

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

February 26, 2004

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Date of Report (Date of Earliest Event Reported)

**THE PEOPLES HOLDING COMPANY**

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(Exact Name of Registrant as Specified in its Charter)

Mississippi

1-13253

64-0676974

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(State or Other Jurisdiction  
of Incorporation)

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(Commission File Number)

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(I.R.S. Identification Number)

209 Troy Street, Tupelo, Mississippi 38802-0709

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(Address of Principal Executive Offices)(Zip Code)

Registrant's Telephone Number: (662)680-1001

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ITEM 7: FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) The following exhibit is filed herewith:

99.1 Press Release, dated February 26, 2004, issued by The Peoples Holding Company.

ITEM 9: REGULATION FD DISCLOSURE.

At the close of business on February 26, 2004, The Peoples Holding Company issued a press release announcing the declaration of a quarterly cash dividend on its common stock of \$0.20 per share payable April 1, 2004, to its shareholders of record on March 15, 2004. The press release is furnished as Exhibit 99.1 to this Form 8-K.

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SIGNATURE

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.

Registrant

/s/ E. Robinson McGraw

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DATE: February 26, 2004

E. Robinson McGraw  
President & Chief Executive Officer

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**EXHIBIT INDEX**

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EXHIBIT NUMBER	DESCRIPTION
99.1	Press Release, dated February 26, 2004, issued by The Peoples Holding Company.

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**The Peoples Holding Company (AMEX: PHC)**  
**P.O. Box 709**  
**Tupelo, MS 38801-0709**  
**Phone: (662) 680-1001**  
**Fax: (662) 680-1234**  
**[www.thepeoplesbankandtrust.com](http://www.thepeoplesbankandtrust.com)**

## **Press Release**

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**For additional information, contact:**

**Jim Gray**  
**Executive Vice President, Investor Relations & Planning Director**  
**(662) 680-1217**

**Stuart Johnson**  
**Executive Vice President & Chief Financial Officer**  
**(662) 680-1472**

**Date: February 26, 2004**

### **The Peoples Holding Company Declares Dividend**

At the monthly meeting on Tuesday, February 17, 2004, the board of directors of The Peoples Holding Company (AMEX: PHC) approved the payment of a quarterly cash dividend of twenty cents (\$.20) per share to be paid April 1, 2004, to shareholders of record March 15, 2004.

The Peoples Holding Company is the parent of Mississippi's fourth largest commercial bank headquartered in the state. Through its wholly owned subsidiary, The Peoples Bank & Trust Company, the company is also parent of The Peoples Insurance Agency, Inc. The Peoples Holding Company has assets of approximately \$1.4 billion and operates 45 community bank, insurance and financial services offices in 27 north and north central Mississippi cities.