CITIZENS HOLDING CO /MS/ Form 8-K January 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

January 30, 2002 Date of Report (Date of earliest event reported)

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

MISSISSIPPI	001-15375	64-0666512
(State or other	(Commission File Number)	(IRS Employer
jurisdiction of		Identification No.)
incorporation)		

521 Main Street, Philadelphia, Mississippi39350(Address of principal executive office)(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 January 30, 2002

Item 9. Regulation FD Disclosure.

On January 30, 2002, Citizens Holding Company (the "Company") issued a press release that announced the earnings for the Company for the fourth quarter and year to date. The press release announcing this acquisition is attached as Exhibit 99.1.

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

Robert T. Smith Treasurer (Chief Financial Officer)

DATE: January 30, 2002

EXHIBIT INDEX

BY:

Exhibit Number Description

99.1 Press Release dated January 30, 2002