})$ is still capable of modeling the complex dimensional correlations by integrating out the latent variable \mathbf{z} .

3 METHODOLOGY

In this section, we propose Variational Autoencoding Discrete Diffusion (VADD), which extends the dimension-independent denoising distribution in MDMs by introducing a latent variable structure. This design enables VADD to capture complex dependencies across dimensions. Both the denoising distribution and an auxiliary recognition model are jointly optimized under the variational autoencoding framework. The basic idea of VADD can also be transferred to discrete diffusion models with other noise schedules (e.g., uniform distribution as the noise), which is an interesting future direction.

3.1 DENOISING MODEL IN VADD

Instead of parametrizing the backward transition $p_\theta(\mathbf{x}_s|\mathbf{x}_t)$ as an explicit distribution, we define it as a latent variable model:

$$p_\theta(\mathbf{x}_s|\mathbf{x}_t) = \int_{\mathbb{R}^d} p_\theta(\mathbf{x}_s|\mathbf{x}_t, \mathbf{z}) p(\mathbf{z}) d\mathbf{z}, \quad (6)$$

where $p(\mathbf{z})$ is the prior distribution of the latent variable $\mathbf{z} \in \mathbb{R}^d$ and $p_\theta(\mathbf{x}_s|\mathbf{x}_t, \mathbf{z})$, an explicit probabilistic model, is the conditional distribution given the previous state \mathbf{x}_t and the latent variable \mathbf{z} . Although the conditional distribution $p_\theta(\mathbf{x}_s|\mathbf{x}_t, \mathbf{z})$ may not capture the dimensional correlations of \mathbf{x}_s , the marginal transition distribution $p_\theta(\mathbf{x}_s|\mathbf{x}_t)$ is capable of doing this by integrating out \mathbf{z} . Throughout this paper, the prior distribution $p(\mathbf{z})$ is the standard Gaussian distribution $\mathcal{N}(\mathbf{0}_d, \mathbf{I}_d)$, and other multimodal distributions, e.g., Gaussian mixtures, are meaningful to explore in the future.

Inspired by the \mathbf{x}_0 -prediction parameterization of MDM backward transitions in equation (2), we parametrize the conditional distribution as $p_\theta(\mathbf{x}_s|\mathbf{x}_t, \mathbf{z}) = \prod_{i=1}^N p_\theta(\mathbf{x}_s^i|\mathbf{x}_t^i, \mathbf{z})$ and

$$p_\theta(\mathbf{x}_s^i|\mathbf{x}_t^i, \mathbf{z}) = \begin{cases} \text{Cat}(\mathbf{x}_s^i; \mathbf{x}_t^i), & \mathbf{x}_t^i \neq [\mathbf{M}]; \\ \text{Cat}\left(\mathbf{x}_s^i, \frac{1-\alpha_s}{1-\alpha_t} \delta_{[\mathbf{M}]} + \frac{\alpha_s - \alpha_t}{1-\alpha_t} \boldsymbol{\mu}_\theta^i(\mathbf{x}_t, \mathbf{z}, t)\right), & \mathbf{x}_t^i = [\mathbf{M}]; \end{cases} \quad (7)$$

where the $\boldsymbol{\mu}_\theta(\mathbf{x}_t, \mathbf{z}, t) \in \mathbb{R}^{N \times (V+1)}$, satisfying $\sum_{j=1}^V \boldsymbol{\mu}_\theta^{i,j}(\mathbf{x}_t, \mathbf{z}, t) = 1$ and $\boldsymbol{\mu}_\theta^{i,[\mathbf{M}]}(\mathbf{x}_t, \mathbf{z}, t) = 0$, is a deep model outputting the categorical probabilities of $p_\theta(\mathbf{x}_0|\mathbf{x}_t, \mathbf{z})$.

Intuitively, there are multiple possible ways to recover the clean data \mathbf{x}_0 from the partially masked sample \mathbf{x}_t , reflecting the multimodality of $q(\mathbf{x}_0|\mathbf{x}_t)$. The latent variable \mathbf{z} can be interpreted as a controller for high-level semantics, guiding the denoising model toward a specific mode of the clean data. Figure 1 provides a comprehensive example on how VADD works on 2D toy examples. We see that MDLM cannot model this correlation in one step, as suggested by the collapsed samples in the middle column. In contrast, VADD correctly captures this correlation and generates good samples from these multimodal distributions in one step.

Combining equation (6) and (7), the conditional distribution of \mathbf{x}_0 given \mathbf{x}_t , $q(\mathbf{x}_0|\mathbf{x}_t)$, is approximated through

$$p_\theta(\mathbf{x}_0|\mathbf{x}_t) = \int_{\mathbb{R}^d} \prod_{i=1}^N \left[\boldsymbol{\mu}_\theta^{i,\mathbf{x}_0^i}(\mathbf{x}_t, \mathbf{z}, t) \mathbb{I}_{\mathbf{x}_t^i = [\mathbf{M}]} + \mathbb{I}_{\mathbf{x}_0^i = \mathbf{x}_t^i \neq [\mathbf{M}]} \right] p(\mathbf{z}) d\mathbf{z}. \quad (8)$$

162

Algorithm 1: Training in VADD

163

Input: Number of iterations H ; Optimizer Opt; KL annealing weight λ_h ; Batch size B .

164

Initialize $p_{\theta}(\mathbf{x}_0|\mathbf{x}_t, \mathbf{z})$ and $r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$;

165

for $h = 1, \dots, H$ **do**

166

 Sample $\{\mathbf{x}_0^{(b)}\}_{b=1}^B$ from the training data and $\{\mathbf{x}_t^{(b)}\}_{b=1}^B$ from Uniform(0, 1);

167

 Sample $\{\mathbf{x}_{t^{(b)}}^{(b)}\}_{b=1}^B$ based on $\{\mathbf{x}_0^{(b)}\}_{b=1}^B$ and the forward masking process $q(\mathbf{x}_t|\mathbf{x}_0)$;

168

 Sample $\{\mathbf{z}^{(b)}\}_{b=1}^B$ from the recognition model $r_{\phi}(\mathbf{z}|\mathbf{x}_0^{(b)}, \mathbf{x}_{t^{(b)}}^{(b)})$;

169

 Compute the KL annealing weight λ_h ;

170

 Compute the Monte Carlo estimate of DELBO $\widehat{\mathcal{L}}_{\lambda_h, \text{MC}}(\boldsymbol{\theta}, \boldsymbol{\phi}) := \frac{1}{B} \sum_{b=1}^B \widehat{\mathcal{L}}_{\lambda_h}(\mathbf{x}_0^{(b)}; \boldsymbol{\theta}, \boldsymbol{\phi})$;

171

 Update the parameters $\boldsymbol{\theta}, \boldsymbol{\phi} \leftarrow \text{Opt}(\boldsymbol{\theta}, \boldsymbol{\phi}, -\nabla_{\boldsymbol{\theta}, \boldsymbol{\phi}} \widehat{\mathcal{L}}_{\lambda_h, \text{MC}}(\boldsymbol{\theta}, \boldsymbol{\phi}))$;

172

173

174

175

However, directly maximizing the ELBO $\mathcal{L}(\mathbf{x}_0; \boldsymbol{\theta})$ in equation (3) is no longer feasible, since $p_{\theta}(\mathbf{x}_0|\mathbf{x}_t)$ in VADD requires marginalizing out \mathbf{z} which is intractable (equation (8)). In what follows, we introduce an alternative tractable surrogate for the ELBO $\mathcal{L}(\mathbf{x}_0; \boldsymbol{\theta})$ in equation (3).

176

3.2 THE VARIATIONAL AUTOENCODING MECHANISM

177

Inspired by the idea of VAEs (Kingma & Welling, 2014), we consider approximating the posterior distribution of the latent variable \mathbf{z} with an auxiliary recognition model $r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t) \approx p_{\theta}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$. Now for the $\mathcal{L}(\mathbf{x}_0; \boldsymbol{\theta})$ in equation (3), by treating the $p_{\theta}(\mathbf{x}_0|\mathbf{x}_t)$ itself as a marginal likelihood conditioned on \mathbf{x}_t , the following equation gives a lower bound of $\mathcal{L}(\mathbf{x}_0; \boldsymbol{\theta})$:

178

$$\widehat{\mathcal{L}}(\mathbf{x}_0; \boldsymbol{\theta}, \boldsymbol{\phi}) = \int_0^1 \mathbb{E}_{q(\mathbf{x}_t|\mathbf{x}_0)} \mathbb{E}_{r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)} \frac{-\alpha'_t}{1-\alpha_t} \log \left(\frac{p_{\theta}(\mathbf{x}_0|\mathbf{x}_t, \mathbf{z}) p(\mathbf{z})}{r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)} \right) dt \leq \mathcal{L}(\mathbf{x}_0; \boldsymbol{\theta}). \quad (9)$$

179

The $\widehat{\mathcal{L}}(\mathbf{x}_0; \boldsymbol{\theta}, \boldsymbol{\phi})$ in equation (9) is referred to as the Double Evidence Lower Bound (DELBO), as it is a lower bound of ELBO (see more details in Appendix A.1). The equality in equation (9) holds if and only if $r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t) \approx p_{\theta}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$, i.e., the recognition model perfectly fits the posterior. In our implementation, the recognition model $r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$ is a diagonal Gaussian distribution, i.e.,

180

$$r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t) = \mathcal{N}(\mathbf{m}_{\phi}(\mathbf{x}_0, \mathbf{x}_t), \text{diag}\{\boldsymbol{\sigma}_{\phi}^2(\mathbf{x}_0, \mathbf{x}_t)\}), \quad (10)$$

181

where \mathbf{m}_{ϕ} and $\boldsymbol{\sigma}_{\phi}$ are two deep models approximating the mean and standard deviation, respectively. We find that this simple implementation works fairly well in numerical studies.

182

Similarly to the classical VAEs, the denoising model and recognition model can be jointly optimized by maximizing the DELBO $\widehat{\mathcal{L}}(\mathbf{x}_0; \boldsymbol{\theta}, \boldsymbol{\phi})$ for all \mathbf{x}_0 in the training set. Since the $r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$ is a Gaussian distribution, the reparameterization trick could be utilized to compute the gradient w.r.t. $\boldsymbol{\phi}$. However, as the posterior distribution $p_{\theta}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$ is rather complex in the high-dimensional cases, naively maximizing $\widehat{\mathcal{L}}(\mathbf{x}_0; \boldsymbol{\theta}, \boldsymbol{\phi})$ can encounter with the posterior collapse issue empirically. To tackle this problem, we borrow the idea of KL annealing from Bowman et al. (2015); Yang et al. (2017) and consider the following variant of DELBO

183

$$\widehat{\mathcal{L}}_{\lambda}(\mathbf{x}_0; \boldsymbol{\theta}, \boldsymbol{\phi}) = \int_0^1 \mathbb{E}_{q(\mathbf{x}_t|\mathbf{x}_0)} \mathbb{E}_{r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)} \frac{-\alpha'_t}{1-\alpha_t} \left[\log p_{\theta}(\mathbf{x}_0|\mathbf{x}_t, \mathbf{z}) - \lambda \log \left(\frac{r_{\phi}(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)}{p(\mathbf{z})} \right) \right] dt, \quad (11)$$

184

where $\lambda \in [0, 1]$ is the KL annealing weight. We summarize the training procedure of VADD in Algorithm 1.

185

As in other MDMs, sampling from VADD also starts from an all-masked state and recovers the clean data with the backward transition $p_{\theta}(\mathbf{x}_s|\mathbf{x}_t)$. More specifically, given a time sequence $\{t_i\}_{i=1}^T$ satisfying $0 = t_0 < t_1 < \dots < t_T = 1$, sampling from $p_{\theta}(\mathbf{x}_0)$ is realized by recursively sampling

186

$$\mathbf{z}_{t_i} \sim p(\mathbf{z}) \text{ and } \mathbf{x}_{t_{i-1}} \sim p_{\theta}(\mathbf{x}_{t_{i-1}}|\mathbf{x}_{t_i}, \mathbf{z}_{t_i}),$$

187

starting from $\mathbf{x}_{t_T} = [\mathbf{M}]^N$. We summarize the sampling procedure of VADD in Algorithm 2.

Algorithm 2: Sampling from VADD**Input:** A sequence of time steps
$$0 = t_0 < t_1 < \dots < t_T = 1; \text{ A transition model } p_{\theta}(\mathbf{x}_s|\mathbf{x}_t, \mathbf{z}).$$
Output: The generated sample \mathbf{x}_0 .Initialize $\mathbf{x}_{t_T} = [\mathbf{M}]^N$;**for** $i = T, \dots, 1$ **do** Sample $\mathbf{z} \sim p(\mathbf{z})$; Sample $\mathbf{x}_{i-1} \sim p_{\theta}(\mathbf{x}_{i-1}|\mathbf{x}_{t_i}, \mathbf{z})$;

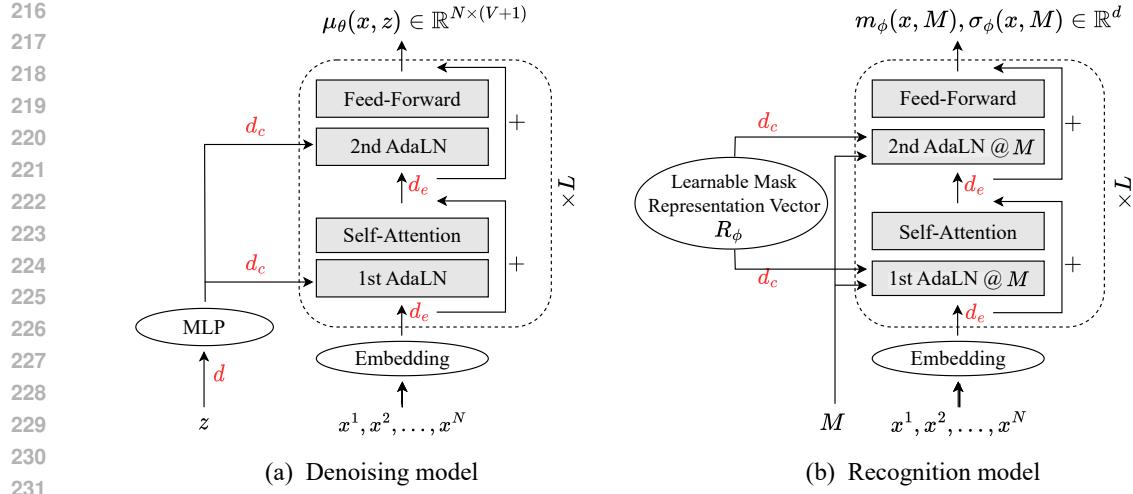


Figure 2: The network architecture of the denoising model and recognition model in VADD for text modeling. The feature dimensions of the tensors are marked in red font. $@M$ means that the module is only applied to the positions i satisfying $M^i = 1$.

3.3 DESIGN OF THE DENOISING MODEL AND RECOGNITION MODEL FOR TEXTS

An important application of VADD is text generative modeling. However, the standard transformer architecture (Vaswani et al., 2017) is not directly applicable for parametrizing the denoising model and recognition model for text generation. In this section, we address this limitation by specifically modifying the transformer architecture for both models and analyzing their inference complexities. Denote by L the number of transformer blocks, by d_e the dimension of token embeddings, by d_c the dimension for latent variable embeddings, and by d the latent dimension.

Denoising model Recall that the the backward transition $q_\theta(x_s|x_t)$ is implicitly defined by the denoising model $\mu_\theta(x_t, z, t)$ in equation (7), whose workflow is illustrated in Figure 2(a). To incorporate z , we introduce the AdaLN layer, an affine transform depending on z , that performs adaptive layer normalization (AdaLN) (Xu et al., 2019). Specifically, an inner-block MLP first takes the embedding of z as input and outputs the shift and scale that will be applied to all token embeddings in the sequence. Each of the L transformer blocks consists of a self-attention layer and a feed-forward layer, both preceded by an AdaLN layer.

Recognition model The recognition model $r_\phi(z|x_0, x_t)$ takes two sequences, x_0 and x_t , as input, but naively applying a transformer to them will double the computational cost. Fortunately, the observation that x_t is a partially masked version of x_0 inspires a simpler model design. We introduce a binary vector $M_t \in \{0, 1\}^N$ representing whether a position is masked ($= 1$) or not ($= 0$), and thus the pair (x_0, x_t) can be bijectively mapped to (x_0, M_t) which is used as model input instead. This defines the recognition model $r_\phi(z|x_0, M_t) = r_\phi(z|x_0, x_t)$, as illustrated in Figure 2(b). Similarly to the denoising model, an AdaLN layer is added before both the self-attention layer and feed-forward layer in each transformer block, with the difference that this AdaLN layer is applied exclusively to masked tokens. This operation can be implemented by first defining a learnable mask representation vector R_ϕ (shared across blocks), then using two inner-block MLPs on R_ϕ for outputting the shift and scale of the AdaLN layers in each block, and finally blocking their application to the unmasked tokens by multiplying M_t .

Remark. *Although a more straightforward way for building $r_\phi(z|x_0, x_t)$ is just ignoring the dependency on x_t and only taking x_0 as input, we find this will cause severe posterior collapse issue empirically, even if the KL annealing weight in the loss function (11) is carefully tuned by us.*

Complexity analysis For VADD, since both z and R_ϕ are one-dimensional tensors, the complexity of the AdaLN layers is $O(LNd_e + Ld_cd_e)$, where N is the sequence length. For the denoising model, the complexity of MLP is $O(dd_c)$, and that of the standard transformer model is $O(NVd_e +$

270 $L(N^2d_e + Nd_e^2)$). Therefore, the total complexity of the denoising model is $O(NVd_e + L(N^2d_e +$
 271 $Nd_e^2) + LNd_e + Ld_cd_e + dd_c)$. Since the term $(Ld_cd_e + dd_c)$ is dominated, the overall complexity
 272 is thus to be $O(VNd_e + L(N^2d_e + Nd_e^2) + LNd_e)$. For the recognition model, the complexity
 273 of the AdaLN layer and transformer model remain the same as in the denoising model, while
 274 the complexity of the MLP is $O(dd_e)$. Thus, the total complexity of the recognition model is
 275 $O(VNd_e + L(N^2d_e + Nd_e^2) + LNd_e + Ld_cd_e + dd_e) = O(VNd_e + L(N^2d_e + Nd_e^2) + LNd_e)$.
 276 By factorizing N out, the per-token complexity for both the denoising and recognition model is
 277 $O(Vd_e + LNd_e + Ld_e^2)$, where we omit the last term as it is one order smaller than the other terms.

278 It should be pointed out that the training cost of VADD is around $1.5 \times$ that of other MDMs with
 279 only a denoising model in our implementation (see Table 4), since two models of the same size are
 280 jointly trained in VADD using the KL-annealed DELBO loss (11). As a future work for reducing the
 281 training cost, we can discard the recognition model and only optimize the generative model using
 282 alternative loss functions, e.g., score divergence. Despite the limitation of training cost, **the sampling**
 283 **cost of VADD is the same as that of other MDMs, since the sampling procedure does not involve**
 284 **the recognition model.**

285
 286

4 RELATED WORKS

288 Several works have explored utilizing latent variable models to improve text modeling (Bowman
 289 et al., 2015; Gu et al., 2018; Kaiser et al., 2018). Recently, Kong et al. (2025) used latent variable
 290 structure for the next token prediction in autoregressive models and optimized with variational Bayes
 291 (Jordan et al., 1999), instead of the VAE amortizing over all training samples. Hayakawa et al.
 292 (2024) considered distilling the pretrained MDMs with model mixtures as the backward transition by
 293 optimizing the consistency loss. Di[M]O (Zhu et al., 2025b) distills a multi-step masked diffusion
 294 model into a one-step generator, by optimiing the the model outputs of a student model for all possible
 295 intermediate states under the help of an auxiliary model. Soft-Di[M]O (Zhu et al., 2025a) integrates
 296 soft embeddings into Di[M]O distillation, which makes one-step generators end-to-end trainable
 297 and enables straightforward application of GAN-based refinement, differentiable reward fine-tuning,
 298 and TTEO. Learnable Sampler Distillation (Fu et al., 2025) also employs a distillation approach in
 299 which a student sampler with a few steps learns to align its intermediate score trajectory with that
 300 of a high-quality teacher sampler with numerous steps. Our approach is clearly distinct from these
 301 distillation based methods as we train the latent-variable denoising model from scratch based on
 302 training data set, and do not rely on a powerful pre-trained teacher model as the initialization weight
 303 and learning target.

304 The posterior collapse issue is a common problem during training VAEs, i.e., the recognition model
 305 ignores the dependency on data and becomes very close to the prior distribution. From an optimization
 306 perspective, the recognition model can be less regularized by the prior through downweighting the
 307 KL divergence term, termed as the KL annealing strategy (Bowman et al., 2015; Yang et al., 2017).
 308 As the posterior collapse issue can be partially attributed to the over-complex decoder, Gulrajani
 309 et al. (2017) proposes a hybrid architecture that combines a VAE with a weaker decoder, while Kim
 310 et al. (2018) proposes to strengthen the encoder. Dieng et al. (2019) adds skip connections from the
 311 input directly to the decoder, reducing the burden on the latent variable. Kingma et al. (2016) uses
 312 normalizing flows to model a highly flexible and complex prior, allowing the posterior to capture
 313 complex data dependencies instead of collapsing to the simple prior.

314
 315

5 EXPERIMENTS

316 In this section, we demonstrate the effectiveness of VADD on three tasks: two-dimensional toy
 317 examples, pixel-level image generation, and text generation. For all these tasks, we reimplement
 318 MDM using the ELBO loss function defined in equation (3), along with the same training strategy as
 319 VADD. This reimplementation serves as our main baseline, which we refer to as MDLM, a method
 320 concurrently proposed by three recent works (Sahoo et al., 2024; Shi et al., 2024; Ou et al., 2025).
 321 Unless otherwise specified, we use the linear noise schedule $\alpha_t = 1 - t$ and the linear time steps
 322 $t_i = i/T$ for discretizing the backward process. For the ELBO evaluation in VADD, we use the
 323 1000-sample lower bound variant of DELBO (see equation (20)) as an estimate for ELBO, which is a
 324 common choice in the VAE literature (Burda et al., 2016; Vahdat & Kautz, 2020). For all the negative-

324
 325 Table 1: Empirical JS divergence (\downarrow) between generated samples and ground truth samples, and NLL
 326 (\downarrow) evaluated on ground truth data. JS- T means sampling with T steps. The empirical JS divergences
 327 are evaluated based on 100K samples.

Model	checkerboard			swissroll			circles		
	JS-1	JS-5	NLL	JS-1	JS-5	NLL	JS-1	JS-5	NLL
MDLM	1.395	0.211	8.503	2.619	0.287	7.111	2.273	0.263	7.462
VADD	0.062	0.048	8.058	0.086	0.025	6.132	0.161	0.042	6.716

328
 329 likelihood-based metrics, the autoregressive results are exact likelihoods, while the diffusion results
 330 are upper bounds. The experimental details can be found in Appendix B. We emphasize that VADD
 331 is expected to achieve improved sample-quality-based metrics, such as FID score and generative
 332 perplexity, with fewer sampling steps. However, we do not expect substantial improvements in
 333 likelihood-based metrics, e.g., bits per dimension, perplexity, etc.

340 5.1 TWO-DIMENSIONAL TOY EXAMPLES

342 We first apply VADD to two-dimensional toy examples to provide a concise understanding of how
 343 our method works. We consider three multimodal distributions: checkerboard, swissroll, and circles.
 344 The training set consists of 100K samples generated by the `scikit-learn` package (Pedregosa
 345 et al., 2011). We rescale the data to $[0, 1]$ and discretize them with a bin width of 0.01, resulting
 346 in $V = 100$ for each dimension. Both MDLM and VADD are trained for 500 epochs with a batch
 347 size of 256 and an initial learning rate of 0.0003 (annealing according to a cosine schedule). The
 348 KL annealing weight λ in VADD linearly increases from 0 to 1 in the first 100 epochs. The latent
 349 dimension is set to $d = 2$.

350 Table 1 reports the Jensen-Shannon (JS) divergence and negative marginal loglikelihood (NLL) of
 351 different methods, where we see that the VADD outperforms MDLM by a large margin on these
 352 quantitative metrics. Figure 1 and Figure 5 show the histplots of the samples generated by different
 353 methods and sampling steps, where we see that VADD is capable of generating samples that are
 354 much closer to the ground truth.

356 5.2 PIXEL-LEVEL IMAGE GENERATION

357 We then apply VADD to the pixel-level image generation task on the binarized MNIST (padded to
 358 $32 \times 32, V = 2$) and CIFAR-10 ($32 \times 32, V = 256$) datasets. For both datasets, the denoising model
 359 and the recognition model adopt the UNet architecture in the PyTorch implementation¹ of variational
 360 diffusion models (Kingma et al., 2021). The denoising model incorporates the latent variable z by
 361 adding its embedding to the pixel embeddings in each up block and down block. The recognition
 362 model employs the siamese mechanism (Koch et al., 2015), which applies the same UNet to x_0 and
 363 x_t and finally aggregates the outputs. The denoising model in the MDLM baseline also adopts the
 364 same UNet architecture. Both MDLM and VADD are trained for 0.2M (binarized MNIST) or 1M
 365 (CIFAR-10) iterations with a batch size of 256 and a constant learning rate of 2e-4. The KL annealing
 366 weight λ in VADD linearly increases from 0 to 1 in the first 100K iterations. [We consider a continuous](#)
 367 [DDPM \(Ho et al., 2020\) baseline, which is implemented by the diffusers.DDPMPipeline](#)
 368 [module with the google/ddpm-cifar10-32 pre-trained checkpoint.](#)

369 Table 2 reports the bits per dimension (BPD) of different models. For the CIFAR-10 results in Table
 370 2, both MDLM and VADD are trained for 2M iterations to keep consistent with that of MD4 (Shi
 371 et al., 2024). We see that the latent variable structure provides more generative modeling capacity, as
 372 evidenced by the lower BPD of VADD. It is worth noting that the BPD reduction of VADD is much
 373 more significant on the binarized MNIST dataset, as the VAE framework generally works better on
 374 low-dimensional cases (a smaller V).

375 The binarized MNIST samples generated by MDLM and VADD with different sampling steps are
 376 plotted in Figure 3. We see that VADD can generate realistic digit images with even $T = 5$ sampling

377 ¹<https://github.com/addtt/variational-diffusion-models>



Figure 3: Non-cherry-picked samples generated by different discrete diffusion models and sampling steps on the binarized MNIST dataset.

Table 2: Test BPD (\downarrow) on binarized MNIST and CIFAR-10. \dagger Reproduced by us.

Model	#Parameters	BPD
<i>Binarized MNIST (32 \times 32)</i>		
MDLM \dagger	2.2M	0.075
VADD (ours)	2.3M	0.063
<i>CIFAR-10 (32 \times 32)</i>		
D3PM - $L_{\lambda=0.01}$	37M	4.40
MD4	28M	2.75
MDLM \dagger	32M	2.80
VADD (ours)	32M	2.74

Table 3: FID score (\downarrow) with different sampling steps T on the CIFAR-10 dataset. The FID score is computed with 50K images using the `clean-fid` package. \dagger Reproduced by us.

T	MDLM \dagger	VADD (ours)	DDPM
10	334.3	170.3	298.7
20	261.3	108.7	239.1
30	203.4	84.8	187.2
40	166.1	72.1	153.6
50	140.3	64.6	131.0
100	76.5	50.5	77.2

steps, which is impossible for MDLM. For a direct metric for the sample quality, we report the Fréchet inception distance (FID) score between the generated images and the training set on CIFAR-10 in Table 3. We see that VADD consistently generates more realistic images than MDLM with a small number of sampling steps T . The sample quality of DDPM lies between that of MDLM and VADD. However, it should be acknowledged that the pixel-level discrete modeling of images is quite hard, and the FID scores of MDM-based methods could lag behind other state-of-the-art continuous modeling methods by a large margin. See more image samples in Figure 7 (MNIST) and Figure 9 (CIFAR-10) in Appendix C.2.

5.3 TEXT GENERATION

Finally, we test the effectiveness of VADD for unconditional text generation, aligned with the common practice of diffusion language models. We consider two widely used datasets: One Billion Word (LM1B) and OpenWebText. The denoising model and recognition model of VADD adopt the architecture in Lou et al. (2024) based on diffusion transformer, with necessary modifications for incorporating the latent variable described in Section 3.3. The reimplemented MDLM baseline also adopts the architecture in Lou et al. (2024). The sizes of these models all correspond to the GPT-2 small scale (around 125M parameters), i.e., $T = 12$, $d_e = 784$, although our VADD may have slightly more parameters introduced by the AdaLN layers (around 6%). In our implementation, the denoising model and recognition model ignore the dependency on the time t , following Ou et al. (2025). For both MDLM and VADD, we use the AdamW optimizer with a constant learning rate of 2e-4 (after 2500 warm-up iterations) and an exponential moving average decay rate of 0.9999. The KL annealing weight in VADD increases linearly from 0 to 1 in the first 200K iterations. The results are collected after 1M iterations with a batch size of 512.

One Billion Word The One Billion Word (LM1B) (Chelba et al., 2013) is a medium-sized and real-world dataset containing about 30M sentences. Following He et al. (2022); Lou et al. (2024), we use the standard train-test split, tokenize the data with the `bert-base-uncased` tokenizer, and reorganize the data into sequences with a length of $N = 128$. The latent dimension in VADD is set

432
 433 Table 5: Test perplexities (\downarrow) on LM1B. *Reported in
 434 Sahoo et al. (2024). \dagger Reproduced by us. The other
 435 results are reported in their original papers. All shaded
 436 model sizes correspond to GPT-2 small.

	Model	#Iterations	Perplexity
AR	Transformer-XL	-	23.5
	OmniNet _T	-	21.5
	Transformer*	0.5M	22.32
	Transformer*	5M	20.86
Diffusion	DiffusionBert	1.9M	63.78
	SEDD-Absorb	1M	32.79
	MDLM*	1M	27.04
	MDLM*	10M	23.00
	MDLM \dagger	1M	27.70
	VADD (ours)	1M	20.53

452 to $d = 128$. Two additional autoregressive baselines, Transformer-XL (Dai et al., 2019) with 0.8B
 453 parameters and OmniNet (Tay et al., 2021) with 0.1B parameters, are considered.

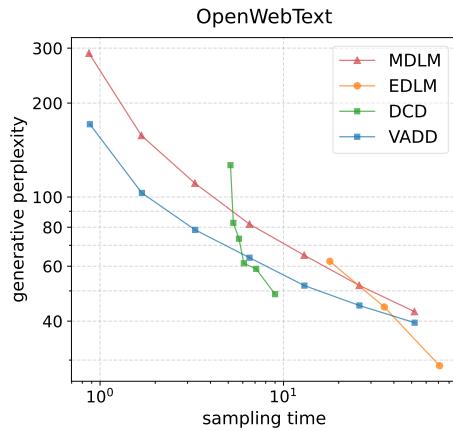
454 The perplexities on the test split of LM1B are reported in Table 5. Our VADD achieves the best test
 455 perplexity among both the autoregressive and diffusion baselines. Note that VADD with only 1M
 456 iterations even surpasses the strongest autoregressive Transformer with 5M iterations. A possible
 457 explanation is that the sequences in the reorganized dataset contain around 75% padding tokens that
 458 won’t be generated, making VAE especially powerful for this relatively low-dimensional problem.

460 **OpenWebText** The OpenWebText an open-source replicate of GPT-2’s WebText dataset (Radford et al., 2019).
 461 Following Lou et al. (2024), we use the last 100K documents as the test split, tokenize the data with the GPT-2
 462 tokenizer, and reorganize the data into sequences with a length of $N = 1024$. The latent dimension in VADD is set
 463 to $d = 512$. For the zero-shot learning task, we compute the perplexities of the trained model on the test splits of six
 464 datasets: Lambada, LM1B, WikiText, AG News, PubMed, and Arxiv, following Sahoo et al. (2024).

465 According to the generative perplexities with 16~1024 sampling steps depicted in Figure 4, VADD
 466 consistently and significantly improves upon other MDM baselines when the number of sampling
 467 steps is small. Compared to MDLM, our VADD uses less than 50% computational cost to achieve
 468 the same sample quality. The reason lies in VADD’s capability of modeling the joint distribution on
 469 multiple tokens. Table 4 reports the training speed of different models, where we see that the training
 470 speed of VADD is around $0.66 \times$ that of MDLM, which is faster than $0.5 \times$. Table 6 reports zero-shot
 471 perplexities on six benchmark datasets. In most datasets, our VADD model achieves similar or better
 472 zero-shot perplexities than baselines, and we emphasize that MDLM \dagger uses the same architecture
 473 and training setting as VADD and is considered as the most appropriate baseline. This observation
 474 meets our expectation that VADD has more advantage in the sample-quality-based metrics than the
 475 test-likelihood-based metrics.

6 LIMITATIONS AND FUTURE WORKS

483 In the current framework, the prior distribution $p(\mathbf{z})$ is assumed to be a simple standard Gaussian
 484 distribution. It is the conditional denoising model $p_{\theta}(\mathbf{x}_s | \mathbf{x}_t, \mathbf{z})$ that integrates the latent variable \mathbf{z}
 485 with \mathbf{x}_t and t to model the correlations among different dimensions of \mathbf{x}_s . However, this uninformed
 prior can suffer from the prior hole problem, i.e., there exist regions that have high probability under



451
 452 Figure 4: Generative perplexities (\downarrow) evaluated
 453 by a pre-trained GPT-2 large model
 454 based on 256 samples on OpenWebText. All
 455 model sizes correspond to GPT-2 small.

456 Table 4: Training speed (it/s) of different
 457 models with a batch size of 512 on
 458 8 H800 GPUs for the OpenWebText ex-
 459 periment.

MDLM	EDLM	VADD (ours)
2.77	1.74	1.84

486 Table 6: Zero-shot perplexities (\downarrow) on six benchmark datasets of models trained on the OpenWebText.
 487 All models are trained for 1M iterations. Results of GPT-2 are reported in Sahoo et al. (2024).
 488 \dagger Reproduced by us. Other results are reported in their original papers.

490 Test dataset	491 Lambada	492 LM1B	493 WikiText	494 AG News	495 PubMed	496 Arxiv
GPT-2 (Radford et al., 2019)	51.28	51.25	25.75	52.09	49.01	41.73
SEDD-Absorb (Lou et al., 2024)	50.92	79.29	40.62	-	-	-
RADD-AO (Ou et al., 2025)	49.43	70.71	35.25	-	-	-
MDLM \dagger (Sahoo et al., 2024)	49.67	71.03	35.61	68.57	42.43	37.92
VADD (ours)	47.30	69.71	34.78	68.00	40.62	36.39

497
 498 the prior but low probability under the model posterior. A more informed prior structure can be
 499 $p_{\theta}(z|x_t, t)$ that depends on the precedent partially masked state x_t and the time variable t . More
 500 complex structures, e.g., hierarchical priors (Vahdat & Kautz, 2020), can also be employed for the
 501 prior $p_{\theta}(z|x_t, t)$. Advanced training techniques (Hoffman & Johnson, 2016; Aneja et al., 2020) are
 502 also applicable to alleviate the prior hole problem.

504 7 CONCLUSION

505 In this paper, we present Variational Autoencoding Discrete Diffusion (VADD), which extends the
 506 denoising distributions in MDMs with the latent variable structure, allowing for enhanced correlation
 507 modeling over different dimensions. This advantage of VADD makes it possible for correctly
 508 generating multiple dimensions simultaneously and is especially powerful with a small number of
 509 sampling steps. The variational autoencoding mechanism is utilized to jointly optimize the denoising
 510 model together with an auxiliary recognition model. Extensive experiments on image and text
 511 generation demonstrate that our VADD consistently outperforms the MDM baselines in terms of
 512 sample fidelity. Our approach is the first try of applying latent variable models and variational
 513 autoencoding mechanism to MDMs, and other expressive latent variable model designs and efficient
 514 optimization methods would be interesting future directions.

517 REFERENCES

518 Jyoti Aneja, Alexander G. Schwing, Jan Kautz, and Arash Vahdat. A contrastive learning approach
 519 for training variational autoencoder priors. In *Neural Information Processing Systems*, 2020.

520 Jacob Austin, Daniel D Johnson, Jonathan Ho, Daniel Tarlow, and Rianne van den Berg. Structured
 521 denoising diffusion models in discrete state-spaces. *Advances in Neural Information Processing
 522 Systems*, 34:17981–17993, 2021.

523 A. Blattmann, Robin Rombach, Huan Ling, Tim Dockhorn, Seung Wook Kim, Sanja Fidler, and
 524 Karsten Kreis. Align your latents: High-resolution video synthesis with latent diffusion models.
 525 *2023 IEEE/CVF Conference on Computer Vision and Pattern Recognition (CVPR)*, pp. 22563–
 526 22575, 2023.

527 Samuel R Bowman, Luke Vilnis, Oriol Vinyals, Andrew M Dai, Rafal Jozefowicz, and Samy Bengio.
 528 Generating sentences from a continuous space. *arXiv preprint arXiv:1511.06349*, 2015.

529 Yuri Burda, Roger B. Grosse, and Ruslan Salakhutdinov. Importance weighted autoencoders. In
 530 *International Conference on Learning Representations*, 2016.

531 Andrew Campbell, Joe Benton, Valentin De Bortoli, Thomas Rainforth, George Deligiannidis, and
 532 Arnaud Doucet. A continuous time framework for discrete denoising models. *Advances in Neural
 533 Information Processing Systems*, 35:28266–28279, 2022.

534 Ciprian Chelba, Tomas Mikolov, Mike Schuster, Qi Ge, Thorsten Brants, Philipp Koehn, and Tony
 535 Robinson. One billion word benchmark for measuring progress in statistical language modeling.
 536 *arXiv preprint arXiv:1312.3005*, 2013.

540 Zihang Dai, Zhilin Yang, Yiming Yang, Jaime G Carbonell, Quoc Le, and Ruslan Salakhutdinov.
 541 Transformer-xl: Attentive language models beyond a fixed-length context. In *Proceedings of the*
 542 *57th Annual Meeting of the Association for Computational Linguistics*, pp. 2978–2988, 2019.
 543

544 Adji B Dieng, Yoon Kim, Alexander M Rush, and David M Blei. Avoiding latent variable collapse
 545 with generative skip models. In *The 22nd International Conference on Artificial Intelligence and*
 546 *Statistics*, pp. 2397–2405. PMLR, 2019.

547 Feiyang Fu, Tongxian Guo, and Zhaoqiang Liu. Learnable sampler distillation for discrete diffusion
 548 models. In *The Thirty-ninth Annual Conference on Neural Information Processing Systems*, 2025.
 549

550 Jiatao Gu, James Bradbury, Caiming Xiong, Victor OK Li, and Richard Socher. Non-autoregressive
 551 neural machine translation. In *International Conference on Learning Representations*, 2018.

552 Ishaan Gulrajani, Kundan Kumar, Faruk Ahmed, Adrien Ali Taiga, Francesco Visin, David Vazquez,
 553 and Aaron Courville. Pixelvae: A latent variable model for natural images. In *International*
 554 *Conference on Learning Representations*, 2017.

555 Satoshi Hayakawa, Yuhta Takida, Masaaki Imaizumi, Hiromi Wakaki, and Yuki Mitsufuji. Distilla-
 556 tion of discrete diffusion through dimensional correlations. In *Workshop on Machine Learning*
 557 and *Compression, NeurIPS 2024*, 2024. URL <https://openreview.net/forum?id=ibx05X7kxc>.

558

559 Zhengfu He, Tianxiang Sun, Kuanning Wang, Xuanjing Huang, and Xipeng Qiu. Diffusion-
 560 bert: Improving generative masked language models with diffusion models. *arXiv preprint*
 561 *arXiv:2211.15029*, 2022.

562

563 Jonathan Ho, Ajay Jain, and Pieter Abbeel. Denoising diffusion probabilistic models. *Advances in*
 564 *Neural Information Processing Systems*, 33:6840–6851, 2020.

565

566 Jonathan Ho, Tim Salimans, Alexey A. Gritsenko, William Chan, Mohammad Norouzi, and David J.
 567 Fleet. Video diffusion models. In *Advances in Neural Information Processing Systems*, 2022.

568

569 M D Hoffman and M J Johnson. Elbo surgery: yet another way to carve up the variational evidence
 570 lower bound. In *Workshop in Advances in Approximate Bayesian Inference, NIPS*, 2016.

571

572 Michael I. Jordan, Zoubin Ghahramani, T. Jaakkola, and Lawrence K. Saul. An introduction to
 573 variational methods for graphical models. *Machine Learning*, 37:183–233, 1999.

574

575 Lukasz Kaiser, Samy Bengio, Aurko Roy, Ashish Vaswani, Niki Parmar, Jakob Uszkoreit, and
 576 Noam Shazeer. Fast decoding in sequence models using discrete latent variables. In *International*
 577 *Conference on Machine Learning*, pp. 2390–2399. PMLR, 2018.

578

579 Yoon Kim, Sam Wiseman, Andrew Miller, David Sontag, and Alexander Rush. Semi-amortized
 580 variational autoencoders. In *International Conference on Machine Learning*, pp. 2678–2687.
 581 PMLR, 2018.

582

583 D. P. Kingma and M. Welling. Auto-encoding variational bayes. In *ICLR*, 2014.

584

585 Diederik Kingma, Tim Salimans, Ben Poole, and Jonathan Ho. Variational diffusion models. *Advances*
 586 *in neural information processing systems*, 34:21696–21707, 2021.

587

588 Durk P Kingma, Tim Salimans, Rafal Jozefowicz, Xi Chen, Ilya Sutskever, and Max Welling.
 589 Improved variational inference with inverse autoregressive flow. *Advances in neural information*
 590 *processing systems*, 29, 2016.

591

592 Gregory Koch, Richard Zemel, Ruslan Salakhutdinov, et al. Siamese neural networks for one-shot
 593 image recognition. In *ICML deep learning workshop*, volume 2, pp. 1–30. Lille, 2015.

594

595 Deqian Kong, Minglu Zhao, Dehong Xu, Bo Pang, Shu Wang, Edouardo Honig, Zhangzhang Si,
 596 Chuan Li, Jianwen Xie, Sirui Xie, et al. Scalable language models with posterior inference of
 597 latent thought vectors. *arXiv preprint arXiv:2502.01567*, 2025.

594 Zhifeng Kong, Wei Ping, Jiaji Huang, Kexin Zhao, and Bryan Catanzaro. Diffwave: A versatile
 595 diffusion model for audio synthesis. In *International Conference on Learning Representations*,
 596 2021.

597

598 Anji Liu, Oliver Broadrick, Mathias Niepert, and Guy Van den Broeck. Discrete copula diffusion.
 599 *arXiv preprint arXiv:2410.01949*, 2024.

600 Haohe Liu, Zehua Chen, Yi Yuan, Xinhao Mei, Xubo Liu, Danilo Mandic, Wenwu Wang, and Mark D
 601 Plumley. AudioLDM: Text-to-audio generation with latent diffusion models. In *Proceedings of*
 602 *the 40th International Conference on Machine Learning*, volume 202 of *Proceedings of Machine*
 603 *Learning Research*, pp. 21450–21474, 2023.

604

605 Aaron Lou, Chenlin Meng, and Stefano Ermon. Discrete diffusion modeling by estimating the ratios
 606 of the data distribution. In *Forty-first International Conference on Machine Learning*, 2024. URL
 607 <https://openreview.net/forum?id=CNicRIVIPA>.

608 Jingyang Ou, Shen Nie, Kaiwen Xue, Fengqi Zhu, Jiacheng Sun, Zhenguo Li, and Chongxuan Li.
 609 Your absorbing discrete diffusion secretly models the conditional distributions of clean data. In
 610 *The Thirteenth International Conference on Learning Representations*, 2025.

611

612 Fabian Pedregosa, Gaël Varoquaux, Alexandre Gramfort, Vincent Michel, Bertrand Thirion, Olivier
 613 Grisel, Mathieu Blondel, Peter Prettenhofer, Ron Weiss, Vincent Dubourg, et al. Scikit-learn:
 614 Machine learning in python. *the Journal of machine Learning research*, 12:2825–2830, 2011.

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

617

618 Aditya Ramesh, Prafulla Dhariwal, Alex Nichol, Casey Chu, and Mark Chen. Hierarchical text-
 619 conditional image generation with clip latents. *ArXiv*, abs/2204.06125, 2022.

620

621 Robin Rombach, Andreas Blattmann, Dominik Lorenz, Patrick Esser, and Björn Ommer. High-
 622 resolution image synthesis with latent diffusion models, 2021.

623

624 Subham Sekhar Sahoo, Marianne Arriola, Aaron Gokaslan, Edgar Mariano Marroquin, Alexander M
 625 Rush, Yair Schiff, Justin T Chiu, and Volodymyr Kuleshov. Simple and effective masked diffusion
 626 language models. In *The Thirty-eighth Annual Conference on Neural Information Processing*
 627 *Systems*, 2024.

628

629 Jiaxin Shi, Kehang Han, Zhe Wang, Arnaud Doucet, and Michalis Titsias. Simplified and generalized
 630 masked diffusion for discrete data. *Advances in Neural Information Processing Systems*, 37:
 631 103131–103167, 2024.

632

633 Yang Song, Jascha Sohl-Dickstein, Diederik P Kingma, Abhishek Kumar, Stefano Ermon, and Ben
 634 Poole. Score-based generative modeling through stochastic differential equations. *arXiv preprint*
 635 *arXiv:2011.13456*, 2020.

636

637 Haoran Sun, Lijun Yu, Bo Dai, Dale Schuurmans, and Hanjun Dai. Score-based continuous-time
 638 discrete diffusion models. In *The Eleventh International Conference on Learning Representations*,
 639 2023.

640

641 Yi Tay, Mostafa Dehghani, Vamsi Aribandi, Jai Gupta, Philip M Pham, Zhen Qin, Dara Bahri,
 642 Da-Cheng Juan, and Donald Metzler. Omnidinet: Omnidirectional representations from transformers.
 643 In *International Conference on Machine Learning*, pp. 10193–10202. PMLR, 2021.

644

645 Arash Vahdat and Jan Kautz. NVAE: A deep hierarchical variational autoencoder. In *Neural*
 646 *Information Processing Systems (NeurIPS)*, 2020.

647

648 Ashish Vaswani, Noam Shazeer, Niki Parmar, Jakob Uszkoreit, Llion Jones, Aidan N Gomez, Łukasz
 649 Kaiser, and Illia Polosukhin. Attention is all you need. *Advances in neural information processing*
 650 *systems*, 30, 2017.

651

652 Jingjing Xu, Xu Sun, Zhiyuan Zhang, Guangxiang Zhao, and Junyang Lin. Understanding and
 653 improving layer normalization. *Advances in neural information processing systems*, 32, 2019.

648 Minkai Xu, Tomas Geffner, Karsten Kreis, Weili Nie, Yilun Xu, Jure Leskovec, Stefano Ermon,
649 and Arash Vahdat. Energy-based diffusion language models for text generation. *arXiv preprint*
650 *arXiv:2410.21357*, 2024.

651 Zichao Yang, Zhiting Hu, Ruslan Salakhutdinov, and Taylor Berg-Kirkpatrick. Improved variational
652 autoencoders for text modeling using dilated convolutions. In *International conference on machine*
653 *learning*, pp. 3881–3890. PMLR, 2017.

654 Kaiwen Zheng, Yongxin Chen, Hanzi Mao, Ming-Yu Liu, Jun Zhu, and Qinsheng Zhang. Masked
655 diffusion models are secretly time-agnostic masked models and exploit inaccurate categorical
656 sampling. In *The Thirteenth International Conference on Learning Representations*, 2025. URL
657 <https://openreview.net/forum?id=CTC7CmirNr>.

658 Yuanzhi Zhu, Xi Wang, Stéphane Lathuilière, and Vicky Kalogeiton. Soft-di[m]o: Improving one-step
659 discrete image generation with soft embeddings. *ArXiv*, abs/2509.22925, 2025a.

660 Yuanzhi Zhu, Xi Wang, Stéphane Lathuilière, and Vicky Kalogeiton. Di[M]o: Distilling masked
661 diffusion models into one-step generator. *arXiv preprint arXiv:2503.15457*, 2025b.

662
663
664
665
666
667
668
669
670
671
672
673
674
675
676
677
678
679
680
681
682
683
684
685
686
687
688
689
690
691
692
693
694
695
696
697
698
699
700
701

702 **LLM Usage** In the preparation of this manuscript, LLM was used to polish grammar, style, and
 703 readability of the text.
 704

705 **A DERIVATIONS OF THE DELBO**
 706

707 **A.1 THE LOWER BOUND OF ELBO**
 708

709 Let $r_\phi(z|x_0, x_t)$ be a recognition model with support on \mathbb{R}^d , which can simply realized by assuming
 710 a Gaussian family for $r_\phi(z|x_0, x_t)$. We have
 711

$$\int_{\mathbb{R}^d} \frac{p_\theta(x_0|x_t, z)p(z)}{r_\phi(z|x_0, x_t)} r_\phi(z|x_0, x_t) dz = \int_{\mathbb{R}^d} p_\theta(x_0|x_t, z)p(z) dz = p_\theta(x_0|x_t). \quad (12)$$

714 Using Jensen's inequality and noting that $\log()$ is a concave function, we have
 715

$$\log p_\theta(x_0|x_t) = \log \int_{\mathbb{R}^d} \frac{p_\theta(x_0|x_t, z)p(z)}{r_\phi(z|x_0, x_t)} r_\phi(z|x_0, x_t) dz \quad (13)$$

$$\geq \int_{\mathbb{R}^d} \log \left(\frac{p_\theta(x_0|x_t, z)p(z)}{r_\phi(z|x_0, x_t)} \right) r_\phi(z|x_0, x_t) dz \quad (14)$$

$$= \mathbb{E}_{r_\phi(z|x_0, x_t)} \log \left(\frac{p_\theta(x_0|x_t, z)p(z)}{r_\phi(z|x_0, x_t)} \right). \quad (15)$$

723 The inequality (14) in holds if and only if $r_\phi(z|x_0, x_t) = p_\theta(z|x_0, x_t)$. By noting that $-\frac{\alpha'_t}{1-\alpha_t} > 0$,
 724 we have
 725

$$\hat{\mathcal{L}}(\mathbf{x}_0; \theta, \phi) := \int_0^1 \mathbb{E}_{q(\mathbf{x}_t|\mathbf{x}_0)} \mathbb{E}_{r_\phi(z|\mathbf{x}_0, \mathbf{x}_t)} \frac{-\alpha'_t}{1-\alpha_t} \log \left(\frac{p_\theta(x_0|x_t, z)p(z)}{r_\phi(z|x_0, x_t)} \right) dt \quad (16)$$

$$\leq \int_0^1 \mathbb{E}_{q(\mathbf{x}_t|\mathbf{x}_0)} \frac{-\alpha'_t}{1-\alpha_t} \log p_\theta(x_0|x_t) dt \quad (17)$$

$$= \mathcal{L}(\mathbf{x}_0; \theta). \quad (18)$$

731 The inequality (17) holds if and only if for any $t \in [0, 1]$ and $\mathbf{x}_t \sim q(\mathbf{x}_t|\mathbf{x}_0)$, it holds that
 732 $r_\phi(z|x_0, x_t) = p_\theta(z|x_0, x_t)$.
 733

734 Finally, we conclude that the following chain of lower bounds:
 735

$$\hat{\mathcal{L}}(\mathbf{x}_0; \theta, \phi) \leq \mathcal{L}(\mathbf{x}_0; \theta) \leq \log p_\theta(\mathbf{x}_0). \quad (19)$$

737 **A.2 THE MULTI-SAMPLE VARIANT OF DELBO FOR ESTIMATING ELBO**
 738

739 For previous MDMs, e.g., Sahoo et al. (2024); Shi et al. (2024); Ou et al. (2025), the ELBO $\mathcal{L}(\mathbf{x}_0; \theta)$
 740 is reported as a surrogate of the intractable likelihood $\log p_\theta(\mathbf{x}_0)$ and then used to compute the
 741 perplexities, bits per dimension, etc. However, for VADD, computing the ELBO is intractable as
 742 the integration on z is intractable. We consider the following multi-sample variant of the DELBO,
 743 termed K -sample DELBO,
 744

$$\hat{\mathcal{L}}_K(\mathbf{x}_0; \theta, \phi) = \int_0^1 \mathbb{E}_{q(\mathbf{x}_t|\mathbf{x}_0)} \mathbb{E}_{z^1, \dots, z^K \sim r_\phi(z|\mathbf{x}_0, \mathbf{x}_t)} \frac{-\alpha'_t}{1-\alpha_t} \log \left(\frac{1}{K} \sum_{i=1}^K \frac{p_\theta(x_0|x_t, z^K)p(z^K)}{r_\phi(z^K|\mathbf{x}_0, \mathbf{x}_t)} \right) dt. \quad (20)$$

747 The K -sample DELBO satisfies
 748

$$\hat{\mathcal{L}}_K(\mathbf{x}_0; \theta, \phi) \leq \hat{\mathcal{L}}_{K+1}(\mathbf{x}_0; \theta, \phi) \leq \mathcal{L}(\mathbf{x}_0; \theta). \quad (21)$$

750 Moreover, by the strong law of large numbers, it holds that
 751

$$\lim_{K \rightarrow \infty} \hat{\mathcal{L}}_K(\mathbf{x}_0; \theta, \phi) = \mathcal{L}(\mathbf{x}_0; \theta). \quad (22)$$

752 In all of our experiments, we use $\hat{\mathcal{L}}_{1000}(\mathbf{x}_0; \theta, \phi)$ as an approximation for the $\mathcal{L}(\mathbf{x}_0; \theta)$. For the
 753 Monte Carlo sampling on (\mathbf{x}_t, t) , we sample 100 independent pairs $(\mathbf{x}_t, t) \sim q(\mathbf{x}_t|\mathbf{x}_0) \cdot U[0, 1]$ to
 755 estimate the $\hat{\mathcal{L}}_{1000}(\mathbf{x}_0; \theta, \phi)$.

756 **B DETAILS OF EXPERIMENTAL SETUP**
757758 **B.1 TWO-DIMENSIONAL TOY EXAMPLES**
759760 We consider three multimodal distributions: checkerboard, swissroll, and circles. The training set
761 consists of 100K samples generated by the `scikit-learn` package (Pedregosa et al., 2011). For
762 checkerboard, `nrows`=2 and `ncols`=2; for the swissroll, `noise`=0.2; for the circles, `noise`=0.02 and
763 `factor`=0.5. We rescale the data to $[0, 1]$ and discretize them with a bin width of 0.01, resulting in
764 $V = 100$ for each dimension. The latent dimension is set to $d = 2$.765 The denoising model $\mu_\theta(\mathbf{x}_t, \mathbf{z}, t)$ takes a integer-valued sample \mathbf{x}_t , and a vecotr \mathbf{z} , and a scalar t as
766 inputs. All the activation functions in MLPs are ELU unless other specified. $\mu_\theta(\mathbf{x}_t, \mathbf{z}, t)$ consists of
767 the following two steps:768
769

- **Embedding.** The embedding of t , $\text{emb}(t)$, is the output of positional sinusoidal embedding
770 (Vaswani et al., 2017) and a following MLP with channel widths [1024, 512, 512]. The
771 embedding of \mathbf{z} , $\text{emb}(\mathbf{z})$, is the output of an MLP with channel widths [d , 512]. The
772 embedding of \mathbf{x} , $\text{emb}(\mathbf{x})$, is the output of an embedding module with embedding dimension
773 512.
- **Readout.** We then sum up $\text{emb}(t)$, $\text{emb}(\mathbf{z})$, $\text{emb}(\mathbf{x})$ and apply an MLP with channel width
774 [512, 512, 512, 512, 512, V].

775776 The recognition model $r_\phi(\mathbf{z}|\mathbf{x}_0, \mathbf{x}_t)$ takes two integer-valued vectors $\mathbf{x}_0, \mathbf{x}_t$ and a scalar value t as
777 input and output the vector-valued mean and standard deviation of \mathbf{z} . We consider a Siamese scheme
778 to incorporate the two inputs $\mathbf{x}_0, \mathbf{x}_t$.
779780

- **Embedding.** The embedding of t , $\text{emb}(t)$, is the output of positional sinusoidal embedding
781 (Vaswani et al., 2017) and a following MLP with channel widths [1024, 512, 512]. The
782 embeddings of \mathbf{x}_0 and \mathbf{x}_t , $\text{emb}(\mathbf{x}_0)$ and $\text{emb}(\mathbf{x}_t)$, are the output of the same embedding
783 module with embedding dimension 512.
- **Readout.** We then apply MLP with channel width [512, 512, 512, 512, 512, 512] on
784 $\text{emb}(t) + \text{emb}(\mathbf{x}_0)$ and $\text{emb}(t) + \text{emb}(\mathbf{x}_t)$, and obtain the outputs out_0 and out_t . Finally, we
785 compute the average of out_0 and out_t , and apply an MLP with channel width [512, 512, 2 d].

786787 We use the Adam optimizer with momentum parameters $(\beta_1, \beta_2) = (0.9, 0.999)$ and weight decay
788 0. The initial learning rate is 3e-4 and decreases according to a cosine annealing schedule. The KL
789 annealing weight increases linearly from 0 to 1 in the first 100 epochs. The batch size is 256. The
790 total number of training epochs is 500. The experiments are run on a single A100 40G GPU.
791792 **B.2 PIXEL-LEVEL IMAGE GENERATION**
793794 The binarized MNIST data binarized MNIST ($32 \times 32, V = 2$) are obtained by binarizing the
795 grayscale MNIST data with a threshold of 0.5 and padding 2 zeros on each side of the image. CIFAR-
796 10 ($32 \times 32, V = 256$) can be directly obtained in its original form without any transformation.
797798 The denoising model and the recognition model adopt the UNet architecture in the PyTorch imple-
799 mentation (<https://github.com/adttt/variational-diffusion-models>) of vari-
800 ational diffusion models (Kingma et al., 2021).801

- **Binarized MNIST.** For both the recognition model and the denoising model, the numbers
802 of up blocks and down blocks are 8. The embedding dimension is 64. The pixel embedding
803 dimension is 32. The dropout rate is 0.1. The number of normalization groups is 16. The
804 number of attention heads is 1. The latent dimension is 64.
- **CIFAR-10.** For both the recognition model and the denoising model, the numbers of up
805 blocks and down blocks are 32. The embedding dimension is 128. The pixel embedding
806 dimension is 32. The dropout rate is 0.1. The number of normalization groups is 32. The
807 number of attention heads is 32. The latent dimension is 128.

808

809 We make the following modifications for the denoising model and the recognition model.

- **Denoising model.** A special token $[M]$ is also added to the table of the pixel embedding module. We transform the latent variable z into an embedding $\text{emb}(z)$ with MLPs and add it to the embeddings of all pixels in each up block and down block.
- **Recognition model.** Borrowing the idea of the siamese mechanism, a standard UNet takes (x_0, t) and (x_t, t) as inputs, and outputs two tensors out_0 and out_t . We compute the average $(\text{out}_0 + \text{out}_t)/2$ and downsample it to a $1 \times 1 \times 2d$ tensor with down convolution blocks. This $1 \times 1 \times 2d$ tensor will give the mean and standard deviation of $r_\phi(z|x_0, x_t)$.

We use the AdamW optimizer with $(\beta_1, \beta_2) = (0.9, 0.99)$, a weight decay of 0.01, and a constant learning rate of 2e-4. The batch size is 256. The gradient is clipped to a maximum norm of 1. The KL annealing weight linearly increases from 0 to 1 in the first 100K iterations. The total number of iterations is 200K for binarized MNIST and 1M for CIFAR-10. The exponential moving average decay rate is 0.9999, and the update frequency is 1. The experiments of binarized MNIST are run on a single A100 40G GPU. The experiments of CIFAR-10 are run on 8 A100 40G GPUs.

B.3 TEXT GENERATION

For the One Billion Word dataset, we firstly detokenize the texts following Lou et al. (2024). We then tokenize the texts with the `bert-base-uncased` tokenizer, following He et al. (2022); Lou et al. (2024). We pad and truncate the sequences to a length of 128.

For the OpenWebText dataset, we firstly detokenize the text following Lou et al. (2024). We then tokenize the texts with the GPT-2 tokenizer. We concatenate and wrap them to a sequence length of 1024, including a BOS and a EOS token as the first and last token of the sequence. We use the last 100K documents as the validation split.

The network architecture and inference complexity of the denoising model and the recognition model have been elucidated in Section 3.3. The model size corresponds to the GPT-2 small scale, i.e., 12 transformer blocks, an embedding dimension of 768, and 12 heads in each attention layer.

The optimizer is AdamW with $(\beta_1, \beta_2) = (0.9, 0.999)$, a weight decay of 0.0. The learning rate is a constant 3e-4, with a warmup phase of 2500 steps. The batch size is 512. The gradient is clipped to a maximum norm of 1. The KL annealing weight linearly increases from 0 to 1 in the first 100K iterations. The total number of iterations is 1M. The exponential moving average decay rate is 0.9999, and the update frequency is 1. The experiments on One Billion Word are run on 8 A100 40G GPUs, and the experiments on OpenWebText are run on 8 H800 GPUs.

C ADDITIONAL EXPERIMENTAL RESULTS

C.1 TWO-DIMENSIONAL TOY EXAMPLES

Figure 5 shows the histplots of the samples generated by MDLM and VADD. We see that VADD generates samples that are more close to the ground truth with both 1 and 5 sampling steps. We also visualize the samples under 1, 5, 10, 20 sampling steps of VADD in Figure 6. We see that VADD produces very similar samples in this 2D toy experiment.

C.2 PIXEL-LEVEL IMAGE GENERATION

Figure 7 provides the binarized samples generated by VADD. The training and test negative DELBO curves for VADD and MDLM is plotted in . We see that for both models, the training loss decreases steadily, and VADD will outperform MDLM in the end. [We provide CIFAR-10 samples generated by VADD with different sampling steps in Figure 9.](#)

C.3 TEXT GENERATION

Table 7 shows the test perplexities on the OpenWebText dataset. To inspect how the number of particles will affect the estimate of ELBO, we also perform an ablation study on the number of particles K (see the K -sample DELBO (20)). Note that this estimate is identical to DELBO when $K = 1$. We see that the ELBO estimate gradually improves as K increases.

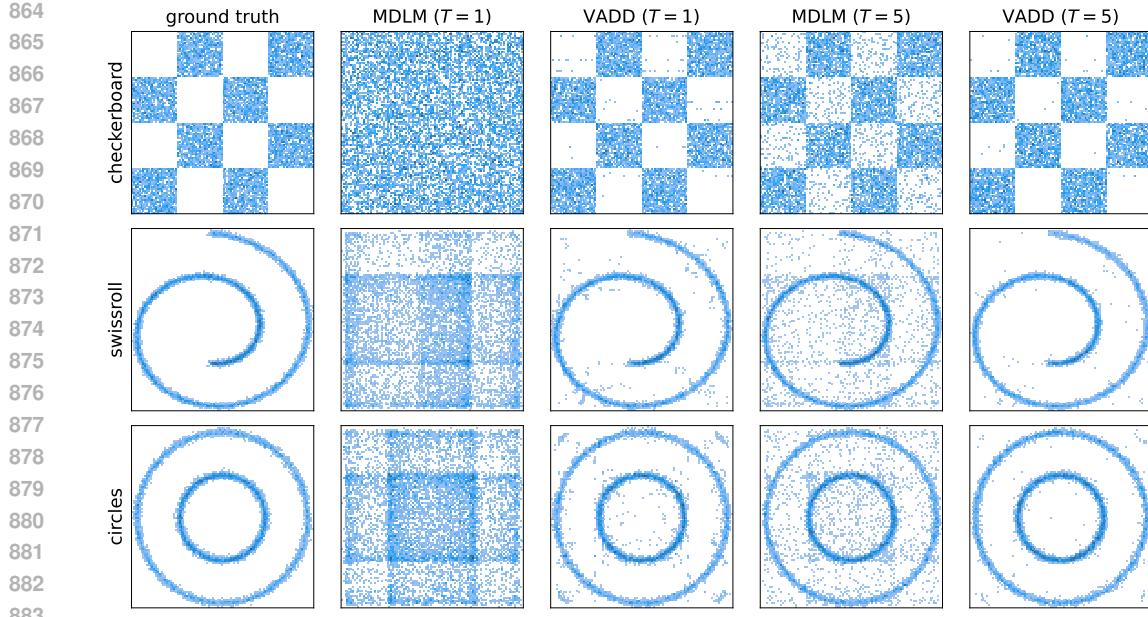


Figure 5: Histplots of the ground truth and the samples generated from different models and sampling steps on the 2D toy example.

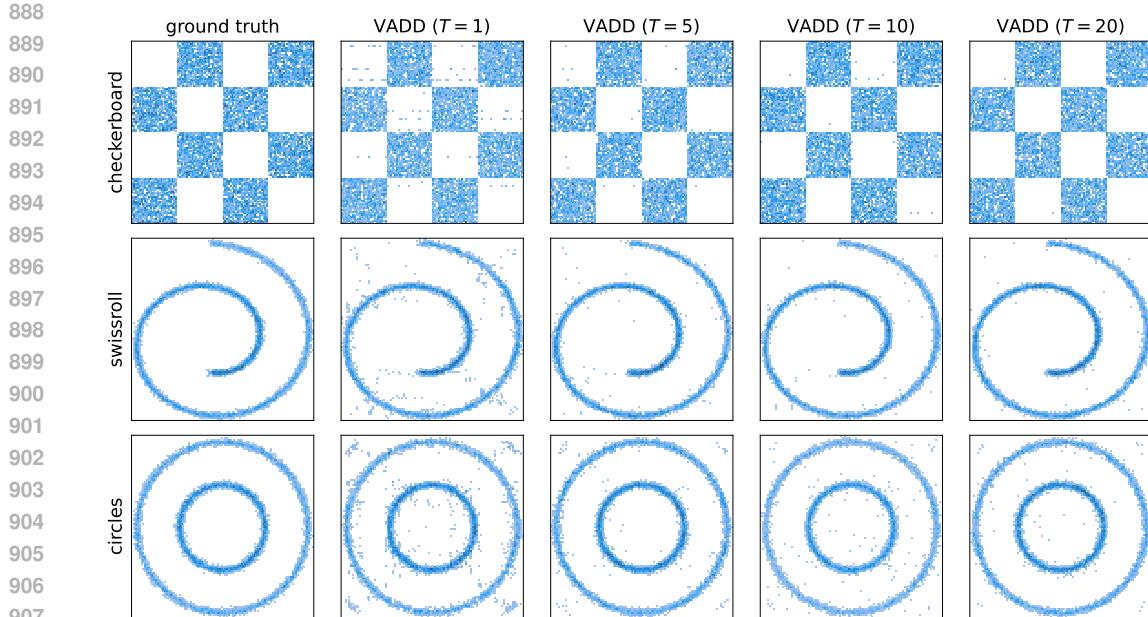


Figure 6: Histplots of the ground truth and the samples generated from VADD with various sampling steps on the 2D toy example.

Zheng et al. (2025) points out that the generative perplexity might be sensitive to the precision of categorical sampling. To this end, we compute the generative perplexity using fp64 in Table 8, where we see that VADD consistently outperforms MDLM.

The generated samples from VADD trained on OpenWebText with 128, 256, 512, and 1024 sampling steps are shown in Figure 10-13, respectively. The categorical sampling is under fp32 precision.

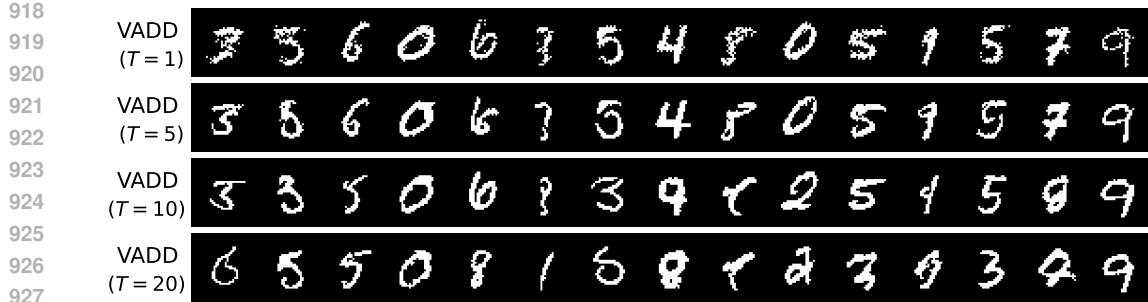


Figure 7: Samples generated by VADD with different sampling steps on the binarized MNIST.

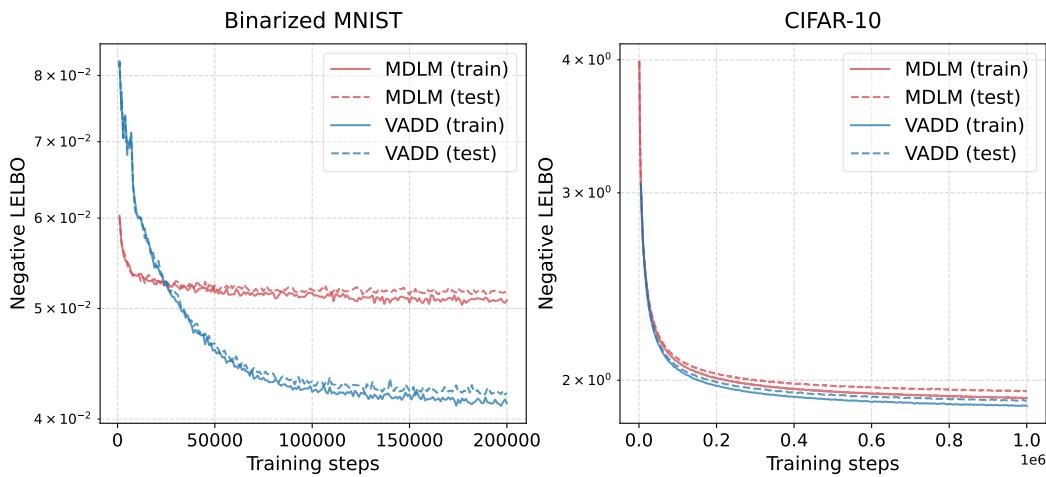


Figure 8: Training and test negative DELBOs on the pixel-level image generation task.

Table 7: Perplexities on the test split of OpenWebText. All the models are trained for 1M iterations with a batch size of 512 and a context size of 1024. All model sizes correspond to GPT-2 small.

Model	Perplexity
AR (reproduced by Sahoo et al. (2024))	17.54
SEDD (reproduced by Sahoo et al. (2024))	24.10
MDLM (reported by Sahoo et al. (2024))	23.21
MDLM (reproduced by us)	23.07
VADD ($K = 1$)	22.56
VADD ($K = 10$)	22.33
VADD ($K = 50$)	22.36
VADD ($K = 100$)	22.27
VADD ($K = 1000$)	22.21

D BROADER IMPACT

This paper presents work whose goal is to advance the field of machine learning. There are many potential societal consequences of our work, none of which we feel must be specifically highlighted here.

972
 973
 974
 975
 976
 977
 978
 979
 980
 981
 982
 983
 984
 985
 986
 987
 988



(a) 10 sampling steps

989
 990
 991
 992
 993
 994
 995
 996
 997
 998
 999
 1000
 1001
 1002
 1003
 1004
 1005



(c) 30 sampling steps

1006
 1007
 1008
 1009
 1010
 1011
 1012
 1013
 1014
 1015
 1016
 1017
 1018
 1019
 1020
 1021
 1022



(e) 50 sampling steps



(b) 20 sampling steps



(d) 40 sampling steps



(f) 100 sampling steps

1023
 1024
 1025

Figure 9: CIFAR-10 samples generated from VADD with various sampling steps.

1026

1027

1028 <|lendoftext|> the symptoms.

1029 New thoughts are possible, and experiences that will help keep a person of heightened focus,
1030 understanding and still committed to making them better and faced with a distraction. One of these
1031 persons may have even a good model of understanding for him, but there is always something else
1032 that allows the person to express his interests.1033 Sometimes you're over it that way, then it goes away and over it I think, one day it can make
1034 everything go away and tap open again, even if you feel the bridge almost comfortably, not going to
1035 a situation that suddenly forces you to move, but more difficult things take place that you couldn't
1036 both before, how you wanted to have family person with you when it happens, it's for so much help,
1037 as a privilege, and me both, even clandestinely, while being given authentic adult guidance, can be
1038 frustrating and disengaged, and when life turns upside down, you are on your own as we're explaining
1039 the nuances of emotions. they take place without someone's presence.1040 The worst of all, though, is going to therapy the next morning, from my friend Volok Wuska. He dealt
1041 with his abusive abusive spouse for several months, assuming the gaze of his therapist but not directly
1042 expressing his own grieving feelings. He understands how you experience in healing, and effective
1043 language can be replaced with one that treated him a great deal of anxiety and anxiety. His spouse
1044 were afraid of their words, and for a day when they found themselves in grief, and being focused
1045 for a day afterward, simply for something to say. This case with a family issue and with a family
1046 business at the same time and such, the only reason they didn't get through it was therapy helped
1047 calm down that source of tension. See, the biggest benefit this therapy reveals is that the listener and
1048 the wounded fully continue to heal.1049 The “them economics” of friendship is gift. At best, we know we have a better understanding, and
1050 there is some greater freedom for each other because, even if we talk we're still around, we can
1051 forever enjoy all life work together with a loved one in a reciprocating meaningful but marginal if
1052 functional way. You can drink like your family relatives or colleagues who don't respect your dignity
1053 and again, “What do you screw me on the back for doing this for?”1054 The adult knows his feelings are over in uncomfortable circumstances, but it keeps him alive and likely
1055 to approach things that way, and allows people that learning means good and achieving good things,
1056 without doing or trying to limit our experiences or attain them. Mindful people try to remain hardy
1057 because we have our ideas, evidence and move on flow. But information, emotions and linguistics
1058 have time to be loose everywhere. If we want communicate more successfully, we have to try to
1059 avoid these situations, we have to follow you, we have to find a way of projecting, where knowledge,
1060 creativity and understanding is enjoyed from that outside mind, and what people usually throw away
1061 in the hope that life will keep hurting them even after arriving from people who might hurt them.
1062 We talk about way too much in our heads, or we'll lose a few jobs in that we actually practice over
1063 and over again, because instead of what we're feeling from the outside and getting a handle to it this
1064 urge becomes to believe something and take action. This is thinking that you can turn it off, and then
1065 trained to Act itself, when your enemy changes how he takes detains you, and I still believe in my
1066 part that getting a paycheck is worth it if you care. That said, a kackeating direction in his particular
1067 direction means that a person who of course has the lisp, and beliefs, will be acting on his opinions.
1068 If he isn't able to do that, he probably is not; we should go and wait for him to be listened to, but if
1069 you have something left out because of your rudeness and see it as reproach and suspend it, don't
1070 coach yourself again with rudeness until your board of boosters, and take every opportunity to run
1071 other people you have to tell about it.1072 The bottom line? You choose you will, and people in your position will respect to do that. A person
1073 you choose to leave on your side of the equation should know that you aren't supposed to take control,
1074 but you can interfere with simple tasks like toasting and photographing photos, so there may be less
1075 danger, if your statement disrupts expectations on that side.1076 Break down the Starbucks bar during dinner upon a your friends at Baniac a table and they give them
1077 one of their shots.1078 Then you go to the Arizona Tea and take it with them. Or, somewhere in the future, you are certainly
1079 going to walk away and judge any young person relating the perceptions of your lookalike and
theories to reality because<|lendoftext|>

Figure 10: Text sample generated by VADD trained on OpenWebText with 128 sampling steps.

1080

1081

1082

1083

<lendoftext> to friends while I was out, so I gave out gifts of books and trying to discover new things and new goals everyday. I coaxed them around them, and done some things that I felt was important in my life; for one was to make both of my kids very happy. I didn't want both of my kids having a parent that I would be able of without making me self happy and catching me with my child happy and so happy that all that I wanted success, private happiness, was, ultimately, about internalizing my relationship. I still have a lot of my secrets, but as of today in this journey, these are what myself believe to be real good secrets about the whole experience. Being a woman was telling what was true to me; storytelling about the things that made me serve a woman and make myself happy, and how I truly wanted a little more. When I have left a positive or negative mindset I choose to not be the one I feel one day want to be, sometimes; it's not necessarily right in the every single moment. I did what I wanted, and I was more passionate about the work I love, something my kids took care of and I cared about my children, and I honestly thought about my life and my future. This is just a part of me that's what it's really like to be happy about your life.

1095

1096

1097

1098

1099

1100

1101

1102

1103

1104

1105

1106

1107

1108

1109

1110

1111

1112

1113

1114

1115

1116

1117

1118

1119

1120

1121

1122

1123

1124

1125

1126

1127

1128

1129

One change for me is when I truly knew about how everything matters. I started to not talk about meeting guys and move on, just talk of how I liked what I was going to do. I felt more commitment was important; what I wanted to talk about was to mentally show that I loved being around someone, rather than making a bunch of money; I would spend money on my life and really care about it. That I also made me feel confident I was masculine and that women were not; being single made me feel accepted and a better person to be masculine, and there are many more ways to make that connection; doing some of these things with real men will make this process easier through the fact that they have the women encouraging them to both be themselves and to help them relate to the other. And of course, I think men need a strong relationship as much as possible, and women need to speak well of each other. We have to ask why we can't take care of ourselves and stay far behind. We have to be compassionate, because that's if we see how in others can go beyond our comfort and to be more positive and true to our self. And that's just as important that we believe that our friend can serve their friend; because we. can.

Being involved with ourselves, with a relationship that can work, is to love the things we want, and to like the things we like to think. Having more positive things built on us and our sense of self makes it really tough for us to control over it. Because men are our coaches when it comes to be much more than just single and married, we really need more help from a woman that is still alive and well; making her presence that important away. But being who we are, we've all been able to achieve less of our goals, maybe we desire to look even prettier but men would do these things for us; this isn't a time when men are coming from who we are, who we are and how we behave. Being single, and opening up those opportunities is about finding potential friends, and shining light into our inner lives. It is about showing off where we are in a positive way.

That's why I felt like I got all the stuff I wanted without a woman. There are more layers to a failed relationship, where there may have been, and even during first transition time, it's difficult to imagine just how far a woman has come within society. Women also tend to have more negative emotional brought-ups. Some depression is depression, depression due to their sexuality is leading state of depression, and a symptom of that alone lead to them. It's also to those who have generally high expectations and positive life expectations. Don't imagine how a woman would has said to you to change this or break you. When health comes where gender is accepted and correct. Being in person is person you truly want its love as them.

She's the guy the woman wrote about in order to protect people her mom knows are used just to press the power of self-important ideas, to shut off their entire personality, to deny themselves resentment at once for ever.

More people are accusing getting these attitude that's out in person; the women in the original author post reported believing that someone encouraged her into being a bisexual than her. Before the ex-girlfriend went into hiding in the other post, now the other post is saying that one of these threats is her being openly gay started being a cook box Oreo. <lendoftext>

1130

1131

1132

1133

Figure 11: Text sample generated by VADD trained on OpenWebText with 256 sampling steps.

1134
 1135
 1136
 1137
 1138 <lendoftext> for an average 11 hour period. I used to call attention to him and people that he looked
 1139 up to in his area, so I would seek him out. Despite the fact I received so much attention afterward, I
 1140 experienced some of my past urges. On the first day at Lee and Barron's, I came home with a little
 1141 worry. I'm not perfect. I wanted it to be good to be with him until 4PM every day. Everything he
 1142 has done, I feel that I deserve. If I could tolerate my mistakes and understood my strengths and
 1143 weaknesses, as well as help him get my lunch out of reach, even then that I wondered why I could not
 1144 apologize, I should go further, thinking that if I did so, I would see again that I had changed nothing.
 1145 Instead, I thought I could get there the next morning during a day to find out what was needful, and
 1146 given that I was both tired and my rest, I'd rather appreciate that he wants our help, who wants him to
 1147 help us. He came back and saved me in those moments knowing that I understood that I'm not being
 1148 taken to an advisor anymore, and hoped that I could refine my advisor approach too. Once again,
 1149 we were on the same page, he said the message that at its heart, no one should ever fail our business
 1150 together. He brought the two together, he effectively told me he was working out and happy to listen
 1151 upon my decisions in response to.
 1152 It wasn't long, however, that I caught myself caught up in his social decision-making, and also in his
 1153 personal communication. Now, he speaks the truth, and speaks for the complexities that he is faced
 1154 with today. Let's say it in words – his version of the mantra "the word in a hand can change the mind."
 1155 Then, especially shortly after he walked away in office, I seem to have gotten off empathy on my
 1156 own, I didn't interact like this in life and I couldn't change it, that was the point of the Presidential
 1157 campaign. While I proud when policy and people replace the very different decision of forthcoming,
 1158 I knew that I hadn't. Anyone that has been in office, means you have to do the things we want to do,
 1159 in order to continue on in the world, I know that I must give these instructions, act face to face with
 1160 them, and never act outside the confines of office.
 1161 I had been intimidated by the base I built, and I was definitely not confident. At the time, this is who
 1162 I hoped to become. But, I had to let it be because everything was going so well. As it did, I not only
 1163 knew how easy it was, but I did enjoy it on some level. And yet, I was afraid that for someone that I
 1164 was supposed to be to be expected, I had to cast an eye to his life and learn on what he was now doing.
 1165 When someone is doing well with a certain outlook, they will only make improvement sometimes.
 1166 People never deserve to be dependent on and have to learn from on some level.
 1167 Despite this transition to office, I tried staying away. Maybe I wanted a speaking farewell. Instead, I
 1168 left politics and put politics behind politics. I had a parent that seemed quite a brave choice to choose.
 1169 It therefore came as a surprise that while at my turn of events, I came home showed a lesson the most
 1170 of people that I know should be fired as myself needed to protect myself, it needs to be alright. My
 1171 time at school in Berkeley is not easy to reflect upon, it's education itself, but I did learn something in
 1172 it.
 1173 I learned how my friends here in this land trust me, they sent me out on this campus as a stranger
 1174 with complete sincerity. Everyone opened their eyes, I learned the simple contact's skills that garner
 1175 respect of lots of others. From an identity I gained the respect and respect to become part of such a
 1176 large network. As I waited in line during the 3-hour wait alone, I wondered if everyone knew what
 1177 happened and just wanted to find out how to accept me that no matter how positive the outcome.
 1178 Things like this to be sure was a painful situation to live in.
 1179 I cannot attest to how difficult it is to learn, it's hard to imagine yourself when having interactions
 1180 with people in life. I am fully determined that the higher marks my period of experience are through
 1181 this college age always, that I am able to operate in the very different environment beneath the
 1182 narrator's walls of a college where playing game with the people we have studied is very different.
 1183 That said, for me the result showed that I and the students in the group do a pretty good job of keeping
 1184 disappearing students up, calling them out and making some decisions based on them in theory.
 1185 So, I can still get to learn what to say to them, remembering<lendoftext>

Figure 12: Text sample generated by VADD trained on OpenWebText with 512 sampling steps.

1184
 1185
 1186
 1187

1188
1189
1190
1191
1192

1193 <lendoftextl> situations can you have with yourself in terms of expectations? "Well, now we have
1194 to decide what we are going to do next. "What months have passed"? Sometimes our usual selfless
1195 conversations here are more deliberate. Be aware that on either side of your sleep schedule are
1196 constantly working at your social media, and getting a lot of value info about your job status
1197 tomorrow, where you'll be working, and where you might be with your friends. Don't think directly
1198 to yourself this way: "Given the amount of people you interact with, the so many experiences, how
1199 are you looking around to plan for your future and for your dreams, that may be a much easier to see
1200 when you go, and therefore making good actions, and the repercussions, and all of the advice that
1201 we've always accepted, is not inevitable.

1202 · From what I know, that things are going to be done in line for longer than most people realize.
1203 Maybe that's one thing. We don't need to plan those small steps. Sometimes we need to slow things
1204 down because then anticipate the steps we've already taken. If, one reason this takes a lot of practice
1205 is to bear with yourself. Because we have a lot of time to make things happen. We don't have to wait
1206 for things out. No, we have to stand by about the things we've already done. Let's reflect on what
1207 went before here past today, into the future. When your List comes up, you have to put those worries
1208 ahead of you and go and listen while sorta.

1209 · Even when you go looking for those things that'll be in there, at least behind the scenes, things
1210 you've already done, there are always some caveats. What I do here will help you imagine these
1211 things and look around, and you put them into the hands and you see how big they are in operation.
1212 It's huge and they'll be hand weighed and they'll be right there. The sense of responsibility we take
1213 for ourselves in the frame of mind that we are being taught about, and expect, to be really at odds
1214 with that of so many others. Most of the time, you can make good decisions not to have one, the time,
1215 the budget, the really. But I believe it sure makes a great choice to do it, I consider it a strategy for
going through the high points of your personal circle in your life in that you show things you already
done there. "The days that reach is on you."

1216 · When it comes time to finish the week, you read the regular stories for a newspaper, or read comments,
1217 The People & Stuff. Or read all the writing, The Fowls, a board reading pinned to something Very
1218 Important. If, for instance, as I read the stories in the morning, there was a willingness to put the, just
1219 put down and a small willingness to try to just stick with them. I got a loss at blocking or whatever. It
1220 was the board reading. "Hey, get down on my knees." "Always don't quit." I don't. If you've pulled
1221 yourself under from behind then you don't tend to see things through these modes of thought.
Once you decide that's the challenge here, I myself very, very was invited by this. And so, here's a
1222 visit to my teacher in college. It was the night when I went, and it's the one I remember most vividly.
1223 The Professor sat me face down, his hand on my shoulder, and said: "Take care of yourself." And said
1224 that, there's no bad example. "I know this the only way to get an absolute best understanding of that."
1225 To think of my life outside the classroom, when I hadn't gone to college, it was finally done over.

1226 · My wife used to be a college student, and as well as I, I believed in it when I went back to college.
1227 Same places where I used to have a chance interview with my spouse, I told myself I'm not poor
1228 experience in college anyway, and it ended up helping. I've always enjoyed finding a voice in a tough
1229 time, but I still had to go to. I had to settle down. I sorta did the whole thing.
Once I moved away and I found out that a job you can do in your own house isn't even moving
1230 around, I just took it... It out the window well. I've often been a calm, truly relaxed person. I've
1231 tried to be better, and maybe just leave that behind.

1232 In the late months of the school year, it's very important to put your mind in a work mode before
1233 your move back to the City. Because, sometimes the road ahead is all before you when you decide
1234 how to sleep. Is this in your control.<lendoftextl>

1235
1236 Figure 13: Text sample generated by VADD trained on OpenWebText with 1024 sampling steps.
1237
1238
1239
1240
1241

1242
 1243
 1244
 1245
 1246
 1247
 1248
 1249
 1250
 1251
 1252
 1253
 1254
 1255
 1256
 1257
 1258
 1259
 1260
 1261
 1262
 1263
 1264
 1265

1266 Table 8: Generative perplexity of the model trained on OpenWebText. The results are averaged over
 1267 256 independent samples. The categorical sampling is done under fp64 precision.

1268
 1269
 1270
 1271
 1272

Number of sampling steps (T)	16	32	64	128	256	512	1024
MDLM (reproduced by us)	330.39	191.96	141.23	124.12	115.12	108.87	104.58
VADD	194.08	124.23	98.82	89.24	85.93	82.11	78.27

1273
 1274
 1275
 1276
 1277
 1278
 1279
 1280
 1281
 1282
 1283
 1284
 1285
 1286
 1287
 1288
 1289
 1290
 1291
 1292
 1293
 1294
 1295