

PEOPLES FINANCIAL CORP /MS/  
Form 8-K  
March 15, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8 K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported) March 15, 2012**

**PEOPLES FINANCIAL CORPORATION**

**(Exact Name of Registrant as Specified in its Charter)**

**Mississippi**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**01-12103**  
**(Commission**  
  
**File Number)**

**64-0709834**  
**(IRS Employer**  
  
**Identification No.)**

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**152 Lameuse Street Biloxi, MS**  
(Address of Principal Executive Offices)  
**(228) 435-5511**

**39530**  
(Zip Code)

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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 (*see* General Instructions A.2 below):

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

Item 2.02. Results of Operations and Financial Condition

On March 15, 2012, Peoples Financial Corporation issued a press release announcing an adjustment to its earnings for 2011.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release issued by Peoples Financial Corporation dated March 15, 2012, Peoples Financial Corporation Restates 2011 Earnings.

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.

Dated: March 15, 2012

PEOPLES FINANCIAL CORPORATION

By: /s/ Chevis C. Swetman  
Chevis C. Swetman  
Chairman, President and CEO