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CITIZENS HOLDING CO /MS/ Form 8-K April 24, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934

April 22, 2003 Date of Report (Date of earliest event reported)

CITIZENS HOLDING COMPANY (Exact name of the registrant as specified in its charter)

MISSISSIPPI (State or other jurisdiction of incorporation) 001-15375 (Commission File Number)

64-0666512 (IRS Employer Identification No.)

521 Main Street, Philadelphia, Mississippi (Address of principal executive office)

39350 (Zip Code)

(601) 656-4692 (Registrant's telephone number, including area code)

- Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.
 - (a) Exhibits

Exhibit 99.1 Press Release dated April 22, 2003

Item 9. Regulation FD Disclosure. (Information in this Item 9 is being furnished under both Items 9 and 12)

The following information is being furnished under both "Item 9. Regulation FD Disclosure" and "Item 12. Disclosure of Results of Operations and Financial Condition" pursuant to interim guidance issued by the Securities and Exchange Commission on March 27, 2003 in Release No. 33-8216:

On April 22, 2003, Citizens Holding Company (the "Company") issued a press release that announced the earnings for the Company for the first quarter 2003. This press release is attached as Exhibit 99.1.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CITIZENS HOLDING COMPANY

/s/ Robert T. Smith BY:

Robert T. Smith

Treasurer and Chief Financial Officer

DATE: April 24, 2003

EXHIBIT INDEX

Exhibit

Number Description

99.1 Press Release dated April 22, 2003