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CITIZENS HOLDING CO /MS/  
Form 8-K  
December 30, 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

December 30, 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 December 30, 2002

Item 9. Regulation FD Disclosure.

On December 30, 2002, Citizens Holding Company (the "Company") issued a press release that announced the change in Chief Executive Officer upon the retirement of Steve Webb. The press release announcing this change is attached as Exhibit 99.1.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the

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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

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Robert T. Smith  
Treasurer (Chief Financial Officer)

DATE: December 30, 2002

EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release dated December 30, 2002