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CITIZENS HOLDING CO /MS/
Form 8-K
April 23, 2002

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 23, 2002

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 Statement and Exhibits.

(a) Exhibits

Exhibit 99.1 Press Release dated April 23, 2002

Item 9. Regulation FD Disclosure.

On April 23, 2002, Citizens Holding Company (the "Company") issued a press release that announced the earnings for the Company for the first quarter of 2002. The press release announcing this acquisition is attached as Exhibit 99.1.

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

BY: /s/ Robert T. Smith

Robert T. Smith
Treasurer (Chief Financial Officer)

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DATE: April 23, 2002

EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release dated April 23, 2002