MergeVQ: A Unified Framework for Visual Generation and Representation with Disentangled Token Merging and Quantization

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Abstract

Masked Image Modeling (MIM) with Vector Quantization (VQ) has achieved great success in both self-supervised pre-training and image generation. However, most existing methods struggle to address the trade-off in shared latent space for generation quality vs. representation learning and efficiency. To push the limits of this paradigm, we propose MergeVO, which incorporates token merging techniques into VQ-based generative models to bridge the gap between image generation and visual representation learning in a unified architecture. During pre-training, MergeVQ decouples top-k semantics from latent space with the token merge module after self-attention blocks in the encoder for subsequent Look-up Free Quantization (LFQ) and global alignment and recovers their fine-grained details through crossattention in the decoder for reconstruction. As for secondstage generation, we introduce MergeAR, which performs KV Cache compression for efficient raster-order prediction. Extensive experiments on ImageNet verify that MergeVQ as an AR generative model achieves competitive performance in both visual representation learning and image generation tasks while maintaining favorable token efficiency and inference speed. Code and model will be available at https://apexgen-x.github.io/MergeVQ.

1. Introduction

Vector Quantization (VQ) [58] has garnered increasing attention for its ability to encode continuous visual signals into discrete tokens, enabling autoregressive (AR) models to process visual modalities. Since VQGAN [20], most visual AR generative models have adopted a two-stage design: first encode signals into discrete latent space for pretraining, then generate them with an autoregressive Transformer. Besides generation, BEiT [3] proposed Masked Image Modeling (MIM) based on the VQ framework, achieving successful latent-based pretraining [35, 37] and thus at-

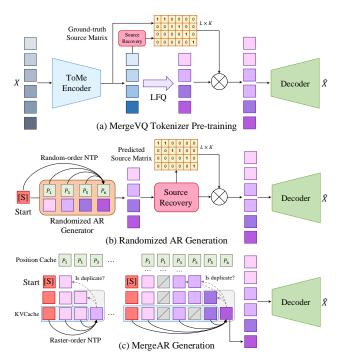


Figure 1. MergeVQ learning paradigms. (a) MergeVQ Tokenizer extracts K semantic tokens with decoupled positional information (retained in source matrix) by ToMe [6] while quantizing spatial details by LFQ [47, 70], which will be recovered and reconstructed correspondingly. (b) MergeVQ with random-order Generator [49] generates K discrete tokens with associated position instructions while trained Source Prediction and decoder restore position details. (c) MergeAR Generator predicts L tokens efficiently in raster-order by Next-token Prediction (NTP) [55] with KV Cache compression to remove the redundancy.

tracting growing interest in unifying visual representation learning and generation tasks in a *shared latent space* [78].

However, recent studies [43, 79] have shown that visual generation and representation capabilities often lack consistency [69] under VQ-based learning framework, *i.e.*, improvements in one task may not necessarily benefit the others. This inconsistency is conjectured to arise from the competing objectives for identical embedding space: **represen-**

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tation learning tasks emphasize inter-class discrimination to maximize high-level semantics, while generative tasks prioritize the reconstruction of details. In addition, training obstacles brought by VQ itself further limit the optimization process. For example, the gradient approximation in canonical VQ (e.g., VQGAN) sets an optimization bottleneck for the first-stage training. Moreover, the quantization of embedding space inevitably strips away fine-grained spatial information, which requires the models to reconstruct images with the loss of details and thus affects both the representation learning and generation.

As such, efforts have been made to extract rich semantic features from visual signals for quantization to improve the representation capacity of generative models [60, 81]. However, these coarse-grained semantics often sacrifice detailed information, making it difficult to support high-quality image reconstruction and generation, resulting in significant performance degradation. In this paper, we argue that representation learning and generation are not completely conflicting but with intrinsic complementarity. The crux lies in exploiting such complementarity while minimizing the information loss, which requires specific designs. To achieve this, we propose to decouple coarse-grained semantics from latent space during training and recover them for reconstruction to meet the different needs while minimizing the information loss and overhead. By leveraging token merging techniques [6], the encoder compresses latent space into K semantic tokens while preserving the fine-grained spatial information as positions within a source matrix, as illustrated in Figure 1. During reconstruction, the latent finegrained details can be restored with this source matrix while the K compressed tokens serve as high-level semantics for global alignment [9, 78]. Built upon this intuition, we propose MergeVQ, which employs token merging and Look-up Free Quantization (LFQ) for spatial and channel compression. Extensive experiments show that MergeVQ as an AR generative model achieves competitive performance in both image generation and visual representation learning with favorable efficiency. Our contributions can be summarized as:

- We present a fresh learning paradigm that integrates token merging into a VQ-based AR generation framework, where high-level semantics are decoupled from patients in the first-stage training and can be restored with source matrix for details reconstruction, thus effectively reducing information loss while bridging the gap between representation learning and generation in a unified model.
- We offer two schemes for MergeVQ's second-stage generation. (i) We propose MergeAR, which performs KV-Cache compression for efficient raster-order prediction. (ii) With the source recovery module, existing random-order generators can also be directly used for generation.
- Experiments show MergeVQ's competitive performance in both visual representation learning and image generation, with favorable token efficiency and inference speed.

2. Related Work

2.1. Auto-regressive Image Generation

Tokenizer with Vector Quantization. Vector quantization, introduced by VQ-VAE [58] and enhanced by VQ-GAN [20] with adversarial loss and Transformer integration, faces three key challenges in traditional cluster-based VQ approach: (i) Gradient approximation issues: Straightthrough estimator creates imprecise encoder gradients, addressed by MAGVIT-v2 [69] and OpenMAGVIT2 [44] through extended training. (ii) Inefficient codebook learning: Commitment loss causes uneven gradient distribution and codebook collapse. Solutions include RegVO [74] and Kepler Codebook [40]'s priors, and BEiT.v2 [51] and ViT-VQGAN [66]'s EMA with normalization. (iii) The discrete bottleneck. Quantization eliminates fine-grained details, hampering generation and reconstruction. RQ [31] employs multi-level quantization to reduce this information loss. Look-up Free Quantization quantizes along channels, reducing overhead while improving codebook usage. Attempts like FSQ [47], MAGVIT-v2 [69], Open-MAGVIT2 [44], [30, 62, 77] demonstrate results that match or exceed vanilla VQ. Another research direction accelerates inference using Adaptive-Length Quantization to compress tokens. These methods utilize cross-attention [19, 72], attention-based token extraction [28], or token grouping [18], reducing token number for faster generation.

Auto-regressive Generation. VQGAN introduced autoregressive visual generation following the raster-order Next Token Prediction (NTP) in GPT [52, 53]. Subsequently, numerous works have built upon this raster generation paradigm, including LlamaGen [55] and Open-MAGVIT2 [44]. Concurrently, a line of research has explored parallel decoding methods to accelerate generation, exemplified by MaskGiT [10], which employs non-sequential generation to enhance generation speed. Recently, several studies have investigated randomized generation techniques, where token positions are predicted prior to token embeddings, or learnable positional encodings are utilized for position prediction, as demonstrated in works such as RandAR [49] and RAR [71].

2.2. Unifying Representation and Generation

Since BEiT [3] first combined Masked Modeling with VQ for pre-training, research unifying representation and generation within a latent space has gained increasing interest [33]. These studies, typically conducted within *cluster-based VQ* frameworks, fall into two categories: (i) Using Pre-training Techniques in Quantized Space. MQ-VAE [28] quantizes semantic tokens by masking important ones for reconstruction. MAGE performs Masked Modeling directly in latent space during second-stage generation training, while BEiT abandons second-stage generation, using Masked Modeling as the second stage itself. (ii) Using representative tasks to enhance generation quality. DiGIT [81] extracts semantic tokens from pre-trained models for rep-

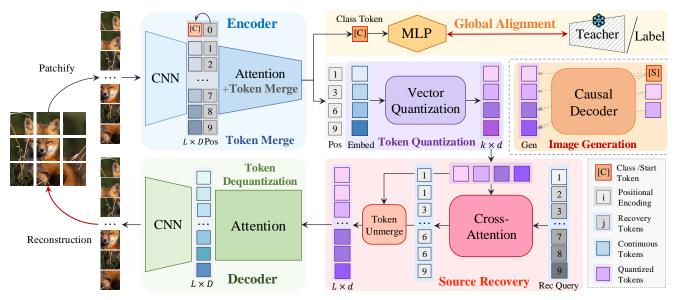


Figure 2. **Overview of MergeVQ framework**, which contains two stages and three groups of subtasks (Sec. 3.1). (a) As for representation learning (Sec. 3.2), K semantic tokens are extracted by the encoder with self-attention and token merging [6], which can be aligned globally with a pre-trained teacher while learning contextual information by predicting the source matrix. (b) As for reconstruction (Sec. 3.3), taking K merged and quantized tokens as the input, the positional information can be retained by the Source Recovery module, and then high-quality details will be reconstructed. (c) As for generation (Sec. 4), we utilize the source matrix to construct a causal mask for training and leverage the KV cache to prune repeated tokens during inference for efficient generation.

resentation learning while using a finely crafted decoder for generation. VQ-KD [60] employs a pre-trained teacher model to guide token reconstruction. REPA [73] proposes that representation alignment can significantly improve the training efficiency and generation quality of diffusion models. Some approaches align visual and text codebooks via CLIP-inspired methods [75]. SPAE [68] uses hierarchical codebooks to align visual representations with frozen LLMs, while V2L Tokenizer [79] employs global and local tokenizers for multimodal alignment.

2.3. Token Compression in Transformer

Token compression techniques have become essential for enhancing efficiency in Transformer-based architectures, particularly in ViTs and LLMs. ToMe and its advancements [5, 7, 8, 11] employ lightweight BSM techniques to achieve pruning-like efficiency, improving ViT throughput with minimal performance degradation. However, BSMbased methods often suffer from information token loss due to heuristic merging. For ViT encoders, token merging methods like k-means [46] and spectral clustering [4] have been explored to mitigate this issue, offering more controlled outputs. Yet, these techniques introduce complex iteration schemes that may conflict with reducing model complexity in ViT layers. For decoders, recent KV cache compression strategies like FastGen [23], SnapKV [39], and H₂O [76] optimize memory usage and inference speed through selective token retention and key-value pairs compression. While these methods effectively boost LLM inference efficiency, they remain inapplicable in training phase.

3. MergeVQ Learning Paradigm

3.1. MergeVQ Framework

In this section, we introduce the MergeVQ framework based on vector quantization and define key notations.

Token Merge Encoding: Given an image $X \in \mathbb{R}^{H \times W \times 3}$, we employ a two-stage downsampling encoder \mathcal{E} . First, a CNN layer \mathcal{E}_1 extracts features, producing a feature map $Z \in \mathbb{R}^{\frac{H}{f} \times \frac{W}{f} \times d}$, where f is the downsampling factor and d denotes the channel number. The feature Z is then flattened into L-length token sequence $Z_L \in \mathbb{R}^{L \times d}$ as:

$$Z_L = \mathcal{E}_1(X). \tag{1}$$

We then employ attention with the merging operation, denoted as \mathcal{E}_2 , for second-stage extraction. During this process, we obtain a shorter sequence $Z_K \in \mathbb{R}^{K \times d}$ along with its source matrix $S \in \mathbb{R}^{K \times L}$ that preserves the spatial relationships of the sequence. This process is expressed as:

$$Z_K, S = \mathcal{E}_2(Z_L). \tag{2}$$

As such, the entire encoding process can be represented as:

$$Z_K, S = \mathcal{E}(X). \tag{3}$$

To ensure that Z_K owns rich semantics, we concurrently impose global alignment on Z_K as discussed in Sec. 3.2.

Quantization: We employ LFQ as MergeVQ's quantization module to minimize the loss of details. Specifically, the codebook is reduced to an integer set and could be denoted as: $C = \times_{i=1}^{N} \{-1,1\}, \quad |C| = 2^{N}$. Thus,

the quantization can be summarized as follows: $z_{Ki} = \operatorname{sign}(z_{Ki}) = -1 \cdot \mathbb{I}(z_{Ki} < 0) + \mathbb{I}(z_{Ki} > 0)$, where z_{Ki} denotes i-th vector in K semantic tokens Z_K . Then the index of the quantized feature z_{mi} is formulated as $\operatorname{Index}(z_{Ki}) = \sum_{j=1}^N 2^{k-1} \cdot \mathbb{I}(z_{Kij} > 0)$. Finally, we obtain the quantized semantic tokens, denoted as Z_{Kq} :

$$Z_{Kq} = \mathcal{Q}(Z_K, \mathcal{C}). \tag{4}$$

Token Recovery and Reconstruction: we first perform token-level reconstruction with the recovery module $\mathcal{R}(\cdot, \cdot)$ and source matrix S, which yields a new L-length \hat{Z}_L as:

$$\hat{Z}_L = \mathcal{R}(Z_{qK}, S). \tag{5}$$

This sequence is then fed into the decoder \mathcal{D} for pixel-level reconstruction, which could be described as:

$$\hat{X} = \mathcal{D}(\hat{Z}_L). \tag{6}$$

3.2. Harmonize Reconstruction and Representation

Inspired by research on Masked Image Modeling in representation learning, we employ Token Merge to reduce the number of tokens and leverage Source Recovery to restore all tokens for contextual modeling, seamlessly integrating representation learning into our framework. To further enhance the representation capability, we impose global alignment constraints on the compressed visual tokens. Our framework is detailed and illustrated in Figure 2.

Attention with Token Merging: After encoding the input image X into Z_L as in Eq. (1), attention mechanisms further extract features. We employ the Token Merge Attention module proposed by ToMe [6] for token merging. Specifically, in each attention block, the top 2r tokens by attention score are merged into r tokens. With r attention blocks, the final token count r satisfies r at r at r tokens by attention details are provided in Appendix A.

$$Z_{\rm K} = {\rm ToMeAttention}(Z).$$
 (7)

During this process, a source matrix S would be maintained to record the origin of each token. Starting with an original token sequence of length L, after N layers of ToMe Transformer Blocks, the sequence is reduced to length K. The source matrix owns the size of $K \times L$, where $S_{ij} \in \{0,1\}$. The details are available in the Appendix.

$$Z_K, S = \mathcal{E}_2(X). \tag{8}$$

The source matrix preserves the positional and spatial information of the image during the encoding process.

Source Recovery Model: We introduce the Source Recovery Model to facilitate contextual modeling of tokens. In particular, for the K semantic tokens and the Source matrix that records their positional information, our aim is to design a module capable of recovering these tokens without relying on their source. To achieve this, we incorporate

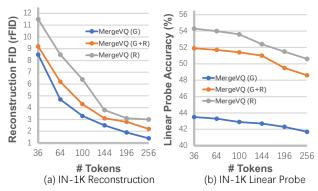


Figure 3. Analysis of kept tokens in reconstruction and representation learning. Three MergeVQ tokenizers are trained with 128 resolution for 30 epochs on ImageNet-1K. They keep 256, 144, and 36 tokens with ToMe [6] in the encoder during training. In inference, we evaluate rFID and linear probing top-1 accuracy with diverse merge ratios to show the trade-off between generation and representation. Please view Sec. 5 and Appendix B for details.



Figure 4. Visualization of MergeVQ (G+R) reconstruction. With the kept tokens varying from 64 to 256, clustering maps of ToMe Attention indicate that MergeVQ can extract discriminative semantic tokens while recovering contextual positions and details.

a lightweight Transformer decoder with L learnable positional embeddings Q to interact with the K tokens, as:

$$Q_r = \operatorname{softmax}\left(\frac{QK^T}{\sqrt{d}}\right)Q^T. \tag{9}$$

Subsequently, we predict the source matrix \hat{S} , thereby enabling contextual modeling of tokens as:

$$\hat{S} = \arg\max(\operatorname{softmax}(Q_r K^T)). \tag{10}$$

Overall, we employ cross-entropy to measure the difference between \hat{S} and S to optimize this Source Recovery Model. The learning object source loss \mathcal{L}_{src} is thus formulated as:

$$\mathcal{L}_{\text{src}} = -\sum_{i,j} S_{i,j} \log(\hat{S}_{i,j}) + (1 - S_{i,j}) \log(1 - \hat{S}_{i,j}). \tag{11}$$

Global Alignment: To further enhance the representation capability of semantic tokens, we perform global alignment on semantic tokens using the Self Distillation approach proposed by DINO [9]. We uniformly sample an image X from the training set, apply random augmentations to generate views u and v, and feed them into the DINOv2 encoder and MergeVQ. The predicted category distributions from the CLS tokens, $v_t = P_{\theta'}^{[CLS]}(v)$ and $u_t = P_{\theta'}^{[CLS]}(u)$, are aligned by minimizing the crossentropy between them. The alignment loss is:

$$\mathcal{L}_{[CLS]} = -P_{\theta'}^{[CLS]}(v)^T \log P_{\theta'}^{[CLS]}(u).$$
 (12)

3.3. Recovery and Reconstruction

Token Recovery For Reconstruction: Before reconstructing the image, we first perform token-level recovery to restore contextual information. Then, we reconstruct the image at the pixel level based on the recovered visual tokens, aiming to restore the fine details lost due to channel quantization. The Token Recovery process is achieved through the source matrix S. This process is denoted as:

$$\hat{Z}_L = \mathcal{R}(Z_{Kq}, S). \tag{13}$$

Specifically, we utilize the positional information recorded in S to expand Z_K back into a sequence of length L. For example, if the i-th row of S satisfies $S(i,j_1)=1$ and $S(i,j_2)=1$, we recover the L-length sequence \hat{Z}_L such that $\hat{Z}_{Lj_1}=\hat{Z}_{Lj_2}=\hat{Z}_{Ki}$. This process can be implemented through matrix multiplication as:

$$\hat{Z}_L = [\hat{z}_l]_{l=1}^L = Z_{Kq} S = \left[\sum_{i=1}^K z_{qi} \times s_{il} \right]_{i=1}^L . \tag{14}$$

During training, we obtain the ground-truth source matrix through the encoder, allowing straightforward token recovery. In the inference phase, the predicted source matrix \hat{S} is obtained by the Source Recovery Model in Sec. 2.2, enabling token recovery. Subsequently, we apply the decoder \mathcal{D} to reconstruct the recovered \hat{Z}_L as:

$$\hat{X} = \mathcal{D}(\hat{Z}_{L}). \tag{15}$$

Hybrid Model with Weight Initialization: As for network architectures for generative tasks, feature extraction is typically performed using CNN, while pure Transformerbased backbones are relatively rare. However, in representation learning, Transformer-based architectures are prevalent. To bridge this gap, we employ a hybrid model that leverages the ToMe Attention mechanism of Transformers as a dynamic downsampling method. This approach not only enhances attention efficiency but preserves strong representation capabilities and flexibility. To further exploit these advantages, we integrate a pre-initialized Transformer backbone into our VQ architecture. The specific network architecture is detailed in Appendix A.1 and illustrated in Figure 2.

Adaptive Merge Ratios for Diverse Tasks: Unlike existing adaptive-length quantization methods [38, 72], our MergeVQ framework uses variable merge ratios r during training instead of fixed sequence lengths. The ToMe module provides flexibility for different tasks through adjustable merge ratios. Our experiments show that representation learning and reconstruction tasks benefit from different merge ratio settings. As Figure 3 illustrates, representation tasks (Sec. 3.2) favor larger merge ratios [26, 29], which help extract semantic features while preserving contextual information. Based on these findings, we offer

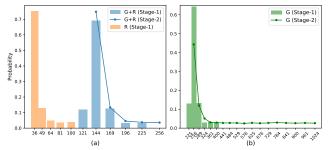


Figure 5. Distribution of merge ratios sampling in training. (a) With 256 tokens in total, MergeVQ (R) and (G+R) sample the square number as kept token numbers in [36,100] and [121,225] with exponential and Gaussian distributions for stage-1 training, while the G+R version sampling from [144,256] for stage-2 training. (b) With 1024 tokens in total, MergeVQ (G) samples the square kept number in [225,400] and [256,1024] with Gaussian and exponential distributions in both stage-1 and stage-2 training.

three MergeVQ variants: Representation (R) version for enhanced generalization, Generation and Representation (R+G) version balancing both tasks, and Generation (G) version optimized for high-performance generalization and reconstruction. Meanwhile, we provide another trick sample merge ratios to expose the model to varying token counts, which could enhance the generalization and robustness of both stage-1 and stage-2 training. In practice, we retained three versions of semantic token counts: 256, 144, and 36, corresponding to pure Generation (G), Generation and Representation (R+G), and pure Representation (R), respectively. During training, we determine the corresponding merge ratio r by sampling the number of tokens retained, focusing on a range around the target token count for each version. We use exponential distribution sampling for the G and R versions, and discrete Gaussian distribution sampling for the G+R version. The sample details are available in Appendix A.

4. MergeVQ for Efficient Generation

4.1. MergeAR with KV Cache Compression

We introduce MergeAR for efficient autoregressive generation based on our Merged Tokens framework. Unlike common approaches, MergeAR leverages intrinsic token sparsity to accelerate generation. It compares each new token against the existing sequence, pruning similar tokens while preserving essential information through strategic copying. A position-recording system ensures output coherence.

During training, we first sample a merge ratio r as Appendix. A, which determines the number of merged visual tokens and results in K discretized tokens along with their ground-truth source matrix S. To regulate the level of sparsity, we introduce a Merge Instruction Token M, which serves as an indicator of merging extent. Using the source S and target Z_K , we construct a causal mask to guide the training process. Concretely, suppose the causal mask

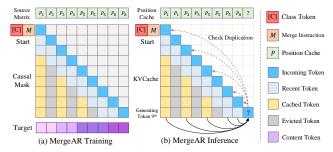


Figure 6. Illustration of MergeAR pipeline. (a) MergeAR training with the source matrix and target sequences from MergeVQ tokenizer to build a causal mask with duplicated tokens masked out, taking a class token and a merge instruction token as the starting conditions. (b) MergeAR inference that generates L tokens in the raster order with duplicated tokens detected and removed.

 $M \in \mathbb{R}^{L \times L}, M(i, j) \in \{0, 1\}$ are denoted as:

$$M(i,j)=1, \text{when } S(i,j)=1 \text{ and } 1\notin \bigcup_{k=1}^{i-1} S(k,j). \ \ (16)$$

As such, efficient generation can be achieved while enabling the model to effectively capture contextual information. In the inference phase, we construct the KV cache using the same method as for the causal mask. When generating the t-th token, we compare it with the previously generated tokens. If the generated token is a duplicate, it is pruned and not stored in the cache. Otherwise, if a new token is generated, it is added to the KV cache. View Figure 6 for details.

4.2. Randomized Auto-regressive with Source Recovery

Concurrently, Randomized AR techniques like RandAR [49] introduce positional encoding prediction, whose objective $p_{\theta}(\mathbf{x}|\mathbf{P})$ could be formulated as:

$$\prod_{n=1}^{N} p_{\theta} \left(x_n^{\pi(n)} \mid P_1^{\pi(1)}, x_1^{\pi(1)}, \dots, x_{n-1}^{\pi(n-1)}, P_n^{\pi(n)} \right), \tag{17}$$

where $x_i^{\pi(i)}$ is the i-th token in this randomly shuffled N-length sequence, and $\pi(i)$ denotes its original position in raster order. We then insert a positional instruction token $P_i^{\pi(i)}$ before each image token $x_i^{\pi(i)}$.

MergeVQ can be also implemented by this RandsAR

MergeVQ can be also implemented by this RandsAR generative framework, where the K quantized tokens Z_{Kq} obtained in the first stage serve as target image tokens, and source matrix is used as the corresponding positional information. The model is trained and optimized through RandAR paradigm. After generating K generated tokens, we invoke the source recovery model and decoder, as described in Eq.(6) and Eq.(5), to recover all tokens for generation.

5. Experiments

5.1. Implementation Details

Visual Tokenizer Setup. We offer three MergeVQ versions for visual representation learning and generation: MergeVQ

(G) for pure generation, MergeVO (G+R) for both generation and representation, and MergeVO (R) for representation learning only. As detailed in Appendix A.1, we present three architectures of these versions with the latent embedding dimension of 512, whose encoders have 63M. 62M, and 86M parameters. As discussed in Sec. 3.2, we apply the hybrid model that contains 4 and 5 hierarchical stages of ResNet blocks [25] with 12-layer of ToMe Attention blocks [6] at the last stage for the encoder networks in MergeVQ (G) and MergeVQ (R+G), as well as LFQ layer [70] with the dimension of 18. The corresponding decoder shares a similar architecture as encoders without ToMe modules. For fair comparisons, MergeVQ (R) adopts ViT-B [17] with random initialization as encoder but still adopts an identical decoder and LFO as MergeVO (G+R). As for the token number after quantization, the raw output number of three versions are 1024, 256, and 256, and we merge them to 256, 144, and 36 tokens during training and inference. All versions are trained by AdamW optimizer [42] with (β_1, β_2) of (0.5, 0.9), a default learning rate of 1e-4, and a total batch size of 256 for $200\sim300$ epochs on ImageNet-1K without annotations. As for reconstruction, models are trained in 256×256 resolutions with a combination of ℓ_i reconstruction loss, GAN loss, perceptual loss, entropy penalty, commitment loss, and LeCAM regularization as MAGVITv2, combined with our proposed source recovery loss \mathcal{L}_{src} and alignment loss $\mathcal{L}_{[CLS]}$.

Visual Generator Setup. Following LlamaGen [55] and the concurrent work RandAR [49]¹, we conduct three versions of AR generators with MergeVQ tokenizers: MergeVO with vanilla LlamaGen for classical raster-order generation, MergeVQ with MergeAR (built upon Llama-Gen) for efficient generation, and MergeVQ with RandAR for random-order generation. As for the third version, it requires the pre-trained Source Recovery module to predict the source matrix with the generated sequences as mentioned in Sec. 4.2, which can be a 2-layer standard Transformer decoder with 512 embedding dimensions at 7M parameters. We adopt LlamaGen-L as the generator architecture, which is a 24-layer Transformer decoder [53] in LLaMA-based architecture [57] and trained by AdamW optimizer [42] with a weight decay of 0.05, a basic learning rate of 4×10^4 , and a batch size of 1024 for 300 epochs. View Appendix A.2 for more details.

5.2. Self-supervised Pre-training

We evaluated self-supervised pre-trained models by linear probing (Lin.) [26] and end-to-end fine-tuning (FT) [3] protocols on ImageNet-1K. Table 1 shows that MergeVQ variants substantially outperform prior models like BYOL, MoCoV3, and DINOv2 in performance and efficiency, notably with fewer tokens achieving superior accuracy. MergeVQ (R), which focuses on representation learning, achieves impressive results with only 36 tokens. With fewer tokens

¹More studies of MergeAR and combination of MergeVQ with concurrent AR works [49, 71] will be updated in the arXiv preprint.

Table 1. Comparsion of self-supervised pre-training on ImageNet-1K. Top-1 accuracy of linear probing (Lin.) and fully fune-tuning (FT) results are reported. ‡ denotes using the multi-crop augmentation or additional data. We summarize the target for alignment (Align.) and reconstruction (Rec.), the pre-training epochs, the encoder architecture type, and the number of learnable parameters (#Param) of the encoder and latent tokens (#Tokens), where MIM and TMM denote Masked Image Modeling and Token-merge Modeling.

Support	Method	Date	Align.	Rec.	Epochs	Encoder	#Param	#Tokens	Accu	racy†
Tasks			Target	Target		Type			Lin.	FT
	BYOL [24]	NeurIPS'2020	MSE	Х	800	R50-W2	94M	7×7	75.6	
Contrastive	MoCoV3 [12]	ICCV'2021	InfoNCE	X	300	ViT-B	86M	196	76.7	83.2
Pre-training	DINO [‡] [9]	ICCV'2021	CE	X	300	ViT-B	86M	196	78.2	83.6
	DINOv2 [‡] [48]	TMLR'2024	CE	X	1000	ViT-B	86M	196	84.5	85.7
	BEiT [3]	ICLR'2022	Х	DALLE	800	ViT-B	86M	196	56.7	83.2
	iBOT [‡] [78]	ICLR'2022	CE	EMA	800	ViT-B	86M	196	76.0	84.0
	MAE [26]	CVPR'2022	Х	RGB	1600	ViT-B	86M	196	68.0	83.6
MIM	SimMIM [64]	CVPR'2022	Х	RGB	800	ViT-B	86M	196	67.9	83.8
Pre-training	CAE [13]	IJCV'2023	Х	DALLE	1600	ViT-B	86M	196	70.4	83.6
	PeCo [16]	AAAI'2023	Х	VQVAE	800	ViT-B	86M	196	_	84.5
	$A^{2}MIM [32]$	ICML'2023	Х	RGB	800	ViT-B	86M	196	68.8	84.2
	I-JEPA [1]	CVPR'2023	Х	RGB	600	ViT-B	86M	196	72.9	_
	EVA-02 [21]	CVPR'2024	X	EVA-CLIP	300	ViT-B	86M	196	_	84.0
	ViT-VQGAN [66]	ICLR'2022	Х	RGB	100	VIM-Base	650M	1024	65.1	_
	MaskGIT [10]	CVPR'2022	Х	RGB	200	BERT	227M	256	57.4	_
Generative	LlamaGen [55]	NeurIPS'2024	Х	RGB	40	CNN	72M	1024	47.6	_
	Titok-B [72]	NeurIPS'2024	Х	VQGAN	200	Titok-B	86M	64	53.9	_
	REPA [73]	ICLR'2025	DINOv2	Velocity	100	SiT-L/2	458M	1024	71.1	_
	MAGE-C [35]	CVPR'2023	InfoNCE	VQGAN	1600	ViT-B	24+86M	196	78.2	82.9
Generative &	DiGIT [81]	NeurIPS'2024	DINOv2	RGB	200	ViT	219M	256	71.7	_
Pre-training	MergeVQ (G+R)	Ours	DINOv2	RGB+TMM	200	Hybrid	63M	144	77.9	82.0
	MergeVQ (R)	Ours	DINOv2	RGB+TMM	300	ViT-B	86M	36	79.8	84.2

than DINOv2 (196), MergeVQ (R) achieves 79.8% Lin. Accuracy and 84.2% FT accuracy, leveraging a flexible and discriminative latent space for both efficiency and performance. MergeVQ (G+R) performs slightly lower than MergeVQ (R) due to its inclusion of generation alongside representation learning, highlighting the trade-off between tasks, which require more tokens, and pretraining, which benefits from coarse-grained latent. Despite this, MergeVQ (G+R) remains competitive, reaching 77.9% in Lin. and 82.3% in FT, demonstrating competitive results while handling both generative and representation objectives.

5.3. Image Generation

Reconstruction. Table 2 compares the reconstruction performance of VQ-based tokenizers on 256 × 256 ImageNet-1K. MergeVQ (G+R) achieves an effective balance between reconstruction and token efficiency (nearly a 100%-utilized LFQ codebook with dynamic token lengths), leading to an rFID of 1.48. This outperforms methods that use larger codebooks and more tokens, such as RQ-VAE and LlamaGen. MergeVQ (G), applying the same codebook but with 256 tokens, hits an even lower rFID of 0.54, excelling in reconstruction quality. Overall, MergeVQ variants show high performance by optimizing codebook and token usage. While MergeVQ (G+R) slightly sacrifices rFID for handling both generation and representation, it remains competitive, highlighting the trade-off between these objectives.

Class Conditional Generation. As shown in Table 3, MergeVQ (G+R) and MergeVQ (G) stand out as competitive models. MergeVQ (G+R) uses 144 latent tokens and our MergeAR generator and achieves a gFID of 3.27 and

Table 2. Comparison of reconstruction on 256×256 ImageNet-1K with reconstruction FID (rFID) of VQ tokenizers. We sum up the types, sizes, and dims of the codebook with its usage ratio. Ratio and #Tokens denote the downsampling rate and token number.

Method	V	Q Co	debo	ok	Ratio	#Tokens	rFID
	Type	Size	Dim	Usage↑		\downarrow	\downarrow
Taming-VQGAN [20]	Cluster	2^{10}	256	49%	16	16^{2}	7.94
SD-VQGAN [54]			4	_	16	16^{2}	5.15
RQ-VAE [31]	Cluster		256	_	16	16^{2}	3.20
MaskGIT [10]	Cluster	2^{10}	256	_	16	16^{2}	2.28
LlamaGen [55]	Cluster		8	97%	16	16^{2}	2.19
TiTok-L-32 [72]	Cluster	2^{12}	16	_	_	32	2.21
TiTok-B-64 [72]	Cluster	2^{12}	12	_	-	64	1.70
VQGAN-LC [80]	CLIP	10^{5}	8	99%	16	16^{2}	2.62
VQ-KD [60]	DINO	2^{13}	32	100%	16	16^{2}	3.41
MAGVIT-v2 [69]	LFQ	2^{18}	1	100%	16	16^{2}	1.16
OpenMAGVIT2 [44]	LFQ	2^{18}	1	100%	16	16^{2}	1.17
MaskBiT [62]	LFQ	2^{14}	1	100%	16	16^{2}	1.37
MergeVQ (R)	LFQ	2^{18}	1	86%	16	144	4.67
MergeVQ (G+R)	LFQ	2^{18}	1	99%	16	144	1.48
MergeVQ (G+R)	LFQ	2^{18}	1	99%	16	256	1.12
ViT-VQGAN [66]	Cluster	2^{13}	8	96%	8	16^{2}	1.28
OmiTokenizer [59]	Cluster	2^{13}	8	_	8	16^{2}	1.11
LlamaGen [55]	Cluster	2^{14}	8	97%	8	16^{2}	0.59
TiTok-S-128 [72]	Cluster	2^{12}	16	_	-	128	1.71
VQGAN-LC [80]	CLIP	10^{5}	8	99%	8	16^{2}	1.29
MergeVQ (G)	LFQ	2^{18}	1	100%	8	256	1.06
MergeVQ (G)	LFQ	2^{18}	1	100%	8	1024	0.54

an IS of 253.8 without CFG. When CFG and RandAR generator are applied, it improves to a gFID of 2.63 and an IS of 279.5, surpassing many auto-regressive models. On the other hand, MergeVQ (G) with a MergeAR generator, which uses 256 tokens and 1024 steps, demonstrates even

Table 3. System comparsion of class-conditional generation on 256×256 ImageNet-1K. Generation Fréchet inception distance (gFID) and inception score (IS) are reported with ADM [15]. "#P" means the parameter number, step means sampling steps, and \ddagger denotes training tokenizers on OpenImages. Note that "-cfg" or "-re" denotes using classifier-free guidance or rejection sampling, and "-384" denotes for generating images at 384×384 resolutions and resize back to 256×256 for evaluation.

Type Tokenizer Generator LDM-4 [54]	400M 250 3.60 247.7
UViT-L/2 [2]	287M 250 3.40 219.9
UViT-H/2 [2]	501M 250 2.29 263.9
Diff. VAE [‡] DiT-XL/2 [50	675M 250 2.27 278.2
MDTv2-XL/2 [22] 676M 250 1.58 314.7
SiT-XL [45]	675M 250 2.06 270.3
DiMR-XL/2R [4	41] 505M 250 1.70 289.0
VQGAN MaskGIT [10] 177M 8 6.18 182.1
TiTok-B-64 [‡] MaskGIT-ViT [10] 177M 8 2.48 262.5
Mask. TiTok-S-128 [‡] MaskGIT-UViT-L	[2] 287M 64 1.97 281.8
MAR MAR-B-cfg [3	6] 208M 100 2.31 281.7
MAR MAR-L-cfg [3	6] 479M 100 1.78 296.0
VAR-d16 [56	310M 10 3.30 274.4
VAR VAR [‡] VAR-d20 [56]	600M 10 2.57 302.6
VAR-d24 [56]	
VQGAN GPT2 [53]	1.4B 256 15.78 74.3
VQGAN GPT2-re [53]	1.4B 256 5.20 280.3
VIT-VQGAN VIM-L [66]	1.7B 1024 4.17 175.1
ViT-VQGAN VIM-L-re [66] 1.7B 1024 3.04 227.4
RQ-VAE RQ-Transre [3	31] 3.8B 64 3.80 323.7
MAGVIT-v2 MAGVIT-cfg [6	
AR LlamaGen LlamaGen-L [5	-
(raster) LlamaGen LlamaGen-L-384	[55] 343M 576 3.07 256.1
LlamaGen LlamaGen-XL [-
LlamaGen LlamaGen-XL-384	
OpenMAGVIT2 OpenMAGVIT2-B	
OpenMAGVIT2 Open-MAGVIT2-L	
MaskBit LlamaGen-cfg [
VQGAN MAGE-L [35	230M 20 6.93 195.8
AR & VQGAN DiGIT [81]	732M 256 3.39 206.0
PT MergeVQ (G+R) LlamaGen-L [5	_
MergeVQ (G+R) MergeAR (Out	
MergeVQ (G) MergeAR (Out	
LlamaGen RandAR-L-cfg [-
AR LlamaGen RandAR-L-cfg [-
(random) MergeVQ (G+R) RandAR-L-cfg [•
MergeVQ (G) RandAR-L-cfg [49] 343M 88 2.24 320.4

better performance, with a gFID of 3.05 and an IS of 260.9 without CFG, and achieving a gFID of 2.24 and IS of 320.4 with CFG and RandAR generator. Despite using fewer tokens than several computationally expensive models (e.g., large VQGAN and ViT-VQGAN), MergeVQ variants excel in class-conditional image generation by balancing generative quality and computational efficiency, setting a new benchmark for models in this domain. By using fewer tokens while maintaining high image quality, the MergeVQ models show that it is possible to achieve state-of-the-art results with a more streamlined and efficient approach compared to some of the most advanced diffusion and GAN-based models. This makes the proposed MergeVQ particularly promising for real-world applications where efficiency and generation quality are both crucial.

Table 4. **Ablation of three versions of MergeVQ tokenizers** with the number of kept tokens during training for pre-training (linear probing Acc.) and reconstruction (rFID) tasks on ImageNet-1k.

	G		G+R				
#Tokens	rFID (↓)	rFID (↓)	# Step (↓)	Acc. (†)	$FLOPs \left(\downarrow \right)$	Acc. (†)	
256	1.41	2.15	64	48.6	76.2G	_	
196	1.89	2.53	49	49.5	74.8G	51.2	
144	2.03	3.07	36	51.0	73.4G	52.5	
100	2.96	4.62	25	51.2	72.4G	53.9	
64	4.74	6.51	16	51.8	71.5G	54.1	
36	-	8.94	9	52.1	71.7G	54.3	

Table 5. **Ablation of main modules for MergeVQ generation** with reconstruction (rFID) and generation (gFID) evaluation.

Version	\mathcal{R}	\mathcal{G}	rFID	gFID	# Token
(G+R)	Ground-truth S	Х	1.48	_	144
(G+R)	2-layer Cross-Attention	×	1.71	_	144
(G+R)+RandAR	2-layer Cross-Attention	LlamaGen-L	1.71	2.63	144
(G+R)+LlamaGen	Х	LlamaGen-L	_	3.28	256
(G)+LlamaGen	×	LlamaGen-L	_	3.14	1024
(G)+MergeAR	Х	LlamaGen-L	_	3.05	1024

5.4. Ablation Study

We conduct ablation studies of key modules on ImageNet-1K. As for the tokenizer, Table 4 shows that MergeVQ (G) and MergeVQ (R) could achieve the best reconstruction and pre-training performances with 256 tokens (i.e., adaptive downsampling instead of convolution projection) and 36 tokens (i.e., a small number of semantic tokens for better global alignment). MergeVQ (G+R) could well balance the reconstruction performance with the pre-training task and efficiency (fewer steps and FLOPs) by 144 tokens. As for generation, we validate the three designed versions in Sec. 4. In Table 5, the Source Recovery module is essential to restore the positional information for MergeVQ (G+R) with RandAR, which could approximate the ground-truth $\mathcal S$ recover positional information for the generator. As shown in Table 3 and Table 5, the proposed KV Cache compression in MergeAR could be more useful when the generated sequence is redundant, which improves the vanilla LlamaGen by 0.09 vs. 0.03 gFID with the MergeVQ (G) and MergeVQ (G+R).

6. Conclusion

This paper presents MergeVQ, a unified framework that bridges the competing objectives of representation learning and image generation. It incorporates flexible token merging-based designs to balance compact latent space and fine-grained generation. In addition, we propose MergeAR, a second-stage KVCache compressive technique that yields considerable speed gains while retaining high-quality image generation ability. Experiments demonstrate that MergeVQ achieves competitive performance across tasks, outperforming existing methods in both representation learning and image generation. The results highlight MergeVQ's versatility and robustness, showcasing its ability to adapt to both generative and discriminative demands.

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MergeVQ: A Unified Framework for Visual Generation and Representation with Disentangled Token Merging and Quantization

Supplementary Material

A. Implementation Details

A.1. Stage 1: MergeVQ Tokenizer

Tokenizer Network. MergeVQ introduces hybrid encoders with self-attention blocks [17] using ToMe modules [6], built after the bottom of the pure convolution tokenizer (using Residual blocks) proposed in MAGVITv2 [70]. We provide three versions of MergeVQ tokenizers, where the G and G+R versions use the hybrid encoders while the R version uses the vanilla ViT-B [17]. The specific network configurations, experimental settings, and training details are thoroughly described in Table A1. The corresponding decoder shares a similar architecture as encoders except for using ToMe modules. MergeVQ (G+R) and (G) versions initialize the parameters in the Transformer encoder with DINOv2 pre-trained model (i.e., DINOv2-Base) by weight selection [65], while MergeVQ (R) adopts ViT-B [17] without pre-training as the encoder. Following the setup of OpenMAGVIT2 [44] codebase, we also remove the gradient penalty loss and replace StyleGAN with PatchGAN as the discriminator (not employing DINO discriminator as VAR [56] in the current version). During training, we apply the reconstruction loss, the GAN loss, the perceptual loss, and the commitment loss, combined with the proposed source recovery loss \mathcal{L}_{src} as Eq. (11) and the alignment loss $\mathcal{L}_{[CLS]}$ as Eq. (12).

Source Recovery Model. The network details of the Source Recovery module in MergeVQ are shown in Table A2, where we utilize two cross-attention blocks to predict the source matrix based on the quantized tokens. As for implementation, we utilize the standard Transformer decoder to compute from the K quantized tokens (as KV) and L learnable recovery queries (as the query position embeddings) similar to Maskformer [14]. As for MergeVQ with Randomized AR generators, we further fine-tuned this module with the generator obtained after stage-2 training. Despite the fact that Source Recovery can be optimized during the stage-1 training (regarded as the contextual representation learning task), the additional fine-tuning could further enhance its robustness and generalization abilities for the generation task. As for MergeAR, it does not require the assistance of the Source Recovery module, which achieves speed-up by the proposed KV Cache compress.

Token Merge Module. Token Merge Module follows the design principles of ToMe [6]. It reduces the number of tokens to improve efficiency while maintaining accuracy. Unlike token pruning, which drops tokens, Token Merge

Table A1. Configuration of the network, weights of loss functions, and training settings for the three versions of MergeVQ tokenizers on ImageNet-1k. Note that the network designs are specified for the encoder, and the reported FLOPs are calculated for the encoder and decoder with ToMe [6] on 256×256 resolutions.

Settings	G	G+R	R
Base channels	64	64	768
CNN Stage number	4	5	_
Channel multiplier	[1, 2, 4, 8]	[1, 1, 2, 4, 8]	[1]
Residual Blocks	[4, 4, 4, 4]	[4, 4, 4, 4, 4]	_
Attention Blocks	[0, 0, 0, 12]	[0, 0, 0, 0, 12]	[12]
Downsampling ratio	[1, 1/2, 1/4, 1/8]	[1, 1/2, 1/4, 1/8, 1/16	[1/16]
Vocabulary size		2^{18}	
Keep token number	256	144	36
Discriminator loss		0.8	
Perceptual loss		0.7	
LeCam regularization		0.01	
L2 reconstruction		1.0	
Commitment loss		0.25	
LFQ Entropy loss		0.1	
Source recovery loss	0.5	0.5	1.0
Alignement loss	0.1	1.0	1.0
Optimizer		AdamW	
(β_1, β_2)		(0.5, 0.9)	
Weight decay		0.0	
Training epochs	200	200	300
Base learning rate		1e-4	
Batch size		256	
LR scheduler	Step Step		Cosine
Gradient clipping			5.0
EMA decay		0.999	
#Param. of Encoder	62.3M	62.7M	86.6M
FLOPs of Encoder	97.5G 46.4G		9.5G
#Param. of Decoder	82.8M	83.4M	83.4M
FLOPs of Decoder	169.2G	65.6G	65.6G

combines similar tokens into one representation, preserving more information and reducing accuracy loss, making it a practical, lightweight approach for both inference and training. Specifically, the token merging process consists of the following four steps:

- Tokens are evenly divided into two groups, A and B, based on their odd or even positions.
- Each token in A is paired with most similar token in B.
- ullet The r most similar pairs are selected for merging.
- The features of tokens in these pairs are averaged to create a single representation.

Token similarity is determined using the keys (K) from the self-attention mechanism, with metrics like cosine similarity or dot product to measure similarity between tokens in A and B. Since merged tokens represent multiple originals, attention computation is affected. To address this, the softmax attention scores are adjusted by adding $\log s$, where s

Table A2. Configuration of generators and Source Recovery model in MergeVQ or MergeAR for image generation on ImageNet-1k.

Settings	LlamaGen-L	RandAR-L	Source Recovery
Base channels	1024	1024	384
Depth	24	24	2
Attention heads	16	16	8
FFN dimension	4096	4096	1536
Dropout	0.1	0.1	0
Mask schedule	Arccos	Arccos	_
Label smoothing	0.1	0.1	_
# Parameter	343M	343M	7M
Optimizer	AdamW	AdamW	AdamW
(β_1,β_2)	(0.9, 0.99)	(0.9, 0.95)	(0.9, 0.95)
Weight decay	5e-2	5e-2	1e-2
Training epochs	300	300	5 (optional)
Base learning rate	4×10^{-4}	4×10^{-4}	1×10^{-4}
Batch size	1024	1024	256
LR scheduler	Step	Step	Step
Gradient clipping	1.0	1.0	_

is the token size, ensuring merged tokens have the correct influence and maintain consistency in representation.

$$A = \operatorname{softmax} \left(\frac{QK^{\top}}{\sqrt{d}} + \log s \right), \tag{18}$$

where A denotes the attention weight matrix, Q denotes the query matrix, derived from the input tokens, K denotes the key matrix, also derived from the input tokens, $\log s$ denotes the size adjustment term, where s represents the size of the token, indicating the number of original patches it represents after merging In practice, two types of merging schedules are provided: (1) **Linearly Decreasing Schedule**. The number of merged tokens linearly decreases as the layer depth increases. (2) **Square Decreasing Schedule**. The number of merged tokens decreases as the layer depth increases in the squared schedule. These strategies allow flexibility in balancing computational efficiency and model performance. We choose the square decreasing schedule.

A.2. Stage 2: MergeVQ Generation

We conducted raster-order and random-order autoregressive (AR) generation experiments based on LlamaGen [55] (modified by OpenMAGVIT2 [44]) and RandAR [49]. Using the LlaMA-based architecture, we adopted 2D RoPE, SwiGLU, and RMSNorm, which have been shown to be effective in previous works and thoroughly described in Table A2. The class embedding, indexed from a set of learnable embeddings, serves as the starting token. As for MergeAR, we also insert a Merge Instruction token, which is a learnable embedding token with a given merge number. For MergeVQ with RandAR [49], the classifier-free guidance (CFG) [27] with a linear sampling schedule is adopted as randomized AR variants [61, 71], where the optimal CFG weight is determined through a sweep with a step size of 0.1 across all methods.

A.3. Merge Ratio Sampling Strategy

Although our proposed MergeVQ framework can target certain tasks (representation learning or generation) by choosing a certain merge ratio, it can also benefit from a wide range of merge ratios, a kind of data augmentation that enhances the generation abilities with dynamic merge ratios. During training, we determine the corresponding merge ratio r by sampling the number of tokens retained, focusing on a range around the target token count for each version. For the versions with 256 and 36 semantic tokens, we use a discrete exponential distribution to sample the varying token counts as follows:

$$P(T = k) = (1 - \exp(-\lambda)) \exp(-\lambda k), \qquad (19)$$

where T represents the variation in the number of tokens with the index $k \geq 0$. As for the G and R versions, the number of retained tokens is $K = (16-T)^2$ and $(6+T)^2$. As for the (R+G)-version in Figure 5, we use a discrete Gaussian distribution for sampling.

$$P(T=k) = \frac{\exp(-\frac{(k-\mu)^2}{2\sigma^2})}{Z}, \quad k \in \mathbb{Z},$$
 (20)

where retained semantic tokens in the training are $(12+T)^2$.

A.4. Evaluation of Representation Learning

As for the linear probing protocol, we follow MAE variants [13, 26] to evaluate the linear classification performance in the latent token space and intermediate features of trained SiT models. Specifically, we train a parameter-free batch normalization layer and a linear layer for 90 epochs by AdamW optimizer with a batch size of 1024, the Cosine annealing learning rate scheduler, where the initial learning rate is set to 1×10^{-3} . As for the fine-tuning protocol, we follow SimMIM variants [32, 64] to fully fine-tune the pre-trained encoder for 100 epochs with AdamW optimizer and a batch size of 1024, which requires advanced augmentations and training strategies for modern architectures [34, 63].

B. More Experiment Results

We evaluate the reconstruction of MergeVQ (G) and MergeVQ (G+R) tokenizers at different merging ratios A1. The specific results can be seen in the figure, where we compare our experimental results with those of MAGVIT2 [70]. We also visualize the generation results of MergeVQ variants in Figure A2. It can be seen that as the merge ratio decreases, the reconstruction quality progressively improves. The G+R Version also achieves competitive results with 144 tokens.

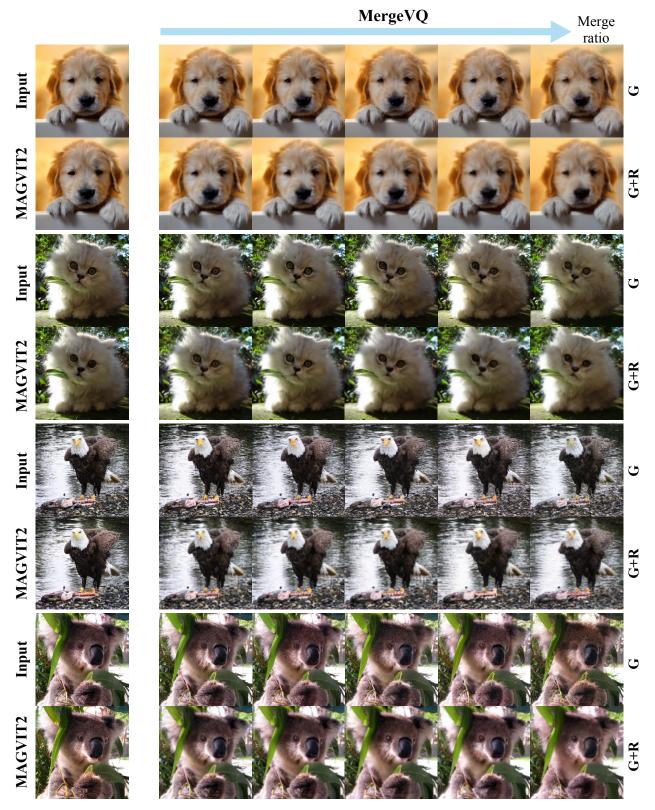


Figure A1. **Visualization of tokenizer reconstruction on ImageNet-1k.** We conducted reconstruction experiments with our G version using 1024, 576, 400, 256, and 144 tokens and with our G+R version using 256, 196, 144, 100, 64, and 36 tokens. The reconstruction results are shown in the figure. As the number of retained tokens increases, the reconstruction becomes more realistic.

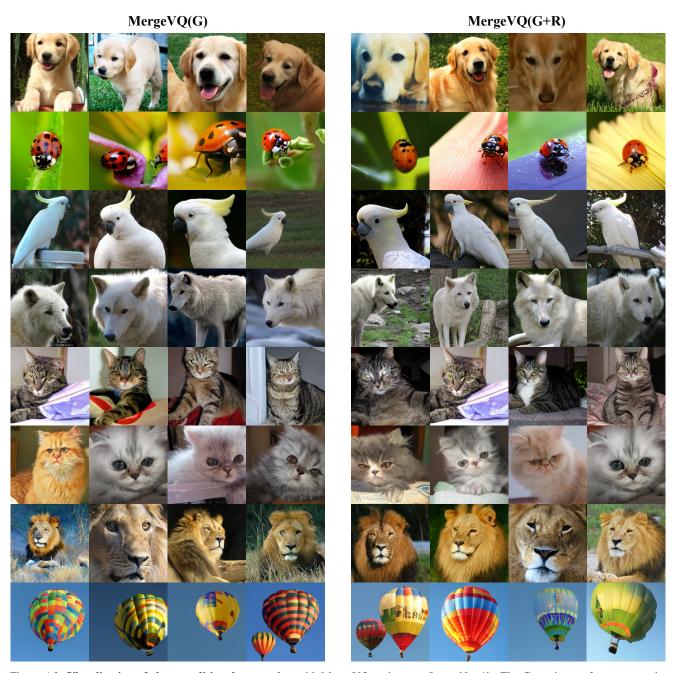


Figure A2. **Visualization of class conditional generation** with MergeVQ variants on ImageNet-1k. The G version performs generation on 256 tokens, and the G+R version performs generation on 144 tokens.