

---

---

**UNITED STATES  
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**

**May 21, 2019  
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)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425).
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12).
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock, \$0.20 par value	CIZN	NASDAQ Global Market

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

---

Item 7.01. Regulation FD Disclosure.

On May 21, 2019, Citizens Holding Company issued a press release announcing the declaration of a cash dividend of \$.24 per share of common stock for the second quarter of 2019. This press release is furnished as Exhibit 99.1 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit 99.1 [Press Release dated May 21, 2019](#)

---

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 and Chief Financial Officer

DATE: May 22, 2019

**Citizens Holding Company Announces Cash Dividend**

PHILADELPHIA, Miss.—(BUSINESS WIRE)—May 21, 2019—Citizens Holding Company (NASDAQ: [CIZN](#) - [news](#)) announced today that its Board of Directors declared a cash dividend of \$0.24 per share payable June 28, 2019, to shareholders of record as of June 14, 2019.

“Today we are announcing our second quarter 2019 dividend of \$0.24 per share” said Greg L. McKee, President and Chief Executive Officer. “This dividend will bring the total dividend for 2019 to \$0.48 per share of common stock.”

Citizens Holding Company is a one-bank holding company and the parent company of The Citizens Bank of Philadelphia, both headquartered in Philadelphia, Mississippi. The Bank currently has twenty-three banking locations in fourteen counties in East Central and South Mississippi and a loan production office in north Mississippi. In addition to full service commercial banking, the Company offers mortgage loans, title insurance services through its subsidiary, Title Services, LLC and a full range of Internet banking services including online banking, bill pay and cash management services for businesses. Internet services are available at the Bank web site, [www.thecitizensbankphila.com](http://www.thecitizensbankphila.com). Citizens Holding Company stock is listed on the NASDAQ Global Market and is traded under the symbol CIZN. The Company’s transfer agent is American Stock Transfer & Trust Company. Investor relations information may be obtained at the corporate website, [www.citizensholdingcompany.com](http://www.citizensholdingcompany.com).

---

*Contact:*

Citizens Holding Company, Philadelphia  
Robert T. Smith, 601/656-4692  
[rsmith@tcbphila.com](mailto:rsmith@tcbphila.com)