

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2018

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

J. Jae A. Evans

Name of the Holding Company Director and Official

President and CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

ISABELLA BANK CORPORATION

Legal Title of Holding Company

401 NORTH MAIN STREET

(Mailing Address of the Holding Company) Street / P.O. Box

MOUNT PLEASANT Michigan 48858

City State Zip Code

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

RHONDA TUDOR CONTROLLER/VP

Name Title

989-779-6296

Area Code / Phone Number / Extension

989-773-3735

Area Code / FAX Number

rtudor@isabellabank.com

E-mail Address

www.isabellabank.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

03/25/2019

Date of Signature

For holding companies *not* registered with the SEC—  
 Indicate status of Annual Report to Shareholders:

is included with the FR Y-6 report  
 will be sent under separate cover  
 is not prepared

For Federal Reserve Bank Use Only

RSSD ID 1401118  
 C.I. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission?  0=No  1=Yes 0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report

2. a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Form FR Y-6

**Isabella Bank Corporation**  
 Mount Pleasant, MI  
 Fiscal Year Ending December 31, 2018

Report Item

1: Annual Report to Shareholders

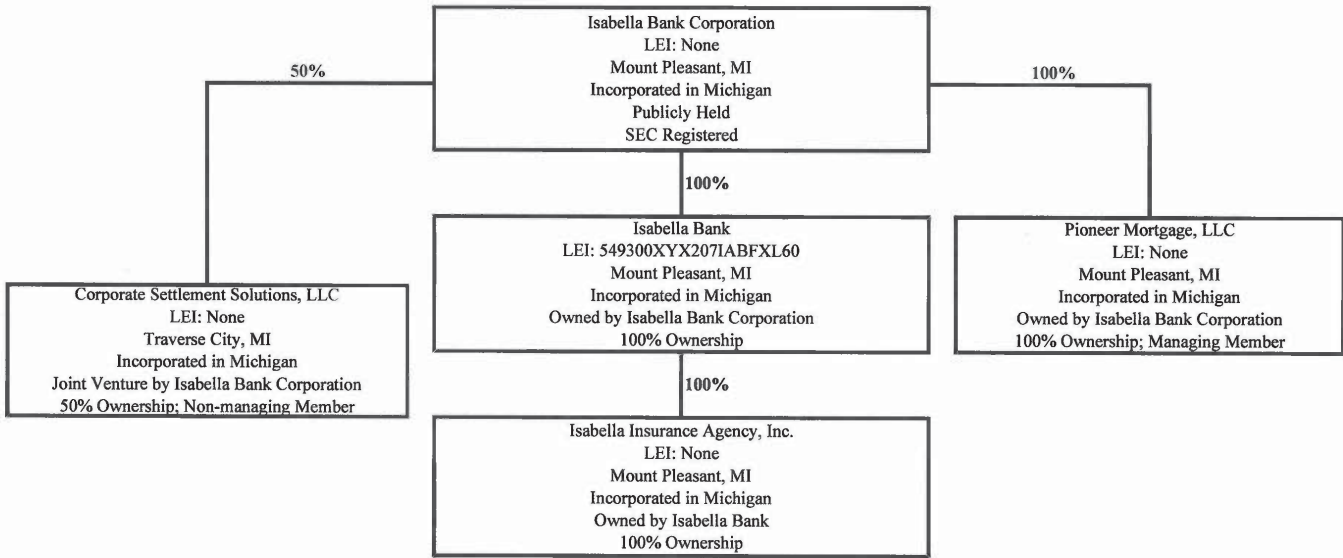
Not Applicable - The bank holding company prepares an annual report for its shareholders and is registered with the SEC.

2a: Organization Chart

See chart below.

2b: Domestic Branch Listing

Domestic branch listing provided to the Federal Reserve Bank.



Results: A list of branches for your holding company: ISABELLA BANK CORPORATION [1401118] of MOUNT PLEASANT, MI.  
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/06/2019.

**Reconciliation and Verification Steps**

1. In the Data Action column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the Effective Date column

**Actions**

OK: If the branch information is correct, enter 'OK' in the Data Action column.  
 Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.  
 Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.  
 Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.  
 Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.  
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:  
 To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.  
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	74140	ISABELLA BANK	139 EAST BROADWAY	MOUNT PLEASANT	MI	48858	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2091790	BARRYTON BRANCH	240 EAST NORTHERN AVENUE	BARRYTON	MI	49305	MECOSTA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	3400740	BIG RAPIDS BRANCH	21440 PERRY AVENUE	BIG RAPIDS	MI	49307	MECOSTA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	4565861	BIG RAPIDS EAST BRANCH	711 MAPLE STREET	BIG RAPIDS	MI	49307	MECOSTA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	688846	BLANCHARD BRANCH	401 EAST MAIN STREET	BLANCHARD	MI	49310	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	691145	BRECKENRIDGE BRANCH	316 EAST SAGINAW STREET	BRECKENRIDGE	MI	48615	GRATIOT	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2188911	CLARE BRANCH	532 NORTH MCEWAN STREET	CLARE	MI	48617	CLARE	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Limited Service	2541543	CLARE NORTH BRANCH	1125 NORTH MCEWAN STREET	CLARE	MI	48617	CLARE	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	220040	FARWELL BRANCH	399 WEST MAIN	FARWELL	MI	48622	CLARE	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	4457880	FREELAND BRANCH	399 S MAIN STREET	FREELAND	MI	48623	SAGINAW	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2756749	GREENVILLE BRANCH	1405 WEST WASHINGTON STREET	GREENVILLE	MI	48838	MONTCALM	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	3077405	HEMLOCK BRANCH	16490 GRATIOT ROAD	HEMLOCK	MI	48626	SAGINAW	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	3077393	ITHACA BRANCH	1402 CENTER STREET	ITHACA	MI	48847	GRATIOT	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2084086	LAKE BRANCH	8225 WEST LUDINGTON	LAKE	MI	48632	CLARE	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	4320957	MIDLAND BRANCH	2222 N. SAGINAW RD	MIDLAND	MI	48640	MIDLAND	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	3306745	MIDLAND EAST BRANCH	210 SOUTH SAGINAW ROAD	MIDLAND	MI	48640	MIDLAND	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2055901	HIGH STREET BRANCH	1402 WEST HIGH STREET	MOUNT PLEASANT	MI	48858	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2057473	PICKARD STREET BRANCH	1416 EAST PICKARD STREET	MOUNT PLEASANT	MI	48858	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2053381	SOUTH MISSION STREET BRANCH	2127 SOUTH MISSION STREET	MOUNT PLEASANT	MI	48858	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Limited Service	2053372	UNIVERSITY BRANCH	200 SOUTH UNIVERSITY	MOUNT PLEASANT	MI	48858	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2096865	REMUS BRANCH	220 WEST WHEATLAND AVENUE	REMUS	MI	49340	MECOSTA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	5281710	SAGINAW DOWNTOWN BRANCH	203 EAST GENEESE AVENUE	SAGINAW	MI	48607	SAGINAW	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	4153801	SAGINAW OFFICE	4975 BAY ROAD	SAGINAW	MI	48604	SAGINAW	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2064015	SHEPHERD BRANCH	500 EAST WRIGHT AVENUE	SHEPHERD	MI	48883	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2065067	SIX LAKES BRANCH	313 NORTH BRIDGE STREET	SIX LAKES	MI	48888	MONTCALM	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	4111593	STANTON BRANCH	131 NORTH BRIDGE STREET	STANTON	MI	48888	MONTCALM	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2093967	CANADIAN LAKES BRANCH	8351 100TH AVENUE	STANWOOD	MI	49346	MECOSTA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2416043	BEAL CITY BRANCH	1876 NORTH WINN ROAD	WEIDMAN	MI	48893	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	3803837	LAKE ISABELLA BRANCH	125 NORTH COLDWATER ROAD	WEIDMAN	MI	48893	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	
OK		Full Service	2056397	WEIDMAN BRANCH	3338 NORTH WOODRUFF ROAD	WEIDMAN	MI	48893	ISABELLA	UNITED STATES	Not Required	Not Required	ISABELLA BANK	74140	

Form FR Y-6  
**Isabella Bank Corporation**  
**Fiscal Year Ending December 31, 2018**

**Report Item 3: Securities Holders**

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2018.			Securities holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2018.		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
None			None		

Form FR Y-6  
Isabella Bank Corporation  
Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Dr. Jeffrey J. Barnes Weidman, MI USA	Physician and Shareholder, L.O. Eye Care	Director	Director, Isabella Bank	Physician and Shareholder, L.O. Eye Care Partner, LO Ventures	0.10%	N/A	N/A
Jill Bourland Mount Pleasant, MI USA	CEO and Partner, Blystone & Bailey, CPAs, PC	Director	Director, Isabella Bank	CEO and Partner, Blystone & Bailey, CPAs, PC President, Mt. Pleasant Area Community Foundation	0.00%	(1) N/A	N/A
Jae A. Evans Lake Isabella, MI USA	N/A	Chief Executive Officer, President, Director	Chief Executive Officer, Isabella Bank Director, Isabella Bank Manager, Pioneer Mortgage, LLC Director, Corporate Settlement Solutions, LLC	Director, The Community Bankers of Michigan Director, McLaren Central Michigan Hospital Director, Central Michigan University Advancement Board	0.16%	N/A	N/A
G. Charles Hubscher Mount Pleasant, MI USA	President, Hubscher & Son, Inc.	Director	Director, Isabella Bank	President, Hubscher and Son, Inc. Partner, Hubscher Resources, LLC Director, Mt. Pleasant Area Community Foundation Board Director, Deerfield Township Zoning Board of Appeals	2.30%	N/A	Hubscher and Son, Inc.-98% Hubscher Resources, LLC-98%
Thomas L. Kleinhardt Clare, MI USA	President, McGuire Chevrolet	Director	Director, Isabella Bank Director, Corporate Settlement Solutions, LLC	President, McGuire Chevrolet Partner, KT Properties	0.69%	N/A	McGuire Chevrolet-50% KT Properties - 50%
Joseph LaFramboise Venice, FL USA	Retired Sales and Marketing Executive, Ford Motor Company	Director	Director, Isabella Bank	N/A	0.02%	N/A	N/A
David J. Maness Midland, MI USA	President, Maness Petroleum Corporation	Director and Chairman of the Board	Director and Chairman of the Board, Isabella Bank	President, Maness Petroleum Corporation Partner, Maness Brothers, LLC Partner, Huffman Royalty, LLC Partner, Huffman Lake, LLC Director, Michigan Oil & Gas Association	0.08%	N/A	Maness Petroleum Corporation-50% Maness Brothers, LLC-50% Huffman Royalty, LLC-33.33% Huffman Lake, LLC-33.33%

Form FR Y-6  
Isabella Bank Corporation  
Fiscal Year Ending December 31, 2018

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
W. Joseph Manifold Ludington, MI USA	Retired Chief Financial Officer, Federal Broach and Machine Co.	Director	Director, Isabella Bank	N/A	0.06%	N/A	N/A
Neil M. McDonnell Mount Pleasant, MI USA	N/A	Chief Financial Officer	N/A	Director, W.P. Ventures, Inc.	0.00%	N/A	N/A
W. Michael McGuire Sanford, MI USA	Retired Director of the Office of the Corporate Secretary, The Dow Chemical Company	Director	Director, Isabella Bank	Partner, MAAS, Inc.	1.22%	N/A	MAAS, Inc.-25%
Sarah R. Opperman Midland, MI USA	Retired Vice President, The Dow Chemical Company	Director	Director, Isabella Bank	Partner, Rowley Family Properties, LLC Owner, Opperman Consulting, LLC Director and Chairman, MidMichigan Health Foundation Director, Executive Committee of the United Way of Midland County Board  Director, Central Michigan University Advancement Board	0.10%	N/A	Rowley Family Properties, LLC-50% Opperman Consulting, LLC-100%
David J. Reetz Mount Pleasant, MI USA	Chief Lending Officer, Isabella Bank	N/A	Chief Lending Officer, Isabella Bank	N/A	0.12%	N/A	N/A
Jerome E. Schwind Lake Isabella, MI USA	President, Isabella Bank	Director	President, Isabella Bank  Director, Isabella Bank  Vice President, Pioneer Mortgage, LLC President, Isabella Insurance Agency, Inc. Director, Corporate Settlement Solutions, LLC	Director and Chairman, Middle Michigan Development Corporation  Director, Finance Advisory Board for the Ferris State University College of Business Director, Michigan Bankers Association Board Director, Great Lakes Bay Alliance Board	0.04%	N/A	N/A
Gregory V. Varner Breckenridge, MI USA	Research Director, Michigan Bean Commission	Director	Director, Isabella Bank	N/A	0.01%	N/A	N/A
Peggy L. Wheeler Mount Pleasant, MI USA	Chief Operations Officer, Isabella Bank	N/A	Chief Operations Officer, Isabella Bank Treasurer, Isabella Insurance Agency, Inc.	N/A	0.07%	N/A	N/A

(1) Percentage of voting securities in holding company is less than 0.01%.