



10-423 / 10-623 / 10-723 Generative AI

Machine Learning Department
School of Computer Science
Carnegie Mellon University

State Space Models + Hybrid Models

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Lecture 22
Nov. 12, 2025

Motivation

- Transformers are slow at test time: they require a KV cache that grows linearly in size with the sequence length
- State space models (SSMs) are fast at test time: they only hold a fixed size hidden state in memory (like RNNs)
- But we'll see that SSMs can also be trained efficiently with the right tricks
- As well, they elegantly transition between different granularities of representation for the input (e.g. sound at 16KHz vs. 8KHz)

Motivation

- <https://www.isattentionallyouneed.com/>

Is Attention All You Need?



Current Status: Yes

Time Remaining: 631d 22h 55m 11s

Proposition:

On January 1, 2027, a Transformer-like model will continue to hold the state-of-the-art position in most benchmarked tasks in natural language processing.

Motivation

- <https://www.isattentionallyouneed.com/>

Is Attention All You Need?

For the Motion

Jonathan Frankle
@jefrankle
Harvard Professor
Chief Scientist Mosaic ML



Against the Motion

Sasha Rush
@srush_nlp
Cornell Professor
Research Scientist Hugging Face 🤖



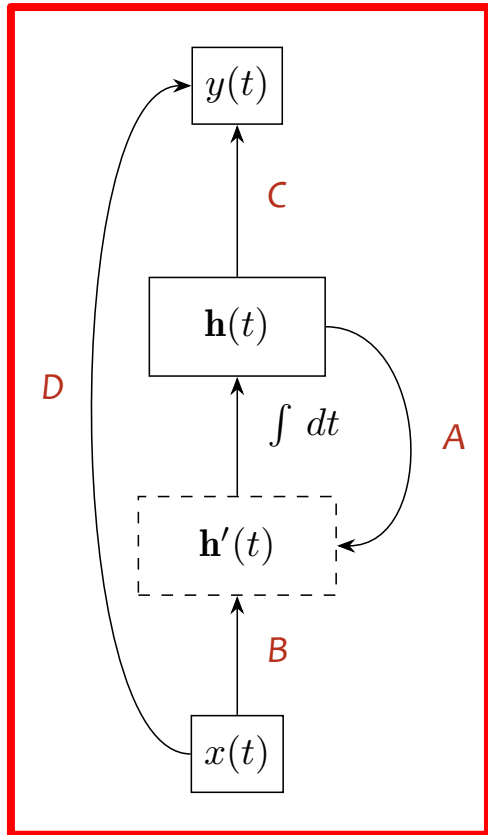
Wager

The wager is for donation of equity in Mosaic ML or Hugging Face to a charity of the winner's choice. Details to come.

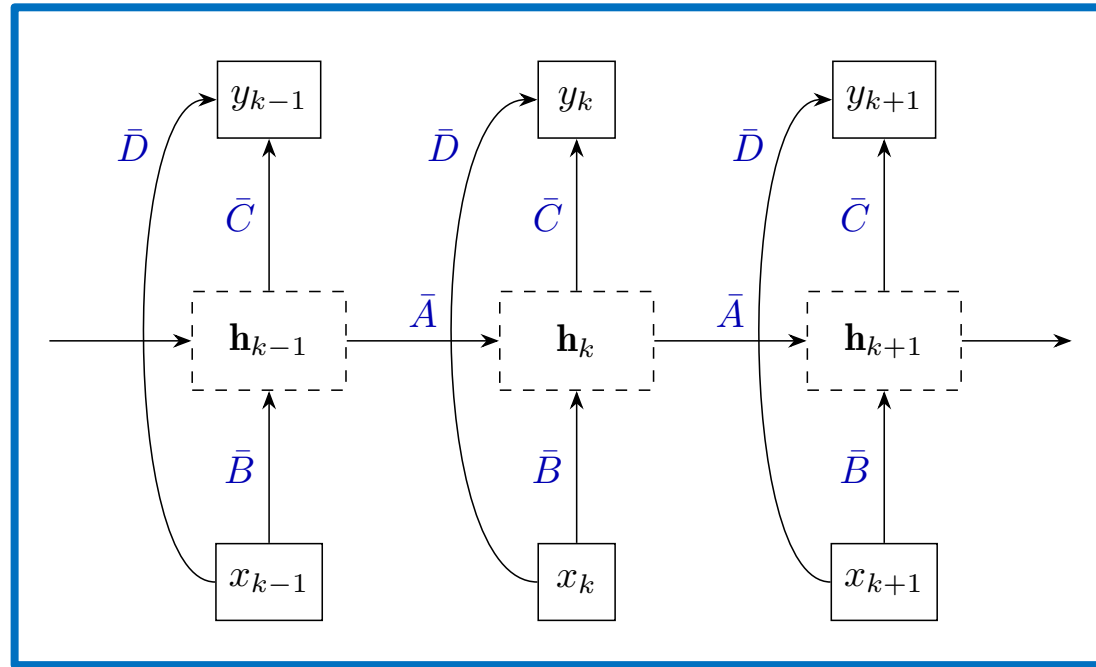
STATE SPACE MODEL (SSM)

Three Representations of a State Space Model

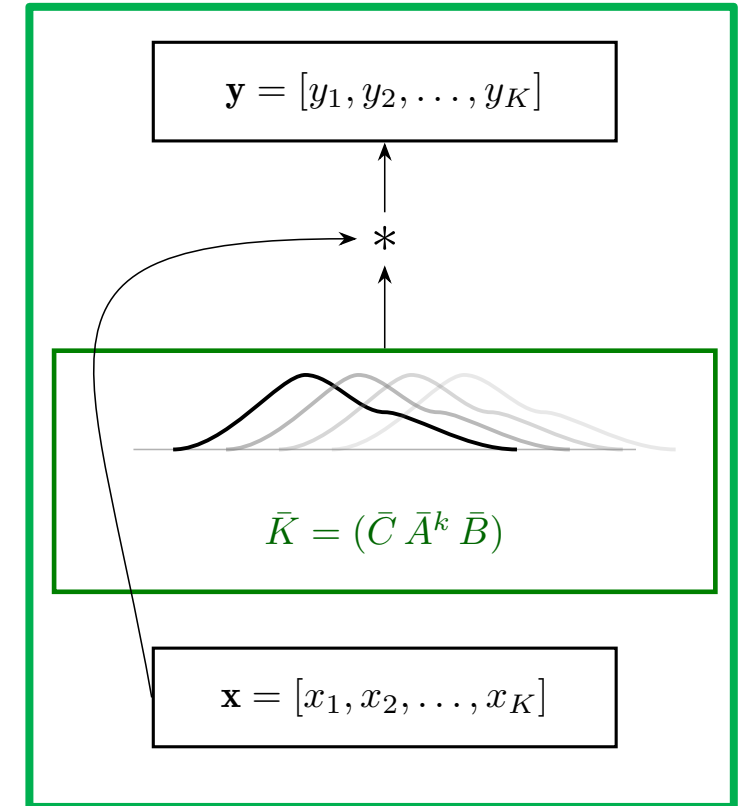
Continuous



Recurrent



Convolutional



SSM: 1D Continuous Representation

$$\frac{\partial \mathbf{h}(t)}{\partial t} = \mathbf{h}'(t) = \mathbf{A}\mathbf{h}(t) + \mathbf{B}x(t)$$

$$y(t) = \mathbf{C}\mathbf{h}(t) + \mathbf{D}x(t)$$

$$x(t) \in \mathbb{R}$$

$$y(t) \in \mathbb{R}$$

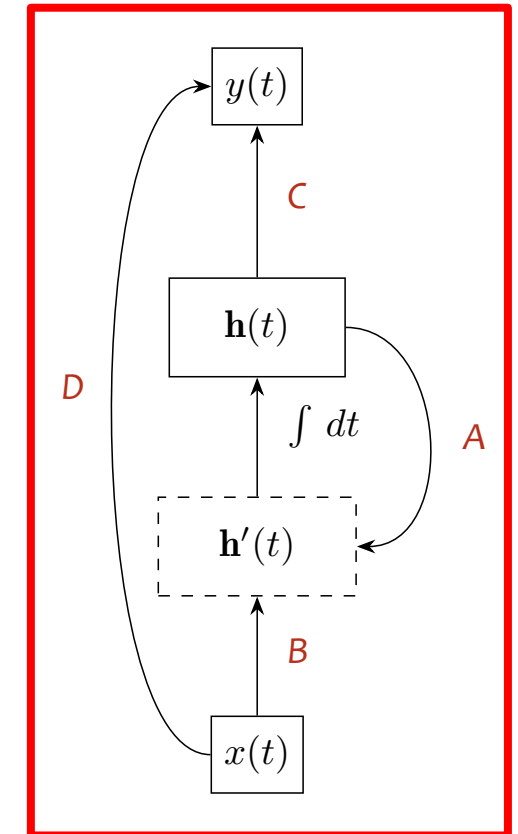
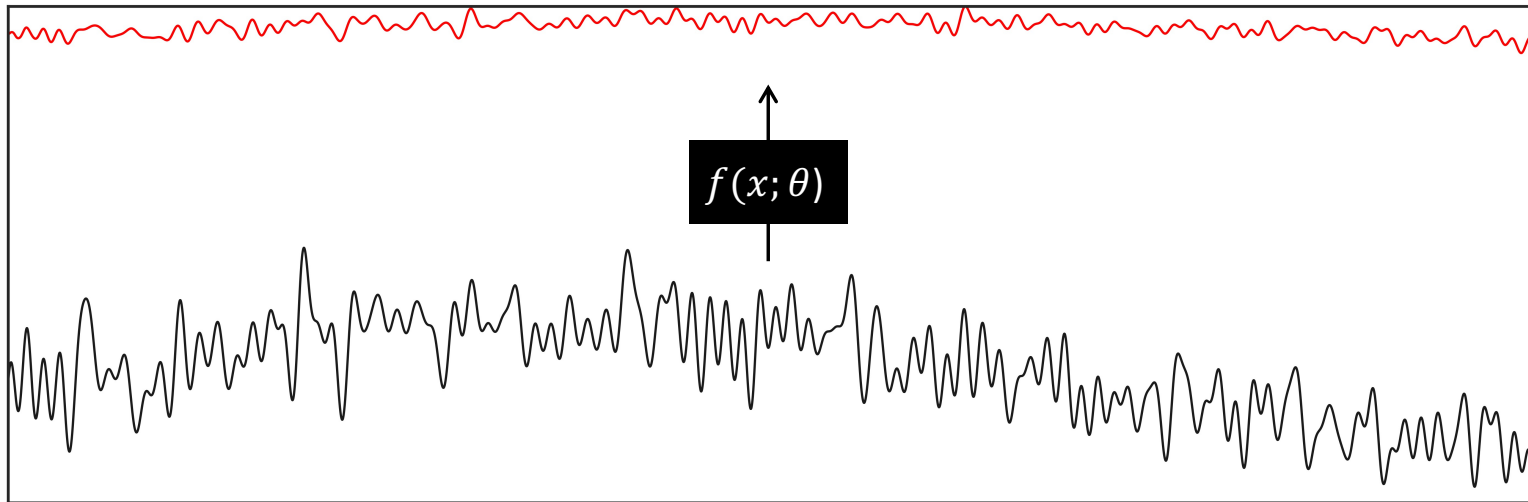
$$\mathbf{h}(t) \in \mathbb{R}^N$$

$$\mathbf{A} \in \mathbb{R}^{N \times N}$$

$$\mathbf{B} \in \mathbb{R}^{N \times 1}$$

$$\mathbf{C} \in \mathbb{R}^{1 \times N}$$

$$\mathbf{D} \in \mathbb{R}^{1 \times 1}$$



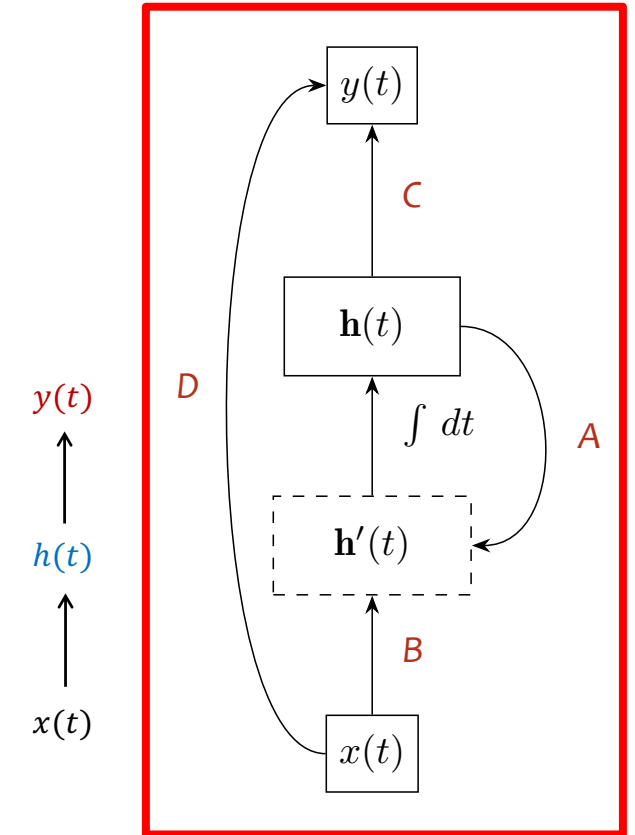
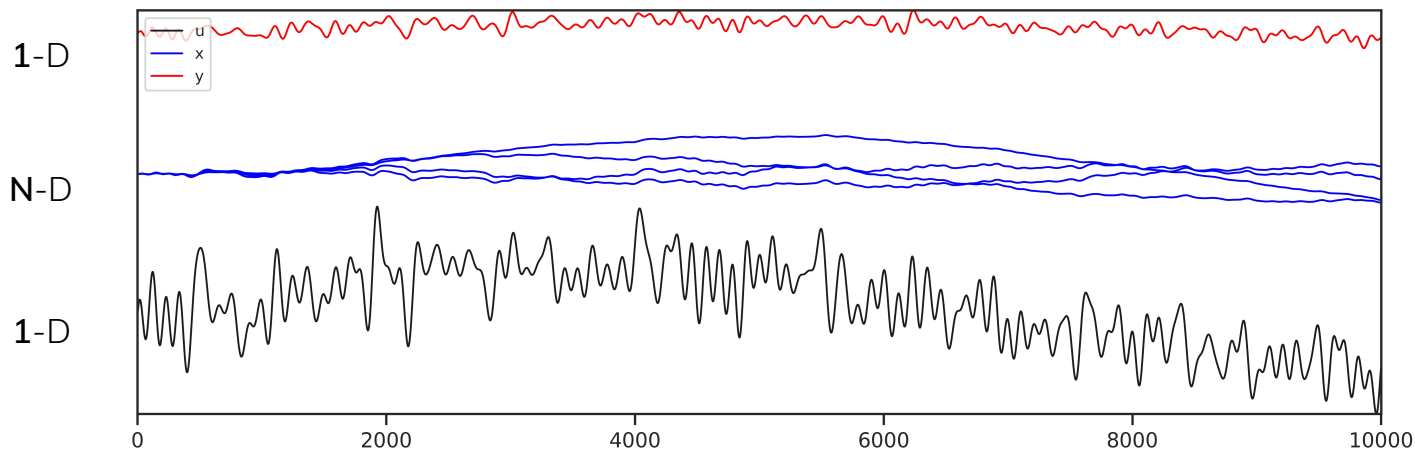
SSMs map 1D **function** to 1D **function**

SSM: 1D Continuous Representation

$$\frac{\partial \mathbf{h}(t)}{\partial t} = \mathbf{h}'(t) = \mathbf{A}\mathbf{h}(t) + \mathbf{B}x(t)$$

$$y(t) = \mathbf{C}\mathbf{h}(t) + \mathbf{D}x(t)$$

$$\begin{aligned} x(t) &\in \mathbb{R} \\ y(t) &\in \mathbb{R} \\ \mathbf{h}(t) &\in \mathbb{R}^N \\ \mathbf{A} &\in \mathbb{R}^{N \times N} \\ \mathbf{B} &\in \mathbb{R}^{N \times 1} \\ \mathbf{C} &\in \mathbb{R}^{1 \times N} \\ \mathbf{D} &\in \mathbb{R}^{1 \times 1} \end{aligned}$$



SSM: 1D Discrete Recurrent Representation

Continuous Representation

- Uses parameters we will actually work with in the end
- Seamlessly represents any continuous $1D \rightarrow 1D$ function
- Impractical for real data

$$\begin{aligned}\mathbf{h}'(t) &= \mathbf{A}\mathbf{h}(t) + \mathbf{B}x(t) \\ y(t) &= \mathbf{C}\mathbf{h}(t) + \mathbf{D}x(t)\end{aligned}$$



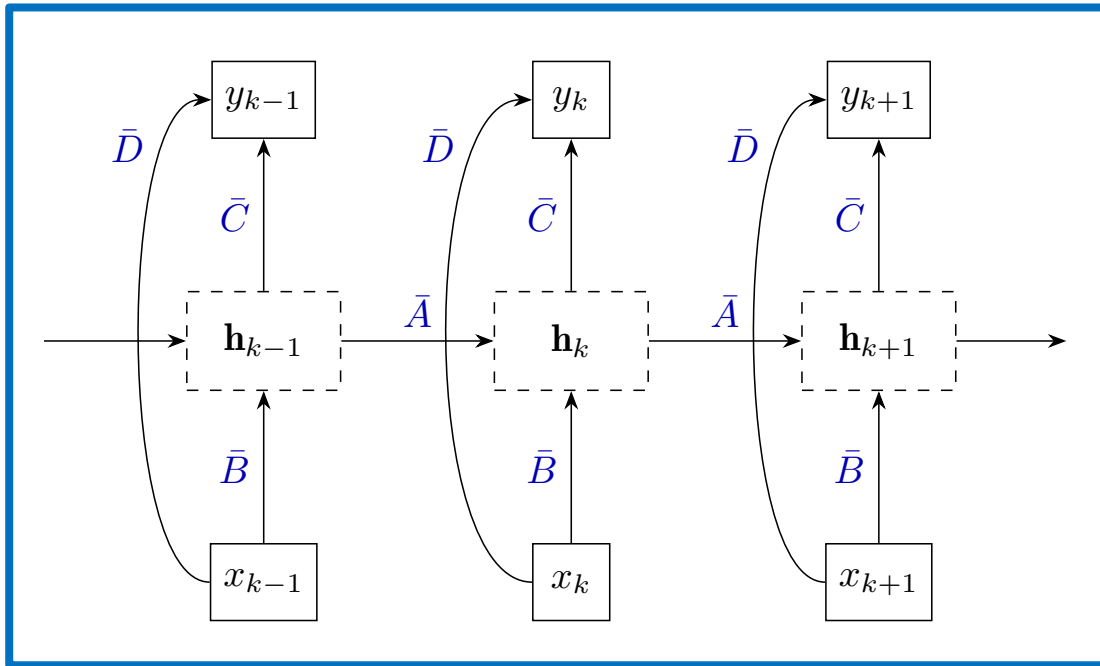
Discrete Recurrent Representation

- A discrete approximation using different parameters which are **functions** of the original parameters A, B, C, D
- Allows us to work with real data

$$\begin{aligned}\mathbf{h}_{k+1} &= \bar{\mathbf{A}}\mathbf{h}_k + \bar{\mathbf{B}}x_k \\ y_k &= \bar{\mathbf{C}}\mathbf{h}_k + \bar{\mathbf{D}}x_k\end{aligned}$$

SSM: 1D Discrete Recurrent Representation

Question: How can we depict this recurrent computation?



Discrete Recurrent Representation

- A discrete approximation using different parameters which are **functions** of the original parameters A, B, C, D
- Allows us to work with real data

$$\mathbf{h}_{k+1} = \bar{\mathbf{A}}\mathbf{h}_k + \bar{\mathbf{B}}x_k$$

$$y_k = \bar{\mathbf{C}}\mathbf{h}_k + \bar{\mathbf{D}}x_k$$

How to discretize a continuous SSM?

S4 uses a bilinear transformation to discretize the continuous SSM

$$\bar{\mathbf{A}} = e^{\Delta \mathbf{A}}$$

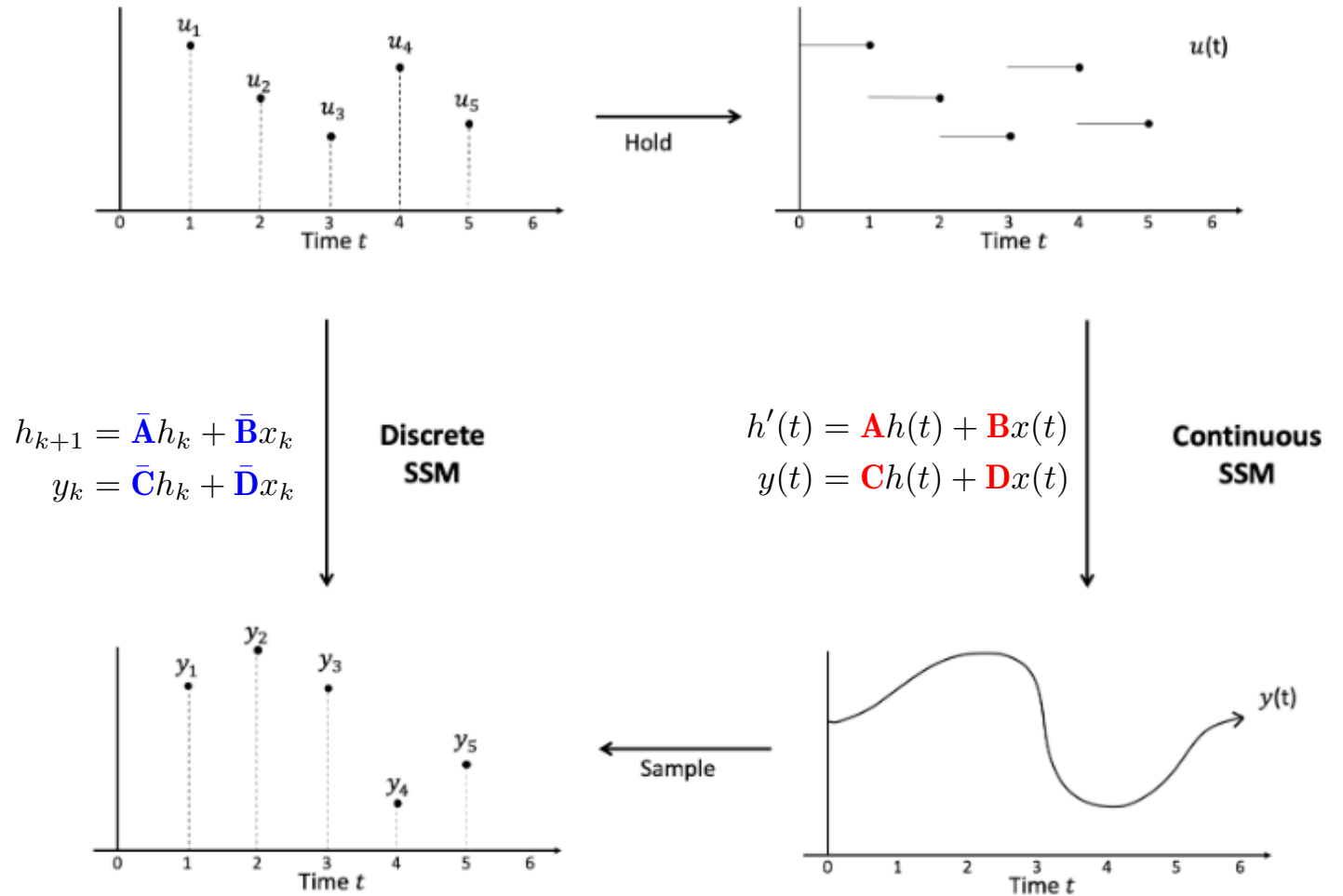
$$\bar{\mathbf{B}} = \mathbf{A}^{-1}(e^{\Delta \mathbf{A}} - \mathbf{I})\mathbf{B}$$

$$\bar{\mathbf{C}} = \mathbf{C}$$

$$\bar{\mathbf{D}} = \mathbf{D}$$

The bilinear transformation uses a first order Pade approximation:

$$e^x \approx \frac{1+x/2}{1-x/2}$$



The discrete-time SSM (left), a sequence-to-sequence map, is exactly equivalent to applying the

Figure from <https://hazyresearch.stanford.edu/blog/2022-01-14-s4> continuous-time SSM (right), a function-to-function map, on the held signal.

How to discretize a continuous SSM?

S4 uses a bilinear transformation to discretize the continuous SSM

$$\overline{\mathbf{A}} = e^{\Delta \mathbf{A}}$$

$$\overline{\mathbf{B}} = \mathbf{A}^{-1}(e^{\Delta \mathbf{A}} - \mathbf{I})\mathbf{B}$$

$$\overline{\mathbf{C}} = \mathbf{C}$$

$$\overline{\mathbf{D}} = \mathbf{D}$$

$$\overline{\mathbf{A}} = (\mathbf{I} - \frac{\Delta}{2} \cdot \mathbf{A})^{-1}(\mathbf{I} + \frac{\Delta}{2} \cdot \mathbf{A})$$

$$\overline{\mathbf{B}} = (\mathbf{I} - \frac{\Delta}{2} \cdot \mathbf{A})^{-1}\Delta \mathbf{B}$$

$$\overline{\mathbf{C}} = \mathbf{C}$$

$$\overline{\mathbf{D}} = \mathbf{D}$$

The bilinear transformation uses a first order Pade approximation:

$$e^x \approx \frac{1+x/2}{1-x/2}$$

SSM: 1D Convolutional Representation

We unroll the recurrent computation as:
Assume a zero initial state: $h_{-1} = 0$.

$$h_0 = \bar{\mathbf{B}}x_0$$

$$h_1 = \bar{\mathbf{A}}\bar{\mathbf{B}}x_0 + \bar{\mathbf{B}}x_1$$

$$h_2 = \bar{\mathbf{A}}^2\bar{\mathbf{B}}x_0 + \bar{\mathbf{A}}\bar{\mathbf{B}}x_1 + \bar{\mathbf{B}}x_2$$

$$\vdots$$

$$y_0 = \bar{\mathbf{C}}\bar{\mathbf{B}}x_0$$

$$y_1 = \bar{\mathbf{C}}\bar{\mathbf{A}}\bar{\mathbf{B}}x_0 + \bar{\mathbf{C}}\bar{\mathbf{B}}x_1$$

$$y_2 = \bar{\mathbf{C}}\bar{\mathbf{A}}^2\bar{\mathbf{B}}x_0 + \bar{\mathbf{C}}\bar{\mathbf{A}}\bar{\mathbf{B}}x_1 + \bar{\mathbf{C}}\bar{\mathbf{B}}x_2$$

$$\vdots$$

$$y_k = \bar{\mathbf{C}}\bar{\mathbf{A}}^k\bar{\mathbf{B}}x_0 + \bar{\mathbf{C}}\bar{\mathbf{A}}^{k-1}\bar{\mathbf{B}}x_1 + \cdots + \bar{\mathbf{C}}\bar{\mathbf{A}}^1\bar{\mathbf{B}}x_{k-1} + \bar{\mathbf{C}}\bar{\mathbf{A}}^0\bar{\mathbf{B}}x_k$$

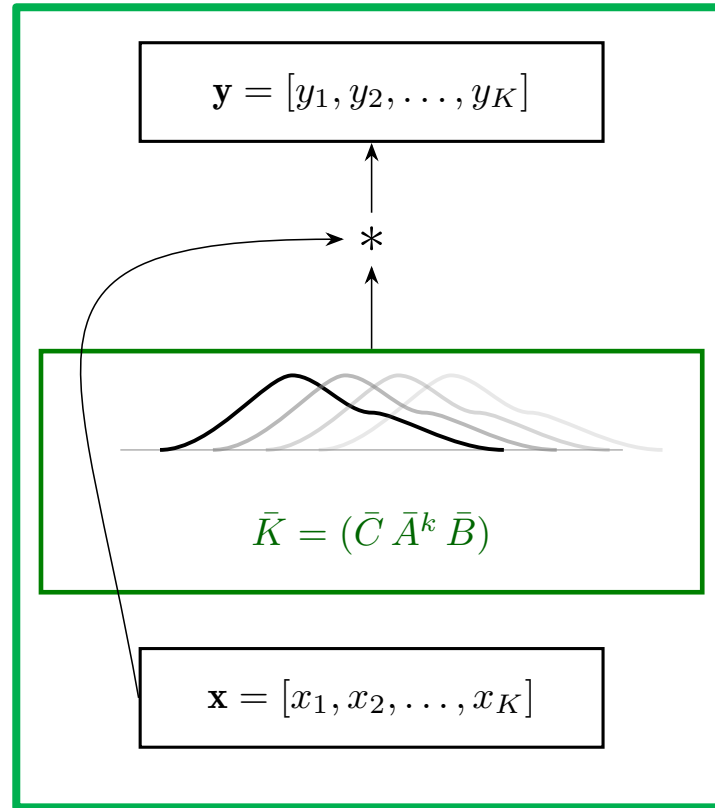
We can represent this as a *global* convolution computation:

$$\mathbf{y} = \bar{\mathbf{K}} * \mathbf{x}$$

where the SSM convolution kernel is:

$$\bar{\mathbf{K}} \in \mathbb{R}^L = (\bar{\mathbf{C}}\bar{\mathbf{A}}^0\bar{\mathbf{B}}, \bar{\mathbf{C}}\bar{\mathbf{A}}^1\bar{\mathbf{B}}, \dots, \bar{\mathbf{C}}\bar{\mathbf{A}}^{L-2}\bar{\mathbf{B}}, \bar{\mathbf{C}}\bar{\mathbf{A}}^{L-1}\bar{\mathbf{B}})$$

SSM: 1D Convolutional Representation



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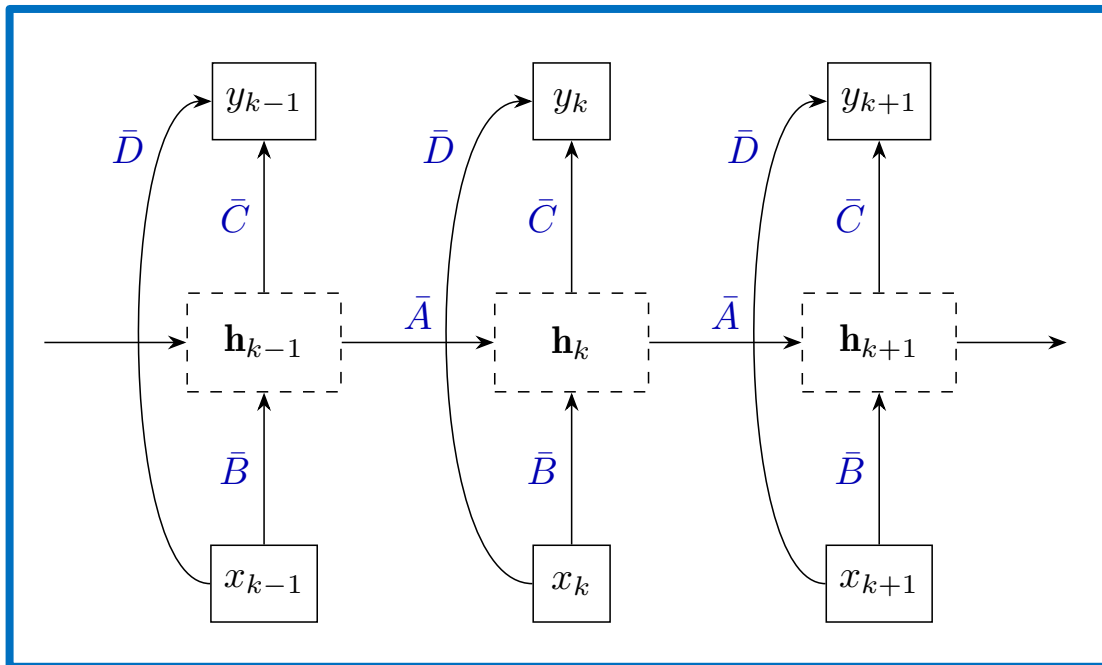
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$$y_k = \bar{\mathbf{C}}\bar{\mathbf{A}}^k\bar{\mathbf{B}}x_0 + \bar{\mathbf{C}}\bar{\mathbf{A}}^{k-1}\bar{\mathbf{B}}x_1 + \dots + \bar{\mathbf{C}}\bar{\mathbf{A}}^1\bar{\mathbf{B}}x_{k-1} + \bar{\mathbf{C}}\bar{\mathbf{A}}^0\bar{\mathbf{B}}x_k$$

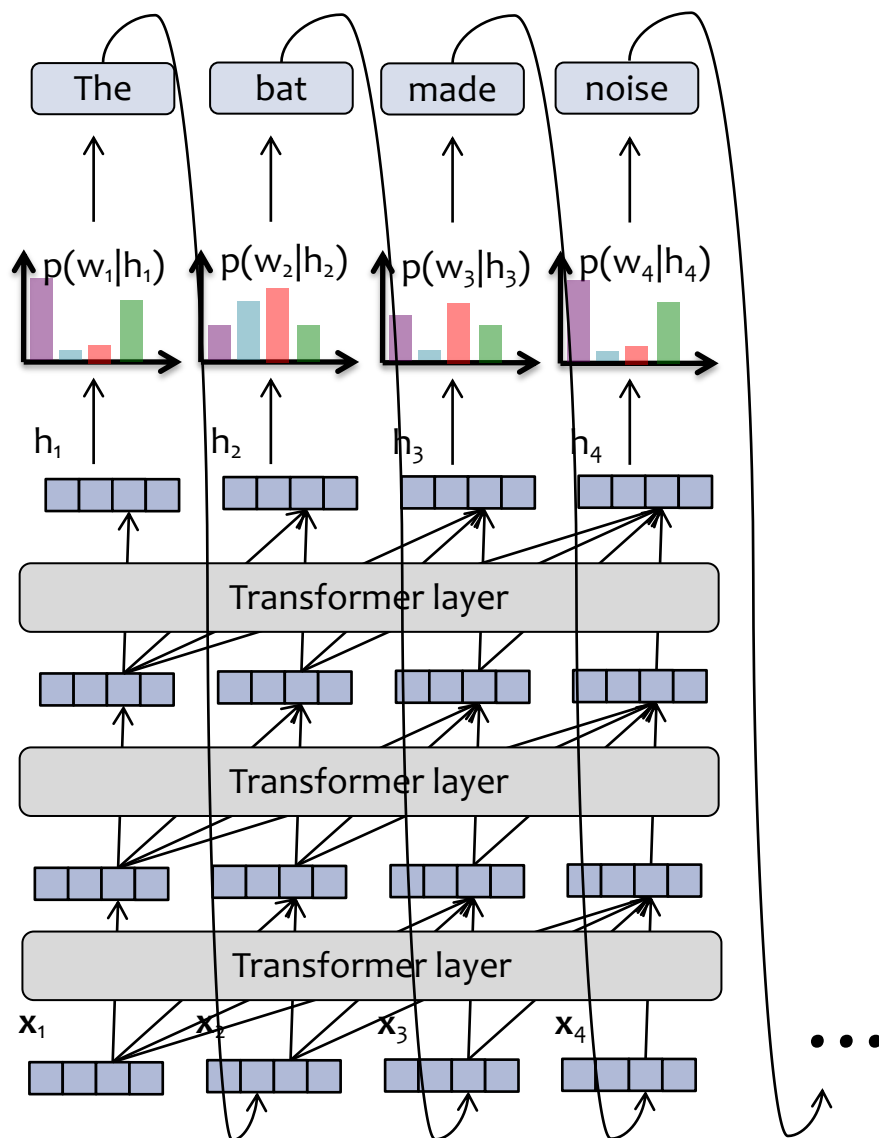
THE STRUCTURED STATE SPACE SEQUENCE MODEL (S4)

SSM as a Neural Network Layer

- We can take H copies of the 1D recurrent representation
- Let each copy have its own parameters
- This is just like multiple (indep.) heads in Attention
- And just like multiple (indep.) channels in Convolution
- So we get...



Transformer Language Model



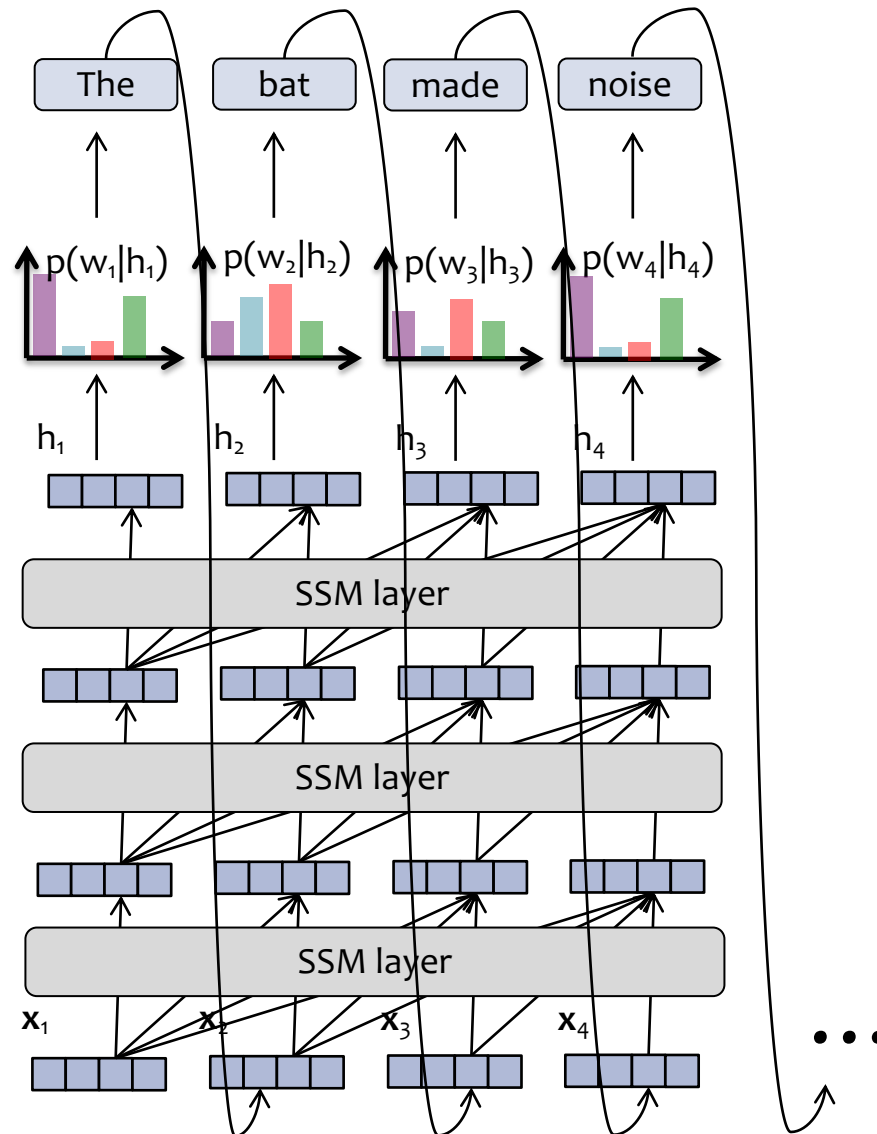
Each layer of a Transformer LM consists of several **sublayers**:

1. attention
2. feed-forward neural network
3. layer normalization
4. residual connections

Each hidden vector looks back at the hidden vectors of the **current and previous timesteps in the previous layer**.

The language model part is just like an RNN-LM.

SSM inside a Deep Language Model



Each layer of an S4 LM consists of several **sublayers as well** including an SSM, nonlinearity, etc.

Each hidden vector looks back at the hidden vectors of the **current and previous timesteps in the previous layer**.

The language model part is just like an RNN-LM or Transformer-LM

Efficiency of SSM, RNN, & Transformer

For SSMs:

1. At test time, generation does NOT need a KV-cache in our **Recurrent representation**, so we can effortlessly generate truly long sequences (unlike Transformers, but just like RNNs)
2. At train time, we can use the **Convolution representation** to do fast parallel training (just like Transformers, but unlike RNNs)

	Train	Test
Recurrence		
Attention		
SSM		

S4 Model

We need several additional tricks to get training to work well:

- HiPPO Matrix
 - we initialize the matrix A very carefully
- Efficient computation
 - we decompose A so that we can compute the kernel K very efficiently and in a numerically stable way

Selective State Space Model with Hardware-aware State Expansion

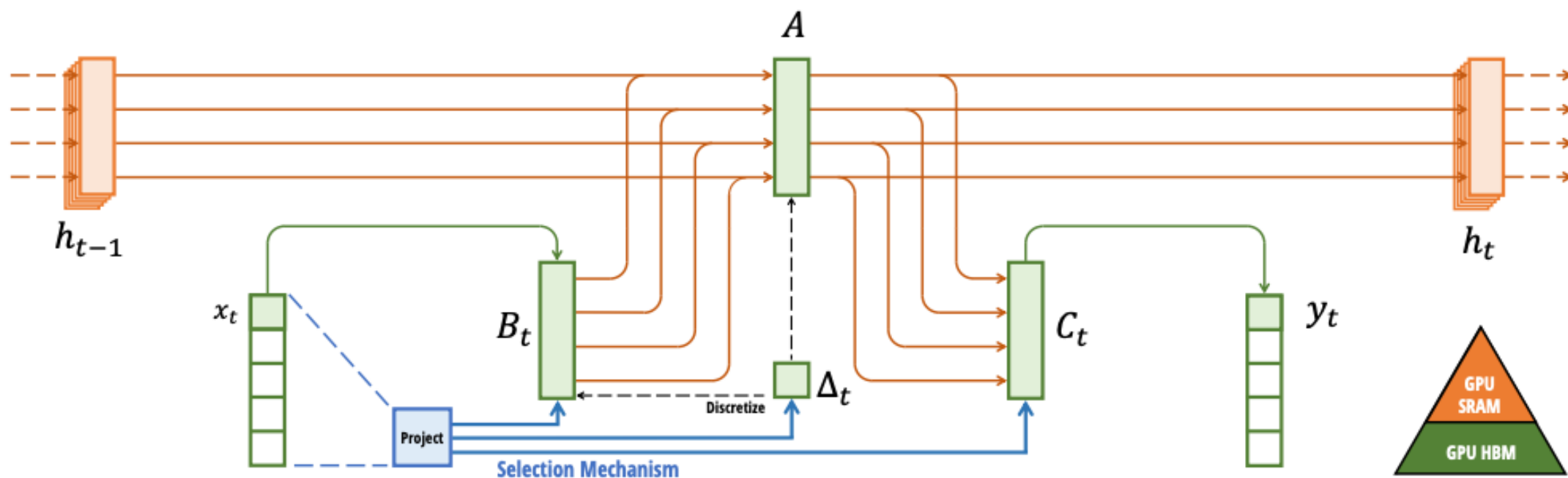
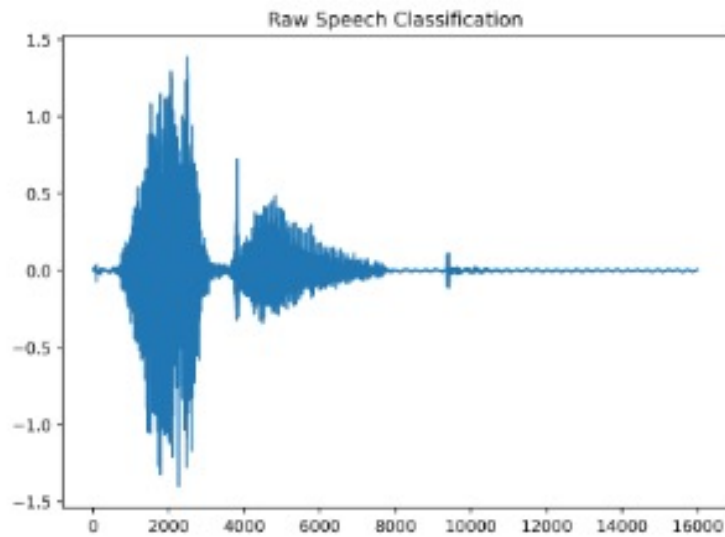


Figure 1: **(Overview.)** Structured SSMs independently map each channel (e.g. $D = 5$) of an input x to output y through a higher dimensional latent state h (e.g. $N = 4$). Prior SSMs avoid materializing this large effective state (DN , times batch size B and sequence length L) through clever alternate computation paths requiring time-invariance: the (Δ, A, B, C) parameters are constant across time. Our selection mechanism adds back input-dependent dynamics, which also requires a careful hardware-aware algorithm to only materialize the expanded states in more efficient levels of the GPU memory hierarchy.

S4 Results: Train and test on different input granularities



		Train: 16K Hz	Test: 8K Hz
	MFCC	RAW	0.5×
Transformer	90.75	✗	✗
Performer	80.85	30.77	30.68
ODE-RNN	65.9	✗	✗
NRDE	89.8	16.49	15.12
ExpRNN	82.13	11.6	10.8
LipschitzRNN	88.38	✗	✗
CKConv	95.3	71.66	<u>65.96</u>
WaveGAN-D	✗	<u>96.25</u>	✗
LSSL	93.58	✗	✗
S4	<u>93.96</u>	98.32	96.30

MAMBA

Selective State Space Models

Algorithm 1 SSM (S4)

Input: $x : (B, L, D)$

Output: $y : (B, L, D)$

1: $\mathbf{A} : (\mathcal{D}, \mathcal{N}) \leftarrow \text{Parameter}$

- Represents structured $N \times N$ matrix

2: $\mathbf{B} : (\mathcal{D}, \mathcal{N}) \leftarrow \text{Parameter}$ 3: $C : (D, N) \leftarrow \text{Parameter}$ 4: $\Delta : (D) \leftarrow \tau_{\Delta}(\text{Parameter})$ 5: $\bar{A}, \bar{B} : (D, N) \leftarrow \text{discretize}(\Delta, A, B)$ 6: $y \leftarrow \text{SSM}(\overline{A}, \overline{B}, C)(x)$

- Time-invariant: recurrence or convolution

7: **return** y **Algorithm 2** SSM + Selection (S6)

Input: $x : (B, L, D)$

Output: $y : (B, L, D)$

1: $\mathbf{A} : (D, N) \leftarrow \text{Parameter}$

- Represents structured $N \times N$ matrix

2: $\mathbf{B} : (\mathbf{B}, \mathbf{L}, \mathbf{N}) \leftarrow s_B(x)$ 3: $C : (B, L, N) \leftarrow s_C(x)$ 4: $\Delta : (B, L, D) \leftarrow \tau_{\Delta}(\text{Parameter} + s_{\Delta}(x))$ 5: $\bar{A}, \bar{B} : (B, L, D, N) \leftarrow \text{discretize}(\Delta, A, B)$ 6: $y \leftarrow \text{SSM}(\overline{A}, \overline{B}, C)(x)$

- **Time-varying:** recurrence (*scan*) only

7: **return** y

- **Selective** state space models differ from S4 in that they let the parameters B and C vary at each timestep

Selective State Space Models

Algorithm 1 SSM (S4)

Input: $x : (B, L, D)$

Output: $y : (B, L, D)$

- 1: $A : (D, N) \leftarrow \text{Parameter}$
▷ Represents structured $N \times N$ matrix
 - 2: $B : (D, N) \leftarrow \text{Parameter}$
 - 3: $C : (D, N) \leftarrow \text{Parameter}$
 - 4: $\Delta : (D) \leftarrow \tau_\Delta(\text{Parameter})$
 - 5: $\bar{A}, \bar{B} : (D, N) \leftarrow \text{discretize}(\Delta, A, B)$
 - 6: $y \leftarrow \text{SSM}(\bar{A}, \bar{B}, C)(x)$
▷ Time-invariant: recurrence or convolution
 - 7: **return** y
-

$$h_t = Ah_{t-1} + Bx_t$$

$$y_t = C^\top h_t$$

Algorithm 2 SSM + Selection (S6)

Input: $x : (B, L, D)$

Output: $y : (B, L, D)$

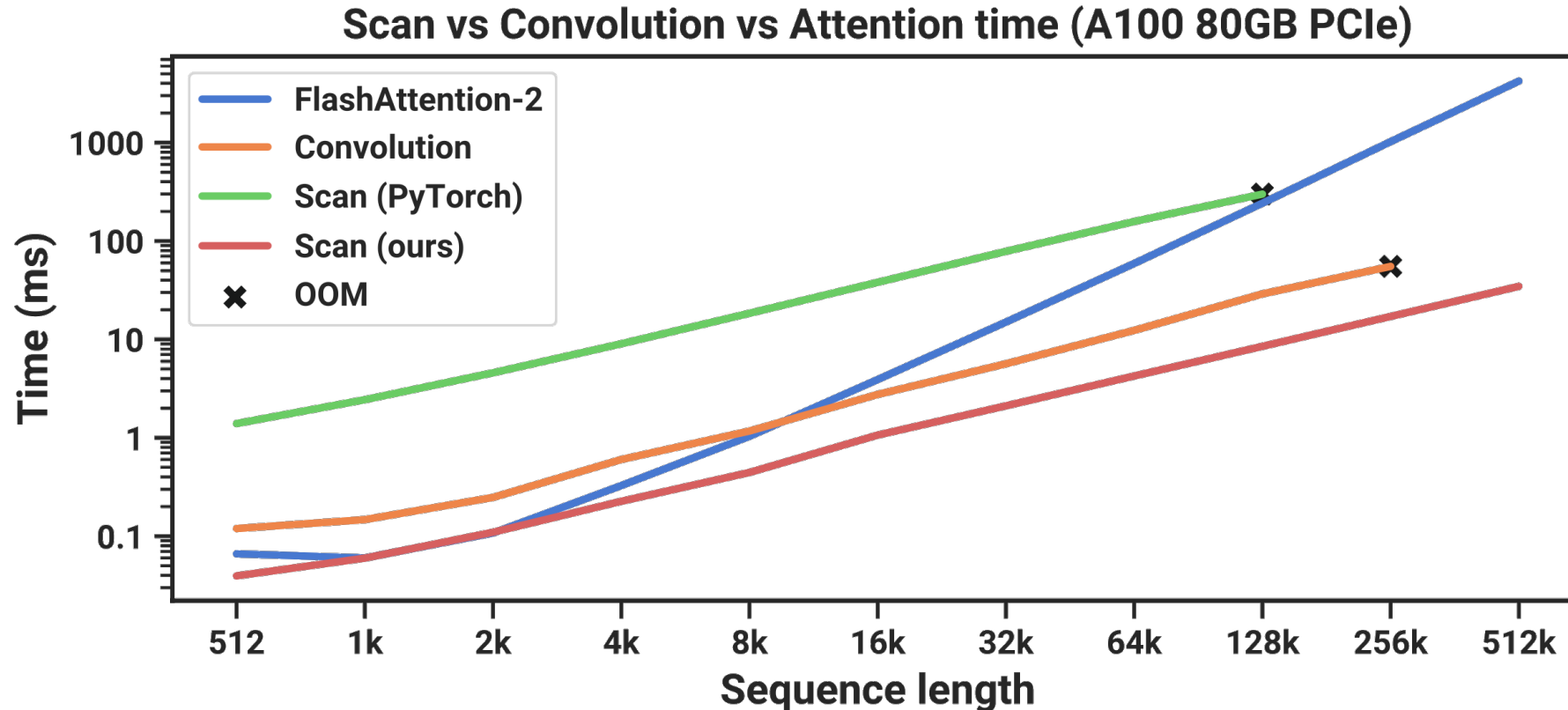
- 1: $A : (D, N) \leftarrow \text{Parameter}$
▷ Represents structured $N \times N$ matrix
 - 2: $B : (B, L, N) \leftarrow s_B(x)$
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 - 6: $y \leftarrow \text{SSM}(\bar{A}, \bar{B}, C)(x)$
▷ **Time-varying**: recurrence (*scan*) only
 - 7: **return** y
-

$$h_t = A_t h_{t-1} + B_t x_t$$

$$y_t = C_t^\top h_t$$

Mamba's Scan Implementation

- We can no longer compute the kernel K once up front
- Instead we perform an efficient scan implementation



Mamba Results

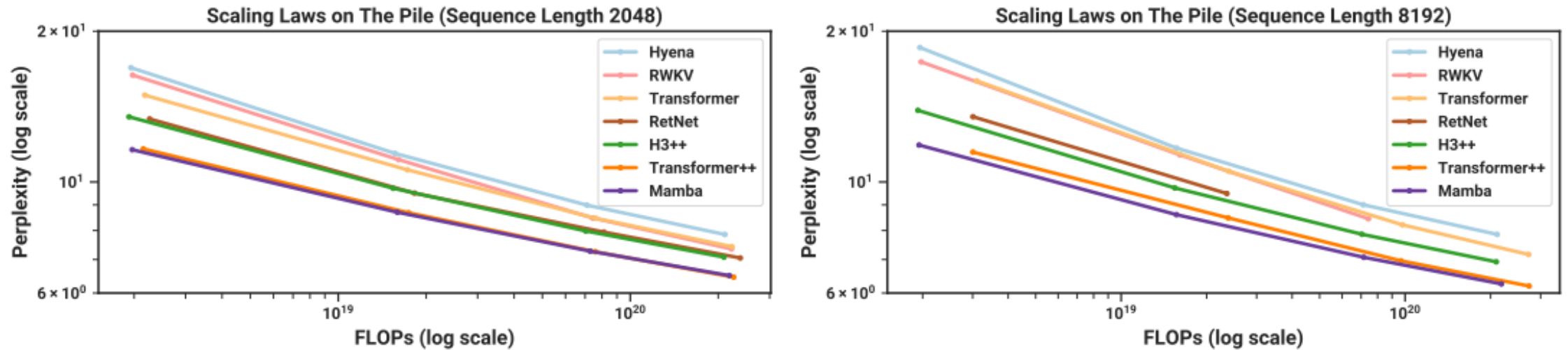
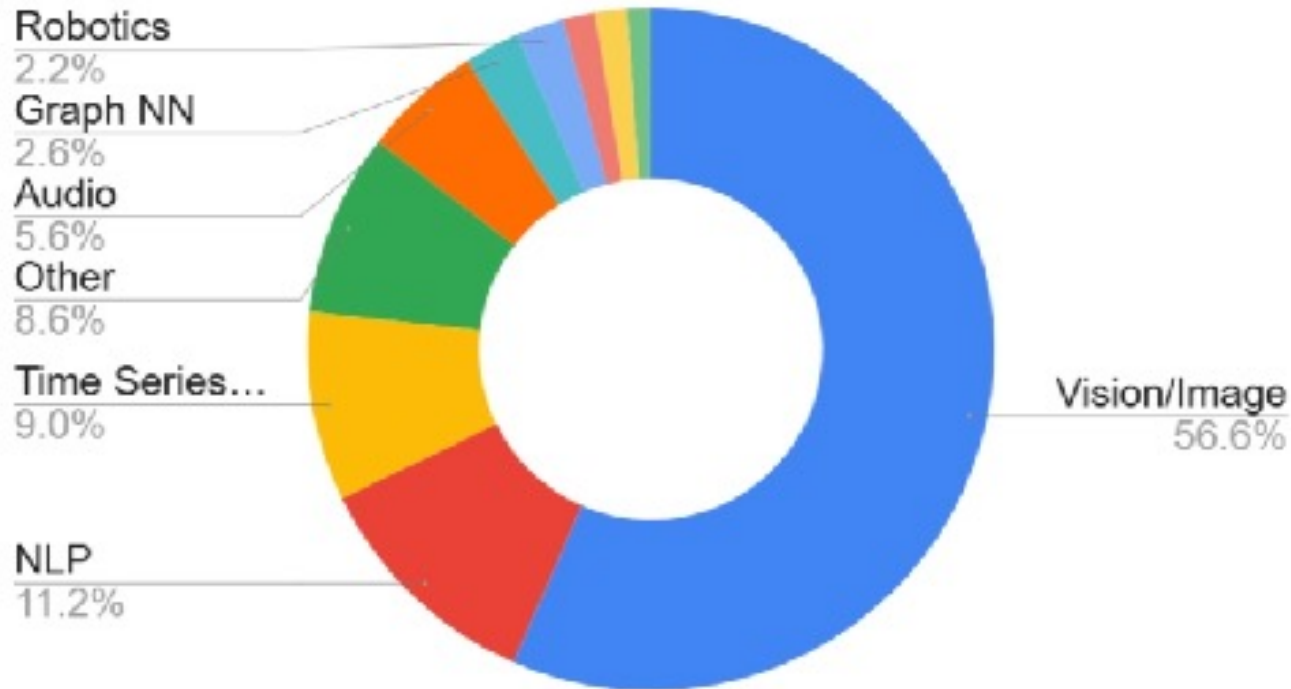


Figure 4: (**Scaling Laws.**) Models of size $\approx 125M$ to $\approx 1.3B$ parameters, trained on the Pile. Mamba scales better than all other attention-free models and is the first to match the performance of a very strong “Transformer++” recipe that has now become standard, particularly as the sequence length grows.

- Main takeaway: Mamba was the first non-attention based LM to challenge a Transformer

Mamba Use in the Real World

Mamba Paper Categories - 267 papers up till June 27th



Strong out-of-the-box
on **general modalities**
(not just language!)

LINEAR ATTENTION AND SSMS

Linear Attention

- Linear attention is identical to standard attention, but drops the softmax: (below M is the causal mask)

$$\mathbf{O} = (\mathbf{Q}\mathbf{K}^\top \odot \mathbf{M})\mathbf{V} \in \mathbb{R}^{L \times d_v} \qquad \mathbf{o}_t = \sum_{i=1}^t (\mathbf{v}_i \mathbf{k}_i^\top) \mathbf{q}_t = \sum_{i=1}^t \mathbf{v}_i (\mathbf{k}_i^\top \mathbf{q}_t) \in \mathbb{R}^{d_v},$$

- And can be expressed as a recurrence:

$$\mathbf{S}_t = \mathbf{S}_{t-1} + \mathbf{v}_t \mathbf{k}_t^\top \in \mathbb{R}^{d_v \times d_k}, \qquad \mathbf{o}_t = \mathbf{S}_t \mathbf{q}_t \in \mathbb{R}^{d_v}$$

- Draws a direct connection between Transformers and SSMs

Linear Attention

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$$\mathbf{O} = (\mathbf{Q}\mathbf{K}^\top \odot \mathbf{M})\mathbf{V} \in \mathbb{R}^{L \times d_v} \qquad \mathbf{o}_t = \sum_{i=1}^t (\mathbf{v}_i \mathbf{k}_i^\top) \mathbf{q}_t = \sum_{i=1}^t \mathbf{v}_i (\mathbf{k}_i^\top \mathbf{q}_t) \in \mathbb{R}^{d_v},$$

- And can be expressed as a recurrence:

$$\mathbf{S}_t = \mathbf{S}_{t-1} + \mathbf{v}_t \mathbf{k}_t^\top \in \mathbb{R}^{d_v \times d_k}, \qquad \mathbf{o}_t = \mathbf{S}_t \mathbf{q}_t \in \mathbb{R}^{d_v}$$

- Various forms of linear attention have been proposed:

Method	Online Update
LA	$\mathbf{S}_t = \mathbf{S}_{t-1} + \mathbf{v}_t \mathbf{k}_t^\top$
Mamba2	$\mathbf{S}_t = \alpha_t \mathbf{S}_{t-1} + \mathbf{v}_t \mathbf{k}_t^\top$
Longhorn	$\mathbf{S}_t = \mathbf{S}_{t-1} (\mathbf{I} - \epsilon_t \mathbf{k}_t \mathbf{k}_t^\top) + \epsilon_t \mathbf{v}_t \mathbf{k}_t^\top, \epsilon_t = \frac{\beta_t}{1 + \beta_t \mathbf{k}_t^\top \mathbf{k}_t}$
DeltaNet	$\mathbf{S}_t = \mathbf{S}_{t-1} (\mathbf{I} - \beta_t \mathbf{k}_t \mathbf{k}_t^\top) + \beta_t \mathbf{v}_t \mathbf{k}_t^\top$
Gated DeltaNet	$\mathbf{S}_t = \mathbf{S}_{t-1} \left(\alpha_t (\mathbf{I} - \beta_t \mathbf{k}_t \mathbf{k}_t^\top) \right) + \beta_t \mathbf{v}_t \mathbf{k}_t^\top$

HYBRID MODELS

Hybrid Models

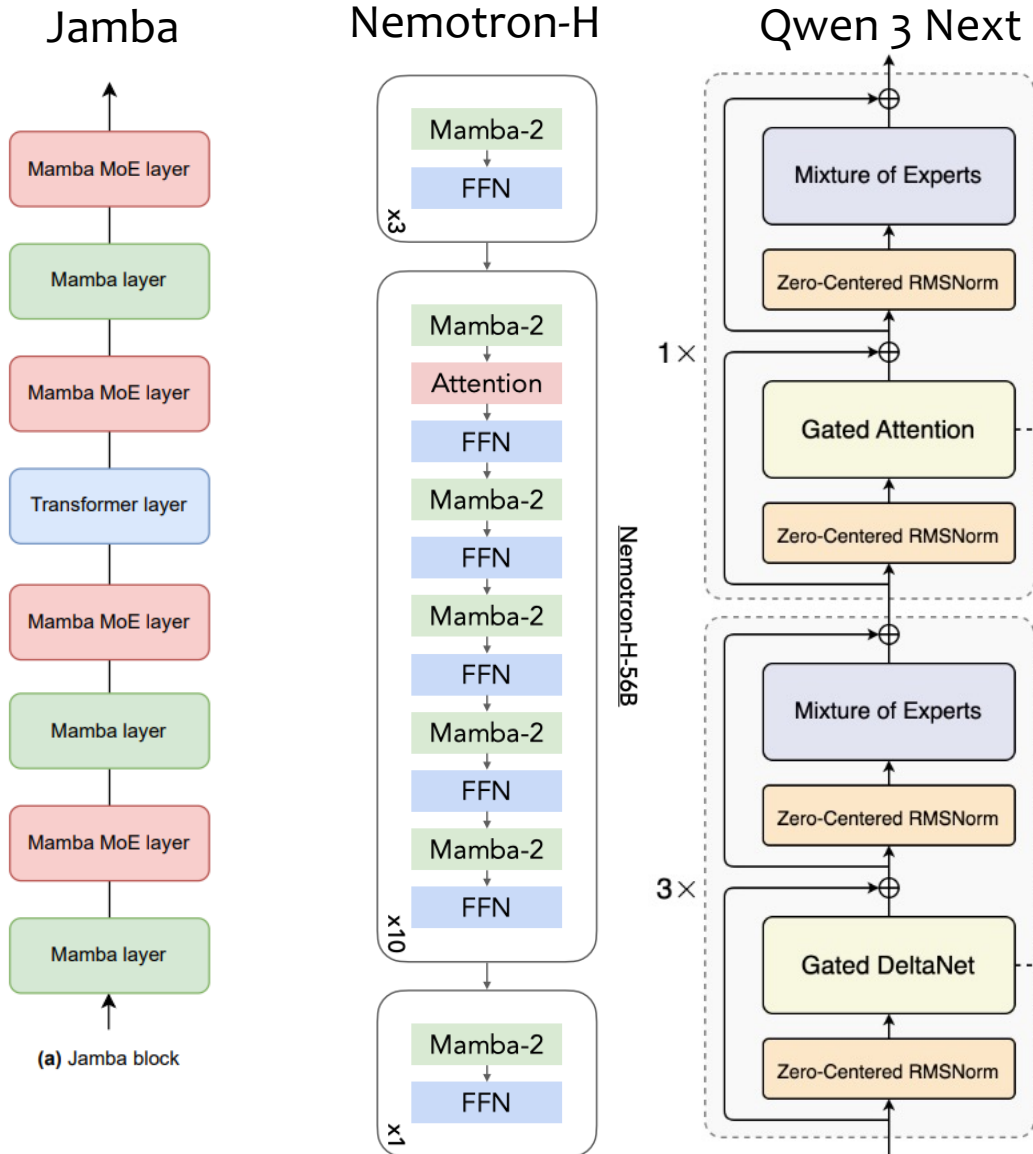
Hybrid models combine the best of Transformers and SSMs

Motivation:

- *Long-context scalability:* Reduce the quadratic cost of self-attention while maintaining or improving modeling ability for sequences spanning tens or hundreds of thousands of tokens.
- *Better hardware utilization:* Exploit architectures that stream activations sequentially (like SSMs) to improve throughput and fit larger contexts on fixed-memory GPUs.
- *Robust generalization:* Mix inductive biases—e.g., attention for global dependencies, convolutional or state-space layers for local and temporal structure—to handle diverse data types (text, audio, vision).

Examples: Jamba, Nemotron-H, Qwen 3 Next

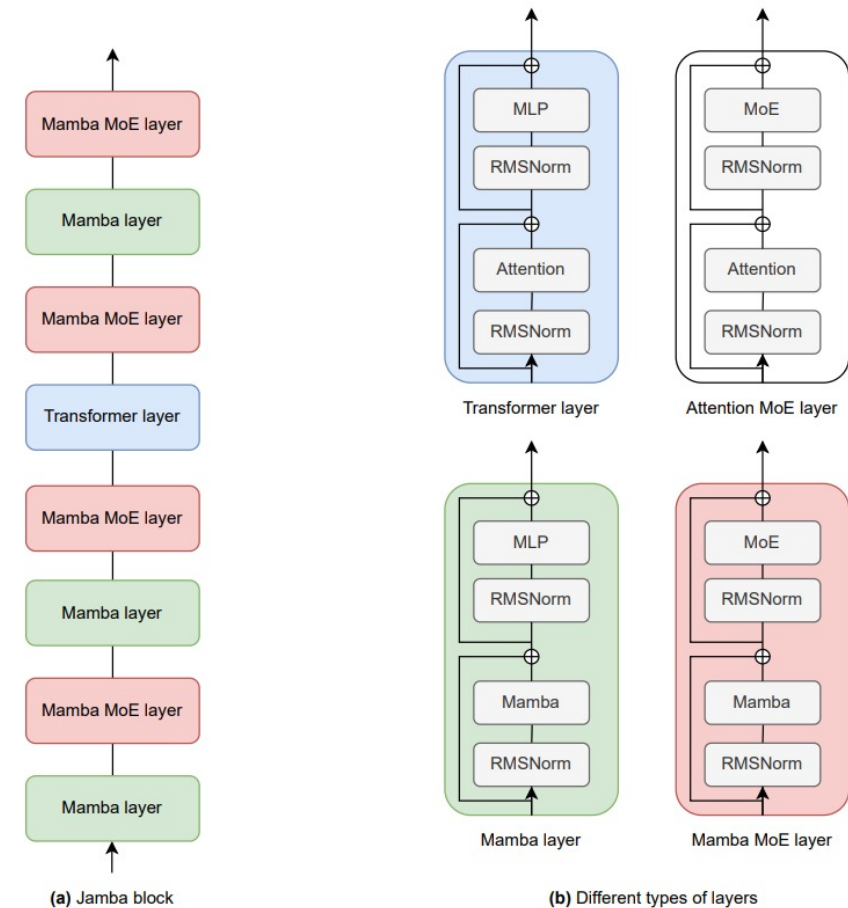
Hybrid Models



- Common to all these models: standard attention layers are **interspersed** with linear attention layers
- The standard attention has **quadratic complexity**, and the linear attention has **linear complexity** in the sequence length
- **Goal:** reduce memory requirements and speed up generation (all of these models accomplish this)

Jamba

- Jamba was the **first** hybrid model to combine Transformer layers with SSMs layers (2024)
- The architecture dramatically **reduces the size of the KV cache** for long contexts
- Jamba enables dramatically **longer contexts** to fit on a single GPU than traditional Transformer LMs
- This enables much **higher throughput** (measured in tokens per second) at generation time

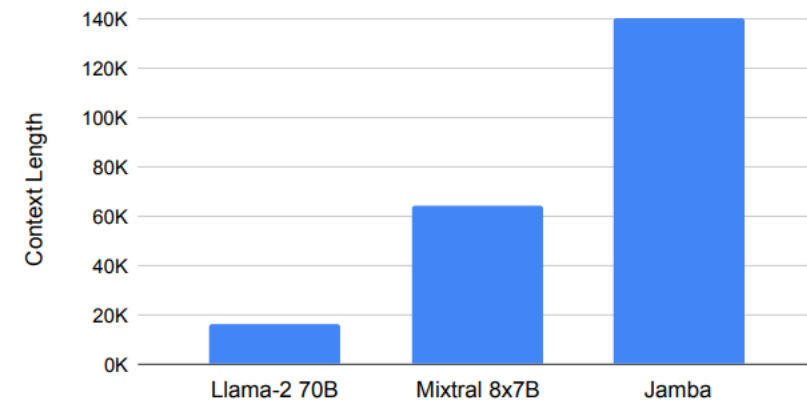


	Available params	Active params	KV cache (256K context, 16bit)
LLAMA-2	6.7B	6.7B	128GB
Mistral	7.2B	7.2B	32GB
Mixtral	46.7B	12.9B	32GB
Jamba	52B	12B	4GB

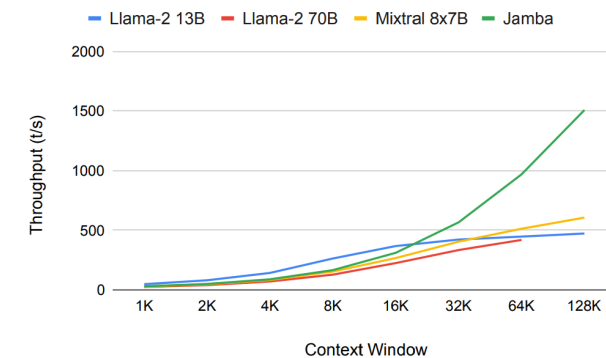
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Context length fitting a single 80GB A100 GPU



Throughput (4 A100 GPUs)



(b) Throughput at different context lengths (single batch, 4 A100 GPUs). With a context of 128K tokens, Jamba obtains 3x the throughput of Mixtral, while Llama-2-70B does not fit with this long context.

Nemotron-H

- Nemotron-H demonstrated that performance of a standard Transformer (Nemotron-T) could be retained while gaining dramatic throughput improvements
- Also introduced a vision-language model (VLM) variant

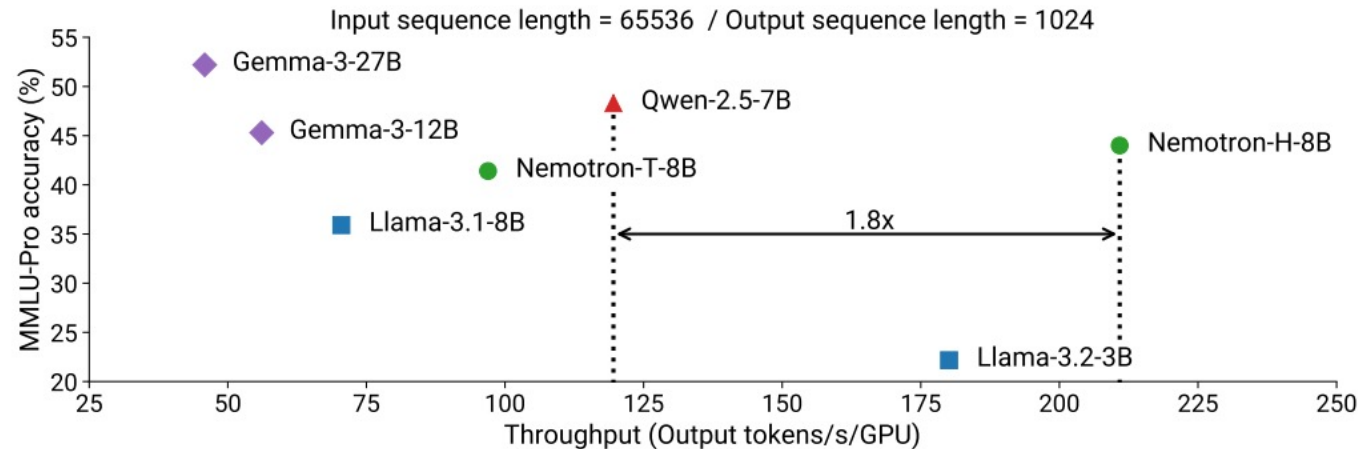
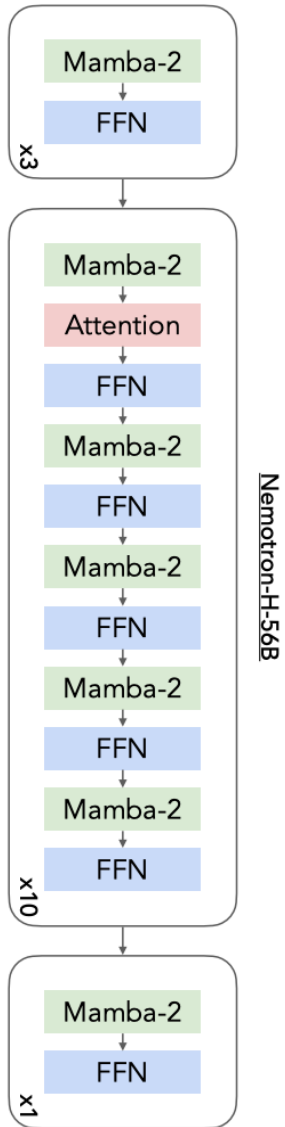
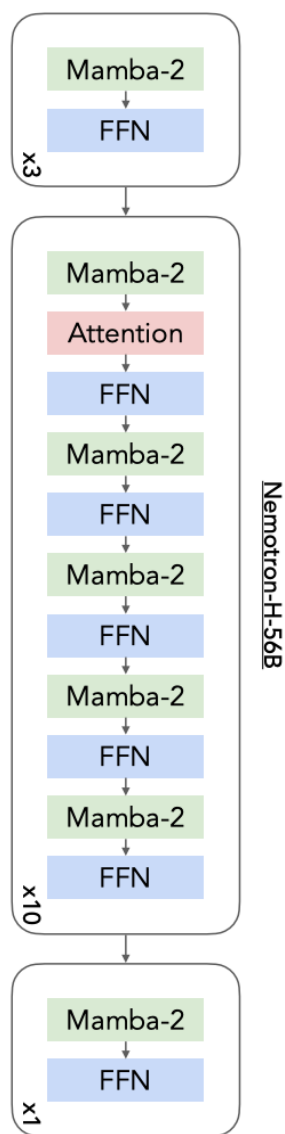


Figure 7 | MMLU-Pro accuracy versus inference throughput (normalized by number of GPUs used) for Nemotron-H-8B-Base compared to existing similarly-sized Transformer models.

Nemotron-H

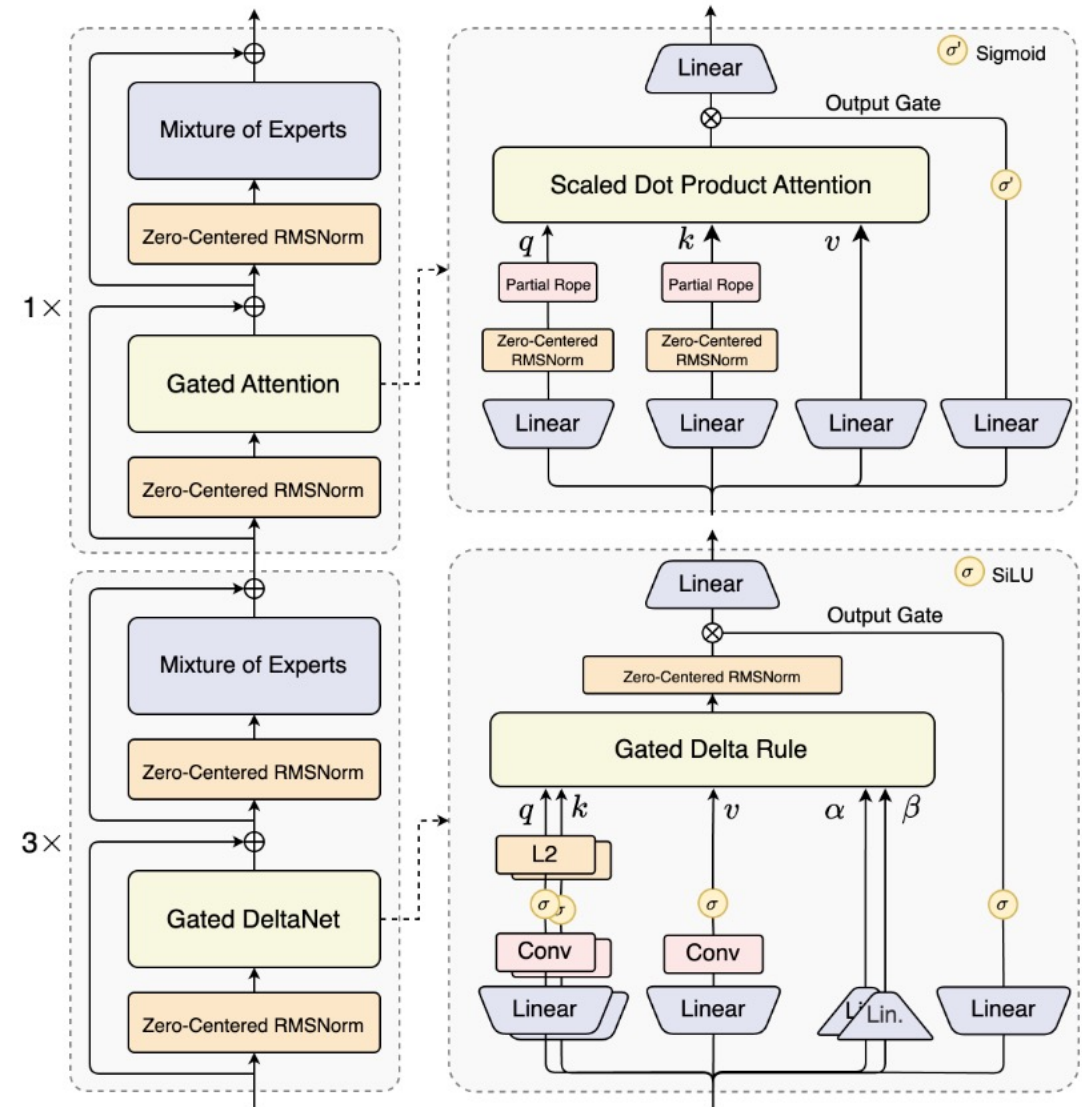


- Nemotron-H demonstrated that performance of a standard Transformer (Nemotron-T) could be retained while gaining dramatic throughput improvements
- Also introduced a vision-language model (VLM) variant

Task	Nemotron-H 56B-VLM	VLM w/ Qwen2.5 72B-Instruct	NVLM-D-1.0 72B (2024-09-17)
MMMU (val)	63.6	65.1	62.6 [†]
MathVista	70.7	70.5	66.7 [†]
ChartQA	89.4	88.9	86.0
AI2D	94.7	94.9	94.2
OCRBench	862	869	853
TextVQA	81.1	83.5	82.1
RealWorldQA	68.4	71.4	69.7
DocVQA	93.2	92.0	92.6

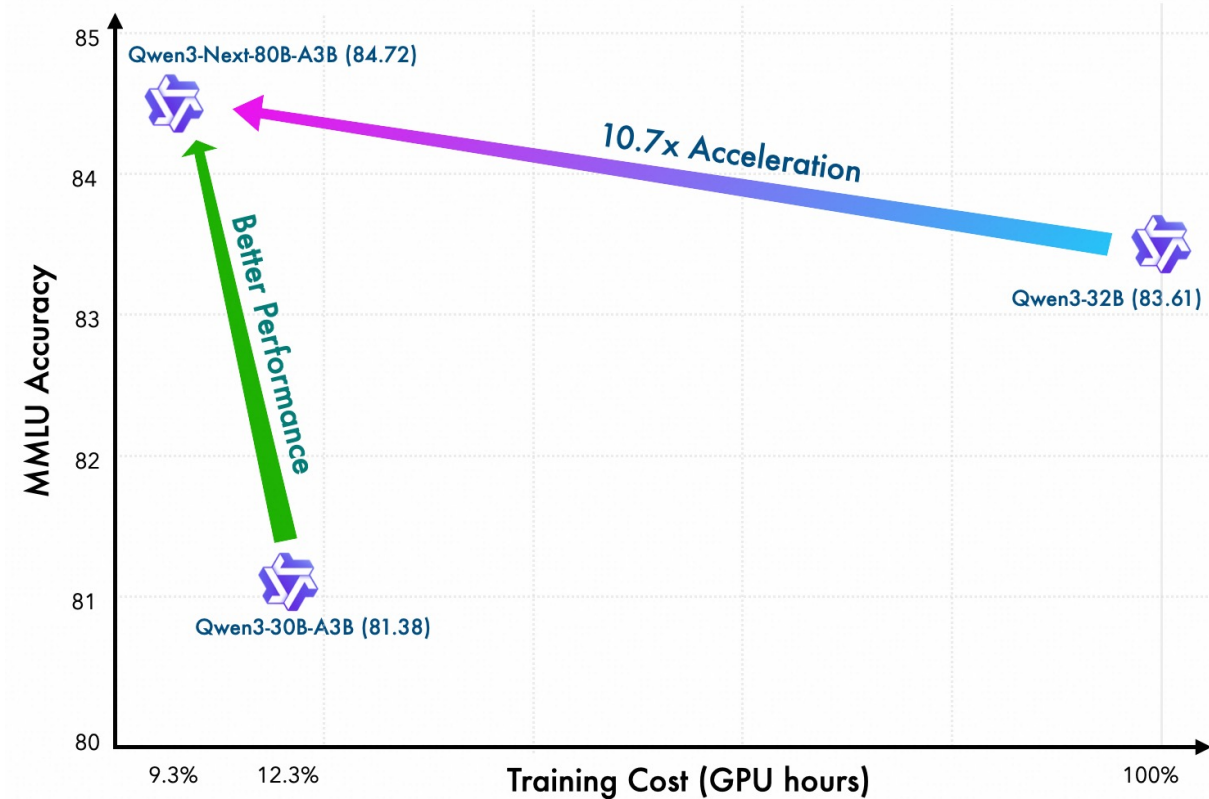
Qwen-3-Next

- Qwen-3-Next uses Gated Delta Net layers instead of standard linear attention layers



Qwen-3-Next

- Qwen-3-Next uses Gated Delta Net layers instead of standard linear attention layers
- Both training time and generation are dramatically reduced, compared to dense models of comparable size



Qwen-3-Next

- Qwen-3-Next uses Gated Delta Net layers instead of standard linear attention layers
- Both training time and generation are dramatically reduced, compared to dense models of comparable size
- Impressive performance across standard benchmarks

	Qwen3-30B-A3B	Qwen3-32B	Qwen3-Next-80B-A3B	Qwen3-235B-A22B
	Base	Base	Base	Base
Architecture	MoE	Dense	MoE	MoE
# Total Params	30B	32B	80B	235B
# Activated Params	3B	32B	3B	22B
<i>General Tasks</i>				
MMLU	81.38	83.61	<u>84.72</u>	87.81
MMLU-Redux	81.17	83.41	<u>83.80</u>	87.40
MMLU-Pro	61.49	65.54	<u>66.05</u>	68.18
SuperGPQA	35.72	39.78	<u>41.52</u>	44.06
BBH	81.54	<u>87.38</u>	87.13	88.87
<i>Math, STEM & Coding Tasks</i>				
GPQA	43.94	49.49	43.43	<u>47.47</u>
GSM8K	91.81	<u>93.40</u>	90.30	94.39
MATH	59.04	61.62	<u>62.36</u>	71.84
EvalPlus	71.45	72.05	<u>72.89</u>	77.60
CRUX-O	67.20	72.50	<u>74.25</u>	79.00
<i>Multilingual Tasks</i>				
MGSM	79.11	83.06	81.28	83.53
MMMLU	81.46	83.83	<u>84.43</u>	86.70
INCLUDE	67.00	67.87	<u>69.79</u>	73.46

Motivation

- <https://www.isattentionallyouneed.com/>

Is Attention All You Need?



Current Status: Yes

Time Remaining: 631d 22h 55m 11s

Proposition:

On January 1, 2027, a Transformer-like model will continue to hold the state-of-the-art position in most benchmarked tasks in natural language processing.