



# CNL Strategic Capital

Sub-managed by **Levine Leichtman**

OVERVIEW BROCHURE

## *Private Capital: A Unique Approach to Private Equity*

This is not an offer to sell nor a solicitation of an offer to buy shares of CNL Strategic Capital. Only the prospectus makes such an offer. This piece must be read in conjunction with the prospectus in order to understand fully all the objectives, risks, charges and expenses associated with an investment and must not be relied upon to make a decision.



Please read the prospectus, including the Risk Factors section, for full details.  
The prospectus is available at [sec.gov](http://sec.gov) and [cnlstrategiccapital.com](http://cnlstrategiccapital.com), or may be obtained by calling 866-650-0650.

## RISK FACTORS

- **Offering Risk.** An investment in CNL Strategic Capital, LLC is considered speculative and involves a high degree of risk, including the loss of all or a substantial amount of your investment. CNL Strategic Capital's offering is on a best-efforts basis. There is no guarantee that CNL Strategic Capital will raise sufficient funds; therefore, it may not be able to acquire targeted assets, which reduces diversification and increases the potential of volatility.
- **Investment Objective Risk.** There is no assurance the investment strategy or objectives of CNL Strategic Capital will be achieved. Inability to invest the net offering proceeds on acceptable terms, consistent with the business strategy and within the time frame contemplated by the offering may exist. CNL Strategic Capital may face risks with respect to the evaluation and management of future acquisitions.
- **Undue Reliance on Managers or Past Performance.** CNL Strategic Capital Management, LLC is acting as the manager. The sub-manager is Levine Leichtman Strategic Capital, LLC, an affiliate of Levine Leichtman Capital Partners, LLC (LLCP). Each managing entity is an investment adviser registered with the U.S. Securities and Exchange Commission. Investors should not rely on the past performance of the managers and their respective affiliates as an indication of future performance. CNL Strategic Capital is a different investment vehicle with fees and risks dissimilar to the managers' other funds and this is the first time the managers have partnered together.
- **Conflicts of Interest Risk.** CNL Strategic Capital's managers and their respective affiliates face conflicts of interest, including those that result from compensation arrangements and allocations of business opportunities. See the prospectus for details. CNL Strategic Capital pays substantial fees and expenses to the manager, the sub-manager, the managing dealer or their respective affiliates. These payments increase the risk that investors will not earn a profit on their investment. Co-investing with other investment groups will increase the risk that third parties may make decisions with which CNL Strategic Capital does not fully agree. In certain cases, CNL Strategic Capital will invest alongside the sub-manager's affiliates. CNL Strategic Capital will not purchase these businesses unless a majority of the independent directors determines the transaction is fair and reasonable.
- **Inability to make Distributions Risk.** Distributions are not guaranteed in frequency or amount. Distributions paid are not solely based upon performance. Distributions may be funded from multiple sources, including, but not limited to, offering proceeds, borrowings, net investment income and expense waivers. Distributions that are not derived from net income produced by performance may not be sustainable and may dilute investors. Subject to certain conditions being met, CNL Strategic Capital is obligated to repay expense support to the managers over several years, which would reduce future income available for distributions.
- **Use of Leverage Risk.** CNL Strategic Capital's strategy is to use leverage in an amount not to exceed 35% of its gross assets; however, CNL Strategic Capital may exceed the 35% at any time, if approved by a majority of its independent directors. Separate from the fund's leverage, certain businesses in its portfolio may have third-party debt. The use of leverage and its limits are subject to change.
- **Liquidity Risk.** An investment in CNL Strategic Capital is illiquid. Shares sold in this offering will not be listed on an exchange or quoted through a quotation system for the foreseeable future, if ever. If investors are able to sell their shares, they will likely receive less than their purchase price. The share repurchase program has numerous restrictions and offers redemptions up to 2.5% of CNL Strategic Capital's aggregate NAV per calendar quarter and up to 10% of the aggregate net asset value for the prior four quarters. The board of directors may suspend or modify the program at any time.

## Past performance is not indicative of future results.

- An investment in CNL Strategic Capital does not provide investors with a direct ownership interest in the underlying businesses.

## GENERAL NOTICES

- Broker-dealers and investment advisors are reminded that CNL Strategic Capital's communications must be accompanied or preceded by a prospectus.
- This is not an offer to sell nor a solicitation of an offer to purchase the securities described herein. Only the prospectus makes such an offer. This material should be read in conjunction with the prospectus in order to fully understand the investment objectives, risks and charges associated with an investment.
- This offering is not suitable for everyone; investors are expected to meet the minimum financial suitability standards. CNL Strategic Capital is not a short-term investment.
- CNL Strategic Capital, LLC is a unique direct participation program, taxed as a partnership.
- Managing dealer of CNL Strategic Capital is CNL Securities Corp., member FINRA/SIPC. CNL Securities and its associates cannot provide investment advice for any individual or any individual situation and are not acting in a fiduciary capacity. Contact your financial professional to learn more about CNL product offerings and how they may complement and help diversify your portfolio. Investments should be chosen based on your individual objectives, risk tolerance and goals.
- Neither the U.S. Securities and Exchange Commission, the Attorney General of the State of New York nor any other state regulator has passed on or endorsed the merits of this offering. Any representation to the contrary is unlawful.
- Forward-looking statements are based on current expectations and may be identified by words such as believes, anticipates, expects, may, will, continues, could, targeted and terms of similar substance, and speak only as of the date made. Actual results could differ materially due to risks and uncertainties that are beyond the offering's ability to control or accurately predict. Investors and financial professionals should not place undue reliance on any forward-looking statements. CNL Strategic Capital undertakes no obligation to publicly update or revise any forward-looking statements.
- This information is not tax or legal advice. Investors should discuss the tax risks associated with this offering with their personal tax professional.



*CNL Strategic Capital*

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# Changes in the Public Markets are Having an Effect on Your Investment Portfolio



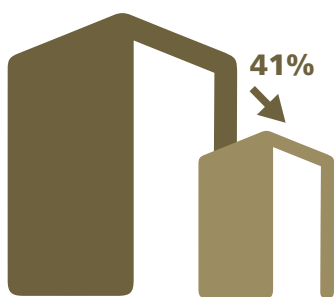
## Market Cycles are Unpredictable

All bull markets end and give way to a bear market. In January 2022, the U.S. market began to fall into bear territory, which has been a longer-than-average one. The strategies that worked in the past might not help you accomplish your goals in the future.



## Uncertainty is Here to Stay

Inflation, geopolitical conflicts and the effects of government policy, among other factors, have created headwinds for the U.S. financial markets.



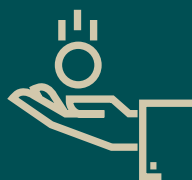
## Fewer Public Investment Options

In 1996, the number of public companies peaked at more than 8,000; today, there are approximately 41% fewer.<sup>1</sup> This can cause meaningful concentration risk and limit your access to businesses during potentially high-growth years.<sup>2</sup>

<sup>1</sup> "Listed Domestic Companies, Total," World Federation of Exchanges, 2021.

<sup>2</sup> Nancy Tengler, "Companies are staying private longer, should you invest pre-IPO?," [usatoday.com](https://www.usatoday.com/story/money/2020/09/27/companies-staying-private-longer-should-you-invest-pre-ipo/5844440002/), Sept. 27, 2020.

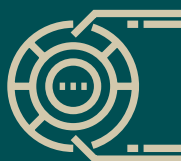
With these substantial changes in public markets, most investors are more challenged than ever to:



**Achieve** meaningful returns outside the publicly traded markets.



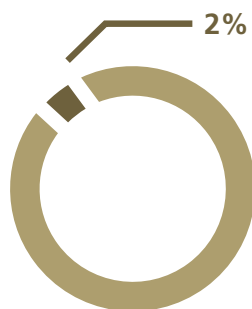
**Find** investments that are somewhat insulated from economic cycles.



**Diversify** portfolios outside of the publicly traded markets.

The private markets may offer an opportunity to address these challenges but have traditionally been unavailable to you...

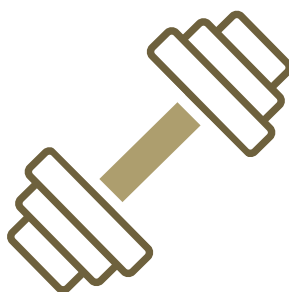
**DID YOU KNOW:**



Less than 2% of middle-market companies are publicly traded.<sup>3</sup>



On average, a larger share of growth and value creation accrues to private owners as companies stay private longer.<sup>4</sup>



Traditional private equity has seen strong performance over the last 15 years.<sup>5</sup>

<sup>3</sup> "Public companies with revenues of \$15m-\$250m," Dun & Bradstreet. "Private companies with revenues of \$15m-\$250m," Dun & Bradstreet, data as of July 19, 2022.

<sup>4</sup> Nancy Tengler, "Companies are staying private longer, should you invest pre-IPO?", usatoday.com, Sept. 27, 2020.

<sup>5</sup> June 2007-June 2022.

# What if you had a way to invest in high-quality, growing private companies?

Access to private companies for the potential to get competitive returns has traditionally been unavailable to individual investors. Today, CNL Strategic Capital provides access to a unique private equity strategy for individual investors: private capital.



## CNL Strategic Capital is:

A company that seeks to own high-quality and durable private U.S. companies, providing your investment portfolio with the potential for growth, monthly income and diversity outside of the publicly traded financial markets.<sup>6</sup>



## CNL Strategic Capital is NOT a:

Publicly Traded Investment  
Real Estate Investment Trust (REIT)  
Business Development Company (BDC)  
Mutual Fund  
Traditional Private Equity Fund  
Fund of Funds

Distribution payments are not guaranteed in frequency or amount. Distributions may be funded from net investment income, offering proceeds and borrowings, as well as, in significant part, reimbursable expense support and fee deferrals; the latter three will reduce future cash available for distributions and be dilutive to shareholders. In addition, temporary waivers or expense reimbursements that may be subject to reimbursement to the adviser, or its affiliates may have a smoothing effect on NAV per share and/or distribution payments.

This investment is considered speculative, has substantial costs, and differs from traditional private equity.

There is no assurance that these objectives will be met.

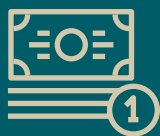
<sup>6</sup> CNL Strategic Capital has substantial costs, which will reduce investor returns; however, certain share classes have lower fees. Distributions paid are not solely based upon performance. Distributions are not guaranteed in frequency or amount.

# Highly Selective Investment Criteria

CNL Strategic Capital intends to acquire high-quality private companies that align with strict investment criteria and partner with those companies to build enduring value:



High-quality,  
middle-market  
businesses



Consistent cash flows



Growing businesses and  
industries



More insulated from  
economic downturns



Strong financial  
profiles



Established and  
durable brands



High margins  
and limited capital  
expenditures



Proprietary products or  
services



Management team with  
vested interest in the  
success of the business



Established market leaders  
with competitive  
advantage

There is no assurance the stated objectives will be met.

CNL Strategic Capital may pursue acquisition opportunities that do not meet the criteria stated above. A substantial portion of CNL Strategic Capital's assets may be invested in a limited number of businesses.



# Portfolio Highlights

## Lawn Doctor

*A leading franchisor of lawn care services with a great brand name, 55 years of experience*

Total system-wide sales for the trailing twelve months ended Sept. 30, 2022, was approximately \$197M

Operates a nationwide network of independently owned franchise units in 39 states

37% franchise growth in 10 years  
(Top 500 Franchisee Opportunity by *Entrepreneur Magazine* for 40 years)



Initial Total Invested  
Capital by  
CNL Strategic Capital

**\$45.5M**

## Clarion Safety Systems

*30+ years providing standards-based visual safety labels and signs that support original equipment manufacturers, facility owners and employers to reduce risk and protect workers*

Revenue has grown at an approximately 7.5% compound annual growth rate from the year ended Dec. 31, 2010, to the trailing twelve months ended Sept. 30, 2022

Serves thousands of customers worldwide in large and diverse industries

Provides adequate warning labels and signs required by OSHA and other industry bodies, thus allowing for a durable business model



Initial Total Invested  
Capital by  
CNL Strategic Capital

**\$69.3M**

## Vektek Holdings

*45+ years of experience as a designer, engineer and manufacturer of automated workholding solutions for Computer Numerical Control machining*

A market leader differentiated by its innovative hydraulic clamping solutions, technical expertise and domestic production

Products serve a large installed base, are low cost and a minimal component of customers' engineering spend

Grew revenue at an approximately 4.8% compound annual growth rate from the year ended Dec. 31, 2006, to Sept. 30, 2022



Initial Total Invested  
Capital by  
CNL Strategic Capital

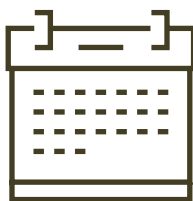
**\$81.3M**

As of Sept. 30, 2022, unless otherwise stated. CNL Strategic Capital's acquisition dates were Feb. 7, 2018, Dec. 9, 2021, and May 6, 2022. Certain figures represent historical financial information prior to acquisition. Past performance is not indicative of future results. Information subject to change.

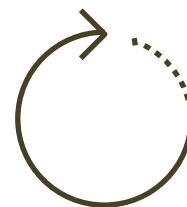
# CNL Strategic Capital seeks to provide access to a nearly 40-year institutional investment strategy:<sup>7</sup>



Potential for meaningful returns  
not subject to public market  
sentiment



Intends to provide monthly  
income<sup>8</sup>



Targets companies that are  
somewhat insulated from  
economic cycles

Distribution payments are not guaranteed in frequency or amount. Distributions may be funded from net investment income, offering proceeds and borrowings, as well as, in significant part, reimbursable expense support and fee deferrals; the latter three will reduce future cash available for distributions and be dilutive to shareholders. In addition, temporary waivers or expense reimbursements that may be subject to reimbursement to the adviser, or its affiliates may have a smoothing effect on NAV per share and/or distribution payments.

CNL Strategic Capital can have substantial costs which will negatively impact returns. There is no assurance the investment objectives will be met. This offering can be considered speculative and it is not suitable for all investors.

<sup>7</sup> CNL Strategic Capital is the first offering where CNL and LLC have managed an investment portfolio together. CNL Strategic Capital will be dependent on the managers' performance, and their past performance is not indicative of future returns.

<sup>8</sup> Distributions paid are not solely based upon performance. Distributions are not guaranteed in frequency or amount.

## Experienced Management

CNL Strategic Capital is managed by two experienced investment management firms:



### CNL FINANCIAL GROUP

50 years of experience

Formed or acquired companies with more than \$34B in assets

Pioneer in the Democratization of Investing®



### LEVINE LEICHTMAN CAPITAL PARTNERS

Nearly 40 years of experience

Managed approximately \$13.1B since inception

Global network of more than 175 institutional investors

**To learn more, investors are encouraged to contact their financial professional. Financial professionals should contact the managing dealer, CNL Securities, member FINRA/SIPC, at 866-650-0650 or visit [cnlstrategiccapital.com](http://cnlstrategiccapital.com).**

As of Sept. 30, 2022, CNL Strategic Capital is managed by CNL Strategic Capital Management, LLC and sub-managed by Levine Leichtman Strategic Capital, LLC, which are affiliates of CNL Financial Group and Levine Leichtman Capital Partners, respectively. Each managing entity is an investment adviser registered with the U.S. Securities and Exchange Commission. The performance of CNL Strategic Capital may not replicate the success of these entities.

CNL and its associates cannot provide investment advice for any individual or any individual situation and are not acting in a fiduciary capacity. Contact your financial professional to learn more about CNL product offerings and how they may complement and help diversify your portfolio. Investments should be chosen based on your individual objectives, risk tolerance and goals.

This is the first public offering where CNL and LLCP have managed an investment portfolio together.

This investment is not suitable for all investors.

## OFFERING DETAILS

Unique Investment Structure	A limited liability company, regulated as a direct participation program, taxed as a partnership
Maximum Offering Size	Up to \$1.1 billion
Minimum Investment	\$5,000
Investor Profile	Individual and institutional investors
Share Pricing Frequency <sup>9</sup>	Monthly
Published NAV	Monthly
Share Subscription Procedure	Monthly escrow sweep
Geographic Focus	Primarily in the United States
Investment Objective <sup>10</sup>	Long-term appreciation with current income, while protecting invested capital
Distributions	Declared and paid monthly. Sources of funds for distribution vary. Distribution payments are not guaranteed in frequency or amount. Distributions may be funded from net investment income, offering proceeds and borrowings, as well as, in significant part, reimbursable expense support and fee deferrals; the latter three will reduce future cash available for distributions and be dilutive to shareholders. In addition, temporary waivers or expense reimbursements that may be subject to reimbursement to the adviser, or its affiliates may have a smoothing effect on NAV per share and/or distribution payments.
Limited Share Repurchase Program <sup>11</sup>	Quarterly share repurchase program is based on net asset value. There will be numerous restrictions that limit an investor's ability to sell their shares. The board of directors may suspend or modify the program at any time.
Tax Reporting	One consolidated Schedule K-1; best efforts to provide no later than mid-March
Exit Strategy <sup>12</sup>	Liquidity event options intended to be considered by the board of directors on or before Nov. 1, 2027 (which is within six years from the termination of the initial public offering). The exit date can vary. Shares should only be purchased as a long-term investment.
Financial Suitability Standards	See the Suitability Standards section of the prospectus or your firm's policies. Some states may have additional standards. These states include AL, CA, IA, ID, KS, KY, MA, ME, MO, ND, NE, NJ, NM, OH, OK, OR, PA, PR, TN and VT.

There is no assurance the stated objectives will be met. CNL Strategic Capital pays substantial fees and expenses, which will reduce the amount of cash available for acquisitions or distributions to shareholders. Read the prospectus for complete details on the risks, fees and expenses.

<sup>9</sup>The offering price will be adjusted monthly, in connection with the valuation, so shares are sold at a value that, after deducting commissions and dealer manager fees, is equal to NAV.

<sup>10</sup>Distributions paid are not solely based upon performance. Distributions are not guaranteed in frequency or amount.

<sup>11</sup>The share repurchase program offers redemptions up to 2.5% of CNL Strategic Capital's aggregate net asset value per calendar quarter and up to 10% of the aggregate net asset value for the prior four quarters. The board of directors may suspend or modify the program at any time; however, it cannot be terminated absent a liquidity event or unless otherwise required by law.

<sup>12</sup>The board of directors is under no obligation to pursue or complete any particular liquidity event during this time frame or otherwise.